

**DELTA COLLEGE
BOARD OF TRUSTEES REGULAR MEETING
Delta College Main Campus
Tuesday, December 9, 2014
7:00 p.m.**

- BOARD PRESENT** R. Emrich, K. Houston-Philpot, K. Lawrence-Webster, J. MacKenzie, M. Nash, M. Rowley, R. E. Selby, R. Stafford, E. Wacksman
- OTHERS PRESENT** J. Goodnow, A. Anderson, B. Baker, L. Brown, T. Brown, W. Burns, J. Carroll, P. Clark, E. Crane, R. Curry, C. Dzurka, A. French, M. Gmeiner, L. Govitz, T. Heinz, W. Hoffman, D. Kozma, D. Lutz, D. Middleton, M. Moore, M. Mosqueda, D. Peruski, G. Przygocki, L. Ramseyer, K. Schuler, L. Ullrich, A. Ursuy, B. Webb, S. Witzke
- PRESS PRESENT** J. Becker (Midland Daily News), J. Hall (WSGW), G. Horner (Delta Collegiate), K. Skrzypczak (Delta Collegiate), M. Tower (M- Live)
- CALL TO ORDER** Board Chair, R. Stafford, called the meeting to order at 7:12 p.m.
- APPROVAL OF AGENDA** Board Chair, R. Stafford, called for approval of the agenda.
The agenda was approved as written.
- PUBLIC COMMENTS** Board Chair, R. Stafford, called for public comment.
- CONSENT AGENDA** K. Lawrence-Webster made a motion to approve the consent agenda with support from R. Emrich. The consent agenda passed unanimously resulting in:
- Acceptance of Minutes:
 1. Board Special Meeting, November 10, 2014
 2. Board Dinner Meeting, November 11, 2014
 3. Board Regular Meeting, November 11, 2014
 - Preliminary approval of the Board of Trustees 2015 Regular Meeting Schedule (BA5072)
- SENATE POLICY – 2.011, 2.012, REVISIONS TO 3.085, and 4.00 (BA5073)** It is the recommendation of the Administration that the Board of Trustees approve Senate Policy 2.011 - Institutional Academic Freedom, 2.012 - Professional Integrity and revisions to 3.085 – Academic Freedom in Teaching and Scholarships and 4.060 – Integrity of Student Academic Coursework.
K. Lawrence-Webster made a motion to approve the recommendation with support from R. Emrich. Motion passed unanimously.
- A, C, D, and E WINGS EMERGENCY LIGHTING** It is the recommendation of the Administration that the Board of Trustees approve the selection of J. Ranck Electric, Inc. of Mt. Pleasant, Michigan to furnish all labor and materials

**AND ESSENTIAL
POWER(BA5074)**

to complete the A, C, D & E Wings Emergency Lighting/Essential Power project based on their bid of \$189,936 and approve the project budget of \$267,936 authorizing the Facilities Department and administration to award contracts to complete the project.

K. Lawrence-Webster made a motion to approve the recommendation with support from K. Houston-Philpot. Motion passed unanimously.

**WEST PARKING LOT
IMPROVEMENTS
(BA5075)**

It is the recommendation of the Administration that the Board of Trustees approve the project budget of \$2,629,500 and authorize the Facilities Department and administration to secure bids and award contracts to complete the West Parking Lot Improvements project.

K. Lawrence-Webster made a motion to approve the recommendation with support from E. Wacksman. Motion passed unanimously.

**BYLAWS REVISIONS –
SECOND READING
(BA5076)**

It is the recommendation of the Bylaws Committee that the Board of Trustees approve proposed revisions to the bylaws.

**DELTA COLLEGE BOARD OF TRUSTEES BYLAWS COMMITTEE’S RECOMMENDED BYLAWS
REVISIONS**

Delegation of FOIA Appeal Authority to President

Current Provisions

There is not a provision that addresses the Board’s duty to hear appeals of Freedom of Information Act decisions.

Recommendation

Amend Bylaws, Article IX – Administration, as follows:

The Board of Trustees shall:

1. Contract with, appoint, and employ a competent executive officer who shall not be a member of the Board and who shall possess the qualifications required by law. His/her title shall be President of Delta College. S/he shall be directly responsible to the Board of Trustees and shall devise ways and means for executing efficiently the policies adopted by the Board and shall keep the Board informed of progress. The President's discretionary powers shall be broad enough to meet the duties and responsibilities of the office. The President shall keep the Board of Trustees informed in matters concerning the operation and welfare of the College.
2. Delegate to the President of the college the Board’s authority to:
 - select and employ personnel of the college
 - pay claims and demands against the college
 - purchase, lease, or otherwise acquire personal property for the college subject to the policies adopted by the Board

- invest college funds as per board adopted investment policy and applicable statutes
 - accept contributions, capital grants, gifts, donations, services, or other financial assistance from any public or private entity
 - delegate to appropriate persons the President's authority
 - receive and respond to FOIA appeals.
3. Evaluate the President annually.

Procedures to call meetings

Current Provisions

Bylaws, Article VI – Meetings, addresses regular meetings of the Board at Section 1, which is consistent with and required by the Michigan Open Meetings Act.

Section 2. Special Meetings of the Board

Notice of special meetings of the Board of Trustees shall be posted by the Secretary or designee at the request of the Chairperson or, in the absence of the Chairperson, the Vice Chairperson, or at the request of any three Trustees. The business which may be transacted at a special meeting shall be limited to the purpose(s) stated in the Notice of Meeting. However, if all members of the Board are present at such special meeting, any other business which the Board, in its sole discretion, determines to be of an urgent or emergency nature or of a routine housekeeping nature, may, with unanimous consent of all members, be transacted at such special meeting.

See also, Bylaws Article VII - Committees, regarding the assignment of powers, duties, and responsibilities to Committees, which states in relevant part:

1. The Chairperson shall have the power to appoint Trustees to Board established committees consisting of trustees, persons not trustees, or a combination thereof, as necessary for the purpose of studying, investigating, and giving advice to the Board upon any matter within the scope of the business and activities of the College. The Board of Trustees may not, however, delegate to any such committee any of the powers, duties or responsibilities conferred by law upon the Board of Trustees as a whole and may not delegate to any committee member not a trustee any of the powers, duties or responsibilities of a trustee.

Recommendation

Bylaws, Article VI – Meetings,

Section 2. Special Meetings of the Board

Notice of special meetings of the Board of Trustees, including committee meetings, shall be posted by the Secretary or designee at the request of the Chairperson or, in the absence of the Chairperson, the Vice Chairperson, or at the request of any three

Trustees. The business which may be transacted at a special meeting shall be limited to the purpose(s) stated in the Notice of Meeting. However, if all members of the Board are present at such special meeting, any other business which the Board, in its sole discretion, determines to be of an urgent or emergency nature or of a routine housekeeping nature, may, with unanimous consent of all members, be transacted at such special meeting.

See also, Bylaws Article VII - Committees, regarding the assignment of powers, duties, and responsibilities to Committees, which states in relevant part:

1. The Chairperson shall have the power to appoint Trustees to Board established committees consisting of trustees, persons not trustees, or a combination thereof, as necessary for the purpose of studying, investigating, and giving advice to the Board upon any matter within the scope of the business and activities of the College. The Board of Trustees may not, however, delegate to any such committee any of the powers, duties or responsibilities conferred by law upon the Board of Trustees as a whole and may not delegate to any committee member not a trustee any of the powers, duties or responsibilities of a trustee.

The special meeting shall be scheduled within a reasonable time period based on the purpose of the meeting.

Procedures to bring issues before the Board

Current Provisions

Bylaws, Article IV, Section 2, states that the chairperson, working with the president and the vice-chairperson, is responsible for developing preliminary agendas for board meetings. A similar responsibility is included on the vice-chairperson responsibilities.

See also, Bylaws Article VII - Committees, regarding the assignment of powers, duties, and responsibilities to Committees, states in relevant part:

The Chairperson shall have the power to appoint Trustees to Board established committees consisting of trustees, persons not trustees, or a combination thereof, as necessary for the purpose of studying, investigating, and giving advice to the Board upon any matter within the scope of the business and activities of the College. The Board of Trustees may not, however, delegate to any such committee any of the powers, duties or responsibilities conferred by law upon the Board of Trustees as a whole and may not delegate to any committee member not a trustee any of the powers, duties or responsibilities of a trustee.

Recommendation

Amend Bylaws, Article IV, Section 2

The Chairperson of the Board is responsible for:

1. presiding at meetings of the Board of Trustees
2. calling special and emergency meetings when required
3. performing duties prescribed by law or as requested by action of the Board of Trustees
4. developing, with the President and the Vice Chairperson, preliminary agendas for Board and committee meetings
5. representing the Board of Trustees at various public functions
6. appointing members to established board committees
7. exercising such other duties as may be prescribed by these Bylaws or other rules and procedures adopted by the Board of Trustees.

The Vice Chairperson of the Board is responsible for:

1. performing the duties of the Chairperson in his/her absence
2. developing, with the President and the Chairperson, a preliminary agenda for Board and committee meetings
3. performing other functions as requested by the Board or as prescribed by law, these Bylaws or other rules and procedures adopted by the Board.

Board Vacancies

Current Provisions

Bylaws, Article II – Governing Body; Section 5. Vacancy:

Whenever a vacancy in the Board of Trustees occurs, the remaining members of the Board by majority vote shall fill the vacancy with a qualified elector of the Delta College district no later than 30 days after the date the vacancy occurs. Any person so appointed shall serve until a successor is elected and qualified.

If a vacancy occurs in the Board of Trustees more than 90 days before a regular community college election held for the election of members of the Board of Trustees in the community college district, an election shall be held at the regular community college election to fill that office for the remainder of the office's unexpired term, if any.

If a vacancy occurs in the Board of Trustees less than 90 days before a regular community college election held for the election of member of the Board of Trustees in the community college district and the vacancy occurs in the final year of the office's unexpired term, the appointed person shall fill that office for the remainder of the office's unexpired term. If a successor is not elected and qualified in that regular community college election, the office will be considered vacant at the beginning of the office's

new term and the procedures outlined herein shall be used to fill the vacancy.

Within 3 days after an appointment is made to fill a vacancy, the secretary of the Board of Trustees shall notify the community college election coordinator, in writing, of the name, address, and office of the person who vacated the office as well as the person filing the office.

Recommendation

Amend Bylaws, Article II – Governing Body; Section 5. Vacancy as noted:

Whenever a vacancy in the Board of Trustees occurs, the remaining members of the Board by majority vote shall fill the vacancy with a qualified elector of the Delta College district no later than 30 days after the date the vacancy occurs. Any person so appointed shall serve until a successor is elected and qualified.

If a vacancy occurs in the Board of Trustees more than ~~90~~ 7 days before the nominating petition filing deadline for the general November election that is not the general November election at which a successor in office would be elected if there were no vacancy, the person appointed shall hold office only until a successor is elected at the next general November election in the manner provided by law and qualifies for office. The elected successor shall hold the office for the remainder of the unexpired term. ~~a regular community college election held for the election of members of the Board of Trustees in the community college district, an election shall be held at the regular community college election to fill that office for the remainder of the office's unexpired term, if any.~~

If a vacancy occurs in the Board of Trustees ~~7 or less than 90~~ 7 days before the nominating petition filing deadline for the general November election that is not the general November election at which a successor in office would be elected if there were no vacancy, ~~a regular community college election held for the election of member of the Board of Trustees in the community college district and the vacancy occurs in the final year of the office's unexpired term,~~ the appointed person shall fill that office for the remainder of the office's unexpired term.

If a successor is not elected and qualified in ~~that regular community college~~ a general November election, the office will be considered vacant at the beginning of the office's new term and the procedures outlined herein shall be used to fill the vacancy.

The nominating petition filing deadline shall be the Michigan Election Law provision that sets the deadline as not later than 4 p.m. on the fifteenth Tuesday before the election date.

Within 3 days after an appointment is made to fill a vacancy, the Secretary of the Board of Trustees shall notify the community college election coordinator, in writing, of the name, address, and office of the person who vacated the office as well as the person filing the office.

“Open” Meeting Clarification

Current Provisions

Bylaws, Article VI - Meetings, Section 7. Members’ Participation by Conference Telephone or Similar Communications Equipment

Ordinarily, Board members are to be present at regular and special meetings of the Board. However, there may be circumstances (i.e. illness or other matters) which prevent a member from attending.

A Board member may participate in a meeting of the Board by a conference telephone or by other similar communications equipment through which all persons participating in the meeting may communicate with one another, and such participation shall constitute his/her presence in person. All participants shall be advised of the communications equipment and the names of all persons participating in the meeting. Those members participating by telephone or similar communications equipment shall identify themselves each time before communicating.

The provisions for members’ participation by conference telephone or similar communications equipment shall not be available for all closed meeting of the Board of Trustees.

Recommendation

Amend Bylaws, Article VI - Meetings, Section 7. Members’ Participation by Conference Telephone or Similar Communications Equipment

Ordinarily, Board members are to be present at regular and special meetings of the Board. However, there may be circumstances (i.e. illness or other matters) which prevent a member from attending.

A Board member may participate in an open meeting of the Board by a conference telephone or by other similar communications equipment through which all persons participating in the meeting may communicate

with one another, and such participation shall constitute his/her presence in person. All participants shall be advised of the communications equipment and the names of all persons participating in the meeting. Those members participating by telephone or similar communications equipment shall identify themselves each time before communicating.

The provisions for members' participation by conference telephone or similar communications equipment shall not be available for all closed meeting of the Board of Trustees.

Participation in Committee Meetings By Conference Telephone

Current Provisions

Bylaws, Article VII - Committees

1. The Chairperson shall have the power to appoint Trustees to Board established committees consisting of trustees, persons not trustees, or a combination thereof, as necessary for the purpose of studying, investigating, and giving advice to the Board upon any matter within the scope of the business and activities of the College. The Board of Trustees may not, however, delegate to any such committee any of the powers, duties or responsibilities conferred by law upon the Board of Trustees as a whole and may not delegate to any committee member not a trustee any of the powers, duties or responsibilities of a trustee.
2. All meetings of all Committees appointed by the Chairperson, including meetings of Subcommittees and the Committee of the Whole, shall be open to the public, except for closed sessions called pursuant to law for the purposes set forth in the Michigan Open Meetings Act.

Recommendation

Article VII - Committees

1. The Chairperson shall have the power to appoint Trustees to Board established committees consisting of trustees, persons not trustees, or a combination thereof, as necessary for the purpose of studying, investigating, and giving advice to the Board upon any matter within the scope of the business and activities of the College. The Board of Trustees may not, however, delegate to any such committee any of the powers, duties or responsibilities conferred by law upon the Board of Trustees as a whole and may not delegate to any committee member not a trustee any of the powers, duties or responsibilities of a Trustee.
2. All meetings of all Committees appointed by the Chairperson, including meetings of Subcommittees and the Committee of the Whole, shall be held as special meetings in accordance with Article VI. ~~open to the public,~~

~~except for closed sessions called pursuant to law for the purposes set forth in the Michigan Open Meetings Act.~~

R. Emrich made a motion to approve the revisions to the Bylaws with support from M. Nash. Motion passed with a vote of 8 in favor, R. E. Selby voted in opposition to the motion.

**REPORT OF THE
NOMINATING
COMMITTEE**

R. E. Selby said that the Nominating Committee has met and intends to bring the following recommendation to the January Board Meeting:

Board Chair – Mike Rowley
Board Vice Chair – Mike Nash
Board Treasurer – Debra Lutz
Board Secretary – Andrea Ursuy

These individuals would be serving 2 year terms.

TREASURER'S REPORT

D. Lutz said that at the end of the month of November, the College remains in solid cash position. The College is progressing in accordance with budget. D. Lutz said that at this time she has no new or significant variances to report.

**SAGINAW CENTER
UPDATE**

Dr. Goodnow, Doug Kozma (SmithGroup JJR) and Larry Ramseyer gave an update on the visioning and programming phase of the Saginaw Center Project.

The presentation included information on the draft program elements, the functional agencies, and the draft site selection criteria.

D. Kozma asked the Trustees to review the draft criteria and provide feedback to Dr. Goodnow. Trustees will be asked to approve the criteria at the January Board of Trustees Meeting.

PRESIDENT'S REPORT

Enrollment Report

9,842 students are enrolled (3,689 FT and 6,153 PT) for the fall 2014 semester.

Registration for the winter 2015 Semester began on Tuesday, October 28. As of today, 9,157 students are enrolled (3,208 FT, 5,949 PT).

Personnel Report

Welcome to the following new faculty members who will begin their assignments in winter 2015. Adam Hosington has been hired as a tenure-track instructor in biology and Barbara Syed has been hired as a tenure-track instructor in Medical Office Professions.

A complete report of hires, promotions, and separations for the month of November can be found in Board packets this evening.

Information Sharing

- On Friday, December 4, over 100 members of our faculty and staff participated in our STEM Summit. The Summit was facilitated by:
 - Katie Beckman, Communications Instructor
 - Pam Clark, Executive Director of Institutional Advancement
 - Mike Finelli, Chair of the Technical Trades and Manufacturing Division
 - Carla Murphy, Health and Wellness Professor
 - Scott Schultz, Chair of the Science Division

The Summit educated participants about the STEM Explorer project that is being made possible by a grant from the Herbert H. and Grace A. Dow Foundation. It also engaged participants in discussing creative next steps for the project.

- We will be working on STEM as a part of the Great Lakes Bay Regional Alliance with support from Dow Chemical and all Higher Education Institutions in our region. Dr. Goodnow will be meeting with the Presidents from all area colleges and universities to discuss how we can begin working on strategies for achieving the following requirements for an effective stem driven pipeline:
 1. It must be driven by employer demand.
 2. It must be powered by career-ready and college-ready students.
 3. It must be focused on strengthening technical skills needed for the economy.
 4. It must be sustained by a culture of STEM.

Our first meeting will take place at CMU.

- Congratulations to Deb Lutz, Shelly Whitney, and the entire Finance Office Staff. Delta College has again received the Distinguished Budget Presentation Award for the current budget from the Government Finance Officers Association (GFOA).

In a press release regarding this award, the GFOA notes that “this award reflects the commitment of the governing body and staff to meeting the highest principles of governmental budgeting.”

- At last month’s Board Meeting, Trustees heard a presentation from Harvey Schneider who coordinates our Skilled Trades Program. Harvey nominated one of our students for an award and I am pleased to announce that his nominee, Jack Lazzaro, was chosen to receive the 2014 Glenn Bivins Excellence in Apprenticeship Award by the Michigan Apprenticeship Steering Committee’s (MASCI) selection committee.

Congratulations, Jack!

- Dr. Goodnow reminded Trustees that she sent them Mike Hansen’s weekly update from MCCA on Monday. In it, Mike discussed a Capital Outlay Bill.

“On Wednesday, the Joint Capital Outlay Subcommittee reported out Senate Bill 761 (Booher), which contains planning authorizations for 16 community college and 13 university capital outlay projects. ... this remains a top priority for Senator Booher during the remaining six session days.”

- Dr. Goodnow congratulated Teresa Stitt on her retirement. Teresa is retiring from Delta College after more than 30 years of dedicated service. I have heard Teresa joke about the number of seats she has sat in and the number of positions she has had at the College over the years. She has worked as an adjunct faculty member, in counseling and advising, in admissions, in financial aid, in academics, as a leader in international/intercultural travel and diversity, with the centers, with student engagement, service learning, and finally as the Dean of Community Development. Teresa, we will miss you. Thank you for your years of service. Dr. Goodnow said that she truly appreciates the time and talent that Teresa has given to Delta College over the years.
- Dr. Goodnow thanked two out-going Trustees, Jack MacKenzie (Bay County) and Bob Stafford (Midland County).

Jack MacKenzie has been a Trustee representing Bay County since 2002. During his time on the Board, Jack has been an engaged Trustee. He has served on several committees including the Compensation Committee, Bylaws Committee, and the Nominating Committee. Jack has also served as Vice Chair of the Board. Jack brings a wonderful heart, a kind wisdom, and a great sense of humor to the Board.

Dr. Goodnow said that it has been a pleasure to have Jack as “one of her 9 bosses at Delta College.” She thanked him for his leadership over the years.

J. MacKenzie thanked Dr. Goodnow, his fellow Trustees, and the faculty and staff at the College for the wonderful work that they do each day.

Dr. Goodnow also thanked Board Chair, Bob Stafford, as he completes his final meeting as a Delta College Trustee. She said that when she met Bob, he was a member of the Foundation Board of Directors and he was serving on the committee that selected the President of the College.

Bob was appointed to the Board in September of 2005. He was elected in November 2006 and has served as a Trustee since that time. Bob has also served on several committees including the Audit Committee and the Budget Cabinet. Bob also chaired the Bylaws Committee, served as Board Vice Chair (2011, 2012) and Board Chair (2013, 2014).

As a Delta College alum, we often see Bob’s Pioneer Spirit. We see it in the comments he makes during meetings, in the way he represents the College in our

community, and in the dedication he has to this campus – finding time to attend receptions, celebrations, and events that honor our students, faculty, and staff.

Dr. Goodnow thanked Bob for his leadership and dedication to Delta College! She said that she has appreciated his advice and listening ear over the past couple of years.

R. Stafford thanked Dr. Goodnow, his fellow Trustees, and all who work at the College. He gave a special thanks to E. Wacksman for encouraging him to become a part of the Delta College Trustees. He said that the experience has been rewarding.

- Dr. Goodnow reminded the Trustees to take a look at our Fantastic Faculty Newsletter which has been uploaded to the BoardBook site.
- Dr. Goodnow told the Trustees that the latest edition of the Delta Collegiate and a copy of CAM Magazine which features our Health Professions Building Renovation Project were distributed to them this evening.

TRUSTEE COMMENTS

K. Lawrence-Webster thanked J. MacKenzie and R. Stafford for their service on the Board.

R. Emrich also thanked J. MacKenzie and R. Stafford. He spoke about a faculty member who went out of her way to provide an independent study to a student. He said that this is a demonstration of the way that Delta College faculty and staff focus on student success.

M. Rowley thanked J. MacKenzie and R. Stafford. He also thanked the Nominating Committee for their confidence in nominating him for the position of Board Chair.

K. Houston-Philpot thanked R. Stafford and J. MacKenzie for their contributions to the Board.

M. Nash also thanked the out-going Trustees and wished all Happy Holidays.

R. E. Selby encouraged people to watch Dateline Delta. This month's program is about the Information Assurance Program. Dateline Delta airs the last Sunday of each month. He also thanked R. Stafford and J. MacKenzie.

CHAIRS COMMENTS

R. Stafford thanked the Trustees for their comments and said that he enjoyed his experience on the Delta College Board of Trustees.

ADJOURNMENT

There being no further business, Board Chair Stafford adjourned the meeting at 8:35 p.m.

Andrea Ursuy, Board Secretary