

**Jackson College
Board of Trustees Meeting
Regular Meeting - Monday, October 11, 2021
6:30PM**



AGENDA

4:00P IT Security Audit Review [Federer Room B]

5:00P FY '20 Audit Review [Federer Room B]

1.0 Call to Order & Pledge of Allegiance

2.0 Consideration of Member Electronic Participation
N/A

3.0 Declaration of Conflict of Interest*

4.0 Adoption of Minutes
4.1 Regular Board Meeting of 09.13.21

5.0 Ownership Linkage
5.1 Public Comments (limit of 5 minutes per person)
5.2 Board Comments

6.0 Monitoring Board Performance
N/A

7.0 Items for Decision
7.1 Executive Limitations Policy
7.1.1 EL – 05 – Asset Protection
7.2 Governance Process Items
7.2.1 Consideration of Fall Planning Session Agenda – 10.22.21

8.0 Consent/Required Approvals Agenda
N/A

9.0 Monitoring CEO Performance
9.1 EL-05 Asset Protection Monitoring Report

10.0 Information Requested by the Board
N/A

11.0 Self-Evaluation of Governance Process & Board Performance at this Meeting
11.1 Principles of Policy Governance

12.0 Meeting Content Review

13.0 Adjourn

(*) indicates a roll-call item

<p style="text-align: center;">BOARD OF TRUSTEES MEETING Action & Information Report Board Meeting Date: October 11, 2021</p>



TO: Jackson College Board of Trustees
FROM: Dr. Daniel J. Phelan, President & CEO

Subject to be Discussed:
1.0 Call to Order & Pledge of Allegiance of the United States
Description:
Board Chairman Barnes will call all Trustees to Order in preparation for the Board Meeting, followed by a recitation of the Pledge of Allegiance. "I pledge allegiance to the flag of the United States of America and to the Republic for which it stands, one Nation under God, indivisible, with liberty and justice for all".
Resource Impact:
None
Requested Board Action:
Come to order and recite the Pledge of Allegiance
Action Taken:

<p>BOARD OF TRUSTEES MEETING Action & Information Report Board Meeting Date: October 11, 2021</p>



TO: Jackson College Board of Trustees
FROM: Dr. Daniel J. Phelan, President & CEO

Subject to be Discussed:
2.0 Consideration of Member Electronic Participation
Description:
<p>As you are aware, the By-Laws of the Jackson College Board of Trustees provides for remote participation by individual members, though there are some caveats for doing so (You can review the By-Laws here). More specifically, in section: [4. Meetings], the following is provided regarding attendance and remote participation: “...All members of the Board should use every reasonable effort to attend all meetings of the Board of Trustees in person. If this is not possible because of extenuating circumstances, participation by conference call or other electronic communication shall be permitted under the following circumstances:</p> <ul style="list-style-type: none"> • A quorum of the Board shall be physically present at the meeting location; • Electronic participation must be approved by the majority of the Board...” <p>That said, the current law in Michigan states that through 12.31.21, public bodies may allow a member to participate and vote remotely only due to military service or to a medical issue, which could include quarantine requirements.</p> <p>The meeting may also be conducted electronically due to a local state of emergency or disaster. Beginning January 1, 2022, the Act will only permit electronic participate by board members due to military duty. Further, such action must be approved by the Board in advance.</p> <p>This item is on the agenda for consideration for any members who wish to make the request.</p>
Resource Impact:
None
Requested Board Action:
Consideration of remote board meeting attendance by Trustees
Action Taken:

<p style="text-align: center;">BOARD OF TRUSTEES MEETING Action & Information Report Board Meeting Date: October 11, 2021</p>



TO: Jackson College Board of Trustees
FROM: Dr. Daniel J. Phelan, President & CEO

Subject to be Discussed:
3.0 Declaration of Conflict of Interest
Description:
<p>Consistent with Board Policy and Bylaws, this item is placed on the agenda for members to formally consider, and disclose, any item on the agenda wherein they may have any apparent or actual conflict of interest.</p> <p>Should a conflict be present, it is requested that the member note the item in question, and abstain from any action concerning said item.</p> <p>A roll call vote is required for this item.</p>
Resource Impact:
None
Requested Board Action:
Roll Call Consideration of any actual or perceived conflict of interest with agenda items.
Action Taken:

<p>BOARD OF TRUSTEES MEETING Action & Information Report Board Meeting Date: October 11, 2021</p>



TO: Jackson College Board of Trustees
FROM: Dr. Daniel J. Phelan, President & CEO

Subject to be Discussed:
4.0 Adoption of Minutes 4.1 Regular Board Meeting of 09.13.21
Description:
Attached are the minutes of the most recent meeting of the Board for your review and consideration for placement into the formal record of the Jackson College Board of Trustees.
Resource Impact:
None
Requested Board Action:
Consideration of the minutes for approval to the formal record of the Board.
Action Taken:



REGULAR MEETING OF THE BOARD OF TRUSTEES
Jackson College
Central Campus, Bert Walker Hall Community Rooms
September 13, 2021

The Regular Meeting of the Board of Trustees of Jackson College was held on Monday, September 13, 2021 at the Central Campus of Jackson College, Bert Walker Hall Community Rooms

Board Members Present: Chairman, Sam Barnes; Vice Chairman, John Crist; Trustee; Philip Hoffman, Trustee, Matt Heins, Trustee Lake and Trustee Dr. Ed Mathein.

Board Member Excused Absence: Sheila Patterson, Trustee Hoffman

Others Present: President Phelan, Darrell Norris, Cindy Allen and Jennifer Dobbs

Chairman Sam Barnes called the meeting to order at 6:30PM Eastern Daylight Time.

DECLARATION OF CONFLICT OF INTEREST

There were no conflicts of interest expressed by Trustees.

ADOPTION OF MINUTES

The minutes of the Board Meeting of August 9, 2021 were reviewed by the Board. The minutes were moved into the record by Chairman Barnes, on behalf of the Trustees.

OWNERSHIP LINKAGE

No Comments were noted.

BOARD COMMENTS

Trustee Heins complimented President Phelan and all the staff who provided a wonderful commencement ceremony this year for the classes of 2020 and 2021. The outdoor venue was particularly nice.

Trustee Lake met again with Craig Pash. She noted that he would like to meet with Trustee Lake again, providing input from yet other Chamber members. She and Trustee Crist asked that the College provide a notetaker for the meeting. Trustee Crist stated that this meeting could take place later November. Trustee Crist will follow up with President Phelan for a time location of this meeting, as well as a designation for someone to assist with meeting coordination and notetaking.

ITEMS FOR DECISION

GOVERNANCE PROCESS: Bylaws - President Phelan noted modifications to items on page 15 relative to the meeting location for future board meetings. The Bert Walker Community Rooms could be a possible alternative meeting site for future board meetings, should COVID dictate the need for a larger space.

MOTION BY TRUSTEE CRIST, ALL TRUSTEES VOTED BY ROLL CALL VOTE: TRUSTEES, LAKE, MATHEIN, HEINS, CRIST AND BARNES VOTING AYE. MOTION PASSED UNANIMOUSLY.

EL-03 PLANNING - Consideration of changes to monitoring reports: President Phelan noted how modifications use “tracked changes” in the documents so as to help members more quickly identify proposed alterations. Further, the President’s Interpretation of the policy is also highlighted. All changes are designed to best reflect what Boards’ direction, combined with the reality of the College’s operations and the ability to access evidence for the Board in its determination of ‘compliance’ by the President.

The President noted for this portion of the agenda, the board must not only agree with the proposed policy changes, but also the President’s for the college “Interpretation”. Should the board not be in agreement the President’s Interpretation of the Policy, the board can either add additional policy levels, or ask the President to further clarify the interpretation. Discussion was had on interpretations sections entered into the policies and questions were addressed by President Phelan. Trustee Barnes commented the board would like to proceed moving forward with this approach.

MOTION BY TRUSTEE CRIST, ALL TRUSTEES VOTED BY ROLL CALL VOTE: TRUSTEES, LAKE, MATHEIN, HEINS, CRIST AND BARNES VOTING AYE. MOTION PASSED UNANIMOUSLY

MONITORING CEO Performance

EL-03 - Executive Limitations Monitoring report - President Phelan spoke to the evidence and the Strategic Agenda, Budgeting, facilities plan considerations, as well as how they are presented in the planning meetings and undertaken throughout the year. Labor and talent discussion was had considering the current labor market, fair pay, remote work, and competition as ongoing challenges. Succession planning was discussed as it related to President Phelan and how information is being shared with the two policy-required successors. Succession planning as it relates to all Leadership Council members was discussed.

MOTION TO APPROVE BY TRUSTEE BARNES. MOTION PASSED UNANIMOUSLY.

**PRESIDENT’S EVALUATION- MOVED TO CLOSED SESSION AT 7:02
TRUSTEE CRIST MOVED TO APPROVE MOVING TO CLOSED SESSION AT 7:02P.
ALL TRUSTEES VOTING INDIVIDUALLY VOTED AYE.**

THE BOARD RECONVENED AT 7:25PM

CONSIDERATION OF APPROVAL OF PRESIDENTS CONTRACT - Senior Vice President Allen shared the amounts and percentages Jackson College employees were given in the current fiscal year. Specifically, staff were awarded \$1,000 for full time \$500 for part-time. Administrators and Faculty were given a \$1,500 performance recognition. Leadership received an \$3,000 additional market adjustment for those who took on additional work.

Trustee Heins reminded the Board there is a 3% increase that was already built into the President's contract. It was asked what the percentage was for the average Leadership Council member. There was discussion how these percentages were disbursed among all classes of employees.

Trustee Heins discussed retaining the 3% that was part of the contract. Trustee Crist submitted to the group a suggestion of 3% raise to base pay in addition to another onetime \$18,000 bonus.

MOTION BY TRUSTEE CRIST, ALL TRUSTEES VOTED BY ROLL CALL VOTE: TRUSTEES, LAKE, MATHEIN, HEINS, CRIST AND BARNES VOTING AYE. MOTION PASSED UNANIMOUSLY

MEETING CONTENT REVIEW

Trustee Barnes requested an update on Potter Center from President Phelan.

ADJOURN

MOTION BY TRUSTEE BARNES "To adjourn." ROLL CALL VOTE: TRUSTEES, HEINS, LAKE, MATHEIN, CRIST AND BARNES VOTING AYE. MOTION PASSED UNANIMOUSLY.

Meeting Adjourned 7:46pm



BOARD OF TRUSTEES MEETING
Action & Information Report
 Board Meeting Date: October 11, 2021

TO: Jackson College Board of Trustees
FROM: Dr. Daniel J. Phelan, President & CEO

Subject to be Discussed:
5.0 Ownership Linkage 5.1 Public Comments (limit of 5 minutes per person)
Description:
<p>This item is placed on the agenda for any citizen to provide comments to the Board of Trustees. This agenda item represents the only period during the board meeting wherein persons may address the Board directly. Comments are limited to five (5) minutes, unless a significant number of people plan to speak, and, in that instance, the Chair may limit a person’s comments to less than five (5) minutes.</p> <p>The Chairman may offer the following statement prior to persons offering comment:</p> <p><i>“When addressing the Board, speakers are asked be respectful and civil. Should speakers who wish to address the Board on matters of an individual, personnel or student nature, are requested to first present such matters to the appropriate College department, in advance of presenting them to the Board.</i></p> <p><i>Be advised that, as an on-going practice, the Board does not respond in this Board Meeting setting when the matter presented concerns personnel, student issues, or matters that are being addressed through the established grievance or legal processes, or otherwise are a subject of review by the Board of Trustees”.</i></p>
Resource Impact:
None
Requested Board Action:
Receive comments from persons wishing to address the Board.
Action Taken:

BOARD OF TRUSTEES MEETING
Action & Information Report
Board Meeting Date: October 11, 2021



TO: Jackson College Board of Trustees
FROM: Dr. Daniel J. Phelan, President & CEO

Subject to be Discussed:
5.0 Ownership Linkage 5.2 Board Comments
Description:
This item is placed on the agenda for any member of the Board of Trustees to offer updates, or to discuss non-action items for Board information and consideration.
Resource Impact:
None
Requested Board Action:
Receive comments from colleague Trustees wishing to address the Board.
Action Taken:

<p>BOARD OF TRUSTEES MEETING Action & Information Report Board Meeting Date: October 11, 2021</p>



TO: Jackson College Board of Trustees
FROM: Dr. Daniel J. Phelan, President & CEO

Subject to be Discussed:
6.0 Monitoring Board Performance
Description:
No items for consideration for this month.
Resource Impact:
None
Requested Board Action:
n/a
Action Taken:

<p style="text-align: center;">BOARD OF TRUSTEES MEETING Action & Information Report Board Meeting Date: October 11, 2021</p>



TO: Jackson College Board of Trustees
FROM: Dr. Daniel J. Phelan, President & CEO

Subject to be Discussed:
7.0 Items for Decision 7.1 Executive Limitations Policy 7.1.1 EL 05 – Asset Protection
Included in this pack, on the subsequent page, are the proposed recommendations for change to Policy EL 05 – Asset Protection (in highlight) for your consideration. Additionally noted in highlight are my interpretations of the policy and its various components. This is the Board’s occasion to affirm those interpretations, or to recommend policy change so as to yield the interpretation with which the board is in agreement. As a reference, the Board’s schedule for policy review is defined within GP-03 Board Planning Cycle and Agenda Control, and can be viewed here
Resource Impact:
None
Requested Board Action:
Consideration and approval of the Board’s Bylaws with associated changes
Action Taken:



Governance Process	Ends
Board-President Delegation	Executive Limitations

BOARD OF TRUSTEES POLICY	
Policy Type:	Executive Limitations
Policy Title:	Asset Protection
Policy Number:	EL-05
Date Adopted:	1/13/20
Version:	2.0
Date Last Reviewed:	11/11/19
Office Responsible:	President's
Reviewing Committee:	Board of Trustees

The President shall not allow assets to be unprotected, inadequately maintained or unnecessarily risked.

Further, without limiting the scope of the ~~above preceding~~ statement by the following list, the President shall not:

1. Permit the organization to have ~~to inadequate bonding and/or~~ inadequate insurance against property and casualty losses.

I have interpreted "inadequate insurance" in policy items #1.1 (including 1.1.1 and 1.1.2) to 1.4. Compliance with these items below constitutes compliance with this policy.

4.

1.1. Permit the organization to insure its property and operations with inadequate valuation and limits ~~and for damage~~ due to an insufficient scope of perils.

I have partially interpreted "insufficient scope of perils in property and operations" in policy items 1.1.1 and 1.1.2 below. I am further interpreting the scope of perils to include disruption of College operations due to unpredictable events or acts of God.

INTERPRETATION:

Compliance will be demonstrated by compliance with 1.1.1 and 1.1.2 as well as when Umbrella Insurance for disruption of College operations is consistent with coverage limits standard to an institution our size and industry standard.

This interpretation is reasonable because it is consistent with the recommendations of the College's insurance consultant, and Michigan Community College Risk Management Authority (MCCRMA) standards of coverage.

EVIDENCE:

Formatted: Space Before: 12 pt

Formatted: Font: Bold

Formatted: Font: Bold, Not Expanded by / Condensed by

Formatted: Indent: Left: 0.25", No bullets or numbering

Formatted: Font: Bold

Formatted: Indent: Left: 0.5", Outline numbered + Level: 2 + Numbering Style: 1, 2, 3, ... + Start at: 1 + Alignment: Left + Aligned at: 0.25" + Tab after: 0.55" + Indent at: 0.55", Tab stops: 0.8", List tab + Not at

Formatted: Indent: Left: 0.8"

4.1.

1.1.1. Permit insure insurance of all the buildings and contents to be than with a blanket limit less than 90% of the cost to replace, buildings and contents, the damaged items with materials of

INTERPRETATION:

Compliance will be demonstrated when:

A schedule of values is updated and signed each year computing the blanket limit of coverage for buildings and contents.

This interpretation is reasonable because it is based on industry standards for replacement blanket insurance on building and contents.

EVIDENCE:

4.1.1.

1.1.2. Permit the College to have inadequate insurance for theft, disappearance or destruction of money, and securities inside or outside the premises.

INTERPRETATION:

Compliance will be demonstrated when:

a) The insurance policy provides for coverage for theft, disappearance or destruction of money and securities at the College or at financial institutions holding College assets.

b) The levels/type of insurance coverage is consistent with the range recommended by the insurance consultant .

Insuring Agreement	Limits of Liability	Deductables
Employee Theft	\$ 1,000,000	\$ 10,000
ERIDA Fidelity	\$ 1,000,000	\$ -
Forgery or Alteration	\$ 1,000,000	\$ 10,000
Premise Coverage	\$ 1,000,000	\$ 10,000
Transit Coverage	\$ 1,000,000	\$ 10,000
Computer Fraud	\$ 1,000,000	\$ 10,000
Restoration Expense	\$ 50,000	\$ 1,000
Funds Transfer Fraud	\$ 1,000,000	\$ 10,000
Credit, Debit or Charge Card Fraud	\$ 1,000,000	\$ 10,000
Money Orders and Counterfeit Money	\$ 1,000,000	\$ 10,000
Investigative Expense	\$ 50,000	\$ -

Formatted: Indent: Left: 1.42"

Field Code Changed

This interpretation is reasonable because the assessment of adequate insurance is provided by a third-party independent insurance consultant is.

EVIDENCE:

1.2. Permit the organization to have inadequate pPrivacy/cCyber insurance.

INTERPRETATION:

The cost of cyber liability insurance is prohibitive unless preventative controls are implemented. Therefore, compliance will be demonstrated when:

- a) The threat of Cyber Security is mitigated using preventative controls consistent with what was identified in the annual cyber security audit.
- b) Insurance levels are consistent with the Michigan Community College Risk Management Authority (MCCRMA) standards of coverage for Cyber Liability.

This interpretation is reasonable because the insurer is a third-party expert and an independent assessment of what adequate insurance is.

EVIDENCE:

1.1.2.

2. Permit the Board members, staff and individuals engaged in activities on behalf of the organization, or the organization itself, to have inadequate liability insurance. ~~Allow the organization, Board members, and College staff to have inadequate insurance covering professional liability, errors or omissions related to the administration of or fiduciary duties involved with design or administration of employee benefits, wrongful acts involving personnel or other material decisions, or claims alleging sexual molestation and abuse.~~

INTERPRETATION:

The cost of cyber liability insurance is prohibitive unless preventative controls are implemented. Therefore, compliance will be demonstrated when:
a) The threat of Cyber Security is mitigated using preventative controls consistent with what was identified in the annual cyber security audit.
b) Insurance levels are consistent with the Michigan Community College Risk Management Authority (MCCRMA) standards of coverage for Cyber Liability.

This interpretation is reasonable because the insurer is a third-party expert and an independent assessment of what adequate insurance is.

EVIDENCE:

~~1.2. 1.2.1. Allow the organization, Board members, and College staff to have to have inadequate tTravel aAccident insurance.~~

INTERPRETATION:

Compliance will be demonstrated when:

- a) The College has a professional activity form on file approving the travel prior to travel activities.
- b) Employees have access to information about applicable travel insurance coverages prior to approved travel.
- c) Coverages are consistent with 3rd party consultants' recommendations based on industry standards.

This interpretation is reasonable because prior approval to travel is a standard practice among higher education institutions.

EVIDENCE:

Commented [NDR1]: This interpretation is specific to cyber insurance and should be liability insurance in general.

Formatted: Highlight

1.5. Permit the organization to purchase a bond or crime insurance

than industry standards. ~~unbonded personnel access to material amounts of~~

INTERPRETATION:

Compliance will be demonstrated when: the College is ensuring its theft and crime at a level the 3rd party insurance consultant has identified as standard for an institution our size and scope.

EVIDENCE:

2.

5. Unnecessarily expose the organization, its Board members or staff to claims of liability.

INTERPRETATION:

I have partially interpreted "unnecessary exposure to claims of liability in policy item 5.1. Compliance with this and the following will constitute compliance.

a) All staff receive required training on Title IX and Sexual Harassment Prevention and Jackson College Code of Ethics. This is reasonable because the training is required by the Department of Education.

EVIDENCE:

Commented [NDR2]: WAITING ON DIANE FENBY for this information

3.

5.1. Allow any material contracts or material internal human resource documents to be executed with inadequate review by qualified legal counsel.

INTERPRETATION:

I am interpreting material to be all Labor Agreements and all contracts with vendors and organizations with a direct or indirect financial liability of \$100,000 or more. Compliance will be demonstrated when:

- a) A random statistical sample of contracts is reviewed by the internal auditor to confirm contracts greater than \$100,000 are reviewed by legal counsel ahead of contract signing.
- b) A random statistical sampling of contract documents reveal that performance bonds for contracts or \$100,000 contracts or greater are on file.

This is reasonable because all labor agreements and all contracts with vendors are reviewed by the College’s legal counsel, and reviewed and signed by the President – Labor agreements are executed by the Board of Trustees. Further, performance bonds for \$100,000 projects and higher ensure liability protections for the College, ensuring that work is performed of a nature and timeline consistent with the contract.

EVIDENCE:

3.4.

3.2. ~~6.~~ Allow any employee or volunteer to be in contact with children under the standards or insufficient to detect and prevent fraud or insufficient to detect and

INTERPRETATION:

I am interpreting fraud protection, involving the receipt, process or distribution of funds to be achieved when adequate crime (fraud) insurance is filed and current, as well as when both internal and external auditors confirm adequate internal controls are in place.

Compliance will be demonstrated when:

- a) The external auditors do not find any deficiency in the internal controls process as part of their annual audit.
- b) Any deficiency noted in internal controls and the deficiency is corrected within 90 days. ~~[time period].~~

EVIDENCE:

Commented [RM3]: You want to identify a time period for correction, e.g., within 30 days.

4.

~~4.1.~~ ~~7. Receive, process or disburse the organization's assets under internal~~ purchase service and value for dollar, or do not provide opportunity for fair competition.

~~5.~~

~~7.1~~ Make any purchase wherein normally prudent protection has not been given against conflict of interest.

~~INTERPETATION~~INTERPRETATION:

Compliance will be demonstrated when:

- a) All administrators annually submit, and trustees declare any conflict of interest that may exist prior to the commencement of any board meeting, as provided on the board agenda.
- b) The external auditor notes there was no conflict of interest in transactions in the past fiscal year.
- c) Material conflicts are disclosed in the annual audited financial report.

EVIDENCE:

~~5.1.~~

~~7.2~~ Make any purchase of over ~~\$50,000~~~~\$100,000~~ without having obtained prices and quality from at least three competitive bids. Orders shall not be split to avoid these criteria.

~~INTERPETATION~~INTERPRETATION:

Departments have the authority to initiate purchase order requisitions. The approval of these is centralized in the Business Office, and therefore compliance will be demonstrated when.

- a) The internal auditor conducts a review of a statistically valid sample of purchase order requisitions for policy compliance and confirms that all orders approved by the comptroller are compliant with the required bid documentation if the purchase price is greater than ~~\$100,000~~.
- b) The administrative purchasing policy is in line with board policy.

EVIDENCE:

5.2.

7.3 Make any purchase without a stringent method of assuring the: 1) long-term quality 2) cost; ~~3) Without~~ without consideration of ~~3) the financial support~~ provided to the College by a bidder, and 4) Local vendor preference.

~~INTERPETATION~~INTERPRETATION:

Compliance will be demonstrated when:

- a) Purchasing departments are provided the criteria of this policy.
- b) All College Administrators annually receive and review the purchasing policy in the Administrative Council Meeting.
- c) The members of Leadership Council confirm the policy is being applied in the area of responsibility.

EVIDENCE:

5.3.

7.4 Allow minority, women and veteran vendors to be without information critical to their receiving equitable consideration in competitive bidding.

~~INTERPETATION~~INTERPRETATION:

Compliance will be demonstrated when:

- a) Purchasing departments have been provided this policy to make purchases consistent with this criterion.
- b) The members of Leadership Council confirm the policy is being followed in the area of responsibility.

EVIDENCE:

5.4.

~~6.~~ **8. Make any individual expenditure of greater than \$100,000 that was not tear or insufficient maintenance.**

~~INTERPETATION~~ INTERPRETATION:

Compliance will be demonstrated when:

- a) Annual budgets contain 3.5% set-asides for facilities maintenance.
- b) The College has a deferred maintenance schedule for all buildings based on industry standards.
- c) The College has a facilities staff who implement a preventative maintenance program.

This is reasonable because, (a) is a requirement under board policy, and items (b) and (c) are consistent with Colleges of comparative size.

EVIDENCE:

9. Allowing College intellectual assets property, trademarks and copyrights, significant damage.

~~INTERPETATION~~ INTERPRETATION:

Compliance will be demonstrated when all logos, names and characters of proprietary nature have registered trademarks or copyrights.

This is reasonable because registration provides legal basis for protecting assets against improper or fraudulent use.

EVIDENCE:

10. Endanger the organization's public image, credibility, or its ability to accomplish Ends.

INTERPRETATION:

I have interpreted this policy statement in policy items 10.1 to 10.5. Compliance with these policy items constitute compliance with this policy.

10.1. Allow non-adherence to guidelines required for required institutional and desired supplemental program accreditations.

INTERPETATION/INTERPRETATION:

Compliance will be demonstrated when:

a) Program and secondary accreditation agencies confirm that all required data and documentation has been provided by required submission dates.

b) No Jackson College programs are on warning or conditional accreditation status.

EVIDENCE:

7.1.

10.2. Accept gifts or grants which obligate the College to make future expenditures other than those provided for by the gift or grant.

INTERPETATION/INTERPRETATION:

Compliance will be demonstrated when the agreement accepting a gift or grant specifies the period of time in which the College is required to expend funds that does not last longer than the life of gift or grant.

EVIDENCE:

7.2.

10.3. Publicly position the College in support of, or opposition to, any political party or candidate for public office.

INTERPETATION/INTERPRETATION:

Compliance will be demonstrated when:

a) Review of public sources leading up to election dates do not reveal or report instances of the College supporting or opposing political parties or candidates for public office.

b) All political parties are given equal opportunity to speak on campus.

c) No signage supporting candidates appear on any college property.

d) No faculty promote candidates in the classroom, nor do employees promote candidates by virtue of backgrounds on video communications, clothing, buttons, or other promotional materials while conducting college business.

EVIDENCE:

~~7.3.~~

~~**10.4. Develop or continue collaborative relationships with organizations principles or practices are incompatible with those of the College.**~~

~~INTERPETATION/INTERPRETATION:~~

~~Compliance will be demonstrated when:~~

- ~~a) All external partners and vendors have been given, and they have reviewed, a copy of the College's mission, vision, values, and belief statements;~~
- ~~b) If an incompatibility is decerned, it will be reviewed by the President, who will make the determination of cessation of the relationship with the offending party.~~

~~EVIDENCE:~~

~~7.4.~~

~~**10.5. Allow relationships with owners and stakeholders to be inconsistent with the productive cooperation necessary to the achievement of Ends.**~~

~~INTERPETATION/INTERPRETATION:~~

~~Compliance will be demonstrated when:~~

- ~~a) A review of tracking software confirms there is no outstanding, or unresolved issues with students with the ombudsman or judicial committee.~~
- ~~b) There are no unresolved or public relations matters that have not been addressed.~~

~~EVIDENCE:~~

~~7.5.~~

~~**7.5.1. 11. Permit inconsistent, disrespectful or untimely response to stakeholder community.**~~

~~INTERPETATION/INTERPRETATION:~~

Compliance will be demonstrated when:

a) On occasion when a name is changed, it is noted by board motion as approved and recorded in the minutes.

b) Name changes are requested of and approved by Higher Learning Commission.

c) Name changes are requested of and approved by the State Department Education.

d) Any change in the image, likeness or positioning of the College identity would be supported by a Board motion approved and recorded in the minutes.

This is reasonable because it is a requirement of these authorities to advance a name change.

EVIDENCE:

~~8.~~

~~9. — **12. Allow the organization to operate without a plan to mitigate loss to**~~

INTERPRETATION:

Compliance will be demonstrated when:

a) The establishment or purchase of any subsidiary corporation is documented in the minutes of the Board meeting at which it was approved.

b) The auditor confirms that there has been no purchase or creation of a subsidiary corporation

This is reasonable because the Board has retained the authority of the decision and all Board decisions must report a duly recorded motion and the vote to approve such a decision.

EVIDENCE:

Date Of Change	Version	Description of Change	Responsible Party
11.11.19	1.0	First release following Policy Governance consulting work.	Chief of Staff
1.13.20	2.0	Edits to original policy recommend by CFO and CEO to enhance clarify of policy	Chief of Staff
<u>10.05.21</u>	<u>3.0</u>	<u>Minor edits based upon actual practice and interpretations added</u>	<u>President & CEO</u>

Formatted: Left

Formatted: Left

Formatted: Left

BOARD OF TRUSTEES MEETING
Action & Information Report
Board Meeting Date: October 11, 2021



TO: Jackson College Board of Trustees
FROM: Dr. Daniel J. Phelan, President & CEO

Subject to be Discussed:
7.0 Items for Decision 7.2 Governance Process 7.2.1. Consideration of Fall Planning Session Agenda – 10.22.21
Attached to this section on the Board pack for your review is a draft of the agenda for the Board’s Fall Planning Session. Any additions or modifications would be welcome at this point for planning purposes.
Resource Impact:
None
Requested Board Action:
Consideration and approval of the Fall Planning Agenda
Action Taken:

**Jackson College
Board of Trustees Meeting
Fall Planning Session - Friday, October 22, 2021
8:30AM**



AGENDA

- 1.0 Call to Order & Pledge of Allegiance**
- 2.0 Consideration of Additional Items Overview of the Day**
- 3.0 Public Comments (Note: comments are limited to 5 minutes)**
- 4.0 Operating Budget Review**
 - 4.1.1 FY '22 Budget – Q1 Report**
 - 4.1.2 HEERF Funding**
- 5.0 College Program Features:**
 - 5.1.1 Jeremy Frew – CEP Program**
 - 5.1.2 Jason Valente – Connecting People – Community, Alumni, Donors and Stakeholders**
 - 5.1.3 Cindy Allen – Student Employment/Training/Retention Program**
 - 5.1.4 Darrell Norris – Residence Life / Housing**
- 5.0 Implications of the America’s College Promise**
- 6.0 Monitoring Report Schedule & Progress to Date**
- 7.0 J.E.D.I. Presentation**
- 8.0 Strategic Agenda & Related Assumptions**
- 9.0 Facilities Report**
- 10.0 Other Board Items**
- 11.0 Plus/Delta**
- 12.0 Adjourn**

<p>BOARD OF TRUSTEES MEETING Action & Information Report Board Meeting Date: October 11, 2021</p>



TO: Jackson College Board of Trustees
FROM: Dr. Daniel J. Phelan, President & CEO

Subject to be Discussed:
8.0 Consent/Required Approvals Agenda
From time to time we are required to obtain Board approvals that are inconsistent with Policy Governance practice. We recognize these few instances in this agenda item. No approvals are required at this time.
Resource Impact:
None
Requested Board Action:
N/A
Action Taken:

<p>BOARD OF TRUSTEES MEETING Action & Information Report Board Meeting Date: October 11, 2021</p>



TO: Jackson College Board of Trustees
FROM: Dr. Daniel J. Phelan, President & CEO

Subject to be Discussed:
<p>9.0 Monitoring CEO Performance 9.1. EL-05 Asset Protection</p>
<p>This is a new monitoring report for Asset Protection, of which predominately in compliance with the Board's Policy, and consistent with my interpretation of same. That said, there are a few areas you will not (generally at the end of the report) wherein we are just waiting to get systems in place. As in the past, once these systems are established, I will follow-up with the board with a complete compliance report.</p> <p>Special thanks to CFO Darrell Norris and Govern for Impact Consultant Rose Mercier, for their work with me to ensure that we have a well-established reporting format, data source selection, and content.</p>
Resource Impact:
<p>None</p>
Requested Board Action:
<p>Board consideration of, and agreement with the monitoring report with my policy compliance.</p>
Action Taken:
<p></p>



Governance Process	Ends
Board-President Delegation	Executive Limitations

BOARD OF TRUSTEES POLICY
Policy Type: Executive Limitations
Policy Title: Asset Protection
Policy Number: EL-05
Date Adopted: 1/13/20
Version: 2.0
Date Last Reviewed: 11/11/19
Office Responsible: President's
Reviewing Committee: Board of Trustees

The President shall not allow assets to be unprotected, inadequately maintained or unnecessarily risked. Further, without limiting the scope of the preceding statement by the following list, the President shall not:

1. Permit the organization to have inadequate insurance against property and casualty losses.

I have interpreted "inadequate insurance" in policy items #1.1 (including 1.1.1 and 1.1.2) to 1.4. Compliance with these items below constitutes compliance with this policy.

1.1. Permit the organization to insure its property and operations with inadequate valuation and limits due to an insufficient scope of perils.

I have partially interpreted "insufficient scope of perils in property and operations" in policy items 1.1.1 and 1.1.2 below. I am further interpreting the scope of perils to include disruption of College operations due to unpredictable events or acts of God.

INTERPRETATION:

Compliance will be demonstrated by compliance with 1.1.1 and 1.1.2 as well as when Umbrella Insurance for disruption of College operations is consistent with coverage limits standard to an institution our size and industry standard.

This interpretation is reasonable because it is consistent with the recommendations of the College's insurance consultant, and Michigan Community College Risk Management Authority (MCCRMA) standards of coverage.

EVIDENCE:

[Review of the umbrella insurance policy on 6/18/2021 by the insurance consultant confirmed that the policy provided coverage for a total limit of \\$11,000,000 per each occurrence. There are two lines of coverage that have lower liability limits. The](#)

Formatted: Indent: Left: 0.81"

[health services medical malpractice is a \\$4,000,000 limit. The Medical Malpractice limits are adequate for the medical instruction program and health clinic exposure. The Employee Benefits Errors and Omissions policy has a \\$1,000,000 limit. This is the insurance industry standard limit of liability for this coverage.](#)

1.1.1. Permit insurance of all buildings and contents to be at less than 90% of the cost to replace, with a blanket limit of all buildings and contents.

INTERPRETATION:

Compliance will be demonstrated when:

A schedule of values is updated and signed each year computing the blanket limit of coverage for buildings and contents.

This interpretation is reasonable because it is based on industry standards for replacement blanket insurance on building and contents.

EVIDENCE:

[Review of the insurance policy on 8/30/2021 confirms that the blanket building limit is \\$187,849,726 and the content blanket limit is \\$25,733,573 which provides for 90% of blanket limit coverage of the replacement value of building and contents.](#)

1.1.2. Permit the College to have inadequate insurance for theft, disappearance or destruction of money, and securities inside or outside the premises.

INTERPRETATION:

Compliance will be demonstrated when:

- a) The insurance policy provides for coverage for theft, disappearance or destruction of money and securities at the College or at financial institutions holding College assets.
- b) The levels/type of insurance coverage is consistent with the range recommended by the insurance consultant.

Insuring Agreement	Limits of Liability	Deductables
Employee Theft	\$ 1,000,000	\$ 10,000
ERIDA Fidelity	\$ 1,000,000	\$ -
Forgery or Alteration	\$ 1,000,000	\$ 10,000
Premise Coverage	\$ 1,000,000	\$ 10,000
Transit Coverage	\$ 1,000,000	\$ 10,000
Computer Fraud	\$ 1,000,000	\$ 10,000
Restoration Expense	\$ 50,000	\$ 1,000
Funds Transfer Fraud	\$ 1,000,000	\$ 10,000
Credit, Debit or Charge Card Fraud	\$ 1,000,000	\$ 10,000
Money Orders and Counterfeit Money	\$ 1,000,000	\$ 10,000
Investigative Expense	\$ 50,000	\$ -

Field Code Changed

This interpretation is reasonable because the assessment of adequate insurance is provided by a third-party independent insurance consultant is.

EVIDENCE:

[The Review of insurance policy on 6/18/2021 confirmed that it is with the coverages recommended by the insurance consultant on 6/18/2021 the amount of insurance matches what was recommended by the insurance company.](#)

1.2. Permit the organization to have inadequate privacy/cyber insurance.

INTERPRETATION:

The cost of cyber liability insurance is prohibitive unless preventative controls are implemented. Therefore, compliance will be demonstrated when:

- a) The threat of Cyber Security is mitigated using preventative controls consistent with what was identified in the annual cyber security audit.
- b) Insurance levels are consistent with the Michigan Community College Risk Management Authority (MCCRMA) standards of coverage for Cyber Liability.

This interpretation is reasonable because the insurer is a third-party expert and an independent assessment of what adequate insurance is.

EVIDENCE:

- a) [A comparison of the recommended and actual controls on 08.07.20 confirmed that controls are in place.](#)

[b\) A review of the cyber insurance on 5/24/2021 confirmed that the amounts for the required insurances are consistent with the recommendations of the insurance consultant.](#)

2. Permit the Board members, staff and individuals engaged in activities on behalf of the organization, or the organization itself, to have inadequate liability insurance.

INTERPRETATION:

The cost of cyber liability insurance is prohibitive unless preventative controls are implemented. Therefore, compliance will be demonstrated when:

- a) The threat of Cyber Security is mitigated using preventative controls consistent with what was identified in the annual cyber security audit.
- b) Insurance levels are consistent with the Michigan Community College Risk Management Authority (MCCRMA) standards of coverage for Cyber Liability.

This interpretation is reasonable because the insurer is a third-party expert and an independent assessment of what adequate insurance is.

EVIDENCE:

- [a\) A review of the annual cyber security audit and recommendations was completed on 10.05.21 by the College's Internal Auditor, who confirms that the preventative controls are consistent with that of the cyber security report.](#)
- [b\) A review of the College's insurance levels by the third-party insurance consultant on 06.18.21 confirms our coverages are standard with MCCRMA.](#)

3. Permit individuals traveling out of the United States, on behalf of the College, to have inadequate travel accident insurance.

INTERPRETATION:

Compliance will be demonstrated when:

- a) The College has a professional activity form on file approving the travel prior to travel activities.
- b) Employees have access to information about applicable travel insurance coverages prior to approved travel.
- c) Coverages are consistent with 3rd party consultants' recommendations based on industry standards.

This interpretation is reasonable because prior approval to travel is a standard practice among higher education institutions.

EVIDENCE:

Commented [NDR1]: This interpretation is specific to cyber insurance and should be liability insurance in general.

- a) [A statistical review done by the internal auditor documented that XX% of employees completed a professional activity form ahead of travel. This evidence is not yet available but will be provided at a later board meeting date.](#)
- b) [Employees are provide access to information in the employee intranet site.](#)
- c) [Consistent with the recommendations of the 3rd party insurance consultant made on 6/17/2021.](#)

4. Allow the College to have insurance for theft and crime coverage that is less than industry standards.

INTEPRETATION:

Compliance will be demonstrated when the College is ensuring its theft and crime a level the 3rd party insurance consultant has identified as standard for an institution our size and scope.

EVIDENCE:

[A review of the insurance policies on 6/17/2021 by the 3rd party insurance consultant confirms the coverages in the policy are consistent with their recommendation.](#)

5.Unnecessarily expose the organization, its Board members or staff to claims of liability.

INTERPRETATION:

I have partially interpreted “unnecessary exposure to claims of liability in policy item 5.1. Compliance with this and the following will constitute compliance.

a) All staff receive required training on Title IX and Sexual Harassment Prevention and Jackson College Code of Ethics. This is reasonable because the training is required by the Department of Education.

EVIDENCE:

[Training is provided at the time of hire and human resources department tracks the completion of training.](#)

5.1. Allow any material contracts or material internal human resource documents to be executed with inadequate review by qualified legal counsel.

INTERPRETATION:

vendors and organizations with a direct or indirect financial liability of **\$100,000** or more. Compliance will be demonstrated when:

Commented [NDR2]: WAITING ON DIANE FENBY for this information

- a) A random statistical sample of contracts is reviewed by the internal auditor to confirm contracts greater than **\$100,000** are reviewed by legal counsel ahead of contract signing.
- b) A random statistical sampling of contract documents reveal that performance bonds for contracts or \$100,000 contracts or greater are on file.

This is reasonable because all labor agreements and all contracts with vendors are reviewed by the College's legal counsel, and reviewed and signed by the President – Labor agreements are executed by the Board of Trustees. Further, performance bonds for \$100,000 projects and higher ensure liability protections for the College, ensuring that work is performed of a nature and timeline consistent with the contract.

EVIDENCE:

- [a\) The internal auditor provides confirmation that a statistical sample of contracts met this requirements. The evidence is not yet available but we can provide this at a later board meeting.](#)
- [b\) The internal auditor provides confirmation that a statistical sample of performance bonds met this requirements. The evidence is not yet available but we can provide this at a later board meeting.](#)

6. Receive, process or disburse funds under controls which are insufficient to meet audit standards or insufficient to detect and prevent fraud.

INTERPRETATION:

I am interpreting fraud protection, involving the receipt, process or distribution of funds to be achieved when adequate crime (fraud) insurance is filed and current, as well as when both internal and external auditors confirm adequate internal controls are in place.

Compliance will be demonstrated when:

- a) The external auditors do not find any deficiency in the internal controls process as part of their annual audit.
- b) Any deficiency noted in internal controls and the deficiency is corrected within 90 days.

EVIDENCE:

- [a\) The results of the audit report with fiscal year end 06.30.20 had no deficiencies noted on internal controls.](#)
- [b\) There was no need for corrections.](#)

7. Make any purchases that do not result in appropriate level of quality, after-purchase service and value for dollar, or do not provide opportunity for fair competition.

7.1 Make any purchase wherein normally prudent protection has not been given against conflict of interest.

INTERPRETATION:

Compliance will be demonstrated when:

- a) All administrators annually submit, and trustees declare any conflict of interest that may exist prior to the commencement of any board meeting, as provided on the board agenda.
- b) The external auditor notes there was no conflict of interest in transactions in the past fiscal year.
- c) Material conflicts are disclosed in the annual audited financial report.

EVIDENCE:

- [a\) Based on a review of the required conflict of interest forms submitted by administrators, department chairs and board of trustees, 100% completed a conflict of interest declaration, in this reporting period. HR documents and tracks all administrators and department chairs have completed the annual conflict of interest form. Board of Trustee meeting minutes document their conflict of interest declaration each meeting.](#)
- [b\) The annual audit report for 6/30/2020 did not note any disclosure of conflicts of interest.](#)
- [c\) For the fiscal year 6/30/2020 no conflicts needed to be disclosed.](#)

7.2 Make any purchase of over \$100,000 without having obtained comparative prices and quality from at least three competitive bids. Orders shall not be split to avoid these criteria.

INTERPRETATION:

Departments have the authority to initiate purchase order requisitions. The approval of these is centralized in the Business Office, and therefore compliance will be demonstrated when.

- a) The internal auditor conducts a review of a statistically valid sample of purchase order requisitions for policy compliance and confirms that all orders approved by the comptroller are compliant with the required bid documentation if the purchase price is greater than **\$100,000**.
- b) The administrative purchasing policy is in line with board policy.

EVIDENCE:

- [a\) The internal auditor did conducted a review on 10.05.21 and confirmed all selected approved transactions were compliant with the policy. This evidence is not yet available and will be provided at a later board meeting.](#)
- [b\) A review of the administrative policy on 8/4/2021 by the CFO shows it aligns with the requirements of the board policy.](#)

7.3 Make any purchase without a stringent method of assuring the: 1) long-term quality 2) cost; 3) Without consideration of the financial support provided to the College by a bidder, and 4) Local vendor preference.

INTERPRETATION:

Compliance will be demonstrated when:

- a) Purchasing departments are provided the criteria of this policy.
- b) All College Administrators annually receive and review the purchasing policy in the Administrative Council Meeting.
- c) The members of Leadership Council confirm the policy is being applied in the area of responsibility.

EVIDENCE:

- [a\) A review of purchasing departments on X/X/XXXX confirmed that x% had received this policy. this evidence is not yet available and will be shared at a board meeting at a later date.](#)
- [b\) The leadership council reviewed the policy on xx/xx as noted in the meeting minutes. This evidence is not yet available but will be shared at a board meeting at a later date.](#)

7.4 Allow minority, women and veteran vendors to be without information critical to their receiving equitable consideration in competitive bidding.

INTERPRETATION:

Compliance will be demonstrated when:

- a) Purchasing departments have been provided this policy to make purchases consistent with this criterion.
- b) The members of Leadership Council confirm the policy is being followed in the area of responsibility.

EVIDENCE:

- a) [A review of purchasing departments on X/X/XXXX confirmed that x% had received this policy. This evidence is not yet available but will be shared at a board meeting of a later date.](#)
- b) [On \[date\] %of Leadership Counsel members confirmed policy is being applied.](#)

[NOTE: This evidence is not yet available but will be provided at a later board meeting.](#)

8. Cause or allow buildings and equipment to be subjected to improper wear and tear or insufficient maintenance.

INTERPRETATION:

Compliance will be demonstrated when:

- a) Annual budgets contain 3.5% set-asides for facilities maintenance.
- b) The College has a deferred maintenance schedule for all buildings based on industry standards.
- c) The College has a facilities staff who implement a preventative maintenance program.

This is reasonable because, (a) is a requirement under board policy, and items (b) and (c) are consistent with Colleges of comparative size.

EVIDENCE:

- a) [A review of the current budgets on \[date\] shows 3.5% set aside for facilities maintenance.](#)
 - b) [On XX/XX it was confirmed with the Facilities Director this schedule exists.](#)
 - c) [The Facilities Director reviewed the preventative maintenance plan on XX/XX/XXXX and confirmed that all scheduled items for the period end 06.30.21 were carried out.](#)
- [NOTE: This evidence is not yet available but will be provided at a later board meeting.](#)

Commented [NDR3]: CHECK with JEFF WHIPPLE

Formatted: Not Highlight

Formatted: Not Highlight

9. Allow College intellectual assets, to be unprotected or exposed to loss or significant damage.

INTERPRETATION:

Compliance will be demonstrated when all logos, names and characters of proprietary nature have registered trademarks or copyrights.

This is reasonable because registration provides legal basis for protecting assets against improper or fraudulent use.

EVIDENCE:

[On 08.19.21 it was confirmed by the Senior VP that the Men of Merit program been copyrighted and trademarked](#)

10. Endanger the organization's public image, credibility, or its ability to accomplish Ends.

INTERPRETATION:

I have interpreted this policy statement in policy items 10.1 to 10.5. Compliance with these policy items constitute compliance with this policy.

10.1 Allow non-adherence to guidelines required for required institutional and desired supplemental program accreditations.

INTERPRETATION:

Compliance will be demonstrated when:

- a) Program and secondary accreditation agencies confirm that all required data and documentation has been provided by required submission dates.
- b) No Jackson College programs are on warning or conditional accreditation status.

EVIDENCE:

[a\) The Higher Learning Commission has confirmed there are no outstanding documents. Ask Justin for input on secondary accreditation conformation.](#)

[b\) Review of program accreditation sites on XX/XX/XXXX confirmed no programs were on conditional status.](#)

[NOTE: This evidence is not available yet but will be provided at a later board meeting.](#)

10.2 Accept gifts or grants which obligate the College to make future expenditures other than those provided for by the gift or grant.

INTERPRETATION:

Compliance will be demonstrated when the agreement accepting a gift or grant specifies the period of time in which the College is required to expend funds that does not last longer than the life of gift or grant.

EVIDENCE:

[There are no relevant gifts or grants requiring this evidence as of 06.30.20.](#)

10.3 Publicly position the College in support of, or opposition to, any political party or candidate for public office.

INTERPRETATION:

Compliance will be demonstrated when:

- a) Review of public sources leading up to election dates do not reveal or report instances of the College supporting or opposing political parties or candidates for public office.
- b) All political parties are given equal opportunity to speak on campus.
- c) No signage supporting candidates appear on any college property.
- d) No faculty promote candidates in the classroom, nor do employees promote candidates by virtue of backgrounds on video communications, clothing, buttons, or other promotional materials while conducting college business.

EVIDENCE:

[The College has established policies for each of the aforementioned items.](#)

[NOTE: This evidence is not available yet but will be provided at a later board meeting.](#)

10.4 Develop or continue collaborative relationships with organizations whose principles or practices are incompatible with those of the College.

INTERPRETATION:

Compliance will be demonstrated when:

- a) All external partners and vendors have been given, and they have reviewed, a copy of the College's mission, vision, values, and belief statements;
- b) If an incompatibility is discerned, it will be reviewed by the President, who will make the determination of cessation of the relationship with the offending party.

EVIDENCE:

[NOTE: This evidence is not available yet but will be provided at a later board meeting.](#)

10.5. Allow relationships with owners and stakeholders to be inconsistent with the productive cooperation necessary to the achievement of Ends.

INTERPRETATION:

Compliance will be demonstrated when:

- a) A review of tracking software confirms there is no outstanding, or unresolved issues with students with the ombudsman or judicial committee.
- b) There are no unresolved or public relations matters that have not been addressed.

EVIDENCE:

- a) [On 8/5/2021 the tracking system was reviewed by the ombudsman and there were no outstanding issues.](#)
- b) [With the exception of student concerns and media coverage of how MLK day was celebrated, there is no other media coverage.](#)

11. Change the organization's name or substantially alter its identity in the community.

INTERPRETATION:

Compliance will be demonstrated when:

- a) On occasion when a name is changed, it is noted by board motion as approved and recorded in the minutes.
- b) Name changes are requested of and approved by Higher Learning Commission.
- c) Name changes are requested of and approved by the State Department Education.
- d) Any change in the image, likeness or positioning of the College identity would be supported by a Board motion approved and recorded in the minutes.

This is reasonable because it is a requirement of these authorities to advance a name change.

EVIDENCE:

- [There has been no name change or identity alterations for this reporting period.](#)

12. Create or purchase any subsidiary corporation.

INTERPRETATION:

Compliance will be demonstrated when:

- a) The establishment or purchase of any subsidiary corporation is documented in the minutes of the Board meeting at which it was approved.

- b) The auditor confirms that there has been no purchase or creation of a subsidiary corporation

This is reasonable because the Board has retained the authority of the decision and all Board decisions must report a duly recorded motion and the vote to approve such a decision.

EVIDENCE:

[There has been no purchase or creation of a subsidiary corporation during this reporting period.](#)

Date Of Change	Version	Description of Change	Responsible Party
11.11.19	1.0	First release following Policy Governance consulting work.	Chief of Staff
1.13.20	2.0	Edits to original policy recommend by CFO and CEO to enhance clarify of policy	Chief of Staff
10.05.21	3.0	Minor edits based upon actual practice and interpretations added	President & CEO

<p style="text-align: center;">BOARD OF TRUSTEES MEETING Action & Information Report Board Meeting Date: October 11, 2021</p>



TO: Jackson College Board of Trustees
FROM: Dr. Daniel J. Phelan, President & CEO

Subject to be Discussed:
10.0 Information Requested by the Board
No additional information was requested.
Resource Impact:
None
Requested Board Action:
N/A
Action Taken:

<p style="text-align: center;">BOARD OF TRUSTEES MEETING Action & Information Report Board Meeting Date: October 11, 2021</p>



TO: Jackson College Board of Trustees
FROM: Dr. Daniel J. Phelan, President & CEO

Subject to be Discussed:
11.0 Self-Evaluation of Governance Process & Board Performance at this Meeting
<p>This time has been set aside for the Board, as part of our continuous improvement work in order, to assess the Board’s work and commitment towards the ten Policy Governance principles, as well as its governance practice.</p> <p>The URL link below will provide an overview of the principles that you can use for determining the effectiveness and efficacy of the Board’s work both in terms of this meeting and in general governance practice.</p> <p>https://governforimpact.org/resources/principles-of-policy-governance.html</p>
Resource Impact:
None
Requested Board Action:
Define particular areas for improvement in the governance process.
Action Taken:

<p style="text-align: center;">BOARD OF TRUSTEES MEETING Action & Information Report Board Meeting Date: October 11, 2021</p>



TO: Jackson College Board of Trustees
FROM: Dr. Daniel J. Phelan, President & CEO

Subject to be Discussed:
12.0 Meeting Content Review
This item on the agenda provides the Board the opportunity to give the Board Chairman and the President feedback on the quality of the content provided during this Board Meeting. We would appreciate receiving suggestions wherein you would like to see changes made to future Board Meetings.
Resource Impact:
None
Requested Board Action:
Consideration of areas for meeting content improvement
Action Taken:

<p>BOARD OF TRUSTEES MEETING Action & Information Report Board Meeting Date: October 11, 2021</p>



TO: Jackson College Board of Trustees
FROM: Dr. Daniel J. Phelan, President & CEO

Subject to be Discussed:
13.0 Adjourn
Board action is required to adjourn the meeting.
Resource Impact:
None
Requested Board Action:
Meeting Adjournment
Action Taken:
None