

**New Jersey City University  
Special Board of Trustees Meeting  
November 7, 2017**

**ATTENDING:** Mr. Rafael Perez, *via teleconference*  
Dr. Henry Coleman, *via teleconference*  
Mr. Edward Fowlkes, *via teleconference*  
Mr. James Jacobson, *via teleconference*  
Mr. Owen Ryan, *via teleconference*  
Dr. Edward Whittaker, *via teleconference*  
Dr. Sue Henderson, *ex officio*

**ABSENT:** Ms. Marilyn Bennett  
Dr. Steven Chang  
Mr. Vij Pawar  
Mr. Carlos Rendo  
Mr. Joseph Scott

The meeting was called to order at 5:02 p.m. in the Gothic Lounge, Hepburn Hall, Room 202 by Mr. Perez.

**NOTICE OF MEETING**

Mr. Perez noted that the time, date, location and agenda for this meeting was mailed to the Jersey Journal, The Star Ledger, Office of the Secretary of State, Senate Majority Office, Council of NJ State College Locals and the NJ Association of State Colleges and Universities on November 3, 2017. Notice of this meeting was also posted on the University's e-mail system and website.

**CHAIR'S REPORT**

Mr. Perez made a motion for the board to move into executive session pursuant to N.J.S.A. 10:4-12 b. (7) and (8). The minutes of the executive session will become available to the public when there is no longer a need for confidentiality regarding these matters. The motion was seconded by Mr. Jacobson. (Yes-Dr. Coleman, Mr. Fowlkes, Mr. Ryan, Dr. Whittaker; No-None; Abstention-None).

**ADJOURNMENT**

Mr. Perez made a motion to adjourn the meeting to convene in executive session. The motion was seconded by Mr. Ryan. (Yes-Dr. Coleman, Mr. Fowlkes, Mr. Jacobson, Dr. Whittaker; No-None; Abstention-None). The meeting adjourned at 5:04 p.m.

**CHAIR'S REPORT**

Mr. Perez reconvened the Public Session at 5:24 p.m.

**PRESIDENT'S REPORT**

President Henderson gave a report on recent university matters.

**AGENDA**

Mr. Alfred Ramey, University Counsel, read the resolution to adopt the amended by laws. Dr. Coleman made a motion to approve the resolution. The motion was seconded by Mr. Ryan. (Yes-Mr. Perez, Mr. Fowlkes, Mr. Jacobson, Dr. Whittaker; No-None; Abstention-None).

**RESOLUTION**

**TO ADOPT AMENDED BY-LAWS**

**WHEREAS:** The New Jersey City University Board of Trustees (the “Board of Trustees”) is authorized under law to exercise such powers, rights, and privileges that are incident to the proper government of the University, N.J.S.A. 18A:64-7; and

**WHEREAS:** The Board of Trustees has previously exercised its powers where necessary or appropriate to adopt and amend its By-laws from time to time; and

**WHEREAS:** Amendment of the By-laws is necessary and appropriate to conform to changes in law and sound practice; now be it

**RESOLVED:** That the Board of Trustees on this 7th day of November 2017, does hereby amend and adopt its By-laws as appended to this Resolution.

Mr. Alfred Ramey, University Counsel, read the resolution for contracting agent reauthorization. The motion was moved by Mr. Jacobson and seconded by Dr. Whittaker. (Yes-Mr. Perez, Dr. Coleman, Mr. Fowlkes, Mr. Ryan; No-None; Abstention-None).

**RESOLUTION**

CONTRACTING AGENT AUTHORIZATION FOR ALL PURPOSES AND INCLUDING PURCHASES, CONTRACTS OR AGREEMENTS UNDER THE STATUTORY BID THRESHOLD OR PURSUANT TO WAIVER OF PUBLIC ADVERTISING AUTHORIZED BY RESOLUTION OF THE BOARD OF TRUSTEES AND AUTHORIZATION TO PREPARE ADVERTISEMENTS, TO ADVERTISE FOR AND RECEIVE BIDS, AND TO AWARD CONTRACTS IN CONNECTION WITH PURCHASES, CONTRACTS OR AGREEMENTS INCLUDING CONSTRUCTION CONTRACTS AND AUTHORIZATION TO ADMINISTER THE CONTRACTING PROCESS INCLUDING BUT NOT LIMITED TO THE CONSIDERATION OF DISPUTES INCLUDING THE PROTEST OF A CONTRACT AWARD AND THE RENDERING OF FINAL DETERMINATIONS OF THE UNIVERSITY AFTER CONSIDERATION OF SUCH DISPUTES OR PROTESTS

**WHEREAS:** The Board of Trustees of New Jersey City University (“Board of Trustees”) may delegate to and designate Contracting Agents, and

**WHEREAS:** The President of the University is responsible to the Board of Trustees for the executive management of the University and its constituent units; and

**WHEREAS:** In the regular operation and conduct of the University, the University may enter into agreements of a variety of kind and nature which may involve University assumption of responsibilities, receipt of grants, funds, and other monies, the use of University property, the provision of or receipt of services or benefits, or involve collaborations or other affiliations consistent with the University's performance of its mission; and

**WHEREAS:** Pursuant to the New Jersey State College Contracts Law (N.J.S.A. 18A:64-54) any purchase, contract or agreement for the performance of any work or the furnishing or hiring of materials or supplies, the cost or price of which, together with any sums expended for the performance of any work or services in connection with the same project or the furnishing of similar materials or supplies during the same fiscal year, paid with or out of University funds that does not exceed the total sum as provided and adjusted pursuant to N.J.S.A. 18A:64-54, may be made, negotiated and awarded by the University as authorized by resolution of the Board of Trustees without public advertising for bids; and

**WHEREAS:** Pursuant N.J.S.A. 18A:64-56 certain purchases, contracts, or agreements of the character described in N.J.S.A. 18A:64-55 may be made negotiated or awarded by the University by resolution of the Board of Trustees without public advertising for bids by the University; and

**WHEREAS:** Pursuant to N.J.S.A. 18A:64-53b., for purchases, contracts, or agreements subject to public advertisement for bids, a Contracting Agent is authorized and empowered to prepare advertisements, to advertise and receive bids, and to award contracts in connection with purchases, contracts, or agreements; be it therefore

**RESOLVED:** That the Board of Trustees of New Jersey City University on this 7<sup>th</sup> day of November 2017 does hereby designate the President as the Contracting Agent for the University for all purposes consistent with law and; be it further

**RESOLVED:** That the President is authorized to designate other Contracting Agents for the University consistent with the President's responsibility for the executive management of the University and may provide for appropriate limits of authority for any of the Contracting Agents which she may designate; and be it further

**RESOLVED:** That for matters involving the State College Contracts Law the Contracting Agent may make, negotiate and award purchases, contracts or agreements on behalf of the University pursuant to N.J.S.A. 18A:64-54 and N.J.S.A. 18A:64-56, and as Contracting Agent for the University for the purpose of purchases, contracts, or agreements, including construction contracts, requiring public advertisement for

bids, is authorized and empowered to administer all aspects of the contracting process; and be it further

**RESOLVED:** That the Contracting Agent is authorized and empowered to review and consider matters related to the contracting process including, but not limited to, a protest of the award of a contract following a public advertisement and receipt of bids, and render final determinations involving the contracting process, including the protest of the award of a contract following a public advertisement and receipt of bids, which final determination shall be regarded as a final determination of the University subject to appeal to the Superior Court of New Jersey, Appellate Division. In bid protest matters, the Contracting Agent shall consult with University Counsel or the Attorney General regarding matters of law.

**ADJOURNMENT**

There being no further business for closed session, Mr. Perez made a motion to adjourn the meeting. The motion was seconded by Mr. Jacobson. (Yes-Dr. Coleman, Mr. Fowlkes, Mr. Ryan, Dr. Whittaker; No-None; Abstention-None). The meeting concluded at 5:33 p.m.

Respectfully submitted,

Virginia Meléndez  
Secretary to the Board of Trustees