



SPECIAL MEETING OF THE BOARD OF TRUSTEES

Jackson College

Central Campus, Bert Walker Hall,

Community Rooms 144 & 145

10.25.23

A Special Meeting of the Board of Trustees of Jackson College was held on Thursday, 10.25.23, 5:15pm, 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 Philip Hoffman and Trustee Christopher Simpson

Board Member Absence: None

Others Present Include:

Dr. Daniel Phelan, Jason Valente, Keith Everett Book, William Abbott, Joe Gebhardt, Sandy DiCesare, Jessica Houston, Nicole Taylor, Jen Fiero, Na'Tiyah Jones-Montgomery

Chairperson John Crist called the meeting to order at 5:16PM 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”.

William Abbott (JC Legal Counsel) – Abbott shared that legal counsel Diane Bauer would not be available to be considered in the pool of investigators. At the request of the Board, he offered his knowledge and experience of the firms that submitted

proposals to the Board to conduct an external investigation. He described that it is important for the Board to try to focus the investigation to specific matters and that an investigation of racism, sexual harassment, and systemic issues is potentially too broad. He also emphasized that all personal views and commentary during public comment at a Board meeting, though concerning and deeply felt, is not necessarily cause for investigation.

Sandy DiCesare (Current JC Employee) – DiCesare expressed her disappointment that further action has not already been taken. She expressed her passion for education and disapproval of JC Leadership.

Na'Tiyah Jones-Montgomery (Former Employee) – Jones-Montgomery reported that a lack of planning by the College has become her emergency. Even through a loss of trust, she described that all present in the room want the best for JC and have learned a great deal through this process, as she reported.

BOARD COMMENTS:

Vice-Chairperson Patterson shared her concern for the direction of special education. She also thanked her fellow Board members for their candid conversations and respect for one another.

To Vice-Chairperson Patterson's discussion about special education, CEO Phelan described a new partnership with JCISD that will provide special needs students with opportunities to develop life skills though holding part-time jobs on the JC campus, which will be supervised by JCISD staff.

Trustee Hoffman joined the meeting at 5:18pm. He declared that he had no conflict of interest for items appearing on the agenda for the meeting. He also reminded the Board that he will need to leave this meeting by 6:15pm.

Chairperson Crist described that the College has been addressing concerns and making changes needed as thoughtfully as possible.

ITEMS FOR DECISION

GOVERNANCE PROCESS

CONSIDERATION OF INVESTIGATION FOCUS / RFP:

Discussion ensued about the scope of work the Board will instruct the chosen external investigator to pursue. The scope discussed for consideration included:

- Review circumstances surrounding the confusion with the Ready, Set, Jet program. Determine if it was handled appropriately and communicated to all parties involved promptly and adequately;
- Investigate the College's reputation regarding racism;

- Determine the foundation for expressed feelings of a culture of fear, fear of reprisal for speaking up, and employee targeting. Determine who was responsible for this working climate, and how it was perpetuated;
- Review the complaint from Na'Tiyah Jones-Montgomery and determine if it was handled correctly. Identify if there were other complaints, either in writing or verbally, filed against Greg Klaus and what was done with them;
- Identify and determine the departure of employees for the last ten years. List their positions and determine if there were any underlying themes to their departures;
- Determine if a reported breakdown in policies, misalignment between policies and practices, has occurred and needs to be addressed;
- Determine if reported leadership cover ups and divertive finger-pointing has occurred; and
- Review policies regarding treatment of staff and students, as well as sexual harassment and discrimination. Determine if said policies incorporate best practices.

Vice-Chairperson Patterson and Chairperson Crist discussed how best to proceed with the current process of reviewing Board policies.

The Board determined by consensus that they would first select a law firm to conduct the investigation. Then they will present the above list of requests to the chosen firm for their counsel on how best to proceed with the scope of the investigation.

CONSIDERATION OF FIRMS FOR EXTERNAL INVESTIGATION:

MOTION BY CHAIRPERSON CRIST TO HAVE THE LAW FIRM THRUN CONDUCT AN EXTERNAL INVESTIGATION. FURTHER DISCUSSION OF THRUN ENSUED, BUT A VOTE WAS NOT TAKEN ON THIS MOTION.

MOTION BY TRUSTEE HEINS TO HAVE THE LAW FIRM MILLER JOHNSON CONDUCT AN EXTERNAL INVESTIGATION.

TRUSTEES VOTED BY ROLL CALL VOTE:

TRUSTEE LAKE – YES

VICE-CHAIRPERSON PATTERSON – YES

CHAIRPERSON CRIST – YES

TRUSTEES HEINS – YES

TRUSTEE SIMPSON – YES

TRUSTEE HOFFMAN – NOT PRESENT DURING THE TIME OF THE VOTE.

THE MOTION PASSED UNANIMOUSLY.

The Board's legal counsel Bill Abbott noted that a Special meeting of the Board to discuss the scope of the investigation with the external investigators will likely constitute an open meeting.

CONSIDERATION OF BOARD PROCESS FOR FILLING A MEMBER VACANCY:

Board discussion led to the following process and timeline for filling the vacant Trustee seat as of 10.20.23 following Sam Barnes' resignation due to relocation out of the jurisdiction.

10.30.23, by 12:00pm, Trustees will have submitted all resumes and applications received to the Chief of Staff.

10:30.23, 4:00pm: Trustees will hold a Special meeting of the Board to review and discuss the Trustee candidate resumes and applications received. They will ultimately determine the top 3 candidates (as stated in the Board's Bylaws) for on-site interviews.

11.06-08.23 – Trustees will conduct interviews – held in Special meeting(s) of the Board. Immediately following the conclusion of the last interview, by voting, the Board will select the top vote receiving candidate for placement.

11.13.23: At the Board's regular meeting, said candidate will be sworn into office for the unexpired term of the vacant board seat. The President and Board Chair will provide an orientation for the new member subsequent to appointment.

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. Chairperson Crist noted efforts made to properly follow the Board's governance process.

MEETING CONTENT REVIEW

Trustees expressed that the content was sufficient.

ADJOURN

MOTION BY TRUSTEE LAKE "To adjourn."

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

Meeting Adjourned at 6:36pmET.

The foregoing minutes for the special meeting of the Board of Trustees held on Wednesday, October 25, 2023 were approved at the regular meeting of the Board of Trustees on Monday, November 13, 2023.



Chairperson