



REGULAR MEETING OF THE BOARD OF TRUSTEES

Jackson College

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

08.08.22

The Regular Meeting of the Board of Trustees of Jackson College was held on Monday, August 8, 2022, 6:30pm, at the Central Campus of Jackson College, George E. Potter Center, 2nd Floor, Boardroom.

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

Board Member Excused Absence: Trustee Sam Barnes

Others Present: President Daniel Phelan, Ms. Cindy Allen, Ms. Kelly Crum, Mr. Jeremy Frew, Mr. Mike Volk, Ms. Julie Hand, Ms. Alana Tuckey, Dr. Wayne Rose, and Mr. Keith Book.

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

ADOPTION OF MINUTES

The draft minutes of the Regular Meeting of the Board of Trustees on 06.13.22 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.

BOARD COMMENTS:

Trustee Lake described having a positive experience at the Michigan Community College Association (MCCA) Summer Conference last month. Trustee Simpson shared that he, President Phelan, and Chairperson Crist attended the Association of Community College Trustees (ACCT) Governance Leadership Institute (GLI) for New Trustees which was enlightening and informative.

CEO COMMENTS:

President Phelan heartily thanked Dr. Wayne Rose for his service to Jackson College since last October. Dr. Rose will be ending his time with Jackson College gradually over the course of the next couple of weeks. He noted that through CampusWorks, the new CIO has been selected, which is Collin Boyce. Dr. Phelan also introduced Mike Volk, an interim, fractional CFO consultant that the College has engaged to assist during a time of vacancies and turnover in the Business Office. Mr. Volk will spend 3 days a week in the Business Office for the near term. The CFO replacement interviewing process (following the departure of Darrell Norris) is currently underway as well.

LINKAGE COMMITTEE STATUS:

Trustee Lake provided an overview of the most recently executed Ownership Linkage meeting with the Jackson County Intermediate School District on 07.14.22. She noted that this meeting, and the several that came before it, over the course of the past year, will be further discussed at the August Board Retreat, along with next steps for the Ownership Linkage process.

ITEMS FOR DECISION

CLOSED SESSION: Contract Negotiations

Chairperson Crist asked the Board for a motion to go into closed session 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.

MOTION BY TRUSTEE LAKE TO GO INTO A CLOSED SESSION 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.

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

President Phelan asked Chairperson Crist if Ms. Cindy Allen could be included in the closed session, which was approved.

The Board went into Closed Session at 6:42pm.

At 6:53pm, Chairperson Crist asked the Board for a motion to come out of closed session 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.

MOTION BY TRUSTEE HEINS TO COME OUT OF CLOSED SESSION 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.

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

The Board came out of Closed Session at 6:53pm.

BOARD CONSIDERATION: Approval of Employee Contract

Chairperson Crist asked for a motion to approve the faculty union contract as presented.

MOTION BY TRUSTEE HOFFMAN TO APPROVE THE FACULTY UNION CONTRACT AS PRESENTED.

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

Chairperson Crist thanked Ms. Cindy Allen and Ms. Alana Tuckey for their particular efforts in the negotiation process.

GOVERNANCE PROCESS ITEMS: Board Bylaws Review:
President Phelan invited the regular review of the Board's Bylaws.

MOTION BY TRUSTEE HEINS TO APPROVE THE BOARD BYLAWS WITHOUT AMENDMENTS. TRUSTEES VOTED BY ROLL CALL VOTE:

TRUSTEES HEINS, SIMPSON, PATTERSON, HOFFMAN, LAKE AND CRIST VOTING AYE. MOTION PASSED UNANIMOUSLY.

GOVERNANCE PROCESS ITEMS: Policy Review: BCD-04 Monitoring President Performance: President Phelan presented policy BCD-04 Monitoring President Performance for the Board's regular review of the policy.

MOTION BY TRUSTEE LAKE TO APPROVE POLICY BCD-04 MONITORING PRESIDENT PERFORMANCE WITHOUT AMENDMENTS.

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

GOVERNANCE PROCESS ITEMS: Board Consideration: Recommendation for Special Audit.

President Phelan thanked the Board Audit Committee for their consultation regarding a special audit. The Board Audit Committee Chairman Crist, brought forth a recommendation for a special audit of cash and accounts payable to be conducted by Plante Moran.

Trustee Heins noted that the special audit is to be completed no later than December 31, 2022. Chairperson Crist added that the hope is for the special audit to be completed along with the regular audit in 11.22, but to Trustee Heins' point, completed no later than 12.31.22.

MOTION BY TRUSTEE PATTERSON TO APPROVE PLANTE MORAN CONDUCTING A SPECIAL AUDIT TO BE COMPLETED NO LATER THAN DECEMBER 31, 2011.

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

ENDS POLICIES: Policy Review: E-01 Board ENDS

President Phelan presented policy E-01 with his interpretations to the Board for their regular consideration. He noted a typo on page 2 of the report. The bullet points were updated to read as follows:

INTERPRETATION:

I have interpreted "...students complete degrees and obtain industry recognized credentials of value in the workplace." in 1.1. Achievement of this together with the following will demonstrate achievement of this End:

- a) The percentage of students who successfully complete degrees in a 2-year period;
and*
- b) Three-, four-, five-, and six-year success ratings of students who complete degrees.*

MOTION BY TRUSTEE PATTERSON TO APPROVE THE CEO'S INTERPRETATIONS FOR E-01 BOARD ENDS WITH THE MINOR TYPO CORRECTION.

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

CONSENT / REQUIRED APPROVAL AGENDA

BOARD CONSIDERATION OF SUMMER RETREAT AGENDA:

President Phelan presented a draft agenda for the Boards' Summer Retreat on August 12th for the Board's consideration. The general consensus was that the list of agenda items is long and should time run out, items could be further discussed at the Board's October 18th Fall Planning Session.

BOARD CONSIDERATION OF FALL PLANNING SESSION DATE – OCTOBER 18, 2022: President Phelan requested approval for the date of October 18th, 2022 for the Board's Fall Planning Session.

MOTION BY TRUSTEE PATTERSON TO APPROVE THE DATE OF OCTOBER 18, 2022 FOR THE BOARD'S FALL PLANNING SESSION.

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

MONITORING CEO PERFORMANCE

FOLLOW-UP CEO PERFORMANCE MONITORING: 2022 Monitoring: EL-03 Planning:

At the June 13th, 2022 Regular Board of Trustees Meeting, President Phelan asked to bring the monitoring report back for consideration at the August meeting in order to further explain achieving less than 4.5% and 3.5% of the total operating budget allocated for plant and facilities maintenance and equipment. His report now indicates full compliance according to his interpretations, for the Board's consideration.

MOTION BY TRUSTEE SIMPSON TO ACCEPT THE MONITORING REPORT FOR POLICY EL-03 PLANNING AS FULLY COMPLIANT.

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

REGULARLY SCHEDULED CEO PERFORMANCE MONITORING: 2023 Monitoring:

E-01 Ends: President Phelan presented Policy E-01 Ends for review by the Board, indicating full compliance according to his interpretations.

Chairperson Crist pointed out that the comparison of Jackson College tuition with 4-year institutions shows how competitive Jackson College is.

MOTION BY TRUSTEE LAKE TO ACCEPT THE MONITORING REPORT FOR POLICY E-01 ENDS AS FULLY COMPLIANT.

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

CEO COMPLIANCE REVIEW:

President Phelan provided an update on the monitoring reports presented to the Board thus far, with the compliance status noted, as well as when compliance is expected.

Chairperson Crist noted that all are compliant except one, which was understandable.

MONITORING BOARD PERFORMANCE

None.

INFORMATION REQUEST BY THE BOARD

Next Board Meeting Topics – September 12th, 2022:

President Phelan provided the members a portend of items that are to come at the 09.12.22, Jackson College Board of Trustees Meeting and took agenda suggestions.

Below are the currently anticipated topics:

- Policy Review: EL-01 Treatment of Students
- Policy Review: BCD-01 Unity of Control
- Policy Review: BCD-03 Delegation to President
- Policy Review: GP-04 Role of Vice Chair
- 2022 Policy Monitoring Follow up: EL-02 Treatment of Staff
- 2022 Policy Monitoring Follow up: EL-00 General Executive Constraint
- 2023 Policy Monitoring: BCD-03 Delegation to President
- 2023 Policy Monitoring: BCD-04 Monitoring President Performance
- Consideration of the President's Contract
- Consideration of State Required Best Practices Resolution

Trustee Heins asked that the President's contract be sent to the Trustees for review. Chairperson Crist emphasized that there are not currently any intentions to make changes to the President's contract.

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


Trustee Simpson described the flow of the meeting as exemplary.

ADJOURN
MOTION BY TRUSTEE HOFFMAN "To adjourn."

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

Meeting Adjourned at 7:14 pm ET.

The foregoing minutes for the regular meeting of the Board of Trustees held on Monday, August 8, 2022 were approved at the regular meeting of the Board held on Monday, September 12, 2022.



Chairperson