



**MINUTES**

**FOR ANNUAL MEETING**

**OF THE BOARD OF TRUSTEES**

**OF GRAND VALLEY STATE UNIVERSITY**

The third meeting in 2014 of the Board of Trustees of Grand Valley State University was held on the 1st Floor, L. William Seidman Center, on the Robert C. Pew Grand Rapids Campus of Grand Valley State University on Friday, July 11, 2014.

The following members of the Board were present:

David S. Hooker  
John C. Kennedy  
Mary L. Kramer  
Shelley E. Padnos, Chair  
John G. Russell  
Michael D. Thomas, Vice Chair  
David L. Way  
Thomas J. Haas, President, Ex Officio

The following member of the Board was absent:

Kate Pew Wolters

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, Executive Associate to the President and Secretary, Board of Trustees  
Karen M. Loth, Vice President for University Development  
Matthew E. McLogan, Vice President for University Relations

The meeting was called to order at 10:59 a.m.

I. SECRETARY'S REPORT

14-3-1 (1) Approval of Minutes of Prior Meeting

On motion by Mr. Kennedy and second by Mr. Russell, the following resolution was adopted unanimously:

RESOLVED, that the minutes of the meeting, held April 30, 2014, are approved as distributed.

14-3-2 (2) Motion to Adopt Agenda

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

RESOLVED, that the Board of Trustees agenda for the July 11, 2014, meeting is approved as distributed.

14-3-3 (3) Board Meeting Dates for 2015

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

RESOLVED, that the meeting dates for 2015 for the Board of Trustees be established as follows:

Friday, February 13, 2015  
 Friday, April 24, 2015  
 Friday, July 10, 2015  
 Friday, November 6, 2015

14-3-4 (4) Personnel Actions

On motion by Mr. Russell 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. GENERAL REPORTS

14-3-5 (5) Development Division Report

On motion by Mr. Kennedy and second by Mr. Russell, the following resolution was adopted unanimously:

RESOLVED, that the Board of Trustees gratefully accepts the gifts and pledge payments of \$3,816,334.26 from the University presented at this meeting for April 1, 2014 through May 31, 2014.

II. GENERAL REPORTS cont'd.

14-3-6 (6) Entrepreneurship Major Proposal

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

RESOLVED, that the Board of Trustees approve the changes to Chapter 3, Section C.1, Undergraduate Degree Programs, of the *Administrative Manual* to include the Entrepreneurship program.

14-3-7 (7) Revisions to *Administrative Manual* – Chapter 4

Section 2 - Faculty

Section 2.7.2 – Extending Probationary Appointments by  
Pausing the Tenure Clock

Section 2.20.3 – Extra Compensation

Section 2.30.4 – Sabbatical Leave

Section 2.30.14 – Maternity and Other Temporary Medical Leave Policies

Section 3 – Adjunct Faculty

Section 3.1 – Appointments

Section 3.3.11 – Maternity and Other Temporary Medical Leave Policies

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

RESOLVED, that the Board of Trustees approve the changes to Chapter 4, Sections 2.7.2, 2.20.3, 2.30.4, 2.30.14, 3.1, and 3.3.11 of the *Administrative Manual* as presented at this meeting.

14-3-8 (8) Revisions to *Administrative Manual*, Chapter 6,

Section F.2.C.3 – Benchmark and

F.2.C.4 – Maximum Allowable Investment

On motion by Mr. Kennedy and second by Mr. Russell, the following resolution was adopted unanimously:

RESOLVED, that the Board of Trustees approves the changes to Chapter 6, Sections F.2.C.3 and F.2.C.4 of the *Administrative Manual* as presented at this meeting.

14-3-9 (9) 2014-2015 Tuition and Fee Schedule

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

RESOLVED, that the Board of Trustees approves the 2014-2015 Tuition and Fee Schedule as presented at this meeting.

II. GENERAL REPORTS cont'd.

14-3-10 (10) 2014-2015 General Fund Budget

On motion by Mr. Kennedy and second by Mr. Russell, the following resolution was adopted unanimously:

RESOLVED, that the Board of Trustees approves the 2014-2015 General Fund Budget as presented at this meeting.

FURTHER RESOLVED, that the Board approves the preliminary spending authority at levels consistent with the 2014-2015 budget, as it may be subsequently amended by the Board, for fiscal year 2015-2016 until the 2015-2016 budget is adopted.

14-3-11 (11) Charter Schools Report

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

Authorization of Light of the World 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 Light of the World Academy ("Academy"), located at 1740 E. M 36, Pinckney, MI 48169, submitted under Section 502 of the Revised School Code, meets the Board of Trustees' requirements and the requirements of applicable law, is therefore approved;

## II. GENERAL REPORTS cont'd.

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:

### 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

## II. GENERAL REPORTS cont'd.

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 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.

II. GENERAL REPORTS cont'd.

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 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)

II. GENERAL REPORTS cont'd.

12. Initial Members of the Board of Directors: The Grand Valley State University Board of Trustees appoints the following persons to serve as the initial members of the Academy's Board of Directors for the designated term of office set forth below:

Dennis Brewer	1 year term expiring June 30, 2015
Laura Burwell	1 year term expiring June 30, 2015
Stuart M. Cavcey	2 year term expiring June 30, 2016
Todd Lang	2 year term expiring June 30, 2016
Patricia Lin	3 year term expiring June 30, 2017
Victoria Lovell	3 year term expiring June 30, 2017

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.

II. GENERAL REPORTS cont'd.

Appointment of Charter School Board of Directors

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

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

14-3-12 (12) President's Report

III. SPECIAL RECOGNITION BY CHAIR PADNOS

14-3-13 (13) Special Recognition

On motion by Mr. Russell and second by Mr. Kennedy, the following resolution was adopted unanimously:

WHEREAS, Jeanne J. Arnold has provided distinguished service to Grand Valley State University; and

WHEREAS, Dr. Arnold will conclude her service as Vice President for Inclusion and Equity on July 31, 2014; and

WHEREAS, Vice President Arnold became the university's first vice president for Inclusion and Equity, its inaugural chief diversity officer, on January 6, 2008, and created a national model to carry out the desired outcomes for a university; and

WHEREAS, among her accomplishments was the completion of the first university-wide Inclusion Implementation Plan; and

WHEREAS, she implemented the Religious Inclusion and Disability Accommodation policies and established the first Native American Advisory Board; and

WHEREAS, she developed a diversity, inclusion and equity curriculum that has trained more than 3,000 faculty, staff and students to date; and

WHEREAS, her dedication to social justice reaches into the local and national communities through her service on the Heart of West Michigan United Way board where she chaired the Inclusion Council and on the board of the National Association of Diversity Officers in Higher Education and the Association of Black Women in Higher Education; and

WHEREAS, her work at our university has had a positive impact on the climate and culture for all who learn, live, and work at Grand Valley State University.

### III. SPECIAL RECOGNITION BY CHAIR PADNOS cont'd.

NOW, THEREFORE BE IT RESOLVED, that the Board of Trustees, along with her Senior Management Team member colleagues, do hereby express our collective thanks and appreciation to Dr. Jeanne J. Arnold for her outstanding service to Grand Valley State University; and

BE IT FURTHER RESOLVED, that a copy of this resolution be transmitted to Dr. Jeanne J. Arnold as evidence of our admiration and for her lasting contributions to Grand Valley State University.

Presented this 11<sup>th</sup> day of July, 2014, by the Board of Trustees of Grand Valley State University.

### IV. CHAIR, PRIVILEGE OF THE FLOOR

14-3-14 (14) Report from the Nominating Committee Chair, Trustee Thomas

14-3-15 (15) Election of Board Chair

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

RESOLVED, that from its membership, the Board of Trustees elects David S. Hooker its Chair to serve from 12:01 a.m. on July 12, 2014 until the next annual meeting or until a successor shall have been elected.

14-3-16 (16) Election of Vice Chair

On motion by Mr. Thomas and second by Mr. Kennedy, the following resolution is proposed:

RESOLVED, that from its membership, the Board of Trustees elects John C. Kennedy its Vice Chair to serve from 12:01 a.m. on July 12, 2014 until the next annual meeting or until a successor shall have been elected.

14-3-17 (17) Election of Other Board Officers

On motion by Mr. Thomas and second by Mr. Kennedy, the following resolution is proposed:

RESOLVED, that from persons on the University staff, the Board of Trustees elects the following to the respective offices set after their names, each of whom shall serve from 12:01 a.m. on July 12, 2014 until the next annual meeting or until a successor shall have been elected and qualified; subject, however, to removal at any time during the election term by action of the Board of Trustees:

IV. CHAIR, PRIVILEGE OF THE FLOOR cont'd.

Teri L. Losey, Secretary  
Jim Bachmeier, Treasurer  
Brian Copeland, Assistant Treasurer

V. RECOGNITION OF BOARD CHAIR – CHAIR HOOKER

14-3-18 (18) Recognition of Board Chair

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

WHEREAS, Shelley E. Padnos today concludes her term of office as Chair of the Board of Trustees of Grand Valley State University; and

WHEREAS, she has provided thoughtful leadership during the past two years in the position of Chair; and

WHEREAS, she has served on the Finance and Audit Committee since 2007 and as its Chair for two of those years; and

WHEREAS, she has drawn from her experience and role as a business leader in the community to bring appropriate insights to the members of the Board of Trustees; and

WHEREAS, Shelley E. Padnos capably and energetically represented the University in the local community, the state and the nation; and

WHEREAS, her wise counsel to the Board of Trustees, the President and the members of the Senior Management Team has been gratefully received;

NOW, THEREFORE BE IT RESOLVED, that the Board of Trustees hereby thanks Shelley E. Padnos for her distinguished service as Chair of the Board of Trustees; and

BE IT FURTHER RESOLVED that the Board of Trustees of Grand Valley State University unanimously transmits this resolution to her as evidence of our respect and appreciation on this 11<sup>th</sup> day of July, 2014.

14-3-19 (19) Motion to Adjourn

RESOLVED, on motion by Mr. Russell and second by Mr. Kennedy, the meeting was adjourned at 11:57 a.m.

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David S. Hooker, Chair  
Board of Trustees

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Teri L. Losey, Secretary  
Board of Trustees