



REGULAR MEETING OF THE BOARD OF TRUSTEES

Jackson College

Central Campus, George E. Potter Center, 2nd Floor,
Boardroom

03.13.23

The Regular Meeting of the Board of Trustees of Jackson College was held on Monday, 03.13.23, 6:30pm, at the Central Campus of Jackson College, George E. Potter Center, 2nd Floor, Boardroom.

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

Board Member Excused Absence: None

Others Present Include: Dr. Daniel Phelan, Ms. Cindy Allen, Mr. John Globoker, Mr. Doug Yenor, Ms. Kelly Crum, Ms. Ashley Van Heest, Mr. Keith Everett Book, Ms. Julie Hand, Ms. Xania Payne, Ms. Heather Ruttkofsky, and Dr. Todd Butler,

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

ADOPTION OF MINUTES

The draft minutes of the Regular Meeting of the Board of Trustees on 02.13.23 were reviewed by the Board and moved into the permanent record by Chairperson Crist, on behalf of the Trustees.

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:

None

CEO COMMENTS:

None

BOARD COMMENTS:

Trustee Lake shared spending the morning and afternoon at the MCCA PTK Award Ceremony and Luncheon which honored 4 Jackson College students, one of which was

selected as a 2023 Coca-Cola Academic Team Silver Scholar through Phi Theta Kappa and will receive \$1,250 scholarship.

Trustee Heins shared seeing a commercial for Jackson College on TV that he appreciated.

The Board discussed that each chapter summary of the current book they are reading (ACCT's Trusteeship in Community Colleges), will be discussed at their Summer Retreat.

LINKAGE COMMITTEE STATUS:

No update.

ITEMS FOR DECISION

GOVERNANCE PROCESS ITEMS: GP-02 Board Job Contributions – Policy Review:
Policy GP-02 was considered by the Board for its regularly scheduled review.

GOVERNANCE PROCESS ITEMS: GP-04 Role of Board Chair – Policy Review:
Policy GP-04 was considered by the Board for its regularly scheduled review.

GOVERNANCE PROCESS ITEMS: GP-10 Investment in Governance – Policy Review:
Policy GP-10 was considered by the Board for its regularly scheduled review.

MOTION BY TRUSTEE HEINS TO APPROVE POLICY GP-02 BOARD JOB CONTRIBUTIONS WITHOUT AMENDMENTS, POLICY GP-04 ROLE OF BOARD CHAIR WITHOUT AMENDMENTS, AND POLICY GP-10 INVESTMENT IN GOVERNANCE WITHOUT AMENDMENTS . TRUSTEES VOTED BY ROLL CALL VOTE: TRUSTEES HEINS, PATTERSON, LAKE, BARNES, HOFFMAN, CRIST, AND SIMPSON VOTING AYE. MOTION PASSED UNANIMOUSLY.

EXECUTIVE LIMITATIONS ITEMS: EL-12 Land Use – Policy Review:
Policy EL-12 was considered by the Board for its regularly scheduled review.

CEO Phelan recommended some expanded language to better align with Jackson College practices for the Board's consideration.

MOTION BY TRUSTEE LAKE TO APPROVE POLICY EL-12 LAND USE AS AMENDED. TRUSTEES VOTED BY ROLL CALL VOTE: TRUSTEES HEINS, PATTERSON, LAKE, BARNES, HOFFMAN, CRIST, AND SIMPSON VOTING AYE. MOTION PASSED UNANIMOUSLY.

EXECUTIVE LIMITATIONS ITEMS: EL-12 Land Use – Interpretations Review:
CEO Phelan presented his clarified interpretation recommendations for Policy EL-12 to the Board for their regularly scheduled review.

MOTION BY TRUSTEE SIMPSON THAT THE BOARD HAS ASSESSED CEO PHELAN'S AMENDED INTERPRETATIONS OF POLICY EL-12 LAND USE AND FINDS THAT THEY DEMONSTRATE A REASONABLE INTERPRATION OF THE POLICY. TRUSTEES VOTED BY ROLL CALL VOTE: TRUSTEES HEINS, PATTERSON, LAKE, BARNES, HOFFMAN, CRIST, AND SIMPSON VOTING AYE. MOTION PASSED UNANIMOUSLY.

CONSENT / REQUIRED APPROVAL AGENDA

SPRING PLANNING SESSION AGENDA:

CEO Phelan and Chairperson Crist shared the proposed agenda for the April 7th Board Spring Planning Session. Trustee Simpson requested a physical security update be added to the agenda.

TRUSTEE PRESENTERS FOR COMMENCEMENT:

The Board considered who among them would present the Distinguished Service Award to Dr. Ed Mathein at the 2023 commencement ceremony. Trustee Heins volunteered to present the Distinguished Service Award to retired Trustee Mathein.

MONITORING CEO PERFORMANCE

MONITORING CEO PERFORMANCE: EL-11 Entrepreneurial Activity – Evidence Review:

CEO Phelan presented the evidence (i.e., monitoring report) for Policy EL-11 Entrepreneurial Activity indicating full compliance according to his previously approved interpretations. He indicated that though there has not been any entrepreneurial activity this year, there would likely be an opportunity that may be revenue exchange related to this policy in the coming year.

MOTION BY TRUSTEE LAKE THAT THE BOARD HAS ASSESSED THE MONITORING REPORT FOR POLICY EL- 11 ENTREPRENEURIAL ACTIVITY AND FINDS THAT IT DEMONSTRATES COMPLIANCE WITH A REASONABLE INTERPRETATION OF THE POLICY. TRUSTEES VOTED BY ROLL CALL VOTE: TRUSTEES HEINS, PATTERSON, LAKE, BARNES, HOFFMAN, CRIST, AND SIMPSON VOTING AYE. MOTION PASSED UNANIMOUSLY.

MONITORING CEO PERFORMANCE: CEO Monitoring Compliance Schedule & Summary:

CEO Phelan provided an update on reports, presented to the Board over the preceding 12 months with the compliance status noted. He also provided a schedule of policy, interpretation, and evidence reviews for calendar year 2023. He noted that full compliance with policy EL-12 Land Use will be realized with the Master Plan in Fall of 2023.

MONITORING BOARD PERFORMANCE

MONITORING BOARD PERFORMANCE: GP-01 Governing Style:

Chairman Crist presented the aggregate responses from Board members to a Self-Evaluation Survey of GP-01 Governing Style. Brief discussion ensued as full compliance was mutually agreed upon. The Board discussed the expectation of attendance by Trustees at all regular Board meetings, held every second Monday of the month (excluding July and December when there is no regular meeting of the Board), except in instances that cannot be avoided. This will be further discussed at the Summer Retreat, as will all of the surveys, per previous Board discussion

MONITORING BOARD PERFORMANCE: BCD-06 President Compensation:

Chairman Crist presented the aggregate responses from Board members to a Self-Evaluation Survey of BCD-06 President Compensation. Brief discussion ensued as full compliance was mutually agreed upon. Discussion of the following item of the policy will be held at the Summer Retreat: A committee process may be used to gather information and to provide options and their implications to the full Board for its decision.

INFORMATION REQUEST BY THE BOARD

Next Board Meeting Topics – April 10, 2023:

President Phelan provided the members a portend of items that are to come at the 4.10.23, Jackson College Board of Trustees Meeting and took agenda suggestions.

Below are the currently anticipated topics:

- Policy & Interpretations Review: EL-05 Asset Protection
- Policy & Interpretations Review: EL-06 Investment
- Policy Review: BCD-05 President Succession
- Policy Review: GP-03 Board Planning Cycle & Agenda Control
- Evidence Review: EL-12 Land Use
- Survey Results Review: GP-02 Board Job Contributions
- Survey Results Review: GP-04 Role of Board Chair
- Survey Results Review: GP-10 Investment in Governance
- FY 2023 Q3 Financial Report
- Closed Session: Contract Negotiations

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

Principles of Policy Governance:

Members noted that, in their view, the meeting went per plan utilizing the 10 principles of Policy Governance.

MEETING CONTENT REVIEW

Trustees expressed that the content was sufficient.

CEO Phelan shared a change by Policy Governance organizations to move toward the use of the words “careholders / careholdership” in place of “owners / ownership” so as to address some historically negative connotations affiliated with the later.

Trustee Hoffman shared that he will have to miss the 04.10.23 Board meeting and 04.29.23 Commencement due to unforeseen logistics. He asked for an excused absence, which was granted by the Board.

ADJOURN

MOTION BY TRUSTEE HOFFMAN “To adjourn.”

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

Meeting Adjourned at 6:58pm ET.

The foregoing minutes for the regular meeting of the Board of Trustees held on Monday, March 13, 2023 were approved at the regular meeting of the Board of Trustees on Monday, April 10, 2023.



Chairperson