TRUSTEES PRESENT

Lawrence D. McHugh, Chairman
Karl J. Krapek, Vice Chairman
Theresa J. Eberhard-Asch, Secretary*
Richard J. Balducci
Kenneth Barone ♦
Andrew Chu
John A. Doyle *
Elizabeth Gagne *

Angelo J. Messina
L. David Panciera
Ronald J. Pugliese
Peter M. Rosa
John R. Sholtis, Jr.
Andrew R. Wetmore *
Gail H. Williams
Kolby Williams ♦

TRUSTEES ABSENT:
John H. Motley
Fr. John P. Sullivan

OTHER OFFICIALS PRESENT

David G. Carter, Chancellor, Connecticut State University System (CSUS)
Jack W. Miller, President, Central Connecticut State University (CCSU)
Elsa Nuñez, President, Eastern Connecticut State University (ECSU)*
Provost Selase Williams for President Norton of Southern Connecticut State University (SCSU)
Provost Linda Rinker for President Schmotter of Western Connecticut State University (WCSU)*

STAFF TO THE BOARD
Erin A. Fitzgerald, Associate for Board Affairs

CALL TO ORDER

Following roll call, Chairman McHugh called the meeting to order at 10:00 a.m., declaring a quorum present.
PRICewaterhouse COOPers PREsentation

At Chairman McHugh’s request, Trustee Messina introduced Leann Leahy from PricewaterhouseCoopers, the independent auditors for the CSU System. Ms. Leahy referenced the unqualified opinion which had been issued and remarked that PwC was happy with the cooperation, candor and level of openness they observed. For the most part, previous comments had been completely remediated and other financial type comments existing were mostly housekeeping in nature. Further, Ms. Leahy reported on a significantly improved adjustment in attitude and behavior regarding the relationship between the universities and the System Office.

Chairman McHugh thanked Angelo Messina for the leadership provided this new, very important subcommittee of the Board and also acknowledged Karl Krapek’s stewardship and initiative in ensuring the establishment of the Committee. The Chairman also thanked the Chancellor and University Presidents for their efforts and cooperation in this regard as well.

ADOPTION OF AGENDA

Chairman McHugh requested a motion to adopt the January 15, 2009 agenda as presented. **Trustee Balducci moved; Trustee Panciera seconded; the Motion passed.**

APPROVAL OF MINUTES

**Chairman McHugh requested a motion to accept the Minutes of the December 11, 2008 meeting; Trustee Rosa moved; Trustee Panciera seconded; motion passed.**

CHANCELLOR’S REPORT

Chancellor Carter noted the Board folders contained copies of recent press releases and communications from Governor Rell regarding cost-cutting measures and suggestions. Dr. Carter indicated that the System Office and universities have been in the process of reviewing expense reduction scenarios to comply with existing deficit mitigation plans and to preplan in anticipation of further reductions. A staff report was provided to the Trustees detailing potential reductions in the 09-11 Biennial Budget Current Services request.

AUDIT SUBCOMMITTEE

Audit Subcommittee Chairman Messina reported that the Audit Committee met periodically with PricewaterhouseCoopers, throughout their engagement and most recently on January 8th to review their report on the audit of the 2008 Combined Financial Statements. PwC
confirmed their independence and that their audit was performed in accordance with auditing standards generally accepted in the United States. An unqualified opinion was issued on the combined financial statements. Additional highlights of Trustee Messina’s remarks:

PwC confirmed that they were given full and complete access to the books, records and management of the System Office and that of the four universities.

PwC reviewed significant accounting estimates, including employee compensated absences and allowances for past due student loans receivable.

There were no unadjusted audit differences, and no disagreements or discussions of major issues with management. There were only two small audit adjustments made during the audit, each under $500K, to correct depreciation [in the System office -$456K in lower depreciation] and to reverse a duplicate invoice recorded in prepaid expenses [at Central -$311K lower prepaid expenses].

PwC also issued their Report to Management with recommendations to improve internal controls in certain areas:

- Importantly, there were neither material control weaknesses nor significant deficiencies.
- PwC noted several general comments, including re-evaluating the estimated depreciable lives for library books and periodicals, and for better documenting changes to IT firewalls.
- PwC was complementary of the collaborative approach taken by the System Office and the Universities in improving IT controls. There were no “red alerts,” and good progress made in addressing all prior year issues. Emphasis needs to continue System-wide to implementing the IT strategic plan, and to improve controls over change management and user access.
- 21 of the 30 prior year comments were resolved in FY2008 and only one new comment was identified related to Firewall changes.

PwC commended the Chancellor for

- setting the right “tone at the top” relating to internal controls;
- instituting a process for periodically monitoring and reporting on the progress made in resolving the PwC Management Report issues; and
- including internal controls as an objective in each of the University Presidents’ Letters of Priority.
Trustee Messina thanked his fellow trustees on the Audit Committee: Karl Krapek and Terry Eberhard Asch; Chancellor Carter for his leadership; Pam Kedderis for organizing the Audit Committee meetings; and PwC’s Leann Leahy and her team for conducting the audit.

FINANCE AND ADMINISTRATION

Trustee Krapek reported that the Finance and Administration Committee met on January 8th, and had no action items to bring before the Board, however, the Committee reviewed recommendations for Academic Year 2009-2010 faculty sabbatic leaves. The committee also heard a report regarding the tenure status of CSUS full-time faculty, received an update regarding the percentage of written-off accounts receivable collected to date, received the first monthly CSUS 2020 Project Status Report, and was provided with updates on the Buley Library project at Southern and State budgetary matters as they could potentially impact CSUS (noting that a staff report had been provided to the trustees on the latter in their Board folders).

EXECUTIVE COMMITTEE

Chairman McHugh noted that the Executive Committee met on January 8, 2009 and had one item to bring before the board: A Resolution Designating William R. Dyson to fill Central Connecticut State University’s William O’Neill Endowed Chair in Public Policy and Practical Politics. It was reported that Representative Bill Dyson served the members of the 94th Assembly District in the House of Representatives with distinction for over 30 years. He was a member of the Judiciary, Commerce and Planning and Development Committees; a longtime chair of the Appropriations Committee, a member of the appropriation subcommittees in Higher Education, Human Services and Elementary and Secondary Education; and Chair of the Black and Puerto Rican Caucus. Mr. Dyson received a Sixth-Year Degree in Administration & Supervision and an MS in Urban Studies from Southern Connecticut State University. Mr. Dyson worked as a teacher in schools in Georgia and as a teacher and administrator in the New Haven Public Schools.

Further, Chairman McHugh stated that Mr. Dyson’s record of accomplishments and contributions, his well earned reputation as an effective public leader, extensive political experience, his recognized advocacy and accomplishments towards education would be of tremendous benefit in the scholarship activities of faculty, teaching and collaborative initiatives by the university. Trustee Balducci noted that Rep. Dyson’s personality and ability transcends political parties and his advocacy efforts have been focused on a range of constituencies: from those in positions of great power to those most in need. Academic Affairs Committee Chairman
John Doyle noted that the Academic Affairs Committee shared in and was honored to endorse this resolution.

On a motion by John Doyle seconded by Richard Balducci, the following resolution designating William R. Dyson to fill the William O’Neill Endowed Chair in Public Policy and Practical Politics at Central Connecticut State University beginning in the spring 2009 semester was unanimously approved.

WHEREAS, Central Connecticut State University is seeking to fill the William A. O’Neill Endowed Chair in Public Policy and Practical Politics at its Center for Public Policy and Social Research, and

WHEREAS, This endowed chair is to be filled by a public figure who has fulfilled the highest ideals of distinguished public service and who is recognized for an outstanding contribution to the understanding and shaping of public policy affairs at the state and local level, and

WHEREAS, Mr. Dyson’s long and outstanding trajectory in public service and the education of Connecticut’s citizens is widely recognized throughout the state and greatly benefits the academic programs at the university, the collegial work of faculty and the learning of students, and

WHEREAS, The President of Central Connecticut State University, Jack W. Miller, has endorsed the recommendation to appoint former State Representative William R. Dyson to succeed the late Governor O’Neill who had served since his designation in BR#00-73, therefore be it

RESOLVED, That the Board of Trustees for the Connecticut State University System designates William R. Dyson to fill the William A. O’Neill Endowed Chair in Public Policy and Practical Politics at Central Connecticut State University beginning in the spring 2009 semester.

CHAIRMAN’S REPORT

The Chairman noted that the 2009 Legislative Session opened last week and commented on the challenging times for our country and our state, and emphasized that CSUS would persevere. Chairman McHugh thanked the members of the Board for their advocacy and the Chancellor and University Presidents for their dedicated efforts to realize cost savings, reduce expenditures and ensure compliance with Governor’s directives, while at the same time keeping CSUS’ primary mission of educating our students at the forefront.

ADJOURNMENT

Trustee Sullivan moved to adjourn; Trustee Pugliese seconded the motion and the meeting was adjourned at 10:10 a.m.

Respectfully submitted,

Theresa J. Eberhard-Asch, Secretary