



SPECIAL MEETING OF THE BOARD OF TRUSTEES

Jackson College

Central Campus, Bert Walker Hall,

Community Rooms 144 & 145

10.19.23

A Special Meeting of the Board of Trustees of Jackson College was held on Thursday, 10.19.23, 6:30pm, at the Central Campus of Jackson College, Bert Walker Hall, Community Rooms 144 and 145.

Board Members Present: Chairperson John Crist, Vice-Chairperson Sheila Patterson, Trustee Donna Lake, Trustee Matt Heins, Trustee Sam Barnes, Trustee Philip Hoffman, and Trustee Christopher Simpson

Board Member Absence: None

Others Present Include:

Dr. Daniel Phelan, Cindy Allen, Keith Everett Book, Jamie Vandenburg, Jacob Inosencio, Cheryl DeGroote, Charles DeGroote, Joe Gebhardt, Stephanie Waffle-Stephenson, Mary Jo Kennedy, Clevester Moten, Daniel Scott, Mauia Welch, Da'Yona Brown, Robin Terrell, Mylan Williams, David Stewart, Nathan Thraulst, Chontia Belton, Latimer Johnson, Tommie Johnson, Leilani Munoz, Anthony Rana, Taylor Craighead, Tina Matz, Alana Tuckey, Steven Tuckey, John Willis, Ether W., Muhammed Sanyang, Brenda Brandon, Macie R. Mullins, Kajia Rose, J'Dah Washington, Melissa Potter

Chairperson John Crist called the meeting to order at 6:30PM Eastern Standard Time.

DECLARATION OF CONFLICT OF INTEREST

There were no conflicts of interest expressed by Trustees for items appearing on the agenda for the meeting.

OWNERSHIP LINKAGE

PUBLIC COMMENTS:

Chairperson Crist invited attending members of the public (who registered to speak, via the form provided at the Board Room entrance table, prior to this portion of the agenda) to offer their comments to the Board of Trustees (up to five minutes each). As was also stated on said form, Chairperson Crist reminded those offering comments that “...as an on-going practice, the Board does not respond in this Board Meeting 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”.

Jamie Vandenburg (Current JC Employee) – Vandenburg expressed her support for an external investigation of systemic issues and an analysis of the root cause of what appears to be a breakdown in process, as she reported. She emphasized looking at the alignment between policies and actual practices across the institution.

Kimberly Seaburg (Current JC Employee) – Seaburg described Robert's Rules of Order as they apply when adding topics to the agenda of a Board meeting already in progress. She encouraged the Board of Trustees to become certified Board Members and take into consideration the letter they received during the 10.16.23 regular Board meeting from the Jackson College Faculty Association and Jackson College Educational Support Personnel Association to vote for an external investigation.

Heather Ruttkofsky (Current JC Employee) – Ruttkofsky offered her support for an external investigation to validate the CEO's Response to Public Comments and to reveal areas of improvement. She also offered her support for all the information that has been shared during recent Jackson College Board meetings via public comments. She described the importance of the College's values and beliefs in both hiring and evaluating practices to identify gaps in an organization's culture.

BOARD COMMENTS:

Chairperson Crist thanked the speaking public for their comments and assured them that their comments will be taken into consideration.

ITEMS FOR DECISION

CONSIDERATION OF EXTERNAL INVESTIGATION:

Per a consensus of the Board of Trustees at the 10.16.23 Regular Board meeting, this 10.19.23 Special Meeting of the Board was called for the Board to consider an external investigation into recent matters presented to the Board.

During the Board's previous, (i.e., 09.11.23 Board Meeting) a proposal was made by Trustee Barnes regarding the use of an external investigator to address student concerns. Following that meeting, CEO Phelan requested of the Chairman and the Board to hold a special board meeting on 09.25.23 wherein such a proposal could be considered, with the CEO's full support. Now, during this portion of the agenda, the Board formally considered this proposal.

9.25.23: Trustee Barnes offered the below draft objective of an external investigation as a starting, talking point.

The objective of this investigation is for the Board of Trustees of Jackson College to gain a deeper understanding of allegations related to sexual harassment, racism, and concerns about the treatment of black students and potentially other marginalized groups at Jackson College. The primary goal is to uncover the root causes, systemic issues, and organizational challenges. The investigation aims

to improve the institution's environment and culture focusing on fostering understanding and growth rather than individual accountability.

Trustee Lake described that the Board owes it to themselves, one another, Dr. Phelan, and the community, to compare the reports of the internal investigation with those of an external investigation.

Trustee Barnes described his support since the 09.11.23 Board of Trustees meeting for an external investigation.

Trustee Hoffman shared his appreciation for the additional information and time taken to solidify his decision.

Chairperson Crist described the evolving nature of the situation over the course of the recent Board meetings.

MOTION BY VICE-CHAIRPERSON PATTERSON TO MOVE FORWARD WITH A CONSIDERATION OF AN EXTERNAL INVESTIGATION.

Trustee Barnes described his draft RFP (which will be resented to the Board) which discussed scope, methodology, outcomes, and timeframes for the kind of investigation he felt is needed of linked systemic issues.

Discussion ensued about how an external investigation might be handled in regard to choosing the legal counsel and scope of the investigation.

TRUSTEES VOTED BY ROLL CALL VOTE:

TRUSTEE LAKE – YES

TRUSTEE BARNES – YES

VICE-CHAIRPERSON PATTERSON – YES

CHAIRPERSON CRIST – NO

TRUSTEES HEINS – YES

TRUSTEE SIMPSON – YES

TRUSTEE HOFFMAN – YES

THE MOTION PASSED 6 TO 1.

Vice-Chairperson Patterson described her hope for a special meeting of the Board within a week where the Board would consider input from the Board's legal counsel on 3 or 4 investigative firms the Board might consider, and to develop an outline of what the Board wants investigated.

The Board's legal counsel, Bill Abbott, brought forward 3 names as input, not referrals. The names were Lisa Swem of Trun, Leigh Schultz of Miller Johnson, and William Thacker of Dickinson Wright. Chairperson Crist offered the additional name of Diane

Bauer. Bill Abbott noted that he hired and partnered with Diane Bauer, and because of that affiliation, he was hesitant to involve her services.

For reference, Abbott shared that thorough investigations of 3 or 4 general questions can take significantly more time (as long as 6 months or a year) as compared to a single issue that might take 2-3 weeks.

Via consensus of the Board, a Special Meeting of the Board will be held on 10.25.23 at 5:15pm to consider legal firms, as well as what will be investigated.

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

Principles of Policy Governance:

Members considered the Policy Governance principles of monitoring institutional performance, executive limitations, and governance process.

Trustee Barnes pointed out that the Board followed their own policy (GP-13 Special Rules of Order) at the 10.16.23 Board meeting which states, "Trustees will not present an item for action or discussion at a Board meeting if it is not on the agenda."

MEETING CONTENT REVIEW

Trustees expressed that the content was sufficient.

ADJOURN

MOTION BY TRUSTEE HOFFMAN "To adjourn."

TRUSTEES VOTED BY ROLL CALL VOTE: TRUSTEES HEINS, SIMPSON, PATTERSON, LAKE, BARNES, HOFFMAN AND CRIST VOTING AYE. MOTION PASSED UNANIMOUSLY.

Meeting Adjourned at 7:35pm ET.

The foregoing minutes for the special meeting of the Board of Trustees held on Thursday, October 19, 2023 were approved at the regular meeting of the Board of Trustees on Monday, November 13, 2023.


Chairperson