



New Jersey City University
 Board of Trustees
 2039 Kennedy Boulevard
 Jersey City, NJ 07305-1597
 njcu.edu

**New Jersey City University Board of Trustees
 PUBLIC MEETING AGENDA
 Hepburn Hall, Room 202 (Gothic Lounge)**

**December 8, 2025
 5:00PM**

AGENDA

- I. Executive Session (3:00 PM)
- II. Public Session Call to Order (5:00 PM, Hepburn Hall 202)
- III. Roll Call
- IV. Approval of Public Meeting Minutes (September 29, 2025)
- V. Board Chair's Report
- VI. State Monitor's Update
- VII. President's Report
 - a. University Senate Update (J. Donnellan)
 - b. Student Update (B. Logan)
 - c. FY26 Budget Update (B. Kirkpatrick)
- VIII. Public Comment
- IX. Consent Agenda
 - a. Resolution Authorizing CIF/HEFT Supplemental Submission
 - b. Resolution Affirming Long-Range Facilities Plan
 - c. Resolution Authorizing Bid Waiver (Loeb & Loeb)
 - d. Resolution Authorizing Academic Catalog/Portfolio Update
 - e. Resolution Directing Institutional Reorganization and Restructuring
- X. Old Business
- XI. New Business
- XII. Next Scheduled Public Meeting – February 23, 2025 (meeting to Convene in Executive Session at 3PM)
- XIII. Adjournment



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SPECIAL NOTICE

Individuals that wish to address the New Jersey City University Board of Trustees must submit to speak form accessible from the following university webpage in accordance with Board Policy:

<https://www.njcu.edu/about/administration-governance/board-trustees/speaker-request-form>

A copy of the terms for addressing New Jersey City University's Board of Trustees may be obtained at the following link: <https://www.njcu.edu/about/administration-governance/board-trustees/terms-addressing-new-jersey-city-universitys-board-trustees>.

Table of Contents:

Pg 004 | Approval of Prior Meeting Minutes
September 29, 2025

Pg 009 | Consent Agenda

Meeting Minutes

**New Jersey City University
Board of Trustees – Public Session
September 29, 2025**

ATTENDEES:

Mr. Luke Visconti, Chairman
Mr. Raphael Salerno, Vice Chairman
Ms. Natalie Brathwaite, Trustee (*via ZOOM*)
Mr. Carlos Lejnieks, Trustee (*via ZOOM*)
Ms. Jenny Davis Toth, Trustee
Mr. Peter Hernandez, Trustee (*via ZOOM*)
Mr. Evan Weiss, Trustee (*via ZOOM*)
Mr. Micheal Prilutsky, Trustee
Mr. Andrés Acebo, President
Dr. John Donnellan, Faculty Representative
Ms. Branda Logan, Student Trustee, Voting (*via ZOOM*)
Mr. Henry Amoroso, State Monitor (*via Zoom*)
Mr. Ashton Hartline, Outside Counsel
Ms. Monica de los Rios, University Counsel and Chief Ethics Officer

ABSENT:

Dr. Irene Trowell-Harris, Trustee

CALL TO ORDER

University Counsel, Monica de los Rios, called the meeting to order in Hepburn Hall, Gothic Lounge, Room 202 at 5:00pm. Ms. De los Rios acknowledged that the time, date, location and agenda for the meeting were publicly advertised, including on the University's website.

APPROVAL OF PRIOR MINUTES

Board Vice Chairman, Mr. Ralph Salerno motioned to approve meeting minutes from the July 25, 2025 Board Meeting and the September 15, 2025 Special Board Meeting. Trustee, Mr. Michael Prilutsky seconded the motion. The motion passed unanimously; Trustees, Ms. Jenny Davis Toth and Mr. Carlos Lejniek were excused from voting on the July 25th meeting due to their absence. Board Chairman, Mr. Luke Visconti was excused in the vote for the September 15th meeting due to his absence.

BOARD REORGANIZATION

The role of Board Chairman serves two years in the leadership position; Mr. Luke Visconti has completed his tenure as Board Chairman.

Vice Chairman, Mr. Ralph Salerno has agreed to lead the Board as Board Chairman in this next tenure, with Ms. Natalie Brathwaite as Vice Chairman. Trustee, Mr. Luke Visconti, motioned to accept the reorganization changes; Trustee, Mr. Michael Prulitsky, seconded the motion. With a unanimous vote, the motion passed.

PUBLIC COMMENT

Dr. Hanae Haouri

NJCU Faculty Senate Representative, Ms. Hanae Haouri, asked for clarification on the University's subcommittees designated to the transition with the anticipated merger partner, Kean University.

University President, Mr. Andrés Acebo ensured that the University has only engaged in managerial meetings thus far, where senior leadership from NJCU have met with their counterparts at Kean to provide insight on the initiatives of both campuses. President Acebo also urged the NJCU community to attend the scheduled Town Hall with both President Acebo and President Repollet of Kean University on October 8, 2025 at 2pm in the Margeret Williams Theatre for more enlightenment on merger details.

Ms. Hanae Haouri urged President Acebo and Board Members to include Faculty Senate representatives in the designated integration subcommittees.

Dr. Chris Shamburg

Dr. Chris Shamburg, Vice President of the AFT Union, spoke on his own behalf in highlighting all the success NJCU has accomplished since the "financial crisis" in 2022. Dr. Shamburg highlighted the expansion of NJCU's graduate program and the increase in student engagement; he wants to remind the community that NJCU brings success to Kean University in the anticipated merger.

Dr. William Calathes

Dr. William Calathes noted that the AFT Local 1839 union has filed a grievance against the current NJCU administration regarding the union's contractual rights to have representation in subcommittees designated to the anticipated merger with Kean University; Dr. Calathes states that the union has yet to be represented.

Furthermore, Dr. Calathes urged members of the Board to advocate for job security, seniority and tenure, union recognition, campus and program protection, student and community commitments and governance representation prior to signing the definitive agreement with Kean University, slated to be signed in early October 2025. Dr. Calathes says these initiatives help support NJCU's commitment to equity, fairness, and respect for its employees and students.

PRESIDENT'S REPORT

Prior to President Acebo's remarks, State Monitor, Mr. Henry Amoroso praised Trustee Visconti on completing his tenure as Board Chairman and provided a congratulatory welcome to newly seated Board Chairman, Mr. Ralph Salerno and Vice Chairwoman, Ms. Natalie Brathwaite.

Mr. Amoroso reiterated the "powerful commitment" the state has invested into the NJCU community and the anticipated merger with Kean University. The state has invested tens of millions of dollars in the merger initiative and the continuity of higher education in Hudson County.

President Acebo reported on the increase in graduate and undergraduate enrollment at the University this fall. President Acebo gave praises to Vice President of Student Development and Community Engagement, Ms. Pia Stevens Haynes, for the increase of student engagement across campus.

President Acebo also highlighted the University's achievements including: a MOODY's rating upgrade, \$20 million in infrastructure repair, and overall, a reduced spending of the fiscal budget. Mr. Acebo gave praise to Vice President of Administration and Finance, Mr. Brian Kirkpatrick for the efforts he and his team has made to progress the University's finances.

CONSENT AGENDA

Trustee, Mr. Luke Visconti motioned to approve items on the consent agenda including:

- Resolution Ratifying Personnel Actions (as of 6/23/2025)

- Resolution Conferring Professor Emeritus Designations to Dr. Adesanya, Dr. Bailey, and Dr. Lamar
- Resolution Ratifying Annual Bid Waivers
 - RJCMU – Not to exceed \$650,000
 - PSE&G - Not to exceed \$1,400,000
 - Bank of America/Merrill Lynch – Not to exceed \$1,500,000
 - CBord, Inc. – Not to exceed \$250,000
 - Oracle America, Inc. – Not to exceed \$250,000
- Resolution Authorizing Bid Waiver for Grossnickle Fire Sprinkler System

Trustee, Mr. Michael Prilutsky, seconded the motion. Board Chairman, Mr. Ralph Salermo, took roll to note each vote and with a unanimous decision the motion passed.

EXECUTIVE SESSION ACTION

Outside Counsel, Mr. Ashton Hartline, introduced a definitive partnership agreement between New Jersey City University and anticipated Kean University and asked the Board of Trustees for approval. Trustee, Mr. Luke Visconti motioned to approve the definitive partnership agreement and Trustee, Mr. Michael Prilutsky seconded the motion.

Board Chairman, Mr. Ralph Salermo took roll from the Board of Trustees to vote on the motion; with a unanimous vote the motion passed.

ADJOURNMENT

Trustee, Mr. Evan Weiss motioned to adjourn the meeting; Trustee Luke Visconti seconded the motion. With a unanimous vote, the motion passed and the meeting adjourned at 5:44pm.

Respectfully submitted,

Aliyaah Lindsey

Administrative Assistant to the Office of the President

Consent Agenda

EXECUTIVE SUMMARY
CONSENT AGENDA ITEMS

December 2025

New Jersey City University (“NJCU”) continues to advance the coordinated implementation of the Definitive Merger Agreement with Kean University, the directives of the State Monitor and OSHE Transition Plan, and the State of New Jersey’s public higher education policy objectives. At this meeting, the Board is asked to consider four critical actions essential to responsible governance, regulatory compliance, and continued fiscal and academic stabilization during the transition to Kean University in Summer 2026.

These actions address capital funding readiness, campuswide operational restructuring, academic portfolio integration, and required legal support for the merger.

1. Acceptance of OSHE Fall 2025 Capital Facilities Cycle Requirements and Direction to Prepare Application

Under the FY 2026 Appropriations Act, the State of New Jersey set aside \$50 million in Higher Education Capital Facilities funding exclusively for NJCU. In the Summer 2025 Cycle, NJCU was awarded \$44,401,300.68, leaving \$5,598,699.32 available for the Fall 2025 Cycle.

OSHE has now confirmed that these remaining funds will be distributed through the following programs:

- Capital Improvement Fund (CIF): \$1,142,675.12
- Higher Education Facilities Trust Fund (HEFT): \$4,456,024.20

NJCU remains the sole eligible applicant, and OSHE has established a compressed application window—from 12:00 PM on December 15, 2025 to 12:00 PM on December 16, 2025. Priority will be assigned to emergent deferred maintenance projects. A Board-adopted resolution authorizing the submission is required.

This action positions NJCU to draw down the remaining State-appropriated capital funds and continue addressing critical infrastructure needs during the merger transition.

2. The Board further affirms its continued use of the University’s adopted Long-Range Facilities Master Plan.

The Board reaffirmed and formally accepted the University’s Long Range Facilities Plan. The Board noted its statutory responsibility for the oversight and planning of institutional facilities and acknowledged the history of prior approvals, including the 2016 Facilities Plan prepared by Clarke Caton Hintz and subsequent reaffirmations in 2022 and 2025 tied to applications under the Higher Education Facilities Trust Fund (HEFT) and Capital Improvement Fund (CIF) programs.

Following review, the Board determined that the Long-Range Facilities Plan continues to align with and support NJCU's mission and vision. The resolution accepts the plan as a conceptual framework to guide future facilities planning, informed by ongoing data, trends, and institutional priorities. The Board's action also reaffirms the plan for purposes of NJCU's Fall 2025 applications for capital funding and any other related institutional needs.

The resolution takes effect immediately, and no further Board action is required to implement it.

3. Resolution Approving a Bid Waiver for Loeb & Loeb LLP for Merger-Related Legal Services

Loeb & Loeb LLP has been providing the professional legal services required to support the University throughout the merger process.

This resolution authorizes a professional services bid waiver, in an amount not to exceed \$350,000, to ensure uninterrupted legal counsel through the completion of the merger.

4. Resolution Regarding Academic Catalog Alignment and Portfolio Enhancement with Kean University

The merger with Kean University requires the development of a unified and coherent academic structure that ensures students at the future Kean Jersey City campus have clear, reliable, and expanded pathways to degree completion. As part of this integration process, Kean is identifying how NJCU's academic offerings will align within its broader academic framework.

Through its draft preliminary academic portfolio review, Kean is identifying the NJCU programs it intends to adopt directly into its academic catalog, the programs that align with existing Kean equivalents, and the programs or tracks that do not have Kean counterparts and therefore will not be continued within the merged academic structure. This work is designed to streamline offerings, eliminate unnecessary duplication, and strengthen the overall academic portfolio while expanding opportunities for students.

This resolution authorizes the University to work collaboratively with Kean to finalize and implement these academic adjustments and to coordinate all necessary submissions to MSCHE, OSHE, and federal agencies. It further reaffirms NJCU's commitment to providing uninterrupted academic pathways for currently enrolled students—ensuring every student can continue their program through an equivalent Kean offering, an alternative pathway, or an approved teach-out, consistent with accrediting and regulatory requirements.

This action supports a modern, student-centered academic structure that protects continuity for current students while building a strengthened, integrated academic identity for Kean Jersey City.

5. Resolution Directing Reorganization and Restructuring

To support NJCU's continued fiscal stability and ensure readiness for the Summer 2026 merger with Kean University, the Board directs the University to plan in coordination with Kean University and the State Monitor a broad reorganization of campus operations. This restructuring will focus on achieving operating efficiencies, reducing duplicative functions, and aligning services and resources with the needs of the merged institution.

The resolution also authorizes the development of voluntary separation options and other transition supports for employees, and it requires regular reporting to the Board on progress and fiscal impact.

On July 1, 2025, NJCU and Kean University executed a Master Shared Services Agreement to facilitate the institutional integration. To date, the parties have implemented addenda agreements in the following areas: academic affairs, enrollment management, and finance. Supplemental support is anticipated through executed addenda for HR and IT in the coming weeks.

Collectively, the actions before the Board:

- Secure the remaining appropriated capital resources essential for campus stabilization;
- Advance the operational restructuring necessary for fiscal sustainability and merger readiness;
- Enable the academic alignment required for a student-centered transition to Kean University;
- Maintain the legal capacity needed to complete the merger's complex regulatory and transactional requirements.

Approval maintains NJCU's alignment with State policy, accreditation expectations, and the institution's long-term mission as it transitions to Kean Jersey City—a strengthened, sustainable academic anchor for the region.

RESOLUTION AUTHORIZING NEW JERSEY CITY UNIVERSITY TO SUBMIT A GRANT APPLICATION TO THE SECRETARY OF HIGHER EDUCATION FOR GRANT FUNDING UNDER THE FALL 2025 CYCLE OF THE HIGHER EDUCATION CAPITAL FACILITIES PROGRAM FOR THE PURPOSE OF PROVIDING FUNDING FOR ONE OR MORE PROJECTS OF THE INSTITUTION AND AUTHORIZING ALL OTHER NECESSARY ACTIONS REQUIRED IN CONNECTION THEREWITH

Adopted: December 8, 2025

- WHEREAS:** On December 1, 2025, the Office of the Secretary of Higher Education (the “Secretary”) released a solicitation for grant funding (the “Fall 2025 Cycle”) under the Higher Education Capital Improvement Fund Act, N.J.S.A. 18A:72A-72 et seq. (“CIF Act”) and under the Higher Education Facilities Trust Fund Act, N.J.S.A. 18A:72A-49 et seq. (“HEFT Act”) (collectively, the “Higher Education Capital Facilities Program”); and
- WHEREAS:** The purpose of the Capital Improvement Fund (“CIF”) grant program is to provide grants to New Jersey’s four-year public and private institutions of higher education for the cost, or a portion of the cost, of the renewal, renovation, improvement, expansion, construction, and reconstruction of facilities and technology infrastructure. “Renewal and renovation” means “making the changes necessary to address deferred capital maintenance needs, to meet all [State of New Jersey] and federal health, safety, fire, and building code standards, or to provide a safe and appropriate educational or working environment” (N.J.S.A. 18A:72A-75); and
- WHEREAS:** The purpose of the Higher Education Facilities Trust Fund (“HEFT”) grant program is to provide grants to New Jersey’s public and private institutions of higher education for the cost, or a portion of the cost, of the construction, reconstruction, development, extension, and/or improvement of instructional, laboratory, communication, and research facilities (N.J.S.A. 18A:72A-52); and
- WHEREAS:** Pursuant to the CIF grant program, the CIF grants are expected to be funded from the proceeds of tax-exempt bonds (the “CIF Bonds”) to be issued by the New Jersey Educational Facilities Authority (the “Authority”) pursuant to the CIF Act; and
- WHEREAS:** Pursuant to the HEFT grant program, the HEFT grants are expected to be funded from the proceeds of tax-exempt bonds (the “HEFT Bonds”, and, together with the CIF Bonds, the “Tax-Exempt Bonds”) to be issued by the Authority pursuant to the HEFT Act; and
- WHEREAS:** The deadline to submit a grant application (the “Grant Application”) for funding under the Fall 2025 Cycle of the Higher Education Capital Facilities Program is 12 p.m. Eastern Prevailing Time on December 16, 2025; and

- WHEREAS:** Pursuant to N.J.S.A. 18A:72A-77(a), “the governing board of a four-year public or private institution of higher education may determine, by resolution, to apply for a grant from CIF. Upon adoption of the resolution, the board shall file an application with the [S]ecretary, which application shall include a complete description of the project to be financed and an identification of any additional sources of revenue to be used”; and
- WHEREAS:** Pursuant to N.J.S.A. 18A:72A-54(a), “the governing board of a public or private institution of higher education may determine, by resolution, to apply for a grant from HEFT. Upon adoption of the resolution, the board shall file an application with the Secretary of Higher Education, which application shall include a complete description of the project to be financed and an identification of any additional sources of revenue to be used”; and
- WHEREAS:** The Board of Trustees (the “Board”) of New Jersey City University (the “Institution”) desires to approve the submission and form of a Grant Application to the Secretary for funding under the Higher Education Capital Facilities Program for the projects (each, a “Project” and collectively, the “Projects”) described on **Exhibit A** attached hereto (“**Exhibit A**”). Words used in the singular shall include the plural and vice versa, as the context may require; and
- WHEREAS:** The Board further desires to designate and authorize officers of the Institution to take all necessary and desirable actions to (i) submit to the Secretary a Grant Application for the purpose of providing funding for the Projects, (ii) obtain such other sources of financing for such Projects as may be necessary to complete such Projects, (iii) execute and deliver grant agreement(s) and such other documents and instruments as may be required to implement the grant funding, and (iv) undertake and implement the Projects; and
- WHEREAS:** The Board desires to approve the aggregate costs of the Projects paid and/or financed through all sources in an amount not to exceed the total amount set forth on **Exhibit A** with respect to such Projects; and
- WHEREAS:** The Board reasonably expects to reimburse expenditures for costs of the Projects paid by the Institution prior to the issuance by the Authority of the Tax-Exempt Bonds; and
- WHEREAS:** If a Project or a portion of a Project is eligible for funding from both the CIF and HEFT grant programs, the Secretary has discretion to approve funding for said Project or portion of said Project from a different grant program than which the Institution applied for funding; and
- WHEREAS:** The Board desires to authorize the Authorized Officers (as defined below) of the Institution to accept grant funding for the Projects from either of the Capital Facilities Grant Programs and to make the certifications and commitments

necessary to qualify the Projects for said grant funding from either of the Capital Facilities Grant Programs; and

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF TRUSTEES OF NEW JERSEY CITY UNIVERSITY AS FOLLOWS:

SECTION 1. The recitals set forth above are incorporated herein by reference as if set forth at length herein.

SECTION 2. The Board hereby authorizes the undertaking of the Projects described on **Exhibit A** attached hereto; approves the aggregate cost of such Projects, to be paid and/or financed through all sources in an aggregate amount not to exceed the total amount set forth on **Exhibit A** with respect to such Projects; authorizes the financing of all or any portion of the Projects with Tax-Exempt Bonds, commercial loans and other funds available to the Institution, as necessary and as further described in **Exhibit A**; acknowledges that should additional funding be needed to complete the Projects, such funding will be the responsibility of the Institution; and authorizes the submission and form of a Grant Application to the Secretary of Higher Education for grant funding of the Projects under the Summer 2025 Cycle of the Higher Education Capital Facilities Program.

SECTION 3. A. CIF Grant Program

With respect to any Project that receives funding pursuant to the CIF grant program, in accordance with N.J.A.C. 9A:12-1.3(e):

- the Board hereby certifies that the Institution has an up-to-date long-range facilities plan approved by the Board that includes provisions to address deferred maintenance and other capital renewal requirements and the Board hereby pledges to use the CIF grant to advance that plan; and
- the Board commits to maintaining the capital improvement project funded by the CIF grant; and
- the Board certifies that the Institution will use the CIF grant funds for renewal or renovation of instructional, laboratory, communication, research, and/or administrative facilities, or for improvement, expansion, construction, and reconstruction of instructional, laboratory, communication, and research facilities, or technology infrastructure if the criteria found at N.J.A.C. 9A:12-1.3(d) are met; and
- the Board commits to paying the Institution's required share of the debt service on the CIF Bonds issued to fund the CIF grant (one-third of the debt service on the CIF Bonds if the Institution is a public institution or one-half of the debt service on the CIF Bonds if the Institution is a private institution).

B. HEFT Grant Program

With respect to any Project that receives funding pursuant to the HEFT grant program, in accordance with N.J.A.C. 9A:15-1.3(b):

- the Board hereby certifies that the Institution has an up-to-date long-range facilities plan approved by the Board that includes provisions to address deferred maintenance and other capital renewal requirements and the Board hereby pledges to use the HEFT grant to advance that plan; and
- the Board commits to maintaining the facilities project funded by the HEFT grant; and
- the Board certifies that the Institution will use the HEFT grant funds for the cost, or a portion of the cost, of the construction, reconstruction, development, extension, or improvement of instructional, laboratory, communication, and research facilities.

SECTION 4. This Resolution is a declaration of the official intent of the Institution that the Institution reasonably expects and intends to reimburse expenditures for costs of the Projects paid prior to the issuance of the Authority's Tax-Exempt Bonds ("Applicable Tax-Exempt Debt") in accordance with Treasury Regulation Section 1.150-2 and that the maximum principal amount of the Applicable Tax-Exempt Debt expected to be issued to finance costs of the Projects, including amounts used to reimburse expenditures for such costs paid prior to the issuance of the Applicable Tax-Exempt Debt is \$13,635,000.00.

SECTION 5. The Authorized Officers (as set forth in **Exhibit B** attached hereto) (each an "Authorized Officer") are each hereby authorized and directed to take all necessary and desirable action to submit to the Secretary a Grant Application for the purpose of providing funding for the Projects, to approve, execute and deliver any and all agreements necessary, including but not limited to grant agreements, to undertake, implement and finance the Projects, and to approve, execute and deliver any and all other financing documents and instruments in the form approved by the Authorized Officers executing the same in the name of and on behalf of the Institution, in as many counterparts as may be necessary, and to affix or impress the official seal of the Institution thereon and to attest the same, and such execution and attestation will be conclusive evidence of the approval of the form and content of such agreements and other documents and instruments necessary to undertake, implement and finance the Projects and to pay financing costs including through the financing thereof. The Authorized Officers are further authorized and directed to do and perform such other acts and to take such other actions as may be necessary or required, or which may be deemed to be appropriate, to implement the purposes of this Resolution to undertake, implement and finance the Projects and to provide for the payment and/or repayment of the financing costs thereof.

DULY CERTIFIED: _____
Monica de los Rios, University Counsel

RESOLUTION - EXHIBIT A

PROJECT DESCRIPTION

A. Project Description:

1. CIF 1 (formerly HEFT 61 in Summer 2025 Cycle) Roofs and Railings totaling \$1,150,000.00.
2. CIF 2 (formerly HEFT 60 in the Summer 2025 Cycle) Waterproofing totaling \$250,000.00.
3. CIF 3 (formerly HEFT 59 in the Summer 2025 Cycle) Classrooms and Labs – 15 additional rooms totaling \$1,650,000.00.
4. HEFT 1 (formerly CIF 18 in the Summer 2025 Cycle) Fire and Life Safety System Replacements totality \$5,085,000.00.
5. HEFT 2 (formerly HEFT 59 in the Summer 2025 Cycle) Classrooms and Labs – 50 additional rooms totaling \$5,500,000.00.

B. Grant Request:

Amount of CIF Grant Request	\$3,050,000.00
Amount of HEFT Grant Request	\$10,585,000.00
Total Amount of Grant Request	<u>\$13,635,000.00</u>

C. Total Amount of Institutional Funds to be Provided (if any) \$0.00

D. Total Cost of Project **\$13,635,000.00**
(less Institutional Funds)

RESOLUTION - EXHIBIT B**AUTHORIZED OFFICERS OF NEW JERSEY CITY UNIVERSITY**

1. Andres Acebo, University President or his designee.
2. Brian Kirkpatrick, Vice President of Administration and Finance or his designee.
3. Monica de los Rios, University Counsel.

**RESOLUTION ACCEPTING THE NEW JERSEY CITY UNIVERSITY LONG RANGE
FACILITIES PLAN**

Adopted: December 8, 2025

- WHEREAS:** The Board of Trustees of New Jersey City University (the “Board”), pursuant to the Higher Education Restructuring Act of 1994, has general supervision and oversight responsibilities for New Jersey City University (“NJCU”) including those related to the planning and maintenance of all NJCU facilities; and
- WHEREAS:** NJCU’s most recent Long Range Facilities Plan was prepared by Clarke Caton Hintz and was finalized and shared with the Board at the February 22, 2016 Board meeting which attempted to address campus growth through several renovation and construction projects on NJCU’s Main and West Campuses; and
- WHEREAS:** On September 1, 2022, the Board reapproved NJCU’s Long Range Facilities Plan consistent with N.J.S.A. 18A:3B-39 in connection with an application for grant funding under the Higher Education Facilities Trust Fund (“HEFT”) program; and
- WHEREAS:** The Board made a similar application for the Summer 2025 grant cycle under the HEFT and Capital Improvement Fund (“CIF”) programs administered by the Office of the Secretary of Higher Education (“OSHE”) which application was approved by the Board by resolution at the September 15, 2025 Board of Trustees meeting (the “BOT September 2025 Resolution”); and
- WHEREAS:** The BOT September 2025 Resolution further reaffirmed NJCU’s Long Range Facilities Plan; and
- WHEREAS:** The Board has reviewed the Long Range Facilities Plan for NJCU and has determined that the plan continues to support NJCU’s mission and vision; and
- WHEREAS:** The Board desires to reaffirm the Long Range Facilities Plan in support of NJCU’s application for the Fall 2025 cycle of grant funding under the HEFT and Capital Improvement Fund (“CIF”) programs and for any other purpose;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF TRUSTEES OF NEW JERSEY CITY UNIVERSITY AS FOLLOWS:

- SECTION 1.** The recitals set forth above are incorporated herein by reference as if set forth at length herein.
- SECTION 2.** The Board has reviewed the Long Range Facilities Plan and has determined that the plan continues to support NJCU’s mission and vision.

SECTION 3. The Board hereby accepts the NJCU Long Range Facilities Plan as a conceptual document that will service, along with other relevant data, trend, and information, to guide the future.

SECTION 4. This Resolution shall take effect immediately.

SECTION 5. No further approvals by the Board are necessary to implement this Resolution.

RESOLUTION ADOPTED: DECEMBER 8, 2025

DULY CERTIFIED: DECEMBER 8, 2025

Monica de los Rios, University Counsel

NEW JERSEY CITY UNIVERSITY
BOARD OF TRUSTEES RESOLUTION

*APPROVING A BID WAIVER FOR THE OUTSIDE LEGAL COUNSEL SERVICES OF
THE LAW FIRM LOEB & LOEB LLP AS RELATED TO NEW JERSEY CITY
UNIVERSITY'S MERGER WITH KEAN UNIVERSITY*

WHEREAS, pursuant to the New Jersey State Contracts Law, N.J.S.A. 18A:64-52 et seq. ("Statute"), New Jersey City University ("NJCU") must advertise for bids on all contracts for goods and services which exceed \$119,800, except under circumstances specified in the Statute where bids may be waived; and

WHEREAS, pursuant to N.J.S.A. 18A:64-56a(1), a contract or agreement may be made, negotiated or awarded by resolution at a public meeting of NJCU's Board of Trustees ("Board") without public advertising if the contract or agreement involves professional services, such as attorney services; and

WHEREAS, the subject matter of this waiver consists of the performance of legal services by the law firm Loeb & Loeb, LLP ("Loeb & Loeb"), located at 901 New York Avenue NW, Suite 300 East, Washington, DC 20001, as related to the merger with Kean University; and

WHEREAS, the full scope of the legal counsel services required was undetermined when Loeb & Loeb's services were retained as the law firm was hired to guide and counsel NJCU in a unique and specialized transaction it had no previous experience; and

WHEREAS, Loeb & Loeb's legal fees to date have exceeded the bid threshold and total approximately \$145,000; and

WHEREAS, Loeb & Loeb's legal counsel services are ongoing, and are expected to continue until approximately June 30, 2026; and

WHEREAS, NJCU now requests that the Board approve a bid waiver in an amount not to exceed \$350,000, to be applied retroactively, as the cost for legal services now exceeds \$110,900; and

NOW THEREFORE, BE IT RESOLVED: That the Board of Trustees of New Jersey City University, on this 8th day of December 2025, does hereby approve:

1. A bid advertising waiver for the performance of legal services related to the merger with Kean University by the law firm Loeb & Loeb, in an amount not to exceed \$350,000 (three hundred and fifty thousand dollars), to be applied retroactively, as the cost of legal services now exceeds \$119,800.

NEW JERSEY CITY UNIVERSITY
BOARD OF TRUSTEES RESOLUTION

*AUTHORIZING ACADEMIC CATALOG/PORTFOLIO ENHANCEMENT AND ALIGNMENT
WITH KEAN UNIVERSITY*

WHEREAS, the Board of Trustees of New Jersey City University has general supervision over New Jersey City University (University) and holds authority regarding the academic programs and degree levels to be offered by the University consistent with its mission and institutional plan, pursuant to N.J.S.A. 18A:64-1 and -6; and

WHEREAS, on September 29, 2025, the Board of Trustees of New Jersey City University, and on October 1, 2025, the Board of Trustees of Kean University, each approved the Definitive Agreement Between Kean University and New Jersey City University, establishing the framework under which NJCU will become an additional location of Kean University (“Kean Jersey City”) following all required state, federal, and accrediting approvals; and

WHEREAS, the Board recognizes that the Definitive Agreement advances NJCU’s longstanding mission of providing accessible, equity-driven higher education to historically underserved and predominantly first-generation students while expanding academic opportunities for students across both institutions; and

WHEREAS, implementation of the Definitive Agreement requires the alignment of academic programs across the two institutions to create a coherent, integrated, and expanded academic portfolio that reflects Kean’s academic structure and supports student success at Kean Jersey City; and

WHEREAS, as part of this integration process, and through its draft preliminary academic portfolio review and alignment, Kean has advised the University regarding the NJCU academic programs and offerings it intends to adopt and incorporate into its academic catalog, the NJCU programs that have established Kean equivalents, and the NJCU programs and program tracks that have no Kean equivalent and therefore will not be continued, and Kean and NJCU will work collaboratively to finalize the assessment, allowing Kean to move forward with its academic catalog realignment and enhancement; and

WHEREAS, the University is committed to ensuring clear and uninterrupted academic pathways for all currently enrolled NJCU students, including the opportunity to continue their studies through equivalent or alternative Kean programs with full recognition of previously earned credits, consistent with accrediting and regulatory requirements, or, where necessary, complete their programs through approved teach-outs; and

WHEREAS, the academic alignment associated with the Definitive Agreement will broaden the range of academic options available to students, including new pathways not previously offered at

NJCU, and will support Kean's long-term planning for program delivery, instructional modality, and utilization of Kean's campuses, including Kean Jersey City; and

WHEREAS, the Board has reviewed Kean's draft and preliminary academic portfolio review, including the categories of programs recommended for adoption, programs with existing Kean equivalents, limited full program discontinuations, and discontinued tracks within continuing programs, with the understanding that Kean and NJCU will on Kean's implementation of the updated academic portfolio that will serve that Kean Jersey City; and

NOW, THEREFORE, BE IT RESOLVED, that the University is authorized and directed to take all necessary steps to facilitate and implement these academic portfolio changes with Kean University to ensure comprehensive, uninterrupted, and student-centered transition pathways; and to coordinate with Kean University and all relevant state, federal, and accrediting agencies on the simultaneous submission and review of required approvals to ensure full compliance with the Definitive Agreement; and

BE IT FURTHER RESOLVED, that this resolution shall take effect immediately upon adoption.

NEW JERSEY CITY UNIVERSITY

BOARD OF TRUSTEES RESOLUTION

Directing the Reorganization and Restructuring of Campus Operations in Anticipation of the Summer 2026 Merger with Kean University

WHEREAS, on October 1, 2025, New Jersey City University (“NJCU”) and Kean University executed a definitive merger agreement to integrate their respective operations, effective Summer 2026, subject to approvals by the Middle States Commission on Higher Education (“MSCHE”), the New Jersey Office of the Secretary of Higher Education (“OSHE”), and other applicable State authorities; and

WHEREAS, the State of New Jersey, through the State Monitor’s directives and recommendations and the OSHE Transition Plan, has established clear fiscal and operational benchmarks and oversight to ensure NJCU’s continued financial stability and alignment with the State’s public higher education policy objectives; and

WHEREAS, there are opportunities for achieving significant operating efficiencies and economies through the elimination of duplicative functions, consolidation of shared services, and strategic workforce realignment; and

WHEREAS, the Board of Trustees recognizes that a reorganization and restructuring of campus operations is essential to the sustainable implementation of the merger and to safeguard the University’s mission and obligations to its students, faculty, and staff; and

NOW, THEREFORE, BE IT RESOLVED, that the Board of Trustees hereby directs the Administration to undertake and implement, in coordination with Kean University and the State Monitor, a comprehensive reorganization and restructuring of campus operations designed to realize measurable operating efficiencies and economies in anticipation of the Summer 2026 merger; and

BE IT FURTHER RESOLVED, that the Administration is hereby directed to operationalize the State Monitor directed reductions in operating expenses, including but not limited to post-merger redundant non-personnel expenditures, and to pursue a targeted managerial restructuring and measured reductions in force of contingent workers, professional staff, non-tenured faculty, and narrowly-defined retrenchments of tenured faculty based upon long-term programmatic and operational needs consistent with applicable collective bargaining agreements and State law; and

BE IT FURTHER RESOLVED, that in collaboration with Kean University, NJCU and Kean shall develop and deploy voluntary separation and severance offerings designed to support affected employees with dignity, fairness, and transparency throughout the transition process; and

BE IT FURTHER RESOLVED, that the Administration shall report regularly to the Board of Trustees on the progress and fiscal impacts of the reorganization and restructuring efforts, ensuring

continued compliance with State directives and alignment with merger implementation timelines;
and

BE IT FURTHER RESOLVED, that the Board affirms its commitment to a thoughtful, transparent, and equitable process that honors the contributions of the University's workforce while advancing the long-term sustainability and success of the merged Kean–NJCU institution.