

**BOARD OF TRUSTEES  
THE CITY UNIVERSITY OF NEW YORK  
205 East 42<sup>nd</sup> Street, 7<sup>th</sup> Floor, New York, NY 10017**

**SUMMARY OF ACTIONS TAKEN AT THE JULY 9, 2020 SPECIAL BOARD MEETING**

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**DISPOSITION**

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The meeting was called to order telephonically by Chairperson William C. Thompson, Jr., via audio teleconference at 5:03 p.m., and he immediately moved to go into Executive Session. The motion was seconded by Vice Chairperson Barry Schwartz.

**CONVENING OF EXECUTIVE SESSION:**

Chairperson Thompson, Jr. called for an Executive Session pursuant to Section 105, Article 7, of the Public Officers Law, to discuss matters pertaining to investigations, personnel, litigation, collective negotiations, and the proposed acquisition, sale or lease of real property. The Board met in Executive Session from 5:03 p.m. to 5:42 p.m.

Moved by Chairperson Thompson, Jr. and seconded by Vice Chairperson Schwartz, the public session was reconvened at 6:03 p.m.

Moved by Chairperson Thompson, Jr. and seconded by Trustee Brian Obergfell. Cal. No. 1 was presented and opened for discussion.

Chairperson Thompson, Jr. made a motion to amend the resolution. Trustee Brian Obergfell seconded, and following discussion, the motion carried as follows:

**NO. 1. THE CITY UNIVERSITY OF NEW YORK – APPROVAL TO SUPPORT THE EXTENSION AND CONTINUANCE OF THE OFFERING OF ONLINE AND DISTANCE LEARNING INSTRUCTIONAL MODALITY FOR THE DELIVERY OF COURSES IN DEGREE AND NON-DEGREE PROGRAMS AND THE OFFERING OF REMOTE SUPPORT SERVICES FOR THE UPCOMING FALL 2020 SEMESTER:**

WHEREAS, The City University of New York (the “University”), announced on March 11 that effective on March 19, 2020, in response to the threat presented by the spread of the coronavirus, also known as COVID-19, and in an effort to reduce the density of faculty, staff and students on the University campuses, that all University academic courses would be moved online or alternatively to a distance learning modality; and

WHEREAS, The University’s conversion of Spring 2020 courses to online and distance learning was enabled by the flexibility provided by guidance from the US Department of Education (USDE), New York State Education Department (NYSED), Middle States Commission on Higher Education (MSCHE) and the Student and Exchange Visitor Program (SEVP) regarding the conversion of the teaching modality for courses/programs already in progress; and

WHEREAS, On March 20, 2020, Governor Andrew M. Cuomo announced Executive Order 202.6, or the “New York State on PAUSE” executive order, a 10-point policy directive, which Executive Order included a directive that all non-essential businesses statewide must close in-office personnel functions and temporarily ban all non-essential gatherings of individuals of any size for any reason resulting in the temporary conversion of all in-person University student support services to be delivered remotely; and

| Cal. No | DISPOSITION  |
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|         | <p>WHEREAS, On April 2, 2020 NYSED extended temporary approval to institutions of higher education in the State of New York that wished to offer courses and programs online that were not previously registered with NYSED in the distance education format to include the Summer 2020 term academic courses and programs; and</p> <p>WHEREAS, On May 15, 2020, USDE extended the waiver it had previously issued for the Spring 2020 conversion of in-person courses/programs to distance education to the Fall 2020 term; and</p> <p>WHEREAS, On May 20, 2020, following USDE action, NYSED extended its waiver of registration of academic programs in the distance education format due to the continuing COVID-19 pandemic public health emergency, granting flexibility to institutions of higher education in the State of New York to offer online courses in programs without triggering the need to register with NYSED the distance education format to the program for the Fall 2020 semester; and</p> <p>WHEREAS, The University's faculty, staff, and students successfully implemented an online and distance learning conversion process for the majority of its academic courses and support services for the remainder of its Spring 2020 Semester and its Summer Term and developed alternatives for safeguarding the completion of courses not easily converted to said modalities; and</p> <p>WHEREAS, Pending the introduction of effective long-term health solutions, the COVID-19 pandemic public health emergency continues to be a concern in the State of New York and elsewhere throughout the United States, and in fact is showing recent signs of worsening as the number of new cases reported daily has reached record-setting levels; and</p> <p>WHEREAS, Many of the restrictions placed on institutions of higher education under the "New York State on Pause" plan are scheduled to be lifted under "Phase 4" of Governor Andrew M. Cuomo's "New York Forward" plan for reopening the State of New York; and</p> <p>WHEREAS, Notwithstanding the overwhelming success the State of New York and the City of New York have experienced with the recent reduction in the spread of infections and number of deaths resulting from COVID-19, all as a direct result of the efforts made by and the guidelines set out by Governor Andrew M. Cuomo's administration, the COVID-19 virus continues to pose a threat to the continuity of business and education; and</p> <p>WHEREAS, The University's highest priority in planning for the Fall 2020 semester is to protect the health and safety of students, faculty and staff while creating the conditions for our students to make progress in their academic programs, for our faculty to advance their creative and scholarly activities, and our staff to meet our myriad programmatic goals; and</p> <p>WHEREAS, In accordance with recent distance education regulatory relief provided by USDE, MSCHE, and NYSED, the University has been preparing for a Fall 2020 where the proportion of online courses and remote services would be higher than in the pre-COVID 19 era; and</p> <p>WHEREAS, In light of the current unpredictable nature of the COVID-19 virus and the possibility that an increase in cases is always possible until long-term health solutions are available, the University believes that out of an abundance of caution and in the interest of the health, safety and welfare of our students, faculty and staff, the University should <u>be prepared for a scenario where extend the current</u> online and distance learning modality and remote support services <u>are necessary</u> for as many of the University's academic courses and services that would be</p> |

**Cal. No****DISPOSITION**

reasonably practicable for the Fall 2020 Semester, with the possibility of extension of this need extending the same to the Spring 2021 semester depending upon the status of the COVID-19 pandemic emergency and the prevailing circumstances and conditions at that time; and now therefore be it

WHEREAS, The preference of the University is to offer in-person instruction and services to students for the Fall 2020 semester where practicable and prudent and where authorized and only to the extent necessary to have instruction or services provided online or remotely; and

WHEREAS, It is recognized that in supplement to or in place of in-person instruction and services, online or remote instruction and services may become the preferred method of faculty and students, and may ultimately become necessary by order or by public health circumstances; now therefore be it

RESOLVED, That the Board of Trustees endorses the University's preparation for decision to extend the offering of its academic courses and programs for as many of its academic courses and support services as is reasonably practicable, in an online modality and remote format for the Fall Semester 2020 — with exceptions being made for courses that cannot be effectively delivered at a distance, such as those courses which are highly experiential, or services that involve some form of tangible exchange, such as food pantries, provided they meet New York State and University guidelines for on-site instruction or delivery; and that the Chancellor shall take such actions as are reasonable and necessary to give effect to the foregoing; and be it further

RESOLVED, Subject to the prevailing conditions and circumstances of the COVID-19 pandemic emergency and the approval of NYSED to extend such offerings of online courses in academic programs at that time, the University's preparation decision for the extension of the online and distance learning modality and remote services for the majority of the University's academic courses, programs and support services for the Fall Semester 2020, shall be conditionally extended to the Spring Semester 2021, as reasonably necessary

EXPLANATION: The University, through this resolution, is recognizing that that by (i) reducing the density of individuals on the University campuses and (ii) offering classes and support services in a primarily online and remote format, the University can better ensure the continued health, safety and welfare of its students faculty and staff and further ensure a continuity of educational curricula and better outcomes for our students, and preserve the availability of its physical spaces for those academic programs and support services that require them. Thus positioning the University to continue serving as an engine of social mobility while securing safety, ensuring equity, and maintaining academic momentum for all members of our campus communities who disproportionately represent those who have been most affected by the health disparities laid bare by the COVID-19 pandemic.

**Moved by Chairperson Thompson, Jr. and seconded by Trustee Obergfell. The amended resolution was unanimously approved.**

## **NO. 2. THE CITY UNIVERSITY OF NEW YORK - APPROVAL OF AN AMENDED JUNE 2020 COMMITTEE ON FACULTY STAFF AND ADMINISTRATION (CFSA) REPORT:**

WHEREAS, The University Central Office and the colleges appoint faculty, executives, and staff to ensure academic and administrative operations continue seamlessly and new initiatives are implemented effectively; and

| Cal. No | DISPOSITION  |
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|         | <p>WHEREAS, Faculty are evaluated and reappointed on a systematic basis, sometimes resulting in the awarding of tenure, in order to retain superior faculty; and</p> <p>WHEREAS, Faculty are granted fellowship leave in order to conduct research, improve their teaching, or conduct creative work, thereby improving the students' experience and University's success; and</p> <p>WHEREAS, Other personnel actions, including executive level appointments, appointments of named chair, appointments waiving bylaws requirements, and appointments with 211 waivers and 212 notices, are considered as appropriate to guarantee University and the colleges' goals and commitments are achieved; and</p> <p>WHEREAS, On June 29, 2020, the Chancellor requested a withdrawal of calendar item No. 5A - THE CITY UNIVERSITY OF NEW YORK - APPROVE THE COMMITTEE ON FACULTY, STAFF AND ADMINISTRATION REPORT for June 2020 and the Board of Trustees voted to postpone indefinitely such item; and</p> <p>WHEREAS, On July 7, 2020, the Chancellor amended the June 2020 Committee on Faculty, Staff and Administration Report and submitted it to the Board of Trustees for approval; now therefore be it</p> <p>RESOLVED, That the July 7, 2020 amended CFSA Report prepared by the Office of Human Resources Management and presented to the Board of Trustees, be, and it hereby is, approved effective July 9, 2020.</p> <p><b>NOTE:</b> The amended CFSA Report is on file in the Office of the Secretary of the Board and at <a href="https://www.cuny.edu/wp-content/uploads/sites/4/page-assets/about/trustees/meetings-of-the-board/2020-June-CU_CFSA-Amended-Revised-070820.pdf">https://www.cuny.edu/wp-content/uploads/sites/4/page-assets/about/trustees/meetings-of-the-board/2020-June-CU_CFSA-Amended-Revised-070820.pdf</a></p> <p><b><u>Moved by Chairperson Thompson, Jr. and seconded by Trustee Henry Berger. The resolution was unanimously approved.</u></b></p> <p>Moved by Chairperson Thompson, Jr. and seconded by Trustee Una Clarke. The following resolution was added to the agenda.</p> <p><b>NO. 3. THE CITY UNIVERSITY OF NEW YORK – AUTHORIZATION OF THE UNIVERSITY TO NEGOTIATE AND AMEND EXISTING RESIDENCE HALL AGREEMENTS TO REFLECT THE REDUCTION IN THE DEMAND FOR STUDENT RESIDENTIAL HOUSING AND STUDENT OCCUPANCY FOR THE UPCOMING FALL 2020 SEMESTER:</b></p> <p>WHEREAS, The City University of New York (the "University"), announced effective on March 19, 2020, in response to the threat presented by the spread of the coronavirus, also known as COVID-19, and in an effort to reduce the density of faculty, staff and students on the University campuses, that all University academic courses would be moved on-line or alternatively to a distance learning modality; and</p> <p>WHEREAS, On March 20, 2020, Governor Andrew M. Cuomo announced Executive Order 202.6, or the "New York State PAUSE" executive order, a 10-point policy directive, which Executive Order included a directive that all non-essential businesses statewide must close in-office</p> |

| Cal. No | DISPOSITION   |
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|         | <p>personnel functions and temporarily ban all non-essential gatherings of individuals of any size for any reason; and</p>  |
|         | <p>WHEREAS, The University reduced the student occupancy of its residence halls for the remainder of the Spring 2020 Semester, as a result of the “New York State PAUSE” and the COVID-19 pandemic health emergency; and</p>  |
|         | <p>WHEREAS, As a result of the continuing COVID-19 pandemic health emergency, the University’s colleges and schools offering student housing in both an on-campus and off-campus residence hall setting are experiencing a reduction in demand for student housing for the Fall 2020 Semester; and</p>  |
|         | <p>WHEREAS, The University intends to continue the extension of its offering of academic programs and curricula in an online and distance learning modality format for the Fall 2020 Semester; and</p>  |
|         | <p>WHEREAS, The effect of the continuing COVID-19 pandemic health emergency and the University’s extension of the offering of academic programs and curricula in an online and distance learning modality format will, in fact, likely result in a reduced occupancy of students in University residence halls; and</p>   |
|         | <p>WHEREAS, The University has determined that is in the best interest of the University’s colleges and schools to negotiate and execute such amendments and agreements as such University college or school deems necessary and appropriate, with the relevant leasehold owners and managers of such University residence halls, to mitigate the negative financial impact such reduction in student occupancy of the residence halls will have on such colleges and schools, and in turn the University; and</p>  |
|         | <p>WHEREAS, The University, out of an abundance of caution and in an effort to continue to further reduce the density of individuals on the University campuses during the Fall 2020 Semester, and in effort to further reduce the threat of the spread of COVID-19 virus, has determined that the reduction in the number of University students occupying the University residence halls is in the best interest of the health, safety and welfare of the students, faculty and staff who may otherwise be on campus during the Fall 2020 Semester; now therefore be it</p>   |
|         | <p>RESOLVED, That the Board of Trustees authorizes the University to negotiate and amend any and all relevant residence hall agreements to which the University is a party and which the University deems necessary and appropriate to mitigate the potential negative financial impact a reduction in demand for student residence hall housing might otherwise have on the various University colleges and schools for the Fall 2020 Semester; and that the Chancellor and or his designee be, and they hereby are, authorized, empowered and directed to take any and all such action as he or his designee deems necessary and appropriate to give effect to the forgoing resolution, and that such action by such officer of the University be conclusive evidence of his or her authority to act on behalf of the University; and be it further</p> |
|         | <p>RESOLVED, That University’s General Counsel be, and he hereby is, authorized to enter into any and all such agreements, instruments and documents as he deems reasonably necessary and appropriate to give effect to the foregoing resolution, including any such modification, amendment or change to an existing leasehold agreement relating to a University dormitory or residential housing space; and that such execution, seal and delivery of any such agreement, instrument or</p>  |

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document by the General Counsel shall be evidence of his authority to perform such acts and execute and deliver such documents on behalf of the University.

**EXPLANATION:** The University, through these resolutions recognizes that as a result of the continuing COVID-19 pandemic health emergency (i) there is a current reduction in demand for student residence hall housing for the upcoming Fall 2020 semester; (ii) a reduction in demand in student residence hall housing would likely have a negative financial impact on the relevant University college or school, and in turn the University; (iii) a reduction in the density in the number of individuals on the University campuses during this period is in the best interest of the health safety and welfare of the students, faculty and staff of the University; and (iv) in order to mitigate the potential negative financial impact this reduction in demand for student housing might otherwise have, it is imperative that the University negotiate with its leasehold owners and managers to address such events at this time.

**Moved by Chairperson Thompson, Jr. and seconded by Trustee Charles Shorter. The resolution was unanimously approved.**

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Moved by Trustee Fernando Ferrer and seconded by Trustee Clarke, the meeting was adjourned at 6:21 p.m.