



## **REGULAR MEETING OF THE BOARD OF TRUSTEES**

Jackson College

Central Campus, George E. Potter Center, 2<sup>nd</sup> Floor,  
Boardroom

09.12.22

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The Regular Meeting of the Board of Trustees of Jackson College was held on Monday, September 12, 2022, 6:30pm, at the Central Campus of Jackson College, George E. Potter Center, 2<sup>nd</sup> Floor, Boardroom.

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

*Board Member Excused Absence:* Trustee Philip Hoffman

*Others Present:* President Daniel Phelan, Ms. Cindy Allen, Ms. Kelly Crum, Mr. Jeremy Frew, Mr. Jason Valente, Dr. Todd Butler, Mr. John Globoker, Mr. Bill Abbott, Mr. Jonathon Marowelli, 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 08.08.22 and the draft minutes of the Board Summer Retreat on 08.12.22 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 Barnes reported having attended three days of the Bright Walls Festival in Jackson, which he described as very well coordinated. He expressed hoping that this sprouts additional opportunities for Jackson College to be a part of what has been started for the community.

*CEO COMMENTS:*

President Phelan recognized Mr. Jonathon Marowell and Mr. Bill Abbott for their presence and contributions to Jackson College and JPEC. He also introduced Jackson College's new CFO, John Globoker, who expressed looking forward to serving in this role.

President Phelan shared his, and Jeremy Frew's experience of touring the Jackson County jail and asked Trustee Simpson to speak to the opportunity for others to tour as well. Trustee Simpson expounded upon a description of the current conditions, asking as many as possible to participate in the informative tours remaining.

Chairperson Crist highlighted Dr. Phelan's Trustee Briefing wherein he noted that 72% of 2-year students and 61% of 4-year students pay for their own education.

*LINKAGE COMMITTEE STATUS:*

Trustee Lake provided an update on the scheduling of the final rounds of in-person Ownership Linkage meetings.

**ITEMS FOR DECISION**

*GOVERNANCE PROCESS ITEMS: Robert's Rules of Order Guide:*

President Phelan presented a summary of Robert's Rules of Order as they apply to small boards, for the Board's consideration. It will be included in each Board pack going forward, as well as in the Resource Center of Diligent Boards. Trustee Heins expressed that this was adequate, as did Trustee Simpson.

*GOVERNANCE PROCESS ITEMS: Updated Board Bylaws – Policy Review:*

President Phelan presented suggested updates to the Bylaws as discussed at the 08.12.22 Board Summer Retreat. He suggested updates to be included as additions and edits of the following areas:

1. Indemnification (new)
2. Continuity of Governance (new)
3. Filling of Board Member Vacancies for an Unexpired Term (new)
4. Rules of Order (proposed change)

President Phelan answered for Trustee Heins that indemnification would still be in effect after the Board member term expires. It was also noted that new Board member interviews to fill vacancies would need to be on-site, in order to be in compliance with State law.

**MOTION BY TRUSTEE LAKE TO APPROVE UPDATES TO THE BYLAWS AS PRESENTED.**

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

*GOVERNANCE PROCESS ITEMS: BCD-01 Unity of Control – Policy Review:*  
President Phelan presented policy BCD-01 Unity of Control for the Board’s regular review of the policy.

**MOTION BY TRUSTEE HEINS TO APPROVE POLICY BCD-01 UNITY OF CONTROL WITHOUT AMENDMENTS.**

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

*GOVERNANCE PROCESS ITEMS: GP-05 Role of Vice Chair – Policy Review:*  
President Phelan presented policy GP-05 Role of Vice Chair for the Board’s regular review of the policy.

**MOTION BY VICE-CHAIRPERSON PATTERSON TO APPROVE POLICY GP-05 ROLE OF VICE CHAIR WITHOUT AMENDMENTS.**

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

*GOVERNANCE PROCESS ITEMS: EL-01 Treatment of Students – Policy Review:*  
President Phelan presented policy EL-01 Treatment of Students for the Board’s regular review of the policy.

**MOTION BY VICE-CHAIRPERSON PATTERSON TO APPROVE POLICY EL-01 TREATMENT OF STUDENTS WITHOUT AMENDMENTS.**

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

*GOVERNANCE PROCESS ITEMS: EL-01 Treatment of Students – Interpretations Review:* President Phelan presented his interpretations for policy EL-01 Treatment of Students for the Board’s regular review of the interpretations. He highlighted the below updates to his interpretation of Item 5:

**5. Permit unfair, inconsistent or untimely handling of student complaints.**

**INTERPRETATION**

Compliance will be demonstrated when

- a) A timeline that is prescribed for [non-academic](#) and [financial aid](#) appeals is in place and these timelines are included in the respective forms.
- b) Regarding academic complaints, the faculty follow a process that is outlined [online](#).

Trustee Simpson asked how well the students know to navigate this information. President Phelan listed the numerous routes of access students have to this information, as well as the processes that are promoted regularly by staff.

Trustee Barnes asked if there was any recent impetus for the updates to the interpretations. President Phelan noted that as the best course of action for students, policy is in constant review.

**MOTION BY VICE-CHAIRPERSON PATTERSON TO APPROVE THE CEO'S INTERPRETATIONS FOR POLICY EL-01 TREATMENT OF STUDENTS AS PRESENTED.**

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

*CONSIDERATION OF UNIVERSAL FEE REDUCTION:* President Phelan reviewed his action resulting in the reduction of the universal student fees rate from the Board approved \$50 to \$48.50, requesting the Board's formal affirmation of this fee change, in order to stay below the 5% tuition and fee cap applied by the Legislature and Governor.

Vice-Chairperson Patterson asked if the audit could have caught a calculation error. President Phelan described a change in calculation interpretation rather than an error. He noted that the past audit was for FY '21 and that this issue occurs in FY '23. He noted that the State changed their interpretation of how to calculate the formula, and other community colleges in the State were equally affected.

**MOTION BY VICE-CHAIRPERSON PATTERSON TO APPROVE THE REDUCED UNIVERSAL STUDENT FEE RATE FROM \$50 TO \$48.50.**

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

**CONSENT / REQUIRED APPROVAL AGENDA**

*BOARD CONSIDERATION OF STATE REQUIRED BEST PRACTICES RESOLUTION:* President Phelan presented a resolution certifying that the College not only meets, but exceeds, all of the best practice standards required by State appropriations.

**MOTION BY TRUSTEE HEINS TO APPROVE THE RESOLUTION CERTIFYING THAT THE COLLEGE NOT ONLY MEETS, BUT EXCEEDS ALL OF THE BEST PRACTICE STANDARDS REQUIRED BY STATE APPROPRIATIONS.**

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

*BOARD CONSIDERATION OF SPECIAL LICENSE APPLICATIONS AND RESOLUTION:*

President Phelan presented two (2) applications affiliated with the Jackson College Reverse Raffle on November 12, 2022 and the Annual Sportsman Banquet on February 11, 2023, both held in the Jackson College Fieldhouse. The Special License Applications require the Board's roll call vote approving the affiliated Resolution.

**MOTION BY VICE-CHAIRPERSON PATTERSON TO APPROVE THE RESOLUTION AUTHORIZING THE APPLICATIONS FOR SPECIAL LICENSE.**

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

**MONITORING CEO PERFORMANCE**

*FOLLOW-UP CEO PERFORMANCE MONITORING: EL-00 General Executive Constraint – Evidence Review:*

For its first review by the Board since its creation, President Phelan presented the evidence (i.e., monitoring report) for Policy EL-00 General Executive Constraint, indicating full compliance according to his previously approved interpretations.

**MOTION BY TRUSTEE VICE-CHAIRPERSON PATTERSON TO ACCEPT THE MONITORING REPORT FOR POLICY EL-00 GENERAL EXECUTIVE CONSTRAINT AS FULLY COMPLIANT.**

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

*FOLLOW-UP CEO PERFORMANCE MONITORING: EL-02 Treatment of Staff – Evidence Review:*

President Phelan presented the evidence (i.e., monitoring report) for Policy EL-02 Treatment of Staff for review by the Board, indicating full compliance according to his previously approved interpretations.

Trustee Simpson asked how often the Tip 411 anonymous tip line was reviewed. Ms. Cindy Allen responded that the line comes directly to her regularly and is mostly used by housing students.

**MOTION BY VICE-CHAIRPERSON PATTERSON TO ACCEPT THE MONITORING REPORT FOR POLICY EL-02 TREATMENT OF STAFF AS FULLY COMPLIANT.**

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

*CEO COMPLIANCE REVIEW / PERFORMANCE:*

President Phelan provided an update on his monitoring reports, presented to the Board over the preceding 12 months with the compliance status noted.

In review of the President's current contract and amendments, Chairperson Crist is engaging Mr. Bill Abbott for review and recommendation. At the Board's October 10<sup>th</sup>, 2022 regular meeting, Mr. Abbott will bring back his analysis of the VEBA (Voluntary Employees Beneficiary Association) plan in the President's contract. Going forward, a review of the VEBA plan will be conducted annually in August.

**MONITORING BOARD PERFORMANCE**

*BCD-03 DELEGATION TO THE PRESIDENT – SURVEY RESULTS REVIEW:*

The Board reviewed the results of a self-evaluation survey of Policy BCD-03 Delegation to the President. Compliance with policy statements was determined with no changes.

*BCD-04 MONITORING PRESIDENT PERFORMANCE – SURVEY RESULTS REVIEW:*

The Board reviewed the results of a self-evaluation survey of Policy BCD-04 Monitoring President Performance. Compliance with policy statements was determined with no changes.

**INFORMATION REQUEST BY THE BOARD**

*June 2022 Financial Report*

President Phelan walked the Board through the June 2022 Financial Report, recording the end of the fourth quarter and fiscal year. He noted that conservative spending has helped to make FY' 22 a positive year financially. He pointed out reduced expenses relative to wages due to current universal hiring and retention challenges.

President Phelan described that the budget is seeing the last impact of HEERF funding. He also emphasized promising gains in billing contact hours from last year.

*Next Board Meeting Topics – October 10<sup>th</sup>, 2022:*

President Phelan provided the members a portend of items that are to come at the 10.10.22, Jackson College Board of Trustees Meeting and took agenda suggestions.

Below are the currently anticipated topics:

- Policy & Interpretations Review: EL-04 Financial Conditions & Activities
- Policy & Interpretations Review: EL-08 Communication & Support to the Board
- Evidence Review: EL-01 Treatment of Students

- Survey Results Review: BCD-01 Unity of Control
- Survey Results Review: GP-05 Role of Vice Chair
- Audit Committee Meeting
- FY2023 Q1 Financial Report
- Fall Planning Session Agenda – 10.18.22
- ACCT Leadership Congress – 10.26-29.22 in NYC
- VEBA Review
- President’s Contractual Review Considerations

**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 more than adequate.

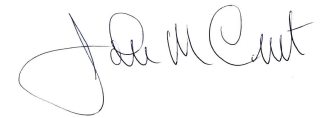
**ADJOURN**

**MOTION BY TRUSTEE LAKE** “To adjourn.”

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

Meeting Adjourned at 7:26 pm ET.

The foregoing minutes for the regular meeting of the Board of Trustees held on Monday, September 12, 2022 were approved at the regular meeting of the Board held on Monday, October 10, 2022.



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Chairperson