

**HOCKING COLLEGE
BOARD OF TRUSTEES MEETING**

Tuesday, August 28, 2012

6:00 P.M.

**Inn at Hocking College
Regular Meeting**

- **Call to Order** Chairman Brooks
- **Roll Call** Ms. Vandeman
- **Administer Oath of Office To New Trustee(s)** Chairman Brooks
- **Approval of Minutes** Chairman Brooks
 - June 26, 2012 Regular Meeting
 - July 24, 2012 Special Executive Committee Meeting
- **Executive Session** Chairman Brooks
- **Academic and Student Affairs Committee Report and Action** Trustee Tucker/Dr. Bridges
 - Enrollment Update
 - Approval of Academic Calendars*

- **Budget Committee Report** Trustee Troxel/Ms. Fetty
 - Review Monthly Financial Reports
- **Facilities Committee Report** Trustee Budzik/Dr. Short
- **Personnel Committee Report** Trustee Taulbee/Mr. Sanders
 - Presentation of 2012-13 Organizational Chart
- **President's Report** Dr. Erickson
- **Hocking College Foundation Report** Ms. Villavicencio
- **Chairman's Report** Chairman Brooks
- **Old Business** Chairman Brooks
- **New Business** Chairman Brooks
 - Date of Next Meeting: September 25, 2012 at Logan Campus
- **Adjournment** Chairman Brooks

*Board Action Required

August 28, 2012

The Regular Meeting of the Hocking College Board of Trustees was held Tuesday, August 28, 2012, at the Inn at Hocking College, Nelsonville, Ohio.

Administrators attending: Dr. Bridges, Vice President of Academic and Student Affairs/Provost; Gina Fetty, Vice President of Financial Services; Dr. Myriah Short, Vice President of Administrative Services; Ben Dalton, CIO; John Sanders, Director of Human Resources; Laura Alloway, Director of Marketing and Public Relations; Deans: Ken Bowald; Sue Chiki, Laurel Ransom, Chuck Taylor and Susan White; Joe Wakeman, Associate Provost for Curriculum and Instruction; Kensey Love, Director of Institutional Research; Libby Villavicencio, Foundation Director; and Al Matthews, Hocking College Chief of Police.

Additional attendees: Rebecca Albers, Attorneys, Ohio Office of the Attorney General; staff; and media.

CALL TO ORDER

Chairman Brooks called the meeting to order at 6:00 P.M.

ROLL CALL

Nancy Vandeman, Board Secretary, called the roll:

Board members present: Chairman Brooks, Trustee Budzik, Trustee Stone, Trustee Taulbee, Trustee Troxel, Trustee Tucker, and Trustee Wells.

Board members absent: Trustee Newlon and Trustee Starner.

Members present constitute quorum: Yes.

OATH OF OFFICE

Chairman Brooks administered the Oath of Office (Addendum 1) to Darlene Wells of Perry County. Ms. Wells was reappointed as a trustee by the Caucus of School Board Presidents to serve a second term from September 1, 2012 – August 31, 2015.

APPROVAL OF MINUTES

Chairman Brooks asked for additions or corrections to the minutes of the June 26, 2012 Regular Meeting of the Board of Trustees and the July 24, 2012 Special Meeting of the Executive Committee. None identified, Trustee Tucker moved, seconded by Trustee Troxel, to approval the minutes as presented. The motion carried unanimously.

EXECUTIVE SESSION

Trustee Budzik moved, seconded by Trustee Taulbee, for the Board of Trustees to enter into Executive Session to prepare for, conduct, or review a collective bargaining strategy; and to consider the appointment, employment, dismissal, discipline, promotion, demotion, or compensation of a public employee.

On a roll call vote:

Voting Yes: Trustee Budzik, Trustee Taulbee, Trustee Stone, Trustee Troxel, Trustee Tucker, Trustee Wells, and Chairman Brooks.

Voting No: None.

In addition to the Board of Trustees, Attorney Albers, Dr. Erickson, Dr. Bridges, Dr. Short, Ms. Fetty, Mr. Sanders, and Ms. Durst were invited to attend the session.

The Board adjourned into Executive Session at 6:10 P.M.

REGULAR SESSION

Chairman Brooks announced the return to the Regular Session at 7:45 P.M.

ACADEMIC AFFAIRS AND BUDGET COMMITTEE REPORTS

Committee Chair Trustee Tucker invited Dr. Bridges to address the Board. Dr. Bridges presented the academic calendars for the next four years beginning with the summer semester 2013 through the end of the spring semester 2017.

Trustee Taulbee moved, seconded by Trustee Budzik, to approve the four academic calendars. The motion carried unanimously.

RESOLUTION 2013-04

BE IT RESOLVED by the Hocking College Board of Trustees that the following calendars be approved for the 2013-14; 2014-15; 2015-16; 2016-17 Academic Years. (See Addendum 2.)

Following the resolution, Ms. Fetty was invited to present a combined budget report and enrollment update. She explained that the FTE is currently down 10% when compared to last year's enrollment data, and student registration for autumn semester will close on Friday. Due to the continuing decline in student enrollment, the College is preparing for additional cost reductions, and at the same time, increasing reserves as indicated by the *Higher Learning Commission's* fiscal review. Ms. Fetty expects to have a full budget report available in late September. She also assured the Board that the College will be able to close the gap to balance the budget. Trustee Troxel commented that the budget is in a state of constant flux, and he has confidence in Ms. Fetty's management of the College's finances.

FACILITIES COMMITTEE REPORT

Committee Chair Trustee Budzik invited Dr. Short to address the Board. Dr. Short provided the following facility and administrative services update:

- Logan Campus expansion and program relocation completed on time for autumn semester and open to students with 100% degree completion in select programs available at the campus
- A new partnership established with the Logan transit authority providing students with transportation from the main campus to Logan campus for autumn semester
- *Holl Lab* at the main campus has been renamed *Visual Arts Center* and will be ready to house the entire art program by summer 2013

Dr. Short expressed her appreciation to everyone who assisted with the Logan campus expansion project and announced the campuswide invitation to attend the open house scheduled for the end of the month.

PERSONNEL COMMITTEE REPORT

Committee Chair Trustee Taulbee invited Mr. Sanders to address the Board. Mr. Sanders reported that the organizational charts presented to the Board annually are in this month's trustees' packets. (Addendum 3.)

FOUNDATION REPORT

Ms. Villavicencio addressed the Board regarding the current Foundation activities. Highlights from her presentation include:

- Completion of the Foundation's Strategic Plan as a companion to the *We Are One Hocking Strategic Plan*
- Actively expanding board membership
- Developing alumni relationships and instituting the first annual alumni homecoming scheduled for October 6, 2012
- Anticipating the retirees breakfast reunion
- Planning a new scholarship/donors appreciation luncheon for spring 2013
- Seeking 100% Foundation and Board of Trustees participation in the newly established annual fundraising campaign
- Continuing management of Foundation-owned properties

Trustee Budzik commented that a Foundation Board member had reported to him about Ms. Villavicencio's excellent work as the new Foundation director. He also mentioned that the College may have some items of interest that would foster our relations with the Ohio Forestry Association.

PRESIDENT'S REPORT

President Erickson announced the following College activities:

- Logan Campus Open House and dedication of Barton A. Holl Lab relocated to the Logan campus scheduled for September 25
- Ohio Board of Regents has invited college presidents to participate in the SSI funding discussions with the emphasis on completion and degree attainment
- The College will be hosting Chancellor Petro at a luncheon on September 25; trustees and members of the President's Cabinet are invited to attend
- The expansion of CGI Group Inc. IT center of excellence to Athens in early 2013. The company is looking to partner with Ohio University and Hocking College and expects to employ 150 IT professionals over the next three years. Dr. Erickson cited the contributions of Ben Dalton, Derek Bobo, and Tri-County's workforce development efforts in attracting the business to the region.

CHAIRMAN'S REPORT

Chairman Brooks reported on the business conducted at the July 24, 2012 Executive Committee meeting. Due to a correction of the language authored by Vorys, Sater, Seymour & Pease LLP, and adopted by the Executive Committee in Resolution 2013-01, Chairman Brooks asked that the revised wording contained in Resolution 2013-05 replace Resolution 2013-01. The revision concerned a change in the language as referenced in a different section of the Ohio Revised Code.

Trustee Budzik moved, seconded by Trustee Taulbee, that Resolution 2013-05 be approved to replace Resolution 2013-01. The motion carried unanimously.

Resolution 2013-05

AUTHORIZING THE VICE PRESIDENT OF FINANCIAL OPERATIONS AND TREASURER TO EXECUTE AND ENTER INTO A LOAN AGREEMENT AND ALL OTHER NECESSARY DOCUMENTS RELATED TO THE ISSUANCE OF AIR QUALITY DEVELOPMENT REVENUE BONDS OF THE OHIO AIR QUALITY DEVELOPMENT AUTHORITY TO PAY COSTS OF ENERGY CONSERVATION MEASURES AT DISTRICT'S FACILITIES

WHEREAS, the Hocking Technical College District (the "District") owns and operates Hocking Technical College (the "College"), which offers post high school curricular programs in a variety of technical and professional fields;

WHEREAS, this Board has previously authorized the College to proceed with the financing and implementation of various energy conservation measures at the College (the "Project"), to be carried out in accordance with Resolution 2011-02, containing the 20% reduction goal set forth in House Bill 251 to reduce energy consumption and greenhouse gas emission by FY 2014;

WHEREAS, the Vice President of Financial Operations and Treasurer has requested the Ohio Air Quality Development Authority (the "Authority") to issue its bonds to finance the costs of the Project, and the Authority has determined to issue and sell one or more series of air quality development revenue bonds of the State of Ohio in the aggregate principal amount not to exceed Five Hundred Thirty Five Thousand and Eighty-Nine Dollars (\$535,089) to be dated their delivery date, such date to be the same date as a Loan Agreement to be entered into between the District and the Authority (the "Agreement"), and such bonds to be known as the "State of Ohio Air Quality Development Authority Tax Exempt Revenue Bond (Hocking College Energy Efficiency and Conservation Project), 2012 Series A" (the "Bonds");

WHEREAS, the Authority has agreed to sell and award the Bonds to one or more purchasers (the "Purchaser") in accordance with the terms of the Agreement;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF TRUSTEES OF THE HOCKING TECHNICAL COLLEGE DISTRICT, as follows:

Section 1. Authority to Select Purchaser. The Vice President of Financial Operations and Treasurer is hereby authorized to select a purchaser of the Bonds (the "Purchaser"), based on competitive bids or negotiations with various entities. The Vice President of Financial Operations and Treasurer will select the purchaser based on the offer that is in the best interest of the District, in the judgment of such officer, as conclusively evidenced by such officer's selection of the Purchaser. Vice President of Financial Operations and Treasurer shall set forth such selection in a certificate of award (the "Award Certificate").

Section 1. Loan Agreement and Notes. The form of the Agreement and the form of the promissory notes to be given by the District in favor of the Authority (the "Notes"), as placed on file with the Vice President of Financial Operations and Treasurer prior to this meeting are hereby approved, and the Vice President of Financial Operations and Treasurer or her designee, and any other officer of the District, are each hereby authorized to execute, approve and certify, as appropriate, and deliver on behalf of the District, the Agreement and counterparts thereof and the Notes, in substantially such forms and upon the conditions therein set forth, with such changes therein, and not inconsistent with this Resolution as any such officer shall deem appropriate and which shall be evidenced conclusively by execution thereof.

Section 2. Security. The Bonds will be secured by (i) the Agreement as assigned to the Purchaser, which includes the Authority's obligation to pay principal and interest on the Bonds and (ii) the District's obligation to make loan payments, as evidenced by the Notes. The District's obligation to make loan payments will not be secured by a pledge of its available receipts (as defined in Section 3345.12 of the Ohio Revised Code). Loan payments may be made by the District from its available receipts, to the extent such available receipts are not otherwise legally prohibited from being used for such purpose.

Section 3. General Terms and Provisions Applicable to the Note.

(a) **Principal and Interest.** The Promissory Note shall bear interest from their respective dates payable on the dates set forth in the Certificate of Award at the respective rates per year to be determined by the Vice President of Financial Operations and Treasurer, such that the interest payments, when combined with the principal payments, shall equal the debt service due on the applicable Bonds, provided that, in any event the interest rate on the Note shall not exceed ten percent (10%) per annum.

(b) **Maturities.** The Promissory Notes shall mature on the dates and in the amounts as the Vice President of Financial Operations and Treasurer determines, provides and states in the Certificate of Award, provided that each Note shall have a maximum maturity of no greater than fifteen (15) years.

Section 4. Other Documents. The President, the Vice President of Financial Operations and Treasurer, and the Chair and Vice Chair of the Board, and each other officer of the District, or any of them are authorized to furnish, sign and deliver such other documents, certificates and instruments as may be necessary or appropriate to consummate the transactions contemplated in this Resolution and the Agreement, each as applicable to the Note.

Section 5. Open Meeting. It is found and determined that all formal actions of this Board concerning and relating to the adoption of this Resolution were taken in an open meeting of this Board, and that all deliberations of this Board and of any of its committees that resulted in those formal actions were taken in meetings open to the public, in full compliance with applicable legal requirements, including Section 121.22 of the Revised Code.

Chairman Brooks commented on his recent meeting with Chancellor Petro. The Chancellor will be traveling through the area on Tuesday, September 25, and the College plans to host a luncheon for the Chancellor at the Rhapsody Restaurant. Trustees are invited to attend the 12:00 P.M luncheon.

OLD BUSINESS

None.

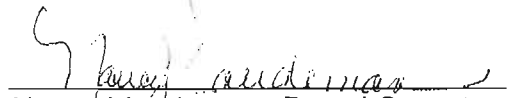
NEW BUSINESS

The next board meeting is scheduled for September 25, 2012 at the Logan campus. Trustee Tucker announced that the rededication of Holl Lab will be held during the open house at 5:00 P.M followed by the board meeting.

ADJOURNMENT

There being no further business, Trustee Wells moved, seconded by Trustee Taulbee, to adjourn the meeting at 8:20 P.M.


Trustee Brooks, Chairman


Nancy Vandeman, Board Secretary