

MICHIGAN STATE UNIVERSITY

December 13, 2023

Dear Faculty and Student liaisons,

We are writing to update you on the progress of the Board's professional development work, following recommendations from Faculty Senate last year. Thank you for providing support and guidance to the Board and the Spartan community on these issues. Your participation in this project has been essential to our work.

This professional development initiative is part of our ongoing commitment to good governance principles and practices. We recognize that learning is an ongoing process vital to our ability to serve the MSU community effectively and we will continue to engage and seek opportunities for further professional development.

The outcome of our work thus far includes eight distinct commitments that align with and support our [Code of Ethics and Conduct](#). They have been carefully considered and developed to reflect the university's mission and our values of transparency, integrity and responsibility. Each trustee has signed on to these eight commitments in partnership with our incoming president, Dr. Kevin Guskiewicz.



Board of Trustees

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Vice Chairperson

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We encourage you to review the enclosed governance commitments, and we welcome any questions or feedback you may have. As a publicly elected governing body bound by oath to the constitution of the state of Michigan and the duties of serving as trustees, each trustee has pledged to continue working in a manner consistent with the outlined principles.

Again, thank you for your commitment to the Spartan community. Together, we can foster an environment that thrives on collaboration, respect, and excellence.

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December 13, 2023

Dear Faculty and Student Liaisons,

It was a pleasure meeting many of you earlier this week during my visit to campus. A common question I received during my visit was about the role of the Board of Trustees and the appropriate role of a governing board.

As I shared with many of you, I believe the university must be led by a trusted partnership of the faculty, staff, students and trustees. I have discussed the need for trust and the value of shared governance with the board members, both individually and collectively, and I am confident they are committed to this approach as well.

The attached letter outlines their pledge to this approach and to good governance and practices. They have each signed this commitment, as have I. This is a needed step in collectively moving forward, and I appreciate that they are sharing this commitment with you and other leaders.

I look forward to joining you all in East Lansing in a few months. Until then, I hope you are celebrating a successful fall semester and enjoy a restful winter break.

Sincerely,

Kevin M. Guskiewicz
President-Elect



Office of the President

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The Michigan State University (MSU) Board of Trustees, a publicly elected governing body bound by oath to the constitution of the state of Michigan and the duties of the office of trustee, have the freedom, power, and responsibility to sustain a free and distinguished university. Per the Board of Trustees bylaws, trustees "must encourage the timely discussion in open forum of a wide variety of issues, some of which are bound to be controversial because they are unsettled." Power is vested in the Board of Trustees as a whole, and as such, the board always speaks with one voice, even when individual trustees dissent. We are committed to building trust on the board and with the university community.

To that end, and as a trustee of Michigan State University, I acknowledge that:

- 1.** The board's role is oversight, fiduciary responsibility, and hiring the university's president. The board serves as a resource and advisor to the president, evaluating and holding the president accountable to ensure agreed-upon progress toward strategic goals. The president manages the university, including the direction and supervision of institutional leaders and all decision-making related to achieving institutional goals.
- 2.** Administrators and university employees report to the president. The board respects these reporting structures. We recognize that trustees can be perceived to wield considerable positional power. Our requests, while important, need to be balanced in relationship to other administrative priorities. The president, thus, is in the best position to set administrative priorities for university administrators and employees.
- 3.** To be informed and educated trustees, we need timely information provided through official channels of communication and presentations. Any supplemental requests we make, outside of committee work, including to obtain data and additional information, will be made to the president and agreed designees.
- 4.** We will act as a fiduciary, holding the university's best interests paramount to all other considerations, including our own interests and those of any other constituency.



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- 5.** Trustee feedback about the president's performance will be communicated through the annual evaluation process or off cycle through the board chair.

- 6.** The board chair speaks publicly on behalf of the board regarding powers and responsibilities vested in the board, and on decisions that the board has made. Individual trustees may speak on their own behalf but not on behalf of the board. We will respect agreed-upon board communication processes and not create independent, public declarations outside of those allowed by board processes.

- 7.** Trust in our decision-making process is critical to our functioning as a board. We will share our honest points of view on all essential topics in the process of reaching a board decision. Public comments and registered votes are in the public domain and trustees are free to voice their support or opposition individually, while private discussions on board issues will be held in confidence. Once a vote has been taken and each of us has recorded our position, we will collectively respect that power is only vested in the board as a whole, not individual trustees, and that the majority vote is the board's final decision.

- 8.** Much of the board's work takes place in committees. We will trust and support board committees to conduct their work fairly and thoroughly, actively participate on board committees to which we are assigned and support the board's vote on committee recommendations.



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