

**BOARD OF GOVERNORS**  
Rutgers, The State University of New Jersey

**October 6, 2022**

12:00 p.m. - open session / 12:05 p.m. - closed session / 1:00 p.m. - open session  
Multipurpose Room, Camden Campus Center, 326 Penn Street, Camden, New Jersey

Tentative Agenda

1. CALL TO ORDER
2. STATEMENT OF COMPLIANCE WITH THE OPEN PUBLIC MEETINGS ACT
3. ROLL CALL
4. RESOLUTION TO CONDUCT CLOSED SESSION – October 6, 2022
5. CLOSED SESSION
6. RESUMPTION OF OPEN SESSION
7. INDUCTION OF A MEMBER TO THE BOARD OF GOVERNORS
8. MEMORIAL RESOLUTION – ANNE M. THOMAS
9. MATTERS PRESENTED BY THE CHAIR
10. MATTERS PRESENTED BY THE PRESIDENT
11. REPORT OF THE RUTGERS UNIVERSITY–CAMDEN CHANCELLOR
12. COMMITTEE ON ACADEMIC AND STUDENT AFFAIRS – September 8, 2022
13. COMMITTEE ON FINANCE AND FACILITIES – September 8, 2022
14. COMMITTEE ON AUDIT – September 14, 2022
15. COMMITTEE ON HEALTH AFFAIRS – September 13, 2022
16. CONSENT AGENDA
  - a. Approval of Minutes of the Board of Governors – June 21, 2022 and August 31, 2022
  - b. Proposed Recommendation to Membership on the Board of Managers of the New Jersey Agricultural Experiment Station
  - c. Executive Committee
    - (1) Proposed Resolution Amending the Committee on Audit Charge
  - d. Committee on Academic and Student Affairs – September 8, 2022
    - (1) Academic Appointments with Tenure Recommendations
    - (2) Academic Promotion and Award of Tenure Recommendation
    - (3) Academic Promotions (Decanal)
    - (4) Proposed Resolution on the Appointment of P. David Lopez as a University Professor
    - (5) Proposed Resolution on the Appointment to the Gregory Q. Brown Chair in Cell Biology and Neuroscience
    - (6) Proposed Resolution on the Appointment to the Duncan and Nancy MacMillan Faculty Development Chair in the Life Sciences
    - (7) Proposed Resolution Renaming and Approving Revisions to University Policy 10.1.14: Endowed Faculty Positions
  - e. Committee on Finance and Facilities – August 29, 2022 and September 8, 2022
    - (1) Proposed Resolution Authorizing Rutgers, The State University of New Jersey to Execute and Deliver Loan Agreements and Escrow Agreement All Pursuant to the New Jersey Environmental Infrastructure Trust Financing Program and Taking Other Action in Connection Therewith
    - (2) Proposed Resolution Authorizing Sole Source Contract with Accurate Diagnostic Labs for Covid-19 Testing for University Correctional Health Care
  - f. Committee on Health Affairs – September 13, 2022
    - (1) Minutes of the University Behavioral Health Care Leadership Committee Meeting of March 23, 2022 and May 17, 2022
    - (2) University Behavioral Health Care Staff Appointments, Reappointments and Clinical Privileges of May 17, 2022 and July 19, 2022

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- (3) University Behavioral Health Care's Quality Improvement Reports for the Fourth Quarter of 2021 and First Quarter of 2022
- 17. REPORT OF THE EXECUTIVE VICE PRESIDENT – CHIEF FINANCIAL OFFICER AND UNIVERSITY TREASURER
  - a. Joint Committee on Investments – October 3, 2022
- 18. REPORT OF THE UNIVERSITY SENATE
- 19. OLD BUSINESS
- 20. NEW BUSINESS
- 21. ADJOURNMENT



**PROPOSED RESOLUTION  
RENAMING AND APPROVING REVISIONS TO  
UNIVERSITY POLICY 10.1.14: ENDOWED FACULTY POSITIONS**

**WHEREAS**, on June 16, 2020, Rutgers, The State University of New Jersey, established a procedure for submitting documentation to the Board of Governors for the establishment of and appointment to Endowed Faculty Positions; and

**WHEREAS**, it is now necessary to implement revisions to University Policy 10.1.14 making it more comprehensive by adding Legacy Professorships to the list of Endowed Faculty Positions, and including more detailed explanations of the definitions and appointment and reappointment approval processes for all Endowed Faculty Positions; and

**WHEREAS**, the title Chancellor-Provost must be added to University Policy 10.1.14 to reflect recent changes to administrative titles; and

**WHEREAS**, the title of University Policy 10.1.14, Establishment of and Appointment to Endowed Faculty Positions, requires amending to "Endowed Faculty Positions" to reflect the broader application of the policy; and

**WHEREAS**, on September 8, 2022, the Committee on Academic and Student Affairs of the Board of Governors reviewed and endorsed revisions to University Policy 10.1.14 and recommended renaming the policy and approval of the revisions by the Board of Governors.

**NOW, THEREFORE, BE IT RESOLVED** that, upon the recommendation of the Committee on Academic and Student Affairs, the Board of Governors of Rutgers, The State University of New Jersey, approves and adopts the attached revisions to University Policy 10.1.14: Establishment of and Appointment to Endowed Faculty Positions, with deletions shown in strikeout and additions underlined.

Attachments: Proposed Revisions to University Policy 10.1.14: Endowed Faculty Positions

Board of Governors  
Rutgers, The State University  
of New Jersey  
October 6, 2022

## UNIVERSITY POLICY

**Section:** 10.1.14

**Section Title:** Academic: Academic Matters

**Policy Name:** Endowed Faculty Positions

**Formerly Book:** N/A

**Approval Authority:** Board of Governors

**Responsible Executive:** Executive Vice President for Academic Affairs

**Responsible Office:** Office of the Executive Vice President for Academic Affairs

**Adopted:** 06/16/2020

**Reviewed:** 10/06/2021; 10/06/2022

**Revised:** 10/06/2022

**Contact:** [evpaa@rutgers.edu](mailto:evpaa@rutgers.edu)

<b>Policy Name:</b>	Establishment of and Appointment to Endowed Faculty Positions				
<b>Section #:</b>	10.1.14	<b>Section Title:</b>	Academic: Academic Matters	<b>Formerly Book:</b>	N/A
<b>Approval Authority:</b>	Board of Governors		<b>Adopted:</b>	06/16/2020	<b>Reviewed:</b> 10/06/2021
<b>Responsible Executive:</b>	Executive Vice President for Academic Affairs		<b>Revised:</b>	10/06/2021	
<b>Responsible Office:</b>	Office of the Executive Vice President for Academic Affairs		<b>Contact:</b>	<a href="mailto:evpaa@rutgers.edu">evpaa@rutgers.edu</a>	

### 1. Policy Statement

- Provides definitions and guidelines for establishing a Faculty Chair, Professorship, Early Career Professorship, or Legacy Professorship (Endowed Faculty Positions), and appointing first incumbents.
- Establishes a procedure for submitting documentation to the Board of Governors for the establishment of and appointment to Endowed Faculty Positions.

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## 1. Reason for Policy

### 2.

To establish and maintain standard guidelines and procedures for the establishment of a Faculty Chair, Professorship, ~~or~~ Early Career Professorship, or Legacy Professorship (Endowed Faculty Positions), and appointments of all incumbents to these positions.

## 2.3. Who Should Read This Policy

All members of the Rutgers University community.

## 3.4. Resources

Appendix: Creation and Appointment Process for Endowed ~~Chairs~~ Faculty Positions

[EVPAA Submission Deadlines](#)

## 4.5. Definitions

There are four types of **Endowed Faculty Positions**: Faculty Chair, Professorship, Early Career Professorship, and Legacy Professorship, as follows.

**4. Faculty Chair:** A \$3 million opportunity to create a named and restricted endowed Faculty Chair. This honor is bestowed upon senior professors and/or is used in recruitment of individuals who are recognized leaders within their academic fields. Inherent in the restriction is the understanding that this is the highest possible academic honor a Rutgers professor can receive from the University. Professors holding these Chairs add a certain cachet to the department, which becomes an attractive force when the University is attempting to recruit both individuals to fill the position and outstanding junior faculty and graduate students who want to work with them. In short, Faculty Chairs have a wider and greater effect or impact than any other endowed faculty support fund. Faculty Chairs are appointed for up to a five-year term, and appointments are renewable in nature. Incumbency is subject to review at the discretion of the appropriate Dean ~~or~~ Chancellor-Provost, or Chancellor(s), and the Executive Vice President for Academic Affairs.

**Professorship:** A \$1.5 million opportunity to create a named and restricted faculty position. This is an **honor** Rutgers uses to retain a more recently tenured professor who is an up-and-coming star in ~~his or her~~ their field, or to attract a faculty member with a similar outstanding profile from another institution. A professorship can be restricted to a school or department. Professorships are appointed for up to a five-year term, and appointments are renewable in nature. Incumbency is subject to review at the discretion of the appropriate Dean, Chancellor-Provost, or Chancellor(s), and the Executive Vice President for Academic Affairs.

**2. Early Career Professorship:** A \$750,000 opportunity to create a named and restricted faculty position. This is an **honor** Rutgers uses to help attract or retain early career tenure-track faculty members who have not yet earned tenure. ~~A professorship~~ An Early Career Professorship can be restricted to a school or department. This professorship and is awarded appointed on a rotating basis for up to a three-year period. Incumbency is subject to review at the discretion of the appropriate Dean, Chancellor-Provost or Chancellor(s), and the Executive Vice President for Academic Affairs.

**Endowed Faculty Positions:** A Faculty Chair, a Professorship, and/or an Early Career Professorship.

**Legacy Professorship:** A \$500,000 opportunity to create a restricted tenured or tenure-track faculty position named for a current or retired faculty member of the University. This is an **honor** Rutgers

uses to help attract or retain faculty members. A Legacy Professorship can be restricted to a school, college, or department and will be named for a current, retired, or emeritus faculty member. Donors who are currently faculty members cannot fund their own current faculty position. This professorship is appointed on a rotating basis for up to a five-year term and is subject to review at the discretion of the appropriate Dean, Chancellor-Provost or Chancellor(s), and the Executive Vice President for Academic Affairs.

## **6. The Policy**

- A. **Policy Administration:** For administration of this policy, the President of the Rutgers University Foundation (RUF) shall review and approve all fund agreements establishing Faculty Chairs, Professorships, ~~and Early Career Professorships, and Legacy~~ Professorships (hereafter referred to collectively as Endowed Faculty Positions) for Rutgers University. The Executive Vice President for Academic Affairs (EVPAA) and General Counsel shall serve in an advisory capacity, as needed, in the finalization of all fund agreements. The Office of the Executive Vice President for Academic Affairs (OEVPAA) shall prepare all resolutions officially creating Endowed Faculty Positions and filling these positions, for review and endorsement by the Board of Governors' Committee on Academic and Student Affairs, and consideration and action by the Board of Governors. The EVPAA shall oversee the administration of all Endowed Faculty Positions, in collaboration with the Chancellor-Provost and Chancellors. ~~The Chancellors~~ Chancellor-Provost and Chancellor(s) shall be responsible for disseminating this policy to staff and upholding the policy with regard to all future appointments and approvals.
- B. **Endowment Minimums:** The Endowment Minimums, reviewed in Definitions, are as of the date of this policy and are subject to periodic review by ~~the the Rutgers University Foundation~~ RUF, the University President, and the EVPAA to ensure price points reflect the current market, best practices, and the needs of Rutgers.
- C. **~~Chair Establishment of Endowed Faculty Positions:~~** An Endowed Faculty Position can be formally established once a fund agreement has been signed and at least 20% of the committed funding is in hand. Establishment of ~~the Chair an Endowed Faculty Position~~ requires the approval by the Board of Governors, and is further explained in Paragraph H. No ~~Chair position~~ is considered official until the Board of Governors has approved it.
- D. **~~Chair Appointment of an Endowed Faculty Position:~~** A search for an incumbent cannot begin until a fund agreement is signed, at least 20% of the commitment is in hand, and the Board of Governors has approved the Endowed Faculty Position. Once an incumbent has been identified, the Board of Governors must approve the appointment, which is reviewed in Paragraph I. If an existing Endowed Faculty Position is vacated, and for each subsequent incumbent, the appointment must be approved by the Board of Governors. No appointment is considered official until the Board of Governors has approved it.
- E. **Salary Responsibility:** The department housing the Endowed Faculty Position will be responsible for providing the funds necessary to meet the difference between the salary requirements of the incumbent and the income available in all instances (i.e., as the commitment is being paid off by the donor, if the donor should not complete the commitment after the hiring of a faculty member, if the income generated by the endowment does not meet the faculty salary, etc.).
- F. **Records Maintenance:** ~~The Office of the EVPAA~~ OEVPAA shall maintain an official record of all requests for establishment of and appointments to Endowed Faculty Positions, as well as copies of all Board of Governors Resolutions for the appointments. The RUF Office of Donor Relations will also maintain a list of all officially created endowed faculty positions and the incumbents.
- G. **Extraordinary Circumstances:** Under extraordinary circumstances when the use of a ~~donor~~ name or the continued use of a ~~donor~~ name would compromise the public trust and/or reflect

adversely upon the University, Rutgers reserves the right to reject a proposed name or rename an existing Endowed Faculty Position. Additionally, the University reserves the right to remove the name of the donor from the Endowed Faculty Position should the donor not complete the funding commitment.

- H. **Process for Establishing an Endowed Faculty Position:** In recognition of the significant commitments of individuals or organizations in meeting the endowment minimums discussed above, Rutgers University will create Endowed Faculty Positions. ~~The Rutgers University Foundation~~ The Office of Donor Relations shall send periodic reminders of the Board of Governors meeting schedules to Development Officers to assist in timely resolutions of ~~chair~~ Endowed Faculty Position establishments. The establishment of an Endowed Faculty Position must be approved by the Board of Governors prior to the public announcement of the Endowed Faculty Position and commencement of a search; the approval submission process follows.
1. A new Endowed Faculty Position may be named for or by a donor who commits to the endowment minimum by signing a fund agreement ~~administered~~ created by the ~~RUF~~ Rutgers University Foundation.
  2. Once an agreement is signed, and a minimum of twenty percent (20%) of the commitment is in hand, the Office of Donor Relations shall forward a copy of the agreement to the ~~Office of the EVPA~~ OEVPAA.
  3. ~~That office~~ The OEVPAA shall draft a resolution; ~~the Office of~~ the Office of Donor Relations will review the draft and provide a copy to RUF Communications.
  4. The resolution shall be put before the Board of Governors' Committee on Academic and Student Affairs prior to their next scheduled meeting.
  5. If the resolution is endorsed by the Board of Governors' Committee on Academic and Student Affairs, the resolution shall go before the Board of Governors for consideration and action. Development Officers may invite donors to ~~BOG~~ Board of Governors meetings to witness formal approval of the resolution. ~~The Rutgers University Foundation~~ RUF shall mail copies of resolutions to the donor within two (2) weeks of the Board of Governors meeting.
- I. **Process for Appointing an Incumbent to an Endowed Faculty Position:** The formal appointment of a professor to an Endowed Faculty Position must be approved by the Board of Governors. ~~A chairholder~~ The holder of the position is not considered official until the Board of Governors has approved the appointment. The Office of Donor Relations shall send periodic reminders of the Board of ~~Governors'~~ Governors meeting schedules to Development Officers to assist in timely submission of resolutions on ~~chair~~ Endowed Faculty Position appointments for Board of ~~Governors~~ Governors' consideration, and hopeful approval. The approval submission process follows.
1. A search for an incumbent may begin once the Board of Governors has officially created the ~~chair~~ position through the process reviewed in Paragraph H- above.
  2. Upon the completion of a search, the Development Officer shall work with the ~~Department~~ academic department and the respective Chancellor-Provost and/or Chancellor's Office(s) to gather the following documentation supporting the appointment, and send it to the ~~Office of the EVPA~~ OEVPAA:
    - a. The Curriculum Vitae (CV) of the nominee.
    - b. A detailed letter of nomination from the appropriate Dean describing the achievements of the candidate, the reasons the nominee is appropriate for the Endowed Faculty Position, the term and conditions of renewal of the appointment, as

well as a description of the process used to identify the nominee (i.e., if there was a search, who was on the committee, how many candidates were considered, how many were interviewed, etc.).

- c. A letter of endorsement from the Chancellor-Provost and/or Chancellor(s).
3. The selected incumbent may not be introduced to the public-at-large prior to approval by the Board of Governors.
4. The ~~Executive Vice President for Academic Affairs~~OEVPAA shall draft a Board of Governors resolution; the Office of Donor Relations will review the draft and provide a copy to ~~Rutgers University Foundation~~RUF Communications.
5. The resolution shall be submitted to the Board of Governors' Committee on Academic and Student Affairs for review and hopeful endorsement to the Board of Governors.
6. ~~The~~If endorsed by the Board of Governors' Committee on Academic and Student Affairs, the resolution shall go before the Board of Governors for official approval. ~~The Rutgers University Foundation~~consideration. If approved by the Board of Governors, the RUF shall mail copies of approved resolutions to the donor within two (2) weeks of the Board of Governors meeting.
7. Thereafter, the faculty member holding the Endowed Faculty Position shall be referred to as the NAME Chair or NAME Professor, and the for the length of their term. The full title of the Endowed Faculty Position shall be used in publications, websites, CVs, etc., annotating the listing with the start and end dates of the term once it has expired.

#### **5.7. Exceptions**

~~Exceptions~~In consultation with the EVPAA and the President of the RUF, exceptions to the policy may be made in circumstances deemed appropriate by the President of the University and the Board of Governors.



## APPENDIX

### CREATION AND APPOINTMENT PROCESS FOR ENDOWED FACULTY POSITIONS

The Board of Governors approves the establishment of all endowed faculty positions (Faculty Chair, a Professorship, an Early Career Professorship, and/or a Legacy Professorship) at Rutgers University, and the appointments of all professors to those positions, during their regularly scheduled meetings.

**No endowed faculty position, or appointment to such position, is considered official until the Board of Governors has approved it.**

#### I. Board of Governors Official Establishment of an Endowed Faculty Position

In order to officially establish an Endowed Faculty Position at Rutgers University, a resolution of the Board of Governors is required.

- A. Once the gift agreement is signed by the donor, the Prospect Manager (PM) should provide a copy and any other supporting documentation to the Director of Stewardship, Accountability (DSA) in the Rutgers University Foundation (RUF) Office of Donor Relations and the Director of Content Development (RUF Communications).
- B. Once the Endowed Faculty Position is fully funded, the Donor Relations Stewardship Officer (DRSO) will send a copy of the fund agreement to the Office of the Executive Vice President for Academic Affairs (OEVPA). The OEVPA will draft a resolution and the DRSO will review it. The DRSO will provide a copy of the draft to the Director of Content Development.
- C. The resolution will be put before the Board of Governors' Committee on Academic and Student Affairs prior to the Board of Governors meeting.
- D. If endorsed by the Board of Governors' Committee on Academic and Student Affairs, the resolution will go before the Board of Governors for official consideration.

**NOTE:** If the Board of Governors meeting is a public meeting, the PM has the option to invite the donor to the meeting, where the donor will receive a copy of the approved resolution at the meeting. Otherwise, a copy of the approved resolution will be mailed to the donor from the DSA or PM within two (2) weeks of the Board of Governors meeting. (Copies are also supplied to the RUF President.)

#### II. Board of Governors Official Appointment of a Professor to an Endowed Faculty Position

In order to officially appoint a professor to an Endowed Faculty Position at Rutgers University, a resolution of the Board of Governors is required.

- A. Once an Endowed Faculty Position is fully funded, the PM should notify the Dean in the respective school or college as well as the Executive Vice President for Academic Affairs (EVPAA) so that the search for the appropriate candidate can begin.
- B. Upon selecting someone to fill the Endowed Faculty Position, the PM must work with the academic department to gather the following documentation to supply to the OEVPA to draft the official appointment:
  - The CV of the nominee.

- A detailed letter of nomination from the appropriate Dean describing the achievements of the candidate, the reasons the candidate is appropriate for this position, the term and conditions of renewal of the appointment, as well as a description of the process used to identify the appointee (for instance, if there was a search, who was on the committee, how many people were considered, how many were interviewed, etc.).
- A letter of endorsement from the Chancellor-Provost and/or Chancellor(s).

**NOTE:** These materials are all due to the OEVPA by the date on the EVPA Submission Deadlines webpage.

- C. The OEVPA will draft a resolution and a nomination letter from the President; the DSA will review the resolution.
- D. The resolution will be put before the Board of Governors' Committee on Academic and Student Affairs prior to the Board of Governors Meeting.
- E. Finally, if endorsed by the Board of Governors' Committee on Academic and Student Affairs, the resolution and nomination materials will go before the Board of Governors for official consideration.
- F. Once the professor is officially appointed, the PM can begin to work with Donor Relations on an appropriate Inaugural Recognition Event.

**NOTE:** If the Endowed Faculty Position is vacated, for each subsequent professor appointed to the position, the Board of Governors must approve the appointment and steps B through E should be followed.

### III. **Board of Governors Concurrent Establishment of and Appointment of a Professor to an Endowed Faculty Position**

In order to officially establish an Endowed Faculty Position at Rutgers University and appoint a professor to this position at the same time, the position must be fully funded, and a resolution of the Board of Governors is required.

- A. In the rare instance when an endowed faculty position is being established at the same time that it is being filled, the PM should work with the academic department to provide the following documentation to the OEVPA and the DSA in Donor Relations:
  - A copy of the gift agreement, Statement of Intent (SOI), and other supporting documentation.
  - The CV of the nominee.
  - A detailed letter of nomination from the appropriate Dean describing the achievements of the candidate and the reasons the candidate is appropriate for this position, the term and conditions of renewal of the appointment, as well as a description of the process used to identify the appointee (for instance, if there was a search, who was on the committee, how many people were considered, how many were interviewed, etc.).
  - A letter of endorsement from the Chancellor-Provost and/or Chancellor(s).

**NOTE:** Concurrent with the creation of the Endowed Faculty Position, in the case of a new hire with tenure, the proposed faculty member's academic department must prepare and submit the standard promotion packet to the OEVPA for review approval by the Promotion Review

Committee, the President, and the Board of Governors.

- B. The OEVPAA will draft a resolution and a nomination letter from the President; the DSA will review the resolution.
- C. The resolution will be put before the Board of Governors' Committee on Academic and Student Affairs prior to the Board of Governors Meeting.
- D. If endorsed by the Board of Governors' Committee on Academic and Student Affairs, the resolution and nominating materials will go before the Board of Governors for official consideration.
- E. Once the professor is officially appointed, the PM can begin to work with the Office of Donor Relations on an appropriate Inaugural Recognition Event.

**NOTE:** If the Endowed Faculty Position is vacated, for each subsequent professor appointed to the position, the Board of Governors must approve the appointment and steps A ~~through~~ E should be followed.



**PROPOSED RESOLUTION**  
**AUTHORIZING RUTGERS, THE STATE UNIVERSITY OF NEW JERSEY**  
**TO EXECUTE AND DELIVER LOAN AGREEMENTS AND ESCROW AGREEMENT**  
**ALL PURSUANT TO THE NEW JERSEY ENVIRONMENTAL INFRASTRUCTURE**  
**TRUST FINANCING PROGRAM AND TAKING OTHER ACTION IN CONNECTION**  
**THEREWITH**

**WHEREAS**, in furtherance of the capital planning goals and debt management policies of Rutgers, The State University of New Jersey (the "University"), the University desires to obtain financing for the project defined below through participation in the environmental infrastructure financing program of the New Jersey Environmental Infrastructure Bank (the "Bank"); and

**WHEREAS**, the University desires to refinance the upgrades to the Co-Generation Plant on Busch Campus in Piscataway, New Jersey, previously approved by the Board on April 6, 2017 (the "Project") as defined in each clause of that certain Loan Agreement (the "Trust Loan Agreement") to be entered into by and between the University and the New Jersey Environmental Infrastructure Trust (the "Trust") and that certain Loan Agreement (the "Fund Loan Agreement" and together with the Trust Loan Agreement, the "Loan Agreements") to be entered into by and between the University and the State of New Jersey, acting by and through the New Jersey Department of Environmental Protection (the "State"), all pursuant to the SFY 2013 New Jersey Environmental Infrastructure Trust Financing Program (the "Program"); and

**WHEREAS**, the University has determined to refinance the acquisition, construction, renovation or installation of the Project with the proceeds of a loan to be made by each of the Trust (the "Trust Loan") and the State (the "Fund Loan" and together with the Trust Loan, the "Loans") pursuant to the Trust Loan Agreement and the Fund Loan Agreement, respectively; and

**WHEREAS**, to evidence the Loans, each of the Trust and the State require the University to authorize, execute and deliver bonds to the Trust (the "Trust Loan Bond") and to the State (the "Fund Loan Bond", and together with the Trust Loan Bond, the "University Bonds") in an aggregate principal amount not to exceed \$37,000,000 pursuant to the terms of applicable law and the Loan Agreements; and

**WHEREAS**, in order to comply with Rule 15c2-12 promulgated by the Securities and Exchange Commission (the "SEC") pursuant to the Securities Exchange Act of 1934, as amended (the "Securities Exchange Act"), including any successor regulation or statute thereto ("Rule 15c2-12"), the Trust may determine that the University is a material "obligated persons" in connection with the issuance of the bonds of the Trust to be issued to fund the Trust Loan (the "Trust Bonds"), as the term "obligated person" is defined in Rule 15c2-12; and

**WHEREAS**, as a result of any such determination, the University may be required to enter into a Continuing Disclosure Agreement (the "Continuing Disclosure Agreement") with the trustee for the Trust Bonds and the Trust for the purpose of satisfying Rule 15c2-12 and the purposes and intent thereof, as Rule 15c2-12, its purposes and intent may hereafter be interpreted from time to time by the SEC or any court of competent jurisdiction; and

**WHEREAS**, the Trust and the State have expressed their desire to close in escrow the making of the Loans, the issuance of the University Bonds and the execution and delivery of the Loan Agreements and the Continuing Disclosure Agreement, all pursuant to the terms of an Escrow Agreement (the "Escrow Agreement") to be entered into by and among the Trust, the State, the University, the escrow agent named therein and U.S. Bank, National Association, as trustee for the holders of the University Bonds; and

**WHEREAS**, on September 8, 2022, the Board of Governors Committee on Finance and Facilities reviewed the administration's proposed participation in the environmental infrastructure financing program of the New Jersey Environmental Infrastructure Bank and recommended approval by the Board of Governors.

**NOW, THEREFORE, BE IT RESOLVED** by the Board of Governors of Rutgers, The State University of New Jersey, upon the recommendation of the Committee on Finance and Facilities and conditioned upon the consent of the Board of Trustees to be given prior to such note issuance, as follows:

Section 1. The Board of Governors hereby authorizes the Executive Vice President – Chief Financial Officer and University Treasurer or his or her designee (each an "Authorized Officer") to proceed with the issuance of the University Bonds in an aggregate amount not to exceed \$37,000,000 and to execute and deliver the Trust Loan Agreement, the Fund Loan Agreement, and the Escrow Agreement (collectively, the "Financing Documents") in the form approved by the Authorized Officer after consultation with counsel and any advisors to the University (collectively, the "University Consultants") and after further consultation with the Trust, the State and their representatives, agents, counsel and advisors (collectively, the "Program Consultants" and together with the University Consultants, the "Consultants"), shall determine, such determination to be conclusively evidenced by the execution of such Financing Documents by an Authorized Officer as determined hereunder.

Section 2. To the extent required under the Program, the Board of Governors hereby authorizes the Authorized Officers to take such action as the particular Authorized Officer, after consultation with the Consultants, deems necessary, desirable or convenient in connection with the preparation and distribution of information for inclusion in the Preliminary Official Statement and the final Official Statement issued in connection with the Trust Bonds.

Section 3. The Authorized Officers are hereby further severally authorized by the Board of Governors to (i) execute and deliver any document, instrument or closing certificate deemed necessary, desirable or convenient by the Authorized Officers or the Secretary, as applicable, in their respective sole discretion, after consultation with the Consultants, to be

executed in connection with the execution and delivery of the Financing Documents and the consummation of the transactions contemplated thereby, which determination shall be conclusively evidenced by the execution of each such certificate or other document by the party authorized hereunder to execute such certificate or other document, and (ii) perform such other actions as the Authorized Officers deem necessary, desirable or convenient in relation to the transactions contemplated by this Resolution and the taking of any such action or execution of such instruments shall be deemed conclusive evidence of the determination of such executing officer that such action or execution was appropriate and in the best interests of the University.

Section 4. This Resolution shall take effect immediately.

Board of Governors  
Rutgers, The State University  
of New Jersey  
October 6, 2022



**PROPOSED RESOLUTION  
AUTHORIZING SOLE SOURCE CONTRACT  
WITH ACCURATE DIAGNOSTIC LABS FOR COVID-19 TESTING  
FOR UNIVERSITY CORRECTIONAL HEALTH CARE**

**WHEREAS**, in April 2020, the University, on behalf of University Correctional Health Care ("UCHC"), executed a sole source bid waived contract with Accurate Diagnostic Labs ("ADL") for COVID-19 testing services; and

**WHEREAS**, the COVID-19 testing services are provided in connection with the comprehensive agreement between UCHC and the New Jersey Department of Corrections ("NJDOC") pursuant to which UCHC provides medical and mental health services to residents and staff of the New Jersey Juvenile Justice Commission ("NJJC"); and

**WHEREAS**, the COVID-19 tests provided under this contract use the Infinity BiologiX TaqPath SARS-CoV-2 Assay, developed by Rutgers RUCDR Infinite Biologics ("RUCDR"), which received the first FDA Emergency Use Authorization ("EUA") enabling the use of saliva tests to detect the presence of the SARS-CoV-2 coronavirus; and

**WHEREAS**, at the time the contract was first entered into, ADL was the only lab with an agreement with RUCDR to perform the required laboratory processing and support for the Infinity BiologiX TaqPath SARS-CoV-2 Assay tests; and

**WHEREAS**, the NJJC invested substantial programming time and expense to develop an interface which facilitates the prompt reporting of test results from ADL to the electronic medical record maintained by the NJJC within 24 - 48 hours, which is critical to help contain the spread and combat the risks associated with this very highly communicable virus; and

**WHEREAS**, the contracted fee for all services, supplies, and the test is \$85.25 for each completed and reported test and the cost for this testing service is paid by the NJJC; and

**WHEREAS**, extension of the contract through June 30, 2023, and authorization to increase purchase orders for a total not-to-exceed amount of \$3,500,000, for COVID-19 testing services that will be paid by NJJC is requested; and

**WHEREAS**, on September 8, 2022, the Board of Governors' Committee on Finance and Facilities reviewed the documentation supporting the proposed modification to the contract with ADL as described above and agreed to recommend approval of such contract by the Board of Governors.

**NOW, THEREFORE, BE IT RESOLVED** that, upon the recommendation of the Committee on Finance and Facilities, the Board of Governors of Rutgers, The State University of New Jersey, hereby approves the waiver of bid procurement with ADL and authorizes Rutgers to extend and increase its contract with ADL through June 30<sup>th</sup>, 2023, at a total contract cost not to exceed \$3,500,000; and

**BE IT FURTHER RESOLVED** that this Resolution shall take effect immediately.

Board of Governors  
Rutgers, The State University  
of New Jersey  
October 6, 2022