



## **REGULAR MEETING OF THE BOARD OF TRUSTEES**

Jackson College

Central Campus, George E Potter Center Board Room

October 11, 2021

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The Regular Meeting of the Board of Trustees of Jackson College was held on Monday, October 11, 2021, at the Central Campus of Jackson College, George E Potter Center Board Room.

*Board Members Present:* Chairman, Sam Barnes; Vice Chairman, John Crist; Trustee, Philip Hoffman; Trustee, Matt Heins; Trustee Donna Lake; Trustee Sheila Patterson; and Trustee Dr. Ed Mathein.

*Board Member Excused Absence:* None

*Others Present:* President Phelan, Darrell Norris, Cindy Allen, Jason Valente, Jeremy Frew, Dr. Wayne Rose, Keith Book and Jennifer Dobbs

Chairman Sam Barnes called the meeting to order at 6:30PM Eastern Daylight-Saving Time.

### **DECLARATION OF CONFLICT OF INTEREST**

There were no conflicts of interest expressed by Trustees.

### **ADOPTION OF MINUTES**

The minutes of the Board Meeting of September 13, 2021 were reviewed by the Board. The minutes were moved into the permanent record by Chairman Barnes, on behalf of the Trustees.

### **OWNERSHIP LINKAGE**

No Comments were noted.

### **BOARD COMMENTS**

Trustee Mathein shared positive comments from the public regarding the Potter Center event on Saturday. Specifically, in addition to the zero barrier/ADA compliant entry way, and updated access to the balcony, patrons appreciated the addition of hand rails in the center isles. Dr. Phelan expressed thanks to Vice President Valente and Jim Jones for their work on this project.

Introductions: Dr. Wayne Rose and Keith Book as new employees this month.

Regarding Ownership Linkage, Trustee Lake stated that she would like to revisit results of conversations with owners obtained thus far. Trustee Lake and Trustee Crist will be holding more conversations, bring the information gathered back to the Board, at the Board Planning Session on the 22<sup>nd</sup> of October.

## **ITEMS FOR DECISION**

*EXECUTIVE LIMITATIONS POLICY EL – 05 – Asset Protection:* Review of Presidents interpretations, which were included in the Board Pack. Trustee Barnes would like follow-up on the insurance cap and additional information on the aggregate amounts. President Phelan will make sure the cap level is included in the insurance coverage reporting.

Additional information was provided to the Board on Cyber and Accident Insurance. Trustee Hoffman requested copies of the Directors and Liability insurance. President Phelan recommended to the Board an increase in section 5.1.a from \$50,000 in coverage to \$100,000 in coverage as well as an increase in coverage in section 7.2 from \$50,000 in coverage to \$100,000 in coverage. Trustee Barnes provided clarification for section 8.0 that the 3.5% budget set aside be clear as far as providing updates on how that budgeted amount was utilized throughout the year. Trustee Barnes would like updated information on interpretation of section 2 and brought forward for review at the next Board meeting.

*GOVERNANCE PROCESS ITEMS Consideration of Fall Planning Session Agenda –* President Phelan noted that Quarter One (Q1) budget reporting will be presented at the Board's Fall Planning Session together with HEERF spending updates. Leadership Council members will also each be presenting a 25-minute feature to the Board on topics highlighted in the proposed agenda. In addition, there will also be updates on American College Promise and how that will impact Jackson College, as well as what potential limitations there may be for community colleges in Michigan. The meeting is planned for all day with an end time prior to 3:30pm.

**MOTION BY TRUSTEE CRIST TO APPROVE THE FALL PLANNING SESSION AGENDA, ALL TRUSTEES VOTED BY ROLL CALL VOTE: TRUSTEES, LAKE, MATHEIN, HEINS, PATTERSON, HOFFMAN, CRIST AND BARNES VOTING AYE. MOTION PASSED UNANIMOUSLY.**

*MONITORING CEO PERFORMANCE EL-05 Asset Protection Monitoring Report* President Phelan reviewed with the Board the evidence for the Asset Protection Monitoring report. Trustee Hoffman requested information regarding if the \$100,000 in proposed coverage is standard. President Phelan reviewed with the Board the history of the protection amounts and how the \$100,000 for Jackson College was agreed upon.

After a review of section 8, routine maintenance, it was decided by the Board that there is no further need to include section 8 in the monitoring report, stating that it should be removed going forward.

Trustee Barnes noted the sections where there is still information forthcoming. The Board will look for informational updates as they become available.

**MOTION BY TRUSTEE CRIST TO AFFIRM PARTIAL COMPLIANCE IN THE MONITORING REPORT, ALL TRUSTEES VOTED BY ROLL CALL VOTE: TRUSTEES, LAKE, MATHEIN, HEINS, CRIST, BARNES, PATTERSON AND HOFFMAN VOTING AYE. MOTION PASSED UNANIMOUSLY**

*SELF-EVALUATION OF GOVERNANCE PROCESS & BOARD PERFORMANCE AT THIS MEETING - Principles of Policy Governance*

President Phelan asked the Board if they wished to continue with both the assumptions, as well as the evidence approval considerations on the same agenda. Members asked that the process continue to proceed with assumptions and evidence both being provided at the same meeting.

#### **MEETING CONTENT REVIEW**

Trustee Hoffman and Trustee Patterson commented on the boardroom setup and the new structure to keep members safe. President Phelan noted that the physical changes will be made permanent, with additional upgrades to technology to provide for full duplex, remote participation.

#### **ADJOURN**

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

Meeting Adjourned 7:33 pm

The foregoing minutes of the regular meeting of the Board of Trustees held on Monday, October 11, 2021 were approved at the regular meeting of the Board held on Monday, November 8, 2021.



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Chairman