



BOARD OF TRUSTEES

ORIENTATION HANDBOOK

**VOL. 01
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ASA MISSION STATEMENT

The Mission of ASA College is to educate a diverse and qualified student population to become responsible professionals committed to lifelong learning by equipping them with a firm academic foundation and career-specific competencies. ASA offers high-quality degree and certificate programs that respond to the needs of students and employers in a global economy. ASA faculty and staff are dedicated to maintaining professionalism and institutional integrity in a student-centered environment.



ASA VISION STATEMENT

The vision of ASA College is to be a premier provider of quality career-oriented professional education to a diverse population of learners.

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INTRODUCTION

This handbook and accompanying materials are intended to provide new Board of Trustees members with information about ASA College, their roles and responsibilities, the by-laws of the Board of Trustees, and other matters relevant to their position.

ASA College is proudly accredited by the Middle States Commission on Higher Education (MSCHE), therefore much of the information presented here has been borrowed from their materials. The ASA College catalog is also an important source of some of the materials presented here, particularly information about the College, including its mission. Finally, a list of the articles of the Board of Trustees bylaws is presented here to familiarize Board members with this very important document which govern them.

This handbook is intended to be regularly reviewed and updated to keep it relevant. Board members are free to suggest additions which they feel may be important to their work as Trustees. They are also free to assess the relevance of the materials presented here and may propose changes to the content at any time.

The primary goal of this handbook is to equip Board members with the information they need to function productively as Trustees and be prepared to face the challenges that come with their venerable position. The complete Board of Trustees orientation packet includes:

1. ASA Board of Trustees Orientation Handbook
2. Most Current ASA Budget
3. Most Current ASA College Fact Book
4. Organizational Chart
5. Current Strategic Plan
6. MSCHE Standards for Accreditation and Requirements of Affiliation
7. Most Recently Ratified ASA Board of Trustees ByLaws
8. Schedule of Meetings
9. Board of Trustees Self Evaluation Survey

ADMINISTRATIVE BIOS: PRESIDENT AND PROVOST

PRESIDENT OF ASA COLLEGE: MR. JOSÉ VALENCIA

Prior to joining ASA College José Valencia served as Vice President of Finance and Administration/Chief Financial Officer for VIP Community Services Bronx New York. During his time at VIP José was instrumental in turning a \$1 million per year deficit into a \$100,000 surplus that allowed the organization to more effectively provide drug treatment, shelter services, medically supervised intervention programs housing and employment services to more than 24,000 clients and patients per year.

Before working at VIP Mr. Valencia was Chief Executive Officer of the New York Association of New Americans, Inc. (NYANA) which resettled refugees in the New York Metropolitan area providing them with mental health assistance, ESL instruction, help for individuals aging out of the foster care system among other social services. At NYANA Mr. Valencia was responsible for an \$8 million per year operating budget.

In 2009 Mr. Valencia was recruited to serve as Chief Financial Officer of ASA College. He was charged with establishing financial protocols, training finance staff and developing budget reports and information to meet the requirements for Middle States Accreditation. ASA was granted 3 year MSCHE certification and Mr. Valencia was assigned additional responsibilities including strategic planning. In October 2010 in response to an immediate need to change the administrative management of the College, Mr. Valencia was asked to serve as Co-President. He was named President of the College in March of 2019 by the ASA Board of Trustees in order to continue his work to further stabilize the institution operationally and fiscally, overhaul the corporate culture, increase student enrollment and improve student outcomes.

Mr. Valencia holds a baccalaureate degree in Business Administration from the Baruch College Zicklin School of Business and is a New York State Certified Public Accountant.



PROVOST OF ASA COLLEGE: DR. SHANTHI KONKOTH

Dr. Shanthi Konkoth is the Provost of ASA College. A member of the ASA team since October 1989, she has steered the institution's development from a clock hour vocational school with 200 students to an accredited degree-granting institution of higher learning. Dr. Konkoth began her career in higher education as an Administrative Assistant to the Director of the MBA program at New York Institute of Technology in 1987. She later became a Senior Instructor and Curriculum Specialist and then the Business Division Director at ASA. In 1997, she was promoted to the position of Vice President of Education and in 2013 was named Provost. "My accomplishments at ASA have brought me tremendous satisfaction," she says, "especially my work with our students who go on to have successful careers in the healthcare, business, computers, and criminal justice fields."

Dr. Konkoth is also an evaluator for the Middle States Commission on Higher Education. As an evaluator she gains much insight into and understanding of, not only the best practices in education but also of the myriad of challenges facing higher education.

Dr. Konkoth has a Doctor of Education from St. John's University.



COLLEGE PROGRAMS, STUDENTS, AND FACULTY

OVERVIEW OF COLLEGE PROGRAMS

ASA specializes in offering programs that balance traditional academic preparation with professional training and hands-on experience. With a “career-first” focus that allows students to immediately begin study in the chosen major, our programs are designed to deliver the type of knowledge and skills employers are looking for, and include workplace experience in the area of the student’s interest. Applicants may choose associate degree programs in business, computer technology, and legal studies, health disciplines or nursing. Students can also pursue baccalaureate studies in health, business and legal studies. Certificate programs are also available. The degree and certificate programs offer some degree of scheduling flexibility, with focused skills development components, providing a foundation for students to move to a higher level in a current job, launch a successful new career or pursue continuing education.

The scope and sequence of each curriculum are highly focused to direct students through a series of increasingly complex and challenging courses. To enhance teaching, faculty use a variety of instructional methods to include lectures, audiovisual aids, demonstrations, group critiquing sessions, web-based tutorials and laboratory activities. As a result of the exhaustive efforts of the institution’s curriculum and advisory committees, ASA is assured that its programs meet the evolving needs of employers, thereby maximizing the employability of our graduates.

ASA is cognizant of the specific needs of students and allows students to make reasonable course substitutions with permission from the academic chairs and contingent upon satisfaction of prerequisite requirements. ASA is also currently expanding and enhancing its distance learning offerings to further accommodate students’ needs.

DEGREE PROGRAMS

ASA offers Associate of Occupational Studies (AOS) and Associate in Applied Sciences (AAS) an Associate in Arts (AA) and Associate in Science programs. These programs require the successful completion of between 60–70+ credits. ASA also offers Baccalaureate degrees programs at the Florida campus which require 120 – 138 credits. The primary objective of all ASA’s programs is preparation for job entry immediately upon completion of the program.

ASA recognizes that students have many responsibilities and/or work hours. ASA understands these circumstances and encourages students to seek advisement to ensure that each student may progress through his or her curriculum in a time frame that responds best to his/her individual work or personal situation.

CERTIFICATE PROGRAMS

The credit-bearing certificate programs provide students with the opportunity to get a head start with successful full time study leading to a gratifying career. Students will master employment skills quickly and be prepared for positions that offer good compensation and opportunities for advancement.

Students enrolled in the certificate programs receive all the benefits of an ASA education, including placement privileges and refresher courses.

Additionally, credits earned in certificate programs are transferable to ASA’s degree programs. Graduates may continue their education and career development without any loss of time. An Associate degree can be earned within one additional year by attending ASA’s evening/weekend sessions.

SUPPORTIVE RESOURCES

In order to ensure that each curriculum is most relevant to on-the-job requirements, all ASA College programs include unlimited hands-on, laboratory training using the latest software, hardware, and technology essential in today’s marketplace. Students participate in schedule

and unscheduled, instructor led and tutor led lab work. Beginning Summer 2019, students will be provided with laptops to assist them in their studies on and off campus. To facilitate round the clock access to school work and instructor information the College has been using BlackBoard as their learning management system since 1989. All programs include externships but some programs allow students to choose between an externship and a Capstone course. Capstone courses are usually the preferred choice for students seeking transfer to a baccalaureate degree program. Student received free test preparation for state exams. In addition to these academic support services ASA also provides lifetime job placement services including career change assistance.

ASA STUDENT ENGAGEMENT

The esteemed and experienced people who comprise the faculty of any college are its principal resource. The quality and even the character of a student's experience with an institution are largely determined by the caliber of the faculty. But for students to experience the benefits derived from association with the faculty, they must have the opportunity to meet and to know them. That opportunity exists at ASA.

Unlike many other institutions with large classes, ASA's classes generally do not exceed thirty-five students and a typical class has fewer than thirty. Therefore, there is ample opportunity for faculty and students to know one another and establish partnerships in learning. Students also participate in evaluating faculty.

From time to time, the Board invites faculty and students to its meetings to ask them about their experience at ASA. At the same time, Trustees visit the College's campuses to talk to students and faculty with the goal of learning more about their conditions. Prior to graduation students participate in an orientation and exit interview so that staff can better assist them in their transition to the labor force.

COLLEGE STRATEGIC PLAN PROCESS

ASA's strategic goals focus on the core mission of offering education to help lead students toward careers and/or further education. These goals require continual updating of facilities, equipment, and personnel, resulting in an ongoing allocation of resources. In general, ASA relies on a dynamic process of planning, assessment, and renewal. While Executive Officers hold ultimate responsibility, strategic plans are based on input from the entire college community. ASA recognizes that a formal, systematic planning process helps consolidate institutional goals and improves communication within the College community. ASA developed its first formal Strategic Plan in 2004. The plan was reviewed and updated annually until 2008. At that time, a new five-year Strategic Plan was developed. This plan continued to be updated annually and was revised as necessary. In 2011, the ASA strategic planning document was again significantly revised and a new five-year plan (2011-2015) was developed. The 2011-2015 Strategic Plan was submitted to Middle States as part of our first year Monitoring review report. Since then, the document continues to be reviewed and updated annually.

ASA's current strategic planning process encourages participation from various constituent groups in the College community. It begins with the state of the college address delivered annually by the President of ASA College. The purpose of the annual State of the College address is to bring faculty, students, alumni, Board and staff up to date on progress made in the college in the preceding year. It not only provides an overview of highlights and accomplishments from the past year, but it also defines challenges facing the college as well as exciting opportunities of the future.

ABOUT THE BOARD OF TRUSTEES

The Board was created in 2001 to move the institution to a more collegiate culture and to meet New York State Education Department expectations. That same year, the Board passed a unanimous motion for ASA to pursue further accreditation by meeting all eligibility requirements and standards of the Middle States Commission on Higher Education. ASA's Board of Trustees has a hands-on approach to providing leadership and oversight to the College. The Board acts to provide institutional advisement and planning for the College, including all related activities incidental to the operation thereof. Its guidance relates to the general educational and financial policies of the institution. The By-laws of the Board of Trustees outline its specific powers: to determine and periodically review the Mission, goals and objectives of the College; to organize and review the institutional governance structure of the College; to authorize degree programs and the granting of all earned degrees; and to initiate any and all other activities which the Board may determine appropriate for the fulfillment of any of the foregoing.

The Board of Trustees is currently composed of eight elected members plus one ex-officio member (ASA's President). The ex-officio member is a non-voting member of the Board. The bylaws of the Board of Trustees address the new member election process, the length of Trustees' terms, the frequency of meeting dates, the presence of a quorum, the process to remove members, and the procedure for members to use in order to resign. When vacancies exist on the Board, either due to a resignation or a removal of a member, the Board of Trustees Nominating Committee considers nominations for new members. Nominations may arise from members of the Board or from the College President. As widely recognized by the College and reflected in the Board's minutes, the composition of the Board is critical to its governing role. Based on employment and life experiences, members of the current Board offer many talents: backgrounds in educational administration; prior fiduciary or financial oversight of companies or colleges; knowledge of accreditation processes; experience in human resources and personnel-related issues; and employment experience in industries related to ASA's programs of study.

Although members of ASA's Board of Trustees are not called upon to generate new financial resources and increase endowment funds, members are often used as a resource for ideas that could potentially generate revenue for the College. For instance, Board members are often solicited for their opinions on new program offerings expected to increase the College's enrollment and thus generate revenue. The Board of Trustees has played an increasingly active role in setting policies concerning ASA's Mission, programs, and general operations of the institution.

CURRENT MEMBERS OF THE BOARD OF TRUSTEES

JULANNE REID (CHAIR)

ADMINISTRATOR, MEDGAR EVERS COLLEGE (RETIRED)

On March 25, 2020, Ms. Julianne Reid gained the distinction of becoming the first woman ever to be elected Chairperson of ASA College's Board of Trustees.

Ms. Reid is a former Administrator of Medgar Evers College of the City University of New York (CUNY). As a school official of CUNY for more than 25 years, Ms. Reid developed and directed various college access and supportive services programs for underserved populations such as child care workers, Department of Education paraprofessionals and first-generation college attendees. Over the course of her career, she was responsible for securing and managing several multi-year grants from federal and local entities, such as the US Department of Education.

Prior to joining the staff of CUNY, Ms. Reid worked as an Employment Counselor with the Greater New York Council Boy Scouts of America and the Work Internship Coordinator at Boys and Girls High School. Ms. Reid also worked as the Community Outreach Specialist for the Bedford Stuyvesant Restoration Corporation conducting workshops and helping community residents access available services such as the Home Energy Assistance Program and Adult Basic Education.

Ms. Reid holds a Master of Science Degree in Higher Education Administration from Baruch College/CUNY, Marx School of Public and International Affairs.



ZACHARY YAMBA, E.D. (VICE CHAIR)

PRESIDENT EMERITUS, ESSEX COUNTY COLLEGE, NEW JERSEY

Dr. Zachary Yamba is the Vice-Chair of ASA College Board of Trustees and the President Emeritus of Essex County College. He has the distinction of being the longest-tenured college president in the history of New Jersey. Dr. Yamba is a Regent Emeritus of Seton Hall University, serves as a Board Member at New Community Corporation in Newark, New Jersey, and is also a Board Member at Victoria Foundation in New Jersey.



NATASHA BURKE (SECRETARY)

ADMINISTRATOR TO THE CEO, SUNY - STONY BROOK UNIVERSITY HOSPITAL

Natasha Burke is a healthcare manager with over twelve (12) years of progressive experience in the planning and administration of marketing, public relations, public affairs, development and community affairs programs. In her current position as Administrator to the CEO, SUNY - Stony Brook University Hospital, Ms. Burke works directly for the Chief Executive Officer of the hospital, serving as the principal staff person and managing information and communications between the Executive Office and internal & external audiences. Prior to that, Ms. Burke was Chief of Staff at NYC Health + Hospitals/Kings County, where she served as the Intergovernmental liaison to all elected officials and government agencies on the city, state and federal levels. Prior to that, she has held management roles at Long Island College Hospital, St. Mary's Hospital and Kingsbrook Jewish Medical Center in Brooklyn. Ms. Burke holds an M.P.A. in Healthcare Administration from Long Island University and a bachelor's degree in political science from Brooklyn College.



EDWIN L. KNOX, PH.D.

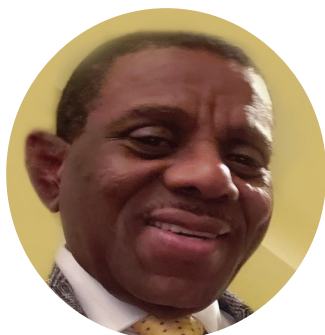
ACADEMIC DIRECTOR OF ONLINE BUSINESS PROGRAMS, CUNY SCHOOL OF PROFESSIONAL STUDIES



Dr. Edwin L. Knox has thirty-five plus years as an Educator, Business Practitioner, and Entrepreneur. As an educator, he has taught business courses on both the undergraduate and graduate levels. He has held sundry administrative positions at Educational Intuitions – Senior Vice President for Academic and Student Affairs; Dean of Engineering, Technology, and Workforce; Dean of the School of Business; Chair of the Business Department; Executive Director of Enrollment Management; Director of Contracts and Marketing; and Coordinator of Admission and Recruitment. He is also deeply involved in numerous community activities. He holds a BS degree in Business Management from Florida A&M University; an MTA Degree in Tourism Administration/ Sport and Event Management; and MBA Degree in Business Administration / Marketing from the George Washington University, and a Ph.D. Degree in Business Management-Entrepreneurship from Morgan State University.

TERRENCE O. LYGHT

ENTREPRENEUR AND PRESIDENT OF ARCHIBALD AVENUE U CORP



Terry is a longtime resident of Brooklyn, New York. For over 40 years, he has been an active and progressive member of the Brooklyn community. In 2016, Terry received a recognition award from the Brooklyn Rotary Club for outstanding commitment to improving the community and the world around him. He is currently President of Archibald Ave U Corp which is in the real estate facilities management arena. In the past he was the facilities manager at LCG, a non-profit organization which provides services to the elderly or at-risk individuals and families in order to assist them with services to become productive members of their communities.

DIANA REYNA

FOUNDING PRINCIPAL, DIANA REYNA STRATEGIC CONSULTING, LLC

Diana Reyna is proudly serving ASA College as a member of the Board of Trustees since March, 2020. As founding principal at Diana Reyna Strategic Consulting, LLC. Diana Reyna offers an extensive and vast network, incredible experience in both the public sector and private sector. She is driven by an ethical responsibility to not only the clients she serves, but to the communities her work may impact.

Diana Reyna is the former Deputy Brooklyn Borough President for Brooklyn (2014-2017), a former New York City Council Member for the 34th Council District (2001-2013), which includes Williamsburg and Bushwick as well as Ridgewood in Queens, and Female District Leader/State Committee Member (2000) in the 53rd Assembly District.

For over twenty years, Diana Reyna had demonstrated an outstanding commitment to communities across Brooklyn and Queens through government service and advocacy as the first Dominican American woman elected to public office in New York State. She continues to focus on knocking down barriers in the path of men and women who are hoping to take a chance. She garnered citywide attention for her efforts in championing affordable housing, economic development, improving equity in education, park space, waste and environmental justice as well as expanding youth and senior services.

Diana Reyna served as member of Land Use, Finance, Ethics, Housing and Buildings, Economic Development, Community Development, Youth Services, and Transportation committees. During her tenure she chaired committees on Public Housing, Rules and Small Business. Reyna co-chaired the Women's Caucus to advance the representation of women in the council and served as member to both the Black, Latino and Asian caucus and the Budget Negotiating Team in the Council.

Today, her skills and talent are serving to support organizations as a board member to the National Dominican Day Parade, Habitat for Humanity, NYC and Brooklyn Public Library. Diana Reyna attended St. Joseph High School and Pace University in Pleasantville. She holds a B.A. in Liberal Arts.



VICTOR M. RIVERA

PRESIDENT/CEO OF THE BRONX PARENT HOUSING NETWORK INC. (BPHN)



In his current position Mr. Rivera oversees a budget of \$50 million and has helped create affordable housing opportunities for hundreds of single parents and persons living with disabilities, specializing in housing for people living with HIV/AIDS, Mental Illness & Homelessness. It is his personal and professional mission to help provide good, affordable housing and strong supportive services to help clients maintain their place in society. Most recently he secured several hundred unites of emergency housing for DHS/HIV-positive individuals and their families in Manhattan & the Bronx which diverted several thousand families and thousands of formerly incarcerated men and women from homelessness. Mr. Rivera has a Master of Public Administration from Metropolitan College, a Certificate of Completion from Columbia University Charles H. Revson Fellows Program, and a CASAC-T certificate. He is a recipient of the Manny Maldonado Award of Excellence and Dedication in the field of HIV/AIDS from Arrive Exponent Inc.

XIOMARA WALLACE

DIRECTOR OF AUXILIARY AND COMMUNITY AFFAIRS, NEW YORK CITY HEALTH + HOSPITALS



Xiomara Wallace has over fifteen years of experience in the healthcare industry and has worked in various capacities with Emblem Health, Duane Reade Pharmacy and New York City Health + Hospitals/Kings County. Her contributions and continued focus are all related to health education, community outreach and initiatives that empower and protect underserved populations. These factors all contribute to her latest pursuit of completing a Master's degree in Social Work at Fordham University School of Social Services. Xiomara already possesses a Bachelor's degree in Health Service Administration from CUNY Herbert H Lehman College. Xiomara also completed an Associate degree in Early Childhood Development at CUNY Borough of Manhattan College.

Xiomara proudly serves as the Director of Auxiliary and Community Affairs with New York City Health + Hospitals, the largest public health system in the nation. In the capacity of Director, Xiomara spearhead community outreach and health initiatives for the nation's largest healthcare system. She provides technical support and best practice guidance to 22 facility-based Auxiliary 501c3. In addition, Xiomara Wallace collaborates with her colleagues within the Office of Government and Community Relations on Community Advisory Board members to design, develop and implement initiatives to increase community's awareness of NYC Health + Hospitals' health programs and patient care enhancements.

As an immigrant from Dominican Republic, Xiomara recognizes that access to healthcare, education and mentorship are much needed to excel and thrive.

EX-OFFICIO MEMBER: JOSÉ VALENCIA

PRESIDENT, ASA COLLEGE



ROLES AND RESPONSIBILITIES OF BOARD MEMBERS

The Middle States Commission on Higher Education expects Board of Trustees members to fulfill the following roles and responsibilities:

- Assuming responsibility for the quality and integrity of the institution;
- Assuming responsibility for ensuring that the institution's mission is being carried out;
- Fulfilling the board's fiduciary responsibilities;
- Certifying to the Commission that the institution is in compliance with the Requirements of Affiliation, accreditation standards, and policies of the Commission;
- Describing itself in identical terms to all its accrediting and regulatory agencies;
- Communicating any changes in its accredited status;
- Agreeing to disclose any information required by the Commission to carry out its accrediting responsibilities;
- Assisting in generating resources needed to sustain and improve the institution;
- Periodically, objectively assessing the governing body in meeting its stated objectives;
- Appointing a chief executive officer (hereafter referred to as the president) with primary responsibility to the institution and delegating appropriate responsibilities to that individual; and
- Periodically assessing the effectiveness of institutional leadership and governance.

Other fundamental responsibilities of a governing board normally include the following:

- Making and delegating decisions that are in the best interests of the institution and its constituents;
- Ensuring institutional and governing board adherence to the highest standards of integrity;
- Protecting constituent and public interests in the institution;
- Advocating for and, when necessary, defending the institution;
- Ensuring that the institution's core purposes and values are fulfilled through development and oversight of institutional policies and operations;
- Appointing and supporting the president or chief executive officer and monitoring his or her performance;
- Enhancing the institution's ability to fulfill its core values and purposes; and
- Participating actively and appropriately in accreditation and reaccreditation processes, as described in the Commission's accreditation handbooks.

BYLAWS OF THE BOARD OF TRUSTEES

ASA College Board of Trustees Bylaws Adopted on October 10, 2007 Reaffirmed February 9, 2010

ARTICLE I

Power of Trustees

The Board of Trustees shall have and shall exercise the corporate powers prescribed by law. Its primary function shall be policy making and providing responsibility for sound management of the corporation (referred to as “the College”). The Board of Trustees shall further determine the general, educational, and financial policies of the College, and shall have the power to carry out any other functions, which are permitted by these bylaws or by the articles of incorporation, except as limited by law. These powers shall include but shall not be limited to the following:

1. Determine and periodically review the purpose and the mission of the College.
2. Appoint the President, who shall be the Chief Executive Officer of the College. The degree granting powers rest on the Board, not on the President. The Board may also remove the President for just cause.
3. Organize and review the institutional governance structure of the College.
4. Authorize the initiation/submission/major changes to degree programs.
5. Review of audited financial statements annually.
6. Develop and promote positive relationships with the public.
7. Assure continuous assessment and long-range planning.
8. Promote continuous assessment and long-range planning.

ARTICLE II

Membership

Section 1: Trustees

The Board of Trustees shall consist of not fewer than five and not more than thirteen members. The President of the College shall serve as a Trustee, *ex officio*, and shall have all the rights of elected Trustees except the right to vote.

Section 2: Elections

New members of the Board of Trustees shall be elected by a majority of the Trustees then in office at any meeting of the Board.

Section 3: Terms

Trustees shall serve for five-year terms and may succeed themselves in office. An incumbent shall continue to serve until a replacement is elected to fill the position.

Section 4: Resignation and Removal

A Trustee may resign at any time by giving written notice to the Chair. Any member of the Board of Trustees may be removed from office, for cause, at any meeting of the Board by an affirmative vote of two-thirds of the Trustees then in office.

ARTICLE III

Officers of the Board

The Board shall elect from among the Trustees a Chair, a Vice Chair, and a Secretary. A Chair for each Standing Committee shall be appointed for three years by the Board Chair. Standing Committee Chairs may be re-appointed.

Section 1: The Chair

The Chair is the presiding officer of the Board and of the Executive Committee and shall be a member of all Board Committees.

Section 2: The Vice Chair

In the absence of the Chair, the Vice Chair shall assume the duties of the Chair.

Section 3: The Secretary

The Secretary shall give notice of all meetings of the Board and of the Executive Committee and shall keep a record of all actions of the Board and the Executive Committee.

ARTICLE IV

Meetings

Sections 1: Regular and Special Meetings

The Board shall have a minimum of three regular meetings in each academic year. The Chair or a majority of the Executive Committee upon proper notification may call a special meeting.

Notice of the time and place of each regular and special meeting of the Board shall be sent by the Secretary to each Trustee's usual address, not fewer than ten business days before such meeting. In case of special meetings, the notice shall state the purpose(s) of the meeting, and no business shall be transacted at such meeting that does not relate to the purpose(s) stated.

Section 2: Quorum and Action by the Board

The presence of a majority of the Board shall constitute a quorum for the transaction of business. Participation by one or more Trustees by means of a conference telephone call or similar communication equipment allowing all persons participating in the meeting to hear each other at the same time shall constitute presence at such meeting.

Each Trustee shall have one vote. The vote of a majority of the Trustees present at the time of the vote, if a quorum is present, shall be the act of the Board.

ARTICLE V

Committees

There shall be an Executive Committee of the Board and five Standing Committees. The Board may from time to time establish other committees, delegate authority, and elect officers to such committees.

The Chair shall appoint members of Standing Committees, after consultation with the Board. The Chair of the Board and the President of the College shall be *ex officio* members of all Standing Committees.

Each Committee shall determine its own procedures, which shall be consistent with these bylaws. The Committee Chair shall arrange that minutes be taken and shall report to the Board matters concerning Committee proceedings.

The presence of a majority of the members of any Committee shall constitute a quorum for the transaction of business. Each Committee members shall have one vote. The vote of a majority of Committee members present at the time of the vote, if a quorum is present, shall represent the decision of the Committee.

Section 1: Executive Committee

The Executive Committee shall consist of the Chair of the Board, who shall preside; the Vice Chair; the Secretary; the President; and such additional Trustees as the Board may elect.

Between meetings of the Board, the Executive Committee shall exercise all responsibilities of the Board except the following:

- a. To remove from office a Trustee or officer of the Board
- b. To grant degrees
- c. To adopt, amend, modify, suspend or revoke these bylaws.

Section 2: Standing Committees

The five Standing Committees shall be: Finance, Marketing, and Public Relations, Educational and Student Affairs, Long-range and Strategic Planning, and the Nominating Committee. Each Standing Committee shall consist of a Chair who shall preside and such additional Trustees as the Board may elect.

Finance Committee

This Committee is responsible for review of financial reports of the college. It is answerable to the Board for making recommendations on budgeting, tuition and fees, investments, and all other matters relevant to the financial health and growth of the institution.

Marketing and Public Relations Committee

Along with promoting the College through various media, this Committee is in charge of developing communication with educational organizations, professional individuals, the business community, and the community at large.

Academic Affairs and Student Services Committee

This Committee shall, in cooperation with the President, the Provost, the Academic Dean, and the faculty, be responsible for all of the academic offerings provided by the College, including evaluating current programs and recommending new ones. In addition, this Committee strives to afford a supportive range of educational services including admissions, financial aid, advisement, and placement. It also promotes co-curricular and extra-curricular activities.

Long-range and Strategic Planning Committee

This Committee is charged with identifying both potential problems and future growth areas for the institution. It works to assure the integration of planning with resource allocation and development.

Nominating Committee

This Committee shall, as needed, recommend to the Board the names of individuals to be considered for membership. Relevant background information shall be provided to members at a regular Board meeting.

ARTICLE VI

Indemnification

Each Trustee of the College shall be indemnified against all expenses actually and necessarily incurred by such Trustee in connection with the defense of any action, suit, or proceeding to which he or she has been made a party by reason of being or having been such Trustee except in relation to matters as to which such Trustee shall be adjudicated in such action, suit, or proceeding to be liable for gross negligence or willful misconduct in the performance of duty.

ARTICLE VII

Conflict of Interest

A Trustee shall be considered to have a conflict of interest if any of the following apply:

- a. Such Trustee has existing or potential financial or other interests which impair or might reasonably appear to impair such member's independent, unbiased judgement in the discharge of his or her responsibilities to the College, or
- b. Such Trustee is aware that a member of his or her family (which for purposes of this paragraph shall be a spouse, parent, sibling, child, and any other relative if the latter resides in the same household as the Trustee), or any organization in which such Trustee (or member of his or her family) is an officer, director, employee, member, partner, trustee, or controlling stockholder and has such existing or potential financial or other interests.

All Trustees shall disclose to the Board any possible conflict of interest at the earliest practicable time. No Trustee shall vote on any matter under consideration at a Board or Committee meeting in which such Trustee has a conflict of interest.

The minutes of such meeting shall reflect that a disclosure was made and that the Trustee having a conflict of interest abstained from voting.

Any Trustee who is uncertain whether a conflict of interest may exist in any matter may request the Board or Committee to resolve the question by majority vote.

ARTICLE VIII

Discrimination Prohibited

In administering its affairs, the College shall not discriminate against any person on the bases of race, creed, color, national or ethnic origin, sexual orientation, age or disability.

ARTICLE IX

Amendments

These bylaws may be altered or amended by a vote of a majority of the members of the Board of Trustees at any regular or special meeting duly convened after notice of that purpose.

MEETINGS

Board meetings share a routine agenda that includes the President's report, a report on academic affairs, a financial update, and a forum for new business. Management policies, educational programs, and financial matters are brought to the Board of Trustees' attention mainly through the President's report. Institutional policies developed by the Executive Committee and other pertinent matters are reported by the President or Provost. Such matters typically include updates on enrollment, marketing initiatives, human resource changes, placement statistics, and legislative issues. Updates on educational programs, new academic initiatives, faculty development, and accreditation issues are presented by the Provost.

The Board of Trustees meets regularly and for a set number of times during the year (minimum of six). Board members are expected to attend not less than 50% of the meetings throughout the year. The schedule of meetings is agreed upon by the Trustees at the beginning of the year and is recorded in the minutes. Meetings typically are scheduled on Tuesdays or Thursdays, start at 6:30 p.m. and last for two and a half to three hours. An agenda is prepared by the Chairman, in consultation with other Trustees and the President, and is circulated among the Trustees before every meeting. A quorum, that is a majority of the Trustees, is required to have a meeting.

Meetings are generally in person but teleconference call meetings are also possible. With the current technology, meetings can also be done through Skype or other online connectivity tools. Meeting minutes are recorded and such minutes are reviewed and approved by the Trustees at the next meeting.

CAMPUS TOURS

BOT meetings are held at each campus location at least once per year and includes a tour of each facility. Trustees are also encouraged to visit all of ASA College's campuses for the purpose of meeting key people and touring the facilities. During such tours, arrangements can be made for the Trustee to visit the classrooms and meet with selected students and faculty. It is also important that such a visit gives the Trustee an opportunity to meet with the Executive Committee members and other college officers.

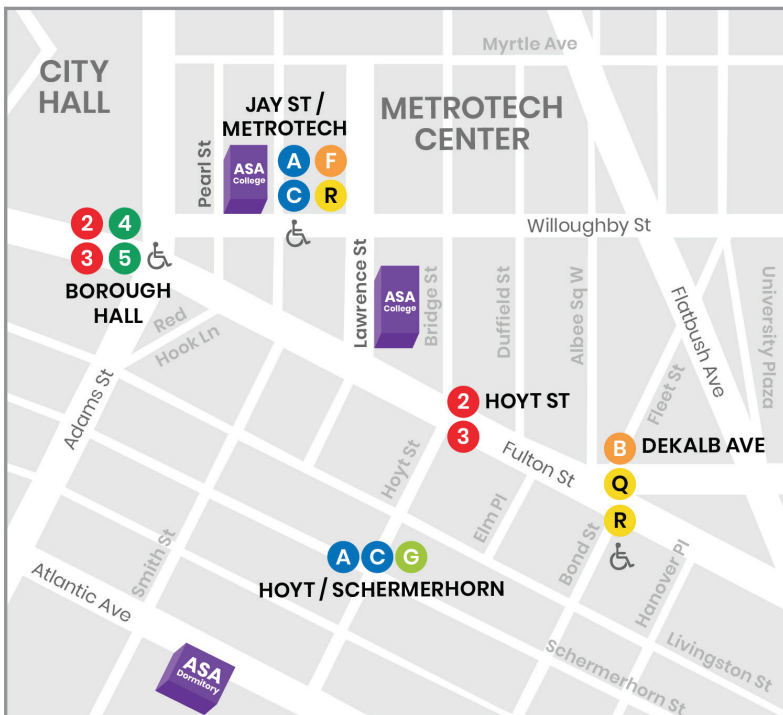
CAMPUS MAPS – NEW YORK



Address: 1293 Broadway, One Herald Center | **Phone:** (212)672-6450

ASA College's Manhattan Campus is conveniently located in the heart of midtown, at the intersection of 34th Street and Broadway, across from Macy's and one block from the Empire State Building. It is easily accessible by public transportation with quick connections to Penn Station and Grand Central Terminal.

TRAINS:	
34th Street & 8th Avenue:	A, C, E, LIRR
34th Street & 7th Avenue:	1, 2, 3, LIRR
34th Street & 6th Avenue:	B, D, F, M, Q, N, R, W
Lexington Avenue:	6
Amtrak, New Jersey Transit	



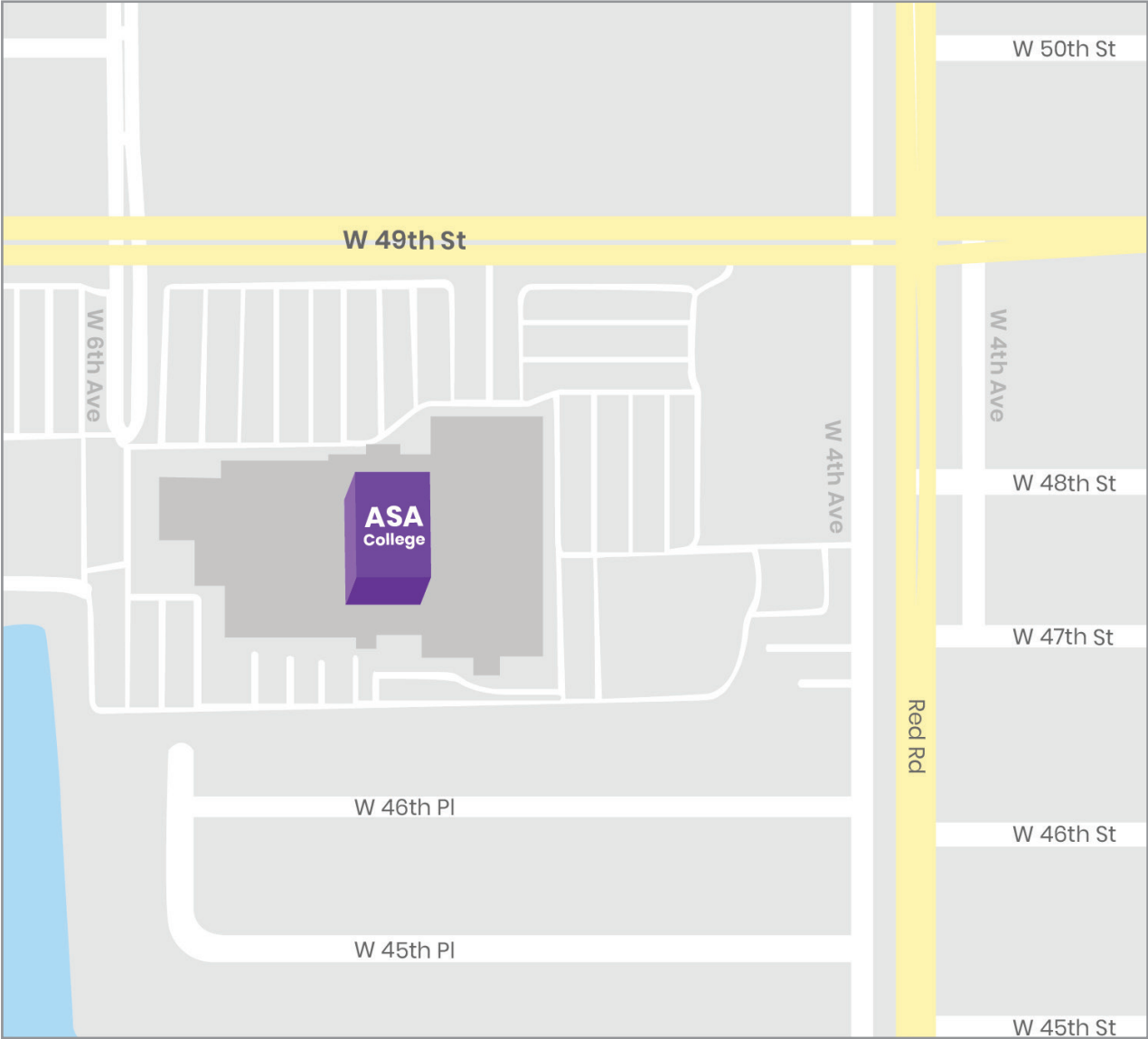
Address: 383 Pearl St. Brooklyn, NY 11201 | **Phone:** (718)522-9073

Address: 151 Lawrence St. Brooklyn, NY 11201 | **Phone:** (718)522-9073

ASA's Brooklyn Campus is conveniently located in the MetroTech downtown business area, not far from Borough Hall and adjacent to Fulton Mall. It is well served by subway and bus and only a few minutes from Manhattan.

TRAINS:	
Lawrence St./ Metrotech Station:	R, M
Borough Hall:	4, 5, 2, 3
Jay Street/ Metrotech Station:	A, C, F
Hoyt Street:	2, 3
DeKalb Avenue:	B, M, Q, R
BUSES:	
Fulton Mall & Bridge Street:	B25, B26, B38, B52, B61, B67, B75

CAMPUS MAP - FLORIDA



Address: 530 West 49th Street, Hialeah, FL 33012 | **Phone:** (786) 279-2643



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