

**MINUTES  
BOARD OF TRUSTEES MEETING  
THOMAS EDISON STATE UNIVERSITY  
December 9, 2022**

**MEMBERS PRESENT:** Gualberto Medina, Chair; Michael Toscani, Vice Chair; Kemi Alli; Merodie A. Hancock; Eric R. Lear; Brian Maloney; Lydia Stockman; Jerome Ingram, Jr. (student trustee) and Sharonda Graves (non-voting student trustee)

**MEMBERS ABSENT:** J. Stanley Justice

**ALSO PRESENT:** **Cynthia Baum**, Provost and Senior Vice President; **Matthew Cooper**, Associate VP, Organizational Learning & Chief Technology Officer; **Dennis Devery**, Vice President for Enrollment Management; **Mary Heagley**, Vice President for Public Affairs; **Jennifer Hoff**, General Counsel; **Misty Isak**, Associate Vice President, Strategic Initiatives and Secretary to the Board; **Michael Mancini**, Chief of Staff/COO; **Marcela Maziarz**, Vice President for Community and Government Affairs; **Jennifer Nelson**, State Librarian; **Christopher Stringer**, Vice President and Chief Financial Officer; and **Jamie Adams**, Executive Assistant to the President

Mr. Medina officially called the public meeting to order at 10:00 a.m., followed by a statement of public notice pursuant to the Open Public Meetings Act, N.J.S.A. 10:4-6 to 10:4-21.

**CONSIDERATION OF MINUTES**

Mr. Medina presented the minutes of the September 9, 2022, board meeting for approval and adoption. Mr. Lear made, and Dr. Toscani seconded, a motion to adopt the minutes. Motion carried unanimously.

**PRESIDENT'S REPORT**

Dr. Hancock reviewed the attached report with the Board of Trustees. She entertained and responded to questions.

**REPORT OF THE ADMINISTRATION, AUDIT AND FINANCE COMMITTEE**

Mr. Medina introduced Mr. Lear to present the Administration, Audit and Finance Committee Report. Mr. Lear briefed the Board on the committee meeting held on November 16, 2022.

**FIRST QUARTER FINANCIAL RESULTS**

Mr. Lear introduced Mr. Stringer to brief the Board on the first quarter financial results.

Mr. Stringer discussed the first quarter financial results.

## **CONSIDERATION OF BID WAIVERS**

Mr. Stringer provided a summary of the proposed bid waivers. Mr. Lear presented the following resolution.

- WHEREAS:** The “State College Contracts Law, N.J.S.A. 18A:64-52 et seq. requires that contracts be made and awarded by the University, after public advertising, for bids for contracts in excess of the established bid threshold; and
- WHEREAS:** The State College Contracts Law, N.J.S.A. 18A:64-56, permits, in certain specified instances, that contracts may be made, negotiated, or awarded by the University by resolution of its Board of Trustees without public advertising for bids; and
- WHEREAS:** The Board of Trustees approved the “Thomas Edison State University Purchasing and Contracting Policy,” which governs purchases and contracts for the University and Library, on December 17, 2021; and
- WHEREAS:** The Board of Trustees finds that the following purchases and contracts have met the criteria for award without public bidding, under the provisions of N.J.S.A. 18A:64-56; now therefore, be it
- RESOLVED:** That the Thomas Edison State University Board of Trustees hereby approves waivers of advertisement for the following purchases and contracts for the purposes designated:

### **BID WAIVER REQUESTS**

The State College Contracts Law requires that contracts be made and awarded by the University only after they are publicly advertised for bids. N.J.S.A. 18A:64-56, a provision of that law, allows the Board of Trustees to waive advertising for bids in certain instances. The Board authorized the Thomas Edison State University Purchasing and Contracting Policy, by resolution dated December 17, 2021. The Policy requires that items exceeding \$3,000 be obtained through some price competition. The following proposed contracts will be processed in accordance with that Policy.

1. **Janitorial Services - \$105,000**  
The University seeks a bid waiver to engage a vendor to provide janitorial services for the Center for Learning and Technology and George A. Pruitt Hall. The cost will not exceed \$105,000. N.J.S.A. 18A:64-56(a) (23) permits the University to make, negotiate, or award a contract by Board resolution for services at cost below state contract pricing for the same service.
2. **Library Materials – E-Content - \$500,000**  
The Library requests approval to spend \$500,000 for the purchase of library materials in electronic format to add to the State Library’s statewide e-content collection. The Library will use multiple vendors for the purchase of e-books, periodicals, journals, online resources, and other formats to update and enhance the holdings of the State Library. The

FY 2023 costs will not exceed \$500,000. N.J.S.A. 18A:64-56(a) (6) and N.J.S.A. 18A:73.35.1 permit the University to make, negotiate, or award a contract by Board resolution, for the purchase of library materials.

Mr. Lear made, and Ms. Stockman seconded, a motion to adopt the resolution. The motion carried unanimously.

### **TRAVEL POLICY**

Mr. Stringer discussed the proposed changes in the Travel Policy.

**WHEREAS:** The Board of Trustees of Thomas Edison State University has the authority and responsibility to determine policies for the administration of the University pursuant to N.J.S.A. 18A:64-6; and

**WHEREAS:** The University maintains the Thomas Edison State University Travel Policy that outlines the approvals and allowability of employee travel; and

**WHEREAS:** The President recommends updating and revising the Travel Policy, which will increase productivity and promote efficiency; now, therefore, be it

**RESOLVED:** That the Board of Trustees of Thomas Edison State University does hereby adopt the updated and revised Travel policy, set forth in the attached documents.

Mr. Lear made, and Dr. Toscani seconded, a motion to adopt the resolution. The motion carried unanimously.

### **REPORT OF THE ACADEMIC AFFAIRS COMMITTEE**

Mr. Medina introduced Mr. Maloney to present the Academic Affairs Committee Report. Mr. Maloney briefed the Board on the committee meeting held on November 15, 2022 and presented the following resolutions for action.

A. University Academic Council Memberships (Attachments)

#### **1. Jelena F. Vucetic, Heavin School AST, Curriculum Committee Chair for the Applied Sciences Disciplines**

**WHEREAS:** The Board of Trustees of Thomas Edison State University has the authority and the responsibility for oversight of academic governance; and;

**WHEREAS:** The University Academic Council of Thomas Edison State University has the authority and the responsibility to recommend through the

Provost and President to the Board of Trustees the University educational curriculum and academic policies; and

**WHEREAS:** Each Academic School of the University has a Curriculum Committee, which is a subcommittee of the University Academic Council, that is responsible for providing curricular direction to the University in their relevant academic areas; and

**WHEREAS:** Each School Curriculum Committee is led by a Chair, elected by simple majority to serve one-year renewable terms of up to six years;

**WHEREAS:** The Heavin School of Arts, Sciences, and Technology Curriculum Committee for the Applied Sciences disciplines has recommended approval for Jelena Vucetic, Ph.D., MBA to serve as the Curriculum Committee Chair and to become a member of the University Academic Council as of January 1, 2023;

**WHEREAS:** The University Academic Council has recommended the membership of Dr. Jelena Vucetic to the Provost and Senior Vice President and supports presenting the candidate to the Board of Trustees, now, therefore, be it;

**RESOLVED:** That the Board of Trustees of Thomas Edison State University does hereby adopt and affirm the membership of Dr. Jelena Vucetic to serve on the University Academic Council, incorporated herein by reference.

## **2. Thomas Vari, Heavin School AST, Curriculum Committee Chair for the Arts & Sciences Disciplines**

**WHEREAS:** The Board of Trustees of Thomas Edison State University has the authority and the responsibility for oversight of academic governance; and;

**WHEREAS:** The University Academic Council of Thomas Edison State University has the authority and the responsibility to recommend through the Provost and President to the Board of Trustees the University educational curriculum and academic policies; and

**WHEREAS:** Each Academic School of the University has a Curriculum Committee, which is a subcommittee of the University Academic Council, that is responsible for providing curricular direction to the University in their relevant academic areas; and

**WHEREAS:** Each School Curriculum Committee is led by a Chair, elected by simple majority to serve one-year renewable terms of up to six years;

**WHEREAS:** The Heavin School of Arts, Sciences, and Technology Curriculum Committee for the Arts and Sciences disciplines has recommended approval for Thomas Vari, Ed.D. to serve as the Curriculum Committee

Chair and to become a member of the University Academic Council as of January 1, 2023;

**WHEREAS:** The University Academic Council has recommended the membership of Dr. Thomas Vari to the Provost and Senior Vice President and supports presenting the candidate to the Board of Trustees, now, therefore, be it

**RESOLVED:** That the Board of Trustees of Thomas Edison State University does hereby adopt and affirm the membership of Dr. Thomas Vari to serve on the University Academic Council, incorporated herein by reference.

Mr. Maloney moved, and Mr. Lear seconded, a motion to adopt both resolutions. Motion carried unanimously.

## B. Consideration of New Programs and Concentrations

### 1. Ed.D. in Professional Studies Degree Proposal

**WHEREAS:** The Board of Trustees of Thomas Edison State University has the authority and the responsibility for oversight of academic governance; and;

**WHEREAS:** The University Academic Council of Thomas Edison State University (TESU) has the authority and the responsibility to recommend through the Provost and President to the Board of Trustees the University educational curriculum and academic policies;

**WHEREAS:** TESU was founded as an adult serving institution providing opportunities and options for degree completion;

**WHEREAS:** Academic programs within the Heavin School of Arts, Sciences, and Technology offer degrees for students who wish to achieve or enhance a strong foundation in a career in the area of applied sciences or within the areas of the arts and sciences;

**WHEREAS:** The development of a Doctorate in Education in Professional Studies (Ed.D. PS) represents a planned expansion of the school's liberal arts and sciences portfolio, focused on providing an advanced educational asset that is learner-centered and provides an innovative degree completion pathway for students who want to complete their doctoral studies;

**WHEREAS:** The Ed.D. in PS addresses two primary student types; 1) students having earned advanced graduate credits at an accredited university toward earning a doctorate and 2) students who have completed sufficient advanced graduate credits at an accredited university to be considered "All But Dissertation";

- WHEREAS:** Students applying for this degree program hold leadership, management, and consulting positions in for-profit, non-profit, and entrepreneurial enterprises. Recognizing this occupational diversity, the Ed.D. in PS program supports a broad range of academic content areas/topics, and provides research methodology courses and credit transfer options enabling students to complete course credit requirements and prepare for and complete the degree's capstone Doctoral Field Project.
- WHEREAS:** The Heavin School of Arts, Sciences, and Technology Curriculum Committee in the Arts and Sciences disciplines has reviewed and approved the Ed.D. in PS program proposal as presented;
- WHEREAS:** The Provost's Cabinet reviewed the Ed.D. in PS proposal and recommends presenting it to the University Academic Council;
- WHEREAS:** The Provost and Senior Vice President of the University has reviewed and concurs with the Provost's Cabinet's recommendation to present the Ed.D. in PS proposal to the University Academic Council;
- WHEREAS:** The University Academic Council of Thomas Edison State University supports presenting the Doctorate in Education (Ed.D.) in Professional Studies proposal to the Board of Trustees; now, therefore, be it;
- RESOLVED:** That the Board of Trustees of Thomas Edison State University does hereby adopt and affirm the Doctorate in Education (Ed.D.) in Professional Studies proposal as presented and incorporated herein by reference.

## **2. Ed.D. in Organizational Leadership, Culture and Change Degree Proposal**

- WHEREAS:** The Board of Trustees of Thomas Edison State University has the authority and the responsibility for oversight of academic governance; and;
- WHEREAS:** The University Academic Council of Thomas Edison State University has the authority and the responsibility to recommend, through the Provost and the President, the educational curriculum and academic policies of the University;
- WHEREAS:** The development of a Doctorate in Education in Organizational Leadership, Culture and Change (Ed.D. OLCC) supports the School of Business and Management's mission of delivering a practitioner-oriented, competency-based business education, within a distance-learning environment, that is learner-centered and prepares ethically responsible, value-creating and globally engaged business professionals, entrepreneurs, and leaders;

- WHEREAS:** The Ed.D. in OLCC serves as a culminating scholar-practitioner educational achievement beginning with a bachelor's; degree, migrating through a master's degree, and culminating in this doctorate degree. As a result, students can chart a contiguous degree track (e.g., BSBA, MSM, and Ed.D.), enabling long-term personal, professional, career planning;
- WHEREAS:** The Ed.D. in Organizational Leadership, Culture and Change integrated learning experience will provide students and practicing professionals with opportunities to acquire advanced disciplinary knowledge, engage in evidence-based group learning;
- WHEREAS:** The Provost's Cabinet reviewed the Ed.D. in Organizational Leadership, Culture and Change proposal and recommends presenting it to the University Academic Council;
- WHEREAS:** The Provost and Senior Vice President of the University has reviewed and concurs with the Provost's Cabinet's recommendation to present the Ed.D. in Organizational Leadership, Culture and Change proposal to the University Academic Council;
- WHEREAS:** The University Academic Council of Thomas Edison State University has reviewed the proposal and supports presenting the Doctorate in Education (Ed.D.) in Organizational Leadership, Culture and Change proposal to the Board of Trustees; now, therefore, be it;
- RESOLVED:** That the Board of Trustees of Thomas Edison State University does hereby adopt and affirm the proposal for the Doctorate in Education (Ed.D.) in Organizational Leadership, Culture and Change as presented and incorporated herein by reference.

Mr. Maloney moved, and Dr. Alli seconded, a motion to adopt both resolutions. Motion carried unanimously.

### **3. Master of Science in Nursing Concentrations Proposal**

- WHEREAS:** The Board of Trustees of Thomas Edison State University has the authority and the responsibility for oversight of academic governance; and;
- WHEREAS:** The University Academic Council of Thomas Edison State University has the authority and the responsibility to recommend through the Provost and President to the Board of Trustees the University educational curriculum and academic policies;
- WHEREAS:** Academic programs within the W. Cary Edwards School of Nursing and Health Professions offer degrees for students who wish to achieve or enhance a strong foundation in a career in the area of health professions;

- WHEREAS:** The W. Cary Edwards School of Nursing and Health Professions is proposing to expand its Master of Science in Nursing (MS) concentrations with three distinct population concentrations including Family Nurse Practitioner/Primary Care, Adult/Gerontology Primary Care and Adult/Gerontology Acute Care;
- WHEREAS:** The W. Cary Edwards School of Nursing and Health Professions Curriculum Committee has reviewed and approved the Adult/Gerontology Primary Care, and Adult/Gerontology Acute Care concentration proposals as presented;
- WHEREAS:** The W. Cary Edwards School of Nursing and Health Professions Curriculum Committee has reviewed and approved the Family Nurse Practitioner concentration proposal as presented with the stipulation that the program only be offered if sufficient clinical placements are obtained by the School;
- WHEREAS:** The Provost's Cabinet reviewed the MS in Nursing concentrations in Family Nurse Practitioner/Primary Care, Adult/Gerontology Primary Care and Adult/Gerontology Acute Care; and recommends presenting it to the University Academic Council as approved by the Curriculum Committee;
- WHEREAS:** The Provost and Senior Vice President of the University has reviewed and concurs with the Provost's Cabinet's recommendation to present the MS in Nursing concentrations in Family Nurse Practitioner/Primary Care, Adult/Gerontology Primary Care and Adult/Gerontology Acute Care; to the University Academic Council as recommended by the Curriculum Committee;
- WHEREAS:** The University Academic Council of Thomas Edison State University supports presenting the MS in Nursing concentration in Family Nurse Practitioner/Primary Care, proposal as presented with the stipulation that the concentration only be offered if sufficient clinical placements are obtained by the School;
- WHEREAS:** The University Academic Council of Thomas Edison State University supports presenting the Master of Science in Nursing's Adult/Gerontology Primary Care and Adult/Gerontology Acute Care concentration proposals to the Board of Trustees; now, therefore, be it;
- RESOLVED:** That the Board of Trustees of Thomas Edison State University does hereby adopt and affirm the Master of Science in Nursing Concentrations in Adult/Gerontology Primary Care and Adult/Gerontology Acute Care; proposals as presented and incorporated herein by reference; and now, be it further;
- RESOLVED:** That the Board of Trustees of Thomas Edison State University does hereby adopt and affirm the Master of Science in Nursing in Family



Nurse Practitioner/Primary Care Concentration proposal as presented with the stipulation that the concentration only be offered if sufficient clinical placements are obtained by the School.

Mr. Maloney moved, and Mr. Lear seconded, a motion to adopt the resolution. Motion carried unanimously.

**CONSIDERATION OF CANDIDATES FOR DEGREE**

Mr. Maloney presented the following resolution:

**The Board of Trustees of Thomas Edison State University does hereby approve the awarding of the appropriate degrees to those December 9, 2022, candidates cited on the lists provided and incorporated herein by reference.**

**The action herein taken is pursuant to a certification by the President that the aforementioned candidates have satisfied all relevant degree requirements as recommended by the Academic Council and as established by the Board of Trustees.**

Mr. Maloney made, and Dr. Toscani seconded, a motion to adopt the resolution. Motion carried affirmatively.

**CONSIDERATION OF PERSONNEL ACTIONS**

Mr. Medina presented the following resolutions to approve the personnel actions and contract renewals:

**WHEREAS:** The Board of Trustees of Thomas Edison State University is authorized to approve and act on employee-appointment recommendations for employees of the University, pursuant to N.J.S.A. 18A: 64-6(h) and (i), as well as for State Library employees, pursuant to N.J.S.A. 18A: 73-34; and

**WHEREAS:** The President has made the employee-appointment recommendations as indicated on the list provided and incorporated herein by reference; now, therefore, be it

**RESOLVED:** That the Board of Trustees of Thomas Edison State University does hereby approve the employee-appointment recommendations as indicated on the list provided and incorporated herein by reference.

**CONSIDERATION OF CONTRACT RENEWALS**

Mr. Medina presented the following resolution to approve the contract renewals:

**WHEREAS:** The Board of Trustees of Thomas Edison State University is authorized to approve and act on contract renewal recommendations for employees of the University, pursuant to

N.J.S.A. 18A: 64-6(h) and (i), as well as for State Library employees, pursuant to N.J.S.A. 18A: 73-34; and

**WHEREAS:** The President has made the contract recommendations as indicated on the lists provided and incorporated herein by reference; and

**WHEREAS:** The action taken herein is pursuant to an evaluation of each employee's work performance; now, therefore, be it

**RESOLVED:** That the Board of Trustees of Thomas Edison State University does hereby approve the contract recommendations as indicated on the lists provided and incorporated herein by reference.

Dr. Alli made, and Mr. Lear seconded, a motion to adopt both resolutions. Motion carried unanimously.

**REPORT OF THE NOMINATIONS AND GOVERNANCE COMMITTEE**

Mr. Medina introduced Mr. Toscani to present the Nominations and Governance Committee Report. Mr. Toscani briefed the Board on the committee meeting held on November 18, 2022.

**EXECUTIVE SESSION**

Mr. Medina made, and Mr. Lear seconded, a motion to retire to closed session for the purpose of discussing matters pertaining to personnel and receive legal advice from counsel, which are exempt from public discussion under the Open Public Meetings Act. The motion carried unanimously.

The meeting recessed at 11:04 a.m.

**RESUMPTION OF PUBLIC SESSION**

Mr. Medina called for the resumption of the public meeting at 11:55 am.

Mr. Medina made the motion, and Mr. Lear seconded to adjourn the public meeting. The motion carried unanimously.

**ADJOURNMENT**

There being no further business, the meeting adjourned at 11:55 a.m.

Submitted by,



Merodie A. Hancock, PhD  
Secretary of the Board

3/15/2023

Date

Approved by,



Gualberto Medina  
Chair

3/15/2023

Date