



REGULAR MEETING OF THE BOARD OF TRUSTEES

Jackson College

Central Campus, Potter Center Boardroom

08.11.25

The Regular Meeting of the Board of Trustees of Jackson College was held on Monday, 08.11.25, 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, Stephanie Waffle-Stephenson, Brendon Beer, Cindy Allen, Renee Novak-Arze, Sarah Townsley, and Alana Tuckey

Chairwoman Sheila Patterson called the meeting to order at 6:30 PM Eastern Daylight Savings 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:

- None

BOARD COMMENTS & CEO REPORT:

Trustee Hoffman described his positive experience at the MCCA Summer Conference in July. He would have liked to have heard more about mergers, closings, and more timely controversial matters from MCCA, rather than the operational topic of branding and marketing.

Chairwoman Patterson agreed and complimented CEO Phelan on his attempt to turn the topics toward current events, particularly that of the Department of Justice's recent guidance for recipients of federal funding regarding unlawful discrimination.

Trustee Thomas and Vice Chairwoman Lake shared their appreciation for the conference experience.

Trustee Simpson thanked Cindy Allen and Dotty Karkheck for recently supporting and sharing their marketing expertise with the Police Department.

Chairwoman Patterson suggested that the meeting agenda item 8.2 CEO Contract (specifically to address the evergreen clause) be moved from an Information Item to a Decision Item, with consideration for new Trustees and the need for legal insights. Trustee Heins shared that he would like to have more time to consider the topic. The Board's consensus was to put the topic onto the 09.08.25 Regular Board Meeting agenda.

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.

CEO Phelan reported on two NSF grants related to Industry 4.0 and robotics, his congressional testimony regarding NSF funding, which resulted in an article, that he authored being published by New America. The Board was also provided with the Federal Attorney General's report from 07.29.25.

CEO Phelan also expressed concerns about potential budget impasses at both Federal and State levels, noting the lack of a FY '26 federal budget and ongoing continuing resolutions. State-level legislative activity is stalled.

He also announced a TEDx event to be held at Jackson College in March 2026, featuring six speakers from the College and beyond.

The graduation ceremony for the Women's Huron Valley Correctional Facility was canceled due to a site-based incident. A new date is pending and will be communicated to the Board once established. WHV has the largest graduating class for all of the correctional facilities.

Lastly, Trustee Hoffman was recognized for 20 years of service to MCCA.

EXCELLENCE MINUTE – Admissions – Back to School Blast

Stephanie Waffle-Stephenson, JC Director of New Student Engagement/Director Jackson College Hillsdale, PDSO, highlighted the Admissions team's participation in the Back to School Blast for Jackson County on 07.25.25. They assisted in distributing free back-to-school supplies to over 1,300 K–12 Jackson County students and their families. It was a great event to give back to the community and connect with so many future, current, and past Jets.

Enrollment metrics were shared: 2021 at 82% of goal, 2022 at 88%, 2023 at 86%, 2024 close to 98%, and as of 4:30 PM on the meeting day, close to 99%.

Efforts to strengthen relationships and gather feedback from Hillsdale County community partners, employers, and residents were discussed, including participation in local fairs and events.

OWNERSHIP LINKAGE

An update on scheduling an ownership linkage meeting with Accelerate Jackson, targeting 10.13.25 at 2:30pm for a 60-90 minutes meeting, is pending confirmation by 08.20.25. Hospital Board linkage is targeted for November, with date pending.

Once the meetings are confirmed, the Board will determine which Trustees will participate and which will facilitate each OL opportunity.

Chairwoman Patterson shared that she will not be able to attend the Board's 10.13.25 regular meeting. Vice Chairwoman Lake will preside in her absence.

CONSENT / REQUIRED APPROVAL AGENDA

Prior to the meeting, Board members individually reviewed the minutes of the most recent regular meeting dated 06.09.25 in consideration for placement into the formal record of the Jackson College Board of Trustees.

Additionally, for their regular review, the Board reviewed Board ENDS policy EN-01 (#4) and Board-CEO Delegation policy BCD-03 Delegation to the CEO. Pre-review Trustees of these policies (Chairwoman Patterson, Vice-Chairwoman Lake and Trustee Simpson) and CEO Phelan did not recommend any changes to these policies at this time.

Also, for its regular review, the Board reviewed Board-CEO Delegation policy BCD-04 Monitoring CEO Performance. The pre-review Trustees and CEO Phelan recommended a minor update for the Board's consideration.

Finally, for its regular review as well, the Board assessed CEO Phelan's interpretations for EN-01 (#4), which were unchanged from the previous year.

MOTION BY TRUSTEE HOFFMAN TO APPROVE POLICY EN-01 (#4) BOARD'S ENDS WITHOUT AMENDMENT, POLICY BCD-03 DELEGATION TO THE CEO WITHOUT AMENDMENT, AND POLICY BCD-04 MONITORING CEO PERFORMANCE AS AMENDED. ALSO MOTION THAT THE INTERPRETATIONS FOR POLICY EN-01 (#4) BOARD'S ENDS DEMONSTRATE REASONABLE INTERPRETATIONS OF THE POLICIES. TRUSTEES VOTED BY ROLL CALL VOTE: TRUSTEES HEINS, HOFFMAN, LAKE, MACKEY, PATTERSON, SIMPSON, AND THOMAS VOTING AYE. MOTION PASSED UNANIMOUSLY.

ITEMS FOR DECISION

AUDIT CONSIDERATIONS:

CEO Phelan shared that Michael Desnoyer will begin as CFO on 09.08.25.

Rehmann auditor Sarah Townsley joined the meeting to lay out the timeline of the FY '26 audit and receive any special items the Board may want reviewed.

The professional services plan and engagement letters for the College and the Foundation were offered as hardcopies to the Board and reviewed. The goal is to have the audit completed with draft reports to the full Board at the 10.13.25 Board meeting and final reports at the 11.03.25 Board meeting.

JPEC BOARD GOVERNOR NOMINATION – RENEE NOVAK-ARZE:

Jonathon Marowelli presented the JPEC Board's nomination of Renee Novak-Arze to serve as a new member of the JPEC Board of Governors.

Marowelli also took the opportunity to describe 15-20% growth in JPEC's enrollment (going from 260 to 301) attributed to an investment in marketing, and he noted a 100% of staff returning and 98% student retention.

MOTION BY VICE CHAIRWOMAN LAKE TO APPROVE THE APPOINTMENT OF RENEE NOVAK-ARZE ONTO THE JPEC BOARD. TRUSTEES VOTED BY ROLL CALL VOTE: TRUSTEES HEINS, HOFFMAN, LAKE, MACKEY, PATTERSON, SIMPSON, AND THOMAS VOTING AYE. MOTION PASSED UNANIMOUSLY.

BOARD PLANNING: Bylaws – Review

The Board reviewed their Bylaws, considering amendments accumulated from individual Board members and during the recent MCCA Summer Conference.

CEO Phelan noted that the Bylaws are typically reviewed every 2-5 years, with this review being an exception.

MOTION BY TRUSTEE HEINS TO APPROVE THE BYLAWS AS AMENDED AND BRING THE BYLAWS BEFORE THE BOARD ONCE AGAIN AT THE 11.17.25 FALL PLANNING SESSION FOR FURTHER DISCUSSION OF PENDING QUESTIONS. TRUSTEES VOTED BY ROLL CALL: TRUSTEES HEINS, HOFFMAN, LAKE, MACKEY, PATTERSON, SIMPSON AND THOMAS VOTING AYE. MOTION PASSED UNANIMOUSLY.

AFFIRMATION OF REAL ESTATE SALE:

The Board reviewed the recent real estate sale of vacant land Eagle Dr. (Units 28 and 29), Jackson, MI 49201.

Trustee Heins requested a list of the properties (appraisals not necessary) that the College currently owns or leases for review at the 11.17.25 Board Fall Planning Session.

MOTION BY VICE CHAIRWOMAN LAKE TO AFFIRM THE SALE OF VACANT LAND EAGLE DR. (UNITS 28 & 29), JACKSON, MI 49201. TRUSTEES VOTED BY ROLL

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

MONITORING CEO PERFORMANCE

MONITORING CEO PERFORMANCE: EN-01 (#1-3) Board's ENDS – Evidence Review:

CEO Phelan presented the evidence (i.e., monitoring report) for Policy EN-01 (#1-3) Board's ENDS indicating Full Compliance according to his previously approved interpretations.

MOTION BY TRUSTEE THOMAS THAT THE BOARD HAS ASSESSED THE MONITORING REPORT FOR POLICY EN-01 (#1-3) BOARD'S ENDS 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: EL-00 General Executive Limitations – Evidence Review:

CEO Phelan presented the evidence (i.e., monitoring report) for Policy EL-00 General Executive Limitations indicating Full Compliance according to his previously approved interpretations.

MOTION BY TRUSTEE HEINS THAT THE BOARD HAS ASSESSED THE MONITORING REPORT FOR POLICY EL-00 GENERAL EXECUTIVE LIMITATIONS 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: EL-13 Use of Artificial Intelligence & Machine Learning – Evidence Review:

CEO Phelan presented the evidence (i.e., monitoring report) for Policy EL-13 Use of Artificial Intelligence & Machine Learning indicating Full Compliance according to his previously approved interpretations.

He noted that leadership on AI monitoring is central to the work of the League for Innovation.

Trustee Heins and Trustee Simpson discussed monitoring AI opportunities and threats every 6 to 12 months.

MOTION BY TRUSTEE SIMPSON THAT THE BOARD HAS ASSESSED THE MONITORING REPORT FOR POLICY EL-13 USE OF ARTIFICIAL INTELLIGENCE & MACHINE LEARNING 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.

He and Keith Everett Book also presented a revamping of the Board's schedule for policy monitoring, policy reviewing, and interpretation assessment.

Nothing changes for the current Governance Process and Board-CEO Delegation policy schedule.

For the ENDS and Executive Limitations schedule, the new model puts monitoring before policy reviewing / assessing interpretations and prompts the Board's policy work to follow this sequence:

1. Monitor a policy
2. Pre-review the policy (1 month after monitoring)
3. Full Board-review the policy (1 month after pre-review)
4. Assessment of the policy interpretations (1 month after full Board-review of the policy)
5. Ideally, allow 9 months for the policy version and interpretations to be used toward achieving compliance.

This flipped sequence allows:

- The Board to consider policy changes in reaction to recent monitoring.
- Administration to set compliance goals at least 9 months in advance of monitoring, which informs strategic planning.

MOTION BY TRUSTEE THOMAS TO ACCEPT THE CEO'S COMPLIANCE SUMMARY, AS WELL AS THE POLICY MONITORING, REVIEWING, AND INTERPRETATIONS ASSESSMENT SCHEDULE AS AMENDED. TRUSTEES VOTED BY ROLL CALL VOTE: TRUSTEES HEINS, HOFFMAN, LAKE, MACKEY, PATTERSON, SIMPSON AND THOMAS VOTING AYE. MOTION PASSED UNANIMOUSLY.

INFORMATION REQUESTED BY THE BOARD

FEDERAL SPOTLIGHT: Workforce Pell:

Each month CEO Phelan will provide a brief spotlight on a particular Federal issue. This month, he offered updates on the Workforce Pell in the Big Beautiful Bill.

Workforce Pell Grants are now permanent and funded. Short-term Pell Grants are now authorized for programs as short as 8 weeks, provided they are career-focused and

aligned with in-demand jobs. This allows students enrolled in non-traditional training programs, such as those in JC's line technician climb school, water/wastewater management, manufacturing, or Industry 4.0, to receive federal aid.

For Jackson College, this represents a great opportunity to expand access to fast, flexible, high-value credentials that meet local and regional workforce needs. It also validates our strategic investments in short-term training infrastructure and partnerships with industry.

CEO Phelan outlined the potential Neg Reg (Negotiated Rulemaking) timeline, requirements, and challenges, including the need for partnerships, compliance, and data management. Neg Reg for Workforce Pell Grant may occur in December and January. 100% consensus is required; otherwise, the Department of Education decides. He estimated that the current timeline for implementation may be Fall 2026 or Fall 2027.

Eligibility for Workforce Pell requires programs of 150-599 contact hours, partnerships with state and local WIB boards, high completion rates, GPA standards, and proof of improved outcomes over two years. Data management demands may require additional staff in JC's Institutional Research Department to manage compliance and data.

CEO CONTRACT:

As requested by the Board Chairwoman, the CEO's contract was provided to the Board (and is perpetually available to the Board via the Diligent Resource Center).

Brendon Beer offered explanation of the CEO's evergreen contract. Discussion ensued regarding the automatic renewal process for the president's five-year evergreen contract (e.g., current contract extends to 08.31.29 and will extend to 08.31.30 unless action is taken in writing by the Board by 08.31.25).

Trustees debated the merits of both monthly and annual CEO summative performance reviews, annual CEO contract and compensation discussions, as well as VIBA trust contributions. (The purpose of the VIBA trust is for the CEO's retirement health care. The Board has the option to make annual contributions, which has not been addressed.)

Trustee Heins described how an evergreen contract may avoid the Board's responsibility. He offered support for an annual CEO contract and summative performance review. Trustee Hoffman described how being competent about the CEO's contract is the Trustees' responsibility. Trustee Mackey provided her support for annual CEO contract and summative performance reviews. Trustee Thomas shared her appreciation for this discussion.

Vice Chairwoman Lake suggested that the CEO's contract automatically renew as of 08.31.25 and then be actively reviewed annually starting in August 2026. Trustee Hoffman recommended that the CEO's contract be reviewed annually in June, starting in June 2026. Trustee Heins offered his support for this direction.

MOTION BY VICE CHAIRWOMAN LAKE TO REVIEW THE CEO'S CONTRACT ANNUALLY STARTING IN JUNE 2026. TRUSTEES VOTED BY ROLL CALL VOTE: TRUSTEES HEINS, HOFFMAN, LAKE, MACKEY, PATTERSON, SIMPSON AND THOMAS VOTING AYE. MOTION PASSED UNANIMOUSLY.

ADMINISTRATIVE MANUAL:

As requested, the Administrative Manual was provided to the Board (and is perpetually available to the Board via the Diligent Resource Center).

ADMINISTRATIVE STAFFING UPDATE: CAO & CFO Hiring Process Update:

As requested, CEO Phelan provided an update on the CAO and CFO hiring process, noting that Dr. Benjamin Valdez will begin as CAO on 08.18.25 and Michael Desnoyer will begin as CFO on 09.08.25, with both meeting the Board at the 09.08.25 Board meeting.

CEO Phelan described the value of having acted as CAO these past two years toward the academic health of the College, emphasizing the importance of establishing solid academic leadership structures ahead of the upcoming comprehensive evaluation by the Higher Learning Commission, to ensure patterns of evidence meet peer reviewer expectations, as well as provide for improved college functioning.

HOUSING OCCUPANCY RATE:

As requested, CEO Phelan provided the current housing occupancy rate. The current number for occupancy is at 183 (budgeted for 175) which could be exceeded. Maroon and Gold Halls will be filled first, then Campus View (if occupancy justifies the building operational expense). In response to Chairwoman Patterson's recollection of higher housing goals in the past, CEO Phelan described that housing numbers are smaller at some higher education institutions post COVID, lower than enrollment due to learner focus on feeling safe, reducing costs, etc., causing the administration to lower housing occupancy budgeting accordingly.

CLOSED SESSION: Collective Bargaining Negotiations

As provided by Public Act 15.268, Section 8, Sub-section (c) for strategy and negotiation sessions connected with the negotiation of a collective bargaining agreement, CEO Phelan requested a closed hearing at this time for the above purpose as it relates to the contract negotiations with the faculty union.

TRUSTEES VOTED BY ROLL CALL VOTE TO GO INTO A CLOSED HEARING AS IT RELATES TO THE CONTRACT NEGOTIATIONS WITH THE FACULTY UNION: TRUSTEES HEINS, HOFFMAN, LAKE, MACKEY, PATTERSON, SIMPSON AND THOMAS VOTING AYE. MOTION PASSED UNANIMOUSLY.

The Board went into a closed session at 8:18PM.

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

The Board adjourned the closed hearing at 8:28PM and returned to the Regular Board Meeting at 8:29PM.

Next Regular Board Meeting Topics – September 8, 2025:

Below are currently anticipated topics.

- Consideration of State Required Best Practices Resolution
- Policy Review: EL-01 Treatment of Learners
- Policy Review: EL-02 Treatment of Staff
- Policy Review: BCD-01 Unity of Control
- Policy Review: GP-05 Role of the Vice Chair
- Policy Review: GP-08 Board & Committee Expenses
- Evidence Review: EN-01 (#4) Board's ENDS
- CEO Monitoring Compliance Schedule & Summary
- FY '25 Q4 Financial Report
- Federal Spotlight
- College Feature: TBD

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

Principles of Policy Governance:

Members discussed the Policy Governance principles of monitoring institutional performance, executive limitations, and governance process. They also reviewed the results of the 06.09.25 Regular Board Meeting Self-Assessment Summary.

Govern for Impact Conference Takeaways / Governance Systems Professional Program Opportunity:

Vice-Chairwoman Lake and CEO Phelan shared their experience of the [Govern for Impact Annual Conference](#).

Additionally, CEO Phelan described the opportunity for Trustees to become [Governance Systems Professionals](#) (GSP).

Vice Chairwoman Lake will be participating in the GSP program starting this fall.

MEETING CONTENT REVIEW

No comments.

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 8:31pm ET.

The foregoing minutes for the Regular Meeting of the Board of Trustees held on Monday, August 11, 2025 were approved at the Regular Meeting of the Board of Trustees on Monday, September 8, 2025.

A handwritten signature in cursive script that reads "Sheila Patterson". The signature is written in dark ink and is positioned above a horizontal line.

Chairwoman