

**BOARD OF TRUSTEES
FREDERICK COMMUNITY COLLEGE**

**June 4, 2024
Regular Meeting**

The Board of Trustees of Frederick Community College met in regular session on Tuesday, June 4, 2024 in the Conference Center (E126AB). A virtual option to participate was provided. Participating in person were: Trustees Carolyn Kimberlin, Chair; Tom Lynch, Vice Chair; Theodore Luck; Tracey McPherson; Dr. William Reid; and Myrna Whitworth. Trustee Dr. John Molesworth was unable to attend. Also attending in person were President Dr. Annesa Payne Cheek, Secretary/Treasurer of the Board; Janice Spiegel, Special Projects Manager/Budget Office Frederick County Government; and Edmund O’Meally, PK Law, College legal counsel.

Participating virtually was Dr. Daniel Phelan, Consultant.

CALL TO ORDER

The meeting was called to order by Chair Kimberlin at 4:30 p.m.

APPROVAL OF MINUTES

Chair Kimberlin called for approval of the minutes of the May 11, 2024 board retreat.

On a motion made by Trustee Whitworth, the Board approved the May 11, 2024 board retreat minutes 6-0-1, as presented, with Trustee Molesworth absent.

Chair Kimberlin called for approval of the minutes of the May 22, 2024 regular meeting.

On a motion made by Trustee McPherson, the Board approved the May 22, 2024 regular meeting minutes 6-0-1, as presented, with Trustee Molesworth absent.

BOARD & CEO COMMENTS

Chair Kimberlin congratulated the FCC Marketing Department for receiving two gold Collegiate Advertising Awards for a magazine ad and a newspaper ad. President Cheek provided further details on the ads while visuals of them were displayed on screen.

President Cheek recognized Chair Kimberlin for her two years of service as Chair and presented her with a crystal trophy. She then recognized each member of the Board of Trustees for their leadership and contributions in establishing the legacy of Policy Governance® and presented each Trustee with a commemorative plaque.

Chair Kimberlin reflected on her experience as Chair and the implementation of Policy Governance®. She thanked Dr. Phelan for assisting the Board through this process.

CONSENT AGENDA

On a motion made by Trustee Luck, the Board approved the following items 6-0-1, as presented, with Trustee Molesworth absent:

- Piggyback Contract with Audio Video Group for turnkey services including procurement and installation of AV equipment at the Monroe Center in the amount of \$268,775; Piggyback of the Maryland Education Enterprise Consortium (MEEC) Contract #TU-1901
- Recommendation to Award - RFB 24-CPPM-08 Construction Services for Central Plant Optimization to M&M Welding and Fabricators, Inc. for \$1,843,000, plus a 10% contingency fee of \$184,300 for a total award of \$2,027,300

INFORMATION/DISCUSSION ITEMS

FCC Foundation, Inc. Annual Report – Deborah Powell, Executive Director for the Office of Institutional Advancement and the FCC Foundation, reviewed the annual report in detail with the Board. FCC Foundation funds invested with the University System of Maryland totaled \$19,942,633.13 for the period ending February 31, 2024. The FCC Foundation has raised \$795,959 for FY 2024 to-date, and is projected to raise \$1,024,159 by June 30, 2024. FY 2024 scholarship awards total \$1,083,091 to-date.

President Cheek announced that this will be Executive Director Powell's last Board meeting as she is retiring at the end of the month. President Cheek thanked her for her service, highlighted milestones during her tenure, and presented her with a money tree plant. Trustee Whitworth and Chair Kimberlin shared their enjoyment from having served as the Board of Trustees liaison to the FCC Foundation Board of Directors. Vice Chair Lynch thanked Executive Director Powell and expressed that she will be missed.

This item was presented for information only – no action was taken or requested.

ACTION ITEMS

Board Nominating Committee Report and Election of Board Officers – The Board Nominating Committee, comprised of Trustees McPherson and Molesworth, submitted the following slate of officers for the FCC Board of Trustees for FY 2025: Theodore Luck, Chair, and Tom Lynch, Vice Chair. The Nominating Committee members contacted the nominees and each expressed a willingness to serve in these positions, if elected. President Cheek asked if there were additional nominations from the floor. There being none, she declared that nominations were closed and called for a motion.

On a motion made by Trustee Whitworth, the Board approved 6-0-1 the election of Theodore Luck as Chair and Tom Lynch as Vice Chair of the Board of Trustees of Frederick Community College for FY 2025, with Trustee Molesworth absent.

Approval of Board-CEO Delegation Policy – Global Statement – The Board considered this policy.

On a motion made by Trustee Reid, the Board approved the Board-CEO Delegation Policy – Global Statement 6-0-1, as presented, with Trustee Molesworth absent.

Approval of Board-CEO Delegation Policy – President Succession – The Board considered this policy. There was discussion clarifying the difference between Interim and Acting.

On a motion made by Trustee Luck, the Board approved the Board-CEO Delegation Policy – President Succession 6-0-1, as presented, with Trustee Molesworth absent.

Approval of Board-CEO Delegation Policy – President Compensation – The Board considered this policy.

On a motion made by Trustee Reid, the Board approved the Board-CEO Delegation Policy – President Compensation 6-0-1, as presented, with Trustee Molesworth absent.

Approval of Executive Limitations Policy – Asset Protection – The Board considered this policy.

Trustee Whitworth moved for approval of the Executive Limitations Policy – Asset Protection, as presented. Vice Chair Lynch moved to amend approval with the revision to add “, in any of the following ways:” at the end of item 10. The Board accepted the

amendment and approved the Executive Limitations Policy – Asset Protection 6-0-1, as revised, with Trustee Molesworth absent.

Approval of Executive Limitations Policy – Investments – The Board considered this policy.

On a motion made by Vice Chair Lynch, the Board approved the Executive Limitations Policy – Investments 6-0-1, as presented, with Trustee Molesworth absent.

Approval of Executive Limitations Policy – Compensation and Benefits – The Board considered this policy.

On a motion made by Trustee Whitworth, the Board approved the Executive Limitations Policy – Compensation and Benefits 6-0-1, as presented, with Trustee Molesworth absent.

Approval of Governance Process Policy – Handling Alleged Policy Violations – The Board considered this policy.

On a motion made by Vice Chair Lynch, the Board approved the Governance Process Policy – Handling Alleged Policy Violations 6-0-1, as presented, with Trustee Molesworth absent.

Approval of Schedule of Board Meetings for 2025 – The following schedule of regular meetings for 2025 were submitted for approval: January 15, February 19, March 19, April 23, June 11, August 20, September 17, October 15, and November 19. The Board Retreat will be scheduled at a later date.

On a motion made by Trustee Whitworth, the Board approved the 2025 regular meeting dates 6-0-1, as presented, with Trustee Molesworth absent.

Approval of Renewal Premiums for Fiscal Year 2025 – Dr. Barbara Larson, Interim

Vice President (VP) for Finance and Administration, presented the request to award property coverage to Affiliated FM for an estimated cost of \$132,715, casualty insurance (to include liability, auto, workers compensation and umbrella) to Utica National for an estimated cost of \$210,272, cyber insurance to Tokio Marine for \$11,626, and international insurance to ACE for \$2,500, totaling \$357,113.

On a motion made by Vice Chair Lynch, the Board approved the FY 2025 renewal premiums 6-0-1, as presented, with Trustee Molesworth absent.

Approval of Proposed Agreement for Legal Services for FY 2025 with Pessin Katz

Law, P.A. – President Cheek reviewed the terms of the proposed agreement in detail with the Board. The annual retainer of \$95,000 for FY 2025 is an increase of \$5,000 over last fiscal year. The hourly rate is increasing from \$320 per hour to \$335 per hour. Any fees in excess of the retainer are billed at the end of June at 80% (a 20% discount). All ordinary out-of-pocket expenses will also be billed at the end of June. Any extraordinary expenses (e.g., expert witness fees, transcription services, etc.) will be billed as they are incurred.

On a motion made by Trustee Luck, the Board approved the Agreement for Legal Services for FY 2025 with Pessin Katz Law, P.A. 6-0-1, as presented, with Trustee Molesworth absent.

Approval of FY 2025 Operating Budget, Capital Budget, and Salary/Wage

Scales – Interim VP Larson reviewed the FY 2025 budget proposal in detail with the Board. The FY 2025 operating budget is \$74,857,603 and includes the use of \$2,442,000 of strategic reserves for one-time projects. The FY 2025 capital budget is \$3,167,875. The

salary/wage scales have been updated to reflect a 3% cost-of-living adjustment for most employee classifications. Full-time faculty salaries will be determined following the conclusion of negotiations and a final collective bargaining agreement.

It was noted that Frederick County provides a contribution to FCC for the cost of services of the Interagency Internal Audit Authority.

On a motion made by Vice Chair Lynch, the Board approved the FY 2025 Operating Budget, Capital Budget, and Salary/Wage Scales 6-0-1, as presented, with Trustee Molesworth absent.

CLOSED SESSION

At 5:25 p.m., the motion was made by Vice Chair Lynch to convene in closed session and approved by the Board 6-0-1, with Trustee Molesworth absent.

This action was taken in accordance with Maryland's Open Meetings Act, Section 3-305(b)(1) to discuss (i) the appointment, employment, assignment, promotion, discipline, demotion, compensation, removal, resignation, or performance evaluation of an appointee, employee, or official over whom this public body has jurisdiction; or (ii) any other personnel matter that affects one or more specific individuals; Section 3-305(b)(7) to consult with counsel to obtain legal advice; and Section 3-305(b)(13) to comply with a specific constitutional, statutory, or judicially imposed requirement that prevents public disclosures about a particular proceeding or matter. Attending in person were: Trustees Carolyn Kimberlin, Chair; Tom Lynch, Vice Chair; Theodore Luck; Tracey McPherson; Dr. William Reid; and Myrna Whitworth. Trustee Dr. John Molesworth was unable to attend. Also attending in person were President Dr. Annesa Payne Cheek, Secretary/Treasurer of

the Board; Avis Boyd, Chief of Staff to the President; Edmund O’Meally, PK Law, College legal counsel; and Kari Melvin, Recording Secretary.

The Board reviewed closed session minutes from May 22, 2024.

On a motion made by Trustee Luck, the Board approved the May 22, 2024 closed session minutes 6-0-1, with Trustee Molesworth absent.

President Cheek, Chief of Staff Boyd, and Ms. Melvin left the meeting.

The Board discussed the evaluation and contract of the president.

A motion was made by Vice Chair Lynch to increase the President’s housing allowance and to provide a discretionary contribution to her supplemental retirement plan.

The Board approved the motion 6-0-1, with Trustee Molesworth absent.

The meeting adjourned at 6:25 p.m.

NEXT MEETING

The next regular meeting of the Board will be held on Wednesday, August 21, 2024.

Dr. Annesa Payne Cheek

Secretary/Treasurer

Prepared by Kari Melvin
Office of the President
Frederick Community College