

**North Central State College
Board of Trustees' Meeting
September 27, 2023**

I. CALL TO ORDER

This meeting was held in a hybrid format with some participants attending in-person in the Board Room (165-Fallerius) and others online via Zoom. Trustee participation was all in person.

Chair, Dr. Dwight McElfresh called the meeting to order at 5:31 p.m. and asked all to rise and join him in reciting the pledge of allegiance followed by the Global ENDS Policy for North Central State College.

II. ROLL CALL

The Secretary, Mr. Stephen Williams called the roll.

Present:

Ms. Kristin Aspin
Mr. David Bush
Mr. Mark Masters
Dr. Dwight McElfresh
Ms. Elisabeth Morando
Ms. Linda Nelson
Mr. Steven Stone
Mr. Patrick Williams
Ms. Kimberly Winkle

III. INTRODUCTION OF GUESTS

President Dorey Diab introduced Ms. Lori McKee, Vice President of Business Services; Mr. Tom Prendergast, Vice President of Student Services; Ms. Chris Copper (online), Vice President for Development/Foundation; and Ms. Sara Rollo (online) representing the Faculty. President Diab also introduced Mr. Landon Hyatt, representing the student organization Phi Theta Kappa. Dr. Kelly Gray, Vice President of Academics was absent, on vacation.

IV. FOCUS OF THE MEETING – *Dr. Dwight McElfresh*

Dr. Dwight McElfresh explained that the primary focus of tonight's meeting will include: hearing Student Organization update, a College Foundation update, the President's monitoring report along with other College updates from our president. We also have some board rules and regulations being updated. We will conduct routine business of the

College, hear from our Nominating Committee and conduct our ongoing policy governance training. We do not expect to hold an executive session tonight.

V. OSU-MANSFIELD ADVISORY BOARD REPORT – *Dr. Dwight McElfresh*

Board Chair, Dr. Dwight McElfresh explained that while the OSU-M Advisory Board met on September 21st, we do not have an OSU-M Advisory Board member with us tonight. Still, Mr. Patrick Williams attended their meeting on behalf of the NCSC Board of Trustees and will recap the highlights of that meeting for us tonight. Mr. Patrick Williams reported that this was his first time attending the OSU-M meeting and he thought the meeting was very informative and concise. Highlights included:

- Ms. Cara Bucci presented on the many accomplishments of the faculty. They had two faculty members who obtained the rank of Professor which is a rather rare occurrence for a branch campus to have two professors of that rank.
- The student representative raised some issues about the housing process that doesn't take student seniority into consideration when assigning rooms to students and expressed some interest in trying to establish some process based on student seniority for making housing assignments similar to how classes open up to upper-class students first. Upper-class students or students with more seniority should be first to receive the preferred living spaces over underclassmen or new students. Ms. Linda Nelson added that this was not the first time this issue has been brought up at one of their Board meetings as it was brought up at a meeting that she attended earlier as well and students were very upset with the housing assignment process and thought that the housing assignment process should be handled locally rather than through the main campus.
- Ms. Woods reported on some grant funded initiatives to help students who were insecure with their housing funding.
- Dean Anderman reported that enrollment was up two and a half percent.

VI. PRESIDENT'S REPORT – *Dr. Dorey Diab*

A. Phi Theta Kappa (PTK) and Sigma Alpha Pi (SAP) Updates

President Dorey Diab introduced Mr. Landon Hyatt, PTK President to deliver this month's student organization report.

PTK:

- We are starting our recruitment campaign next week. We will mail out letters and email all eligible students. We've been holding open houses and talking with students about joining the chapter and letting them know what we are all about and trying to get engagement from those students.
- PTK is going to start offering monthly leadership training to its members. The officer team will work together to create sessions each month to offer opportunities to develop

leadership skills that are desperately needed in the workplace. These sessions will start in October.

- We are continuing our “Going Green” project
- He introduced a banner they have had for students to sign and offer words of encouragement at a number of their events to celebrate Dr. Diab’s support of our students in their endeavors and would like to present him with this banner to thank him for his support to give them encouragement to get involved in OUR college. Thank you Dr. Diab for your support! We will be hanging this banner in the hallway to provide encouragement to our students to work hard and continue their efforts toward success.

B. North Central State College Foundation Development and Update - *Dr. Dorey Diab*

President Dorey Diab introduced Ms. Chris Copper, Vice President for Development and the College Foundation. Ms. Copper submitted the following report:

Emerald Club 2023/2024

- Goal: \$440,000
- Total: \$100,000
 - Pledge gifts coming in the next 2 months -\$60,000
 - New asks in progress-\$55,000 for the drone program, \$10,000 for OhioHealth Emerald Club, \$11,500 from PNC Emerald Club, \$11,500 Avita Emerald Club, \$10,000 Gorman Rupp
 - 75,000 for LPN to RN, \$75,000 Black/RCF, \$61,000 for IST lab needs (Engineering the Future - Slice Micro Data Acquisition Systems)

Events

- Arts for Success-March 7, 2024, taking nominations for Leadership Award
- Hall of Excellence
 - FY24 date April 11, 2024, nominees are being notified

Partnerships

- Crawford County and Richland County Police and Fire Drone program, \$7,000 in gifts received, Galion PD leading the training, curriculum is selected.
- Hospital information sessions for the 2024 summer LPN cohort, LPN to RN program fundraising is in progress

Workforce

- \$50,000 in YTD
- Request in to NexGen P-Tech in progress.
- Launched our 1st Quick Book Trainings in October, scheduling in process.

- 2nd cohort for Galion Crestline Chamber is scheduled to start
- 2nd Tower Tech Cohort in partnership with ODRC in progress, ordering the next round of equipment
- Continuing our leadership training series with RMC, Chris presenting to them Dec 8.

C. Monitoring Report: Executive Limitations Policy – Financial Planning/Budgeting (4-50)

Dr. Dorey Diab explained that since the Board will be discussing the operating policy on board and employee bonding he will break the regular rotation and focus this month's monitoring report on Asset Protection (Executive Limitations 04-70) to coincide with that discussion.

ASSET PROTECTION (EXECUTIVE LIMITATIONS)

Policy No. 3357:13-04-70

The CEO will not cause or allow corporate assets to be unprotected, inadequately maintained or unnecessarily risked or improperly used.

The CEO will not

- 4.71 Allow board members, staff, and the organization itself to be inadequately insured against theft, casualty, and liability losses.
- 4.72 Unnecessarily expose the organization, its board or staff to claims of liability.
- 4.73 Make any purchase: (a) wherein normally prudent protection has not been given against conflict of interest; (b) of over \$20,000 without having obtained comparative prices and quality.
- 4.74 Allow intellectual property, information and files to be exposed to loss or significant damage.
- 4.75 Receive, process or disburse funds under controls that are insufficient to meet the board-appointed auditor's standards.
- 4.76 Compromise the independence of the board's audit or other external monitoring or advice. Engaging parties already chosen by the board as consultants or advisers is unacceptable.
- 4.77 Invest or hold operating capital in insecure instruments, including uninsured checking accounts and bonds of less than AA rating at any time, or in non-interest-bearing accounts except where necessary to facilitate ease in operational transactions.
- 4.78 Endanger the organization's public image, credibility, or its ability to accomplish Ends.
- 4.79 Create or purchase any subsidiary corporation.

The Board Chair (since the board act as one) and key administration personnel (CEO, CFO, Controller, and Foundation Director) are insured for \$1.3 million each. Also, all Board members are covered under the "Pillar Liability Policy" (which includes legal and employment practices) up to \$5,000,000 with a \$10,000 deductible.

We are very diligent in protecting the institution, and minimizing its risk for exposure and liability through continuous review of situations that arise with the Attorney General's Office. However, we can't control what actions others may take.

We review purchases with an eye on eliminating any conflict of interest. Major purchases are made through vendors that are approved by the state, and placed out for bids and comparative process and quality for those equal to or more than \$25,000.

The Board is aware that we do not do typical university research to warrant for example applying for patents and protect that type of intellectual property. Due to a tremendous global increase in electronic viruses, "spam" and "phishing" attacks (some are referring to this as a "global digital pandemic" in an era of cyberattacks and ransomware facilitated by cryptocurrency), our IT department has been able to thwart thousands of attempts on our systems. We continue to enhance firewall cyber security protection, back-up server capabilities to save our files mostly to the cloud, perform disaster recovery, maintain business continuity, and prevent information from being exposed to loss or damage. The board is aware of our systems thwarting a major cyber-attack on our systems that did not get through. We now have a 24/7 surveillance by an outside agency. Yet, this remains a major concern despite all of our efforts especially when our federal and state governments, and even security and financial companies, get hacked regularly from other threat actors including foreign governments.

State-approved auditors have been performing their responsibilities while maintaining their independence with no interference from college personnel. This has been proven by the financial audits that have been without any findings. Over the past year, the Office of the Auditor of State conducted an audit of co-located campuses, including community colleges and regional campuses of universities. They continue to follow up on implementation of their recommendations including the Federal Gramm-Leach-Bliley Act (GLBA) with regard to privacy of consumer financial information. We hired an outside consultant to help us implement this process.

We hold no operating capital in insecure instruments, including uninsured checking accounts and bonds of less than AA rating at any time, or in non-interest-bearing accounts. With the increased reserve, we split the cash saving amounts between Park National Bank (~\$5M) and STAR Ohio (~\$1M) to earn better interest, albeit the interest has been small over the past year. One evidence is the high monthly cash-on-hand.

The college's public image and credibility have been generally strong as evidenced by the many accolades that the college received and many publications in the newspaper and the electronic media.

The College has no subsidiary corporation.

College Update

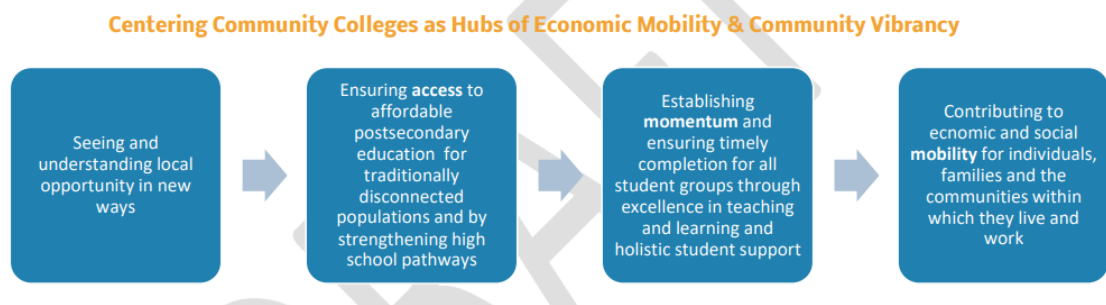
1. Student Success Leadership Institute (SSLI)

College administration and faculty participated in one day and a half in the OACC-SSLI event on Thursday and Friday, September 14 and 15. We listened to presentations and student testimonials on enrollment and persistence, teaching excellence, supporting adult learners, academic advising, and update on the Ohio semiconductor network. The College also participated in a presentation on AI and ChatGPT.

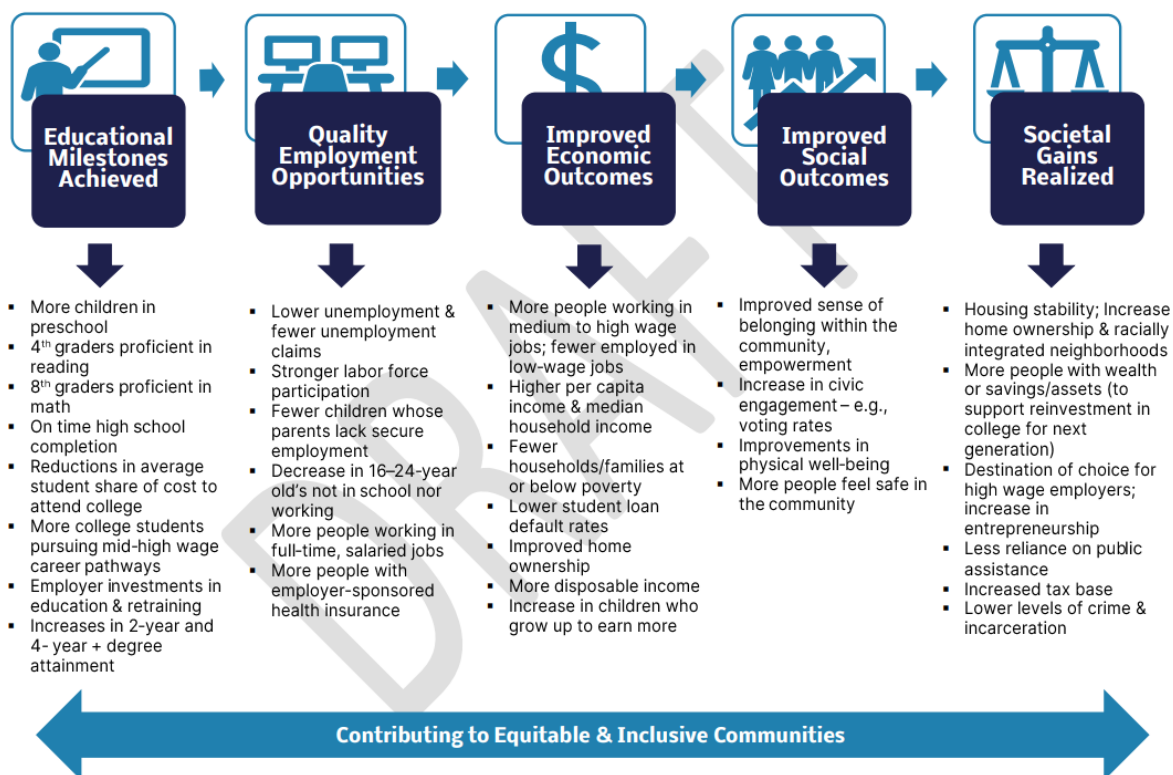
2. The College’s Achieving the Dream (ATD) Committee participated in ATD’s Community Vibrancy Midpoint Peer Learning session. We are one of a dozen ATD institutions selected to pilot the implementation of the updated ATD mission that goes beyond student completion and focuses on community vibrancy to enhance student success beyond graduation (see below for framework and pertinent outcomes).

A Framework to Guide Institutional and Community Change

ATD sees community colleges as strong engines of economic mobility with a pivotal role to play in creating more economically vibrant communities. For this to be achieved, institutions must commit to a thoughtful process of direct influence that should be monitored towards long-term community success. This process starts with seeing and understanding local communities in new ways, improving access for traditionally disconnected populations, and tracking the right institutional metrics to ensure progress and success for all student groups – all of which can lead to upward mobility for individuals and their families, and help communities flourish and thrive economically. At the core, we recognize that none of this is possible without addressing systemic inequities at both institutional and community levels.



Portrait of Vibrant Communities



VII. REQUIRED APPROVALS AGENDA

CONSENT AGENDA

The Chair, Dr. Dwight McElfresh, presented the Consent Agenda and called for any items that should be removed from the consent agenda for further discussion. On a motion by Ms. Linda Nelson and seconded by Mr. David Bush and passing unanimously, the following items were approved.

A. Approval of Minutes for August 23, 2023 “Regular Meeting”

B. Consideration of Approval of Employment of College Personnel – R-2023-34

CONSIDERATION OF APPROVAL OF EMPLOYMENT OF COLLEGE PERSONNEL

R-2023-34

NEW HIRES

BE IT RESOLVED: by the Board of Trustees that the following faculty and staff members are hereby employed at the dates stipulated below:

BEGINNING September 5, 2023

Tina Foley, Student Accounts/Administrative Specialist

BEGINNING September 6, 2023

John Craft, Part Time Custodian

BEGINNING September 11, 2023

*Logan Cox, Admissions Representative
University of Findlay, Bachelor of Science, Education*

BEGINNING September 11, 2023

*Joi Davis, Admissions Representative
Ohio State University, Bachelor of Arts, English, Literature*

BEGINNING September 11, 2023

*Ruba Alsheyab Biology Faculty
Kent State University, Master of Arts, Cellular and Molecular Biology
Jordan University of Science and Technology, Bachelor of Science, Biotechnology and Genetics
Engineering*

BEGINNING September 11, 2023

Elizabeth Choma, Part Time Teacher Assistant Substitute, Child Development Center

BEGINNING September 13, 2023

Alexandria Unger, Part Time Teacher Assistant Substitute, Child Development Center

BEGINNING September 18, 2023

*Ally Green, Office Assistant, Business, Industry and Technology Division
North Central State College, Associate of Applied Business, Business Management*

BEGINNING September 18, 2023

Simuel Robinson, Part Time Custodian

BEGINNING September 19, 2023

Molly Bradbury, Part Time Teacher Assistant Substitute, Child Development Center

BEGINNING September 21, 2023

Jocelyn Shira, Part Time Teacher Assistant Substitute, Child Development Center

EXPLANATIONS OF NEW HIRES FOR RESOLUTIONS R-2023-34

Tina Foley is hired as the Student Accounts/Administrative Specialist to replace Karley Binger.
John Craft is hired as a Part Time Custodian to replace Phil Nolan.
Logan Cox is hired as the Admissions Representative to replace Cassie Sager.
Joi Davis is hired as the Admissions Representative to replace April Gregory.
Ruba Alsheyab is hired as Biology Faculty to replace Monica Ghosh.

Elizabeth Choma is hired as Part Time Teacher Assistant Substitute, Child Development Center. Alexandria Unger is hired as Part Time Teacher Assistant Substitute, Child Development Center. Ally Green is hired as Office Assistant, BIT to replace Britney Riley. Simuel Robinson is hired as a Part Time Custodian to replace William Scott. Molly Bradbury is hired as Part Time Teacher Assistant Substitute, Child Development Center. Jocelyn Shira is hired as Part Time Teacher Assistant Substitute, Child Development Center.

C. Consideration of Approval of College Personnel Professional Growth Recognition – R-2023-35

**CONSIDERATION OF APPROVAL OF
COLLEGE PERSONNEL PROFESSIONAL GROWTH RECOGNITION**

R-2023-35

Matthew Schwartz has completed a Master of Science in Computer Science degree at Franklin University.

THEREFORE, BE IT RESOLVED: *by the Board of Trustees that the appropriate monetary recognition is added to base salary effective September 18 in accordance with the policy adopted under resolution 1991-30 for “Professional Growth Recognition.”*

REGULAR AGENDA

A. Treasurer’s Report for August 31, 2023 – Dr. Dorey Diab

Ms. Lori McKee presented the Treasurer’s Report for the period ending August 31, 2023. She stated that revenues for the month totaled \$2,085,032. Expenditures were \$1,594,316 leaving an excess of \$490,717. Year-to-date revenues totaled \$7,192,465. Year-to-date expenditures totaled \$2,187,865 leaving an excess of \$5,004,601. The Month End Investment Balance for August 2023 was \$6,023,378 (\$1,106,945 in Star Ohio and \$4,916,433 in Park National Bank). Ms. McKee described the trends that are demonstrated by the Tracking of the Monthly Cash Flow feature as well as the dashboard indicators. She further explained that figures highlighted in yellow on the report indicated totals that had changed from the July report that were found as part of the audit process.

ACTION TAKEN: Mr. David Bush moved for approval of the Treasurer’s Report for the period ending August 31, 2023. Mr. Mark Masters seconded the motion and following some brief discussion, the item was approved with a unanimous vote.

Ms. Lori McKee added that next month she would be bringing a resolution to the board for approval regarding the policy on transcript holding as required by HB33 for the board’s consideration. There will be discussion on collections and transcript issues. These discussions will include a \$50 low end for business holds.

VIII. POLICY GOVERNANCE

A. Nominating Committee Report

Nominating Committee Chair, Dr. Dwight McElfresh, reported that all incumbent officers have been recommended and confirmed their readiness to continue service into the second year of their two-year service in office. Dr. McElfresh further reported that the nomination committee recommends the reappointment of Ms. Elisabeth Morando and Ms. Linda Nelson to another term as locally appointed trustees and to tender the recommendation of Ms. Kristin Aspin to another term as a governor appointee. All trustees have agreed to accept this recommendation pending approval by the board of North Central State College Board of Trustees.

ACTION ITEM: Mr. Steven Stone moved for approval of the nominating committee recommendation for the reappointment of Ms. Elisabeth Morando, Ms. Linda Nelson and Ms. Kristin Aspin to another term on the North Central State College Board of Trustees. Mr. Patrick Williams seconded the motion and the motion passed with a unanimous vote.

Discussion of Agenda Planning – *Dr. Dwight McElfresh*

1. 2023-2024 Annual Calendar/Agenda

Board Chair, Dr. Dwight McElfresh called for a preview of the 2023-2024 Annual Calendar/Agenda for the upcoming months of October, November and December.

2. Review of Actionable Items.

Board Chair, Dr. Dwight McElfresh reviewed the listing of Actionable Items which included:

- a. Revise/Revisit Policy 11-07 Bonding of Officers and Employees. – This item will be addressed later in the agenda.
- b. 2022-2023 Fiscal Year Comparison – This item will be addressed at an appropriate time in the future following the completion of the FY2023 Audit.
- c. Formulation of NCSC Trustee Selection Committee (for local appointments taking place on or after January 1, 2024 – This item to be addressed at an appropriate time in 2024.

3. Community Connections.

Dr. Dwight McElfresh – shared the passing of Mr. Jim Gorman who is 99 years young, a long-time supporter of this college and a 2004 inductee into the NCO Hall of Excellence. His leadership and passion for the community will certainly be missed. Ms. Elisabeth Morando added that we have lost three inductees to the Hall of Excellence this

month with the additional passing of Mr. Micky Rupp and Mr. Grant Milliron. There has been discussions in recognizing them at this year's Hall of Excellence. Dr. McElfresh added that there was a great article in the Ashland County Community Foundation Annual Report about Dr. Kelly Gray being one of the early recipients of the Foundation Hedge Fund. The Fund was established many years ago by a notable pharmaceutical provider. Kelly received that scholarship and has of course gone on to great accomplishments. This is a great example of how people giving can go on to pave the way for great accomplishments and careers for students.

Mr. Mark Masters – shared that he was asked to be a guest presenter in Florida at an executive leadership conference for about 30 people. The day of his presentation, he decided to sit in on 8 hours of classes. Little did he know that North Central State College was the topic for discussion. In the presentation, they had read a book about different types of board governance and asked the group if anybody had served on a board that used a different governance model than was in the book. So, he has shared a bit about the Carver governance model. It turns out that there was a person in the room who also served on a non-profit board who also uses the Carver governance model. So, they talked a little about it to the instructors and the other participants in the class. It was a nice opportunity to share about something unique and got a lot of interest around the room.

Ms. Elisabeth Morando – shared that many may have heard that Mansfield Plumbing Products is shutting down for good by the end of the year. It will be displacing about 200 plus employees. This may be an opportunity for a community college to reach out and offer some assistance to some of these displaced workers for retraining. President Diab added that the college is also reaching out to some of those displaced workers who may have skills that we are looking for in filling current college job vacancies. Ms. Morando also added that she had seen an interesting article in Business Insider entitled “Community Colleges on the Rise for Gen Z as high tuition rates and job opportunities encourage them to skip four-year degrees.” It seems that the basis of this article is that Gen Z kids are looking for alternatives to the high expense of a four-year, six-year, and eight-year degree and are looking to technical schools and entrepreneurial opportunities to make their careers instead of starting their lives with a whole load of debt. She shared that she has had many conversations with families whose kids have completed expensive college degrees and still don't know what they want to do with those degrees. It is disturbing that you can have a couple hundred thousand dollars degree and still not know where you are going. It appears that younger kids are looking at this and saying that they don't want to be saddled with that kind of debt. They are looking more at the desired end goal and looking for a path to reach it rather than to meander along a path and hope you end up somewhere. Mr. David Bush added that it seems that we are in a sweet spot right now by being in the right place at the right time at the right price.

B. Board Policy Governance Training (IAW 02.70) – Mr. Dwight McElfresh

1. Dr. Dwight McElfresh led the discussion of policy governance principle 8 (Delegation to Management).

Principle 8 states, **Delegation to Management:**

If the board chooses to delegate to management through a chief executive officer, it honors the exclusive authority/accountability of that role as the sole connector between governance and management.

2. Policy Governance Policy Review (IAW 02.14) – training includes a continuing review, refresher, and reassessment of current Policy Governance policies. Mr. Patrick Williams led the discussion and review of Executive Limitations policies 4.0, 4.1, and 4.2. The Board concurred that these policies are still relevant and accurate.

C. Board Operating Policies Review

1. 11-07 Bonding of Officers and Employees

Board Chair shared the review of the Executive Committee of the elements of Bonding of Officers and Employees Policy 11-07 in relation to the charge already conveyed upon the CEO in Policy Governance Policy 04-70 Asset Protection Policy. In policy 04-70 the CEO is charged with providing for the protection of financial assets and college personnel in any manner in which they deem efficient and effective for providing such protection. This policy charges this care to the CEO without dictating the manner in which that protection is secured. Therefore, a policy that serves to dictate one manner of providing such protection is no longer viable nor relevant and should be rescinded.

ACTION ITEM: Dr. Dwight McElfresh moved to rescind Board Operating Policy 11-07 Bonding of Officers and/or Employees in lieu of Policy Governance policy 04-70 Asset Protection. Ms. Linda Nelson seconded the motion. Following some discussion related to employee background checks upon initial hiring and at periodic intervals throughout their employment, the question was called and the motion was unanimously approved.

2. 11-10 Board Agenda

Board Chair called for a review of Board Operating policy 11-10 Board Agenda. Discussion revealed some confusion between the elements of communication with the Board between this policy and paragraph (E) “Meetings Open to the Public” of policy 11-09 Board Meetings. While one process centered on public discussion on items that were presented on the meeting agenda and the other centered on public discussion of an item that was not listed on the agenda, having the two processes contained in two different policies made it cumbersome and somewhat difficult to follow. It was decided that these policies will be reviewed by the executive committee and a recommendation will be brought back to the board for further discussion on possibly combining similar items into the more appropriate policy to add clarity to this process of communication with the Board and to help give more emphasis to the remaining items.

IX. BOARD CHAIRPERSON REPORT- *Dr. Dwight McElfresh*

A. 2023 ACCT Leadership Congress (October 9-12) (Las Vegas, NV)

Dr. McElfresh recapped the concurrent session presentation elements. He confirmed that the follow-on meeting with Jackson College has been cancelled or postponed. Board Secretary, Mr. Stephen Williams pointed out for those Trustees attending ACCT that the information on Travel Expense Reimbursement is located on the Board of Trustees webpage down in the “Toolbox Area.” Trustee should refer to these guidelines and let Steve know if they have any further or detailed questions on compliance with travel expense reimbursement procedures.

B. Annual Ethics Training Requirements (due by December 31, 2023)

Dr. Dwight McElfresh announced that the annual ethics training requirement is due by December 31st. Anyone who still requires to conduct that training is encouraged to do so at their earliest convenience to ensure our timely compliance with this important mandate. Dr. McElfresh pointed out that some may have received letters from the Ethics Commission noting that they may have potential conflicts of interest. He pointed out to other Trustees who may have received such letters that this is not a cause for alarm rather a cautionary measure that is pretty routine.

C. Discussion of Date for NCSC/OSU-M Joint Board Meeting (December 6, 2023 @ 4:00pm in 165-Fallerius)

Dr. Dwight McElfresh asked Trustees to keep in mind that this year's joint Board meeting will be held in our Board Room on the night of our December meeting beginning at 4:00pm to 5:00pm. We will meet with the Auditor from 5:00pm – 5:30pm, then call the December Regular Meeting to order at 5:30pm.

X. MEETING EVALUATION (IAW 02.16) – *Dr. Dwight McElfresh*

Board Chair, Dr. Dwight McElfresh called for a discussion on tonight’s meeting evaluation. Trustees commented that they had terrific policy governance training/ discussions. It was great having everyone present.

XI. TIME AND PLACE OF NEXT MEETING

The next Regular meeting of the Board of Trustees is scheduled for Wednesday, October 25, 2023 at 5:30pm in the Gorman Room (165-Fallerius)

XII. ADJOURNMENT

The Chair called for any additional business requiring Board action.

ACTION TAKEN: As there was no further business requiring the Board's consideration, the Board Chair, Dr. Dwight McElfresh declared the meeting adjourned at 7:10 p.m.

Respectfully submitted:

Stephen R. Williams

Mr. Stephen R. Williams, Board Secretary

Dwight L McElfresh

Dr. Dwight McElfresh, Board Chair