

MINUTES OF THE MEETING  
OF THE  
MICHIGAN STATE UNIVERSITY  
BOARD OF TRUSTEES

May 15, 2020

President Stanley called the meeting of the Board of Trustees to order at 8:04 a.m. via livestream.

Trustees present: Dianne Byrum, Joel Ferguson, Melanie Foster, Dan Kelly, Renee Knake, Brian Mosallam, Brianna Scott, and Kelly Tebay.

University officers present: President Stanley, Interim Provost and Executive Vice President Sullivan; Executive Vice President Beauchamp; Secretary Barr; Senior Vice Presidents Hsu, Wilbur and Woo, Vice Presidents Bales, Bollman, Byelich, Gore, Guerrant, Haas, Heil, and Maybank; and Senior Advisor and Director Granberry Russell. Faculty liaisons present: Megan Donahue, Richard Fulton, Jennifer Johnson, Deborah Moriarty, and Anna Pegler-Gordon. Student liaisons present: Meagan Abel and Abii-Tah Bih.

All actions taken were by unanimous vote of the Trustees present, unless otherwise noted.

1. On a motion by Trustee Kelly, supported by Trustee Byrum, the **BOARD VOTED to approve** the agenda.
2. On a motion by Trustee Kelly, supported by Trustee Mosallam, the **BOARD VOTED to approve** the minutes of the February 12, 2020 and February 14, 2020 Board of Trustees meetings.
3. Public Participation
  - a. Dr. Theodore Golden— welcome to Dr. Woodruff
  - b. Jonathan Suan – appointment of Dr. Woodruff as Provost
  - c. Dr. Eunice Foster— selection of Dr. Woodruff as Provost
4. President's Report

President Stanley provided the following report to the Board:

Thank you to all the speakers. The COVID-19 pandemic and its impact remains at the forefront of our thoughts. One of the terrible consequences of this outbreak is its disproportionate impact on people of color across the United States. In Michigan, 14 percent of the population is black, but Blacks make up 41 percent of the deaths in the state. The toll has been extraordinary, and I have heard firsthand from our students, particularly from the Detroit Metropolitan area, on the devastating impact on families and communities from this crisis. I want to say MSU

is committed to working both in the short term and long term to help deal with this issue. MSU's work in Flint has shown we can make a difference in improving public health and serving under resourced areas. And now, we need to do more. Both College of Nursing Dean Randolph Rasch and Associate Dean for Public Health Integration Dr. Deborah Furr-Holden, who is director of the Flint Center for Health Equity Solutions, are serving on Governor Whitmer's coronavirus taskforce on racial disparities. And I know they will be thinking of how MSU can contribute solutions on how to reduce these disparities.

On a smaller and local scale, working with the county health department and neighborhood groups, MSU Health Care is offering coronavirus testing to the Richwood neighborhood on the south side of Lansing, which is identified as a vulnerable area. On a longer timeframe, we are actively pursuing collaborations which would allow Michigan State University to have a larger impact on the health of all the underserved people of Michigan.

In the meantime, we continue to operate under Michigan's "Stay at Home, Stay Safe" executive order through May 28, 2020. During this time, only MSU employees designated as "necessary" are working on campus, we know this is a challenging time for all of us. Among the most pressing questions in front of us is when and how Michigan State University will resume in-person instruction and on-site operations. We will be teaching in the fall semester and hope to have our full comprehensive research taking place on campus with appropriate protection measures. What is uncertain at this point, is whether we will have in-person classes with students on campus, or if we will be using exclusively online education. As we consider these scenarios, we want to emphasize that safety will continue to be Michigan State's guidelines. At the same time, we know that zero risk is not achievable in any scenario.

We want to continue the forward momentum of this university in meeting our mission and ensuring the success of our students. It is important to emphasize that our decision will depend on the status of the epidemic in our state in late summer, and the public health infrastructure available to us in testing and contact tracing. I established a COVID-19 Reopening Campus Task Force, chaired by MSU Executive Vice President for Health Sciences Norman Beauchamp and University Physician David Weismantel, to develop a framework and parameters for this key effort. We hope to have a clear enough picture of the public health situation and our capacity to safely host our students, faculty, and staff, to be able to announce a decision in late June or early July.

COVID-19 has also created financial impacts that are being felt by colleges and universities across the nation. Here at Michigan State, the implications are significant. We have enacted a number of actions to address a shortfall of \$50-\$60 million for the current fiscal year and as much as \$150 to \$300 million for the next. In an email message to MSU employees this week, I communicated a variety of actions that are under consideration and a number of which are being

implemented. So far, we are tightening the hiring chill and limiting the filling of vacancies, looking at all capital projects to determine which can be paused, briefly delayed or indefinitely postponed, reducing pay for executive management three to 10 percent depending on salary level, and implementing a minimum three percent budget reduction to academic and administrative units.

In addition, I told our employees, we are considering proposing campus-wide salary reductions in a scaled manner for all other employees and proposing reducing MSU's above-the-match retirement plan contributions. These actions, if applied across the entire university, represent a shared sacrifice that would address our estimated budget shortfall, which is estimated to be 11 percent of our general fund expenditures. We are continuing to work with our unions, deans and other campus leaders and I've promised to keep the campus community informed about our progress. We also recognize the implications of the financial crisis for students and families and one of the significant moves we are making to help keep MSU affordable is freezing tuition for the coming year. This will mark the third consecutive year tuition is frozen, which is under consideration today by the Board.

Along the same lines, the Board today also will consider a recommendation for not increasing housing or dining rates for next year as well. Finally, for all the uncertainties that prospective and continuing students may face, I encourage you to stick with MSU. I want to emphasize our commitment to doing right by you and continuing to maintain our high academic standards. Because of this, and our remarkable history and mission, remains our belief that an MSU degree and being a Spartan provides a tremendous value to our graduates.

I recently announced Teresa Kaye Woodruff as my selection for MSU's new provost and executive vice president for academic affairs, subject to the Board's approval today. She currently is dean of the Graduate School at Northwestern University and is the Thomas J. Watkins Professor of Obstetrics and Gynecology. The Provost has to be the academic leader and set the standard for the university. She has extraordinary academic credentials. She is a Guggenheim award winner, and a member of the National Academy of Inventors. She is also an elected fellow at the American Association for the Advancement of Science, and as well as a fellow at the American Institute for Medical Biological Behavior. In 2018 she was elected to the highly prestigious National Academy of Medicine. In April of this year, she was elected to the American Academy of Arts and Sciences. These awards honor her extraordinary research in oncological fertility, a field she helped pioneer, and also efforts toward achieving sexual equality in research. She was a leader in the effort to convince the National Institutes of Health and researchers around the world to consider sex as a biological variable in basic science and preclinical research, helping to ensure development of better treatments for women as well as men.

Her commitment to diversity, equity, and inclusion is also strong. At Northwestern she developed a highly successful mentoring program to reach out to economically

disadvantaged high school students, predominantly students of color in the Chicago area, and bring them to the Northwestern University campus for science academies to prepare them for college and careers in STEM. This program resulted in her receiving the 2020 Presidential award for Excellence in Science, Mathematics and Engineering mentoring at the White House.

The role of the dean of the graduate schools at one of America's most distinguished institutions has given her the experience of working with multiple colleges, and with setting high standards for the academic mission. In our conversations, she has emphasized how much she has learned to appreciate the critical role of arts and humanities in the university's mission, and the need for experts across campus. She communicated a great vision for an ambitious future, and shared the core importance of diversity, equity, and inclusion, and a safe, welcoming campus at Michigan State. In summary, she is a dynamic, accomplished leader, and I am please that Teresa Woodruff will join us on August 1, 2020. I know she is excited about visiting the campus in person, but in the meantime, she will be communicating with Interim Provost Sullivan and me on a regular basis to prepare herself for her arrival at MSU.

I want to remind you that a search for a Vice President and Chief Diversity Officer (CDO), which was paused at MSU with the shift to online learning, is back on. The search committee anticipates being able to identify finalists and participate in the campus engagement process early in the fall semester. This position is critical for Michigan State University, and our need for fundamental DEI across the institution. The CDO, who will report directly to me, the President, will have the opportunity to work with our DEI strategic planning committee, and implement a comprehensive plan with DEI that harnesses the different work going on in different units across the university on issues like eliminating gaps in student success, and recruitment of underrepresented students, faculty, and staff, and creating a more welcoming campus. This work is key to moving us ahead at Michigan State, and I remain committed to working with all of you to make a difference. In this vein, we are moving forward with our plan to implement mandatory DEI training for the upcoming year for all members of the MSU community. This represents one important part of our efforts going forward.

I want to briefly summarize some awards for our university and staff. For the fifth consecutive year, MSU earned "gold status" as a veteran-friendly school by the Michigan Veteran Affairs Agency. MSU is home to nearly 300 veteran students served by our Student Veterans Resource Center. MSU Police Lt. Andrea Munford was recognized with the 2020 Professional Impact Award for her victim-centered, trauma-informed approach to sexual assault investigation. The award from End Violence Against Women International is given to those whose work has significantly influenced their community's response to violence against women. Another milestone we observed this season was the 50th anniversary of Earth Day on April 22, 2020. The U.S. Department of Energy recognized Michigan State for reaching its goal of reducing energy use by 20 percent this year in its 20 million

square feet of facilities. It shows how MSU continues to be environmentally and fiscally responsible while providing a safe, productive learning and working environment.

I'm pleased to report we have a new director for the Broad Art Museum, Mónica Ramírez-Montagut. She currently is director of the Newcomb Art Museum at Tulane University in New Orleans. She will join us here July 1, 2020. She is a trained architect with 20 years of arts and culture experience. I think she will bring a fresh perspective and renewed energy to the museum and arts community.

Finally, commencement ceremonies are the highlight of the academic year, and I'm sorry we are not able to provide them for our degree-earners this season. But I know a lot of us in the Spartan community are looking forward to tomorrow's virtual commencement ceremony. We've invited graduates and the entire MSU community, including alumni, to enjoy the program and acknowledge those who earned undergraduate and graduate degrees. The virtual ceremony will be held on MSU's Facebook page beginning at 10 a.m. tomorrow, May 16, 2020. It will be recorded for later viewing. The program of course does not replace a traditional in-person commencement, and we hope to have an in-person event in the future for the distinguished class of 2020.

Meanwhile, a number of MSU colleges have been recognizing their newest graduates online. And I also want to personally recognize the 91 graduates earning the Board of Trustees Award this semester for recording perfect 4.0 grade point averages. That is a remarkable achievement. And we're extremely proud of the 360 medical, osteopathic and nursing graduates this semester for whom we worked with the State to move their graduation to April, so they could move to the front lines to the pandemic. We thank them for their service, we are proud of them as Spartans.

This concludes my report to the Board.

## 5. Personnel Actions

President Stanley presented the following personnel action:

Woodruff, Theresa, AN – Provost and Executive Vice President for Academic Affairs; MSU Foundation Professor, Department of Obstetrics, Gynecology and Reproductive Biology and the Department of Biomedical Engineering, with Tenure, effective August 1, 2020.

Trustee Byrum **moved to approve** the recommendation, with support from Trustee Kelly.

Interim Provost Sullivan presented the following personnel actions:

Di Benedetto, Stephen, AN-Professor, Department of Theatre, with Tenure, effective July 15, 2020.

Janzen, Fred, AN – Associate Professor, Department of Fisheries and Wildlife, with Tenure, effective June 1, 2020.

Lomax, Tamara, AY – Associate Professor, Department of African American and African Studies, with Tenure, effective August 16, 2020.

Finn, Mary, AN – School Director, School of Criminal Justice, for a change to Interim Dean, Social Science effective March 30, 2020.

Racioppi, Linda, AN – Associate Dean, James Madison College, for a change to Interim Dean, James Madison College, effective May 16, 2020.

Wilbur, Kathy, AN – Executive Vice President for Communications, Government Relations, and Advancement for a change to Senior Vice President for Governmental Relations, effective March 13, 2020.

Trustee Foster **moved to approve** the recommendations, with support from Trustee Byrum.

**THE BOARD VOTED to approve** the recommendations.

6. Committee on Budget and Finance

Trustee Foster presented the Trustee Budget and Finance Committee Report and the following recommendations and resolutions.

A. 2020-21 Housing and Dining Rate Recommendations

It was recommended that the Board of Trustees authorize the Administration to continue the existing 2019-2020 academic year room and board rates for academic year 2020-21.

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby continues the existing 2019-20 academic year residence hall room and board rates for the 2020-21 academic year; and

BE IT FURTHER RESOLVED, that the Board of Trustees of Michigan State University hereby adopts no rate increase for 1855 Place and University Village apartments for the 2020-21 academic year.

Trustee Foster **moved to approve** the recommendation, with support from Trustee Byrum.

**THE BOARD VOTED to approve** the recommendation.

B. 2020-21 Tuition and Fee Rates

It was recommended that the Board of Trustees adopt the MSU tuition and fee rates for 2020-21.

BE IT RESOLVED, that the Board of Trustees hereby adopts the 2020-21 tuition and fee rate structure included as Attachment A, effective for Fall semester 2020. (Appendix A)

Trustee Foster **moved to approve** the recommendation, with support from Trustee Kelly.

**THE BOARD VOTED to approve** the recommendation.

7. Academic Affairs Committee

Trustee Byrum presented the Trustee Academic Affairs Committee Report.

The Committee on Academic Affairs received an update from Interim Provost Sullivan on academic affairs matters and an update from EVP Beauchamp and University Physician Dave Weismantel, co-chairs of the Reopening Campus Taskforce, regarding plans to safely reopen campus.

8. Audit, Risk and Compliance Committee

Trustee Kelly presented the Trustee Audit, Risk and Compliance Committee Report and the following recommendations and resolutions.

A. Approval of Contract Terms

It was recommended that the Board of Trustees approve a contract between Michigan State University and *Environmental Protective Coatings, LLC*, a company in which MSU faculty member Dr. Muhammad Rabnawaz holds a financial interest.

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves a service agreement with *Environmental Protective Coatings, LLC* consistent with earlier public notice given at a Board meeting and with a "Service Agreement Term Sheet" presented to the Board for inclusion in its minutes. (Appendix B)

It was recommended that the Board of Trustees approve a contract between Michigan State University and *FibrosIX, LLC*, a company in which MSU faculty member Dr. Richard R. Neubig holds a financial interest.

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves a service agreement with *FibrosIX, LLC* consistent with earlier public notice given at a Board meeting and with a “Service Agreement Term Sheet” presented to the Board for inclusion in its minutes. (Appendix C)

It was recommended that the Board of Trustees approve a contract between Michigan State University and *FibrosIX, LLC*, a company in which MSU faculty member Dr. Richard R. Neubig holds a financial interest.

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves a service agreement with *FibrosIX, LLC* consistent with earlier public notice given at a Board meeting and with a “Service Agreement Term Sheet” presented to the Board for inclusion in its minutes. (Appendix D)

It was recommended that the Board of Trustees approve a contract between Michigan State University and *FibrosIX, LLC*, a company in which MSU faculty member Dr. Richard R. Neubig holds a financial interest.

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves a service agreement with *FibrosIX, LLC* consistent with earlier public notice given at a Board meeting and with a “Service Agreement Term Sheet” presented to the Board for inclusion in its minutes. (Appendix E)

It was recommended that the Board of Trustees approve a contract between Michigan State University and *Great Lakes Crystal Technologies, Inc.*, a company in which MSU faculty member Dr. Timothy Grotjohn holds a financial interest.

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves services agreement with *Great Lakes Crystal Technologies, Inc.* consistent with earlier public notice and with a “Services Agreement Term Sheet” presented to the Board for inclusion in its minutes. (Appendix F)

It was recommended that the Board of Trustees approve a contract between Michigan State University and *XG Sciences, Inc.*, a company in which MSU faculty member, Dr. Lawrence Drzal, holds a financial interest.

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves a service agreement with *XG Sciences, Inc.* consistent with earlier public notice given at a Board meeting and with a “Service



Agreement Term Sheet” presented to the Board for inclusion in its minutes. (Appendix G)

It was recommended that that the Board of Trustees approve a contract between Michigan State University and *Maid3 Inc.*, a company in which MSU faculty member, Dr. Guowei Wei, holds a financial interest.

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves an option agreement with *Maid3 Inc.* consistent with earlier public notice given at a Board meeting and with an “Option Agreement Term Sheet” presented to the Board for inclusion in its minutes. (Appendix H)

It was recommended that the Board of Trustees approve a contract between Michigan State University and *Great Lakes Crystal Technology, Inc.*, a company in which faculty member Dr. Timothy Grotjohn holds a financial interest.

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves a contract with *Great Lakes Crystal Technology, Inc.*, consistent with earlier public notice given at a Board meeting and with a “Rights Allocation Agreement Term Sheet” presented to the Board for inclusion in its minutes. (Appendix I)

It was recommended that the Board of Trustees approve a contract between Michigan State University and *XG Sciences, Inc.*, a company in which MSU faculty member, Dr. Lawrence Drzal, holds a financial interest.

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves an amended and restated license agreement with *XG Sciences, Inc.* consistent with earlier public notice given at a Board meeting and with an “Amended and Restated License Agreement Term Sheet” presented to the Board for inclusion in its minutes. (Appendix J)

It was recommended that the Board of Trustees approve a contract between Michigan State University and *EeroQ Corporation*, a company in which MSU faculty member Johannes Pollanen holds a financial interest.

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves an amendment to the sponsored research agreement with *EeroQ Corporation*, consistent with earlier public notice given at a Board meeting and with an “Amended Research Agreement Term Sheet” presented to the Board for inclusion in its minutes. (Appendix K)

It was recommended that that the Board of Trustees approve a contract between Michigan State University and the *National Pesticide Safety and Education Center*, in which MSU employee Mr. Tom Smith holds an interest.

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves an amended service agreement with the *National Pesticide Safety and Education Center* consistent with earlier public notice given at a Board meeting and with an “Amended Agreement Term Sheet” presented to the Board for inclusion in its minutes. (Appendix L)

It was recommended that the Board of Trustees approve a contract between Michigan State University and faculty member Dr. Richard E. Sherman.

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves an independent contractor agreement for artist services with Dr. Richard E. Sherman, consistent with earlier public notice given at a Board meeting and with an “Independent Contractor Agreement for Artist Services Term Sheet” presented to the Board for inclusion in its minutes. (Appendix M)

Trustee Kelly **moved to approve** the recommendations, with support from Trustee Byrum.

**THE BOARD VOTED to approve** the recommendations.

B. Notice of Intent to Negotiate Contracts

Pursuant to State law, the Chair of the Trustee Committee on Audit, Risk and Compliance is requested to give public notice of the University’s intent to negotiate contracts with *LudusLegis, LLC*, a Nevada limited liability company. Professor Adam Candebub, a Professor in the College of Law, and members of his family, have, or have options to buy, an interest in the company or are officers or paid employees of the company.

Pursuant to State law, the Chair of the Trustee Committee on Audit, Risk and Compliance is requested to give public notice of the University’s intent to negotiate contracts with Dr. Hiram E. Fitzgerald, regarding a publication by the MSU Press. Dr. Fitzgerald is University Distinguished Professor in the Department of Psychology.

C. Code of Ethics and Conduct

It was recommended that the Board of Trustees adopt the Code of Ethics and Conduct included as Attachment A hereto.

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby adopts the Code of Ethics and Conduct included as Attachment A hereto. (Appendix N)

Trustee Kelly **moved to approve** the recommendation, with support from Trustee Scott.

Trustee Kelly congratulated the Board and Administration in creating the code of ethics and noted that the support from the Board was unanimous.

Chairperson Byrum thanked Trustee Kelly for his leadership as chair of the Trustee Committee on Audit, Risk and Compliance. She noted the work of Trustees Scott and Tebay on the resolution.

**THE BOARD VOTED to approve** the recommendation.

D. Revisions to Policy 01-01-10 (Conflict of Interest)

It was recommended that the Board of Trustees approve the revisions to Policy 01-01-10 (Conflict of Interest) shown in Attachment A hereto.

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves the revisions to Policy 01-01-10 (Conflict of Interest) shown in Attachment A hereto. (Appendix O)

Trustee Kelly **moved to approve** the recommendation, with support from Trustee Scott.

**THE BOARD VOTED to approve** the recommendation.

9. Student Life and Culture Committee

Trustee Scott presented the Trustee Student Life and Culture Committee Report.

The Committee on Student Life and Culture received an update on the Chief Diversity Officer search and the Annual Diversity Report. The Report can be found online at [inclusion.msu.edu](http://inclusion.msu.edu).

The Committee would also like to recognize and congratulate ASMSU and outgoing president, Mario Kakos, for receiving the 2019-2020 Outstanding Student Government of the Year Award from the Conference on Student Government Associations. Thank you for contributions to MSU and your work to enhance the Spartan experience.

We would also like to thank our other outgoing student liaisons, Miyanna Fowlkes and Eric Delanny for their service and contributions to the university. It has been

a pleasure working with you and we wish you the best in your future endeavors. And to Meagan Abel, who will serve another year as president of COGS, we look forward to working with you and the new student liaisons next year.

10. Chairperson's Report and Trustee Comments

Chairperson Byrum congratulated the 2020 graduates. She stated that the circumstances proved how resilient Spartans are. She said that the MSU community looks forward to all the graduates' futures. Chairperson Byrum congratulated the 90 seniors who received the Board of Trustees Scholarship Award on their achievement. She congratulated the 360 graduates from the Colleges of Human Medicine, Nursing, Osteopathic Medicine, and Veterinary Medicine who graduated early in April to help serve on the frontlines of the pandemic.

Chairperson Byrum stated that it was a year ago that President Stanley was appointed, and she thanked him for his leadership during this critical point in history. She stated she is confident in his leadership and acknowledged the faculty for their resilience in moving to online classes. Chairperson Byrum said that MSU researchers have been instrumental in managing the COVID-19 crisis. She stated that the campus community will weather this crisis. Chairperson Byrum congratulated Dr. Mary Finn and Dr. Teresa Woodruff for their appointments and noted that Interim Provost Sullivan will be recognized at the June board meeting. She welcomed Abii-Tah Bih as incoming ASMSU president and congratulated outgoing ASMSU president Mario Kakos. She honored Scott Pohl, outgoing WKAR reporter and congratulated him on his retirement. (Appendix P)

Vice Chairperson Kelly thanked Interim Provost Sullivan for her work. He welcomed Dr. Woodruff and congratulated the graduates.

Trustee Ferguson welcomed Dr. Woodruff. He thanked President Stanley for his leadership. He congratulated the graduates and noted that MSU's best years are to come. Trustee Ferguson thanked Interim Sullivan for her work.

Trustee Foster congratulated graduates and welcomed Dr. Woodruff. She stated that the economic impact from coronavirus is substantial and that budget shortfalls are expected. Trustee Foster said that it is important that all operating units share the burden of this crisis and that MSU will emerge strong.

Trustee Knake congratulated the graduates.

Trustee Mosallam congratulated graduates and outgoing ASMSU President Mario Kakos for his service. He thanked the MSU community for working together to combat the coronavirus crisis. Trustee Mosallam congratulated Dr. Woodruff on her appointment and stated that it is critical that the provost works collaboratively to move the university forward. He wished Scott Pohl the best in retirement.

Trustee Scott congratulated the graduates. She stated she is excited that the search for a new Chief Diversity Officer is resuming. She welcomed Dr. Woodruff to MSU. Trustee Scott acknowledged those who spoke in public comment and encouraged them to work with the incoming provost. She noted her confidence in Dr. Woodruff.

Trustee Tebay congratulated the graduates and thanked all the Spartans on the front line. She thanked the campus community for its patience and wished everyone health. Trustee Tebay stated the updated board conflict of interest policy and code of ethics is a change that will help ensure accountability.

11. Request to Adjourn

On a motion by Trustee Byrum, supported by Trustee Scott, **THE BOARD VOTED to adjourn** at 8:58 a.m.

Respectfully submitted,

A handwritten signature in black ink that reads "Nakia Barr". The signature is written in a cursive, flowing style.

Nakia Barr  
Secretary of the Board of Trustees

# MICHIGAN STATE UNIVERSITY

May 15, 2020

**REVISED**

## MEMORANDUM

**To:** Committee on Budget and Finance

**From:** Samuel L. Stanley, Jr., M.D.  
President



**Subject:** 2020-21 Tuition and Fee Rates

### RECOMMENDATION

The Trustee Committee on Budget and Finance recommends that the Board of Trustees adopt the MSU tuition and fee rates for 2020-21.

### RESOLUTION

BE IT RESOLVED, that the Board of Trustees hereby adopts the 2020-21 tuition and fee rate structure included as Attachment A, effective for Fall semester 2020.

### BACKGROUND:

Attachment A reflects the recommended formal tuition and fee rate structure for the 2020-21 academic year. Proposed tuition and fee rates are the same as 2019-20 rates.

The university is currently operating under a two-year budget approved in June 2018, which included a tuition freeze for all undergraduate students. Therefore, rates for the resident entering class are unchanged since the 2017-18 academic year, and broader undergraduate tuition and fee rates are unchanged for the second consecutive year.

This action marks the first step in the 2020-21 budget development process. It is anticipated that proposed 2020-21 budget development guidelines will be brought to the Board for action at its June meeting.

cc: Board of Trustees, T. Sullivan, N. Beauchamp, N. Barr, M. Zeig,  
B. Quinn, M. Haas, D. Byelich, B. Johnston, L. Gremel, C. Leese



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**MICHIGAN STATE UNIVERSITY  
2020-21 TUITION & FEES RATE STRUCTURE**

Structure Credits	RESIDENT - Per Semester			NON-RESIDENT - Per Semester		
	Per Credit 1-11	Flat Rate 12-18	Flat Rate/Credit 19+	Per Credit 1-11	Flat Rate 12-18	Flat Rate/Credit 19+
<b>Undergraduates - Core/Professional <sup>(1)</sup></b>						
Freshman	\$482.00	\$7,230	Flat Rate + per credit >=19	\$1,325.50	\$19,883	Flat Rate + per credit >=19
Sophomore	\$494.00	\$7,410	Flat Rate + per credit >=19	\$1,325.50	\$19,883	Flat Rate + per credit >=19
Junior	\$555.00	\$8,325	Flat Rate + per credit >=19	\$1,366.75	\$20,501	Flat Rate + per credit >=19
Senior	\$555.00	\$8,325	Flat Rate + per credit >=19	\$1,366.75	\$20,501	Flat Rate + per credit >=19
<b>Undergraduates - Eli Broad College of Business</b>						
Freshman	\$482.00	\$7,230	Flat Rate + per credit >=19	\$1,325.50	\$19,883	Flat Rate + per credit >=19
Sophomore	\$494.00	\$7,410	Flat Rate + per credit >=19	\$1,325.50	\$19,883	Flat Rate + per credit >=19
Junior	\$573.00	\$8,595	Flat Rate + per credit >=19	\$1,385.75	\$20,786	Flat Rate + per credit >=19
Senior	\$573.00	\$8,595	Flat Rate + per credit >=19	\$1,385.75	\$20,786	Flat Rate + per credit >=19
<b>Undergraduates - College of Engineering</b>						
Freshman	\$482.00	\$7,230	Flat Rate + per credit >=19	\$1,325.50	\$19,883	Flat Rate + per credit >=19
Sophomore	\$494.00	\$7,410	Flat Rate + per credit >=19	\$1,325.50	\$19,883	Flat Rate + per credit >=19
Junior	\$573.00	\$8,595	Flat Rate + per credit >=19	\$1,385.75	\$20,786	Flat Rate + per credit >=19
Senior	\$573.00	\$8,595	Flat Rate + per credit >=19	\$1,385.75	\$20,786	Flat Rate + per credit >=19
<b>Masters - Core/Professional <sup>(1)</sup></b>						
			Per Credit			
			\$785.75			
<b>Masters - College of Engineering</b>			\$875.75			
			\$785.75			
<b>Doctoral - Core/Professional <sup>(1)</sup></b>			\$785.75			
<b>Doctoral - College of Engineering</b>			\$875.75			
<b>Lifelong Education</b>			\$785.75			
			\$1,544.00			
			\$1,641.00			
			\$1,544.00			
			\$1,641.00			
			\$1,007.00			
<b>PER SEMESTER BLOCK RATES</b>						
			<b>RESIDENT</b>	<b>NONRESIDENT</b>		
<b>Broad MBA</b>			\$16,549	\$26,229		
<b>Human Medicine</b>			\$15,656	\$29,033		
Extended Medical Curriculum			\$10,443	\$19,365		
Medical Scientist Training Program			\$10,820	\$20,288		
<b>Osteopathic Medicine (entering 2020)</b>			\$15,656	\$21,775		
Osteopathic Medicine (existing cohort)			\$15,656	\$29,033		
Extended Medical Curriculum			\$10,443	\$19,365		
Medical Scientist Training Program			\$10,820	\$20,288		
<b>College of Veterinary Medicine (CVM-8, entering 2020)</b>			\$15,814	\$23,718		
College of Veterinary Medicine (CVM-8, existing cohort)			\$15,814	\$28,235		
CVM Clinical Year - Fall & Spring			\$13,984	\$25,138		
CVM Clinical Year - Summer			\$9,907	\$16,773		
Medical Scientist Training Program			\$10,197	\$18,542		
<b>College of Law (Juris Doctorate) <sup>(2)</sup></b>			\$20,520	\$22,800		

**Footnotes:**

<sup>1</sup> Core/Professional units: Arts and Letters, Natural Science, Social Science, University Undergraduate Division, Lyman Briggs, James Madison, Residential College in Arts & Humanities, Communication Arts & Sciences, Nursing, Education, Veterinary Medicine, Agriculture & Natural Resources, Music, Osteopathic Medicine, and Human Medicine.

<sup>2</sup> College of Law (Juris Doctorate) per semester block rate for students attempting 10-17 student credit hours; \$1,555 per credit for those attempting 9 or less student credit hours; block rate plus the necessary per credit assessment for students attempting 18 or more credits; other College of Law program rates as published

**Fee Notes:**

<sup>1</sup> Part-time students for fee assessment are defined as those enrolling for four credits or less per semester.

<sup>2</sup> Special programmatic fees will be assessed to undergraduate juniors and seniors as follows: \$100 per semester (\$50 part-time) for students in science and technology intensive majors; \$100 per semester (\$50 part-time) for students in health sciences majors; and \$226 per semester (\$113 part-time) for students in Eli Broad majors.

<sup>3</sup> The Engineering program fee is established at \$670 for full-time status (\$402 part-time, except \$0 for summer) and applies to upper division (admitted major) Engineering students.

<sup>4</sup> All undergraduate international students will be assessed a registration fee of \$750 per semester (\$375 part-time)

<sup>5</sup> All graduate international students and graduate professional students, except those enrolling in Graduate Studies in Education Overseas, will be assessed a registration fee of \$75 (\$37.50 part-time) per semester.

<sup>6</sup> Block fee for Teacher Certification Internship year is \$8,046 for resident students and \$17,466 for nonresident students.

<sup>7</sup> College of Education Masters, Doctoral, and Educational Specialist students will be assessed a special fee of \$33 per credit hour in addition to general tuition and fees applicable to all graduate students.

<sup>8</sup> Tuition and fees for special programs and courses will be determined administratively, based on programmatic considerations; this includes BISK online programs and graduate certificate programs.

## **SERVICE AGREEMENT TERM SHEET**

<b>Party:</b>	Environmental Protective Coatings, LLC
<b>Agreement:</b>	MSU, as subrecipient of an NSF award (reference number IP00482583), will provide services related to preparation of face masks to prevent the transmission of COVID-19 or other diseases. The work involves developing masks with improved performance, low-cost, non-specialized material and high speed of production.
<b>Term:</b>	June 1, 2020 to February 28, 2021
<b>Potential Commercial Application:</b>	Personal Protective Equipment
<b>Payment Terms:</b>	\$145,000.75 to MSU in fees for service
<b>Services Provided:</b>	By MSU to Environmental Protective Coatings, LLC: preparation of facemasks  By Environmental Protective Coatings, LLC to MSU: None contemplated under the agreement
<b>Use of University Facilities/Personnel:</b>	Work to be performed at MSU's Packaging Facility by, or supervised by, Dr. Muhammad Rabnawaz, Dr. Laura Bix, and/or Dr. Aaron Walworth.
<b>Organization Type:</b>	Michigan limited liability company
<b>Personnel Interest:</b>	Dr. Muhammad Rabnawaz, Assistant Professor in the School of Packaging and members of his family, own or have options to buy an ownership interest of more than 1% of the company.



## **SERVICE AGREEMENT TERM SHEET**

<b>Party:</b>	FibrosIX, LLC
<b>Agreement:</b>	MSU, as a subrecipient under an NIH grant, will perform testing services to refine doses of bleomycin in an animal study for pulmonary fibrosis under a project entitled, "Intraperitoneal Bleomycin DRF in Mice" (2020102).
<b>Term:</b>	Effective date to August 31, 2020
<b>Potential Commercial Application:</b>	Human Therapeutics
<b>Payment Terms:</b>	\$56,416 to MSU in fees for service
<b>Services Provided:</b>	By MSU to FibrosIX, LLC: conduct a study to refine doses of bleomycin in mouse model  By FibrosIX, LLC to MSU: None contemplated under the agreement
<b>Use of University Facilities/Personnel:</b>	Work to be performed at MSU's In Vivo Facility by, or supervised by, Dr. Teresa Krieger-Burke
<b>Organization Type:</b>	Michigan limited liability company
<b>Personnel Interest:</b>	Dr. Richard R. Neubig, Professor and Chair of the Department of Pharmacology and Toxicology, and members of his family, own or have options to buy an ownership interest of more than 1% of the company.

## **SERVICE AGREEMENT TERM SHEET**

<b>Party:</b>	FibrosIX, LLC
<b>Agreement:</b>	Services Agreement for MSU to perform microscopic analysis of tissue sections provided by FibrosIX, LLC
<b>Term:</b>	Effective date to March 31, 2021
<b>Potential Commercial Application:</b>	Human Therapeutics
<b>Payment Terms:</b>	\$4,331 to MSU in fees for service
<b>Services Provided:</b>	By MSU to FibrosIX, LLC: microscopic examination of tissue sections and provide a written report of his histopathology findings  By FibrosIX, LLC to MSU: None contemplated under the agreement
<b>Use of University Facilities/Personnel:</b>	Work to be performed at MSU's facility by, or supervised by, Dr. Jack Harkema
<b>Organization Type:</b>	Michigan limited liability company
<b>Personnel Interest:</b>	Dr. Richard R. Neubig, Professor and Chair of the Department of Pharmacology and Toxicology, and members of his family, own or have options to buy an ownership interest of more than 1% of the company.

## **SERVICE AGREEMENT TERM SHEET**

**Party:** FibrosIX, LLC

**Agreement:** MSU, as subrecipient to NIH Grant to FibrosIX (reference number PD45003) to perform microscopic analysis of tissue sections provided by FibrosIX, LLC

**Term:** Effective date to March 31, 2021

**Potential Commercial Application:** Human Therapeutics

**Payment Terms:** \$3,672 to MSU in fees for service

**Services Provided:** By MSU to FibrosIX, LLC: microscopic examination of tissue sections and provide a written report of his histopathology findings  
By FibrosIX, LLC to MSU: None contemplated under the agreement

**Use of University Facilities/Personnel:** Work to be performed at MSU's Food Safety and Toxicology Building by, or supervised by, Dr. Jack Harkema

**Organization Type:** Michigan limited liability company

**Personnel Interest:** Dr. Richard R. Neubig, Professor and Chair of the Department of Pharmacology and Toxicology, and members of his family, own or have options to buy an ownership interest of more than 1% of the company.

## **SERVICE AGREEMENT TERM SHEET**

**Party:** Great Lakes Crystal Technologies, Inc.

**Agreement:** MSU is a subrecipient of a prime award to Great Lakes Crystal Technologies, Inc. from the US Department of Energy (IP00453617)

**Term:** Effective date to October 18, 2020

**Payment Terms:** \$44,586 payment to MSU for services

**Services Provided:** By MSU to Great Lakes Crystal Technologies, Inc.: produce and/or analyze large diffraction grade single diamonds grown by Chemical Vapor Deposition Reactor (CVD)

By Great Lakes Crystal Technologies, Inc. to MSU: None completed under the agreement

**Use of University Facilities/ Personnel:** Services conducted in the Engineering Research Building by or under Dr. Timothy Grotjohn and/or Dr. Sergey Baryshev and/or Elias Garratt

**Organization Type:** Michigan corporation

**Personnel Interest:** Dr. Timothy Grotjohn, a Professor in the Department of Electrical and Computer Engineering, and members of his family, have, or have options to buy, an interest in the company or are officers or paid employees of the company.

## SERVICE AGREEMENT TERM SHEET

<b>Party:</b>	XG Sciences, Inc.
<b>Agreement:</b>	MSU to perform technical testing services such as fabrication, characterization and/or analysis of graphene platelets used in conjunction with plastics.
<b>Term:</b>	Effective date – one year from the effective date of the agreement (April 17, 2020 or shortly thereafter)
<b>Potential Commercial Application:</b>	Lightweight polymer-reinforced composite products containing xGnP graphene
<b>Payment Terms:</b>	MSU will receive \$50,000 for testing services and expenses.
<b>Services Provided:</b>	By MSU to XG Sciences, Inc.: Testing services  By XG Sciences, Inc. to MSU: None contemplated under the agreement
<b>Use of University Facilities/Personnel:</b>	Testing will be directed and conducted by, or under the supervision of, Dr. Drzal and/or Dr. Per Askeland in facilities that are part of the Department of Chemical Engineering and Material Science
<b>Organization Type:</b>	Michigan corporation
<b>Personnel Interest:</b>	Dr. Lawrence Drzal, a Professor in the Department of Chemical Engineering and Material Science and members of his family own or have options to buy an ownership interest of more than 1% of the company.

## **OPTION AGREEMENT TERM SHEET**

<b>Party:</b>	Maid3 Inc.
<b>Agreement:</b>	Exclusive option in the field of digital drug design
<b>Technology:</b>	MSU technology disclosure TEC2018-0106 "Element Specific Algebraic Topology, Differential Geometry and Graph Theory Methods for Drug Design and Discovery" and corresponding patent applications in the family of PCT/US2019/025239 and US16/372,239. The parties may add or remove technologies under the agreement provided the change does not affect the financial consideration of the parties or the nature or extent of any pecuniary interest of MSU personnel.
<b>Term:</b>	One year from the effective date with a one-year extension for an additional fee
<b>Potential Commercial Application:</b>	Digital drug design
<b>Payment Terms:</b>	\$1,000 to MSU within 30 days of the effective date
<b>Services Provided:</b>	By MSU to Maid3 Inc.: None contemplated under the agreement  By Maid3 Inc. to MSU: None contemplated under the agreement
<b>Organization Type:</b>	Michigan corporation
<b>Personnel Interest:</b>	Dr. Guowei Wei, a Professor in the Department of Mathematics and members of his family own or have options to buy an ownership interest of more than 1% of the company.

## **RIGHTS ALLOCATION AGREEMENT TERM SHEET**

- Party:** Great Lakes Crystal Technologies, Inc.
- Agreement:** Allocation of rights in intellectual property and rights to carry out follow-on research, development, or commercialization. This agreement is required by the U.S. Department of Energy under the Prime Award (Contract No. DE-SC0020570) and relates to Sponsored Research Agreement Subcontract: "(STTR Phase I) "Large Diffraction Grade Single Crystal Diamonds Grown by CVD".
- Term:** Effective date to October 18, 2020, with option rights to MSU intellectual property developed under the grant extending to no more than 18 months thereafter.
- Rights Allocation:** Ownership of intellectual property rights created under the Subcontract described above shall be consistent with MSU's patent and copyright policies. Great Lakes Crystal Technologies, Inc. will have an option to acquire rights to MSU technology developed with the STTR funds provided under the subcontract.
- Organization Type:** Michigan corporation
- Personnel Interest:** Dr. Timothy Grotjohn, a Professor in the Department of Electrical and Computer Engineering, and members of his family, have, or have options to buy, an interest in the company or are officers or paid employees of the company.

## **AMENDED AND RESTATED LICENSE AGREEMENT TERM SHEET**

<b>Party:</b>	XG Sciences, Inc.
<b>Amended Agreement:</b>	Amendment from exclusive to non-exclusive license of patent rights in, and related to, US Patents 7,550,529 and 8,501,858 both entitled "Expanded Graphite and Products Produced Therefrom;" and US Patent 9,080,122 "Nanoparticle Graphite-Based Minimum Quantity Lubrication Method and Composition." The parties may add or remove technologies under the agreement provided the change does not affect the financial consideration of the parties or the nature or extent of any pecuniary interest of MSU personnel.
<b>Term:</b>	Effective date until the last of patents expire
<b>Potential Commercial Application:</b>	Compositions, production methods and use of graphene nanoplatelets, which have unique capabilities for energy storage, thermal conductivity, electrical conductivity, barrier properties and improvement of mechanical properties when incorporated in plastics and other materials
<b>Payment Terms:</b>	Amendments include deletion of the minimum annual royalty payment to MSU and retain royalties of between 2.0-4.0% on net sales varying by applicable field.
<b>Organization Type:</b>	Michigan corporation
<b>Personnel Interest:</b>	Dr. Lawrence Drzal, a Professor in the Department of Chemical Engineering and Material Science and members of his family own or have options to buy an ownership interest of more than 1% of the company.



## AMENDED RESEARCH AGREEMENT TERM SHEET

<b>Party:</b>	EeroQ Corporation
<b>Amended Agreement:</b>	Development of an on-chip charge sensor for single electron detection
<b>Term:</b>	Extended to June 30, 2021, the initial term was April 1, 2018 – June 30, 2019
<b>Potential Commercial Application:</b>	Quantum computing and sensing for applications in information processing and charge sensing
<b>Payment Terms:</b>	\$100,000 to MSU to continue funding the research
<b>Services Provided:</b>	By MSU to EeroQ Corporation: continue work toward development of a sensor  By EeroQ Corporation to MSU: None contemplated under this agreement
<b>Use of University Facilities/Personnel:</b>	Keck Microfabrication Facility at MSU in East Lansing
<b>Organization Type:</b>	Delaware corporation
<b>Personnel Interest:</b>	Johannes Pollanen, holder of the Jerry Cowen Chair of Experimental Physics and Assistant Professor in the Department of Physics and Astronomy, and members of his family own or have options to buy an ownership interest of more than 1% of the company.

### AMENDED SERVICE AGREEMENT TERM SHEET

<b>Party:</b>	National Pesticide Safety and Education Center ("NPSEC")
<b>Amended Agreement:</b>	MSU will continue to provide Executive Director services to the NPSEC.
<b>Term:</b>	Extended to March 26, 2020 from initial term of February 1, 2019 to January 31, 2020
<b>Payment Terms:</b>	\$146,412.65 to MSU in fees for service – no increase in fees under the amendment
<b>Services Provided:</b>	By MSU to NPSEC: Provide Executive Director services including, but not limited to: (1) oversight, establishment and operation of the governance structure for the NPSEC; (2) development, implementation and management of a business plan and budget; (3) marketing and communication services offered by NPSEC; (4) maintenance of quality control and efficiencies for NPSEC products and services; and (5) oversight of fiscal activities, budget management and financial practices  By NPSEC to MSU: None contemplated under the agreement
<b>Use of University Facilities/Personnel:</b>	Efforts of Mr. Tom Smith
<b>Organization Type:</b>	Michigan nonprofit corporation
<b>Personnel Interest:</b>	Mr. Tom Smith is the Associate Director of MSU's Institute of Agricultural Technology and is the Executive Director of the National Pesticide Safety and Education Center.

**INDEPENDENT CONTRACTOR AGREEMENT FOR ARTIST SERVICES  
TERM SHEET**

**Party:** Dr. Richard E. Sherman

**Agreement:** Non-exclusive services to engage local musicians for Wharton Center performances

**Term:** July 1, 2020 to June 30, 2023

**Payment Terms:** Commission to Dr. Sherman in the amount of 10% of the fee paid to local musician(s)\*

**Services Provided:** By MSU to Dr. Sherman: None contemplated under the agreement

By Dr. Sherman to MSU: Identify and engage local musicians for Wharton Center performances according to the instructions provided by the touring engagement's musical director, coordinator, or orchestra conductor or by MSU when applicable; schedule and administer the operation of musical services, pay local musicians directly for service and cartage of instruments; attend first rehearsal and be on call for additional services; and provide itemized settlement for touring engagement

**Organization Type:** Dr. Sherman is acting as an individual.

**Personnel Interest:** This contract will be directly between Dr. Sherman, a Professor in the College of Music, and MSU.

\*The base rate for musician fees for the 2020-2021 performance season is \$149 per service and \$85 per sound check session. Local musicians required to play two or more closely related instruments, referred to as doubling, will be paid an additional 20% for the first double and an additional 10% for each additional double. A flat rate of \$100 will be included for large instrument transportation and/or instruments that require additional loading time and/or require the musician to arrive early.

# MICHIGAN STATE UNIVERSITY

May 15, 2020

## MEMORANDUM

**To:** Board of Trustees

**From:** Committee on Audit, Risk and Compliance

**Subject:** Code of Ethics and Conduct

### **RECOMMENDATION**

The Trustee Committee on Audit, Risk and Compliance recommends that the Board of Trustees adopt the Code of Ethics and Conduct included as Attachment A hereto.

### **RESOLUTION**

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby adopts the Code of Ethics and Conduct included as Attachment A hereto.

### **BACKGROUND**

The people of Michigan, through the State Constitution, established the Board of Trustees of Michigan State University and granted the Board general supervision of the University. The Board is committed to governing the University in a manner that is ethical and consistent with the standards and expectations of the community, while exercising the authority granted in the Constitution and upholding the mission of the University.

In 2006, the Board of Trustees adopted Policy 01-01-10 (Board of Trustees Conflict of Interest) to address conflicts of interest among Board members and enhance public confidence in the Board as it carries out its public trust. The Board now desires to take the additional step of adopting a Code of Ethics and Conduct to reaffirm and reinforce its commitment to a culture of compliance, ethics, and accountability.

Once adopted, Trustees will affirm their commitment to the Code upon joining the Board and annually thereafter.

cc: S. Stanley, T. Sullivan, N. Beauchamp, N. Barr, B. Quinn, M. Zeig,  
M. Tarrant



### **Board of Trustees**

Hannah Administration Building  
426 Auditorium Road, Room 450  
East Lansing, MI 48824

517-353-4647  
Fax: 517-355-4670  
trustees.msu.edu

## Michigan State University Board of Trustees Code of Ethics and Conduct

The Board of Trustees of Michigan State University is committed to governing the University in a manner that is ethical and consistent with the standards and expectations of the community, while exercising the authority granted in the Constitution of the State of Michigan and upholding the mission of the University.

Accordingly, members of the Board of Trustees agree to uphold and hold each other accountable for the following standards:

1. We will perform our responsibilities ethically, honestly, with integrity, and otherwise in compliance with University policies and applicable law.
2. We will dedicate the time and effort needed to responsibly and capably perform our duties as members of the governing body of the institution and thoroughly prepare for, regularly attend, and actively participate in board meetings and committee meetings.
3. We will avoid conflicts of interest and appearances of impropriety, and otherwise conduct ourselves in a manner that conforms with the [Board of Trustees Conflict of Interest Policy](#).
4. We will not accept special benefits or anything of value for ourselves or others in consideration of performing our duties as a Trustee, other than approved University resources and courtesies and the reimbursement of authorized expenses.
5. We will exercise responsible stewardship, uphold our fiduciary duties to the University and the State of Michigan, and ensure necessary and proper controls safeguarding public resources and the integrity of University business are in place and observed, with periodic auditing by the Office of Audit, Risk and Compliance, reporting directly to the Trustee Committee on Audit, Risk and Compliance.
6. We will maintain and respect the confidentiality of University records and information, including personnel information and student records; will not disclose nonpublic information, including privileged attorney/client communications, without proper authorization; and will not misuse or exploit for personal benefit any records or information to which we obtain special access as a result of our position.
7. We will uphold our role as the supervisory and policymaking body of the institution; properly elect, support, and evaluate the President; and avoid involvement in administrative matters not subject to the direct authority of the Board.
8. We will support open communication, transparency, and the free expression of ideas and will not condone any form of deceit, incivility, intimidation, silencing, or retaliation.
9. We will communicate through the President, Secretary of the Board of Trustees, or other administrator designated by the President when conducting official University business, as contemplated by the Bylaws of the Board of Trustees.
10. We will support the Chairperson of the Board of Trustees and their designee as the source of official communications and statements to the University community and the media on behalf of the Board.

## Michigan State University Board of Trustees Code of Ethics and Conduct

11. We will think independently and make informed decisions based on what is in the best interests of the institution and the advancement of higher education, yet support the majority decision of the Board and work cooperatively with fellow Board members and the Administration to advance the goals of the institution.
12. We will commit ourselves to the principles of federal and state law guaranteeing equal opportunity and nondiscrimination; support an environment that respects the rights and opinions of all people; and ensure complaints of discrimination, harassment, and retaliation are properly investigated and addressed in accordance with University policy and applicable law.

### **Reporting and Enforcement**

Concerns regarding potential violations of this Code of Ethics and Conduct or unethical behavior by any member of our community, including members of the Board of Trustees, should be reported to the Office of Audit, Risk and Compliance, without fear of retribution. Concerns may also be submitted anonymously to the Misconduct Hotline.

Purported violations of this Code of Ethics and Conduct will be appropriately investigated by the Office of Audit, Risk and Compliance and a report will be provided to the Trustee Committee on Audit, Risk and Compliance, including recommendations for corrective action with regard to confirmed violations. Recommended corrective actions may range from censure to referral to the Governor for review and consideration pursuant to MCL 168.293.

False reports of violations of this Code of Ethics and Conduct should not be made for the purpose of discrediting or otherwise harming the reputation of an individual.

Adopted: 05/15/2020

# MICHIGAN STATE UNIVERSITY

May 15, 2020

**REVISED**

## MEMORANDUM

**To:** Board of Trustees

**From:** Committee on Audit, Risk and Compliance

**Subject:** Revisions to Policy 01-01-10 (Conflict of Interest)

### **RECOMMENDATION**

The Trustee Committee on Audit, Risk and Compliance recommends that the Board of Trustees approve the revisions to Policy 01-01-10 (Conflict of Interest) shown in Attachment A hereto.

### **RESOLUTION**

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves the revisions to Policy 01-01-10 (Conflict of Interest) shown in Attachment A hereto.



### **Board of Trustees**

Hannah Administration Building  
426 Auditorium Road, Room 450  
East Lansing, MI 48824

517-353-4647  
Fax: 517-355-4670  
trustees.msu.edu

### **BACKGROUND**

The people of Michigan, through the State Constitution, established the Board of Trustees of Michigan State University and granted the Board general supervision of the University. As stated in the Bylaws of the Board of Trustees, "the Constitution confers upon the Board of Trustees the freedom, power, and responsibility to develop a free and distinguished university and to promote the welfare of mankind through teaching, research and public service."

Policy 01-01-10 regarding Board of Trustees Conflict of Interest was adopted on December 6, 2006 to enhance public confidence in the Board as it carries out its public trust. The proposed revisions to the Policy are intended to enhance and clarify existing processes and procedures for identifying and addressing conflicts of interest.

cc: S. Stanley, T. Sullivan, N. Beauchamp, N. Barr, B. Quinn, M. Zeig,  
M. Tarrant

## BOARD OF TRUSTEES CONFLICT OF INTEREST POLICY

01-01-10

The people of Michigan, through the State Constitution, established the Board of Trustees of Michigan State University and granted the Board general supervision of the University. "The Constitution confers upon the Board of Trustees the freedom, power, and responsibility to develop a free and distinguished university and to promote the welfare of mankind through teaching, research and public service." Preamble, Michigan State University Board of Trustees Bylaws. In carrying out its public trust, the Board of Trustees has adopted this policy to enhance public confidence in the Board.

- I. **Fiduciary Responsibilities.** Trustees will act in a manner consistent with their fiduciary responsibilities to the University. Trustees will place the University's interests ahead of their private interests. Trustees will exercise their powers and duties in the best interests of the Board and the University and for the public good.
- II. **Conflict of Interest.** (a) A conflict of interest exists when a Trustee's financial interests or other opportunities for personal benefit may compromise, or reasonably appear to compromise, the Trustee's independence of judgment in fulfilling his/her Board duties. (b) Trustees will endeavor to remain free from the influence of, or the appearance of, any conflicting interest in fulfilling their Board duties. Trustees will exercise care that no detriment to the University results from conflicts between their interests and those of the University. (c) Trustees will attempt to refrain from accepting duties, incurring obligations, or engaging in activities that would be incompatible with, or in conflict with, their Board duties.
- III. **Contracts.** No Trustee shall have a pecuniary interest, whether direct or indirect, in any contract with the University that would induce or have the potential to induce action on the part of the Trustee to promote the contract for his/her own personal benefit.
- IV. **Use of Authority/Information.** Trustees will not use their positions, or any privileges or information attendant to their offices, to obtain or provide others with a benefit that is inconsistent with the University's interests.
- V. **Outside Influence.** No Trustee will solicit or accept any gift, loan, or other thing of value, or the promise thereof in the future, from anyone outside the University which would tend to influence improperly the manner in which the Trustee performs his/her duties.
- VI. **Competition with University.** No Trustee will knowingly compete with the University for any property, asset, or opportunity which may be of interest to the University, unless the University has been informed of the opportunity on a timely basis and has declined to act on it.
- VII. **Diversion of Opportunity.** No Trustee will divert to another individual or entity an opportunity which may be of interest to the University, unless the University has been informed of the opportunity on a timely basis and has declined to act on it.
- VIII. **Disclosure of Conflicts.** If a Trustee believes that he/she may have a conflict of interest or is notified of a complaint of non-compliance with this Policy, the Trustee shall promptly and fully disclose the details of the potential conflict to the Secretary to the Board of Trustees and shall refrain from participating in any way in the matter to which the conflict relates until the conflict question has been resolved. The Secretary to the Board of Trustees shall inform the Chairperson of the Board, the President, and the



General Counsel of all conflict of interest questions which have been disclosed to the Secretary.

IX. Determining Conflicts. The opinion of the General Counsel shall be final with regard to determining compliance with this Policy.

X. Addressing Conflicts. If it is determined that a conflict of interest exists, the Chairperson of the Board, ~~and~~ the President, and the General Counsel shall work with the affected Trustee to address the conflict and explore alternative arrangements that would eliminate the conflict. If after reasonable efforts, it is not possible to reach a mutually acceptable alternative arrangement, the transaction shall be prohibited.

XI. Violations. If a Trustee fails to disclose a conflict of interest or a conflict is otherwise discovered after the fact, the matter shall be forwarded to the Office of Audit, Risk and Compliance for review and corrective action.

~~VIII.~~XII. Trustees Emeriti. This Policy shall apply to Trustees Emeriti for a period of one year following the end of their term of office.

~~IX.~~XIII. Interpretation. This Policy is to be interpreted and applied in a manner that will best serve the interest of the University.

~~X.~~XIV. State Law. This Policy is in addition to any obligations imposed on a Trustee by the State law on conflicts of interest, P.A. 1968, No. 317, MCL 15.321 et seq.

Enacted: 12/06/2006

Amended: 05/15/2020

**MICHIGAN STATE UNIVERSITY  
BOARD OF TRUSTEES RESOLUTION  
Broadcast Journalist Scott Pohl  
May 15, 2020**

The Board of Trustees of Michigan State University today extends its thanks and best wishes to Scott Pohl upon his retirement after 35 years with WKAR, MSU's public radio station.

Mr. Pohl has worked as a producer, reporter, host, and anchor over his years at WKAR, covering people, issues, and events of interest and importance to the region. For many years he has hosted National Public Radio's "Morning Edition" and call-in programs on WKAR and contributed to the "Current State" public affairs program.

Starting at Jackson College and completing his bachelor's degree in telecommunications at Michigan State in 1979, he began at WKAR in 1984. He previously was associated with the Michigan News Network, WFMK in East Lansing, WKHM in Jackson, and WALM in Albion.

Over the years, his work brought him into contact with students, faculty, administrators, lawmakers and

government officials, everyday people and newsmakers, and notable fellow broadcasters. He developed a strong connection to the arts and culture over his career, recording interviews with musicians and performers, writers and other artists, and himself is active in local theater.

He featured authors in MSU's One Book One Community program each year and, for many years, lent his voice to announce graduates' names in MSU commencement ceremonies.

Among his longtime reporting beats were the administration and the Board of Trustees of MSU, which he covered with fairness and professionalism.

Mid-Michigan loses a familiar and trusted voice with his retirement, but the Board is confident he will be a continuing presence in the public and creative life of the community.

Therefore, be it resolved that the Board salutes Scott Pohl on reaching this professional milestone and wishes him an active and fulfilling retirement.