



MINUTES OF THE MEETING
BOARD OF TRUSTEES
August 8, 2019

A regular meeting of the Board of Trustees was held on August 8, 2019 at Maine Maritime Academy, Castine, Maine. Chair Cianchette and Trustees Arntzen, Brodsky, Devine, Dey, Fryer, Morrison, Oney, Peacock, Sawyer, Shea, Shipway, Theeman, Watson and Wellington were in attendance. President Brennan, Vice Presidents Carver, Gardner, Haley and, True, members of the faculty and staff, and a member of the press were also present.

Chair Cianchette brought the meeting to order at 2:35 p.m.

Serving as Chairman Pro Tem in the matter of the election of officers of the Board, President Brennan turned the meeting over to Trustee Wellington, Chair of the Governance Committee, who presented a slate of candidates for consideration and asked that President Brennan read the Resolution as follows:

RESOLUTION #1

Resolution Concerning Nomination for Board Officers

The Governance Committee submits the following nominations: Earle Cianchette for Chairman; Jason Oney for Vice Chairman; Miles Theeman for Treasurer; Janet Acker for Secretary.

On a MOTION by Trustee Arntzen and seconded by Trustee Peacock, the Board voted unanimously to accept the slate of nominees as presented.

President Brennan noted that there were no additional nominees and suggested that the slate presented be accepted by acclamation. There being no objections, the slate was accepted by all as presented.

The President congratulated the new officers of the Board. He then thanked the departing Secretary to the Board, Rhonda Varney, for her several years of service, noting that he, personally, has benefited greatly from her assistance.

Chairman Cianchette then proceeded to the approval of the Minutes of the last meeting.

1. MINUTES OF MAY 3, 2019 MEETING

On a MOTION by Trustee Brodsky and seconded by Trustee Fryer, the Board voted to accept the minutes of the meeting of May 3, 2019 as presented.

2. CHAIR'S REMARKS

Chair Cianchette began by mentioning the departure of Rhonda Varney who has been the Secretary to the Board for the past five years and noting that before that, she worked for Dining Services and was the “go to” person for so many different kinds of assistance on campus. Chair Cianchette remarked that Rhonda will be going to Arizona where her family is from and added his personal thanks to that of the Board and also the Alumni Association to whom she has been of great service.

Chair Cianchette also noted that Vice President Carver will be leaving and thanked her for her great service to Maine Maritime Academy as CFO. Last, but not least, Chair Cianchette stated that this will be the last Board meeting for Trustee Shipway. He added a personal anecdote regarding their first meeting and ongoing friendship and remarked that he and many other Board members, both past and present, have appreciated his guidance and thoughtful manner. On behalf of the Board members, the Chair expressed deep appreciation for Trustee Shipway's service on the Board.

3. PRESIDENT'S REPORT

In an emotional address, President Brennan reiterated what he said yesterday, noting that Dugan Shipway, Petra Carver and Rhonda Varney have all made the Academy a much better place than it would have been without their contributions. He thanked them all on behalf of the Board, the students and all members of the Academy for their service.

4. PRESIDENT'S ACTION

There are no action items to be addressed at this time.

5. ALUMNI ASSOCIATION REPORT

Chair Cianchette stated that since the Alumni Association Report was delivered in full earlier in the day by Vice President Haley and is included in the Trustees' folders, there is no need to go over it again. It will, however be appended to these Minutes as Attachment A.

6. STANDING COMMITTEE REPORTS

a. Education Committee

- Trustee Sawyer gave a brief recap on the Education Committee meeting held earlier in the day. He announced that we have added a new major: Coastal and Marine Environmental Science. We have also hired seven faculty positions and two library staff. He then drew attention to an item included in the Trustees' folders: that is a response to the New England Council on Higher Education (NECHE), (formerly NEASC) regarding issues that they raised regarding oversight of the BIW program and our own upcoming assessment.
- Trustee Sawyer reported that Dean Gardner sailed for a time with our training ship out of Barcelona to Southampton and taught a Search and Rescue class. He hosted a visiting professor, Dr. Keisuke Watanabe from an academy in Japan. Trustee Sawyer concluded his report by mentioning that the Dean will serve on a NECHE evaluation team at Mass Maritime.

b. Student Affairs Committee

- Trustee Brodsky reported on the meeting of the Student Affairs Committee. She began by noting that the Committee was introduced to the new Commandant, Captain Jack Cashman, who introduced the rest of his staff.
- Dr. True went over the highlights of the fall admissions program on enrollment and reported that we are up over last year and above our budget numbers. The Enrollment Management team has done some great work with the consultants. There is a little concern on the scholarship side of things as this is an important part of having student enroll here.
- There was good news from the Athletic Department, particularly regarding scholar athletes.

c. Advancement Committee

- Trustee Oney asked that Vice President Haley present the report of the Advancement Committee meeting.
- Vice President Haley began by announcing that in FY 19 the Academy received just under \$9.2 million compared to \$6.7 million in FY 18. The increase was due to a positive variance in cash received toward our endowment from a realized bequest. Overall annual giving was down \$73,339 in fiscal year 2019 from fiscal year 2018. Unrestricted gifts were up \$4,468, and restricted gifts were down \$111,393 due to a \$30,000 pass-through scholarship donation not coming in this fiscal year and the \$73,000 earned in fiscal year 2018 from the Night by The Bay Auction and Reception. Overall donors to the Annual Fund were up by 110. Alumni participation increased from 13.28% in fiscal year 2018 to 16.89% in fiscal year 2019. We had 298 new donors to the Annual Fund this year.
- A postcard announcing the final year of the Alford Challenge has been mailed and a personal appeal will go out in September followed by an active social media campaign and a follow up with the Alumni Advancement Committee class pursers.
- On June 30, 2019, *Opening Doors, Changing Lives: The Scholarship Campaign for Maine Maritime Academy* had reached \$16,650,443 in cash and pledges toward the \$20 million target. This effort will conclude on June 30, 2022. Campaign Steering Committee members have recently selected prospects to engage. Larry Burrill '77 and Wayne Norton '86, co-chairs for the campaign, attended the MMA Mariner Classic in Falmouth in late June and presented to the golfers in attendance.
- The Committee discussed college relations and received a summary of the yacht donation program and Joe Lobly and his good work.
- There are three Resolutions to present to the Board as follows:

RESOLUTION #2

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 appended to these minutes.

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

RESOLUTION #3

THE CLASS OF 1959 ENDOWED REGIMENTAL SCHOLARSHIP FUND

BE IT RESOLVED: by the Board of Trustees of the Maine Maritime Academy that **THE CLASS OF 1959 ENDOWED REGIMENTAL SCHOLARSHIP FUND**, as described in the Trustees' folders and appended to these minutes as Attachment C, is hereby established.

On a MOTION by Trustee Peacock and seconded by Trustee Sawyer, the Board voted unanimously to accept the Class of 1959 Endowed Regimental Scholarship Fund as described in the Trustees' folders and appended to these minutes as Attachment C.

RESOLUTION #4

THE MIKE AND KARI WINGET ENDOWED SCHOLARSHIP FUND

BE IT RESOLVED: by the Board of Trustees of the Maine Maritime Academy that **THE MIKE AND KARI WINGET ENDOWED SCHOLARSHIP FUND** be amended and renamed as described in the document included in the Trustees' folders and appended to these minutes as Attachment D.

On a MOTION by Trustee Peacock and seconded by Trustee Fryer, the Board voted unanimously to accept the amended and renamed Mike and Kari Winget Endowed Scholarship Fund as described in the Trustees' folders and appended to these minutes as Attachment D.

d. Finance and Operations Committee

- Trustee Shipway asked that Vice President Carver report on the meeting of the Finance Committee held earlier in the day.
- Ms. Carver presented the highlights of the meeting as follows:
- The financial statements for the fiscal year that just closed ended with a positive result in that we had better than anticipated revenues and lower than anticipated expenses with a projected net profit of \$1.5 million.
- The investment pool at the University of Maine was reviewed by the Committee and found to be growing on a steady basis. Funds managed by Camden Wealth Management have also done well and have continued to grow over the past five years under the investment policies adopted by this Board.
- An annual external audit was performed. The auditors have completed their preliminary work. No issues were found and a written report will be provided to the Board.
- Collective bargaining negotiations are underway for the SSP and Supervisory units and a Resolution in this regard is presented as follows:

RESOLUTION #5

COLLECTIVE BARGAINING RESOLUTION

BE IT RESOLVED, by the Board of Trustees of the Maine Maritime Academy that the Tentative Collective Bargaining Agreement reached between Academy Management and the Staff, Support and Professional Bargaining Unit, the Supervisory Unit, and the Maine State Employees' Association on July 31, 2019 is hereby ratified.

On a MOTION by Trustee Fryer and seconded by Trustee Theeman, the Board voted unanimously to accept the Collective Bargaining Resolution as described in the Trustees' folders and appended to these minutes as Attachment E.

e. **Governance Committee**

- Trustee Wellington reported on the meeting of the Governance Committee wherein they voted on the election of officers which were subsequently approved by the Board earlier in today's meeting. He announced that the Chair will now put together a list of Committee assignments which will be ratified at the November meeting.
- Administration has been asked to send out the current evaluation survey to the Board members and this will also be reported on at the November meeting. An updated skill set list of Board members will be sent out as well as the Conflict of Interest forms which are to be signed and returned to the Board secretary.
- Also discussed was a meeting that Trustee Wellington attended along with Trustees Fryer and Brodsky on July 11th regarding Board effectiveness. Those in attendance at that meeting intend to discuss the matter further and report back to the Board.

f. **Other Business**

There being no further business to bring before the Board, President Brennan then read the required official legal wording regarding the Board's adjournment to Executive Session in order to discuss personnel evaluation.

On a motion by Trustee Sawyer and seconded by Trustee Dey, the Board moved unanimously to adjourn at 2.56 p.m.

Respectfully Submitted,

Janet Acker

Janet Acker
Secretary to the Board of Trustees
Maine Maritime Academy