



**BOARD OF TRUSTEES MEETING**  
October 24, 2024  
Murdock Hall, Room 208  
375 Church Street, North Adams, MA  
Microsoft Teams Audio/Video Conference

**Trustees in attendance:**

Mohan Boodram, Chair  
John Barrett III\*  
Jean Clarke-Mitchell\*  
William Garrity  
Frederick Keator\*  
Buffy D. Lord  
Yvonne Spicer\*

**Trustees Absent:**

Brenda Burdick  
Denise Marshall  
Franklyn Reynolds  
Darlene Rodowicz

**MCLA Staff in attendance:**

James F. Birge, President  
Lisa Lescarbeau, Clerk  
Joshua Mendel, Chief of Staff  
Joseph DaSilva, Vice President for Administration and Finance  
Richard Glejzer, Provost  
Bernadette Alden, Director of Marketing and Communications  
Robert Ziomek, Vice President for Institutional Advancement  
Jeannette Smith, VP of Student of Affairs\*

**Others in attendance:**

Christopher Pelland, Withum<sup>+</sup>

\*Denotes remote participation

For recording purposes only, the Trustees met for a Board Professional Development session prior to this Board of Trustees meeting. Trustees learned about the College's strategic planning process and where in the process the Strategic Planning Committee is as of this date.

Attending in person were Trustees Boodram, Lord and Garrity. Attending remote were Trustees Keator and Spicer, and absent from this session were Trustees Burdick, Barrett, Clarke-Mitchell, Marshall, Reynolds, and Rodowicz.

As allowed by executive order of the Governor of Massachusetts, in compliance with the provisions of Massachusetts General Laws, Chapter 30 and 15A, Section 9, and with a quorum present in-person and via audio/video conference, the Board of Trustees of Massachusetts College of Liberal Arts met on October 24, 2024, with Board Chair Boodram presiding.

Chair Boodram called the meeting to order at 5:30 p.m. and announced that Trustee Garrity would be electronically recording this meeting for his learning and class needs to serve as personal notes for his use only.

Chair Boodram welcomed newly appointed Trustees Garrity, Lord and Rodowicz.

Chair Boodram reviewed the items in the consent agenda as presented and asked if there were items in the meeting materials that members wish to be removed and discussed individually.

Hearing none, Chair Boodram then asked for corrections to the minutes as provided from the prior meetings listed on the agenda as item 2a, and other reports listed as item 2b. Hearing no corrections, upon motion duly made and seconded, following a roll-call vote, it was unanimously:

**VOTED:** to approve the consent agenda as presented.

### **Committee Actions**

Two items were presented for the Board's consideration, one from the Executive Committee of the Board of Trustees meeting of October 16, 2024, and the Fiscal Affairs Committee meeting of October 22, 2024.

#### *Ratify MCLA's Equal Opportunity Plan*

President Birge reviewed action taken relative to the College's EO Plan under his Presidential Authority as granted by the Board of Trustees in June 2024. The United States Department of Education required State universities to restate their equal opportunity plans by August 1, 2024. During the summer months, Title IX Directors from all State universities met to recast the EO plan, which was then submitted to the DHE in July 2024. The timing of the DHE submission, the Federal deadline for compliance, and the lack of a meeting of MCLA's Board of Trustees, led to the decision, made in conjunction with Chair Boodram, to approve the College's EO plan.

The Plan was posted and shared with Trustees in advance of this meeting.

Upon motion duly made and seconded, with no further discussion and upon a roll call vote, it was unanimously:

**VOTED:** to ratify approval of the College's Equal Opportunity Plan as recommended by the Executive Committee of the Board of Trustees.

Chair Boodram reviewed an error made in the presenting of student accounts write-off for FY23 to the Executive Committee for approval. It was clarified that there were no student account write-offs for FY24 due to a change in accounting procedure approved the College's auditing firm, and no action was required by any committee of the board. The motion will be returned to the Executive Committee to be rescinded. No action is required of the board for this item.

### *Audit Report*

The Fiscal Affairs Committee met on October 22, 2024, for a presentation of the FY24 audit report from Mr. Christopher Pelland of Withum<sup>+</sup>.

Mr. Pelland provided the Committee with a report on the FY 2024 audit. He reviewed a prepared document on required communications with the committee that outlined the auditors' responsibilities as well as accounting policies and the various steps taken during the audit.

The resulting unmodified opinion on the College's financial statements shows that there are no Material Weaknesses or Significant Deficiencies identified within the report. There were no findings in either the accounting practices or internal control procedures.

Mr. Pelland stated the firm's independence with respect to the College within the meaning of the pronouncements of the Independence Standards Board, GASB, and under Rule 101 of the AICPA Code of Professional Conduct.

There were no transactions entered into during the year for which there is a lack of authoritative guidance or consensus, and all significant transactions have been recognized in the financial statements in the proper period.

There were no disagreements with management, no major issues discussed with management prior to retention, no difficulties encountered in performing the audit, no uncorrected misstatements and no other findings or issues that are significant or relevant to be communicated to those charged with governance.

Significant written communications between the auditor and management include the engagement letter, and a management representation letter that will be signed following approval by the Board of Trustees.

No pervasive financial statement fraud risks were identified.

Mr. Pelland provided an overview of the College's financial statements as provided in the audit report including the statements of net position and of cash flows.

Pages 4-12 of the report are Management Discussion and Analysis which are consistent with audit findings.

Mr. Pelland provided highlights from the Notes to Financial Statements beginning on page 19, Notes to Required Supplementary Information beginning on page 63, and the Report on Internal Control beginning on page 74 of the provided audit report.

In response to a question regarding receipt of the report of the auditor, Chair Boodram noted that the document was shared with the meeting invitation and attached materials.

Upon motion duly made and seconded, with no further discussion and upon a roll call vote, it was:

**VOTED:** to accept the fiscal year 2024 report of the external auditor, Withum<sup>+</sup>, as presented.

Trustee Keator abstained from voting as he had not reviewed the report prior to this meeting.

Mr. Pelland departed the meeting at 6p.m.

### **Fiscal Report**

President Birge provided the report of the Fiscal Affairs Committee on behalf of Trustee Marshall. Mr. Dave DiIulis of Withum<sup>+</sup> presented the Report of the Auditor to the Committee, which was presented by Mr. Pelland at this meeting.

As of September 30, 2024, the budget is tracking slightly ahead of projections due to timing issues and positive variance in State revenues. Lower enrollment to budget of 31 FTEs for the fall semester will put pressure on the budget for the remainder of the year.

The FY25 budget forecast was presented revealing the effects of lower enrollment in the fall and spring semesters and projected savings in expense items with a projection of \$75K shortfall at fiscal yearend. Efforts are focused on managing expenses during the year with the goal of a balanced budget by year end.

The capital facilities improvements were reviewed including the completion of the steam and water line project, roof replacement on Venable Hall, patio door replacement at Amsler Campus Center, HVAC system and electrical upgrades at Amsler Campus Center, installation of emergency generators for the Flag Townhouses, and campus signage installation project.

The Committee heard an update on the College's investment portfolio. Funds in both the LPL Financial accounts and Francie Investment Services reflect the positive performance of the general market. Since inception, LPL funds have increased \$550K and Francis funds have increased \$2.1M. A full report will be made to this Board in December.

Trustee Garrity inquired if the projected \$75K shortfall would impact programming. President Birge that the shortfall is anticipated to be adjusted for in other revenue and reduced expenses, and therefore should not impact programming.

Trustees discussed the impact of reduced enrollment impacted by FASFA filing issues and the State's announcement of free community college that resulted in fewer transfer students to MCLA.

### **President's Report**

President Birge provided a review of the close-out of FY24 financials. Despite a budgeted deficit, the College finished the FY with a \$1M surplus. This was a result of additional revenue from hockey enrollment and events, postponement in construction costs rolled into FY25 budget, and cost control efforts.

The College is courting a prospective art donor. Representatives of the donor visited campus in September and a visit to the donor is planned for later in the semester. In response to concern that the City of North Adams has not been made aware of this potential gift, President Birge stated that there is no agreement in place and conversations would be premature.

President Birge reviewed the Department of Secondary Education's review of the College's education program. DESE conducted a formal review in 2021/2022 and at that time granted approval with two conditions. Both of those concerned were removed and DESE granted full approval of the Education Program in September.

MCLA once again achieved ranking by US News and World Report. The College ranks #6 in the public liberal arts category, 119<sup>th</sup> in the national liberal arts category, and 35<sup>th</sup> for social mobility. Only one other public institution nationally is rated higher than MCLA for social mobility.

The Pathways Campaign has reached 70% of optimal need of \$25M. The Campaign Executive Committee has made the decision to enter the public phase and established the campaign's goal at \$30M.

The College's 7<sup>th</sup> annual Day of Dialogue was held on October 23, 2024, with the theme "Erasure". The sessions were well attended by faculty, staff and students, with estimates at 250 – 300 participants.

President Birge is beginning to consider commencement speakers and asked Trustees to submit their recommendations to him or Chair Boodram.

### **Chair's Report**

Chair Boodram began his report expressing concern with Trustee's attendance at Committee and Board meetings. Massachusetts state law states that Trustees are allowed to miss no more than four committee and full board meetings in a calendar year, and asked Trustees to be mindful of their attendance to avoid action by the State.

Chair Boodram also requested that Trustees RSVP to meetings to ensure that a quorum is present. There were two recent meetings that had to be cancelled due to the lack of a quorum, one of these meetings included presentations by faculty who had made considerable effort preparing for their attendance.

President Birge's goals for FY25 were provided to Trustees in advance of this meeting and were presented to the Executive Committee of the Board of Trustees. This document is developed collaboratively between the Board Chair and the President. Chair Boodram stated that this document is used when completing the President's annual evaluation and encouraged Trustees to review the document provided.

Chair Boodram reviewed each of the seven goals in the College's draft strategic plan and asked Trustees to provide feedback to him or President Birge

Chair Boodram asked Trustees to consider who they think should be recognized with an honorary degree at the 2025 Commencement, and to submit names to him and President Birge for consideration and discussion at an Executive Committee meeting of the Board of Trustees.

### **Adjournment**

With no other business being brought before the meeting, upon a motion duly made and seconded, it was unanimously:

**VOTED:** to adjourn the meeting at 6:25 p.m.