



## **FALL PLANNING SESSION OF THE BOARD OF TRUSTEES**

Jackson College

Central Campus, Health Laboratory Center, Room 101  
11.18.24

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The Fall Planning Session of the Board of Trustees of Jackson College was held on Monday, 11.18.24, 8:30am, at the Central Campus of Jackson College, Health Laboratory Center, Room 101.

*Board Members Present:* Chairperson John Crist, Vice Chairperson Sheila Patterson, Trustee Matt Heins, Trustee Phil Hoffman, and Trustee Teshna Thomas.

*Board Member Absence:* Trustee Donna Lake, Trustee Christopher Simpson

*Others Present Include:* Dr. Daniel Phelan, Keith Everett Book, Cindy Allen, Ashley Van Heest, Julie Hand, Jamie Vandenburg, John Globoker, Dr. Alytrice Brown, Jason Valente, Doug Yenor, Heather Ruttkofsky, Jim Jones

Chairperson John Crist called the meeting to order at 8:30AM 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.

### **COMMUNICATIONS**

#### *PUBLIC COMMENTS:*

Chairperson Crist invited attending members of the public (who registered via the form provided at the Board Room door prior to this portion of the agenda) to offer their comments to the Board of Trustees (up to five minutes each).

There was no public comment.

#### *BOARD COMMENTS:*

Chair Crist congratulated Trustee Lake, Trustee Thomas, and Trustee-elect Danielle Mackey for their recent elections to the Jackson College Board of Trustees. He also wished Cindy Allen a Happy Birthday.

## BOARD GOVERNANCE

### OUTLOOK

CEO Phelan described the use of this Fall Planning Session toward the Board's investment in their Board Policy Governance. In accordance with Board Policy GP-10: Investment in Governance – Trustees shall have ongoing opportunity for continued education to enhance their Policy Governance capabilities.

### WORKSHOP: ARTIFICIAL INTELLIGENCE (AI) / GENERATIVE AI AS A BOARD TOOL

Jackson College Chief Information Officer, Doug Yenor, provided the Board an artificial intelligence workshop. CIO Yenor described his uses of AI and invited the Board to consider why some do not use it. AI is a popular alternative to Google searches. He noted that misinformation may be the largest downfall of the internet.

CIO Yenor uses Claude, Chat GPT, and Google Gemini most prominently. Claude is quite efficient in business writing and has the most safety guardrails. Chat GPT is more versatile and conversational, perhaps with more hallucinations. Google Gemini has the most up to date information. He used Claude to create his presentation.

He provided 4 documents to Claude to analyze for his presentation. He noted that when one is interacting with Claude, be mindful that it uses the Large Language Model (LLM). AI is a great way to get started, then used for editing.

#### Prompting Tips:

- Frame Conversation – clear and specific objective.
- Provide context.
- Give step-by-step instructions.
- Ask follow-up questions.
- Iterate, iterate, iterate to further refine.

#### AI Basics:

- Gen AI Definition: AI that creates new content: Text, images, and music.
- Use Cases: Streamline writing; research a topic; ask questions about a PDF; stick to lower stake tasks.
- What's next: More accurate voice interaction; software specific agents (personal assistants); software development, coding and debugging.
- Caution: Algorithms have power to manipulate (e.g. Tik Tok and Netflix). Potential to require algorithms to show source code? What is being amplified? What is being slowed down?
- Summary: Stop not using Gen AI.

CIO Yenor noted that 1 in 9 employees regularly use AI at work. It is a job changer to be sure. Technology has always proven to grow both employment rates and wages.

AI in the workplace: Roles include a clerk, colleague, or a coach with live information. CIO Yenor noted that it is important for Jackson College to prepare our students to use AI for workplace readiness. Barriers include real world social experiences diminishing as computer / social media activity increases. Students may show a preference towards on-line classes. He suggested that the best uses for the classroom may be to use AI to accelerate through the basics, and then apply those basics in more live setting environments.

Chairperson Crist described the need for human interaction. CIO Yenor noted that 25-30% of faculty are using AI. Though there isn't data to support this yet, it may seem that younger faculty are using AI more than older faculty.

CIO Yenor described his instinct that a machine ever being creative may be a stretch / unlikely.

AI at Jackson College is critical for workforce development, digital literacy, and equitable access. The College has a relationship with Google to help create a level playing field.

CEO Phelan walked the Board through a trustee simulation of using Chat GPT on their devices. He suggested using prompts with Chat GPT such as:

- You are an expert in Policy Governance according to John Carver.
- You are a member of the Board of Trustees in Jackson, MI.

And utilized the audio interactive feature to query the following:

- What strategies can we use to keep discussions focused on a strategic level?
- How can we ensure that global Ends policies are comprehensive and aligned with needs and expectations of the Ownership?

#### *DRAFT ARTIFICIAL INTELLIGENCE POLICY*

Jackson College Chief Information Officer, Doug Yenor, and CEO Phelan shared a draft artificial intelligence policy for the Board's future consideration in navigating AI terrain in higher education.

Trustee Hoffman described his appreciation for an AI policy at the 50,000 foot level. Trustee Heins described wanting to have something in place that keeps the Board in the right direction with AI, as did Trustee Thomas. Chairperson Crist described reviewing an AI policy on a quarterly or semi-annual basis rather than a yearly basis in order to keep some level of policy currency, given this rapidly changing landscape. This will be added into the policy review process, starting with the January Board meeting.

CEO Phelan noted that the entire compendium of the Board's policies will be sent to the Board for them to upload into their Chat GPT, which can assist members in undertaking a quick assessment of relevant policies to present matters. The rightness of the Board's work can be reviewed by putting the minutes into Chat GPT and asking it if the Board has followed their own governance policy.

CEO Phelan described for Trustee Heins that AI classes are being offered at the College. He also encouraged the Board to use secure methods of saving passwords. eWallet is effective and is used broadly.

#### *MEDICAL SIMULATION CENTER (MSC) UPDATE*

Jason Valente (CFLO), Jim Jones (Executive Director of Construction and Major Maintenance), and Heather Ruttkofsky (Dean of Health Sciences, Business & Information Technology) presented the Board with an update on the Medical Simulation Center. Jason Valente highlighted that this project is being completely funded by external sources (state grants and an Alro Steel and Foundation donation). The project is currently under budget and on time for deployment for the fall semester FY '26.

Jim Jones described the construction elements of the MSC project in Whiting Hall. The finishes used by Henry Ford Hospital are being completely mimicked so that learners will be able to directly relate their experience of the classroom with that of the hospital. The fire bureau analysis of the plans is currently underway.

Heather Ruttkofsky described the full scope of the ecosystem that is being created for the MSC project. The space will be fluid, just as emergency rooms are, and will state of the medical industry. The space is designed to invite employers, as well as learners, to help provide services that employers may not be able to offer in their real setting. A medical advisor, imaging representative, and a nurse practitioner are providing guidance and input to the design experience. Simulators will be across the broadest range of identities in healthcare, spanning from the beginning through end of life.

Trustee Thomas shared her appreciation for the diversity of minds and practices being integrated into this project.

CEO Phelan answered Trustee Heins regarding renovation and deferred maintenance repairs to McDivitt Hall, which are the first priority for the Capital Outlay request, and Justin Whiting Hall is second. CEO Phelan also described the steps by which nursing students in the JC programs are passing through the Grand Valley State University's BSN program. The basis of this program is competency based.

#### *BETTER BOARDS FOR A BETTER WORLD: BOOK REVIEW*

CEO Phelan facilitated a discussion of John P. Bohley, Jr. and Larry C. Spears' book *Better Boards for a Better World, An Integrated Practice of Policy Governance and Servant-Leadership*. Chairman Crist, Trustee Lake, Trustee Hoffman, and CEO Phelan received this book during the Govern for Impact Conference earlier this year. They had the opportunity to listen to the author and appreciated his insights.

CEO Phelan guided the discussion of the first 4 chapters as follows:

- What are your thoughts about Servant Leadership?  
Trustee Thomas described the "thinking of others" mindset of Servant Leadership. Chairperson Crist described his appreciation for the book as compared to many others of the same, noting its uniqueness.

The Vice-Chairperson described listening, empathizing, and seeing the larger picture, continuing to grow through ownership linkage and using the information we have collected to move servant leadership forward.

Trustee Thomas described the importance of follow-up. Trustee Heins described educating the general public on what the College is doing. The communication gap has an impact. He also described that the Board can get into the weeds and lose the perspective of why the Board exists.

- What steps can we take to ensure our ENDS policies embody the values of serving our students, staff, and the broader community?  
Trustee Thomas described asking this question when reviewing policy. Chairperson Crist shared his agreement. CEO Phelan described that the nomenclature could be improved to reflect service.
- How do we balance rigorous accountability with compassionate leadership?  
Chairperson Crist described addressing policies and interpretations fulsomely when they come up for review. CEO Phelan described the challenge of the College as both an academic institution and as a social welfare institution. The statutory mission is to provide education, but the College is expected to do more than that by some owners. Trustee Heins described the need for parameters and willingness to stand up for policies. Not following policies exposes the institution.

CEO Phelan described an entitlement perspective that often prompts the avoidance of following established. He also described the importance of following policies rather than giving into emotion in decision-making. He noted that it is always better to allow experience to inform policy change rather than not following policy in the moment. He further described a potential change in federal funding that could be negative to higher education. The clarity within the elements of monitoring report language are key in transparency.

Trustee Thomas and Heins requested that the CEO continue to keep the Board up to date on any changes with state and federal administration.

#### *MICHIGAN COMMUNITY COLLEGE ACT OF 1966 STATUTORY LINKAGE: POLICY REVIEW*

CEO Phelan highlighted the expectations of Boards as they relate to the State Statute Michigan Community College Act:

<https://www.legislature.mi.gov/documents/mcl/pdf/mcl-act-331-of-1966.pdf>

Together, they spent time noting that the Board requirements are not too extensive. The Board also reviewed the statutory elements that are addressed via Board policies.

#### Board Statutory Duties as outlined in the Act of 1966:

- Establish and collect tuition.

- Select and employ people to operate the College.
- Select and employ a CEO.
- Delegate duties to the CEO:
  - Select personnel.
  - Pay claims against the College.
  - Invest funds.
  - Accept gifts and contributions.
  - Select a CFO.
  - Select other administrative personnel, teachings, and others.
- Borrow money.
- Accept gifts and property.
- Adopt bylaws, rules and regulations.
- Acquire and hold real property.
- Establishment of the community college and other things judged for proper carrying on of the community college.
- Grant public safety officers the powers and authority of a peace officer under the code of criminal procedure.
- Prepare annually an estimate of taxes deemed necessary for the fiscal year.
- Provide for a system of accounting that meets state approval.
- Levy and collect taxes.
- Fill board vacancies as provided by law.

CEO Phelan described the importance of making sure that there are no conflicts between Board policy and state statute.

Trustee Heins asked for the College's legal counsel to draw up the reasoning and compliance of the Board not having the officers of Secretary or Treasurer in accordance with the practices of Policy Governance.

#### *OWNERSHIP LINKAGE: 3-YEAR PLANNING CYCLE*

CEO Phelan facilitated a conversation of ownership linkage methodologies with a Beautiful.ai presentation for the Board's consideration in developing a 3-year schedule for ownership linkage: FY '25 – FY '28.

CEO Phelan described that the Board receives information toward ownership linkage through a few methods, including by visiting with owners directly, environmental scanning at a strategic and future focused level, as well as through the Board's own professional development.

Optimally, the outcomes of Ownership Linkage include:

1. Clear understanding of Owners' expectations
2. Informed ENDS Policies

3. Enhanced Accountability
4. Strengthened Board Legitimacy and Trust
5. Continuous Feedback for Improvement

CEO Phelan offered future focused questions for the Board to consider asking owners whether by survey, focus groups, or other methodologies:

- What do you see as the purpose of the organization? Why does it exist?
- What do you believe will be the most significant challenges facing our community in the next 5-10 years?
- Which of those challenges do you think our institution could address? How?
- What do you see as the purpose of our institution?
- What opportunities could there be for our organization to make or support positive changes in the community, in professions or trades, in business or industry?
- Of the benefits/positive changes you have identified, which one or two do you value most?
- What lasting impact do you want Jackson College to have on the lives of students and the broader community over the next 10-20 years?
- Looking ahead, what emerging challenges and opportunities in our region do you believe Jackson College should be preparing to address?
- How should Jackson College adapt its programs and services to remain relevant and beneficial to future generations of students and community members?
- What long-term educational or workforce goals do you believe Jackson College should prioritize to benefit our community and region?
- What do you see as the most critical skills or knowledge areas that Jackson College graduates will need to thrive in the future workforce?
- How important is it to you that Jackson College prioritizes innovation and continuous improvement in its educational methods and technology?
- What unique role do you believe Jackson College could play in shaping the future of our region?
- In what ways should Jackson College balance its focus on student success with its broader mission to support lifelong learning and community enrichment?
- What values and principles should guide Jackson College's long-term strategic decisions and partnerships?
- How can Jackson College strengthen its reputation and influence over the next decade to better serve and advocate for the community?

Ownership Linkage methods for Board consideration include:

- Surveys
- Focus Groups
- Stakeholder Interviews
- Public Comment Sessions
- Advisory Committees
- Listening Sessions
- Online Feedback Portals
- Community Advisory Panels

- Ownership Representative Meetings
- Board Ownership Retreats

When handling the resulting Ownership Linkage information, CEO Phelan described using patience before arriving at any conclusion; considering only strategic, future-focused inputs, and referring operations to the CEO. It is important for the Board to look for trends and not respond to 'one-offs'. He described the theory that ENDS policies should not be changed but every 3-5 years, according to Carver. Stability is important for achievement. Monitoring should be periodically, but not frequently, as the ENDS are intended to represent long-term strategic outcomes. Major changes in Ownership or College environment expectations could prompt making changes to the ENDS sooner.

CEO Phelan described how the Board might go about updating their ENDS and the importance of communicating the ENDS to owners. Follow-ups with the owners confirms what you heard, what you can do, and what you are doing going forward. Follow-up methods could include letters and face-to-face updates. All Trustees should be involved in Ownership Linkage, not just an ad hoc group, or subset of the full membership.

A draft Ownership Linkage schedule will be shared at the January Board meeting for the Board's consideration. The focus and the ask of the Board will be communicated subsequently.

#### *STRESS TEST: AFTER ACTION & CASE STUDY*

CEO Phelan and the Board undertook a post hoc discussion relative to the Board/CEO experience with the Pandemic, as well as matters pertaining to Fall 2023. Through Board & CEO's discussion about the pluses and deltas of those experiences, they sought to understand how to improve their learning and preparation for future events as a Board/CEO team.

Additionally, CEO Phelan offered a progressive case study to stress test the Board's Policy Governance capabilities.

CEO Phelan described the concept of an after-action report (AAR) and went through such with the experiences of the Pandemic. He described the support felt from the Board during the Pandemic. Trustee Heins described the newness of that experience and fair amount of adaptability that was efficiently exercised. Chairperson Crist described allowing policy to guide and trust in the CEO.

The AAR regarding the events of last Fall were also discussed: Trustee Hoffman described that there was no standard for telling the truth. How the Board accepted public testimony over the facts was his concern. The Board did not follow its own policies. Trustee Heins described the Board moving too fast on a tremendous amount of issues presented at multiple public meetings.

Vice-Chairperson Patterson agreed with both Trustee Hoffman and Heins' comments. She described that ongoing elevated issues have not been common for this Board. She cited the College name change and charter for JPEC having been previous challenges. She also described the benefits that could have been garnered from taking the emotion out and focusing more on policy than was done last Fall. The multiple angles of misinformation complicated it.

Chairperson Crist described that the report requested of the CEO should have been the first step, according to policy, before moving into an external investigation. He noted the Board policies that the CEO shared in a Board meeting that were violated by the Board on multiple occasions. He described the critical need for a collaborative relationship between the Board and CEO, as well as the importance of stepping back a bit more in the future before making decisions.

Trustee Hoffman described that it was the abandonment of Policy Governance initially that made the process more challenging for the CEO and the Board. Addressing citizens directly at times and then not at other times was inconsistent, and was outside of Board Policy.

CEO Phelan described multiple avenues for behavior that are opened when policies are not followed. He encouraged the Board, when facing an issue or dilemma to first ask what the relevant Board policy says before taking action. And, if the Board believes that any policies need to be changed, then there is a clear Board process for doing so.

Chairperson Crist reminded the Board of the review of policies throughout the year. Vice-Chairperson Patterson commented that she believed the Board moves too quickly with review of policies.

CEO Phelan described the PACE Survey as an operational tool for monitoring, not a Policy Governance tool.

Trustee Thomas described making sure that the Board is listening. She asked if there is a process in place for incidents and noted that AARs are an effective tool to make sure that the human element stays in the process. Defining what is Board policy, and what is operational policy, is important.

CEO Phelan led a scenario for consideration of best practices in decision making. He suggested asking:

What does the policy say?

What does the CEO say?

What will it cost?

Will the Governor support this?

What debt would we be assuming?

What happens to tuition?

Going forward, the AAR focus as a Board will be a customary practice. This same process will happen at the next planning session but using more time and more realness of the scenario.

Trustee Thomas suggested taking more time with policy reviews, reviewing some bi-annually rather than annually. The Vice-Chairperson described ensuring that the Board's policies are providing protection on all levels.

Trustee Heins asked that benchmarking institution policies be sent out to the Board on an annual basis.

#### ***BOARD MEETING SCHEDULING CONSIDERATIONS FOR WINTER MONTHS***

The Board considered if they would like to attend Board meetings at a different time of day during the winter months to avoid night driving in potentially inclement weather.

They discussed holding a limited number of board meetings (e.g., January and February) during daylight hours – perhaps over the noon hour, to accommodate work schedules, yet provide a better measure of safety for members.

To maintain consistency and ability for the public to attend Board meetings conveniently, the Board will not be moving the meeting time of 6:30pm.

#### **COLLEGE UPDATES & CONSIDERATIONS**

##### ***CAT BUILDING PROJECT CONSIDERATION***

In light of the failure of the College's millage request of Jackson County Voters, CEO Phelan asked members of the College's power and utility project team to outline a unique opportunity for the Board's consideration.

Jamie Vandenburg provided the concept and birthing of the temporary Utility Field Operations, providing the College's line worker training in partnership with Consumers Energy. She explained the need that the field offers students (more opportunities for practice and shortened timeframe for certification).

The Center for Applied Technologies (CAT) was brought to the Board for their initial understanding of the benefits it could bring to utilities training and workforce of Jackson County (e.g., Gas, water, treatment training, green / renewable energy, fiber optics, and broadband). Jamie Vandenburg shared the industry connections and grant supports. Jason Valente shared the design plans for the CAT. The current cost is about \$6.8M for the entirety of the construction. CEO Phelan described that the millage would have contributed to this project.

CFO Globoker described the financial considerations for this opportunity, highlighting current Board policy EL-04 along with current debt considerations. He outlined the proposed bond issuance of \$5M.

Trustee Heins described the efforts needed for McDivitt Hall (i.e., \$25M in matching funds) and Justin Whiting (i.e., \$21M in matching funds), which could be on top of this investment, though spread out among 3-10 years. He also noted that enrollment nationally may begin to trend downward.

Chairperson Crist inquired about the amount of brand-new revenue the CAT could generate. CEO Phelan will get the potential of revenue generation for the Board. There is a need for a definitive decision by January in order to make timelines for service to the industries contemplated in this new facility. Trustee Heins and Vice-Chairperson Patterson supported having a revenue generation discussion in January.

Jason Valente walked the Board through the current state of the Potter Center repair from the fire. All 3 theatres will be in a state of modernization. He shared the FY '25-FY'27 building and site master plan, including a housing back up power project.

#### *LEGAL & MARKETING UPDATE / 100-YEAR ANNIVERSARY PLANNING*

Cindy Allen offered significant updates to the Title IX changes and Fair Labor Standards Act. Dotty Karkheck provided a preview of considerations for the College's 100<sup>th</sup> Birthday, with a focus on alumni story highlights and community impact over the years.

#### *CAMPAIGN POTENTIAL PLANNING*

Julie Hand (Chief Advancement Officer) joined CEO Phelan in describing initial thoughts about a campaign, seeking the Board's input as to this possibility moving forward.

Such a campaign would have engagement implications for the Board, and particularly the Board Chair in terms of time needed to advance the campaign, in planning and participation in cultivation activities, as well as specific requests of the donor community.

Trustee Heins appreciated potentially tying this into the 100-year celebration, also considering these same efforts being made by other local institutions.

#### **PLUS / DELTAS**

The Board gave the Board Chairperson and the President feedback on the quality of the content provided during this Board Meeting.

The content, setting, food, and timing were all appreciated, particularly the interactive elements.

Vice-Chairperson Patterson mentioned that she receives duplicative HR training opportunities at her employer, Consumer Energy, and would like that to count for her training requirements of the Board.

Chairperson Crist gave his regards to the Board, the JC employees, and particularly CEO Phelan. He emphasized how important CEO Phelan is to what the College has become. He left the Board with this thought: This Board, and being on this Board, is not

about you. It is about this College. Please take the time to step back and think about the College first.

**ADJOURN**

**MOTION BY TRUSTEE HOFFMAN "To adjourn."**

**TRUSTEES VOTED BY ROLL CALL VOTE: TRUSTEES CRIST, HEINS, HOFFMAN, PATTERSON, AND THOMAS VOTING AYE. MOTION PASSED UNANIMOUSLY.**

Meeting Adjourned at 2:00pm ET.

The foregoing minutes for the Fall Planning Session of the Board of Trustees held on Monday, November 18, 2024 were approved at the Regular Meeting of the Board of Trustees on Monday, January 13, 2025.

A handwritten signature in dark ink, reading "Sheila Patterson", is written over a horizontal line.

Chairperson