



MINUTES OF THE MEETING BOARD OF TRUSTEES August 11, 2017

A regular meeting of the Board of Trustees was held on August 11, 2017 at Maine Maritime Academy, Castine, Maine. Chair Somerville and Trustees Brodsky, Fryer, Morrison, Oney, Peacock, Samway, Sawyer, Shipway, Slocum, Theeman, Watson and Wellington were in attendance. Trustee Greenleaf participated via conference call. President Brennan, Vice Presidents Carver, Gardner, Haley and True, members of the faculty and staff and representatives of the Town of Castine were also present.

Chair Somerville brought the meeting to order at 8:29 a.m.

Chair Somerville then announced that the first order of business is the election of officers and turned this over to Trustee Wellington, Chair of the Governance Committee. Trustee Wellington reported that the Governance Committee submitted the following nominations:

Robert Somerville for Chairman
Earl Cianchette for Vice Chairman
Dugan Shipway for Treasurer
Rhonda Varney for Secretary

Trustee Peacock proposed a motion which was seconded by Trustee Wellington. President Brennan who serves as presiding officer during these proceedings recommended that the nominations be accepted as presented. The Board then voted unanimously to accept the slate of officers named above.

President Brennan then offered his congratulations to the newly elected officers.

1. MINUTES OF MAY 5, 2017 MEETING

On a MOTION by Trustee Fryer and seconded by Trustee Brodsky, the Board voted to accept the minutes of the meeting of May 5, 2017 as distributed.

2. CHAIR'S REMARKS

Chair Somerville thanked everyone for being here, and stated that Academy is in a favorable position, with a total enrollment of 1040 and we are looking forward to an incoming class of approximately 324 students. The football team arrives tonight and we're anticipating a good,

undefeated season. He noted that the committee meetings held yesterday went well and the reports will be presented here later.

3. PRESIDENT'S REPORT

President Brennan expressed his gratitude to Trustee Anne Marie Samway who is stepping down in September after serving on the Board for the past ten years. He asked that the record reflect his deep appreciation and that of the Maine Maritime Academy family for all she's done for the Academy and its students.

The President went on to note that the training ship departed on the annual training cruise, and that alumni receptions were held aboard in Charleston and Portland. Once again, Maine Maritime Academy hosted a great family cruise on the day it arrived back in Castine, and in another week or so, the ship will depart for the shipyard. President Brennan reported that the cruise was fairly typical with mechanical issues arising at sea and country clearance issues in ports, but the fundamental purpose was achieved.

He then went on to mention that he met with the Executive Director of the Susan Curtis Foundation and Chris Haley has followed that up, looking towards a joint program that could lead to more female applicants. An alumni golf tournament and three successful new student orientation sessions have been held. President Brennan traveled to Washington for meetings with the State Maritime Academy Consortium and the Maritime Administration. He also spent time with Senator Collins' appropriations committee staff and is pleased to report that the Senator introduced a \$50 million amendment to the Transportation Appropriations bill for the National Security Multi-Mission Vessel.

This summer, two honor class reunions were held: the Class of 1967, which presented us with a sizable check in support of their scholarship; and the Class of 1962, which renovated and rededicated the memorial to those MMA graduates who were lost at sea and in the line of duty. Next week the NROTC orientation class arrives and begins their training. The President noted that it's hard to believe that our summer break is almost over and the next academic year is about to begin. With that having been said, President Brennan then read a memo from a City of Portland Police Officer in praise of two of our students who assisted in saving a life. The letter is appended to these minutes as Attachment A.

Trustee Shipway asked for an update on the transportation bill once it has been finalized. President Brennan assured him that the Board will be apprised of that.

4. PRESIDENT'S ACTION

There are no action items at this time.

5. ALUMNI ASSOCIATION REPORT

In the absence of Joe Cote, President of the Association, the Alumni Association report was presented by Jeff Wright, Director of Alumni Affairs.

- Over the past year there has been a quarterly report from the Alumni Affairs office on alumni activities, events and awards. These are a result of the tireless efforts of our Alumni Board of Directors. The Board is made up of eighteen voting members, sixteen elected alumni and two enrolled students selected by application and an interview process. Members of this Board stretch from Maine to California, with representation from the 1960's and across the recent decades to the presently enrolled students. All Board members participate on a committee that addresses the Association goals and objectives outlined in the 2015 Alumni Association Strategic Plan. At this

time the committees include: Alumni Communications; Alumni Engagement; Financial Support and working with other entities and outreach. The Association by-laws require that the Board meets a minimum of three times per year. Over the past eleven months, this committed group of men and women has met five times and that is excluding the committee sessions and conference calls. This is a volunteer activity for these folks; that means time away from families and work and contributing personal resources to support their alma mater and to serve their fellow alumni. Mr. Wright went on to note that he is truly impressed with the group's enthusiasm, initiative, creativity, insight and last but not least, passion for Maine Maritime Academy. He noted that he and Karen find it a true pleasure to work with them and extend their heartfelt thanks for making their job enjoyable and more importantly helping to perpetuate MMA's legacy and creating a groundswell of alumni interest and activity that we anticipate will go on into the future.

Chair Somerville commented that he thinks it is particularly important that the Alumni Association take note of the Alford challenge of \$2.5 million and 20% alumni participation over the next three years which will require work on all of our parts. Jeff Wright responded that it was a key topic at yesterday's board meeting.

President Brennan then introduced Andrew Strosahl, class of 2005. Andrew is not only a Master Mariner but also an attorney in Washington who works closely with President Brennan and the other members of the Consortium of Maritime Academies. He has been extremely helpful in our efforts and President Brennan thanked him for coming.

6. STANDING COMMITTEE REPORTS

a. Finance Committee

- Trustee Shipway reported that the committee met yesterday and spent some time looking at Vice President Carver's report. They reviewed the FY17 budget which is now complete. In March we were \$450,000 in the red, and we are expected to be \$1.2 million in the black by end of year. Vice President Carver and her team have made adjustments which have allowed us to come out in the black for another year.
- The Committee then discussed the FY18 budget that was reviewed during the May meeting, and Ms. Carver answered a variety of questions. This year we expect to start at about \$950,000 in the red.
- State appropriations for FY18 have been finalized at \$9.05 million with another \$650,000 for our capital projects from the State. This will allow us to proceed with the kitchen and dining hall renovations planning this fall with an expected completion date of next summer.
- The Committee also discussed when the right time is to review each year's budget and it was the consensus that each annual budget should be reviewed and approved at the February Board meeting.
- The Chair of the Finance Committee suggested a review of the boat donation program which was to have been done last year but was tabled for a variety of reasons. Trustee Brodsky has agreed to help with that and will report back at the November meeting.
- The Committee also reviewed the status of the endowment and investment funds. The University of Maine fund now stands at \$32.6 million, up from \$29.5 million at this same point last year. Two years ago we were at \$30.1 million. The Camden National account now stands at \$9.8 million, about \$700,000 up from this time last year.

b. Operations Committee

- Trustee Oney, Chair of the Operations Committee presented the report and began by giving a brief update on ongoing campus projects over the summer. The Committee had a colorful debate on what a new dashboard should look like. Trustee Oney discussed this with Vice

President Carver following the meeting and they will work on coming up with a format for providing information to trustees about the projects on campus. They plan on presenting that at the next meeting.

- The Committee then had a presentation on MMA On the Go, our mobile application. Trustee Oney tested it and reported that the donate button works very well.
- Finally, Adam Potter showed a video of the locker room updates. Trustee Oney noted that he took a walk through and it looks really good, with great work being done so far.

c. Advancement Committee

Trustee Samway, Chair of the Advancement Committee turned reporting duties over to Vice President Haley in order that he might provide specifics, but before doing so, she thanked everyone for the gift at dinner last night. Trustee Samway then shared some thoughts before leaving: she stated emphatically that driving to Castine in February will not be missed. Other than that, all her comments were positive. A highlight of her time as trustee was working with Bill Walsh on the ABS building. She noted that Bill was fabulous and a true genius: without him the building would not exist and she thanked everyone for their generosity. It is her firm belief that Bill will also support the Academy in the future. She remarked that if we could get 100% participation from Trustees for the annual fund, it would be fabulous and closed by saying that she will stay in touch and as always, applaud MMA's successes.

- Vice President Haley thanked Trustee Samway for the great working relationship they have had, and remarked that it was good knowing her and Tim. He also thanked them both for the three-year pledge to the annual fund.
- Yesterday the Advancement Committee received an update on contributions received totaling \$3.9 million, an increase of just over \$300,000 over fiscal year 2016. The primary reason for this was a very generous bequest from an alumnus. The annual fund is up by \$50,000, over last fiscal year, donors were up in 2017 over 2016, but alumni participation fell slightly over the year. The new fiscal year started July 1 with a renewed challenge from the Harold Alford Foundation wherein Maine Maritime Academy must raise \$2.25 million over the next three fiscal years and achieve 20% alumni participation by fiscal year 2020. To date, we have raised \$135,000 in pledges towards our goal of \$750,000 for the annual fund.
- The Advancement team is also looking to raise 300K for the gym floor and bleachers. On April 7th we will again host "A Night by the Bay" in Portland.
- Jeff Wright provided the Committee with an update on alumni relations and President Brennan gave an update on external affairs, the favorable happenings in August and an update on the *Bowdoin* bill.
- Staffing was discussed, including the vacancy for an annual fund manager and a database administrative assistant.

RESOLUTION #1

BE IT RESOLVED that the Board hereby accepts with gratitude all gifts and grants of \$1,000 or more and all donated property as set forth in Attachment B.

On a MOTION by Trustee Theeman and seconded by Trustee Wellington, the Board voted unanimously to accept with gratitude all gifts and grants of \$1,000 or more as set forth in Attachment B.

RESOLUTION #2

The Lawrence (Class of 1946) and Adele Ingraham Memorial Maritime Scholarship Fund

BE IT RESOLVED by the Board of Trustees of the Maine Maritime Academy that the Lawrence (Class of 1946) and Adele Ingraham Memorial Maritime Scholarship Fund as described in Attachment C appended to these minutes is hereby established.

There were questions regarding the wording of the fund and the intent of the donor regarding the disposition of funds should Maine Maritime Academy cease to exist. But, upon further discussion it was agreed that the intent is to have the monies transferred to another institution of higher education with a mission to educate students for the marine industry, should Maine Maritime Academy no longer exist. Any questions regarding the disposition of funds following the death of Adele Ingraham would be governed by the trust now in place. There being no objection, a motion was made as follows:

On a MOTION by Trustee Samway and seconded by Trustee Sawyer, the Board voted unanimously to accept with gratitude the Lawrence (Class of 1946) and Adele Ingraham Memorial Maritime Scholarship Fund as set forth in Attachment C.

d. Student Affairs Committee

Trustee Greenleaf, participating via conference call, asked that Vice President True present the report on yesterday's meeting

- Vice President True reported that the meeting began with the introduction of new staff in athletics and student life: Dan McNealy is our new men's basketball coach and Matt Brancaccio is our new student activities coordinator.
- In Captain Gandy's absence, Ms. True reported on the Cruise which appears to have been the most successful since his return as Commandant. He credits this to the strong leadership of seniors in guiding and teaching the underclassmen. The Committee reviewed the ports of call and a video of training in Cobh, Ireland.
- Next, the Committee reviewed progress in reaching the goals of the 2016/2020 strategic enrollment plan as well as the current admission figures for the incoming class. One goal was to stabilize enrollment at 980 and current figures appear to be on track for that goal. Current projections, anticipating the "melt", should reach our target of 294 for the incoming class. Our returning numbers remain consistent. A significant number of action steps from the plan have been completed by the admissions and student life staff who will work towards maintaining these numbers for the duration of the plan. The second goal is to continue to support retention and graduation rates that exceed the national average which is 86% for the class entering in the fall of 2016. There was a discussion on our focus on maintaining these rates as moving above 90% is unlikely for any school with the narrow focus of our course offerings. The Committee then discussed the six-year graduation rate for the class entering in 2010 which was 62%, and was higher than the national average of 59%. Changing trends in graduation were also discussed: while some students are taking longer than four years to graduate, some are actually completing in three and a half years. The result of this is that we anticipate more transfers and more students entering in January.
- The Committee then talked about action steps for increasing the percentage of female undergraduates to above 20% by the fall of 2020. The percentage of women in this incoming class dropped to 10%, due to several factors: full rosters in women's sports; short staffing in the admissions office in 2016; and difficulty competing with the financial aid packages offered to women in STEM fields by our competitors. Several women who applied and were admitted later declined citing the lack of financial aid.
- The Committee then discussed goal #4 which is to increase representation of students from diverse backgrounds to match or exceed Maine demographics. This number has increased in all groups except African American though the percentage may not have increased due to the

larger class size. Progress is being made in this area but the numbers remain very small. The realities of international recruitment were discussed given the nature of our programs.

- Quite some time was spent discussing expanding merit and need-based aid for students which is the fifth goal and that which makes all of the others possible. Sample financial aid packages for four different types of students were distributed so that the Committee has a sense of the debt load that they are incurring. A chart was also displayed showing the comparison of financial aid available from Maine Maritime Academy and several competitors. There was a lengthy discussion on the need for more institutional funding for both merit and need-based aid in order to attract the best students and meet the needs of Maine students from low socio-economic backgrounds. The Committee plans to discuss financial aid in depth at the November meeting and Trustee Theeman asked for a detailed proposal on exactly how much is needed for each category of aid. Vice President True anticipates that the proposal will be available to all Trustees by November first in preparation for the next Board meeting on November ninth.
- Since the Committee meeting had gone beyond the allotted time, Board members were asked to visit the Trustee website to review the rest of the materials pertaining to key initiatives as well as samples of the admissions social media platforms.

e. Educational Policy Committee

Trustee Sawyer reported that the Educational Policy Committee met yesterday.

- Vice President Gardner presented to the Committee and announced that we are in the midst of another audit report for ABET, another of our accrediting agencies. Professor Doug Reed authored the NEASC self-study report which is now on the portal. The visiting team will be on campus from October 1st -3rd and Dr. Gardner is looking for trustees who might be available at least by telephone for an interview on October 2nd.
- New faculty members were then introduced to the Committee by Dr. Gardner. Joe Harmon, a Maine Maritime Academy graduate with twenty-seven years afloat will be working in the engineering department. Almus Kenter is in the physics department: he has a Ph.D. in physics from the University of Wisconsin. Patrick Moroney, has been hired in the engineering department: Patrick is a twenty-five year Air Force veteran. Brian Muir is in engineering: he is a Maine Maritime Academy graduate and has a Coast Guard unlimited license with fifteen years at MSC. Brendyn Sarnacki is in an engineering teaching and research position: he too is a Maine Maritime Academy graduate with a Ph.D. in Mechanical Engineering from the University of Virginia. Alexander Stwertka is a physics lab coordinator and Travis Wallace is in a research and teaching position: he is a Maine Maritime Academy graduate and has a Master's degree from the University of Maine. Additionally Jim McKenna has left to take the Associate Dean position at Bridgewater State University. Tim Leach left Career Services to return to a faculty position in the Marine Transportation tug and barge program, replacing John Worth. As a result, the Career Services department has an ongoing search for a new Director. Ender Asayli is now permanent faculty in Marine Transportation.
- Mike Young gave a presentation on continuing education which is mandatory for many of our graduates as it is in many areas of commerce these days. Trustee Sawyer announced that we began on-line registration for these courses to simplify the process. We have now hired our first full-time continuing education instructor and course developer, Tim Achorn. The continuing education courses are also subject to review by accrediting agencies: for example, the crowd management course is reviewed and approved by the Coast Guard. Our branding and marketing in social media has improved with the help of the Public Affairs office, with particular emphasis on Facebook. We have now created a pool of firefighter instructors as fire is a very serious issue, particularly on board a ship. Licensed seniors had a

workshop on continuing education and what they will need to do in order to maintain their license after graduation. The continuing education department will provide a student portal so that graduates can track their own licensing requirements as well as a listing of classes already taken here at MMA.

- The State Maritime Academies and the US Coast Guard signed an important SOP agreement in July. It defines clear policies, procedures and guidelines for marine credentialing by the Academies, recognizes the academies' distinctive role apart from other training centers and should foster a better working relationship between the academies, MARAD and the National Maritime Center.
- Trustee Sawyer concluded his report by noting that the Academy is a living, breathing organization which continues to move forward.

f. Governance Committee

Trustee Wellington began his report by noting that officers have already been elected as noted earlier and that the second item of business addressed by the Committee was a complete rewrite and update to the by-laws. Two small changes were proposed and Trustee Wellington read a Resolution as follows:

RESOLUTION #3

To Amend the By-Laws for Technical and Conforming Purposes

BE IT RESOLVED that the Board of Trustees of the Maine Maritime Academy amends the By-Laws of the Board substituting language in its entirety as described in Attachment D appended to these minutes.

On a MOTION by Trustee Peacock and seconded by Trustee Watson, the Board voted unanimously to accept the language, in its entirety, amending the By-Laws of the Board as set forth in Attachment D. All were in favor, and the motion carried.

- As part of the discussion on the By-Laws, the Committee also discussed the representatives to the Board, that is, the President of the Academy, the President of the Alumni Association and the Educational Policy Committee Faculty Representative. A suggestion was made that they be seated at the table for those meetings.
- The Committee then discussed the Board evaluation survey, and what arose from that was a dialogue regarding the committee meeting structure. The Governance Committee will be talking with the administration regarding trying to have a separate committee meeting instead of as part of the meeting of the Committee of the whole. They anticipate coming back with a proposal at the November meeting.
- Trustee Fryer mentioned the diversity question which forms part of the evaluation survey and noted that it may be amended before the evaluation is distributed next year.
- Trustee Samway thanked Trustee Wellington most sincerely for his patience during his work on the Committee.

g. Ad Hoc Committee

- Trustee Theeman reported that the Committee has not met since the May meeting of the Board. President Brennan provided them with an update on the progress towards the establishment of a center for professional development. The report focused on five areas: first is the hiring of a director, and Maine Maritime Academy has engaged Flagship Management to seek a qualified individual to serve in that capacity. Second is the acquisition of a dynamic positioning simulator to serve both the center and the student body. There has been a decision

to delay the acquisition of the Kongsburg unit due to the high cost, and to develop the operational capability and integration of the Transas dynamic positioning system which will work with what we currently have in place. The third item was the procurement of a site analysis and engineering study of the Penobscot property that we own. A comprehensive site analysis and engineering survey has been commissioned. That report has been received and will be distributed to the members of the Ad Hoc committee for their review. The company providing the survey found no environmental reason to delay the development of that site. The fourth item was to procure the services of a marketing firm, however at the present time it has been decided to rely on the talent of the existing communication staff at MMA and to defer the need for outside assistance to a later date. The fifth item is the negotiation for the acquisition of real property for the expansion of the center and President Brennan is continuing to assess property in Bucksport and engage with its owners.

- The Ad Hoc Committee will continue to meet prior to the November meeting of the Board to ensure that progress is being made toward hiring a director for the program, completing a site development strategy, preparing a program budget, identifying necessary start-up capital and the issues of ground prep for the fire stack all of which we hope to have accomplished by the spring of 2018. Mike Young presented an outline of the courses that are being developed with the associated time frames.

h. Other Business

There was no other business to bring before the Board.

Trustee Sawyer commented that he greatly appreciates the leadership from the town of Castine which remains consistent and very supportive of Maine Maritime Academy.

Chair Somerville agreed wholeheartedly and thanked David Unger, Peter Vogel and Jimmy Goodson for attending the meeting today. David Unger noted that relationships are good between the Academy and the town, and that the monthly meetings with President Brennan and his senior staff to deal with any issues are important. Members of the public are invited to these meetings. Mr. Unger went on to mention musical events happening in town this evening involving the town band, and tomorrow night a swing band and street dancing. Chair Somerville thanked Mr. Unger for his comments and for their participation in our meetings.

Chair Somerville thanked Board members for their confidence in reelecting him and noted that he and his fellow officers look forward to serving for the upcoming year. The Chair also asked Board members not to forget to donate to the Alford challenge so that we can realize the most possible participation over the next three years. He closed by noting that it is up to all of us to make it happen.

Chair Somerville then announced that the next Board meetings will take place on November 9th and 10th and concluded by asking for a motion to adjourn.

On a motion by Trustee Samway and seconded by Trustee Oney the Board moved unanimously to adjourn at 9.17 a.m.

Respectfully Submitted,

Rhonda Varney
Secretary to the Board of Trustees
Maine Maritime Academy