

**GLOUCESTER COUNTY COLLEGE**  
**1400 Tanyard Road**  
**Sewell, NJ 08080-9518**

**April 19, 2011**

**SPECIAL SESSION MINUTES**

Chair Gene J. Concordia, who advised that proper notification of the meeting had been given in accordance with the Sunshine Law Requirements, called the Special Session of the Board of Trustees of Gloucester County College to order at 6:33 p.m. in the Library Board Room.

**Members Present:**

Mr. Gene J. Concordia, Chair  
Ms. Yvette C. Ross, Vice Chair  
Ms. Isabelita M. Abele, Secretary  
Mr. Robert L. Bumpus  
Mr. Andrew A. DiNardo  
Ms. Jean L. DuBois  
Dr. James Lavender  
Mr. William C. Packer III  
Mrs. Virginia N. Scott  
Dr. George J. Scott  
Mr. John Henzy, Provost, VP Academic Services

**Members Absent:**

Mr. Douglas J. Wills, Esq., Treasurer

**Advisors Present:**

Mr. Christopher Gibson, Esq.  
Mr. Fred Keating  
Dr. Geraldine Martin  
Mr. Cody Miller

**Cabinet Present:**

Ms. Judy Atkinson  
Ms. Patty Claghorn  
Mr. Joseph Getsinger  
Ms. Beth Hall  
Ms. Almarie Jones  
Ms. Danielle Morganti  
Ms. Ilene Shute

Ms. Ross, Vice Chair, led the Pledge of Allegiance and roll call was taken.

At 6:35 p.m., Ms. Ross made a motion, seconded by Mr. Packer, to approve the resolution to go into Closed Session. It was unanimously passed.

At 7:55 p.m., Ms. Ross made a motion to adjourn, seconded by Mrs. Scott and unanimously passed to end the Closed Session and re-enter the Special Session

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### **FINANCE**

#### **Financial & Payroll Operational Audit/ Bowman & Company**

On the recommendation of the Board Chair, Ms. DuBois made a motion, seconded by Mr. Bumpus and unanimously approved the contract with Bowman & Company to perform a financial & payroll operational audit.

### **OTHER**

#### **Resolution Regarding the Resignation of Russell Davis**

On the recommendation of the Board Chair, Mr. Bumpus made a motion, seconded by Dr. Lavender and unanimously approved to accept the resignation of Russell Davis without waiver of any rights or remedies under the Employment Agreement, and any further action by the Board shall be held in abeyance pending the results of the investigations being conducted by the College's auditors and the Gloucester County Prosecutor. This item represents disclosure of portions of the following Closed Session: 4/19/2011

#### **Resolution Creating Executive Committee to Conduct Search and Make Recommendations for Appointment of Acting President**

On the recommendation of the Board Chair, Mr. Packer made a motion, seconded by Mr. Bumpus and unanimously approved the Executive Committee of the Board to conduct a search and make a recommendation to the Board for the appointment of an individual as Acting President of the College. The Executive Committee shall provide notice of the Acting President position to the College community consistent with any applicable collective negotiations agreements and/or College policy. This item represents disclosure of portions of the following Closed Session: 4/19/2011

### **Public Portion**

Board Chair Gene Concordia made a statement about the difficult time the College is going through but made it clear that regardless of this unfortunate event, the College community's resolve must be to move forward with the mission of the College and prepare for commencement. Chair Concordia then open the meeting for public comment.

Oron Nahom, President, Faculty Association, spoke to the Board on behalf of the faculty about the 'shock and dismay' over the timing of this turn of events with the resignation of Dr. Russell Davis. He indicated the college has lost an effective leader who had over time gained the trust across all areas of the college community. Mr. Nahom 'assured students, parents, and the community' that the college is 'unshakeable' in its commitment to serve.

Mr. Nahom brought attention to the Middle States Accreditation Associations' recommendation to the College for adherence to its hiring and evaluation practices in a standard, consistent manner. He also noted the recommendation to the College Board to stick to it objectives and to sustain the College's autonomy.

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Mr. Nahom indicated the college was at a critical juncture for finding a new president and went on to say the Faculty Association endorses Provost John Henzy for the role of Acting President.

Mr. Cody Miller, SGA President & Student Board Representative, stated his concerned with the timing being so close to commencement and voiced whether 'this could have waited' until after the commencement activities. Mr. Miller spoke of his positive experience working with Dr. Davis and how he had a strong connection to the students with education as his primary focus.

Dr. Geraldine Martin addressed the Board to say that Dr. Davis has done an 'unbelievable job here'. She was dismayed by the amount of negative publicity and said, 'This should never have happened.'

Mr. Frank Hayden, Student, former SGA President & Student Board Representative, came forward to say that the student body and he have lost a good friend and student advocate. His hope for the future is that the positive relations Dr. Davis facilitated between the Board and Faculty continue for the good of the college community.

At 8:20 p.m., Ms. Ross made a motion, seconded by Mrs. Scott and unanimously passed, to end Special Session and adjourn.

Respectfully submitted,



Isabelita M. Abele

Secretary

April 14, 2011

Mr. Gene Concordia, Chairman  
Board of Trustees  
Gloucester County College  
1400 Tanyard Road  
Sewell, NJ 08080

We are pleased to confirm our understanding of the nature and limitations of the services we are to provide for Gloucester County College (the "College").

We will apply the agreed-upon procedures which the College has specified, listed in the attached schedule, to verify certain credit card, cash, payroll, loan and purchasing activity of the College President during the period January 1, 2009 through April 13, 2011. This engagement is solely to assist the College in identifying the related College purpose of certain credit card, cash, payroll, loan and purchasing activity of the College President. Our engagement to apply agreed-upon procedures will be conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants. The sufficiency of the procedures is solely the responsibility of those parties specified in the report. Consequently, we make no representation regarding the sufficiency of the procedures described in the attached schedule either for the purpose for which this report has been requested or for any other purpose. If, for any reason, we are unable to complete the procedures, we will describe any restrictions on the performance of the procedures in our report, or will not issue a report as a result of this engagement.

Because the agreed-upon procedures listed in the attached schedule do not constitute an examination, we will not express an opinion on the procedures listed in the attached schedule. In addition, we have no obligation to perform any procedures beyond those listed in the attached schedule.

We will submit a report listing the procedures performed and our findings. This report is intended solely for the use of the College, and should not be used by anyone other than these specified parties. Our report will contain a paragraph indicating that had we performed additional procedures, other matters might have come to our attention that would have been reported to you.

You are responsible for selecting the criteria and determining that such criteria are appropriate for your purposes.

Carol McAllister is the engagement partner and is responsible for supervising the engagement and signing the report or authorizing another individual to sign it.

We plan to begin our procedures on April 14, 2011 and, unless unforeseeable problems are encountered, the engagement should be completed by as soon as possible. At the conclusion of our engagement, we will require a representation letter from management that, among other things, will confirm management's responsibility for the procedures listed in the attached schedule.

We estimate that our fees for these services will be based on the actual time spent at our standard hourly rates, not to exceed \$10,000.00. Our standard hourly rates vary according to the degree of responsibility involved and the experience level of the personnel assigned. The fee estimate is based on anticipated cooperation from your personnel and the assumption that unexpected circumstances will not be encountered during the engagement. If significant additional time is necessary, we will discuss it with you before we incur the additional costs.

We believe that most disagreements can be resolved to mutual satisfaction in a friendly, non-threatening environment. While we do not expect there to be any problems whatsoever with our relationship, misunderstandings can occur. Therefore, we agree that any dispute arising under this agreement (including the scope, nature and quality of services to be performed by us, our fees and other terms of the engagement) shall be submitted to mediation. A competent and impartial third party, acceptable to both parties, shall be appointed to mediate, and each disputing party shall pay an equal percentage of the mediator's fees and expenses. No suit or arbitration proceeding shall be commenced under this agreement until at least 60 days after the mediator's first meeting with the involved parties. If the dispute requires litigation, the court shall be authorized to impose all defense costs against any non-prevailing party found not to have participated in the mediation process in good faith.

We appreciate the opportunity to assist you and believe this letter accurately summarizes the significant terms of our engagement. If you have any questions, please let us know. If you agree with the terms of our engagement as described in this letter, please sign the enclosed copy and return it to us. If the need for additional procedures arises, our agreement with you will need to be revised. It is customary for us to enumerate these revisions in an addendum to this letter. If additional specified parties of the report are added, we will require that they acknowledge in writing their responsibility for the sufficiency of procedures.

Very truly yours,

**Bowman & Company LLP**

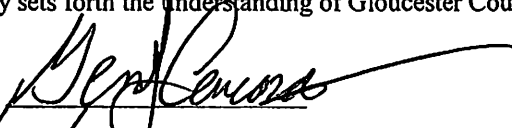
Carol A. McAllister

**RESPONSE:**

This letter correctly sets forth the understanding of Gloucester County College

By:

Officer Signature:



Date:

4/19/2011

**Agreed Upon Procedures**

- **Concern:**
  - Are check requests approved by the College President for allowable College expenses?
- **Example procedures:**
  - We will review all check requests that were approved by the College President during the period January 1, 2009 through April 13, 2011 and note whether the purchases were an allowable College expense.
  
- **Concern:**
  - Are the charges on the College President's credit card for allowable College expenses?
- **Example procedures:**
  - We will examine supporting documentation for all charges appearing on the College President's credit card statements for the period January 1, 2009 through April 13, 2011 and note whether the purchases were an allowable College expense. Based on the supporting documentation, the charges will be categorized into the following categories:
    1. Category 1 Allowable College expense
    2. Category 2 Personal Expense (reimbursed)
    3. Category 3 Personal Expense (not reimbursed)
  
- **Concern:**
  - Are the expenses charged to the College President's budget line item account 60100 for allowable College expenses?
- **Example procedures:**
  - We will examine the supporting documentation for all expenses charged to the College President's budget line item account 60100 for the period January 1, 2009 through April 13, 2011 and note whether the purchases were an allowable College expense.
  
- **Concern:**
  - Are the checks signed by the College President for allowable College expenses?
- **Example procedures:**
  - We will review all check's that were manually signed by the College President during the period January 1, 2009 through April 13, 2011 and note whether the purchases were an allowable College expense.
  
- **Concern:**
  - Does the College own the reported vehicles on the fixed asset inventory list?
- **Example procedures:**
  - We will examine the titles for all vehicles owned to determine that the College is listed as the owner.

**Agreed Upon Procedures (Cont'd)**

- **Concern:**
  - Is the College President paid in accordance with the terms of his contract?
- **Example procedures:**
  - We will select 2 payroll checks and the Form W-2 for each year and agree the pay rate to the contract for 2009, 2010 and 2011.
  - We will examine the payment and coverage amounts for liability insurance, health insurance, retirement, disability, automobile, life insurance and accrual of sick and vacation time.
  
- **Concern:**
  - Is the College in compliance with its policy for unused vacation time payouts?
- **Example procedures:**
  - We will examine a report of payments made for unused vacation time during the period January 1, 2009 through April 13, 2011 and note if the College's policy for payment was followed.
  
- **Concern:**
  - Is the College in compliance with its policy for approval of deferred compensation loans?
- **Example procedures:**
  - We will examine the approval forms for all deferred compensation loans during the period January 1, 2009 through April 13, 2011 and note if the College's policy for approval was followed.



## Gloucester County College

### RESOLUTION REGARDING RESIGNATION OF RUSSELL DAVIS

**WHEREAS**, pursuant to an Employment Agreement entered into on July 7, 2010, Russell Davis ("Davis") served in the position of President of Gloucester County College ("the College"):

**WHEREAS**, the Employment Agreement provided that from July 1, 2010 to June 30, 2012, Davis could be terminated for just cause as determined at the discretion of the College's Board of Trustees ("Board");

**WHEREAS**, the Employment Agreement provided that Davis could voluntarily resign his employment;

**WHEREAS**, on April 13, 2011, Davis voluntarily submitted his resignation from his position of President, effective immediately;

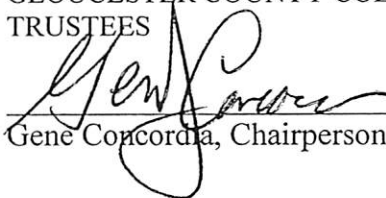
**WHEREAS**, the matter of Davis's conduct has been submitted to the proper law enforcement authorities for further investigation;

**NOW THEREFORE BE IT RESOLVED**, the Board hereby accepts Davis's resignation without waiver of any rights or remedies under the Employment Agreement;

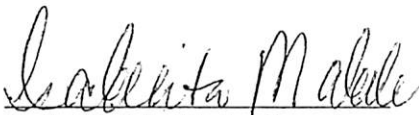
**BE IT FURTHER RESOLVED**, any further action by the Board shall be held in abeyance pending the results of the investigations being conducted by the College's auditors and the Gloucester County Prosecutor.

**ADOPTED** at a meeting of the Board of Trustees of Gloucester County College held on April 19, 2011.

GLOUCESTER COUNTY COLLEGE BOARD OF TRUSTEES

  
Gene Concordia, Chairperson

Attested:

  
Isabelita M. Abele, Secretary







# Gloucester County College

## RESOLUTION CREATING EXECUTIVE COMMITTEE TO CONDUCT SEARCH AND MAKE RECOMMENDATIONS FOR APPOINTMENT OF ACTING PRESIDENT

**WHEREAS**, the position of President of Gloucester County College (“the College”) has unexpectedly become vacant;

**WHEREAS**, established leadership, especially at this time is critically important to College community;

**WHEREAS**, the established policy and procedure for conducting a search for a new President is a time consuming, deliberative process which cannot be completed on an emergent basis;

**WHEREAS**, the College’s Board of Trustees (“Board”) believes that the College would best be served by the appointment of an Acting President to execute the duties of President and provide leadership to the College during the presidential search period;

**NOW THEREFORE BE IT RESOLVED**, the Executive Committee of the Board (“Executive Committee”) will conduct a search and make a recommendation to the Board for the appointment of an individual as Acting President of the College;

**BE IT FURTHER RESOLVED**, the Executive Committee shall provide notice of the Acting President position to the College community consistent with the any applicable collective negotiations agreements and/or College policy;

**BE IT FURTHER RESOLVED**, the Executive Board shall submit its recommendation to the Board at its earliest convenience.

**ADOPTED** at a meeting of the Board of Trustees of Gloucester County College held on April 19, 2011.

GLOUCESTER COUNTY COLLEGE BOARD OF TRUSTEES

  
Gene Concordia, Chairperson

Attested:

  
Isabelita M. Abele, Secretary

