



**MINUTES
FOR MEETING
OF THE BOARD OF TRUSTEES
OF GRAND VALLEY STATE UNIVERSITY**

The fourth meeting in 2012 of the Board of Trustees of Grand Valley State University was held at GVSU's Meijer Campus in Holland, Michigan, on Friday, November 2, 2012.

The following members of the Board were present:

Sue C. Carnell
David S. Hooker
Noreen K. Myers
Shelley E. Padnos, Chair
Michael D. Thomas, Vice Chair
David L. Way
Kate Pew Wolters
Thomas J. Haas, President, Ex Officio

The following member of the Board was absent:

John C. Kennedy

The following Executive and Board officers were present:

Jeanne J. Arnold, Vice President for Inclusion and Equity
Jim Bachmeier, Vice President for Finance and Administration,
and Treasurer, Board of Trustees
Thomas A. Butcher, University Counsel
Gayle R. Davis, Provost and Vice President for Academic Affairs
Teri L. Losey, Special Assistant to the President and Secretary, Board of Trustees
Karen M. Loth, Vice President for Development
Matthew E. McLogan, Vice President for University Relations

The meeting was called to order at 11:05 a.m.

I. SECRETARY'S REPORT

12-4-1 (1) Approval of Minutes of Prior Meeting

On motion by Mrs. Wolters and second by Ms. Carnell, the following resolution was adopted unanimously:

RESOLVED, that the minutes of the meeting, held July 13, 2012, are approved as distributed.

12-4-2 (2) Motion to Adopt Agenda

On motion by Mrs. Wolters and second by Ms. Carnell, the following resolution was adopted unanimously:

RESOLVED, that the Board of Trustees agenda for the November 2, 2012, meeting is approved as distributed.

12-4-3 (3) Personnel Actions

On motion by Ms. Carnell and second by Mr. Way, the following resolution was adopted unanimously:

RESOLVED, that the Board of Trustees approves the personnel actions as reported at this meeting.

II. CHAIR-PRIVILEGE OF THE FLOOR

12-4-4 (4) Special Recognition of GVSU Olympic Athlete – Zelenka

On motion by Mrs. Wolters and second by Mr. Way, the following resolution was adopted unanimously:

RESOLVED, that the Board of Trustees extends its congratulations and appreciation to Sarah Zelenka, alumna of Grand Valley State University, for representing her university and the country with distinction and honor in the Women's Pair competition in rowing in the London Summer Olympics 2012. Sarah is the first GVSU alumni to participate in an Olympics and finished in fourth place. Sarah is a shining example of what it means to be a Laker for a Lifetime.

III. GENERAL REPORTS

12-4-5 (5) Development Division Report

On motion by Mr. Thomas and second by Mrs. Wolters, the following resolution was adopted unanimously:

III. GENERAL REPORTS cont'd.

RESOLVED, that the Board of Trustees gratefully accepts the gifts and pledge payments of \$4,482,499.93 from the University presented at this meeting for June 11, 2012 through September 30, 2012.

12-4-6 (6) GVU Foundation Ratification of Governor/Board Members

On motion by Mrs. Wolters and second by Mr. Hooker, the following resolution was adopted unanimously:

RESOLVED, that the Board of Trustees approve with appreciation the Grand Valley University Foundation Governor/Board Members as presented at this meeting.

12-4-7 (7) Revisions to Administrative Manual – Chapter 4, Section 2.30.4 – Sabbatical Leave

On motion by Mrs. Wolters and second by Mr. Hooker, the following resolution was adopted unanimously:

RESOLVED, that the Board of Trustees approve the changes to Chapter 4, Section 2.30.4 of the Administrative Manual as presented at this meeting.

12-4-8 (8) Annual Report (2011-2012 Financial Statements)

On motion by Mrs. Wolters and second by Mr. Hooker, the following resolution was adopted unanimously:

RESOLVED, that the Board of Trustees approves the Annual Report (2011-2012 Financial Statements) as presented at this meeting.

12-4-9 (9) 2011-2012 Annual Endowment Fund Report

On motion by Mrs. Wolters and second by Ms. Myers, the following resolution was adopted unanimously:

RESOLVED, that the Board of Trustees approves the 2011-2012 Annual Endowment Fund Report as presented at this meeting.

12-4-10 (10) FY 2014 Capital Outlay Budget Request and Five-Year Plan

On motion by Mrs. Wolters and second by Mr. Thomas, the following resolution was adopted unanimously:

RESOLVED, that the Board of Trustees approve the Capital Outlay Budget Request for Fiscal Year 2014 and the Five-Year Capital Outlay Plan as presented at this meeting.

III. GENERAL REPORTS cont'd.

12-4-11 (11) Allendale Classroom/Labs Building

On motion by Mrs. Wolters and second by Ms. Myers, The following resolution was adopted unanimously:

RESOLVED, that the Board of Trustees approves:

1. the selection of Fishbeck, Thompson, Carr, and Huber, Inc., as the project architect/engineer,
2. the selection of Pioneer Construction Company as the construction manager for the project,
3. the budget of \$55,000,000 established for this project; the source of funds to be State of Michigan capital outlay, University issued bonds, and Capital Development Funds,
4. the schedule established for the project,
5. the site plan proposed for the project,
6. the floor plans proposed for the project,
7. the transmission of schematic design materials for the Allendale Classroom/Labs Building to the State of Michigan Department of Technology, Management and Budget,
8. authorizing the University administration to submit required documents to the State of Michigan, and
9. authorizing the University administration to award additional contracts, as necessary, to complete the project.

12-4-12 (12) James H. Zumberge Library Renovation and Addition

On motion by Mrs. Wolters and second by Mr. Thomas, the following resolution was adopted unanimously:

RESOLVED, that the Board of Trustees approves:

1. the selection of VIA Design, as the project architect and engineer,
2. the selection of Wolverine Building Group as construction manager for the project,
3. the budget of \$22,000,000 established for this project and the source of funds to be University-issued bonds and Campus Development Funds,

III. GENERAL REPORTS cont'd.

- 4. the schedule established for the project,
- 5. the site plan as presented,
- 6. the floor plans as presented,
- 7. authorizing the University administration to submit required documents to the State of Michigan, and
- 8. authorizing the University administration to award additional contracts as necessary to complete the project.

12-4-13 (13) Real Estate – Grand Rapids

On motion by Mrs. Wolters and second by Mr. Hooker, the following resolution was adopted unanimously:

WHEREAS, seven parcels of land owned by various parties within a city block in Grand Rapids bounded by Hastings Street, Lafayette Avenue, Trowbridge Street, and Prospect Avenue have been assembled and available for purchase in collaboration with Rockford Development Group, LLC;

AND WHEREAS, the University will continue the development of its planning for its health-related programs and space needs to support the programs;

AND WHEREAS, the University desires to have the properties managed during the planning phase.

THEREFORE LET IT BE RESOLVED:

That the Grand Valley State University Board of Trustees (“Board”) authorizes the purchase of the properties as presented at this meeting for the price of \$1,200,000, which is exclusive of transactional costs. The properties are as follows:

- | | |
|-----------------|------------------|
| Parcel Numbers: | 41-14-19-378-001 |
| | 41-14-19-378-002 |
| | 41-14-19-378-003 |
| | 41-14-19-378-011 |
| | 41-14-19-378-012 |
| | 41-14-19-378-013 |
| | 41-14-19-378-014 |

FURTHER RESOLVED, that the Board authorizes the Treasurer and Assistant Treasurer to execute any and all documents to effectuate the

III. GENERAL REPORTS cont'd.

transaction and that the source of funds for the acquisition of the property shall be Campus Development Fund.

FURTHER RESOLVED, that the Board authorizes the transfer of the properties to be held in a separate entity to allow for their management until such time as deemed appropriate to transfer the property to the University as determined by the Treasurer.

12-4-14 (14) Charter Schools Report

On motion by Mr. Thomas and second by Mr. Way, the following resolution is adopted unanimously:

Authorization of Southwest Detroit Lighthouse Charter Academy 6a Contract

WHEREAS, the Michigan Legislature has provided for the establishment of public school academies as part of the Michigan public school system by enacting Act No. 362 of the Public Acts of 1993; and

WHEREAS, according to this legislation, the Grand Valley State University Board of Trustees (the "Board of Trustees"), as the governing body of a state public university, is an authorizing body empowered to issue contracts to organize and operate public school academies; and

WHEREAS, the Michigan Legislature has mandated that public school academy contracts be issued on a competitive basis taking into consideration the resources available for the proposed public school academy, the population to be served by the proposed public school academy, and the educational goals to be achieved by the proposed public school academy; and

WHEREAS, the Grand Valley State University Board of Trustees, having requested applications for organizing public school academies and having reviewed the applications according to the provisions set forth by the Michigan Legislature;

NOW, THEREFORE, BE IT RESOLVED:

1. That the application for Southwest Detroit Lighthouse Charter Academy ("Academy"), located at 4041 S. 29th Street, Detroit, MI 48210, submitted under Section 502 of the Revised School Code, meets the Board of Trustees' requirements and the requirements of applicable law, is therefore approved;
2. That the Board of Trustees establishes the method of selection, length of term and number of members of the Academy's Board of Directors as follows:

III. GENERAL REPORTS cont'd.Method of Selection and Appointment of Academy Board Members:

- a. Initial Academy Board Member Nominations and Appointments: As part of the public school academy application, the public school academy applicant shall propose to the Director of the University Charter Schools Office (“Director”), the names of proposed individuals to serve on the initial board of directors of the proposed public school academy. When the Director recommends an initial contract for approval to the Board of Trustees, he/she shall include recommendations for initial Academy Board members. These recommendations may, but are not required to, include individuals proposed by the public school academy applicant. To be considered for appointment, the nominees must have completed the required board member candidate application materials, including at least (i) the Academy Board Member Questionnaire prescribed by the University Charter Schools Office; and (ii) the Criminal Background Check Report prescribed by the University Charter Schools Office.
- b. Subsequent Academy Board Member Nominations and Appointments: Except as provided in paragraph (2) below, the Academy Board may nominate individuals for subsequent Academy Board of Director positions. As part of the appointment process, the Academy Board may submit to the Director: (i) the name of the nominee; (ii) the board member candidate application materials identified in paragraph (a) above; and (iii) a copy of the Academy Board nominating resolution. The Director may or may not recommend the proposed nominee submitted by the Academy Board. If the Director does not recommend a nominee submitted by the Academy Board, the Director shall select a nominee and forward that recommendation to the Board of Trustees for appointment. The Board of Trustees shall have the sole and exclusive right to appoint members to the Academy Board.
- c. Exigent Appointments: When the Director determines an “exigent condition” exists which requires him/her to make an appointment to a public school academy’s board of directors, the Director, with University President approval, may immediately appoint a person to serve as a public school academy board member for the time specified, but not longer than the next meeting held by the Board of Trustees when a regular appointment may be made by the Board of Trustees. The Director shall make the appointment in writing and notify the public school academy’s board of directors of the appointment. Exigent conditions include, but are not limited to

III. GENERAL REPORTS cont'd.

when an Academy Board seat is vacant, when a Academy Board cannot reach a quorum, when the Board of Trustees determines that an Academy Board member's service is no longer required, when an Academy Board member is removed, when an Academy Board fails to fill a vacancy, or other reasons which would prohibit the Academy Board from taking action without such an appointment.

3. Qualifications of Academy Board Members: To be qualified to serve on the Academy Board, a person shall: (a) be a citizen of the United States; (b) reside in the State of Michigan; (c) submit all materials requested by the GVSU Charter Schools Office including, but not limited to, a GVSU Academy Board Member Questionnaire and a release for criminal history background check; (d) not be an employee of the Academy; (e) not be a director, officer, or employee of a company or other entity that contracts with the Academy; and (f) not be an employee or representative of GVSU or be a member of the Board of Trustees.
4. Oath /Acceptance of Office / Voting Rights: Following appointment by the Board of Trustees, Academy Board Appointees may begin their legal duties, including the right to vote, after they have signed an Acceptance of Public Office form and taken the Oath or Affirmation of Public Office administered by a member of the Academy Board, other public official or notary public.
5. Length of Term; Removal: An appointed Academy Board member is an "at will" board member who shall serve at the pleasure of the Board of Trustees for a term of office not to exceed three (3) years. Regardless of the length of term, terms shall end on June 30 of the final year of service, unless shorter due to other provisions of this resolution. A person appointed to serve as an Academy Board member may be reappointed to serve additional terms. When an Academy Board member is appointed to complete the term of service of another Academy Board member, their service ends at the end of the previous Academy Board member's term.

If the Board of Trustees determines that an Academy Board member's service in office is no longer required, then the Board of Trustees may remove an Academy board member with or without cause and shall specify the date when the Academy Board member's service ends. An Academy Board member may be removed from office by a two-thirds (2/3) vote of the Academy's Board for cause.

6. Resignations: A member of the Academy Board may resign from office by submitting a written resignation or by notifying the Director. The resignation is effective upon receipt by the Director, unless a later

III. GENERAL REPORTS cont'd.

date is specified in the resignation. A written notice of resignation is not required. If no such written notification is provided, then the Director shall confirm a resignation in writing. The resignation shall be effective upon the date the Director sends confirmation to the resigning Academy Board member.

7. Vacancy: An Academy Board position shall be considered vacant when an Academy Board member:

- a. Resigns
- b. Dies
- c. Is removed from Office
- d. Is convicted of a felony
- e. Ceases to be qualified
- f. Is incapacitated

8. Filling a Vacancy: The Academy Board may nominate and the Director shall recommend or temporarily appoint persons to fill a vacancy as outlined in the “Subsequent Appointments” and “Exigent Appointments” procedures in this resolution.

9. Number of Academy Board Member Positions: The number of member positions of the Academy Board of Directors shall be five (5), seven (7) or nine (9), as determined from time to time by the Academy Board.

10. Quorum: In order to legally transact business the Academy Board shall have a quorum physically present at a duly called meeting of the Academy Board. A “quorum” shall be defined as follows:

# of Academy Board positions	# required for Quorum
Five (5)	Three (3)
Seven (7)	Four (4)
Nine (9)	Five (5)

11. Manner of Acting: The Academy Board shall be considered to have “acted,” when a duly called meeting of the Academy Board has a quorum present and the number of board members voting in favor of an action is as follows:

# of Academy Board positions	# for Quorum	# required to act
Five (5)	Three (3)	Three (3)
Seven (7)	Four (4)	Four (4)
Nine (9)	Five (5)	Five (5)

12. Initial Members of the Board of Directors: The Grand Valley State University Board of Trustees appoints the following persons to serve

III. GENERAL REPORTS cont'd.

as the initial members of the Academy's Board of Directors for the designated term of office set forth below:

Aaron A. Barndollar	1 year term expiring June 30, 2013
Rachele DiMeglio	2 year term expiring June 30, 2014
Julie R. Feinberg	2 year term expiring June 30, 2014
William C. Johnson	3 year term expiring June 30, 2015
Elizabeth Santos	3 year term expiring June 30, 2015

13. The Board of Trustees approves and authorizes the execution of a contract to charter a public school academy to the Academy and authorizes the University President or designee to issue a contract to charter a public school academy and related documents ("Contract") to the Academy, provided that, before execution of the Contract, the University President or designee affirms that all terms of the contract have been agreed upon and the Academy is able to comply with all terms and conditions of the Contract and Applicable Law. This resolution shall be incorporated in and made part of the Contract.
14. Within ten days after the Board of Trustees issues the Contract, the Director will submit the Contract to the Michigan Department of Education. Pursuant to the State School Aid Act of 1979, the Michigan Department of Education shall, within thirty days after the Contract is submitted to the Michigan Department of Education, issue a district code number to each public school academy that is authorized under the Revised School Code and is eligible to receive funding under the State School Aid Act. By approving and issuing the Contract, the Board of Trustees is not responsible for the Michigan Department of Education's issuance or non-issuance of a district code number. As a condition precedent to the Board of Trustees' issuance of the Contract, the Applicant, the Academy and the Academy's Board of Directors shall acknowledge and agree that the Board of Trustees, Grand Valley State University, its officers, employees and agents are not responsible for any action taken by the Academy in reliance upon the Michigan Department of Education's issuance of a district code number to the Academy, or for any Michigan Department of Education's decision resulting in the non-issuance of a district code number to the Academy.

Appointment of Charter School Board of Directors

On motion by Mrs. Wolters and second by Ms. Carnell, the following resolution was approved unanimously:

RESOLVED, the Board of Trustees appoints the Charter School Board of Directors as presented at this meeting.

III. GENERAL REPORTS cont'd.

- 12-4-15 (15) Enrollment Report – Winter, Summer, Fall 2012
- 12-4-16 (16) Financial Aid Report – Fall 2012
- 12-4-17 (17) Housing and Dining Report – Fall 2012
- 12-4-18 (18) Alumni Association Report
- 12-4-19 (19) 2011-2012 Department of Intercollegiate Athletics Annual Report
- 12-4-20 (20) Accountability Report
- 12-4-21 (21) President's Report

IV. CHAIR-PRIVILEGE OF THE FLOOR

- 12-4-22 (22) Recognition of Sue C. Carnell

WHEREAS, Sue C. Carnell has served with distinction as a Trustee of Grand Valley State University since 2009; and

WHEREAS, her background as a teacher and school superintendent has been especially valuable to the Academic and Student Affairs Committee on which she serves and which she has chaired; and

WHEREAS, her strong commitment to higher education has brought an important dimension to the Board's deliberations; and

WHEREAS, her leadership positions in southeast Michigan have made her an important regional leader and a supportive voice for Grand Valley's new ventures in Detroit; and

WHEREAS, Sue C. Carnell has determined that the press of her professional and educational responsibilities make it necessary for her to conclude her service to the university;

NOW, THEREFORE, BE IT RESOLVED that the Board of Trustees of Grand Valley State University hereby and unanimously thanks Sue C. Carnell for her contributions to the university; and

BE IT FURTHER RESOLVED that a copy of this resolution be transmitted to her as evidence of our respect and admiration.

IV. GENERAL REPORTS cont'd.

12-4-23 (23) Motion to Adjourn

RESOLVED, on motion by Mrs. Wolters and second by Ms. Carnell, the meeting was adjourned at 12:27 pm.

Shelley E. Padnos, Chair
Board of Trustees

Teri L. Losey, Secretary
Board of Trustees