



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

The first meeting in 2020 of the Board of Trustees of Grand Valley State University was held on the 1st floor of the L. William Seidman Center, Robert C. Pew Grand Rapids campus, on Friday, February 7, 2020.

The following members of the Board were present:

Victor M. Cardenas
Randall S. Damstra
Elizabeth C. Emmitt
Susan M. Jandernoa
Mary L. Kramer, Chair
Megan S. Sall, Vice Chair
Kate Pew Wolters
Philomena V. Mantella, President, Ex Officio

The following member of the Board was absent:

John G. Russell

The following Board officers and Executive officers were present:

Jesse M. Bernal, Vice President for Inclusion and Equity &
Executive Associate for Presidential Initiatives
Lynn M. Blue, Vice President for Enrollment Development
Thomas A. Butcher, Vice President and General Counsel
Maria C. Cimitile, Provost and Executive Vice President for Academic and Student Affairs
Karen M. Loth, Vice President for University Development
Matthew E. McLogan, Vice President for University Relations and
Secretary, Board of Trustees
Gregory J. Sanial, Vice President for Finance and Administration and
Treasurer, Board of Trustees

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

I. SECRETARY'S REPORT

20-1-1 (1) Approval of Minutes of Prior Meeting

On motion by Trustee Cardenas and second by Trustee Sall, the following resolution was adopted unanimously:

RESOLVED, that the minutes of the special meeting, held November 1, 2019, are approved as distributed.

20-1-2 (2) Motion to Adopt Agenda

On motion by Trustee Jandernoa and second by Trustee Cardenas, the following resolution was adopted unanimously:

RESOLVED, that the Board of Trustees agenda for the February 7, 2020, meeting is approved as distributed.

20-1-3 (3) Honorary Degrees – Hanna-Attisha and Poppe

On motion by Trustee Cardenas and second by Trustee Jandernoa, the following resolution was adopted unanimously:

RESOLVED, that the Board of Trustees approves the granting of an Honorary Doctor of Public Service degree to Mona Hanna-Attisha, to be awarded at the afternoon Commencement Ceremony on April 25, 2020. A pediatrician, scientist, activist and author, Dr. Hanna-Attisha has testified twice before the United States Congress, awarded the Freedom of Expression Courage Award by PEN America, and named one of *Time* magazine's 100 Most Influential People in the World for her role in uncovering the Flint Water Crisis and leading recovery efforts. She is the founder and director of the Michigan State University and Hurley Children's Hospital Pediatric Public Health Initiative, an innovative and model public health program in Flint, Michigan.

RESOLVED, that the Board of Trustees approves the granting of an Honorary Doctor of Business Administration degree to Patricia K. Poppe, to be awarded at the Commencement Ceremony on April 24, 2020, where she will be the Commencement speaker. She is the President and Chief Executive Officer of CMS Energy and its principal subsidiary, Consumers Energy, which serves 1.8 million electric customers and 1.7 million natural gas customers. Additionally, she is a national key player in supporting electric vehicles. Grand Valley and Consumers Energy have a collaborative relationship, including the Solar Garden on the Allendale campus, and are dedicated to ensuring our community has a clean and bright future. The Consumers Energy John G. Russell Leadership Center is located on Grand Valley's Robert C. Pew Grand Rapids Campus and the partnership allows GVSU faculty, staff, and students to utilize their building.

I. SECRETARY'S REPORT, cont'd.

20-1-4 (4) Personnel Actions

On motion by Trustee Wolters and second by Trustee Sall, the following resolution was adopted unanimously:

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

20-1-5 (5) Revisions to *Board of Trustees Policies*:
Section 2.2.5 – Office of the President

On motion by Trustee Jandernoa and second by Trustee Cardenas, the following resolution was adopted unanimously:

RESOLVED, that the Board of Trustees approves the changes to Section 2.2.5 of the *Board of Trustees Policies* as presented at this meeting.

20-1-6 (6) Election of Board Assistant Treasurer

On motion by Trustee Emmitt and second by Trustee Jandernoa, the following resolution was adopted unanimously:

RESOLVED, that the Board of Trustees elects Craig Wieschhorster to serve as Assistant Treasurer to the Board effective February 8, 2020, and he shall serve until such time the Board elects a successor.

II. GENERAL REPORTS

A) Academic and Student Affairs Committee Reports

20-1-7 (7) Revisions to *Board of Trustees Policies*: Chapter 4,
Section 3.4 – Non-Tenure Track Faculty Complaint (new policy)

On motion by Trustee Cardenas and second by Trustee Jandernoa, the following resolution was adopted unanimously:

RESOLVED, that the Board of Trustees approves the addition of Chapter 4, Section 3.4 of the *Board of Trustees Policies*, as presented at this meeting.

II. GENERAL REPORTS cont'd.

20-1-8 (8) New Program Proposal: Applied Food and Nutrition, B.S.

On motion by Trustee Cardenas and second by Trustee Sall, the following resolution was adopted unanimously:

RESOLVED, that the Board of Trustees approves the change to Chapter 3, Section 2.2, Undergraduate Degree Programs of the *Board of Trustees Policies*, to add the Applied Food and Nutrition, B.S. program, as presented at this meeting.

20-1-9 (9) Charter Schools Report

Reauthorization of 6a Charter Contract – Byron Center Charter School (formerly The Learning Center Academy), Byron Center (5 years)

On motion by Trustee Cardenas and second by Trustee Sall, the following resolution was adopted unanimously:

WHEREAS, the Board of Trustees of Grand Valley State University, at its meeting on April 26, 1996, initially authorized the issuance of a contract to charter Byron Center Charter School (the “Academy”); and authorized the reissuance of a contract to charter the Academy at its meeting on June 18, 2001, and again on February 29, 2008; and

WHEREAS, the University’s Charter Schools Office has completed its evaluation and assessment of the operation and performance of the Academy; and

WHEREAS, the present Board of Directors of the Academy has requested the reissuance of a contract to charter as an urban high school academy; and

WHEREAS, the University President’s designee has recommended the reissuance of a contract to charter as an urban high school academy to the Academy for a five (5) year term beginning July 1, 2020, and ending June 30, 2025;

NOW, THEREFORE, BE IT RESOLVED, that the University Board of Trustees approves and reauthorizes the execution of a contract to charter a public school academy to the Academy and authorizes the University President or designee to execute the contract to charter a public school academy and related documents to the Academy for a five (5) year term, provided that, before the 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 as Schedule 1.

II. GENERAL REPORTS cont'd.

Reauthorization of 6a Charter Contract – Detroit Achievement Academy, Detroit (5 years)

On motion by Trustee Cardenas and second by Trustee Sall, the following resolution was adopted unanimously:

WHEREAS, the Board of Trustees of Grand Valley State University, at its meeting on February 8, 2013, initially authorized the issuance of a contract to charter Detroit Achievement Academy (the “Academy”); and

WHEREAS, the University’s Charter Schools Office has completed its evaluation and assessment of the operation and performance of the Academy; and

WHEREAS, the University President’s designee has recommended the reissuance of a contract to charter as a public school academy to the Academy for a five (5) year term beginning July 1, 2020, and ending June 30, 2025;

NOW, THEREFORE, BE IT RESOLVED, that the University Board of Trustees approves and reauthorizes the execution of a contract to charter a public school academy to the Academy and authorizes the University President or designee to execute the contract to charter a public school academy and related documents to the Academy for a five (5) year term, provided that, before the 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 as Schedule 1.

Reauthorization of 6a Charter Contract – Taylor Preparatory High School, Taylor (7 years)

On motion by Trustee Cardenas and second by Trustee Sall, the following resolution was adopted unanimously:

WHEREAS, the Board of Trustees of Grand Valley State University, at its meeting on February 8, 2013, initially authorized the issuance of a contract to charter Taylor Preparatory High School (the “Academy”); and

WHEREAS, the University’s Charter Schools Office has completed its evaluation and assessment of the operation and performance of the Academy; and

WHEREAS, the University President’s designee has recommended the reissuance of a contract to charter as a public school academy to the Academy for a seven (7) year term beginning July 1, 2020, and ending June 30, 2027;

II. GENERAL REPORTS cont'd.

NOW, THEREFORE, BE IT RESOLVED, that the University Board of Trustees approves and reauthorizes the execution of a contract to charter a public school academy to the Academy and authorizes the University President or designee to execute the contract to charter a public school academy and related documents to the Academy for a seven (7) year term, provided that, before the 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 as Schedule 1.

Authorization of Fostering Leadership Academy, Redford (7 years)

On motion by Trustee Cardenas and second by Trustee Sall, the following resolution was adopted unanimously:

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 Fostering Leadership Academy ("Academy"), located at 26645 W. Six Mile Road, Redford, MI 48240, 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:

II. 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.

II. GENERAL REPORTS cont'd.

- 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 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.

II. GENERAL REPORTS cont'd.

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 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)

II. GENERAL REPORTS cont'd.

A board member who is absent from a meeting of the board due to military duty may participate in the meeting virtually, and that member's virtual presence will count towards quorum and allow the absent member to participate in and vote on business before the board.

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

Eric Doeh	1 year term expiring June 30, 2021
Zackary Hugg	2 year term expiring June 30, 2022
Van Nguyen	2 year term expiring June 30, 2022
Daniel West	3 year term expiring June 30, 2023
Elizabeth Whittaker-Walker	3 year term expiring June 30, 2023

13. Conservator; Appointment by University President: Notwithstanding any other provision of the Contract, in the event that the health, safety, and welfare of the Academy students, property, or funds are at risk, the University President, after consulting with the University Board Chairperson, may appoint a person to serve as the Conservator of the Academy. Upon appointment, the Conservator shall have all powers of a Board of Directors of a Public School Academy and act in the place and stead of the Academy Board. The University President shall appoint the conservator for a definite term, which may be extended in writing. During the appointment, the Academy Board members are suspended and all powers of the Academy Board are suspended. All appointments made under this provision must be presented to the University Board for final determination at its next regularly scheduled meeting. During their appointment, the Conservator shall have the following powers: a) take into his or her possession all Academy property and records, including financial, board, employment, and student records; b) institute and defend board actions by or on behalf of the Academy; c) continue the business of the Academy including entering into contracts, borrowing money, and pledging, mortgaging, or otherwise encumbering the property of the Academy as security for the repayment of the loans, however, the power shall be subject to any

II. GENERAL REPORTS cont'd.

provisions and restrictions in any existing credit documents; d) hire, fire, and discipline employees of the Academy; e) settle or compromise with any debtor or creditor of the Academy, including any taxing authority; f) review all outstanding agreements to which the Academy is a party and to take those actions which the Academy Board may have exercised to pay, extend, rescind, renegotiate, or settle such agreements as needed; and g) perform all acts necessary and appropriate to fulfill the Academy's purposes as set forth under the Code or this Contract.

Appointment of Charter School Board of Directors

On motion by Trustee Cardenas and second by Trustee Sall, the following resolution was adopted unanimously:

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

B) Finance and Audit Committee Reports

20-1-10 (10) 2020-2021 Housing Budget and Room & Board Rates

On motion by Trustee Damstra and second by Trustee Jandernoa, the following resolution was adopted unanimously:

RESOLVED, that the Board of Trustees approves the 2020-2021 Housing Budget and Room & Board Rates as presented at this meeting.

20-1-11 (11) Modifications to Bank Signature Authority

On motion by Trustee Damstra and second by Trustee Emmitt, the following resolution was adopted unanimously:

RESOLVED, that the Board of Trustees grants Craig Wieschhorster – Associate Vice President for Business and Finance, authority to initiate or approve banking and investment transactions to or from university accounts.

II. GENERAL REPORTS cont'd.

20-1-12 (12) Real Estate – Grand Rapids

On motion by Trustee Damstra and second by Trustee Emmitt, the following resolution was adopted unanimously:

RESOLVED, that the Board of Trustees at Grand Valley State University approves the sale for \$1.5 million of a portion of the property at Maynard and Lake Michigan Drive as presented at this meeting and authorizes the Treasurer to execute all documents and grant all necessary approvals to effectuate the sale.

FURTHER RESOLVED, that the proceeds of the sale shall be placed in the Campus Development Fund for future use.

C) Other Reports

20-1-13 (13) Development Division Report

On motion by Trustee Jandernoa and second by Trustee Cardenas, the following resolution was adopted unanimously:

RESOLVED, that the Board of Trustees gratefully accepts cash gifts of \$8,395,639.71 to the University presented at this meeting for October 1, 2019, through December 31, 2019.

20-1-14 (14) President's Report

President Mantella shared that the well-being of our campus is her top priority and is committed to utilizing moments of crisis for education and learning. She thanked the community for stepping up to teach and learn. Furthermore, President Mantella asked six Grand Valley students to share about their engagement with the Reach Higher Together campaign focused on activating the Grand Valley community to lead change in the dynamic world of education. Additionally, the students shared their brief sample “pitch” of some of the ideas generated at the student design thinking workshop focused on one question: What will the GVSU student experience look like in five years? The students who shared about their experiences were Collin Louis, Stepha'N Quicksey, Christa Fernando, Dami Olufosoye, Alex Murarescu, and Julian Sanders.

20-1-15 (15) Motion to Adjourn

RESOLVED, on motion by Trustee Kramer and second by Trustee Cardenas, the meeting was adjourned at 11:48 a.m.

Mary L. Kramer, Chair
Board of Trustees

Matthew E. McLogan, Secretary
Board of Trustees