



REGULAR MEETING OF THE BOARD OF TRUSTEES

Jackson College

Central Campus, Potter Center Boardroom

03.17.25

[DRAFT & UNOFFICIAL]

The Regular Meeting of the Board of Trustees of Jackson College was held on Monday, 03.17.25, 6:30pm, at the Central Campus of Jackson College, Potter Center Boardroom.

Board Members Present: Trustee Matt Heins, Trustee Philip Hoffman, Vice-Chairwoman Donna Lake, Trustee Danielle Mackey, Chairwoman Sheila Patterson, Trustee Christopher Simpson, and Trustee Teshna Thomas

Board Member Absence: None

Others Present Include: Dr. Daniel Phelan, Keith Everett Book, Julie Hand, Heather Brown, Kaylona Butler

Chairwoman Sheila Patterson called the meeting to order at 6:35 PM Eastern Daylight Savings Time.

ADOPTION OF MINUTES

The draft minutes of the Regular Board of Trustees meeting dated 02.17.25 were reviewed by the Board and moved into the permanent record by Chairwoman Patterson, 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.

COMMUNICATIONS

PUBLIC COMMENTS:

Chairwoman Patterson 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).

Chairwoman Patterson reminded the Board and public of the following:

- Trustees are not to engage the presenters per Board Policy, though the Board Chair will thank each presenter noting that the Board will take presenter comments under advisement. Doing so avoids potential legal liability for the Board (individually and collectively), as well as disruption of the Board-CEO Delegation policies and related authority and duties.

Summary of Public Comments:

- JC Biology Professor Dr. Curt Blankespoor conducts research projects on effective methods of controlling outbreaks of the parasitic infection that causes swimmer's itch. A manuscript of one of his recently completed projects was published last week in The Journal of Parasitology.
- Under the leadership of Theatre Instructor Sara Anne Tomczak, JC is opening new theater classes, enrollment is rising, and JC is bringing in community members and high school students to join JC students both on stage and behind the scenes for the upcoming production of Puffs.
- Faculty, staff, and administration rallied together over multiple days to work on ways to abide by Executive Order 14173 and the related Dear Colleague Letter, while also remaining true to the College's mission and values. This was extremely difficult work - both labor-intensive and philosophically challenging -- and complicated by timing, in the middle of a semester with only two weeks' notice. However, with a great deal of collegiality and logistical support from administrators, they were able to make great strides in a short amount of time to ensure compliance.
- The Board and the Administration were encouraged to continue engaging with faculty in meaningful consultation as the College makes major decisions that could significantly impact JC students, curriculum, and the overall climate of the institution.
- Advocacy was shared for JC's formerly funded Men of Merit and Sisters of Strength leadership programs, which have transitioned to become student-sponsored organizations (SSOs), independently managed and funded by the student groups themselves, and will have the opportunity to request support from the College's Student Government Association (SGA) for programming that benefits and is inclusive of all students.
- Appreciation was shared for the contributions of former Director of Inclusive Excellence, Antoine Breedlove, and former Inclusive Excellence Coordinator, Sheridan McCarthy.
- Concerns were shared regarding Board policy changes being considered toward compliance with recent federal mandates.
- Concerns were shared for the future service and safety of marginalized groups at JC under recent federal mandates.
- Concerns were shared about the future relationship between JC and the community under recent federal mandates.
- Concerns were shared that the College's compliance with recent federal mandates was premature.

Chairwoman Patterson requested a motion to extend the Board meeting an additional hour.

MOTION BY VICE CHAIRWOMAN LAKE TO EXTEND THE BOARD MEETING BY AN ADDITONAL HOUR FOLLOWING A BRIEF ADJOURNMENT. TRUSTEES

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

At 8:15pm, the Board of Trustees adjourned.

MOTION BY TRUSTEE HOFFMAN TO COME BACK TO ORDER. TRUSTEES VOTED BY ROLL CALL VOTE: TRUSTEES HEINS, HOFFMAN, LAKE, MACKEY, PATTERSON, SIMPSON, AND THOMAS VOTING AYE. MOTION PASSED UNANIMOUSLY.

At 8:25pm, Chairwoman Patterson called the Board of Trustees back to order.

BOARD COMMENTS & CEO REPORT:

CEO Phelan provided the CEO Report regarding on-going impacts on the Board's ENDS, as well as legislature, community college, and Jackson College updates.

Chairwoman Patterson shared that the Woodrow Wilson Jr. Student Center remains open for all student engagement activities. Additionally, all students may participate in the 2 Commencement ceremonies being offered and may wear Kente stoles if they choose. JC will continue to provide open doors to all students.

Trustee Hoffman encouraged the public to speak to their legislators regarding recent federal mandates.

Trustee Mackey shared that as a former Sisters of Strength member herself, the decision for JC to no longer contribute funds to the organization did not come lightly. She described multiple factors that led to this decision for the College not to risk losing student federal financial aid funding and continue to exist. She re-enforced that the College's mission and initiatives will remain for all students.

Trustee Simpson thanked the public for bringing their information to the Board and described their words touched each Board member.

CEO Phelan introduced the College's new Chief Human Resources Officer, John Randle.

EXCELLENCE MINUTE – GEORGE E. POTTER OUTSTANDING STUDENT AWARD:

Julie Hand (Chief Advancement Officer) and JC Coach Heather Brown introduced the 2025 George E. Potter Outstanding Student Award recipient, Kaylona Butler, as this month's Excellence Minute. Kaylona will receive the award at the JC Honors event on 05.02.25.

ITEMS FOR DECISION

GOVERNANCE PROCESS ITEMS: Board Policies Impacted by Legislature – Urgent Policy Reviews

The College has worked diligently toward compliance with recent federal mandates and related policy changes, including the U.S. President's Executive Order (EO) 14173 and the Department of Education's Dear Colleague Letter (DCL) issued on 02.14.25.

Part of that work included a review and adjustment, as needed, of the Board's own policies. The following Board policies have language that Chairwoman Patterson, Vice Chairwoman Lake, Trustee Simpson, and CEO Phelan recommended edits for adoption.

1. Bylaws
2. EL-01 Treatment of Learners
3. EL-02 Treatment of Staff
4. EL-05 Asset Protection
5. EL-09 Organization Culture
6. EL-10 Access to Education
7. EL-13 Use of Artificial Intelligences & Machine Learning
8. EN-01 Board's ENDS (1-3)
9. GP-01 Governance Style
10. GP-09 Board Code of Conduct
11. GP-10 Investment in Governance
12. GP-11 Board Linkage with Ownership
13. GP-13 Special Rules of Order

MOTION BY TRUSTEE LAKE TO APPROVE THE BYLAWS & POLICY EL-13 USE OF ARTIFICIAL INTELLIGENCES & MACHINE LEARNING WITHOUT AMENDMENT AND

POLICIES EL-01 TREATMENT OF LEARNERS, EL-02 TREATMENT OF STAFF, EL-05 ASSET PROTECTION, EL-09 ORGANIZATION CULTURE, EL-10 ACCESS TO EDUCATION, , EN-01 BOARD'S ENDS (#1-3), GP-01 GOVERNANCE STYLE, GP-09 BOARD CODE OF CONDUCT, GP-10 INVESTMENT IN GOVERNANCE, GP-11 BOARD LINKAGE WITH OWNERSHIP, & GP-13 SPECIAL RULES OF ORDER AS AMENDED.

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

CONSENT / REQUIRED APPROVAL AGENDA

BONDS SALE – RATIFICATION RESOLUTION APPROVAL

Following the Board's approval of the Applied Technologies Center (ATC) building project and affiliated bond resolution at the 01.13.25 JC Board of Trustees meeting, the Board considered the below Ratification Resolution for the sale of the ATC affiliated bonds.

**MOTION BY TRUSTEE HOFFMAN TO APPROVE THE RATIFICATION
RESOLUTION FOR THE SALE OF THE ATC AFFILIATED BONDS. TRUSTEES
VOTED BY ROLL CALL VOTE: TRUSTEES HEINS, HOFFMAN, LAKE, MACKEY,
PATTERSON, SIMPSON, AND THOMAS VOTING AYE. MOTION PASSED
UNANIMOUSLY.**

Jackson College, Michigan (the "Issuer")

A regular meeting of the board of trustees of the Issuer (the "Board") was held in the Boardroom of the George Potter Center, within the boundaries of the Issuer, on the 17th day of March, 2025, at 6:30 o'clock in the p.m. (the "Meeting").

The Meeting was called to order by Sheila A Patterson, Chairperson.

Present: Trustees Sheila A. Patterson, Matthew R. Heins, Philip E. Hoffman, Donna L. Lake, Danielle E. Mackey, Christopher A. Simpson, Teshna Thomas

Absent: Trustees

The following preamble and resolution were offered by Trustee Philip E. Hoffman and supported by Trustee N/A:

WHEREAS:

1. By resolution adopted on January 13, 2025 (the "Bond Resolution"), this Board authorized the issuance of not to exceed Five Million Eight Hundred Thousand Dollars (\$5,800,000) 2025 College Facility Bonds (the "Bonds"); and

2. Pursuant to the Bond Resolution, the Issuer delegated authority to the Issuer's President and/or the Chief Financial Officer (each an "Authorized Officer") to accept a bid on behalf of this Board for the sale of the Bonds within the parameters established in the Bond Resolution; and

3. On March 12, 2025, the Issuer received seven (7) bids for the purchase of the Bonds, which were presented to an Authorized Officer for consideration; and

4. Based upon the written recommendation of the Issuer's financial consulting firm, an Authorized Officer accepted the offer of Fifth Third Securities, Inc. (the "Purchaser"), to purchase the Bonds pursuant to the authority delegated in the Bond Resolution, and the Board desires to ratify and affirm the acceptance of the offer.

NOW, THEREFORE, BE IT RESOLVED THAT:

1. The Authorized Officer's acceptance of the offer of the Purchaser as set forth in its bid, and the terms and conditions set forth therein, presented to the Authorized Officer on March 12, 2025, to purchase the Bonds at a purchase price of \$5,795,590.95, which is the par value of the Bonds, less the Underwriter's discount of \$411,250.95, is hereby ratified and affirmed. The Bonds shall be issued in the aggregate principal amount of \$5,400,000 and designated 2025 College Facility Bonds (General Obligation - Limited Tax).

2. The Bonds shall be dated April 2, 2025, and shall mature on May 1 of the years 2027 to 2030, inclusive, on which interest is payable commencing November 1, 2025 and semi-

annually thereafter on May 1 and November 1, at the rates and in the principal amounts set forth in Exhibit A.

3. The Bonds are not subject to redemption prior to maturity.

4. Blank Bonds with the manual or facsimile signatures of the Chairperson and Vice Chairperson affixed thereto, shall, at the direction of bond counsel and as necessary, be delivered to the Paying Agent for safekeeping to be used for registration and transfer of ownership.

The Bonds shall be registered as to principal and interest in the name of the Purchaser and are transferable as provided in the Bond Resolution only upon the books of the Issuer kept for that purpose by the Paying Agent, by the registered owner thereof in person or by an agent of the owner duly authorized in writing, upon the surrender of the Bond together with a written instrument of transfer satisfactory to the Paying Agent duly executed by the registered owner or agent thereof and thereupon a new Bond or Bonds in the same aggregate principal amount and of the same maturity shall be issued to the transferee in exchange therefor as provided in the Bond Resolution, and upon payment of the charges, if any, therein provided. The Bonds are issuable in denominations of \$5,000, or any integral multiple thereof, not exceeding the aggregate principal amount for each maturity.

5. The Issuer's Chief Financial Officer is further directed to cause the proceeds from the sale of the Bonds to be credited to the herein established BOND ISSUANCE FUND in the amount of the anticipated costs of issuance for the Bonds and the remainder of the bond proceeds to be deposited in the herein established CAPITAL PROJECTS FUND and to cause the premium that is intended to be used for capital purposes, if any, to be deposited to the CAPITAL PROJECTS FUND and other premium and accrued interest received at the time of delivery to be transferred to the 2025 COLLEGE BOND DEBT RETIREMENT FUND. Any amounts remaining in the BOND ISSUANCE FUND after payment of all costs of issuance for the Bonds shall be transferred to the CAPITAL PROJECTS FUND.

6. Upon delivery of the Bonds, the accrued interest, if any, shall be deposited in the Debt Retirement Fund for the Bonds and the balance of the Bond proceeds shall be used as follows:

A. The approximate sum of \$78,228.38 shall be used to pay the costs of issuance of the Bonds, and any balance remaining from that sum after paying the costs of issuance shall be deposited in the 2025 Capital Projects Fund.

B. The sum of \$5,717,362.57 shall be deposited to the 2025 Capital Projects Fund.

7. The Issuer hereby appoints The Huntington National Bank, Grand Rapids, Michigan, as Paying Agent-Bond Registrar and directs an Authorized Officer to execute for and on behalf of the Issuer a Paying Agent-Bond Registrar Agreement.

8. The Issuer hereby designates the Bonds of this issue as "qualified tax-exempt obligations" for purposes of deduction of interest expense by financial institutions under the provisions of the Internal Revenue Code of 1986, as amended. In making said designation, the Issuer determines that the reasonably anticipated amount of tax-exempt obligations which will be issued by the Issuer or entities which issue obligations on behalf of the Issuer during calendar year 2025 will not exceed \$10,000,000.

9. All resolutions and parts of resolutions insofar as they conflict with the provisions of this resolution are hereby rescinded.

Ayes: Trustees Sheila A. Patterson, Matthew R. Heins, Philip E. Hoffman,
Donna L. Lake, Danielle E. Mackey, Christopher A. Simpson,
Teshna Thomas

Nays: Trustees

Resolution declared adopted.


Chairperson, Board of Trustees

The undersigned duly qualified and acting Chairperson of the Board of Trustees of Jackson College, Michigan, hereby certifies that the foregoing constitutes a true and complete copy of a resolution adopted by the Board at the Meeting, the original of which is part of the Board's minutes. The undersigned further certifies that notice of the Meeting was given to the public pursuant to the provisions of the Open Meetings Act (Act 267, Public Acts of Michigan, 1976, as amended).


Chairperson, Board of Trustees

CJI/keh

DRY

EXHIBIT A



750 Dearborn Road
 Suite 300
 Ann Arbor, MI 48108
 734-664-9090
 734-964-9210 fax
 www.pfm.com

BOND PRICING

\$5,400,000
 JACKSON COLLEGE
 STATE OF MICHIGAN
 2025 COLLEGE FACILITY BONDS
 (GENERAL OBLIGATION - LIMITED TAX)
 FINAL - MARCH 12, 2025

Bond Component	Maturity Date	Amount	Rate	Yield	Price
Serial Bonds:					
	06/01/2027	1,000,000	5.000%	2.770%	104.478
	06/01/2028	1,000,000	5.000%	2.840%	106.325
	06/01/2029	1,085,000	5.000%	2.910%	107.984
	06/01/2030	2,315,000	5.000%	3.000%	109.357
		5,400,000			

Dated Date	04/02/2025	
Delivery Date	04/02/2025	
First Coupon	11/01/2025	
Per Amount	5,400,000.00	
Premium	411,250.95	
Production	5,811,250.95	107.615758%
Underwriter's Discount	(15,860.00)	(0.290000%)
Purchase Price	5,795,590.95	107.325758%
Accrued Interest		
Net Proceeds	5,795,590.95	

MONITORING CEO PERFORMANCE

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

CEO Phelan presented the evidence (i.e., monitoring report) for Policy EL-11 Mission-Support & Entrepreneurial Activity indicating Full Compliance according to his previously approved interpretations. He thanked CFO John Globoker for his assistance with the report and highlighted the report's substantial list of student support provided by the College.

MOTION BY TRUSTEE SIMPSON THAT THE BOARD HAS ASSESSED THE MONITORING REPORT FOR POLICY EL-12 MISSION-SUPPORT & ENTREPRENEURIAL ACTIVITY AND FINDS THAT IT DEMONSTRATES COMPLIANCE WITH A REASONABLE INTERPRETATION OF THE POLICY. TRUSTEES VOTED BY ROLL CALL VOTE: TRUSTEES HEINS, HOFFMAN, LAKE, MACKEY, PATTERSON, SIMPSON, AND THOMAS 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.

MOTION BY VICE CHAIRWOMAN LAKE THAT THE BOARD HAS ASSESSED THE CEO MONITORING COMPLIANCE SCHEDULE AND SUMMARY AND FINDS THAT IT DEMONSTRATES COMPLIANCE WITH REASONABLE INTERPRETATIONS OF ALL EXECUTIVE LIMITATION AND ENDS POLICIES. TRUSTEES VOTED BY ROLL CALL VOTE: TRUSTEES HEINS, HOFFMAN, LAKE, MACKEY, PATTERSON, SIMPSON, AND THOMAS VOTING AYE. MOTION PASSED UNANIMOUSLY.

In the interest of time, due to the extensive public comments, the following agenda items will be moved to a future Board meeting:

- Ownership Linkage: HFJH Board Mtg. Date
- GP-02 Board Job Contributions – Regular Policy Review
- GP-04 Role of Board Chair – Regular Policy Review
- BCD-00 Global Board-CEO Delegation Statement – Regular Policy Review
- EL-12 Land Use – Regular Policy Review
- EL-12 Land Use – Interpretations Review
- GP-00 Governance Commitment – Board Survey Review
- GP-01 Governing Style – Board Survey Review
- BCD-06 CEO Compensation – Board Survey Review
- Consideration of New Board Performance Monitoring Methodology
- College Feature: Theatre Department
- Next Board Meetings Topics

ADJOURN

MOTION BY TRUSTEE HOFFMAN “To adjourn.”

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

Meeting Adjourned at 8:54pm ET.