

PIERPONT COMMUNITY & TECHNICAL COLLEGE
EMERGENCY BOARD OF GOVERNORS MEETING
October 3, 2019
11:30 AM

MINUTES

Notice of Meeting and Attendance

An emergency meeting of the Pierpont Community & Technical College Board of Governors was held on October 3, 2019, beginning at 11:30 AM at the Pierpont Advanced Technology Center, President's Conference Room.

Board members present were:

Thomas Barlow, Brian Bozarth (phone), Joshua Laprise, Brooke Nissim-Sabat, Rick Pruitte (phone), Larry Puccio, Jr. (phone), Sharon Shaffer, Jillian Sole, and Warren VanAlsburg (phone)

Board members absent were:

Holly Kauffman and Natalie Stone

President's Cabinet members present were:

President Johnny M. Moore, Dale Bradley, Lyla Grandstaff, Steve Leach, and Cyndee Sensibaugh, Robin Strader, and Michael Waide

Others in Attendance

David Williams

I. Call to Order

1. Opening Comments

Chairman Tom Barlow called the meeting to order in open session at 11:31 AM.

2. Call for Public Comment

Chairman Barlow announced last call for public sign up for comments to the Board.

II. Committee of the Whole

1. Resolution for Approval of Change to WV-96 State of WV Addendum to Vendor's Standard Contractual Forms for the Agreement with RAVE Mobile Safety (*Dale Bradley*)

Mr. Bradley brought forth a resolution for approval of the proposed modified WV-96 State of West Virginia Addendum to Vendor's Standard Contractual Forms for an agreement with RAVE Mobile Safety that limits RAVE Mobile's cumulative direct liability to \$150,000.

The State of West Virginia requires that any contract entered into with a Vendor that has one or more contractual terms or conditions that the State cannot or will not accept, the Vendor must execute the State of West Virginia's WV-96 Addendum to Vendor's Standard Contractual Forms (Attachment identified as WV-96 Addendum to Vendor's Standard Contractual Forms). If the Vendor is unwilling to execute the WV-96 as written, they can enter into negotiations with the West Virginia State Attorney General concerning the terms or conditions of the WV-96 they are unwilling to accept.

Regarding the agreement with RAVE Mobile Safety for general and emergency texting with students, faculty, and staff, their standard agreement has terms and or conditions that the State of West Virginia cannot or will not accept and the WV-96 has terms or conditions RAVE Mobile Safety is unwilling to accept. The specific terms or conditions in the WV-96 that RAVE Mobile Safety is unwilling to accept is Item 9 which deletes any language in the Vendor's contract terms which limits the Vendor's liability for direct damages to person or property.

Pierpont's Director of Procurement has facilitated negotiations between RAVE Mobile Safety and the West Virginia Attorney General. The result of this negotiation is an amended WV-96 that limits RAVE Mobile Safety cumulative direct liability for any claims to \$150,000, which RAVE Mobile Safety is willing to execute (Attachment identified as WV-96 RAVE Cumulative Liability of \$150,000).

If Pierpont governance is willing to accept the cap of RAVE Mobile Safety's direct liability at \$150,000, than the Attorney General will agree and approve the modified WV-96.

After discussion, a motion was presented by Chip VanAlsburg to approve the modified WV-96 State of West Virginia Addendum to Vendor's Standard Contractual Forms in agreement with RAVE Mobile Safety that limits RAVE Mobile's cumulative direct liability to \$150,000.

Chairman Barlow noted the motion and asked for a second to the motion. No second was given. The motion died.

The Chairman called for a voice vote to instruct Mr. Bradley and Mr. Williams to continue researching vendors to address the limited liability language in the WV-96. The votes were as follows: Tom Barlow – Yes, Brian Bozarth – Yes, Joshua Laprise – Yes, Brooke Nissim-Sabat – Yes, Rick Pruitte – Yes, Larry Puccio, Jr. – Yes, Sharon Shaffer – Yes, Jillian Sole – Yes, Warren VanAlsburg – Nay. By a count of eight Yes's

and one No, the Board approved further research to be conducted immediately with follow up to the Board. Tom Barlow noted that a minimum of two bids should be provided for the Board's consideration on all requests for proposals.

III. Executive Session – Closed to the Public

1. Entering Executive Session:

At 11:52 AM, Brooke Nissim-Sabat moved pursuant to 6-9A-4(b)9 of the WV Code that the Board shall go into Executive Session to consider matters involving or affecting the purchase, sale or lease of property, advance construction planning, the investment of public funds or other matters involving commercial competition, which if made public, might adversely affect the financial or other interest of the state or any political subdivision. Sharon Shaffer seconded the motion. All agreed. The Board then entered Executive Session.

2. Exiting Executive Session – Back to Open Session

At 12:22 PM, the Board exited Executive Session and returned to Open Session.

3. Items Brought Forward from Executive Session

A motion was offered by Sharon Shaffer to hold an Emergency Board meeting on Monday, October 7, 2019, to confer with Pierpont's attorneys in continuation of discussions that fall under WV Code 6-9A-4(b)9, for planning and development. Jillian Sole seconded the motion. All agreed. Motion carried.

IV. Public Comment

There were no signatures recorded for public comment.

IV. Adjournment

There being no further business, Chairman Barlow adjourned the meeting at 12:23 PM.

Respectfully submitted by Cyndee K. Sensibaugh

PierpontMissionStatement

The Mission of Pierpont Community & Technical College is to provide opportunities for learning, training, and further education that enrich the lives of individuals and promote the economic growth of our service region and state.

Pierpont strives to enhance the quality of life for people of north-central West Virginia through accessible, affordable, comprehensive, responsive, workforce-related training, and quality higher education opportunities.