



NORTHERN MARIANAS COLLEGE
BOARD OF REGENTS
Special Meeting of August 17, 2018

Minutes

I. Call Meeting to Order

The special meeting of the Board of Regents of the Northern Marianas College was held on Friday, August 17, 2018 in the BOR Conference Room, Saipan Campus. Regent Charles V. Cepeda, BOR Chairman called the meeting to order at 3:03p.m. and called for roll of the members. Seven members were present and a quorum was established. Chairman Cepeda welcomed everyone to the meeting.

a. Roll Call

Regents Present:

Regent Charles V. Cepeda, Chairman; Regent Elaine Hocog Orilla, Vice-Chairperson; Regent Michaela U. Sanchez; Regent Jesse Tudela; Regent Zenie P. Mafnas; Regent Irene T. Torres and Regent Michael N. Evangelista, Esq.

NMC College Staff

Dr. Carmen Fernandez, President; Cynthia I. Deleon Guerrero, Vice-President of Learning and Student Success; Maria Aguon, Tinian Center Executive Director; Adrian Atalig, Information Technology Director; Floyd Masga, UCEDD Director; Johnny S. Aldan, Nursing Faculty; Arthur De Oro, Grants Coordinator; Zerlyn Taimanao, Instructor/Criminal Justice Program Coordinator; Roland Merrar, School of Education Instructor; Jerome C. Ortiz, Network System Administrator; Johnny S. Aldan, Nursing Instructor; Ray Muna, Prior Learning Program; Dennis Marceloa, Database Administrator Information Technology; Alexis Cabrera, Office of Student Activities and Leadership; Leah Fabila, Associated Students of NMC Secretary; Beylul Solomon, School of Education Instructor; Rosaline Cepeda, School of Education; and Helen B. Camacho, Board Secretary (Recorder).

Others Present:

Lori Lyn Lirio, Marianas Variety News Reporter

BOR Legal Counsel

Jesus C. Borja, BOR Legal Counsel

b. Review and Adoption of Agenda

Regent Orilla motioned to adopt the agenda, seconded by Regent Sanchez. All members voted yes, the motion carried.

II. Public Comment: Individuals may orally testify on items on the agenda during the Public Comment Period. Written testimony is also accepted. Oral testimonies are limited to five (5) minutes.

None.

III. New Business

a. CEO contract (WSCUC report)

In response to Chairman Cepeda's question, President Fernandez informed the board that the WSCUC report is a public matter and can be discussed openly. However, on the matter of her contract and evaluation it should be best if taken up in executive session.

President Fernandez said that she can share her best understanding and expectation regarding the agenda item. She explained that the background on this is that the college successfully completed its special visit in December 1-2, 2016, however, the major matter that brought rise to that special visit was the concern over the Regents term and keeping track of it and making sure it is in compliance with the law. Overall, the visit was very good. The team provided us with the team report and all the materials are available to the board. After the site visit, the college was required to submit a progress report which we did on November 1, 2017. Recently, we just received a response to that from the commission which was a very good response. The college did a very good job preparing for that. One of the items, in the special visit recommendation was their recommendation that the president should have a longer term contract. And then of course that came up again in the response letter. The matter was still with the HR committee at the time and so basically the commission's' concern is that the president has long term goals and short term contracts are given and it would be difficult to accomplish those goals. Essentially, the contract is for two years and although a four year contract was negotiated, she ended up signing a two year contract.

Chairman Cepeda recognized Regent Orilla. Regent Orilla motioned to go into executive session.

Counsel Borja inserted that with regard to the two year term of the president, it's a statutory matter and that it can be discussed openly. His advice is that if the board wishes to discuss, they may do so, anything with regard to the specific contract should be done in

executive session. Counsel Borja provided some historical background information with regard to the issue of the term of the president. He went on to say that he was on medical leave when this took place and it was Counsel Scoggins who had handled this matter. The statute states that an initial appointment can be no longer than two years. If it's a renewal, then the board can go as far as but no more than four years. The question that arose at that time was whether President Fernandez's term, her term now was an initial appointment or a renewal since she had been appointed previously although not consecutively. Counsel Borja's recollection was that the statute is not that clear, it's a little bit ambiguous as to what is meant as initial appointment and that it was his opinion that either way that the board took, it could be defended. In administrative law, courts usually give deference to interpretation of the administrative agency in the interpretation of a particular provision of a statute.

Regent Orilla withdrew her motion to discuss the accreditation report portion of the agenda item. Chairman Cepeda recognized Regent Evangelista.

Regent Evangelista indicated that this issue did come up and it was discussed by the board. It was then decided that it was an initial contract. Regent Evangelista referred to an email from Attorney Mark Scoggins about a revised opinion on the matter that the board must make an initial appointment of President Fernandez's contract for a period of two years. Furthermore, the position description at the time the announcement was made during the presidential search process was for a two year contract.

Regent Orilla reinstated her motion to move into executive session, seconded by Regent Evangelista. All members voted yes, the motion carried. Executive session ended at 5:25p.m.

Regent Evangelista motioned to move into executive session for a second time, seconded by Regent Orilla at 6:10 p.m. Regular session was called back at 6:43p.m. Upon returning from executive session, no action is to be taken.

Chairman Cepeda indicated that after an extensive discussion with the president regarding her contract, the president will address the board at this time. President Fernandez informed the board that she does not intend to seek another term and will work with the chairman on the transition. Chairman Cepeda thanked the president for the work and time she put in for the college.

VII. Adjournment

Regent Orilla motioned to adjourn the meeting, seconded by Regent Evangelista. The motion carried. The meeting ended at 6:44pm.