



Minutes for * Meeting Book - April 29, 2024 Board of Trustees Special Meeting

04/29/2024 | 05:00 PM - (GMT-05:00) Eastern Time (US & Canada)

EC3 Erie West

College/Other Attendees (5)

Founding President Chris Gray PhD; Executive Assistant and Secretary to the Board of Trustees Renée Triana; Executive Vice President Guy Goodman; CFO Frank Moore via Zoom; and Solicitor Timothy S. Wachter, Esq.

Call to Order

Time: 5:01pm

Roll Call

Trustee	Roll Call
Justin Gallagher	5:21pm via Zoom
Kurt Hersch	Y
Robert Merrill	Y
Rev. Dr. Charles Mock	Y 5:02pm
Msg. Dr. David Rubino	Y
Vice Chairperson Dr. Michael Victor	Y
Christina Vogel	Y
Annette Wagner, M.D.	Y via Zoom
Chairperson Cheryl Rush Dix	Y

Public Participation

None

New Business-Resolution to Approve Renaming of the Champions Charter to “Erie County Community College Foundation” [Board Report #24-19] (pg.3-7)

Vice Chairperson Dr. Michael Victor, who is the Champion’s board representative, reported that industry best practice is to call the fundraising arm of an institution a “foundation”. Solicitor Wachter confirmed that the word “foundation” is a term of art and is not synonymous with a specific exemption. The College is a 170(c)(1) government related entity and donors will receive a letter recognizing their donation for their taxes. The College may consider obtaining 501(C)(3) status in the future.

Trustee	Motion 1	Vote
Justin Gallagher		Not Present
Kurt Hersch		Y
Robert Merrill		Y
Rev. Dr. Charles Mock		Y
Msg. Dr. David Rubino	2	Y
Vice Chairperson Dr. Michael Victor	1	Y
Christina Vogel		Y
Annette Wagner, M.D.		Y
Chairperson Cheryl Rush Dix		Y

The resolution to approve the renaming of the Champions Charter to “Erie County Community College Foundation” was approved unanimously via voice vote.

New Business-Resolution to Approve “Plan Let’s Go” [Board Report #24-20] (pg. 8)

Dr. Gray presented “Plan Let’s Go” that was developed with the input and projections from Executive Vice President Guy Goodman, CFO Frank Moore, and the Finance Committee. The plan categorizes students into three designations; Pioneers, continuing-full-pay students, and new students. Students will be placed into one of these categories as the College strategizes its transition from free to full tuition, accredited, and Title IV eligibility. The financial model was built on conservative estimates. Communication with students concerning free tuition and the implementation of the plan will continue on a semester-by-semester basis based on the availability of funding. The plan, if approved tonight, will be presented at the November County Council meeting. Due to the variables in the plan, it will be monitored by the Finance Committee and significant changes in the plan will come before the Board throughout the entire process.

Continued: New Business-Resolution to Approve “Plan Let’s Go” [Board Report #24-20] (pg. 8)

Trustee	Motion 2	Vote
Justin Gallagher		Y
Kurt Hersch	1	Y
Robert Merrill		Y
Rev. Dr. Charles Mock	2	Y
Msg. Dr. David Rubino		Y
Vice Chairperson Dr. Michael Victor		Y
Christina Vogel		Y
Annette Wagner, M.D.		Y
Chairperson Cheryl Rush Dix		Y

The resolution to approve “Plan Let’s Go” was approved unanimously via voice vote.

Executive Session

The Board of Trustees entered into Executive Session at 5:40pm for the purposes of real estate. The Trustees returned to the Special Session at 6:12pm.

New Business-Approval of Lease Agreement as Presented and on File in the President’s Office

Dr. Gray reported that the College will continue to monitor the data at this new location and how it is serving our students. The lease will be reviewed year by year. He also noted that there is a vested interest in helping both organizations grow and there are many avenues for collaboration. He said other locations will continue to be reviewed as the College meets students where they are.

Trustee	Motion 3	Vote
Justin Gallagher		Y
Kurt Hersch	1	Y
Robert Merrill		Y
Rev. Dr. Charles Mock	2	Y
Msg. Dr. David Rubino		Y

Continued: New Business-Approval of Lease Agreement as Presented and on File in the President’s Office

Trustee	Motion 3	Vote
Vice Chairperson Dr. Michael Victor		Y
Christina Vogel		Y
Annette Wagner, M.D.		Y
Chairperson Cheryl Rush Dix		Y

The resolution to approve the lease agreement as presented and on file in the President’s office was approved unanimously via roll call vote.

Motion to Adjourn

Time: 6:20pm

Trustee	Motion 4	Vote
Justin Gallagher		Y
Kurt Hersch	1	Y
Robert Merrill		Y
Rev. Dr. Charles Mock		Y
Msg. Dr. David Rubino		Y
Vice Chairperson Dr. Michael Victor		Y
Christina Vogel		Y
Annette Wagner, M.D.		Y
Chairperson Cheryl Rush Dix	2	Y

The motion to adjourn the meeting was passed unanimously via voice vote.

Next Regular Meeting May 22, 2024 5PM



COMMUNITY
COLLEGE

Board of Trustees

Special Meeting

April 29, 2024

EC3 Erie West

2403 West 8th Street

Founders' Room 307A

Erie, PA, 16505

Meeting ID: 8647949 2792, Passcode: 113651



**COMMUNITY
COLLEGE**

Meeting Book - April 29, 2024 Board of Trustees Special Meeting

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1. Call to Order

 2. Roll Call

 3. Public Participation

 4. New Business-Resolution to Approve Renaming of the Champions Charter to "Erie County Community College Foundation" [Board Report #24-19] (pg.3-7)

 5. New Business-Resolution to Approve "Plan Let's Go" [Board Report #24-20] (pg. 8)

 6. Executive Session

 7. New Business-Approval of Lease Agreement as Presented and on File in the President's Office

 8. Motion to Adjourn



Resolution to Approve Renaming of the Champions Charter to
"Erie County Community College Foundation"

Information

The Champions board, legal counsel, and college administration, has recommended a change to the Charter's name from "Champions" to "Foundation."

See the redline and final version of the Charter attached.

Recommendation

It is recommended that the Board of Trustees moves to approve the revised Charter as submitted.

CHARTER
ERIE COUNTY COMMUNITY COLLEGE CHAMPIONS FOUNDATION

1. PURPOSE.

- 1.1 General.** The Erie County Community College ~~Champions (“Champions”)~~ **Foundation** have been established by the Board of Trustees (“Board”) of the Erie County Community College (“College”) to advance the College’s mission through the development of relationships with funders, alumni, and the public at large. The ~~Champions~~ **Foundation** will work to maximize philanthropic support for the College and assist the President of the College and the Board in fulfilling their vital roles in this effort.
- 1.2 Authority.** The ~~Champions-Foundation~~ have been formed under Article V, Section B of the College’s Bylaws, which provides that *“The Board of Trustees may, in consultation with the President, create advisory groups, which may include non-Trustee members, to serve without compensation to assist the Board and/or President on focused subjects. Such groups shall not be authorized to take official action or render advice on matters of College business for purposes of the Sunshine Act.”*
- 1.3 Interface with Fund at The Erie Community Foundation.** Funds raised through the efforts of the ~~Champions~~ **Foundation** will, unless otherwise directed by the Board, be deposited in “The Community College of Erie County Fund” (“Fund”) established on July 12, 2023 with The Erie Community Foundation (“Foundation”) as a non-endowed “special projects” fund under pooled investment management. The agreement with the Foundation provides that *“Distributions from the Fund may be made by the Erie Community Foundation Board, upon request by the President...(i) exclusively to the [College] and (ii) for the purpose of providing support to the [College] in whatever capacity deemed necessary by the [College] Board of Trustees.”* Accordingly, the ~~Champions~~ **Foundation** will have no formal authority or role in the distribution of funds raised.

2. ORGANIZATION AND OPERATIONS.

- 2.1 Review of Charter.**
This charter will be reviewed at least annually by the ~~Champions~~ **Foundation** and recommended changes will be submitted to the Chair of the Board for ratification by the Board. The Board may modify this charter at any time.
- 2.2 Membership.**
The ~~Champions~~ **Foundation** will select their own members, subject to ratification of nominees by the Board. The ~~Champions~~ **Foundation** will elect a Chair of the ~~Champions~~ **Foundation**. The Chair of the Board will appoint a non-voting representative to the ~~Champions~~ **Foundation**. Any member of the Board may

attend **Champions Foundation** meetings, without voting privileges. A quorum at a meeting consists of a majority of voting members.

2.3 Staff Designee.

The College staff member with responsibility for institutional advancement, appointed by the President, will be the staff liaison to the **Champions-Foundation** (“Liaison”).

2.4 Meetings.

Meetings of the **Champions Foundation** will be held at least quarterly.

2.5 Minutes, Reports and Agendas.

The Chair of the **Champions Foundation**, in conjunction with the Liaison, will be responsible for preparing agendas for **Champions Foundation** meetings. The Liaison will be responsible for preparing and retaining minutes of **Champions Foundation** meetings, and for distributing minutes of the previous meeting in advance of the next scheduled meeting. Periodic reports to the Board will be coordinated by the Board Chair’s appointed representative, the Liaison, and the Chair of the **Champions Foundation**.

3. RESPONSIBILITIES.

3.1 Assist with all aspects of a comprehensive fundraising program for the College, including annual giving, capital giving, planned giving, major giving, alumni giving, and foundation and corporate support;

3.2 Work with the Liaison to assure that the College has a clear set of fundraising objectives, goals and priorities;

3.3 Educate **Champions Foundation** members as to their responsibilities both as donors and as volunteers in fundraising efforts;

3.4 Assure that the cultivation, stewardship, and recognition of donors is consistent with the culture of the College;

3.5 Facilitate introductions for the President and Liaison to corporations or foundations with which the **Champions Foundation** have personal or professional contacts.

Adopted by the Board on ~~September 27, 2023~~ April 29, 2024.

CHARTER
ERIE COUNTY COMMUNITY COLLEGE FOUNDATION

1. PURPOSE.

- 1.1 General.** The Erie County Community College Foundation have been established by the Board of Trustees (“Board”) of the Erie County Community College (“College”) to advance the College’s mission through the development of relationships with funders, alumni, and the public at large. The Foundation will work to maximize philanthropic support for the College and assist the President of the College and the Board in fulfilling their vital roles in this effort.
- 1.2 Authority.** The Foundation have been formed under Article V, Section B of the College’s Bylaws, which provides that *“The Board of Trustees may, in consultation with the President, create advisory groups, which may include non-Trustee members, to serve without compensation to assist the Board and/or President on focused subjects. Such groups shall not be authorized to take official action or render advice on matters of College business for purposes of the Sunshine Act.”*
- 1.3 Interface with Fund at The Erie Community Foundation.** Funds raised through the efforts of the Foundation will, unless otherwise directed by the Board, be deposited in “The Community College of Erie County Fund” (“Fund”) established on July 12, 2023 with The Erie Community Foundation (“Foundation”) as a non-endowed “special projects” fund under pooled investment management. The agreement with the Foundation provides that *“Distributions from the Fund may be made by the Erie Community Foundation Board, upon request by the President...(i) exclusively to the [College] and (ii) for the purpose of providing support to the [College] in whatever capacity deemed necessary by the [College] Board of Trustees.”* Accordingly, the Foundation will have no formal authority or role in the distribution of funds raised.

2. ORGANIZATION AND OPERATIONS.

- 2.1 Review of Charter.**
This charter will be reviewed at least annually by the Foundation and recommended changes will be submitted to the Chair of the Board for ratification by the Board. The Board may modify this charter at any time.
- 2.2 Membership.**
The Foundation will select their own members, subject to ratification of nominees by the Board. The Foundation will elect a Chair of the Foundation. The Chair of the Board will appoint a non-voting representative to the Foundation. Any member of the Board may attend Foundation meetings, without voting privileges. A quorum at a meeting consists of a majority of voting members.

2.3 Staff Designee.

The College staff member with responsibility for institutional advancement, appointed by the President, will be the staff liaison to the Foundation (“Liaison”).

2.4 Meetings.

Meetings of the Foundation will be held at least quarterly.

2.5 Minutes, Reports and Agendas.

The Chair of the Foundation, in conjunction with the Liaison, will be responsible for preparing agendas for Foundation meetings. The Liaison will be responsible for preparing and retaining minutes of Foundation meetings, and for distributing minutes of the previous meeting in advance of the next scheduled meeting. Periodic reports to the Board will be coordinated by the Board Chair’s appointed representative, the Liaison, and the Chair of the Foundation.

3. RESPONSIBILITIES.

3.1 Assist with all aspects of a comprehensive fundraising program for the College, including annual giving, capital giving, planned giving, major giving, alumni giving, and foundation and corporate support;

3.2 Work with the Liaison to assure that the College has a clear set of fundraising objectives, goals and priorities;

3.3 Educate Foundation members as to their responsibilities both as donors and as volunteers in fundraising efforts;

3.4 Assure that the cultivation, stewardship, and recognition of donors is consistent with the culture of the College;

3.5 Facilitate introductions for the President and Liaison to corporations or foundations with which the Foundation have personal or professional contacts.

Adopted by the Board on April 29, 2024.



Resolution to Approve "Plan Let's Go"

Information

Administration was asked to prepare a plan and financial model for transitioning from free tuition to a pay model that includes student's access to federal financial aid.

Recommendation

It is recommended that the Board of Trustees moves to approve "Plan Let's Go" as presented and direct the administration to begin the implementation of the elements of the plan.