

ROWAN UNIVERSITY/RUTGERS-CAMDEN BOARD OF GOVERNORS

December 9, 2014

11:00 a.m.

Multipurpose Room – Left

Main Level

Campus Center

Rutgers University – Camden

326 Penn St.

Camden, NJ 08102

AGENDA

EXECUTIVE SESSION

(11:00 a.m. to 12:00 p.m. as authorized by Resolution #2014.08.04) (Executive Meeting Room; Campus Center, **lower level**)

PUBLIC SESSION – 12:00 p.m. (Mail Level- Campus Center)

CALL TO ORDER

STATEMENT OF COMPLIANCE WITH THE OPEN PUBLIC MEETINGS ACT

ROLL CALL

PLEDGE OF ALLEGIANCE

APPROVAL OF MEETING MINUTES

CEO REPORT

PUBLIC COMMENT ON AGENDA ITEMS

MATTERS PRESENTED BY THE CHAIRMAN

- 2014.12.01** Resolution authorizing the Chief Executive Officer to apply for State funds to advance a Collaborative Rutgers University and Rowan University Biomedical Research Facility to be housed within a Joint Health Sciences Center in Camden, New Jersey.
- 2014.12.02** Resolution approving appointment of an Executive Assistant.
- 2014.12.03** Resolution authorizing the Chief Executive Officer to procure payroll administration services.

COMMENTS BY BOARD MEMBERS

PUBLIC COMMENT ON NON-AGENDA ITEMS

CLOSING COMMENTS

ADJOURNMENT

ROWAN UNIVERSITY/RUTGERS-CAMDEN BOARD OF GOVERNORS

RESOLUTION

Development of a Collaborative Rutgers University and Rowan University Biomedical Research Facility to be housed within a Joint Health Sciences Center No. 2014.12.01

WHEREAS, the Rowan University/Rutgers-Camden Board of Governors (hereinafter “Board”), has been constituted under the “New Jersey Medical and Health Sciences Education Restructuring Act,” (hereinafter “Restructuring Act”), P.L.2012, c.45, s.34; and

WHEREAS, the Board is an instrumentality of the State of New Jersey; and

WHEREAS, the Restructuring Act gives the Board the authority to develop plans for the operation and governance of health science facilities, including plans concerning the development and financing of capital improvements or expansion of health science facilities; and

WHEREAS, the Board is undertaking the development and construction of a Joint Health Sciences Center in Camden, New Jersey that will contain (i) a Collaborative Rutgers University and Rowan University Biomedical Research Facility (“Collaborative Facility”), (ii) instructional space, and (iii) administrative space; and

WHEREAS, the development a Collaborative Facility to be housed within a Joint Health Sciences Center is part of a larger plan to build collaborative health sciences research and academic programs between Rowan University, Rutgers University and area institutions to increase academic capacity, increase access for future students in Camden and South Jersey, and to benefit the students of Rutgers University - Camden and Rowan University in this region of the State; and

WHEREAS, Rutgers and Rowan Universities have determined that the development of a Collaborative Facility to be housed within the Joint Health Sciences Center will assist in furthering the institutions’ goals and better meet the needs of their respective programs and students; and

WHEREAS, the Board has sought and received or will imminently receive authorization from Rutgers University and Rowan University to seek funding from the State of New Jersey to develop a Collaborative Facility to be housed within the Joint Health Sciences Center; and

WHEREAS, the Board intends to seek funding for the Collaborative Facility to be housed within the Joint Health Sciences Center through N.J.S.A. 34:1B-21.31 *et seq.* (the “Biomedical Research Act”); and

WHEREAS, the Board is fully committed to advancing and structuring the Collaborative Facility to be housed within the Joint health Sciences Center consistent with N.J.S.A. 34:1B-21.31 *et seq.* (the “Biomedical Research Act”) and the Restructuring Act; and

WHEREAS, Rutgers University and Rowan University have or will imminently authorize their respective officers to work with the Board to seek approval and authority from the New Jersey Economic Development Authority (“EDA”) and any other appropriate New Jersey State office, department or instrumentality (collectively, “State”) to use the funds outlined in the Biomedical Research Act, *inter alia*, for the development of the Collaborative Facility to be housed within the Joint Health Sciences Center.

NOW, THEREFORE, BE IT RESOLVED that the Board authorizes the Chief Executive Officer to take all necessary actions to apply for funds from the State of New Jersey pursuant to the Biomedical Research Act to advance the Collaborative Facility to be housed within the Joint Health Sciences Center to be located in Camden; and

BE IT FURTHER RESOLVED, that the Board authorizes the Chief Executive Officer to take all appropriate steps to conduct full and thorough due diligence to identify any outstanding financial, legal, organizational, governance or academic issues that may arise as a result of the development of the Collaborative Facility to be housed within the Joint Health Sciences Center (collectively, the “Board Due Diligence”); and

BE IT FURTHER RESOLVED, that with the support of Rutgers University and Rowan University the Board will (i) submit an application for funding of the Collaborative Facility from the EDA, and (ii) seek approval and authority from the EDA and/or State to use funds outlined in the Biomedical Research Act for the development of the Collaborative Facility to be housed within the Joint Health Sciences Center; and

BE IT FURTHER RESOLVED, that the Chief Executive Officer is authorized, on behalf of the Board to sign all documents and take all steps necessary to obtain funding from the EDA and/or State as outlined herein; and

BE IT FURTHER RESOLVED, that the use of funds granted under the Biomedical Research Act for the development of the Collaborative Facility is conditioned on satisfactory completion of the Board Due Diligence and Rutgers University and Rowan being satisfied (i) the State and/or EDA approve of the use of such funds for such purpose, and (ii) all the participating entities abide by the obligations and requirements of the Biomedical Research Act and the New Jersey Medical and Health Sciences Education Restructuring Act, including execution of the necessary Consortium and Operating Agreements.

BE IT FINALLY RESOLVED, that this Resolution shall take effect immediately.

**Rowan University/Rutgers-Camden Board of Governors
December 9, 2014**

ROWAN UNIVERSITY/RUTGERS-CAMDEN BOARD OF GOVERNORS

RESOLUTION Appointment of Personnel No. 2014.12.02

WHEREAS, the Rowan University/Rutgers-Camden Board of Governors (hereinafter “Board”), has been constituted under New Jersey Medical and Health Sciences Education Restructuring Act (hereinafter “Restructuring Act”), P.L.2012, c.45, s.34; and

WHEREAS, the Board is an instrumentality of the State of New Jersey; and

WHEREAS, the Board during its inaugural meeting on April 7, 2014 authorized the Chair to take necessary actions to initiate operations of the Board, including the appointment of personnel to run the day-to-day operations of the Board; and

WHEREAS, the Finance and Executive Committees have approved the appointment of an Executive Assistant.


NOW, THEREFORE, BE IT RESOLVED that the Board is approving the appointment of Ms. Sandra T. McAndrew as Executive Assistant to the Board and is authorizing the Chair to agree to the terms of employment contained in the letter of employment attached here/to; and

BE IT FINALLY RESOLVED that this Resolution will take effect immediately.

**Rowan University/Rutgers-Camden Board of Governors
December 9, 2014
Attachment: Employment Letter**

ROWAN UNIVERSITY/RUTGERS - CAMDEN BOARD OF GOVERNORS

December 9, 2014

Ms. Sandra T. McAndrew


Subject: Employment Offer

Dear Ms. McAndrew:

I am writing on behalf of the Rowan University – Rutgers Camden Board of Governors (hereinafter “Board”) to extend to you an offer to become the Executive Assistant (hereinafter “Executive Assistant” or “Employee”) to the Chief Executive Officer (hereinafter “CEO”) and the Board pursuant to the following terms:

1. The Board agrees to employ Employee as Executive Assistant, and Employee agrees to be employed by the Board as Executive Assistant. The Employee shall report directly to the CEO. The CEO shall review the performance of the Employee on an annual basis. Unless otherwise directed by the CEO or the Board, the Employee shall have general administrative responsibilities. The Employee shall perform the following duties in addition to any other duties assigned to her by any other provisions of the by-laws or by the CEO: (1) manage the day-to-day operations of the office; (2) organize and maintain files and records; (3) plan and schedule meetings and appointments of the CEO and Board members; (4) manage projects and conduct research when assigned by the CEO or the Board; (5) prepare and edit correspondence, reports, and presentations; (6) make travel arrangements for CEO and Board members if necessary; and (7) provide professional and courteous service to visitors and people who call the Board office.

2. The Employee is an “at-will” employee.

3. The Employee shall be compensated Thirty Six Thousand Dollars (\$36,000) annually. The Board shall pay the Employee’s salary on a bi-monthly basis. For administrative purposes only, the Employee’s pay will be processed through the Rowan University payroll system until such time the payroll is processed by an outside vendor.

4. The Board shall seek guidance from the State regarding the Board’s eligibility to offer retirement and health benefits to its employees as governed by applicable state law provisions related to higher education institutions. If the State does not afford pension and health benefits to the Employee, then the Board shall provide Employee no more than a comparable health care plan and private retirement benefits such as a standard tax-deferred plan. In no case shall the Employee be eligible for any more benefits than those offered to state employees

5. This Agreement shall be governed and construed exclusively in accordance with the laws and rules of the State of New Jersey.

Please indicate your acceptance of this offer by signing the letter in the space below and returning it to me. I look forward to working with you, Sandra.

Sincerely,

Hon. Jack Collins
Chairman
Rowan University - Rutgers Camden Board of Governors

AGREED AND ACCEPTED

Ms. Sandra T. McAndrew
12/09/14

ROWAN UNIVERSITY/RUTGERS-CAMDEN BOARD OF GOVERNORS

RESOLUTION Payroll Services No. 2014.12.03

WHEREAS, the Rowan University/Rutgers-Camden Board of Governors (hereinafter “Board”), has been constituted under New Jersey Medical and Health Sciences Education Restructuring Act (hereinafter “Restructuring Act”), P.L.2012, c.45, s.34; and

WHEREAS, the Board is an instrumentality of the State of New Jersey; and

WHEREAS, to date the Board has relied on Rowan University to administer the payroll and benefits of its employees; and

WHEREAS, the Board and Rowan University had agreed that the Board would seek an outside payroll vendor to administer the payroll and benefit functions of the Board starting in 2015; and

WHEREAS, the Finance and Executive Committees were briefed by the Chief Executive Officer regarding the need to procure the services of outside payroll company; and

WHEREAS, the Finance and Executive Committees authorized the Chief Executive Officer to procure the services of an outside payroll company.

NOW, THEREFORE, BE IT RESOLVED that the Board is authorizing the Chief Executive Officer to procure the services of an outside payroll company consistent with the Board’s procurement policy (Res. No. 2014-07-02); and

BE IT FINALLY RESOLVED that this Resolution will take effect immediately.

**Rowan University/Rutgers-Camden Board of Governors
December 09, 2014**