

**Jackson College
Board of Trustees Meeting
Regular Meeting - Monday, January 11, 2021
6:30PM**



AGENDA

- 1.0 Call to Order & Pledge of Allegiance**
- 2.0 Trustee Declarations per Act No. 228, Public Acts of 2020 (SB 1108)**
- 3.0 Synchronous Board Meeting Protocols**
- 4.0 Board Reorganization**
 - 4.1 Board Chair
 - 4.2 Board Vice-Chair
 - 4.3 Board Secretary
- 5.0 Adoption of Minutes**
 - 5.1 Regular Board Meeting, Dated 11.9.20
- 6.0 Declaration of Conflict of Interest**
- 7.0 Ownership Linkage**
 - 7.1 Public Comments (limit of 5 minutes per person)
 - 7.2 Board Comments
 - 7.3 Ownership Linkage Committee Strategy
- 8.0 Items for Decision**
 - 8.1 Governance Process**
 - 8.1.1 By-Laws Revision
 - 8.1.2 Board of Trustee Orientation Manual
 - 8.1.3 Policy Review GP 07.1 Audit Committee Terms of Reference
 - 8.2 Executive Limitations**
 - 8.2.1 Consideration of new Jackson College Foundation Board member
 - 8.2.2 EL-09 Organizational Culture Policy Review
 - 8.2.3 EL-07 Compensation & Benefits Policy Review
- 9.0 Monitoring CEO Performance**
 - 9.1 EL-09 Organizational Culture
 - 9.2 EL-07 Compensation & Benefits
 - 9.3 Quarterly CEO Compliance Review
- 10.0 Monitoring Board Performance**
 - 10.1 Board Self-Monitoring Worksheet of GP 07.1 Audit Committee Terms of Reference
- 11.0 Self-Evaluation of Governance Process & Board Performance at this Meeting**
 - 11.1 Principles of Policy Governance
- 12.0 Meeting Content Review**
- 13.0 Adjourn**

<http://www.legislature.mi.gov/documents/2019-2020/publicact/pdf/2020-PA-0228.pdf>

BOARD OF TRUSTEES MEETING
Action & Information Report
Board Meeting Date: January 11, 2021



TO: Jackson College Board of Trustees
FROM: Dr. Daniel J. Phelan, President

Subject to be Discussed:

3.0 Synchronous Board Meeting Protocols

Description:

Given we will continue to hold virtual board meetings for some time, it occurred to me that we could benefit from clarity around the functional elements of conducting the Board's work on a virtual platform.

Enclosed are some potential protocol discussion points and questions for consideration and definition by the Board. The Chairman will be leading this discussion.

Once these are codified, though not as policy, we'll update this document and append it to our monthly agenda, for as long as we remain virtual. If the Board is so inclined, it could be properly added to the meeting by-laws...which has the added benefit of being in place, should similar conditions ever arrive in the future.

Resource Impact:

None

Requested Board Action:

Establish video-based board meeting protocols and procedures

Action Taken:

Protocols were discussed and will be added to the Bylaws for formal consideration at the next meeting.



Jackson College Board of Trustees Meeting Protocols

The pandemic has disrupted so much in our world, including the way we conduct board meetings, prompting a move to a virtual platform. Not surprisingly, member participation from home can create the potential for distractions, not normally found in the board room (e.g., guest appearances from family, cameos from pets, background noises, etc.). Additionally, there are a number of technical, operational, and even legal elements with which we have not needed to contend previously.

With that understanding, and to provide for a more efficacious and orderly meeting, which is being recorded, it seems that in this non-traditional landscape, it would be prudent to adopt additional meeting protocols for Zoom-based board meetings.

I proposed the following for consideration and possible adoption by the board whenever conducting its business on a video platform:

- How soon should members log on to the meeting in order to test system functionality?
- Should the member's audio remain "muted" until they wish to speak?
- Should members be allowed to shut off their video? If so, under what conditions?
- Should the members use the 'Chat' feature, especially the private-messaging feature, mindful that it has the potential for violation of state law?
- Should members use the "Raise Hand" feature to be acknowledged by the Chairman?
- Should members be allowed to step away from the meeting?
- Should there be a standard name convention at the base of the member's video screen for all to see?
- Should the meeting advance unless all members are signed on – even when a member is having difficulty doing so?
- Should we require members to avoid multitasking during the meeting?
- Should all members have access to screen sharing capabilities?
- How do we ensure that member backgrounds are appropriate and legally compliant?
- How does the board wish the CEO to address "zoom-interrupters"?

BOARD OF TRUSTEES MEETING
Action & Information Report
Board Meeting Date: January 11, 2021



TO: Jackson College Board of Trustees
FROM: Dr. Daniel J. Phelan, President

Subject to be Discussed:

- 4.0 Board Reorganization
 - 4.1 Board Chair
 - 4.2 Board Vice-Chair
 - 4.3 Board Secretary

Description:

Every other year, following November elections, and at the direction of the Acting Board Chair (i.e., the Assistant to the Board), the Board reorganizes itself around the following Board elected positions: Board Chair; Board Vice Chair; and Board Secretary (recall that, via Policy Governance, we no longer have a Treasurer post).

For the purpose of initiating the reorganization process, I propose that Sara Perkin initially serve as the Acting Board Chairperson. She will open the meeting, and then conduct the process of the election of the Chairperson for the January 2021-2023 period. Upon being duly elected, the new Chairperson will undertake the leadership of election for the remaining Board Officers, as well as the balance of the meeting.

Resource Impact:

None

Requested Board Action:

Reorganization of the Board.

Action Taken:

Sara Perkin asked for nominations for the position of Board Chairman. Trustee Crist nominated Trustee Barnes for the roll of Board Chairman. There were no other nominations. **MOTION BY TRUSTEE HOFFMAN** "to nominate Sam Barnes as Board Chairman." **ROLL CALL VOTE: TRUSTEES HOFFMAN, MATHEIN, BARNES, PATTERSON, HEINS, CRIST, HOFFMAN AND LAKE VOTE AYE. MOTION PASSED UNANIMOUSLY.**

Sara Perkin turned the meeting over to Chairman Barnes to continue the meeting.

Vice Chairman

BOARD OF TRUSTEES MEETING
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Trustee Barnes nominated Trustee Crist for the position of Board Vice Chairman. There were no other nominations. **MOTION BY TRUSTEE HOFFMAN** "to nominate John Crist as Board Vice Chairman." **ROLL CALL VOTE: TRUSTEES MATHEIN, PATTERSON, HEINS, CRIST, LAKE, HOFFMAN AND BARNES VOTE AYE. MOTION PASSED UNANIMOUSLY.**

Board Secretary

Trustee Barnes nominated Trustee Patterson for the roll of Board Secretary. There were no other nominations. **MOTION BY TRUSTEE HOFFMAN** "to nominate Sheila Patterson as Board Secretary." **ROLL CALL VOTE: TRUSTEES MATHEIN, PATTERSON, HEINS, CRIST, LAKE, HOFFMAN AND BARNES VOTE AYE. MOTION PASSED UNANIMOUSLY.**

REGULAR MEETING OF THE BOARD OF TRUSTEES
Jackson College
Virtual/Electronic Meeting – Via Zoom Video Communications
November 9, 2020

The regular meeting of the Board of Trustees of Jackson College was held on Monday, November 9, 2020 electronically on the Zoom video platform.

Chairman Barnes called the meeting to order at 6:30pm Eastern Standard Time.

Board Members Present: Chairman, Sam Barnes; Vice Chairman, John Crist; Trustee; Matt Heins, Trustee; Donna Lake, Trustee; Philip Hoffman, Secretary, Sheila Patterson and Trustee Dr. Ed Mathein (joined meeting at 6:38pm).

Others Present: Dr. Daniel J. Phelan, Sara Perkin, Darrell Norris, Jason Valente, Alana Tuckey, Kelly Chambers, Michael Masters, Aaron Ensley, Jennie Lambert, Teresa Choate and Jessica Houston.

TRUSTEE DECLARATIONS PER MICHIGAN PUBLIC ACT NO 228 PA OF 2020

All Trustees declared that they are attending remotely for a purpose other than military duty.

- Chairman Barnes declared he is attending virtually, not because of military duty and he is at his residence in the City of Jackson Michigan.
- Trustee Crist declared he is attending virtually, not because of military duty, and he is in Grand Traverse County in Michigan.
- Trustee Lake declared she is attending virtually, not because of military duty, and she is at her residence in Jackson Michigan.
- Trustee Mathein declared he is attending virtually, not because of military duty, and he is at his residence in Jackson Michigan.
- Trustee Hoffman declared he is attending virtually, not because of military duty, and he is at his residence in Liberty Township in Jackson County Michigan.
- Trustee Heins declared he is attending virtually, not because of military duty, and he is at his residence in Summit Township in Jackson Michigan.
- Trustee Patterson declared she is attending virtually, not because of military duty, and she is at her residence in the City of Jackson Michigan.

ADOPTION OF MINUTES

The minutes of the regular Board meeting of October 12, 2020, and Board's Fall Planning Session meeting minutes of November 6, 2020, were moved into the record, without change, by Chairman Barnes on behalf of the Trustees.

DECLARATION OF CONFLICT OF INTEREST

There were no conflicts of interest expressed by Trustees.

OWNERSHIP LINKAGE

There were no public comments.

BOARD COMMENTS

There were no board comments.

EXECUTIVE LIMITATIONS

Naming of Central Campus Pond

President Phelan requested the Board consider and approve the name of 'Zenneth Pond' for the recently completed pond on the Central Campus. This recommendation resulted following a naming competition for employees. Zenneth is an alumni of Jackson Junior College who went missing after taking off for an air raid during WWII.

MOTION BY TRUSTEE CRIST "To approve Zenneth Pond as the name for the Central Campus pond." **ROLL CALL VOTE: TRUSTEES CRIST , PATTERSON, LAKE, HOFFMAN, HEINS AND BARNES VOTING AYE. MOTION PASSED UNANIMOUSLY.**

EL-04 Financial Conditions & Activities Policy

President Phelan presented minor changes to EL-04 Financial Conditions & Activities for the Board's consideration. The primary change was to remove statements that are duplicative and are in another policy.

EL-08 Communication & Support to the Board Policy

President Phelan presented minor changes to EL-08 Communication & Support to the Board for the Board's consideration. These changes more accurately reflect College practices and also incorporate changes suggested during the Board's Fall Planning Session.

MOTION BY TRUSTEE MATHEIN "To approve policies EL-04 Financial Conditions & Activities and EL-08 Communication & Support to the Board." **ROLL CALL VOTE: TRUSTEES CRIST, HEINS, HOFFMAN, MATHEIN, PATTERSON, LAKE AND BARNES VOTING AYE. MOTION PASSED UNANIMOUSLY.**

MONITORING CEO PERFORMANCE

EL-04 Financial Conditions & Activities Monitoring Report

President Phelan presented highlights from the EL-04 Financial Conditions & Activities monitoring report.

MOTION BY TRUSTEE LAKE "To accept the EL-04 Financial Conditions & Monitoring Report." **ROLL CALL VOTE: TRUSTEES LAKE, PATTERSON, MATHEIN, HOFFMAN, HEINS, CRIST AND BARNES VOTING AYE. MOTION PASSED UNANIMOUSLY.**

EL-08 Communication & Support to the Board

President Phelan presented highlights from the EL-08 Communication & Support to the Board monitoring report. During discussion, President Phelan asked to receive a

quarterly performance evaluation, based upon compliance with Board Policies, and the Board agreed to this.

MOTION BY TRUSTEE MATHEIN “To accept the EL-08 Treatment of Students Monitoring Report.” **ROLL CALL VOTE: TRUSTEES MATHEIN, LAKE, PATTERSON, HOFFMAN, HEINS AND BARNES VOTING AYE. MOTION PASSED UNANIMOUSLY.**

MONITORING BOARD PERFORMANCE

Board Self-Monitoring Worksheet of BCD-01 Unity of Control

The Board had no discussion surrounding the self-monitoring worksheet they completed for BCD-01 Unity of Control. It was agreed by members that they would continue how they are handling the self-assessments.

INFORMATION REQUESTED BY THE BOARD

Audit Report

Jennie Lambert from the Rehmann organization was on hand to provide an overview of the annual audit and shared there were no significant findings.

CEO/CFO Audit Certifications

President Phelan shared the signed Audit Certification forms for himself and CFO Darrell Norris. He noted that, under Policy Governance design, this item is no longer necessary going forward.

SELF-EVALUATION OF GOVERNANCE PROCESS & BOARD PERFORMANCE AT THIS MEETING

This agenda item provided an opportunity for the Board discussion to reflect on how well Policy Governance principles were incorporated into each meeting. Board members shared they appreciate the new monitoring report format and also refresher time with consultant Rose Mercier.

MEETING CONTENT REVIEW

President Phelan shared that this section of the meeting agenda was added to provide the Board the opportunity to give feedback to the Chairman and the Executive as to the quality of information provided to them during this specific meeting. There was no feedback on content.

ADJOURN

MOTION BY TRUSTEE HOFFMAN “To adjourn.” **ROLL CALL VOTE: TRUSTEES CRIST, HEINS, LAKE, HOFFMAN, PATTERSON, MATHIEN AND BARNES VOTING AYE. MOTION PASSED UNANIMOUSLY.**

Meeting adjourned at 7:20PM.

The foregoing minutes of the regular meeting of the Board of Trustees held on Monday, November 9, 2020 were approved at the regular meeting of the Board held on January 11, 2021.

Sheila Patterson

Secretary

Samuel D. Barnes

Chairman

BOARD OF TRUSTEES MEETING
Action & Information Report
Board Meeting Date: January 11, 2021



TO: Jackson College Board of Trustees
FROM: Dr. Daniel J. Phelan, President

Subject to be Discussed:

- 7.0 Ownership Linkage
 - 7.1 Public Comments (limit of 5 minutes per person)
 - 7.2 Board Comments
 - 7.3 Ownership Linkage Committee Strategy

Description:

This item is placed on the agenda for members of the community to provide comments to the Board of Trustees. This is the only open forum period during each regularly scheduled board meeting. Comments are limited to five (5) minutes unless a significant number of people plan to speak; in that instance, the Chair may limit a person's comments to less than five (5) minutes.

When addressing the Board, speakers are required to be respectful and civil. All individual, personnel, or student matters should be directed to the appropriate College department, rather than the Board, as these are operational items versus policy matters. As a standard practice, the Board does not respond in this setting when the matter presented concerns personnel, student issues, or matters that are being addressed through the established grievance or legal processes, or otherwise are a subject of review by the Board of Trustees.

Board Members have the opportunity to share any appropriate comments during this timeframe and during this meeting, Trustees Lake and Crist will provide a brief update on the Ownership Linkage Committee Strategy.

Resource Impact:

None

Requested Board Action:

None

Action Taken:

An update was provided by Trustee Lake.

Discussion was had around providing a one-time recognition to President Phelan.
MOTION BY TRUSTEE HOFFMAN "to award a nominal one-time bonus of \$3,500 to

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President Phelan". **MOTION SUPPORTED BY TRUSTEE CRIST. ROLL CALL VOTE: TRUSTEES PATTERSON, LAKE, MATHEIN, HOFFMAN, CRIST AND BARNES VOTING AYE. TRUSTEE HEINS VOTING NAY. MOTION PASSED WITH MAJORITY VOTE.**

BOARD OF TRUSTEES MEETING
Action & Information Report
Board Meeting Date: January 11, 2021



TO: Jackson College Board of Trustees
FROM: Dr. Daniel J. Phelan, President

Subject to be Discussed:

8.1.1 By-Laws Revision

Description:

Enclosed for consideration are the By-Laws. Small proposed edits have been made to appropriately reflect the standing agenda items.

Resource Impact:

None

Requested Board Action:

Consideration and approval of the revised By-Laws.

Action Taken:

None. This item was carried over to the next meeting pending the addition of meeting protocols.



Bylaws Board of Trustees Jackson College

Summary:

Bylaws are essential for effective operation of the Jackson College Board of Trustees. Generally, these Bylaws serve to establish the name of the organization, how the College is governed, the requirements for membership, offices that may be held, the titles and responsibilities for said offices, as well as the means by which the offices are to be assigned. These Bylaws also define how its meetings are conducted, and how often meetings are held. Finally, these Board's bylaws constitute legal guidelines for the work of the board and are focused only on the highest level of governance issues.

Bylaws:

The enclosed bylaws shall constitute the structure, operation and responsibilities of trustees in conducting formal business matters at its regular monthly board meetings for Jackson College.

1. Name of the Organization:

- a. The legal and official name of the organization shall be Jackson College

2. Officers:

- a. The organizational meeting for election of officers shall be held on the day and at the time prescribed by law.
- b. Officers shall be elected as prescribed by law. Each officer shall be elected by a majority of the members of the board. The term of each officer shall be for a period of two years. Each officer shall perform the legal duties of the office and such other functions as are designated by the Board of Trustees.

3. Duties of Officers:

- a. The Chairperson of the board shall have the usual duties and authority consistent with education laws. He or she shall appoint all committees unless otherwise directed by the board.

- b. The Vice-chairperson shall perform the duties of the chairperson in the absence of the chairperson. He/she shall perform other functions and duties as designated by the Board.
- c. Removal of Officers
Any officer of the board may be removed for cause by resolution of a majority of the board at a regular monthly meeting with the item appearing on the agenda for that meeting.

4. Meetings:

All meeting locations are properly noticed in accord with the prescription of law. With the exception of February, all meetings shall be held on the second Monday of each month, beginning at 6:30 p.m., as approved in advance by a majority of the board of trustees. The February board meeting will be held on the first Monday of the month. No further notice of such meetings shall be required to be given to the members of the board.

a. Regular Meetings:

Regular meetings of the board of trustees shall be held at the following locations for the months, days, and times noted:

Jackson College, Central Campus 2111 Emmons Road Jackson, MI 49201 Potter Center board room	January, February, March, May, June, September, October
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Jackson College @LISD Tech Campus 1376 North Main Street Adrian, MI 49221	April
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Jackson College, LeTarte Campus 3120 West Carleton Road Hillsdale, MI 49242	August
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Jackson College, Maher Campus 3000 Blake Road Jackson, MI 49201	November
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b. Special Meetings:

Special meetings of the Board of Trustees may be called by the Chairperson of the Board, or any board member, by serving the members a notice of the time and place of the meeting.

Service of the notices shall be accomplished by:

- i. Delivering the notices to the members at least 24 hours before such meeting is to take place by phone, email, or overnight or standard mail.

Service, as above prescribed, may be made by a member of the Board, the secretary of the board, and any employee of the board or other person as directed by the Board Chairman.

c. Attendance at Meetings:

All members of the Board should use every reasonable effort to attend all meetings of the Board of Trustees in person. If this is not possible because of extenuating circumstances, participation by conference call or other electronic communication shall be permitted under the following circumstances:

- i. A quorum of the Board shall be physically present at the meeting location;
- ii. Electronic participation must be approved by the majority of the Board;
- iii. Where a board member (or members) is unable to attend a meeting due to circumstances beyond his or her control;
- iv. In such circumstances, telephone conference call participation or participation by other electronic means must be conducted by using two way speaker phones or other electronic devices that allow all other board members and the public to hear all of the caller's comments and votes;
- v. All votes during a telephone conference call, meeting or through the utilization of other electronic communication, shall be taken by roll call. The board member must identify themselves verbally over the phone speaker system before each roll call vote; and
- vi. Board members may not participate remotely in closed sessions.

d. Place of Meetings:

All Board meetings will be held within the College service area of Jackson, Lenawee and Hillsdale counties.

e. Adjourned Meetings:

Any legal meetings of the Board may be adjourned to a specific time and place. Only items on the agenda of the meeting adjourned may be acted upon at the adjourned meeting.

f. Time Limit:

The time of regular meetings of the Board of Trustees shall be limited to two hours. A vote may be taken by the Board to extend the meeting should the agenda warrant such an extension. Items on the agenda requiring extended deliberation shall be taken up at adjourned or special meetings.

5. Electronic Communications:

Neither the board collectively nor its individual members may engage in electronic communications for the purpose of making a decision or deliberating towards a decision. This would include sequential communications forwarded to or among Board Members with respect to deliberations, opinions or matters which could result in a Board decision.

This applies at all times, including by way of example and not limited during the course of board meetings, except as noted in 6.c. above.

It is the express policy of the Board that all communications between and among Board Members shall comply with the Michigan Open Meetings Act, the purpose of which is to facilitate public access to official decision making.

6. Committees of the Board:

a. Standing Committee;

The Board of Trustees shall have a standing Audit Committee. The Audit Committee will bring forward recommendations to the entire Board for consideration and appropriate action, as warranted. The Committee alone holds no authority for decision making, as this is retained by the full Board only.

b. The Board of Trustees shall have a standing Ownership-Linkage Committee. The Committee will bring forward recommendations to the entire Board for consideration and appropriate action, as warranted. The Committee alone holds no authority for decision making, as this is retained by the full Board only.

c. Special Committee

The Board of Trustees shall authorize such special committees as are deemed necessary. A special committee shall report recommendations to the board for appropriate action. A special committee shall be dissolved when final action on its report is taken by the Board.

7. Minutes of Proceedings:

a. Minutes of the proceedings of the previous meeting shall be prepared by and electronically delivered to the members at least 48 hours before the time of the next regular meeting.

- b. The minutes of the preceding meeting shall be approved by the Board and signed by the Chairperson and the Secretary.
- c. All motions shall be accurately and completely recorded. The names of those who make motions and those who vote yeas and nays shall be recorded.
- d. The official minutes shall be bound and kept in the President's office of the College as well as posted on the College website.

8. Records Available:

All records of the Board of Trustees shall be available to citizens for inspection at the office of the president during regular office hours.

9. Quorum:

The physical presence of the majority of the Board of Trustees constitutes a quorum, but no act is valid unless voted at a meeting of the board by a majority vote of the members of the Board. Less than a quorum may adjourn to a future date.

10. Compensation and Expenses:

No member of the Board of Trustees may receive any compensation for any services rendered to the district. Expenses of Board Members will be reimbursed in accordance with College policy.

11. Transaction of Business:

The Board of Trustees shall transact all business at a legal meeting of the board. No member of the Board of Trustees shall have power to act in the name of the board outside of the board meetings except when authorized by the Board to do so.

12. Order of Business:

The following is the prescribed outline of the meeting agenda for regularly scheduled Board meetings:

- 1.0 Call to Order & Pledge of Allegiance
- 2.0 Synchronous Board Meeting Protocols
- 2.03.0 Adoption of Minutes
- 3.04.0 Declaration of Conflict of Interest
- 4.05.0 Ownership Linkage
- 5.06.0 Board Education
- 7.0 Items for Decision
- 5.47.1 ENDS Items for Decision
- 8.07.2 Governance Process Items for Decision
- 9.07.3 Executive Limitations Items for Decision
- 10.07.4 Board-Management Delegation Items for Decision
- 448.0 Required Approvals Agenda
- 429.0 Monitoring CEO Performance
- 10.0 Monitoring Board Performance

113.0 Information Requested by the Board

12.0 Self-Evaluation of Governance Process & Board Performance at this meeting

143.0 Meeting Content Review~~Information Requested by the Board~~

154.0 Adjourn

13. Amendments:

These by-laws may be amended at a meeting of the Board by a majority of the members of the board.

14. Rules of Order:

The latest edition of *Robert's Rules of Order: Procedure for Small Boards* shall govern the board in its deliberations, except where it is inconsistent with these bylaws or any applicable law. All members of the board may vote on matters to be decided by the board unless excused by law.

15. Owner/Stakeholder Participation:

The Board of Trustees shall solicit the advice and counsel of Jackson County Citizens in their ownership capacity. Meetings of the Board of Trustees shall be open to the public. All owner/stakeholder communications to the Board of Trustees shall be addressed to the Board of Trustees. Owner/Stakeholders who wish to present any matter of concern to the College shall make a written request using the speaker request form prior to the meeting. This shall be considered under the "Ownership Linkage" section of the Board's agenda. The Board may, in case of emergency, by majority vote, give visitors who have not presented a written request an opportunity to present matters of concern to the Board. The Board Chairperson shall allot a visitor, at the appropriate time, not more than five minutes, unless the time is increased or decreased by a majority of the Board.

16. Conflict of Interest

All members of the Board shall disclose any direct or indirect interest they may have in any proposed contract with the district, or in any action or situation in which they have a direct or indirect conflict of interest.

a. In the event of any duality of interest, or possible conflict of interest on the part of any governing Board Member, must so declare during the board meeting, , and further, that member shall abstain from voting on those items wherein there is a conflict of interest.

b. The foregoing requirement shall not prevent the governing Board Member from stating his or her position in the matter, nor from answering pertinent questions of any other Board Members since his/her knowledge may be of assistance.

17. Governance Methodology:

a. The Jackson College Board of Trustees shall utilize Policy Governance (also known as the Carver Model of Governance) practices in undertaking its work as members of the board.

Date Of Change	Version	Description of Change	Responsible Party
9/6/2011	1.0	Initial Release	M. Fall
7/13/2012	2.0	Edit from Board	A. Stiers
12/12/2012	3.0	Addition of Pledge of Allegiance	A. Stiers
7/08/2013	4.0	Edits from President and Chief of Staff	Chief of Staff
7/14/2014	5.0	Annual Review by the President and Board	Chief of Staff
7/15/2015	6.0	Annual Review by the President and Board	Chief of Staff
7/11/2016	7.0	Annual Review by the President and Board	Chief of Staff
7/10/2017	8.0	Annual Review by President and Board	Chief of Staff
7/9/2018	9.0	Annual Review by President and Board	Chief of Staff
9/10/2018	10.0	Annual Review	Chief of Staff
3/11/2019	11.0	Edits	Chief of Staff
5/13/2019	12.0	Review and Edits. Change from being a policy to standalone Bylaws	Chief of Staff
11/11/19	13.0	Edits based on feedback from Board following planning session and Policy Governance work.	Chief of Staff

BOARD OF TRUSTEES MEETING
Action & Information Report
Board Meeting Date: January 11, 2021



TO: Jackson College Board of Trustees
FROM: Dr. Daniel J. Phelan, President

Subject to be Discussed:

8.1.2 Board of Trustees Orientation Manual

Description:

Given the inevitable change of Trustees who serve on the Board, enclosed are proposed protocols for new Trustee Orientation, as well as a draft index for an orientation manual for new trustees. This design is based upon significant primary and secondary research I have conducted. I have also received input from our Policy Governance Consultant on the content as well.

I welcome any changes you would like made to this draft and if given the ok, we will begin to build out these materials. Ultimately, we will develop a physical document, as well as an online resource.

Resource Impact:

None

Requested Board Action:

Discussion and recommendations related to protocol and orientation content for new trustees.

Action Taken:

MOTION BY TRUSTEE LAKE TO "have a formal board of trustee orientation manual as suggested by President Phelan." **ROLL CALL PATTERSON, LAKE, MATHEIN, CRIST, HOFFMAN, HEINS AND BARNES VOTE AYE. MOTION PASSED UNANIMOUSLY.**



Jackson College New Trustee Orientation - Protocols & Manual

DRAFT

I. Protocols:

Once a vacancy is declared by the Board of Trustees, all candidates will be given the opportunity to meet with the Board Chair and the College President & CEO to provide an overview of the College and respond to candidate questions.

When candidate has been appointed or elected, the Board Chair and the College President & CEO initiate an extensive new trustee orientation process that will minimally include the following:

1. Prior to the first board meeting attended by the new member, the Board Chair and the President & CEO will conduct a day-long orientation to the College, operations, and board matters. A detailed and extensive orientation manual will be provided to the new member and reviewed at said meeting. The day will also include a tour to all College instructional sites, a meeting with the President's Leadership Council, and a meeting with the College's Foundation Board;
2. A Peer Trustee-Mentor will be assigned to the new member for a period of one year. If a new member would prefer a different trustee-mentor than the one assigned, the accommodation will be made;
3. Immediately prior to the first board meeting, the full Board of Trustees will meet and host a get acquainted reception for the new member for all trustees, and guests to meet the new trustee;
4. Monthly, albeit shorter, Board and College acclimation meetings with the Peer Trustee Mentor, the President & CEO, and the Board Chair (as needed), will continue for 11 months. These follow-on meetings will minimally consider the prior month's board meeting, subsequent board meetings, planning sessions, committee meetings, current College matters, as well as respond to questions of the trustee;
5. Conduct at least one formative and a summative evaluation of the orientation process, the results of which will be used to improve future orientation efforts. The evaluation will be shared with the full board for consideration.

II. Orientation Manual Content Elements (In addition to a physical manual, all content to be web-based):

General:

1. Organizational History
2. Millage History
3. Organizational Principal Achievements & Notable Alumni
4. Organizational Fast Facts
5. Current Board Membership & Associated Biography
6. College Chief Executive Office & Biography
7. Funding Structure and State Appropriations

Board Logistics:

1. By-Laws
2. Robert's Rule of Order protocols
3. Michigan Open Meetings Act
4. Michigan Community College Act
5. Auditing firm and Biography
6. Recent Board Agendas & Minutes
7. Legal Counsel and Biography

Board Governance System:

1. Definition and Description of the Board's Governance Style
2. Board Policies
3. Trustee Role Review – GP-2 & Code of Conduct
4. ENDS and Monitoring Report
5. Board Annual Agenda Plan
6. Recent Evaluations and Goals
7. Board Meeting and Committee Schedules
8. Board Committee Assignments and Committee Duties
9. Professional Development Requirements & Dates
10. Code of Conduct & Ethical Practice
11. Definition of Owners versus Stakeholders

Institutional:

1. Mission, Vision, Values and Beliefs
2. Total Commitment to Student Success (TSC²)
3. President's Strategic Agenda
4. President's Organizational Chart
5. Calendar of Key College Events
6. Annual Operating Budget
7. Most Recent Audit Documents, including IT Audits
8. President's Contract
9. President's Most Recent Evaluation

10. College's Regional Accreditor and Accrediting Standing
11. Additional Program-Level Accreditors
12. College Catalogue
13. Marketing Material Sampling
14. Campus Map

Other:

1. Foundation Leadership & Board with Biographies
2. Grants, Allocation and Purpose
3. Key Organizational Contacts
4. Recent Board Members
5. State and National Associations and Contact Information
6. Board Member's Contact Information
7. President's Contact information
8. Chief of Staff/Board Assistant and Contact Information



Policy Governance® Introduction

- Policy Governance® Introduction has ten modules. Each module starts with an outline of the ideas covered by that module; it includes a video presentation narrated by one of The Governance Coach's senior consultants, and supporting material relevant to the module's topic. The module concludes with a series of interactive questions to check understanding of the content. It is possible to check the answer and read the rationale for the correct answer.
- Board members have individual access to the program which allows them to complete modules on their own time. The program is designed to be supported by two or three video webinars involving everyone/anyone enrolled in the Introduction. The webinars ideally are scheduled part-way through the modules and then again when everyone enrolled in the Introduction has completed all of the modules.
- The webinars are tailored to (a) respond to specific questions that Board members record in the "Ask the Consultant" folder as they work through the modules; (b) address the concepts which seem to be the most challenging based on the responses to the interactive questions at the end of each module; and (c) focus discussion on how the principles are able to be tailored to the specific context of the Community College environment.
- Each Board member will receive an email that advises that s/he is registered, describes the setup of the online program, and explains how to log on for the first time and re-set the pre-assigned password. There is also an identified contact if someone has problems logging on. This enables a Board member to come and go as fits his/her personal calendar.
- It is advisable to set up a time frame for completing the relevant modules. Protracted progress can lead to loss of momentum. The following general schedule can be tailored to fit the Board's or individual Board member's needs and preferences:
 - Introductory Zoom meeting in which there is an opportunity for introductions and overview of what to expect with the online course.
 - Part 1: Module 1 (Elements of Effective Governance); Module 2 (Value of a System); Module 3 (Ownership and Position of the Board); Module 4 (Accountability through Clear Delegation); Module 5 (Ends Policies); Module 6 (Executive Limitations Policies)
 - Webinar #1
 - Part 3: Module 7 (Monitoring); Module 8 (Board Means Policies); Module 9 (Policy Governance and Fiduciary Duties)
 - Webinar #2

Policy Governance® Introduction was designed with care to ensure that all Board members are on the same page in their understanding of the basics and able to ask questions, both about the principles and their application. The "Introduction" can also be a refresher for longer serving Board members while also allowing more in-depth questions about the specifics of applying the principles in the College. At

the end of this online course participants should have a clear understanding of the principles of John Carver's Policy Governance® model and how they work together as a system, including:

- Understanding the importance of the board's primary focus being on the long-term results the organization is to achieve, and how to maintain that focus in practice.
 - Developing clarity regarding the respective roles of board and staff, and how the board relates to its executive staff, including clear delegation of expected results and clear statements of the limits of executive authority.
 - Understanding the purpose and structure of the four categories of policy:
 - ✓ *Governance Process* (how the board itself functions — conduct, discipline, committee structure, relationship with those on whose behalf it governs, relationships with other organizations)
 - ✓ *Executive Limitations* (prudence and ethics constraints within which the President must operate)
 - ✓ *Board – Management Delegation* (how the board passes on authority, and assesses its use)
 - ✓ *Ends* (what benefits are to be provided, for which people, at what worth).
 - Understanding the concept of monitoring the President's compliance with policies. A clear understanding of how monitoring works goes a long way to alleviating the concerns that Governors may have about delegating to the President.
 - Understanding the different kinds of information that a board needs to receive, and the importance of the board being clear about what it expects.
 - Understanding of how to structure the board and its committees to govern most effectively.
 - Understanding of how to structure board agendas so that the board controls its own agenda and uses it as a method of being future-focused and proactive.
 - Understanding why it is important for all the principles to be used together as a complete system.

BOARD OF TRUSTEES MEETING
Action & Information Report
Board Meeting Date: January 11, 2021



TO: Jackson College Board of Trustees
FROM: Dr. Daniel J. Phelan, President

Subject to be Discussed:

8.1.3 Policy Review GP-07.1 Audit Committee Terms of Reference

Description:

Enclosed for its regularly scheduled review is policy GP-07.1 Audit Committee Terms of Reference.

Resource Impact:

None

Requested Board Action:

Consideration and approval of policy GP -07.1 Audit Committee Terms of Reference.

Action Taken:

MOTION BY TRUTEE MATHEIN "to approve policy GP 07.1 Audit Committee Terms of Reference." **ROLL CALL HEINS, HOFFMAN, CRIST, MATHEIN, PATTERSON, LAKE AND BARNES VOTE AYE. MOTION PASSED UNANIMOUSLY.**



Governance Process	Ends
Board-President Delegation	Executive Limitations

BOARD OF TRUSTEES POLICY

Policy Type: Governance Process

Policy Title: Audit Committee Terms of Reference

Policy Number: GP – 07.1

Date Adopted: 06/08/20

Version: 1.0

Date Last Reviewed: 06/08/20

Office Responsible: President's

Reviewing Committee: Board of Trustees

The Audit Committee of the Jackson College Board of Trustees enhances the Board's effectiveness and efficiency in fulfilling its external and direct inspection monitoring responsibilities of fiscal policy.

Committee Products

1. The Committee products are to support the Board's job, never to decide for the Board unless explicitly stated below:
 - 1.1. A transparent process of review and disclosure that enhances owner and stakeholder confidence in the organization's financial reporting.
 - 1.1.1. Options for Board decision re: appointment, compensation and oversight of public accounting firm; designation of specific area(s), if any, of audit focus; and liaison with auditor on behalf of Board.
 - 1.1.2. Options for Board decision about the appointment, compensation and oversight of independent counsel or other advisors necessary to the Board in carrying out its audit duties.
 - 1.1.3. At the request of the Board, an opinion for the Board as to President compliance with criteria specified in Executive Limitations policies on internal controls [EL-5, items 4, 4.1 and 4.2]
 - 1.1.4. An opinion for the Board upon its request as to the President's compliance with criteria specified in Executive Limitations policies on data and information security [EL-5, item #9].
 - 1.1.5. An opinion for the Board, based on evidence required of the external auditor, as to whether the independent audit of the organization was performed in an appropriate manner.
 - 1.1.6. An annual report to the Board highlighting the Committee's review of the audited financial statements and any other significant information arising from their discussions with the external auditor.
 - 1.2. Current information for the Board on significant new developments in accounting principles or relevant rulings of regulatory bodies that affect the organization.

- 1.3. Current information for the Board on significant new developments in data and information security that affect the organization.
- 1.4. A self-monitoring report on the appropriateness of the Board's own spending, based on criteria in the Governance Process policy on Board expenses.
- 1.5. Options for Board decision re: capital projects outside the President's expenditure limits as identified in Executive Limitations on finance.

Committee Authority

2. The Committee's authority enables it to assist the Board in its work, while not interfering with Board holism.
 - 2.1. The Committee cannot change or contravene Board policies, or instruct the President or any other College staff member. (Requests for information, required in the conduct of its duties, should be made through the President).
 - 2.2. The Committee may not spend or commit organization funds, other than those specifically allocated by the Board.
 - 2.3. The Committee may use staff resource time normal for administrative support around meetings.
 - 2.4. The Committee may meet independently with the organization's external auditors.
 - 2.5. The Committee Chair has the authority to make any reasonable interpretation of this policy.

Committee Composition and Tenure

3. The Committee's composition shall enable it to function effectively and efficiently.
 - 3.1. The Committee shall be composed of not more than three Trustees.
 - 3.2. Members shall be appointed by the Board Chair for a three-year year term. Members will serve staggered terms. Membership on the Committee will be rotated among all Trustees.
 - 3.3. The Committee shall appoint a Committee Chair from among its members.

Date Of Change	Version	Description of Change	Responsible Party
06.08.20	1.0	First release following Policy Governance consulting work.	Chief of Staff

BOARD OF TRUSTEES MEETING
Action & Information Report
Board Meeting Date: January 11, 2021



TO: Jackson College Board of Trustees
FROM: Dr. Daniel J. Phelan, President

Subject to be Discussed:

8.2.1 Consideration of new Jackson College Foundation Board Member

Chris Simpson has been nominated to serve on the JC Foundation Board. A Letter of recommendation from the JC Foundation President, Jason Valente, is enclosed for your review.

I support the recommendation.

Board policy requires your consideration and approval prior to appointment to the Jackson College Foundation Board.

Resource Impact:

None

Requested Board Action:

Consideration of appointing Chris Simpson to the JC Foundation Board.

Action Taken:

MOTION BY TRUSTEE CRIST "To approve the recommendation to appoint Chris Simpson to the Jackson College Foundation Board." **ROLL CALL VOTE: TRUSTEES MATHEIN, LAKE, PATTERSON, CRIST, HOFFMAN, HEINS AND BARNES VOTING AYE. MOTION PASSED UNANIMOUSLY.**

January 5, 2021

Dr. Daniel J. Phelan
President & CEO
Jackson Community College
2111 Emmons Road
Jackson, MI 49201

Dear Dr. Phelan:

On January 5, 2021 the Jackson College Foundation Board of Directors approved the nomination of Mr. Chris Simpson to serve a three-year term as a Group Three (Public) Director.

By way of background, Mr. Simpson has a distinguished record of decades of service to our Country and community. Born in Los Angeles CA and raised in Jackson Mi. Chris Graduated from Jackson High School in 1986, he joined the United States Army and served 4 years as an Infantryman. He joined the Michigan Army National Guard and deployed to Iraq in 2003. Chris served 26 years in the National Guard and 30 years total before retiring a Command Sergeant Major (E-9).

In 1991 Chris joined the Jackson Police Department as a cadet. He graduated from the Mid-Michigan Police Academy in 1992 and became a sworn police Officer. He served many different assignments within the organization narcotics, school liaison, training admin, SRT, honor guard, and major crimes. He rose to the rank of lieutenant and was the division commander for patrol and support operations. His training includes but not limited to:

- Advanced Military Leadership Training
- Jackson Business Leadership Academy
- Labor Law and Arbitration Law
- Unified Incident Command Systems
- Advanced Narcotics
- Command Special Response Training
- Honor Guard Leadership
- Michigan Commission Law Enforcement Standards; approved police academy
- Fire Fighter I & II
- Basic and Advance Investigatory Training

Chris attending Jackson College and transferred to Spring Arbor University to earn a BA in Business Organizational Development, and a MA in Business Organizational Management. He graduated from the FBI National Academy, Police School of Staff and Command, and New Chief School and Executive Leaders. He has attended and completed all levels of Military leadership training of Basic Leadership Course, Senior Leadership Course, First Sergeant Academy, and Command Sergeant Major Academy.

Some of his awards and recognition include:

- 25 military medals and numerous citations
- Jackson Police Term Awards, Meritorious Awards (3), Honor Guard, Field Training, Special Response Team, Unit citations (6), JNET Award,
- Jackson County Prosecutors Office “Officer of the Month”
- Jackson Chamber of Commerce Pat Carlton Community Leadership Award
- Jackson County NAACP leadership citations (3) as 1st Vice President
- All American Security Citizen of the Year Award
- Jackson’s Women Negro Businessman of the Year Award

He has served on executive boards for Domestic Violence Coordinating Council, Jackson Human services Coordinating Alliance, Jackson YMCA, Jackson County Foundation, HighFields, Jackson Chamber of Commerce, Jackson County NAACP (former 1st Vice President), Law Enforcement Executive Action Forum, and Jackson Aware Shelter.

In December 2020, Chris was named Undersheriff of the Jackson County Sherriff’s Department.

Chris is married to Erica and has 4 children Ashley, Christopher II, Kendall and Serena.

Pursuant to the Foundation’s By-Laws, specifically Article IV, Section 5.1 (c), public directors are appointed by the Board of Trustees. It is the recommendation of the Jackson College Foundation Board of Directors, that Mr. Chris Simpson be appointed to serve as a Group Three or Public Director of the Jackson College Foundation.

Should you have any questions, please do not hesitate to contact me.

Warm regards,

Jason H. Valente
President

BOARD OF TRUSTEES MEETING
Action & Information Report
Board Meeting Date: January 11, 2021



TO: Jackson College Board of Trustees
FROM: Dr. Daniel J. Phelan, President

Subject to be Discussed:

8.2.2 EL-09 Organizational Culture Policy Review

Enclosed for your consideration are changes to policy EL-09 Organizational Culture. Following work with consultant Rose Mercier, it is recommended that these changes more accurately reflect current college practices.

Resource Impact:

None

Requested Board Action:

Consideration of changes to policy EL-09 Organizational Culture.

Action Taken:

MOTION BY TRUSTEE LAKE "To approve policies EL-09 Organization Culture and EL-07 Compensation & Benefits." **ROLL CALL VOTE: TRUSTEES HEINS, HOFFMAN, CRIST, LAKE, PATTERSON, MATHEIN AND BARNES VOTING AYE. MOTION PASSED UNANIMOUSLY.**



Governance Process	Ends
Board-President Delegation	Executive Limitations

BOARD OF TRUSTEES POLICY

Policy Type: Executive Limitations

Policy Title: Organization Culture

Policy Number: EL-09

Date Adopted: 11/11/19

Version: 1.0

Date Last Reviewed: 11/11/19

Office Responsible: President's

Reviewing Committee: Board of Trustees

The President shall not permit an organizational culture that lacks a high degree of integrity at all levels of the organization.

Further, without limiting the scope of the above by the following list, the President shall not:

1. Operate without an enforced internal Code of Conduct, of which all employees are made aware, that clearly outlines the rules of expected behavior for employees.
2. Permit employees and others to be without a mechanism for confidential reporting of alleged or suspected improper activities, without fear of retaliation.

~~3.0. Permit the reporting process to exclude a mechanism for confidential reporting of incidents that implicate the President or Trustee to the Board Chair, Vice Chair or to the College Attorney who reports directly to the Board.~~

~~4.0. Permit employees to be without a clear process to register a concern, or without a fair process for reporting and investigating allegations of suspected improper activities, which include but are not limited to: financial irregularities; dishonest, deceitful, fraudulent or criminal acts; and other violations of legislation.~~

~~5.0. For those incidents that do not implicate the President, permit there to be a conflict or direct reporting relationship between the person conducting the investigation and the person alleged to have engaged in improper activities.~~

~~6.0. Permit employees to be unaware that any allegations that prove not to be substantiated and which prove to have been made maliciously or knowingly to be false shall be viewed as a serious offence and shall be subject to disciplinary action.~~

~~7.0. Permit any employee to be adversely affected because the employee refuses to carry out a directive which would result in an improper activity.~~

~~8.0. Allow the Board to be uninformed about any potential reputation exposure related to these matters.~~

9.3. Cause or allow research involving either human subjects or animals that does not adhere to generally accepted ethical principles and policy.

9.1.3.1. Permit potential researchers to be without readily available guidelines for ethical research and assistance in identifying and solving ethical problems.

9.2.3.2. Permit research that has not been subject to independent ethical review.

Date Of Change	Version	Description of Change	Responsible Party
11.11.19	1.0	First release following Policy Governance consulting work.	Chief of Staff

BOARD OF TRUSTEES MEETING
Action & Information Report
Board Meeting Date: January 11, 2021



TO: Jackson College Board of Trustees
FROM: Dr. Daniel J. Phelan, President

Subject to be Discussed:

8.2.3 EL-07 Compensation & Benefits Policy Review

Enclosed for your consideration are changes to policy EL-07 Compensation & Benefits. Following work with consultant Rose Mercier, it is recommended that these changes more accurately reflect current college practices.

Resource Impact:

None

Requested Board Action:

Consideration of changes to policy EL-07 Compensation & Benefits.

Action Taken:

MOTION BY TRUSTEE LAKE "To approve policies EL-09 Organization Culture and EL-07 Compensation & Benefits." **ROLL CALL VOTE: TRUSTEES HEINS, HOFFMAN, CRIST, LAKE, PATTERSON, MATHEIN AND BARNES VOTING AYE. MOTION PASSED UNANIMOUSLY.**



Governance Process	Ends
Board- President Delegation	Executive Limitations

BOARD OF TRUSTEES POLICY

Policy Type: Executive Limitations

Policy Title: Compensation and Benefits

Policy Number: EL-07

Date Adopted: 11/11/19

Version: 1.0

Date Last Reviewed: 11/11/19

Office Responsible: President's

Reviewing Committee: Board of Trustees

With respect to employment, compensation and benefits to employees, consultants, independent contractors and volunteers, the President shall not cause or allow jeopardy to the College's fiscal integrity or public image.

Further, without limiting the scope of the above statement by the following list, the President shall not:

1. Change his/her own compensation and benefits.
2. Establish current compensation and benefits that deviate materially from the geographic or professional market for the skills employed.
 - 2.1. Establish or change salary schedules and plans prior to monitoring to ensure compliance with the criteria in this policy.
3. Establish or change compensation and benefits that deviate from the current collective bargaining agreements.
 - 3.1. Finalize negotiated collective agreements which exceed parameters established by the Board of Trustees.
 - 3.2. Ratify collective agreements prior to monitoring to ensure compliance with the relevant criteria in this policy.
4. Create obligations over a longer term than revenues can be safely projected.
5. ~~Establish or c~~Change retirementpension benefits such that the provisions:
 - ~~Incur unfunded liabilities or commit the organization in any way to benefits which incur unpredictable future costs.~~
 - ~~Provide less than some basic level of benefits to all full-time employees, though differential benefits to encourage longevity are not prohibited".~~
 - ~~Grant employees fringe benefits.~~
 - Introduce retirement benefits beyond what is currently offered.
6. Promise or imply permanent or guaranteed employment.

- 6.1. Employ College administrators under a contract in excess of one year's duration.
- 6.2. Employ Executive Administration under a contract in excess of two year's duration.

Date Of Change	Version	Description of Change	Responsible Party
11.11.19	1.0	First release following Policy Governance consulting work.	Chief of Staff

BOARD OF TRUSTEES MEETING
Action & Information Report
Board Meeting Date: January 11, 2021



TO: Jackson College Board of Trustees
FROM: Dr. Daniel J. Phelan, President

Subject to be Discussed:

9.1 Monitoring CEO Performance: EL-09 Organizational Culture

Enclosed for your review is the Monitoring Report for EL-09 Organizational Culture. You will note that the report indicates partial compliance. The reason for only partial compliance is due to the fact that this policy is new and it takes some time to get systems in place.

We are currently working on those items wherein I am not in full compliance intend to bring these items back, in compliance, within 90 days.

I am happy to answer any questions you have about the report.

Resource Impact:

None

Requested Board Action:

Board consideration and discussion related to Presidents partial compliance of EL-09 Organizational Culture.

Action Taken:

MOTION BY TRUSTEE MATHEIN "That the Board agrees with Presidents interpretation as noted here within and that the President is in partial compliance with EL-09 Organization Culture." **ROLL CALL VOTE: TRUSTEES HEINS, HOFFMAN, CRIST, MATHEIN, LAKE, PATTERSON, AND BARNES VOTING AYE. MOTION PASSED UNANIMOUSLY.**

**Jackson College
Board of Trustees**

MONITORING REPORT FOR EL – 09 Organization Culture

DATE: 1/11/2021

Board Policy is indicated in bold typeface throughout.

I hereby present this monitoring report regarding your Executive Limitations Policy: Organization Culture”, according to the schedule previously defined and approved by the Board. I certify that the information contained in herein is true and represents partial compliance within a reasonable interpretation of the policy, unless specifically stated otherwise. Interpretations are unchanged from the previous report, unless otherwise noted.



1/9/2011

Daniel J. Phelan, Ph.D.
President and CEO

Date

POLICY STATEMENT: The President shall not permit an organizational culture that lacks a high degree of integrity at all levels of the organization.

INTERPRETATION:

I declare partial compliance for items 1 and 3 and full compliance with item 2.

Further, without limiting the scope of the above by the following list, the President shall not:

- 1. Operate without an enforced internal Code of Conduct, of which all employees are made aware, that clearly outlines the rules of expected behavior for employees.**

INTERPRETATION:

Compliance will be demonstrated when:

- a) The College has a Jackson College Code of Conduct and Ethics policy that is current and accessible to anyone.
- b) Notices from Safe Colleges, a web-based training tool that includes safety and compliance topics, have been sent to all employees and a minimum of 95% have completed the training.

This interpretation is reasonable because it follows best practice and has built in controls to confirm training is completed.

EVIDENCE:

- a) The College is currently working on final revisions for a Code of Conduct and Ethics policy. We currently have a Code of Ethics Policy that is being revised.
- b) On 12/8/20, the Director of Human Resources confirmed 96% of employees completed the training.

2. Permit employees and others to be without a mechanism for confidential reporting of alleged or suspected improper activities, without fear of retaliation.

INTERPRETATION:

Compliance will be demonstrated when:

- a) There is a mechanism for confidential reporting of incidents that implicate the President or Trustee to the Board Chair, Vice Chair or to the College Attorney who reports directly to the Board.
- b) There are clear processes in place for employees to register a concern and for reporting and investigating allegations of suspected improper activities, which include but are not limited to: financial irregularities; dishonest, deceitful, fraudulent or criminal acts; and other violations of legislation.
- c) There is a system in place that, for those incidents that do not implicate the President, and in which case there is a conflict, and a direct reporting relationship between the person conducting the investigation, and the person alleged to have engaged in improper activities, for safe reporting.
- d) There is a process in place that notifies employees, that if they make false claims or allegations that prove not to be substantiated, and which prove to have been made maliciously, or knowingly to be false, shall be viewed as a serious offence and shall be subject to disciplinary action, including termination from employment.
- e) There is a process in place that ensures no employee will be adversely affected because the employee refuses to carry out a directive which would result in an improper, illegal, immoral, or unethical activity.

This interpretation is reasonable because there are mechanisms and processes in place to ensure employees and others can report confidentially.

EVIDENCE:

- a) Our current confidential 411 tip line is the mechanism and the college attorney would investigate the tip as the employee of the board.
- b) The College currently has a 411 confidential reporting mechanism in place that allows for anonymous tips. The College will be working on promoting this tool to our employees as it is currently primarily used by students.
- c) We have trained investigators and would request that legal counsel appoint an external investigator. We currently have a nepotism policy but are looking at updating the policy for next year's report.
- d) The notification process is under code of conduct, values and beliefs and employees will be held accountable under the labor agreement, which is a legal

and binding document that includes progressive discipline for actions, including and up to termination.

- e) College employees would reach out to their union rep, MEA Rep or file a complaint with the Federal Whistleblower Hotline.

3. Cause or allow research involving either human subjects or animals that does not adhere to generally accepted ethical principles and policy.

The Board has fully interpreted this within 3.1 and 3.2.

3.1. Permit potential researchers to be without readily available guidelines for ethical research and assistance in identifying and solving ethical problems.

INTERPRETATION:

Compliance will be demonstrated when:

- a) The College has a published policy and guidelines in place to distribute to individuals wishing to conduct research regarding the use of human cadavers and human subjects

This interpretation is reasonable because it ensures a policy and guidelines are in place.

EVIDENCE:

- a) The College is working on finalizing an Institutional Review Board policy.

3.2. Permit research that has not been subject to independent ethical review.

INTERPRETATION:

Compliance will be demonstrated when:

- a) The College has an Institutional Review Board in place.
- b) Any proposed research in the monitoring period have been reviewed by the board.

This interpretation is reasonable because it establishes internal controls to ensure the policy and guidelines are followed.

EVIDENCE:

- a) The College is working to establish an Institutional Review Board.
- b) Given the College does not yet have a committee established, this is not applicable.

BOARD OF TRUSTEES MEETING
Action & Information Report
Board Meeting Date: January 11, 2021



TO: Jackson College Board of Trustees
FROM: Dr. Daniel J. Phelan, President

Subject to be Discussed:

9.2 Monitoring CEO Performance: EL-07 Compensation & Benefits Policy Review

Enclosed for your review is the Monitoring Report for EL-07 Compensation & Benefits. You will note that the report indicates full compliance.

I am happy to answer any questions you have about the report.

Resource Impact:

None

Requested Board Action:

Board consideration and discussion related to Presidents partial compliance of EL-07 Compensation & Benefits.

Action Taken:

MOTION BY TRUSTEE LAKE "That the Board agrees with the President's interpretation as noted here within and that the President is in full compliance with EL-07 Compensation and Benefits." **ROLL CALL VOTE: TRUSTEES PATTERSON, LAKE, MATHEIN, HEINS, CRIST, HOFFMAN AND BARNES VOTING AYE. MOTION PASSED UNANIMOUSLY**

**Jackson College
Board of Trustees**

**MONITORING REPORT FOR EL – 07 Compensation and Benefits
DATE: 1/11/2021**

Board Policy is indicated in bold typeface throughout.

I hereby present this monitoring report regarding your Executive Limitations Policy: "Compensation and Benefits", according to the schedule previously defined and approved by the Board. I certify that the information contained in herein is true and represents compliance, within a reasonable interpretation of the policy, unless specifically stated otherwise. Interpretations are unchanged from the previous report, unless otherwise noted.



1/9/2021

Daniel J. Phelan, Ph.D.
President and CEO

Date

POLICY STATEMENT: With respect to employment, compensation and benefits to employees, consultants, independent contractors and volunteers, the President shall not cause, or allow, jeopardy to the College's fiscal integrity or public image.

INTERPRETATION:

I report full compliance with this policy statement unless specified within the following report.

Further, without limiting the scope of the above statement by the following list, the President shall not:

1. Change his/her own compensation and benefits.

INTERPRETATION:

Compliance will be demonstrated when:

- a) The President's compensation amount has been verified by the Vice President of Finance and does match the approved amount established by the Board, and also appears in his contract
- b) The Presidents ordinary and necessary expenses match his employment contract.

This interpretation is reasonable because internal controls are used for verification.

EVIDENCE:

- a) On 12/21/20, the College Controller verified that the gross pay that the President has received as compensation as well as retirement and benefits since the last contract review in September 2020, is the amount listed in the Amendment to the Employment Agreement, dated August 13, 2020.
- b) On January 4, 2021, the Vice President of Finance confirmed that the President's ordinary and necessary expenses which have been reimbursed match his employment contract.

2. Establish current compensation and benefits that deviate materially from the geographic or professional market for the skills employed.

INTERPRETATION:

Compliance will be demonstrated when:

- a) Prior to the time of contract negotiations, the College conducts a comparison with other community colleges in the State for salaries and benefits.
- b) The College's Senior Vice President for Talent & Human Resources/COO are members of the Michigan Community College Human Resource Association and engage in the listserv for best practice conversations.
- c) The President and the Senior Vice President/COO review secondary salary and compensation data obtained from the annual survey of the Chronicle of Higher Education, which provides normative data from a national perspective.

This interpretation is reasonable because institutional benchmarking is done to provide comparison data.

EVIDENCE:

- a) The Senior Vice President confirmed on January 6, 2021 that a comparison was completed in March 2019.
- b) The Senior Vice President confirmed that herself, the Director of Human Resources and the Benefits Manager are all current members of MCCHRA.
- c) On January 7, 2021, the Senior Vice President confirmed that this review was held.

2.1. Establish or change salary schedules and plans prior to monitoring to ensure compliance with the criteria in this policy.

INTERPRETATION:

Compliance will be demonstrated when:

- a) A salary schedule is prepared annual by the President and the Senior Vice President/COO. Salary schedules are established by the bargaining process with both unions.
- b) The salary schedules that have been established, have not been changed prior to this period's monitoring.

This is reasonable because internal verification is provided.

EVIDENCE:

- a) On January 4, 2021, the Senior Vice President/Chief Operating Officer confirmed that salary schedules have been established as part of the bargaining process with both unions.
- b) On January 4, 2021, the Senior Vice President/Chief Operating Officer confirmed that no salary schedules have been or changed materially prior to monitoring for this period.

3. Establish or change compensation and benefits that deviate from the current collective bargaining agreements.

INTERPRETATION:

Compliance will be demonstrated when:

- a) The College Controller confirms that all employees part of the collective bargaining agreements have been paid consistently with the most recent bargaining unit.

This is reasonable because payment of benefit and salaries are agreed upon within the contract.

EVIDENCE:

- a) On January 4, 2021, the College Controller confirmed that all union employees were paid consistently, as per the last bargaining agreement, which is effective July 9, 2018 thru June 30, 2021.

3.1. Finalize negotiated collective agreements which exceed parameters established by the Board of Trustees.

INTERPRETATION:

Compliance will be demonstrated when:

- a) The President discusses and sets parameters with the Board of Trustees

This interpretation is reasonable because it includes the Trustees in the decision.

EVIDENCE:

- a) There was no collective bargaining during this monitoring period.

3.2. Ratify collective agreements prior to monitoring to ensure compliance with the relevant criteria in this policy.

INTERPRETATION:

Compliance will be demonstrated when:

- a) When the President submits a monitoring report that the collective bargaining agreements are in compliance with 2, 4 and 5 in this policy.

This interpretation is reasonable because a monitoring report will be provided during periods when there are negotiations.

EVIDENCE:

- a) There have not been any negotiations in this period of monitoring.

4. Create obligations over a longer term than revenues can be safely projected.

INTERPRETATION:

Compliance will be demonstrated when:

- a) Compensation and benefits agreed to within the letters of appointment for administrators and obligations created under union agreements do not exceed the forecasted budget for the term of the agreement.

This interpretation is reasonable because there are internal controls in place.

EVIDENCE:

- a) On January 4, 2021, the Vice President of Finance confirmed that the compensation and benefits agreed to within the letters of appointment for administration and obligations created under union agreements do not exceed the forecasted budget.

5. Change retirement benefits such that the provision:

- Introduce retirement benefits beyond what is currently offer (MPERS, the ORP and Emeriti)

INTERPRETATION:

Compliance will be demonstrated when:

- a) No new retirement benefits beyond what are currently offered are introduced.

This interpretation is reasonable because it confirms no change in retirement benefits.

EVIDENCE:

- a) On January 7, 2021 the Senior Vice President confirmed no new retirement benefits have been implemented during this monitoring period.

6. Promise or imply permanent or guaranteed employment.

The Board has fully interpreted this within 6.1 and 6.2.

- 6.1. Employ College administrators under a contract in excess of one year's duration.

- 6.2. Employ Executive Administration under a contract in excess of two year's duration.

INTERPRETATION:

Compliance will be demonstrated when:

- a) All administrators are issued a letter of appointment in June for one-year.
- b) No members of Executive Administration are issued a contract for a period greater than two years.

This is reasonable because it fits with best practice in the higher education industry.

EVIDENCE:

- a) On December 21, 2020, the Chief Operating Officer confirmed all letters of appointment for salaried employees are issued for a one-year time period.
- b) No members of Executive Administration have been issued a two-year letter of agreement, only one-year letters of agreement for this monitoring period.

BOARD OF TRUSTEES MEETING
Action & Information Report
Board Meeting Date: January 11, 2021



TO: Jackson College Board of Trustees
FROM: Dr. Daniel J. Phelan, President

Subject to be Discussed:

9.3 Quarterly CEO Compliance Review

Enclosed is a report that provides an update on the monitoring reports presented to the Board thus far, with the compliance status noted, as well as when compliance is expected.

Resource Impact:

None

Requested Board Action:

Discussion surrounding the President's quarterly compliance review.

Action Taken:

No Action.



President/CEO Monitoring Report Compliance

Jackson College

Policy	Date Monitoring Report Presented	Presented as Compliant? Yes/No Partial	Deficient Items?	Expected Date for Full Compliance	Date Deficiencies corrected	Extenuating Circumstances	Board's Formal Judgement
EL – 01 Treatment of Students	10.12.20	Yes	n/a	n/a	n/a	n/a	
EL – 04 Financial Conditions & Activities	11.9.20	Partial	Item 6. Allow tax payments or other government ordered payments or reports to be overdue or inaccurately filed.	120 days		We received word from the state on 1/7/21 that they will be refunding us for our fine.	
EL – 08 Communication & Support to the Board	11.9.20	Yes	n/a	n/a	n/a	n/a	
EL – 09 Organization Culture	1.11.21	Partial	Item 1. Operate without an enforced internal Code of Conduct, of which all employees are made aware, that clearly outlines the rules of expected behavior for employees. Item 3. Cause or allow research involving either human subjects or animals that does not	90 days		n/a	



President/CEO Monitoring Report Compliance

Jackson College

			<p>adhere to generally accepted ethical principles and policy.</p> <p>Item 3.1. Permit potential researchers to be without readily available guidelines for ethical research and assistance in identifying and solving ethical problems.</p> <p>Items 3.2. Permit research that has not been subject to independent ethical review.</p>				
EL – 07 Compensation and Benefits	1.11.21	Yes	n/a	n/a	n/a	n/a	

ANNUAL PLANNING CYCLE: (YEAR 1: 08/2020 – 06/2021) (YEAR 2: 08/2021 – 06/2022) (YEAR 3: 08/22 – 06/23)						
Month	Planned Linkage with Owners	Board Education	Ends Decisions	Governance Process & Board-President Delegation Decisions	Executive Limitations Decisions	Monitoring President & Board Self-Evaluation (BSE)**
August				<u>REVIEW</u> – Board bylaws		<u>Monitor E01</u> Ends
September				Y1 <u>CR BMD-03</u> Delegation to President Y2 <u>CR BMD-04</u> Monitoring President Performance (y2) Y3 <u>CR GP-07</u> Board Committee Principles <u>Review</u> President's Contract	<u>RAA</u> – State Required Best Practices	<u>Monitor EL-0</u> General Executive Constraint <u>Monitor EL02</u> Treatment of Staff Y1 <u>BSE BMD-03</u> Delegation to President Y2 <u>BSE BMD-04</u> Monitoring President Performance Y3 <u>CR GP-07</u> Board Committee Principles
October				Y1 <u>CR BMD-01</u> Unity of Control Y2 <u>CR GP-04</u> Role of Vice Chair Y3 <u>CR GP-08</u> Board and Committee Expenses		<u>Monitor EL01</u> Treatment of Students Y1 <u>BSE BMD-01</u> Unity of Control Y2 <u>BSE GP-04</u> Role of Vice Chair Y3 <u>BSE GP-08</u> Board and Committee Expenses
November				Audit Report <u>INFO</u> CEO, CFO Audit Certifications	<u>RAA</u> – Budget Adjustments	<u>Monitor EL04</u> Financial Conditions & Activities <u>Monitor EL08</u> Communication & Support to the Board
December						
January				Officer elections (2021) Y1 <u>CR GP07.1</u> Audit Committee Terms of Reference Y2 <u>CR GP-13</u> Special Rules of Order Y3 <u>CR BMD-Q2</u> Accountability of the President <u>DECISION</u> : Spring planning session date		<u>Monitor EL09</u> Organization Culture <u>Monitor EL07</u> Compensation & Benefits Y1 <u>BSE GP07.1</u> Audit Committee Terms of Reference

				<u>DECISION</u> Distinguished Service Awards		<u>Y2</u> <u>BSE GP-13</u> Special Rules of Order <u>Y3</u> <u>CR BMD-02</u> Accountability of the President
February				<u>Y1</u> <u>CR GP-14</u> Handling Operational Complaints <u>Y2</u> <u>CR GP-15</u> Handling Alleged Policy Violations <u>Y3</u> <u>CR GP-11</u> Linkage with Ownership <u>Y3</u> <u>CR GP-07.2</u> Ownership Linkage Committee ToR <u>DECISION</u> : Select presenters for commencement <u>DECISION</u> : Distinguished Service Awards <u>DECISION</u> : Select Crockett Award recipient		<u>Monitor EL10</u> Access to Education <u>Y1</u> <u>BSE GP-14</u> Handling Operational Complaints <u>Y2</u> <u>BSE GP-15</u> Handling Alleged Policy Violations <u>Y3</u> <u>BSE GP-11</u> Linkage with Ownership <u>Y3</u> <u>CR GP-07.2</u> Ownership Linkage Committee ToR
March				<u>Y1</u> <u>CR GP-01</u> Governing Style <u>Y2</u> <u>CR BMD-06</u> President Compensation <u>Y3</u> <u>CR2 GP-00</u> Governance Commitment		<u>Monitor EL11</u> Ends Focus of Grants or Contracts <u>Monitor EL13</u> Entrepreneurial Activity <u>Y1</u> <u>BSE GP-01</u> Governing Style <u>Y2</u> <u>BSE BMD-06</u> President Compensation <u>Y3</u> <u>BSE GP-00</u> Governance Commitment
April				<u>INFO</u> Q3 Treasurer's Report? <u>Y1</u> <u>CR GP-02</u> Board Job Contributions <u>Y1</u> <u>CR GP-04</u> Role of Board Chair <u>Y2</u> <u>CR GP-10</u> Investment in Governance <u>Y3</u> <u>CR BMD-00</u> Global Board Management Delegation		<u>Monitor EL-12</u> Land Use <u>Y1</u> <u>BSE GP-02</u> Board Job Contributions <u>Y1</u> <u>BSE GP-04</u> Role of Board Chair <u>Y2</u> <u>BSE GP-10</u> Investment in Governance <u>Y3</u> <u>CR BMD-00</u> Global Board Management Delegation
May				<u>Y1</u> <u>CR BMD-05</u> President Succession <u>Y2</u> <u>CR GP-03</u> Board Planning Cycle & Agenda Control <u>Y3</u> <u>CR GP-12</u> Board Linkage with Other Organizations <u>INFO</u> – State Accountability Report (ACS)		<u>Monitor EL-05</u> Asset Protection <u>Monitor EL-06</u> Investment <u>Y1</u> <u>CR BMD-05</u> President Succession <u>Y2</u> <u>BSE GP-03</u> Board Planning Cycle & Agenda Control <u>Y3</u> <u>BSE GP-12</u> Board Linkage with Other Organizations

June				<p>Y1 Y2 Y3 CR GP-10 Board Code of Conduct</p> <p><u>DECISION</u>: Select Representatives to MCCA Board of Directors</p> <p><u>DECISION</u>: Fall planning session date</p> <p><u>INFO</u> Administrative Personnel Practices Manual/Compensation</p>	<p><u>RAA</u> Budget Approval</p>	<p>Monitor EL-03 Planning</p> <p>Y1 Y2 Y3 <u>BSE</u> GP-10 Board Code of Conduct</p>
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Date Of Change	Version	Description of Change	Responsible Party
06.08.20	1.0	First release following Policy Governance consulting work.	Chief of Staff

BOARD OF TRUSTEES MEETING
Action & Information Report
Board Meeting Date: January 11, 2021



TO: Jackson College Board of Trustees
FROM: Dr. Daniel J. Phelan, President

Subject to be Discussed:

10.1 Board Self-Monitoring of GP-07.1 Audit Committee Terms of Reference

As part of Policy Governance practice, the Board completes a Self-Evaluation Worksheet of Governance Process and Board CEO Delegation policies at the time they are reviewed.

The intention of this effort is to assist members in assessing the Board's compliance with Governance Process and Board CEO Delegation policies. The Board discussion at the meeting will consider aggregate responses from members and insights obtained from the compilation, relative to amending the policy in question, as well as points for consideration in future policy development and review.

Enclosed is the aggregated worksheet to help guide the board's discussion.

This item was carried over from the October meeting.

Resource Impact:

None

Requested Board Action:

Review of the Worksheet to determine compliance with policy statements and any changes that might be needed.

Action Taken:

Discussion only.

Worksheet for Jackson College Board Self-Monitoring of the Governance Process & Board–CEO Delegation Policies

This worksheet is intended to assist you in assessing the Board's own compliance with its Governance Process and Board-CEO Delegation policies to help advance relevant discussion at Board meetings. For each policy portion listed for consideration, please select your response (i.e., always, most of the time, etc.) and provide any relevant examples to support your answer. All board submissions will be compiled and presented at a subsequent board meeting. The board discussion at the meeting will consider not only the aggregate responses from members, but also, consideration of insights obtained from the compilation, relative to amending the policy in question, as well as points for consideration in future policy development and review.

Policy Number: GP-07.1 Audit Committee Terms of Reference **Time period being monitored:** June 2020 to present

Policy Portion for Consideration	Have we acted consistently with this item of policy?	Provide specific representative examples to support your response when applicable
Opening statement: The Audit Committee of the Jackson College Board of Trustees enhances the Board's effectiveness and efficiency in fulfilling its external and direct inspection monitoring responsibilities of fiscal policy.	<input type="checkbox"/> Always (4) <input type="checkbox"/> Most of the time (1) <input type="checkbox"/> Some of the time <input type="checkbox"/> Rarely <input type="checkbox"/> Never	Great committee to have for oversight
1.0 The Committee products are to support the Board's job, never to decide for the Board unless explicitly stated below:	<input type="checkbox"/> Always (5) <input type="checkbox"/> Most of the time <input type="checkbox"/> Some of the time <input type="checkbox"/> Rarely <input type="checkbox"/> Never	Click or tap here to enter text.
1.1 A transparent process of review and disclosure that enhances owner and stakeholder confidence in the organization's financial reporting.	<input type="checkbox"/> Always (5) <input type="checkbox"/> Most of the time <input type="checkbox"/> Some of the time <input type="checkbox"/> Rarely <input type="checkbox"/> Never	Click or tap here to enter text.
1.1.1 Options for Board decision re: appointment, compensation and oversight of public	<input type="checkbox"/> Always (5) <input type="checkbox"/> Most of the time <input type="checkbox"/> Some of the time	Click or tap here to enter text.



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Worksheet for Jackson College Board Self-Monitoring of the Governance Process & Board–CEO Delegation Policies

accounting firm; designation of specific area(s), if any, of audit focus; and liaison with auditor on behalf of Board.	<input type="checkbox"/> Rarely <input type="checkbox"/> Never	
1.1.2 Options for Board decision about the appointment, compensation and oversight of independent counsel or other advisors necessary to the Board in carrying out its audit duties	<input type="checkbox"/> Always (4) <input type="checkbox"/> Most of the time <input type="checkbox"/> Some of the time <input type="checkbox"/> Rarely (1) <input type="checkbox"/> Never	We need to discuss this.
1.1.2 At the request of the Board, an opinion for the Board as to President compliance with criteria specified in Executive Limitations policies on internal controls [EL-5, items 4, 4.1 and 4.2]	<input type="checkbox"/> Always (4) <input type="checkbox"/> Most of the time <input type="checkbox"/> Some of the time <input type="checkbox"/> Rarely <input type="checkbox"/> Never (1)	We have not used the Audit Committee in this capacity before. We need to discuss.
1.1.4 An opinion for the Board upon its request as to the President's compliance with criteria specified in Executive Limitations policies on data and information security [EL-5, item #9].	<input type="checkbox"/> Always (3) <input type="checkbox"/> Most of the time <input type="checkbox"/> Some of the time <input type="checkbox"/> Rarely <input type="checkbox"/> Never (2)	We have not used the Audit Committee in this capacity before. We need to discuss
1.1.5 An opinion for the Board, based on evidence required of the external auditor, as to whether the independent audit of the organization was performed in an appropriate manner	<input type="checkbox"/> Always (5) <input type="checkbox"/> Most of the time <input type="checkbox"/> Some of the time <input type="checkbox"/> Rarely <input type="checkbox"/> Never	Click or tap here to enter text.
1.1.6 An annual report to the Board highlighting the Committee's review of the audited financial	<input type="checkbox"/> Always (5) <input type="checkbox"/> Most of the time <input type="checkbox"/> Some of the time	Click or tap here to enter text.



Worksheet for Jackson College Board Self-Monitoring of the Governance Process & Board–CEO Delegation Policies

statements and any other significant information arising from their discussions with the external auditor.	<input type="checkbox"/> Rarely <input type="checkbox"/> Never	
1.2 Current information for the Board on significant new developments in accounting principles or relevant rulings of regulatory bodies that affect the organization.	<input type="checkbox"/> Always (5) <input type="checkbox"/> Most of the time <input type="checkbox"/> Some of the time <input type="checkbox"/> Rarely <input type="checkbox"/> Never	Great opportunity to hear of changes in best practices or updates in legislation
1.3 Current information for the Board on significant new developments in data and information security that affect the organization.	<input type="checkbox"/> Always (4) <input type="checkbox"/> Most of the time (1) <input type="checkbox"/> Some of the time <input type="checkbox"/> Rarely <input type="checkbox"/> Never	Glad the decision was made to look into this area and include it in the yearly audit
1.4 A self-monitoring report on the appropriateness of the Board's own spending, based on criteria in the Governance Process policy on Board expenses.	<input type="checkbox"/> Always (4) <input type="checkbox"/> Most of the time <input type="checkbox"/> Some of the time <input type="checkbox"/> Rarely <input type="checkbox"/> Never (1)	We have not used the Audit Committee in this capacity before. We need to discuss
1.5 Options for Board decision re: capital projects outside the President's expenditure limits as identified in Executive Limitations on finance.	<input type="checkbox"/> Always (4) <input type="checkbox"/> Most of the time <input type="checkbox"/> Some of the time <input type="checkbox"/> Rarely <input type="checkbox"/> Never (1)	We have not used the Audit Committee in this capacity before. We need to discuss
2.0 The Committee's authority enables it to assist the Board in its work, while not interfering with Board holism.	<input type="checkbox"/> Always (5) <input type="checkbox"/> Most of the time <input type="checkbox"/> Some of the time <input type="checkbox"/> Rarely <input type="checkbox"/> Never	Click or tap here to enter text.



Worksheet for Jackson College Board Self-Monitoring of the Governance Process & Board–CEO Delegation Policies

2.1 The Committee cannot change or contravene Board policies, or instruct the President or any other College staff member. (Requests for information, required in the conduct of its duties, should be made through the President).	<input type="checkbox"/> Always (5) <input type="checkbox"/> Most of the time <input type="checkbox"/> Some of the time <input type="checkbox"/> Rarely <input type="checkbox"/> Never	This is a clear expectation of the committee
2.2 The Committee may not spend or commit organization funds, other than those specifically allocated by the Board.	<input type="checkbox"/> Always (5) <input type="checkbox"/> Most of the time <input type="checkbox"/> Some of the time <input type="checkbox"/> Rarely <input type="checkbox"/> Never	Click or tap here to enter text.
2.3 The Committee may use staff resource time normal for administrative support around meetings.	<input type="checkbox"/> Always (4) <input type="checkbox"/> Most of the time (1) <input type="checkbox"/> Some of the time <input type="checkbox"/> Rarely <input type="checkbox"/> Never	Click or tap here to enter text.
2.4 The Committee may meet independently with the organization's external auditors.	<input type="checkbox"/> Always (5) <input type="checkbox"/> Most of the time <input type="checkbox"/> Some of the time <input type="checkbox"/> Rarely <input type="checkbox"/> Never	Click or tap here to enter text.
2.5 The Committee Chair has the authority to make any reasonable interpretation of this policy.	<input type="checkbox"/> Always (4) <input type="checkbox"/> Most of the time <input type="checkbox"/> Some of the time <input type="checkbox"/> Rarely <input type="checkbox"/> Never (1)	We have not used definition statement before. We need to discuss
3.0 The Committee's composition shall enable it to function effectively and efficiently.	<input type="checkbox"/> Always (5) <input type="checkbox"/> Most of the time <input type="checkbox"/> Some of the time	Click or tap here to enter text.



Worksheet for Jackson College Board Self-Monitoring of the Governance Process & Board–CEO Delegation Policies

	<input type="checkbox"/> Rarely <input type="checkbox"/> Never	
3.1 The Committee shall be composed of not more than three Trustees.	<input type="checkbox"/> Always (5) <input type="checkbox"/> Most of the time <input type="checkbox"/> Some of the time <input type="checkbox"/> Rarely <input type="checkbox"/> Never	Click or tap here to enter text.
3.2 Members shall be appointed by the Board Chair for a three-year year term. Members will serve staggered terms. Membership on the Committee will be rotated among all Trustees.	<input type="checkbox"/> Always (3) <input type="checkbox"/> Most of the time (1) <input type="checkbox"/> Some of the time <input type="checkbox"/> Rarely <input type="checkbox"/> Never (1)	We made this appointment on a yearly basis. With staggered terms, a 3-year appointment may not always work.
3.3 The Committee shall appoint a Committee Chair from among its members	<input type="checkbox"/> Always (4) <input type="checkbox"/> Most of the time (1) <input type="checkbox"/> Some of the time <input type="checkbox"/> Rarely <input type="checkbox"/> Never	Click or tap here to enter text.
Other Board Comments: Click or tap here to enter text.		



<https://www.jccmi.edu/wp-content/uploads/GP-07.1.pdf>

BOARD OF TRUSTEES MEETING
Action & Information Report
Board Meeting Date: January 11, 2021



TO: Jackson College Board of Trustees
FROM: Dr. Daniel J. Phelan, President

Subject to be Discussed:

11.1 Principles of Policy Governance

This time has been set aside for the Board, as part of our continuous improvement work, in order to assess the Board's work and commitment towards the ten Policy Governance principles, as well as its governance practice.

The URL link below will provide an overview of the principles that you can use for determining the effectiveness and efficacy of the Board's work both in terms of this meeting and in general governance practice.

<https://governforimpact.org/resources/principles-of-policy-governance.html>

Resource Impact:

None

Requested Board Action:

Evaluation of the effectiveness of the board meeting relative to Policy Governance practice.

Action Taken:

None

BOARD OF TRUSTEES MEETING
Action & Information Report
Board Meeting Date: January 11, 2021



TO: Jackson College Board of Trustees
FROM: Dr. Daniel J. Phelan, President

Subject to be Discussed:

12.0 Meeting Content Review

This item on the agenda provides the Board the opportunity to give the Chairman and me feedback on the quality of the content provided during this meeting, and suggesting where improvements could be made.

Resource Impact:

None

Requested Board Action:

Provide feedback on quality of meeting content.

Action Taken:

None