



MINUTES

FOR ANNUAL MEETING

OF THE BOARD OF TRUSTEES

OF GRAND VALLEY STATE UNIVERSITY

The third meeting in 2021 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, June 25, 2021 and shared live via Zoom Webinar for the public.

The following members of the Board were present:

Mikyia S. Aaron
Victor M. Cardenas
Randall S. Damstra
Elizabeth C. Emmitt
Susan M. Jandernoa, Vice Chair
Noreen K. Myers
Megan S. Rydecki, Chair
Kate Pew Wolters
Philomena V. Mantella, President, Ex Officio

The following Board officers and Executive officers were present:

Jesse M. Bernal, Chief of Staff to the President and Vice President for Inclusion and Equity
Maria C. Cimitile, Provost and Executive Vice President for Academic and Student Affairs
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
Miloš Topić, Vice President for Information Technology and Chief Digital Officer
B. Donta Truss, Vice President for Enrollment Development and Educational Outreach
Craig J. Wieschhorster, Assistant Treasurer, Board of Trustees

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

I. SECRETARY'S REPORT

21-3-1 (1) Approval of Minutes of Prior Meeting

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

RESOLVED, that the minutes of the meeting, held April 30, 2021, are approved as distributed.

21-3-2 (2) Motion to Adopt Agenda

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

RESOLVED, that the Board of Trustees agenda for the June 25, 2021, meeting is approved as distributed.

21-3-3 (3) Board Meeting Dates for 2022

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

RESOLVED, that the meeting dates for 2022 for the Board of Trustees be established as follows:

Friday, February 18, 2022
Friday, April 29, 2022
Friday, June 24, 2022
Friday, November 4, 2022

21-3-4 (4) Personnel Actions

On motion by Trustee Wolters and second by Trustee Emmitt, 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 provided a brief update to the campus community which highlighted Grand Valley's preparations for a more robust in-person experience, the inaugural REP4 national convening which will take place on August 5, 2021, and the Reach Higher 2025 strategic development process.

III. GENERAL REPORTS

A) Academic and Student Affairs Committee Reports

- 21-3-5 (5) Revisions to *Board of Trustees Policies*, Related to Restructuring of College of Community and Public Service and College of Education
3.1.1 – Academic Colleges
3.1.3.2 – Dorothy A. Johnson Center for Philanthropy
4.2.17.1 – Establishment and Composition of the Grievance Panel

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

RESOLVED, that the Board of Trustees approves the change to Sections 3.1.1, 3.1.3.2, and 4.2.17.1 of the *Board of Trustees Policies*, as presented at this meeting; and

FURTHER RESOLVED, that, during the 2021-22 Academic Year, the consolidated college shall operate the previously established two College Personnel Committees as described in Section 4.2.10.2.A with each reporting to the dean of the consolidated college.

- 21-3-6 (6) Revisions to *Board of Trustees Policies*, 4.2.10.7, Unit Personnel Actions

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

RESOLVED, that the Board of Trustees approves the change to Section 4.2.10.7, Unit Personnel Actions of the *Board of Trustees Policies*, as presented at this meeting.

- 21-3-7 (7) Program Discontinuation – Religious Studies, BA/BS

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

RESOLVED, that the Board of Trustees approves the change to Section 3.2.3., Undergraduate Degree Programs of the *Board of Trustees Policies*, to remove the Religious Studies, BA/BS program, as presented at this meeting.

III. GENERAL REPORTS cont'd.

21-3-8 (8) Charter Schools Report

Authorization of Lincoln-King Adams-Young Academy, Detroit (5 years)

On motion by Trustee Cardenas and second by Trustee Jandernoa, 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 Lincoln-King Adams-Young Academy ("Academy"), located at 17351 Southfield Road, Detroit, MI 48235; 13436 Grove Street, Detroit, MI 48235; and 13130 Grove Street, Detroit, MI 48235, 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 when an

III. GENERAL REPORTS cont'd.

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.

III. 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)

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:

III. GENERAL REPORTS cont'd.

# 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, 2022
TBD	2 year term expiring June 30, 2023
Horace Sheffield	2 year term expiring June 30, 2023
Gerry Seizert	3 year term expiring June 30, 2024
Michael Dixon	3 year term expiring June 30, 2024

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 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.

III. GENERAL REPORTS cont'd.

Appointment of Charter School Board of Directors

On motion by Trustee Cardenas and second by Trustee Jandernoa, 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

21-3-9 (9) 2021-2022 General Fund Budget

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

RESOLVED, that the Board of Trustees approves the 2021-2022 General Fund Budget as presented at this meeting.

21-3-10 (10) 2021-2022 Tuition and Fee Schedule

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

RESOLVED, that the Board of Trustees approves the 2021-2022 Tuition & Fee Schedule as presented at this meeting.

FURTHER RESOLVED, that the Board authorizes the Administration to revise the Tuition & Fee Schedule to reflect a change in appropriations and/or tuition cap contained in the approved State budget. The administration will communicate any changes to the Board of Trustees.

21-3-11 (11) 2021-2022 Housing & Dining Budget

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

RESOLVED, that the Board of Trustees approves the 2021-2022 Housing & Dining Budget as presented at this meeting.

III. GENERAL REPORTS cont'd.

21-3-12 (12) 2021-2022 Room & Board Rates

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

RESOLVED, that the Board of Trustees approves the 2021-2022 Room & Board Rates as presented at this meeting.

21-3-13 (13) 2021-2022 Parking Budget

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

RESOLVED, that the Board of Trustees approves the 2021-2022 Parking Budget as presented at this meeting.

C) Other Reports

21-3-14 (14) Development Division Report

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

RESOLVED, that the Board of Trustees gratefully accepts cash gifts of \$3,405,166.31 to the University presented at this meeting for April 1, 2021, through May 31, 2021.

21-3-15 (15) Updating of Board of Trustees Policies

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

RESOLVED, that the Board of Trustees of Grand Valley State University approves the changes to the Board of Trustees policies as presented at this meeting.

FURTHER RESOLVED, that the Board authorizes the General Counsel, in consultation with the President and Secretary of the Board, to make any future technical corrections or changes to Board policy provided it does not result in a substantive change in policy.

III. GENERAL REPORTS cont'd.

21-3-16 (16) Martin Luther King, Jr. Day Holiday

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

RESOLVED, that the Board of Trustees approves the Martin Luther King, Jr. Day, in following with the federal and State observation on the third Monday of January, a University holiday effective beginning with the 2021-2022 academic calendar year.

FURTHER RESOLVED, the Board authorizes Board of Trustees policies 4.2.30, 4.3.3, 4.4.9, and 4.5.3 to be updated accordingly including relevant sections of collective bargaining agreements.

21-3-17 (17) President's Report

President Mantella first asked Provost and Executive Vice President Maria Cimitile to share her announcement. After Provost Cimitile announced her decision to step down from the position, President Mantella highlighted some of the Provost's accomplishments including the recent 10-year reaccreditation of Grand Valley by the Higher Learning Commission, the expansion of the university's health professions solidifying GVSU's place as the state's largest provider of allied health professionals, her dedication to diversity, equity and inclusion and how her commitment to students permeates throughout the university's curriculum and programs.

IV. CHAIR – PRIVILEGE OF THE FLOOR

21-3-18 (18) Report from the Nominating Committee

21-3-19 (19) Election of Board Chair

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

RESOLVED, that from its membership, the Board of Trustees elects Megan S. Rydecki, its Chair to serve from 12:01 a.m. on June 26, 2021, until the next annual meeting or until a successor shall have been elected.

21-3-20 (20) Election of Board Vice Chair

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

RESOLVED, that from its membership, the Board of Trustees elects Susan M. Jandernoa its Vice Chair to serve from 12:01 a.m. on June 26, 2021, until the next annual meeting or until a successor shall have been elected.

IV. CHAIR – PRIVILEGE OF THE FLOOR, cont'd.21-3-21 (21) Election of Other Board Officers

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

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 June 26, 2021, 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:

Matthew E. McLogan, Secretary
 Gregory J. Sanial, Treasurer
 Craig J. Wieschhorster, Assistant Treasurer

21-3-22 (22) Motion to Adjourn

RESOLVED, on motion by Trustee Cardenas and second by Trustee Emmitt, the meeting was adjourned at 11:50 a.m.

Megan S. Rydecki, Chair
 Board of Trustees

Matthew E. McLogan, Secretary
 Board of Trustees