CALL TO ORDER: Bernadette Sandruck, Vice Chair, called the meeting to order at 1:35 pm. Several members were absent as they were attending CUSF or home campus meetings. She welcomed Rhea Reed, who will be replacing Cynthia Munshell, and members introduced themselves.

MINUTES: The minutes were passed as amended.

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<th>ITEM</th>
<th>DISCUSSION</th>
<th>OUTCOME</th>
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| OLD BUSINESS | • Bernie is still looking for volunteers to serve on the Advising Committee Dr. Lightfoot spoke about at the December meeting.  
• Curt’s surgery is not scheduled until the end of this month. Bernie will keep us posted. He did receive the goodies we collected for in December. | Anyone with a nominee should contact Bernie. |
| NEW BUSINESS | By-Laws Review | No action proposed  
There was a great deal of discussion concerning the current By-Laws and proposed revisions.  
• The first subject was the amendment process, found at the end of the document. It was decided that the described process was appropriate, so the proposals would be revisited and voted on at the February meeting.  
• The topic that originally prompted this discussion was the lack of secretarial support by MHEC. It was proposed that the statement mentioning that support be struck and that a recording secretary position be added to the officers. Members also wished to permit electronic distribution of materials.  
• NOTE: After the meeting, Bernadette Sandruck and Judy Coen thought it appropriate to add a Webmaster position to the officers. Consequently, while not discussed by the membership, that is present in the proposals document. | Proposal #1  
Proposal #8 |
| Proposal #1 | Proposal #2 | Proposal #4 |
| Proposal #5 | Proposal #6 | Proposal #7 |

- The membership felt it was important to insure that faculty members not specifically identified as part-time be full-time faculty.
- There was discussion about opening the part-time positions up to the independents as well as USM and the community colleges. Members felt that a three year term would be more appropriate provided the faculty member remained employed within the segment. They also felt that, while each segment should have an opportunity to be represented, vacant seats could be filled by other segments to insure maximum participation by part-time faculty. There was also a consensus that we were really looking for part-time faculty and that temporary full-time faculty had neither the background nor the time to effectively participate in FAC.
- There was a great deal of discussion about the lack of participation by the private career schools, and whether they should be eliminated. The consensus was that they had a value to the group and the position should stay.
- As a result of that discussion, Genny Segura suggested we examine the issue of the for-profit colleges and universities. This was an extremely lively discussion with a variety of views expressed. The motivation of the for-profits brought quality into question, as well as the role faculty actually play in institutions with packaged courses and a predominance of part-time faculty. Would having for-profit faculty bring a different perspective to FAC discussions, and would they, in turn, take current members’ perspectives away? There was no consensus, so it was decided to include this as a proposal and revisit the discussion at the next meeting.
- The membership present felt that attendance usually runs about 13-15 members, so the quorum of eight was too low. A number of scenarios were proposed, with the group settling on eleven members present for a quorum. There was also discussion concerning proxy and absentee voting. It was pointed out that there is often a great deal of discussion prior to a vote that might influence a member’s decision.

**MHEC Update**

Genny Segura reported that FAC can expect a letter from Dr. Lightfoot concerning FAC participation in SPHE implementation. In light of the Spelling Commission report and PreK-16 work, MHEC will be identifying and prioritizing action items during the next two months. Bernie Sandruck felt that
Cynthia Munshell, working on a PreK-16 sub-committee would not need to be replaced because she was no longer on FAC. FAC has sufficient representation on PreK-16.

Genny also reported that Governor O’Malley has appointed James E. Lyons Jr. the new Secretary of Higher Education. Dr. Lyons, a past president of Bowie State University as well as universities in Mississippi and California, is expected to be in place by February 1.

**Adjournment**
The meeting was adjourned at 3:28 pm

Attachments:
- Current By-Laws
- Proposed By-Laws draft
- Notes on the proposed By-Laws