



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

The second meeting in 2023 of the Board of Trustees of Grand Valley State University was held on the first floor, L. William Seidman Center, on the Robert C. Pew Grand Rapids Campus of Grand Valley State University on Friday, April 28, 2023, and was also livestreamed via Zoom Webinar.

The following members of the Board were present:

Mikyia S. Aaron  
Randall S. Damstra  
Elizabeth C. Emmitt, Vice Chair  
Ronald E. Hall  
Susan M. Jandernoa, Chair  
Noreen K. Myers  
Kate Pew Wolters  
Philomena V. Mantella, President, Ex Officio

The following member of the Board was absent:

Shelley E. Padnos

The following Board officers and Executive officers were present:

Laura Aikens, Vice President for University Development  
Stacie R. Behler, Vice President and Chief Public Affairs and Communications Officer and  
Secretary, Board of Trustees  
Jenny Hall-Jones, Vice President for Student Affairs  
Fatma Mili, Provost and Executive Vice President for Academic Affairs  
Gregory J. Sanial, Vice President for Finance and Administration and  
Treasurer, Board of Trustees  
Miloš Topić, Vice President for Information Technology and Chief Digital Officer  
Craig J. Wieschhorster, Assistant Treasurer, Board of Trustees

The following Board officers and Executive officers were absent:

Jesse M. Bernal, Chief of Staff to the President and Vice President for Inclusion and Equity  
B. Donta Truss, Vice President for Enrollment Development and Educational Outreach

The meeting was called to order at 11:00 a.m.

I. SECRETARY'S REPORT23-2-1 (1) Approval of Minutes of Prior Meeting

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

RESOLVED, that the minutes of the meeting, held February 24, 2023, are approved as distributed.

23-2-2 (2) Motion to Adopt Agenda

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

RESOLVED, that the Board of Trustees agenda for the April 28, 2023, meeting is approved as distributed.

23-2-3 (3) Committee to Nominate Board Officers

The Board Chair has identified the following trustees to serve on the Nominating Committee.

Elizabeth C. Emmitt  
Noreen K. Myers

The Board of Trustees will receive a report from the Nominating Committee and will elect officers at its June 23, 2023, meeting.

23-2-4 (4) Honorary Degree – Hackett

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

RESOLVED, that the Board of Trustees approves the granting of an Honorary Doctor of Business Administration degree to James P. Hackett, to be awarded at the Commencement Ceremony on April 29, 2023, at 10 a.m., where he will be the Commencement speaker. James (Jim) Hackett formerly served as the president and CEO of Ford Motor Company. For 20 years, Hackett was President & CEO of Steelcase and during this time it was the world's largest and most innovative office furniture company. He has also served as the interim director of athletics at the University of Michigan.

I. SECRETARY’S REPORT cont’d.

23-2-5 (5) Commencement Reminders

Commencement will be held on Friday, April 28, and Saturday, April 29, 2023, at the Van Andel Arena in downtown Grand Rapids. The Friday night ceremony will begin at 7 p.m., the first ceremony on Saturday will begin at 10 a.m. and the second at 3 p.m. Additional information regarding robing location, parking arrangements, and logistics for the ceremonies has been distributed to members of the Board of Trustees.

23-2-6 (6) Personnel Actions

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

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

II. PRESIDENT’S UPDATE

President Mantella spoke about continued efforts to support campus safety as well as highlighted many of the academic year celebrations including the inaugural Reach Higher Showcase and commencement.

III. GENERAL REPORTS

A) Academic and Student Affairs Committee Reports

23-2-7 (7) Higher Learning Commission Four-Year Assurance Review Report

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

RESOLVED, that the Board of Trustees endorses the Higher Learning Commission Four-Year Assurance Review Report as discussed at this meeting.

23-2-8 (8) Charter Schools Report

Reauthorization of 6a Charter Contract – Windemere Park Charter Academy, Lansing (7 years)

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

WHEREAS, the Board of Trustees of Grand Valley State University, at its meeting on February 5, 1999, initially authorized the issuance of a contract to charter Windemere Park Charter Academy (the “Academy”), and authorized

III. GENERAL REPORTS cont'd.

the reissuance of a contract to charter the Academy at its meetings on May 5, 2009, and April 29, 2016; 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, 2023, and ending June 30, 2030;

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.

Reauthorization of 6a Charter Contract – Washington-Parks Academy, Redford (5 years)

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

WHEREAS, the Board of Trustees of Grand Valley State University, at its meeting on July 20, 2009, initially authorized the issuance of a contract to charter Washington-Parks Academy (the "Academy"), and authorized the reissuance of a contract to charter the Academy at its meetings on and April 29, 2006, and April 27, 2018; 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, 2023, and ending June 30, 2028;

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

III. GENERAL REPORTS cont'd.

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 – Eagle’s Nest Academy, Flint (3 years)

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

WHEREAS, the Board of Trustees of Grand Valley State University, at its meeting on November 1, 2013, initially authorized the issuance of a contract to

charter Eagle’s Nest Academy (the “Academy”), and authorized the reissuance of a contract to charter the Academy at its meeting on April 29, 2022; 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 three (3) year term beginning July 1, 2023, and ending June 30, 2026;

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 three (3) 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 – Kalamazoo Covenant Academy, Kalamazoo (3 years)

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

WHEREAS, the Board of Trustees of Grand Valley State University, at its meeting on July 10, 2015, authorized the issuance of a contract to charter Kalamazoo Covenant Academy (the “Academy”); and

III. GENERAL REPORTS cont'd.

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 three (3) year term beginning July 1, 2023, and ending June 30, 2026;

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 three (3) 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 6e Charter Contract—GEE Compass Academy, Statewide Cyber (5 years)

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

WHEREAS, the Michigan Legislature has provided for the establishment of a School of Excellence that is a Cyber School ("School of Excellence") as part of the Michigan public school system by enacting Act Nos. 201 through 205 of the Public Acts of 2009; and

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

WHEREAS, the Michigan Legislature has mandated that a School of Excellence contract be issued on a competitive basis taking into consideration the resources available for the proposed School of Excellence, the population to be served by the proposed School of Excellence, the educational goals to be achieved by the proposed School of Excellence, and the applicant's track record, if any, in operating public school academies or other public schools; and

WHEREAS, the University Board, having received applications for organizing a School of Excellence, and having examined the ability of the proposed performance standards, proposed academic program, financial viability of the applicant, and the ability of the proposed School of Excellence board of directors to meet the contract goals and objectives;

### III. GENERAL REPORTS cont'd.

#### NOW, THEREFORE, BE IT RESOLVED:

1. That the application for GEE Compass Academy (“Academy”), submitted under Part 6e of the Code, MCL 380.551 et seq. (“Part 6e”), meets the University Board’s requirements and the requirements of applicable law and 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:

#### Method of Selection and Appointment of School of Excellence Board Members:

- a. Initial School of Excellence Board Member Nominations and Appointments: As part of the School of Excellence application, the 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 School of Excellence Academy (“Academy Board”). 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 School of Excellence 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 School of Excellence 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.

### III. 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



### III. GENERAL REPORTS cont'd.

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 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)

### III. 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:

TBD	1 year term expiring June 30, 2024
Nathan Mair	2 year term expiring June 30, 2025
Cynthia Heraud	2 year term expiring June 30, 2025
Bradley Hall	3 year term expiring June 30, 2026
Matt Doyle	3 year term expiring June 30, 2026

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

### III. 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 Myers and second by Trustee Wolters, 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

##### 23-2-9 (9) 2023-2024 Housing & Dining Budget and Room & Board Rates

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

RESOLVED, that the Board of Trustees approves the 2023-2024 Housing & Dining Budget as presented at this meeting; and

FURTHER RESOLVED, that the Board of Trustees approves the 2023-2024 Room and Board Rates as presented at this meeting.

##### 23-2-10 (10) 2023-2024 Auxiliary Operating Budgets

On motion by Trustee Myers and second by Trustee Aaron, the following resolution was adopted unanimously:

RESOLVED, that the Board of Trustees approves the 2023-2024 Auxiliary Operating Budgets as presented at this meeting.

##### 23-2-11 (11) 2023-2024 Tuition and Fee Schedule

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

RESOLVED, that the Board of Trustees approves the 2023-2024 Tuition and Fee Schedule as presented at this meeting; and

III. GENERAL REPORTS cont'd.

FURTHER RESOLVED, that the Board of Trustees approves the Administration's request to revise the 2023-2024 Tuition and Fee Schedule to reflect any changes resulting from the approved State budget, if necessary.

23-2-12 (12) AP Resignation & Vacation Payout Policy Updates

On motion by Trustee Myers and second by Trustee Aaron, the following resolution was adopted unanimously:

RESOLVED, that the Board of Trustees approves the AP Resignation and Vacation Payout policy updates as presented at this meeting.

23-2-13 (13) Authorization for Affiliated Entity

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

WHEREAS, GV NextEd Co-Lab incubated a tutoring initiative, K-12C Solutions, to support elementary, middle, and high school students' learning and train tutors in virtual, high-dosage tutoring services; and

WHEREAS, GVSU has been providing support to K-12C Solutions, including staff time, facilities, and other resources, and recognizes the importance to students served of ensuring that this initiative is sustainable; and

WHEREAS, organizing an affiliated entity would allow the initiative to access additional funding and resources, expand its reach, and enhance its sustainability;

NOW, THEREFORE, BE IT RESOLVED, that the University Board authorizes the creation of an affiliated entity as presented at this meeting.

C) Other Reports

23-2-14 (14) Development Division Report

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

RESOLVED, that the Board of Trustees gratefully accepts cash gifts of \$4,182,697.93 to the University presented at this meeting for January 1, 2023, to March 31, 2023.

23-2-15 (15) University Academic Senate Report

III. GENERAL REPORTS cont'd.

23-2-16 (16) Student Senate Report

23-2-17 (17) President's Report

President Mantella discussed the value of a Grand Valley education and highlighted how even amidst inflationary pressures, a GVSU education remains affordable – the cost of attendance remains in the bottom quarter of all Michigan public universities. In addition, she shared how Grand Valley's value is also experienced through high quality and deeply engaged faculty and staff who care for the whole student.

23-2-18 (18) Motion to Adjourn

RESOLVED, on motion by Trustee Wolters and second by Trustee Myers, the meeting was adjourned at 12:06 p.m.

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Susan M. Jandernoa, Chair  
Board of Trustees

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Stacie R. Behler, Secretary  
Board of Trustees