

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

December 18, 2020

President Stanley called the meeting of the Board of Trustees to order at 8:05 a.m. via livestream.

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

University officers present: President Stanley, Provost and Executive Vice President Woodruff; Executive Vice Presidents Beauchamp and Woo; Senior Vice President Gore; Vice President and General Counsel Quinn; Secretary Barr; Vice Presidents Bales, Beekman, Bollman, Byelich, Guerrant, Haas, Heil, Swain and Wilbur; and Interim Vice President Gage. Faculty liaisons present: Richard Fulton, Jennifer Johnson, and Anna Pegler-Gordon.

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

1. On a motion by Trustee Foster, supported by Trustee Byrum, the **BOARD VOTED to approve** the agenda.
2. On a motion by Trustee Knake Jefferson, supported by Trustee Foster, the **BOARD VOTED to approve** the minutes of the October 30, 2020 Board of Trustees meeting.
3. Public Participation
 - a. Jack Hiss – Swimming and Diving
 - b. Peter Corsetti – Swimming and Diving
 - c. Travis Nitkdewicz – Swimming and Diving
 - d. Lauren Phillip – Tuition reduction for the CVM classes of 2023 and 2024
 - e. Breanna Demaline – Tuition Reduction for CVM Classes of 2023 and 2024
 - f. Joshika Chande – Tuition Reduction for CVM Classes of 2023 and 2024
 - g. Emily Trudder – Trustee Ferguson and Scott’s Involvement in the Muskegon Property Deal
 - h. Kaleigh Hodges – Trustee Byrum’s Leadership Related to Survivors
 - i. Shannon Hill – Healing Fund
 - j. Michelle Weiszbrod – Healing Fund and Service Dogs
 - k. Ashleigh Weiszbrod – Healing Fund and Service Dogs
 - l. Valerie Von Frank – Leadership

4. President's Report

President Stanley provided the following report to the Board:

I want to begin by thanking all those we heard from during the public comments part of our agenda today. I know it is very difficult to come forward and speak but thank you for doing that. Today is the last day of exam week for the Fall 2020 semester, a semester that has been challenging in many ways. More than 2,600 students have earned undergraduate and graduate degrees under very difficult circumstances. We are celebrating those graduates with special webcast today and tomorrow on MSU's commencement website and I encourage you to attend. We have three highly accomplished alumni speakers, Marc de Tienda, Professor of Sociology and Public Affairs at Princeton University, will address doctoral degree recipients; Todd Penagor, President and CEO of Wendy's, will speak at the Master's Degree ceremony; and former Spartan stand out and NBA champion, Draymond Green, will address baccalaureate degree recipients. We are looking forward to honoring graduates in person later when we can safely do so.

I also have some good news to share today about graduation rates. MSU's six-year graduation rate rose more than half a percentage point to 81.3 percent this year. We have seen the increases every year the last six years and that is a significant accomplishment. Among groups this year, we saw the rate for African Americans, or Black students, increase two percentage points and it rose three percentage points for Hispanic students. It is up seven percentage points for Asian students, it rose 11 points for Hawaiian Pacific Islander students, and it increased 14 percentage points for American Indian and Alaska native students. It also rose two percentage points for international students. We are very happy to see all those increases but we know we have more work to do and the Provost and her team has been working very hard to support students and close achievement gaps among underrepresented groups.

We also announced that we will reinstate our two-year campus residency requirement to further enhance MSU student support. The requirement has been waived since the 1980s but will restart with next fall's first year entering class. The research we have done and the evidence that we have collected is absolutely clear, students living on campus their first two years have significantly higher graduation rates than those living on campus only one year. For all students it is about 2.4 percentage points, but for some student groups that difference is much greater, particularly in minoritized student groups. We are so proud of all our students at MSU, our graduates and those who are working towards their degrees. Student success is a critical part of our work going forward.

I also want to offer congratulations now to two very successful students who earned highly competitive scholarships. Honors College senior Brent Strom, a College of Natural Science Physiology major is MSU's 20th Marshall Scholar. That scholarship supports up to three years of study in the United Kingdom. Mesa Sitar,

an Honors College senior in the College of Social Science is just the fifth Spartan to be named a Mitchell Scholar. The Mitchell scholarship goes to 12 undergraduates nationwide and funds a year of study in Ireland. I also want to make note that, and we will talk about them later, the 29 graduating seniors this semester who recorded cumulative 4.0 grade point averages at MSU. We all know that is a remarkable achievement. I am also very proud of MSU's talented faculty several of whom were honored recently by their peers. Nine were recognized as being among the most highly cited researchers in the world in 2020 and four faculty members were named fellows by the American Association for the Advancement of Science. I want to congratulate all of them, and you can read about them online at MSU Today. MSU economist, Lisa Cook, was selected to serve on President-elect Joe Biden's transition team. She is helping review agencies with the transition's Federal Reserve, Banking and Security Regulators group.

MSU has been recognized for the third year for entrepreneurship education by the Princeton Review. MSU rose to number 14 among the top 25 programs in the U.S. Princeton Review also ranks MSU among the nation's most environmentally responsible colleges and universities. These recognitions are well earned and MSU is also continuing to work to become a leader in prevention and response to relationship violence and sexual misconduct. We recently opened a Sexual Assault Healthcare Program, a free, first-response resource for survivors of sexual assault. It is the first such on-campus program in the nation and was recommended by our RVSM expert advisory work group as we work to comprehensively address sexual assault at MSU.

Looking to spring semester, we are continuing to monitor the pandemic and work with the state to keep our community safe. I continue to be so grateful for the University community's response to need and its continued adapting to the challenges posed by the pandemic. Remarkably, through the efforts of our amazing students, faculty, and staff, we have been able to carry on MSU's mission and our vital research, scholarship, innovation, and creative work in the midst of the outbreak.

The vaccine advances are so encouraging. My eldest daughter, who works on the front line of Covid-19, received her first dose of the vaccine yesterday. I can see light at the end of the tunnel. But, as we think about spring, we must maintain the key actions to prevent transmission including mask-wearing, social distancing and avoiding indoor gatherings, while awaiting the completion of the most ambitious vaccination program in U.S. history. We are implementing additional safety measures for Spring semester. Undergraduates returning to campus for any reason are being asked to get a flu vaccine. Everyone who can, should get a flu shot this season to reduce morbidity and mortality from the flu and to avoid dual infections, which we can be quite dangerous, and to prevent the overwhelming of our health systems. Student organizations are also being told to quarantine and to continue monitoring themselves for Covid-19 symptoms. Undergraduates who will be on campus for any reason will be required to participate in our Covid-19 early

detection testing program. This will include testing upon their return to campus and at regular intervals afterwards.

We are encouraging faculty, staff, and off-campus students to participate in the screening program too. MSU experts are using new grant funding to help expand testing for the novel coronavirus in wastewater in Detroit and around the state which can provide communities warning about the presence of Covid-19. I am also pleased to note that the College of Human Medicine's Dr. Mona Hanna-Attisha was selected to serve on the Protect Michigan Commission and to support educational efforts around Covid-19 vaccination. Hers will be a trusted voice to help guide this critical public health program. I want to give a shout out to more than 40 College of Nursing fall graduates who will soon be joining the front lines of health care as our nursing physician graduates did last spring. These and other Spartans are continuing to step up to serve at a critical time and I cannot think of better examples of what it means to be a Spartan.

I now want to mention a long time Spartan leader who has wrapped up his career at MSU. Jim Cotter, who was most recently was Director of The Varsity S Club in the Athletics Department, led the Office of Admissions as part of his 36-year career at MSU. Jim has the title Executive Director of Admissions Emeritus for his years of distinguished service and I offer my thanks for his work and wish him the best.

Finally, as we end the year, we are also saying goodbye to two Trustees who are finishing their tenure on the board, Brian Mosallam and Joel Ferguson. Their board resolutions will provide a much fuller accounting of their impressive resumes and significant accomplishments, so, I would keep my comments brief. Both Trustees have been extraordinarily helpful to me since I arrived in MSU and their service and commitment to the university is absolutely clear. I came to know Brian as a proud Spartan committed to service to his alma mater. He was a highly accomplished student athlete at MSU, and I was surprised to learn not that he graduated cum laude with a degree in Engineering Arts, but he played the offensive line for the Spartans. On the board he focused on welfare and was a staunch advocate for all the MSU Community. Both students and faculty and praised him for his responsiveness to their issues. I know he always stood up for what he thought was right and it is he said that he always acted in a way that would make his mother and father proud. Joel Ferguson, also a proud Spartan is MSU's longest-serving Trustee and, as I learned, a powerful and influential presence in Michigan's business, civic and political communities. Even before I officially started, Joel was instrumental in introducing me to many civic leaders in Michigan and helped me greatly with my understanding keys Issues in the community. His knowledge and experience made him a go-to person for me in understanding how MSU works and I greatly appreciate his mentorship. Trustees Mosallam and Ferguson, you both bleed green and I thank you for your support and your service. I know you will continue to show your extraordinary devotion to MSU, and I look forward to working with you both in the future.

This ends my remarks and I will conclude by wishing everyone who is with us today and throughout the Spartan Community a safe and happy holiday season.

5. Gift, Grant and Contract Report

Interim Vice President Gage presented the Gifts, Grants and Contracts Report for the period of August 14, 2020 through November 16, 2020. The report is a compilation of 767 Gifts, Grants and Contracts plus 11 Consignment/Non-Cash Gifts, with a total value of \$193,048,282.

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

THE BOARD VOTED to approve the recommendation.

6. Research Presentation

Interim Vice President Gage introduced Dr. Emilio Moran, Hannah Distinguished Professor, Geography Environment Spatial Sciences, who gave a presentation entitled “Innovative Solutions for Off-Grid Communities: Food, Water, and Energy Challenges in the Amazon Basin.” (Appendix A)

7. Personnel Actions

Provost Woodruff presented the following personnel actions:

Galvao, Antonio, AY—Professor (Frederick S Addy Distinguished Chair), Department of Economics, with Tenure, effective August 16, 2021.

Basuroy, Suman, AY—Professor, Department of Marketing, with Tenure, effective January 1, 2021.

Cheruvellil, Kendra, Professor, AY, Lyman Briggs College, for an added title of Interim Dean, Lyman Briggs College, AN, and a change in salary, effective December 18, 2020.

Finn, Mary, Interim Dean, AN, College of Social Science, for a change in title to Dean, AN, College of Social Science, and a change in salary, effective January 1, 2021.

The following actions include tenure recommendations which were delayed last Spring, recommended by the Department Chairpersons/School Directors, the Deans, and the Provost in accordance with the tenure rules.

The following promotion(s) include the award of tenure and are recommended to be effective January 1, 2021.

Li, Chenxi, promotion to Associate Professor with tenure, Epidemiology and Biostatistics.

Schrenk, Matthew, promotion to Associate Professor with tenure, Earth, and Environmental Sciences.

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

THE BOARD VOTED to approve the recommendations.

8. Committee on Budget and Finance

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

A. External Investment Advisory Subcommittee Member Appointment

The Trustee Committee on Budget and Finance recommends that the Board of Trustees reappoint Randy Cowen to the Investment Advisory Subcommittee.

BE IT RESOLVED that the Board of Trustees of Michigan State University hereby reappoints Randy Cowen as an external member of the Investment Advisory Subcommittee for a three-year term commencing January 1, 2021.

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

THE BOARD VOTED to approve the recommendation.

B. Project Approval—Authorization to Proceed—T.B. Simon Power Plant - Plant Modernization - Medium Pressure Steam Boiler

The Trustee Committee on Budget and Finance recommends that the Board of Trustees authorize the Administration to proceed with replacement of steam production capacity for campus.

BE IT RESOLVED that the Board of Trustees of Michigan State University hereby authorizes the Administration to proceed with the project entitled “T.B. Simon Power Plant - Plant Modernization - Medium Pressure Steam Boiler” with a total project budget of \$17,775,000.

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

THE BOARD VOTED to approve the recommendation.

C. Henry Ford Health System Master Affiliation Agreement

The Trustee Committee on Budget and Finance recommends that the Board of Trustees authorize the Administration to (i) enter into a long-term affiliation with Henry Ford Health System, (ii) form a new non-profit corporation with Henry Ford Health System to further the affiliation, and (iii) appoint individuals to act as the University's representatives to the corporation and to serve as board members of the corporation.

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby authorizes the Administration to negotiate and execute agreements and ancillary documents for the purpose of entering into a long-term affiliation with Henry Ford Health System, upon such terms and conditions as may be acceptable to the President; and

BE IT FURTHER RESOLVED, that the Board of Trustees hereby authorizes the Administration to negotiate and execute agreements and ancillary documents and take all action necessary to form a new non-profit corporation with Henry Ford Health System to carry out the purposes of the affiliation; and

BE IT FURTHER RESOLVED, that the Board of Trustees hereby authorizes the President to make the initial appointments of individuals to act on the University's behalf as a member of the corporation and to represent the University on the new corporation's board of directors.

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

THE BOARD VOTED to approve the recommendation.

9. Committee on Academic Affairs

Trustee Byrum presented the Trustee Academic Affairs Committee Report and the following recommendations and resolutions.

A. Presidential Performance Evaluation Policy

The Trustee Committee on Academic Affairs recommends that the Board of Trustees adopt the Presidential Performance Evaluation Policy included as Attachment A hereto.

BE IT RESOLVED that the Board of Trustees of Michigan State University hereby adopts the Presidential Performance Evaluation Policy included as Attachment A hereto. (Appendix B)

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

THE BOARD VOTED to approve the recommendation.

Trustee Byrum stated that in addition to discussing the presidential performance evaluation policy, the Board received updates on administrator and dean searches from President Stanley and Provost Woodruff.

Trustee Byrum presented a statement on the first-year presidential evaluation. (Appendix C)

10. Committee on Audit, Risk and Compliance

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

A. Approval of Contract Terms

The Trustee Committee on Audit, Risk and Compliance recommends that the Board of Trustees approve a contract between Michigan State University and *Corporation For Digital Scholarship*, a Virginia corporation, in which MSU faculty member Dr. Sharon Leon holds a financial interest.

BE IT RESOLVED that the Board of Trustees of Michigan State University hereby approves a service agreement with *Corporation For Digital Scholarship* consistent with earlier public notice and with a “Services Agreement Term Sheet” presented to the Board. (Appendix D)

The Trustee Committee on Audit, Risk and Compliance recommends that the Board of Trustees approve a contract between Michigan State University and *EXOForce Robotics Inc.*, a company in which MSU faculty members Dr. Christopher Contag and Dr. Anna Moore hold a financial interest.

BE IT RESOLVED that the Board of Trustees of Michigan State University hereby approves an option agreement with *EXOForce Robotics Inc.* consistent with earlier public notice given at a Board meeting and with an “Option Agreement Term Sheet” presented to the Board. (Appendix E)

The Trustee Committee on Audit, Risk and Compliance recommends that the Board of Trustees approve a contract between Michigan State

University and *Mid-Michigan Research LLC*, a Michigan limited liability company, in which MSU faculty member Dr. Harold J. Schock holds a financial interest.

BE IT RESOLVED that the Board of Trustees of Michigan State University hereby approves a service agreement with *Mid-Michigan Research LLC* consistent with earlier public notice and with a “Services Agreement Term Sheet” presented to the Board. (Appendix F)

The Trustee Committee on Audit, Risk and Compliance recommends that the Board of Trustees approve a contract between Michigan State University and *Motion Grazer AI, Inc.*, a company in which MSU faculty members Dr. Madonna Benjamin, Dr. Daniel D. Morris and Michael Lavagnino hold a financial interest.

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves an option agreement with *Motion Grazer AI, Inc.*, consistent with earlier public notice given at a Board meeting and with an “Option Agreement Term Sheet” presented to the Board. (Appendix G)

Board of Trustees approve a contract between Michigan State University and *MwAPATA Institute*, a Malawi corporation-not for profit, in which MSU faculty member Dr. Richard Mkandawire holds a financial interest.

BE IT RESOLVED that the Board of Trustees of Michigan State University hereby approves a service agreement with *MwAPATA Institute* consistent with earlier public notice and with a “Services Agreement Term Sheet” presented to the Board. (Appendix H)

The Trustee Committee on Audit, Risk and Compliance recommends that the Board of Trustees approve a contract between Michigan State University and *Will Winn Games, Inc.*, a company in which MSU faculty member Brian Winn holds a financial interest.

BE IT RESOLVED that the Board of Trustees of Michigan State University hereby approves a license agreement with *Will Winn Games, Inc.* consistent with earlier public notice given at a Board meeting and with a “License Agreement Term Sheet” presented to the Board. (Appendix I)

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

THE BOARD VOTED to approve the recommendations.

11. Committee on Student Life and Culture

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

The Committee on Student Life and Culture discussed proposed updates to the Counseling and Mental Health Services Fund.

In September 2019, the University established a new Counseling and Mental Health Services Fund. At that time, Trustees identified a new fund administrator to better serve survivors and their families, including the ability to speak directly with dedicated, trauma-informed representatives. Since that time, the new fund has been regularly evaluated and enhanced. This includes expanding eligible services to include telehealth, in-patient treatment, and pharmacy services, as well as services administered by a broader range of licensed health professionals. And we are pleased to announce that we are in the process of implementing additional enhancements, such as adding online fillable reimbursement forms and the coverage of additional prescriptions and service and support animals.

We remain committed to supporting those in need of treatment and hope the regular review of and continued improvements to the fund will positively benefit those it serves.

Additional information about the fund can be found on the MSU Our Commitment webpage.

12. Chairperson's Report and Trustee Comments

Chairperson Byrum wished everyone a happy holiday. She acknowledged that it has been a very stressful year for students, faculty, and staff. She thanked everyone for their persistence and is hopeful that the vaccine will lead into a new year with social interactions and lives getting back to a more normal cadence. Chairperson Byrum congratulated Dr. Mary Flynn as the new Dean of the College of Social Science and Dr. Kendra Cheruvellil as the Interim Dean of Lyman Briggs College. She noted that this is also Fall graduation week and extended her congratulations to the 2,600 MSU students who are graduating with their undergraduate and graduate degrees. Chairperson Byrum said that she wanted to recognize the Board of Trustees Scholarship Award recipients for Fall 2020. She congratulated the 29 graduating seniors receiving the honor noting that the Board of Trustees scholarship awards are granted at each commencement to graduating seniors with a 4.0 cumulative grade point average. Chairperson Byrum stated that the Board would say goodbye to two members today, Joel Ferguson and Brian Mosallam. She presented a resolution to Trustee Mosallam. (Appendix J) Chairperson Byrum noted that Joel Ferguson has served MSU for 33 years, six terms as chairperson and five terms as vice chair. She thanked him for his service and asked Trustee Foster to present his resolution as she has served the longest with him as a colleague and a Trustee on the Board.

Trustee Foster thanked Trustee Ferguson for his 33 years of service on the MSU Board of Trustees. She noted that she was honored to have served 16 years, or half that time with him. Trustee Foster stated that they began their relationship as colleagues back in 1991, a relationship which quickly evolved into a binding and special friendship. She said that she proudly served as Trustee Ferguson's vice chair of the Board for six years. Trustee Foster noted that they have worked together in a collaborative and bi-partisan way under six university presidents and shared the excitement and successes of many Spartan victories together. She said that she sincerely encourages their successors to govern in the bi-partisan and collaborative way they have always done. Trustee Foster said that Trustee Ferguson's generosity at MSU and in the greater Lansing community is a hallmark. She said that she can honestly say there is no one who has done more to support teens, especially young men of color, than Trustee Ferguson. She noted that Trustee Ferguson is a respected role model for his mentoring, encouragement, and support that has made a difference in so many lives, most notably perhaps, a teen by the name of Irvin Johnson, who he encouraged and counseled nearly 50 years ago. She noted that Trustee Ferguson has generously donated to many organizations in the community including the Boys and Girls Clubs, the Lansing Promise, and as the longest sponsor of Lansing Youth Basketball. Trustee Foster stated that President Bill Clinton honored Trustee Ferguson with a NCCAP lifetime achievement award and if there were only one word to describe him, it would be perseverance. She noted that he never gives up, and always keeps pushing for what he believes in. Trustee Foster stated that their friendship is enduring and that she is going to miss him on the Board, but to quote him in his own words, "the best is yet to come." She thanked Trustee Ferguson for his service and presented him with a resolution. (Appendix K) Trustee Foster also thanked Trustee Mosallam for his time and service to the Board and gave her best wishes to him and his family.

Vice Chairperson Kelly said that he hoped that the public participation portion of the meetings would improve going forward so that speakers would not be cut off during their comments. He thanked Trustee Ferguson for his service and noted his impact on MSU over the years. Vice Chairperson Kelly said that during his tenure, Trustee Ferguson was involved in selecting multiple presidents, provosts, coaches, and athletic directors. He thanked Trustee Ferguson for his friendship and noted that he always has been gracious and has treated the Kelly family as his own. Vice Chairperson Kelly thanked Trustee Mosallam for his service and noted that while he portrays himself as a modern man, he has old-fashioned values. He stated that Trustee Mosallam is loyal and stays true to what he believes no matter how difficult. Vice Chairperson Kelly stated that this was evident during the difficult times as MSU. He said that he looked forward to seeing both Trustees Ferguson and Mosallam at future events and supporting MSU.

Trustee Knake Jefferson read a prepared statement. (Appendix L)

Trustee Scott acknowledged those who spoke on behalf of the swimming and diving program. She noted that she had the opportunity to talk with many of the supporters and it is her hope that while they may not like the decision that has been made, that they do understand that significant change was needed to create the fiscal stability for MSU Athletics and to provide the support that is essential for MSU's athletes to excel. Trustee Scott thanked Trustee Knake Jefferson for her statement following her examination of now nine thousand documents. She noted that Trustee Knake Jefferson used her profound experience, expertise and ethics to provide an analysis of the procedural policies and failures of oversight that allowed Larry Nassar and William Strample to operate the way that they did for so long with impunity. Trustee Scott stated that she believes the public should have access to the documents once all the related litigation has concluded. She said that she hopes it brings the public some solace knowing that someone with Trustee Knake Jefferson's integrity and foresight has ensured, and will continue to ensure, that there is no cover-up by the university. Trustee Scott bid farewell to Trustee Mosallam noting his leadership and thanking him for making the tough decisions. She wished him the best as he returns to private life with his family. Trustee Scott noted the significance of having the opportunity to serve with Trustee Ferguson, who was a Trustee when she was a student at MSU. She thanked him for being a source of support, encouragement, and mentorship in her role as Trustee. She also thanked him for stepping down from the presidential search committee to allow her, a new Trustee, to have that opportunity to serve in such an important role. Trustee Scott noted Trustee Ferguson's many contributions to the success of MSU including academics, increased enrollment of minority students, the hiring of Coach Izzo, support for the Multicultural Center and the Women's Center, of DEI initiatives and improvements of facilities across campus. She said that he has contributed immensely to MSU's success over the decades and has worked tirelessly. Trustee Scott said that it is now time for Trustee Ferguson to enjoy all that he has labored for over his many years of service. She said that words were not enough to express how much he will be missed, and she hopes that God continues to grant him sound health, mercy, and blessings. She said that she hopes that Trustee Ferguson finds life after the Board of Trustees filled with endless games of golf, sweet memories, and joy. Trustee Scott congratulated the outgoing seniors and those who received the Board of Trustees Scholarship Award. She said that she hoped to be part of the virtual celebrations and wished everyone a very happy holiday.

Trustee Tebay thanked Provost Woodruff for the appointment of Dean Mary Finn noting that she is a fabulous choice for the College of Social Science. She wished Dean Finn the best and said that she is looking forward to working with her. Trustee Tebay congratulated all the students receiving the Board of Trustees Scholarship Award and commended them for all their hard work. She apologized to the public speaker who was cut off during her comments and said that she was happy to continue the conversation. Trustee Tebay addressed the healing fund and apologized for how long it has taken to get it to a place where the Board can be confident of the level of support that is being provided. She thanked Ashleigh

Weiszbrod and her mother for speaking during public comment and educating everyone of the importance of a service dog. Trustee Tebay noted that she has received numerous messages from survivors on the importance of service dogs and how monumental they can be in a survivor's life. She said that she has since been working with her colleagues to make sure that service dogs are covered. Trustee Tebay thanked Trustee Knake Jefferson for her leadership in reviewing the documents noting that she is still working to get through the documents. Trustee Tebay wished Trustee Ferguson all the best and noted that he has literally been on the Board her entire life and signed both of her degrees. Trustee Tebay thanked Trustee Mosallam for his friendship and for taking her under his wing. She said that he was like a big brother to her on the Board and she thanked him for always being so gracious to her family. Trustee Tebay said that Trustee Mosallam always stood up for what he believed in and always fought to do what was right. She stated that she expected to continue to see him on campus and at events.

Trustee Mosallam congratulated Dean Mary Finn on her appointment. He apologized to Valerie Von Frank for being cut off during public comment. He also apologized to Bryant Tarrant for not being able to speak during public comment. Trustee Mosallam said that it was a pleasure getting to know Trustee Knake Jefferson and thanked her providing a statement on the documents. He noted her diligent, thoughtful, and measured approach to not only the documents, but other university policies as well. Trustee Mosallam said that he would continue to stay in touch with many of the survivors and will always advocate on their behalf. Trustee Mosallam congratulated Dr. Rema Vassar noting that she is wonderful, brilliant and understands people. He said that she has become someone from whom he seeks advice. Trustee Mosallam congratulated Pat O'Keefe and wished him well. Trustee Mosallam noted that he will always be a Spartan. He acknowledged the pain of helping MSU navigate through the darkest time in the history of the institution. He said that he prides himself on staying true to his beliefs and making decisions that would honor his mother's legacy and make his dad proud. Trustee Mosallam said that he looked forward to his continued involvement at MSU for many years to come.

Trustee Ferguson stated that it has been a great honor to serve with so many outstanding individuals on the Board of Trustees at his alma mater. He noted that while Trustees are elected to the Board using partisan methods as Democrats and Republicans, the Board functions in a non-partisan way. Trustee Ferguson said that is what he most admires in his colleagues. He said that they were an outstanding group of people serving with an unwavering and collective commitment, putting MSU and its students first. Trustee Ferguson stated that Trustee Byrum has done an amazing job serving as Chairperson and urged her to continue to lead with grace and integrity. He noted that she is the right person for the job at the right time. Trustee Ferguson said that it had been a joy working with Trustee Foster and that she is a true friend. He asked her to stay tough and noted that the university would remain in good financial shape with her as Chair of the Committee of Budget and Finance. Trustee Ferguson stated that Trustee Scott

will continue to do good things for students and be an advocate for the underserved and underrepresented communities, as she has done as Chair of the Committee on Student Life and Culture. Trustee Ferguson said that Trustee Knake Jefferson rose to the challenge when the Governor appointed her and that she brought her skills and expertise to the Board when it needed someone good. He thanked her for stepping up and that it was a pleasure to work with her. Trustee Ferguson stated that Trustee Tebay is an exceptional young Trustee with a true passion for the university, and that she is just getting started. He said that he hopes that she has as full and wonderful of an experience on the Board as he has had. Trustee Ferguson said that it was a pleasure working with Trustee Kelly. He noted that Trustee Kelly joined the Board at a difficult time and stepped up to the challenge and has done an excellent job as Vice Chairperson and Chair of the Committee on Audit, Risk and Compliance. Trustee Ferguson wished Trustee Mosallam well and hopes that their paths continue to cross. Trustee Ferguson said that he is confident that newly elected Trustees O'Keefe and Vassar will carry on the work that has been started and that he is leaving things in good, capable hands. Trustee Ferguson said that President Stanley is modest, open-minded, and unifying the University community and beyond. He noted that with the foundation that has been laid by President Stanley and the Board, he is confident in the bright future ahead for MSU. Trustee Ferguson said that he wished everyone the best for the remainder of their terms and thanked his colleagues for the recognition as Trustee Emeritus and Chairman Emeritus. He noted that he looks forward to serving MSU in new ways. Trustee Ferguson stated that he has worked with many outstanding colleagues, six presidents, and many administrators during his tenure and extended his thanks and appreciation to everyone who has helped and supported him. He said that he cherishes all the relationships and friendships built over the years. Trustee Ferguson said that Nakia Barr has been an amazing Board Secretary and he thanked her for making him look good. Trustee Ferguson said that Bill Beekman was an excellent Board Secretary and is an even better Athletic Director. He urged him to keep up the good work. Trustee Ferguson said that he is humbled and deeply honored to have served MSU for 33 years, being elected Chair for six terms and five terms and Vice Chair. Trustee Ferguson said that the best is yet to come.

13. Request to Adjourn

On a motion by Trustee Kelly, supported by Trustee Mosallam, **THE BOARD VOTED to adjourn** at 10:20 a.m.

Respectfully submitted,



Nakia Barr
Secretary of the Board of Trustees

Innovative Solutions for off-grid communities: Food, Water and Energy Challenges in the Amazon Basin

Appendix A

EMILIO F. MORAN

MICHIGAN STATE UNIVERSITY



Roads and Dams: Transforming the Amazon

Road building in the Amazon has driven much of the deforestation of the rain forest for past 30 years.

Now **hydropower projects** stand to transform the region

Dam construction is not directly tied to large increases in deforestation, it is associated with increased flooding of forests, and greater access to intact forests

Environmentally, dams interrupt fish migrations, sediment movement, and devastate floodplain farming and fisheries,

Socially, population doubles near the construction area, overburdens local capacity in housing, hospitals, and schools; results in increases in dengue fever, malaria, STDs, and violence

Funding

National Science Foundation, INFEWS program (2017-2021)

And

National Science Foundation, Growing Convergence Research
(2020-2025)

The turnaround in dam construction

There are a total of 82,000 dams in the U.S. alone, 672 are considered big dams.

Starting in the 1960s, big dams stopped being built in developed nations: because the good sites were already developed, the financial costs had become too high, and environmental and social concerns had made the costs unacceptable.

The contribution of hydropower to the USA electrical supply has declined from 40% in the 1930's to 9% today.

Dam removal, rather than construction, has become the norm. To date 3,450 dams have been removed in Sweden, Spain, Portugal, UK, Switzerland and France (www.damremovaleurope.com). 546 dams were removed in the US in the period from 2006 to 2014 (O'Connor et al, 2015).

Dam building in the Global South

An estimated 3,700 dams of more than one MW are planned or under construction, primarily in developing countries.

Hydropower represents the largest renewable source of electricity (80% of global production of renewable energy and only 22% of the of the global potential is exploited to date.

Increasing the share of renewable energy in the global energy mix by 2030 is among the United Nations Development Program (UNDP) Sustainable Development Goals.

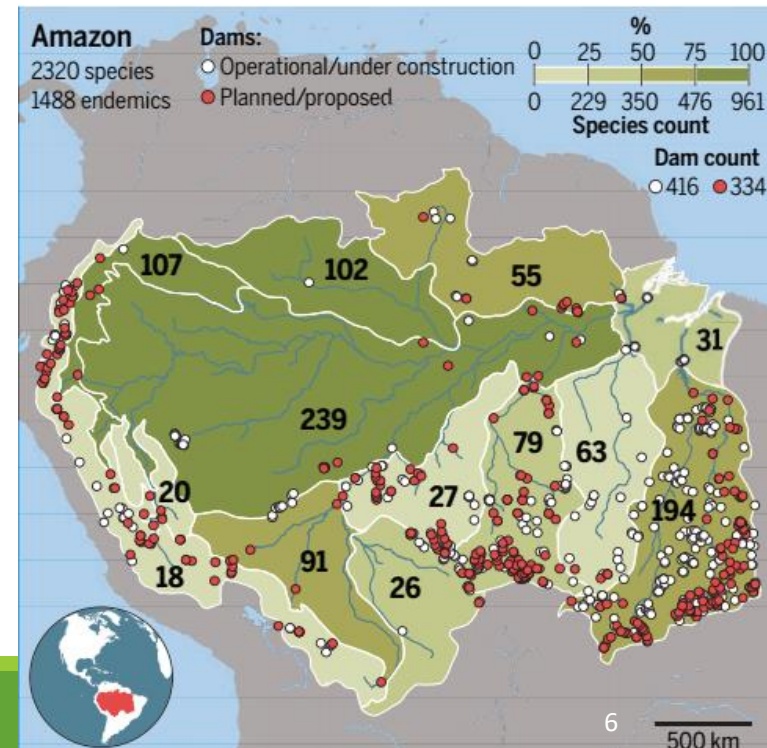
The huge energy potential in the Amazon

- *Brazil dependent for up to 67% on hydropower, second only to China*

- **Hidroelectric Potential (MW):**

- **Amazon Basin = 77,058 MW; 61%**
- **Xingu Basin= 22,795 MW 29 %**
- **Tapajos Basin= 24,626 MW; 32%**
- **Madeira Basin= 14,700 MW; 19%**

BUT huge social and environmental impacts glossed over over





Belo Monte 11 GW

Impacts on the Urban Sector

Resettlement of 22,000 people

Doubling of population in less than one year

Exponential Increase in cost of living

Increase in Social enui, depression, drugs

Public services unable to cope

No improvement in water and sanitary situation as required by law

Impacts on the Agrarian sector

Deforestation increase with no associated reforestation

Land use mostly same trajectory

Available labor declines in the agricultural sector

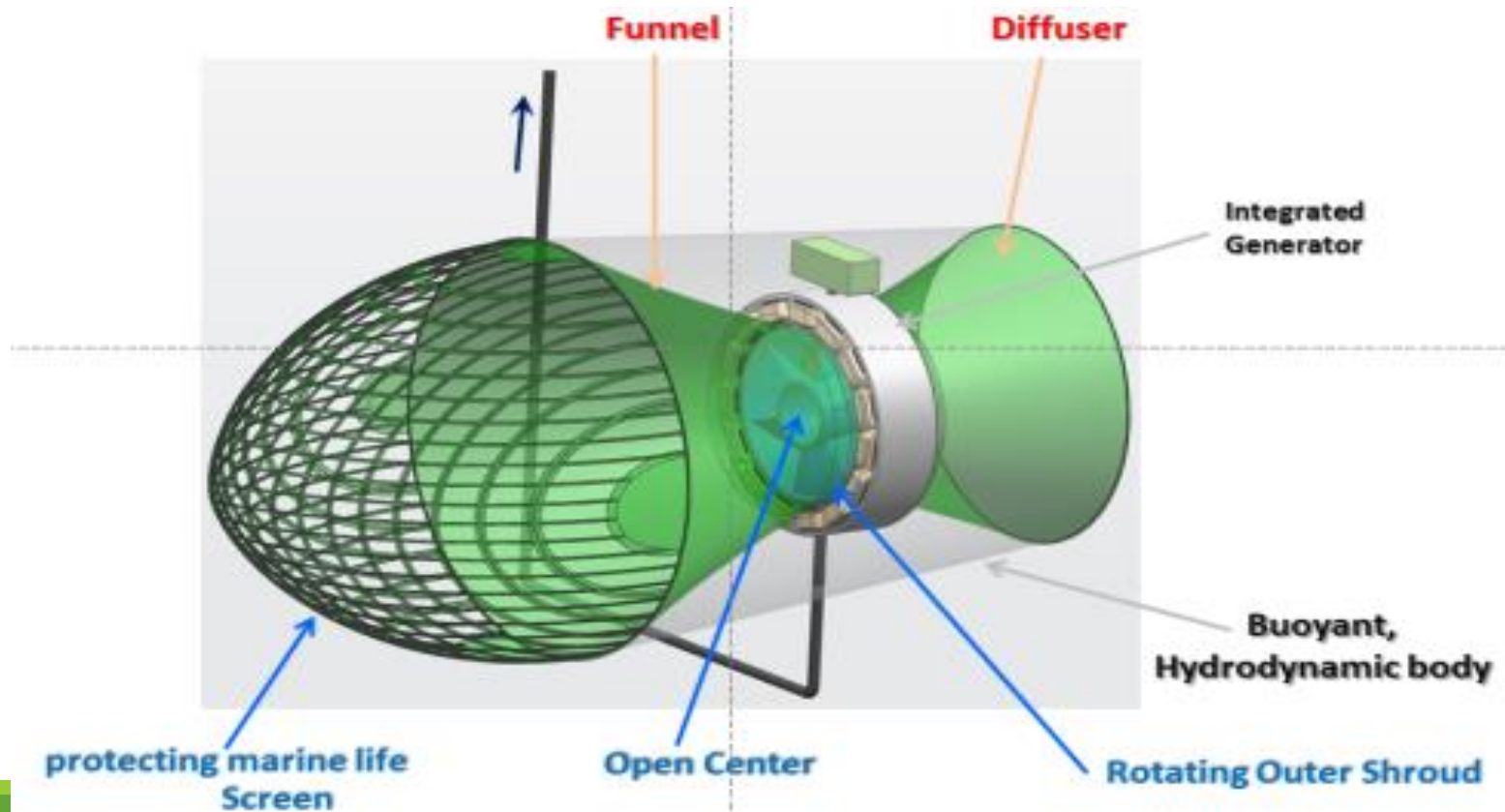
Expected Investments in the agrarian sector not forthcoming

Increased demand for food but not in local production

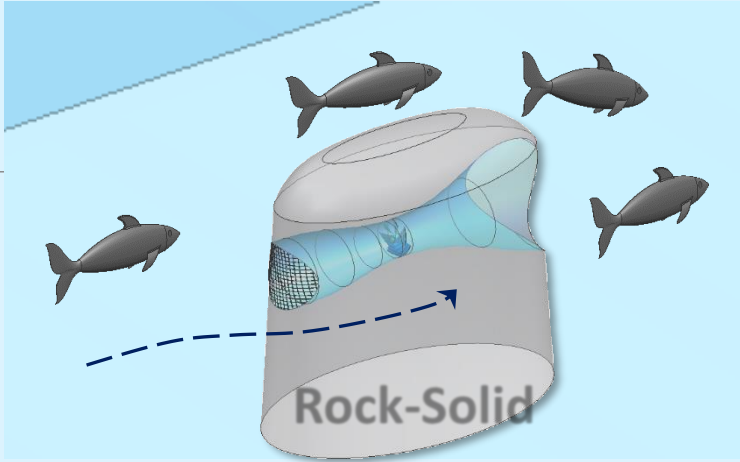
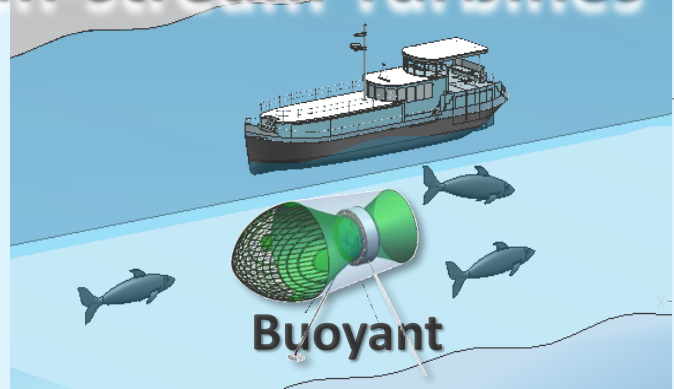
Roads paved as one positive outcome

Inflow of capital and investment, briefly, and then flight

Developing an in-stream turbine

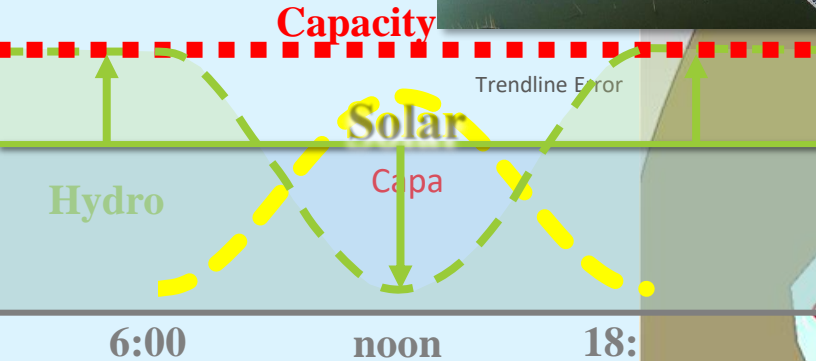
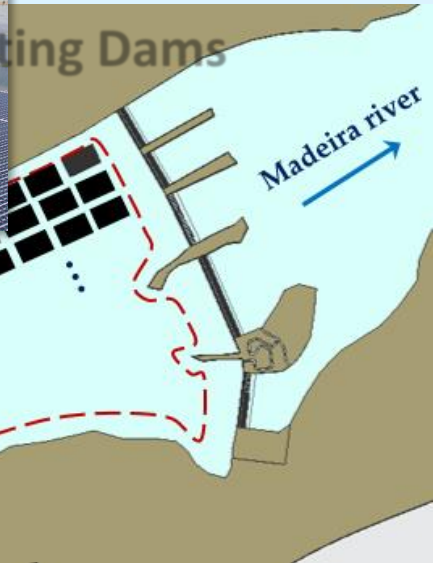


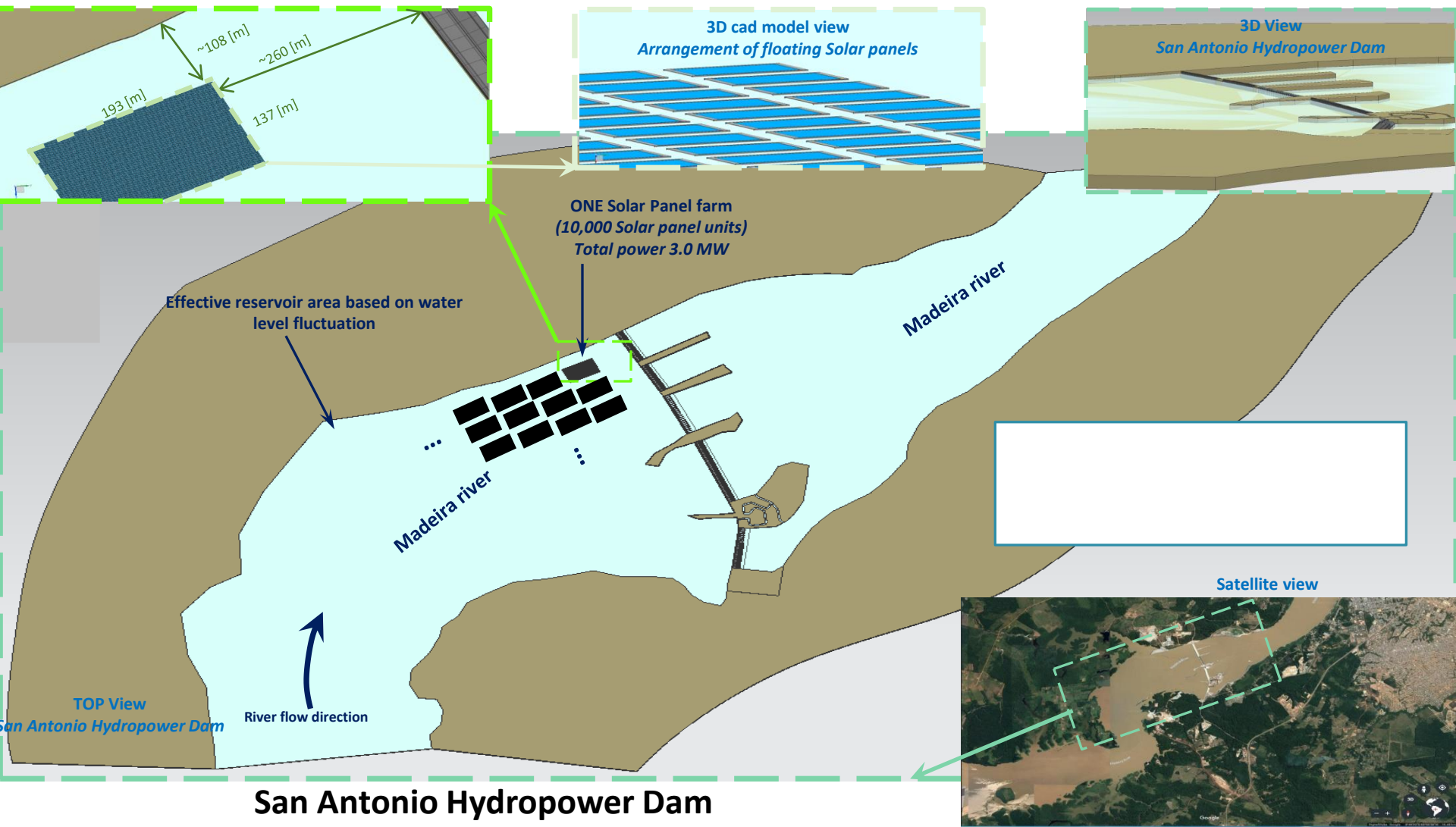
In-stream Turbines



- Minimizing:
- Blockage
 - Flooding
 - Deforestation
 - Displacement

Solar Farms





San Antonio Hydropower Dam

Potential Solutions for *Amazon Project*

Local Communities

Off-grid

On-grid

Requirement:
 - near Hydropower dams or Transmission line
Location of placement:
 - Connect to power line

In-stream turbines

Solar panel

Arrangement type:
 - In-stream turbine(s) (size matches needs)
Location of placement:
 - Near local community
Operation:
 - Fulltime (day & night)

Arrangement type:
 - Group of solar panels
Location of placement:
 - On roof
Operation:
 - Full time during day

Financial interest

i.e. industry

In-stream turbines for NEW SITES

Arrangement type:
 - Farms of larger in-stream turbines (match interests)
Location of placement:
 - Near transmission lines (preferred)
Operation:
 - Full time (day & night)

Solar panel for EXISTING DAMS

Arrangement type:
 - Solar panels in farms
Location of placement:
 - Floating on reservoir

Operation

Adding Day Power

Remedy Under Production

Day –option2

- Solar panel farms & Hydro turbines – **operating in Parallel**

Day –option1

- Solar panel farms - **operating**
 - Hydro turbines – **limited**
 e.g. saving water during day thus enabling max power during night

Night

- Solar panel farms – **stand by**
 - Hydro turbines- **operating**

- Options 1 & 2 can be combined and Spill-water can be available for fish migration

Solutions...

Over a possible lifetime of 20 years, the suggested solution yields a cost per kW of approximately one-tenth that of a similarly sized diesel generators, which is what they currently have.

Covering just 10% of existing dam reservoirs in the Amazon with floating PVs would generate 30 GW of power, which is more than the 15.4 GW that would be produced by all planned dams in the Amazon

~63% of total energy planned from conventional hydropower in the Brazilian Amazon could be harnessed using in-stream turbines

Our interdisciplinary team of MSU scientists from social sciences, natural sciences, communications and engineering has advanced these solutions by working together in a convergent manner

Our innovative solutions for serving off-grid communities have enormous potential to transform the lives of over 200,000 households in Brazil and 650 million people across the globe, who are currently saddled with expensive and unsustainable energy options.

Sustainable hydropower in the 21st century

Emilio F. Moran^{a,1}, Maria Claudia Lopez^b, Nathan Moore^a, Norbert Müller^c, and David W. Hyndman^d

^aDepartment of Geography, Environment and Spatial Sciences, Michigan State University, East Lansing, MI 48824; ^bDepartment of Community Sustainability, Michigan State University, East Lansing, MI 48824; ^cDepartment of Mechanical Engineering, Michigan State University, East Lansing, MI 48824; and ^dDepartment of Earth and Environmental Sciences, Michigan State University, East Lansing, MI 48824

This contribution is part of the special series of Inaugural Articles by members of the National Academy of Sciences elected in 2010.

Contributed by Emilio F. Moran, September 25, 2018 (sent for review July 27, 2018; reviewed by Carlos A. Nobre and Nigel John Smith)

Hydropower has been the leading source of renewable energy across the world, accounting for up to 71% of this supply as of 2016. This capacity was built up in North America and Europe between 1920 and 1970 when thousands of dams were built. Big dams stopped being built in developed nations, because the best sites for dams were already developed and environmental and social concerns made the costs unacceptable. Nowadays, more dams are being removed in North America and Europe than are being built. The hydropower industry moved to building dams in the developing world and since the 1970s, began to build even larger hydropower dams along the Mekong River Basin, the Amazon River Basin, and the Congo River Basin. The same problems are being repeated: disrupting river ecology, deforestation, losing aquatic and terrestrial biodiversity, releasing substantial greenhouse gases, displacing thousands of people, and altering people's livelihoods plus affecting the food systems, water quality, and agriculture near them. This paper studies the proliferation of large dams in developing countries and the importance of incorporating climate change into considerations of whether to build a dam along with some of the governance and compensation challenges. We also examine the overestimation of benefits and underestimation of costs along with changes that are needed to address the legitimate social and environmental concerns of people living in areas where dams are planned. Finally, we propose innovative solutions that can move hydropower toward sustainable practices together with solar, wind, and other renewable sources.

hydropower dams | energy | Amazon | social and environmental impacts | sustainability

We need innovative sustainable solutions to meet energy demands, guarantee food security, and ensure water availability around the globe. Over the years, dams have been used for land management and flood control; to store water for irrigation and agriculture; to provide recreation and navigation, and to address management of aquatic resources (1, 2). There are over 82,000 large dams in the United States alone (3, 4). In addition, over 2 million small low-head dams fragment US rivers (5), and their cumulative impacts are largely unknown, since they have escaped careful environmental assessment.

Beginning in the late 19th century, the first hydroturbines were invented to power a theater in Grand Rapids, Michigan and then, to power streetlights in Niagara Falls, New York. Alternating current then made possible the first hydropower plant at Redlands Power Plant, California in 1893. Beginning in the 1920s, the US Army Core of Engineers began to build hydropower plants. The Tennessee Valley Authority in 1933 developed hydropower in the Tennessee River with the clearly stated goal of promoting rural electrification, later widely imitated throughout the country—the most notable being the Hoover Dam in 1937. The New Deal gave an enormous boost to hydropower construction, tripling output in 20 years until it accounted for 40% of electrical use in the United States (6). Hydropower dams were an important part of North American and European energy development.

Starting in the late 1960s, big dams stopped being built in developed nations, because the best sites for dams were already developed, the costs became too high, and most importantly, growing

environmental and social concerns made the costs unacceptable. Since then, the contribution of hydropower to the United States' electrical supply has steadily declined to 6.1% of energy consumption, and other energy sources, such as nuclear, gas, coal, solar, and wind, began to replace it. Dam removal rather than construction has become the norm in North America and Europe, because many that were built before 1950 are at the end of their useful lives, they would be too costly to repair, many no longer serve their initial purpose, and their social and environmental negative externalities became unacceptable (7). European countries with favorable topography and rain patterns, such as France and Switzerland, continue to have hydropower as an important part of their energy mix through technological innovations at existing dams. In contrast, 3,450 dams have been removed to date in Sweden, Spain, Portugal, the United Kingdom, Switzerland, and France (<https://www.damremoval.eu>). Hundreds of dams were removed in the United States (546 from 2006 to 2014) (7) and Europe at enormous financial cost. This situation contrasts with what is happening in developing countries.

Developing countries, where millions of people are still not connected to the electric grid (8), have been ramping up hydroelectric dam construction for decades. These often involve megaprojects, which repeat the problems identified with big dams built in the past by the United States and European nations: disrupting river ecology, causing substantial deforestation, generating loss of aquatic and terrestrial biodiversity, releasing large amounts of greenhouse gases, displacing thousands of people, and affecting

Significance

North American and European countries built many large dams until 1975, after which both started to abandon a significant part of their installed hydropower because of the negative social and environmental impacts. However, there has been a recent trend of new large hydropower dams being built in developing countries, particularly in megabiodiversity river basins, such as the Amazon, the Congo, and the Mekong. The socioeconomic and environmental damages in these river systems are even greater than the early costs in North America and Europe. This paper discusses how the hydropower sector needs to not only focus on energy production but also, include the negative social and environmental externalities caused by dams and recognize the unsustainability of current common practices.

Author contributions: E.F.M., M.C.L., N. Moore, N. Müller, and D.W.H. designed research; N. Moore prepared the *SI Appendix*; and E.F.M., M.C.L., N. Moore, N. Müller, and D.W.H. wrote the paper.

Reviewers: C.A.N., Institute for Advanced Studies—University of São Paulo; and N.J.S., University of Florida.

The authors declare no conflict of interest.

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See Q&As on page 11863.

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This article contains supporting information online at www.pnas.org/lookup/suppl/doi:10.1073/pnas.1809426115/-DC5Supplemental.

Published online November 5, 2018.



Thank you!

E-mail: moranef@msu.edu



PRESIDENTIAL PERFORMANCE EVALUATION POLICY**02-17-02**

The Board of Trustees shall evaluate the performance of the president of the university annually and conduct a periodic comprehensive evaluation every three to five years. The purpose of this policy is to formalize the procedures by which the Board will fulfill this responsibility.

The intent of the evaluations shall be to assess the president's performance in leading the institution; enhance the president's and institution's effectiveness; encourage communication between the Board and president with regard to expectations, goals, and accomplishments; and maintain accountability.

The president will be evaluated based on mutually agreed-upon goals focused on areas such as leadership, student success, faculty and staff development, fiscal management, stakeholder relations, fundraising, and improvement of the University's national standing and reputation. The Board will determine whether the president's performance has exceeded expectations, met expectations, or fallen below expectations.

Following an evaluation, the Board may, in its discretion, increase the president's compensation, award a bonus, and/or extend the president's appointment.

The evaluation process will conclude with a report to the university community from the Board Chair summarizing the Board's evaluation of the president and any action to be taken with regard to compensation or employment status.

Procedures for Annual Evaluations

The annual evaluation process will be led by the Trustee Committee on Budget and Finance and involve the participation of all Board members.

The evaluation will be based on a mutually agreed-upon set of measurable annual goals and objectives presented by the president and accepted by the Board pursuant to the procedures and schedule outlined in this Policy. In addition to the achievement of previously set goals and objectives, the evaluation may include such other matters as the Board may determine based on current circumstances.

The annual evaluation period will begin with the president's presentation of goals and objectives at the Board's annual retreat, customarily in June of each year, and will conclude at the June retreat the following year. Should the Board determine to change the month of its annual retreat, the evaluation period and schedule may be adjusted accordingly.

The Board will use the following schedule as recommended target dates to conduct the annual performance evaluation:

- May: The president completes a self-evaluation summarizing the past year's activities in relation to the established goals and meets with the Trustee Committee on Budget and Finance to discuss the upcoming performance evaluation.

- June: The Board meets with the president to discuss and review the self-evaluation, conduct a performance assessment, and set mutually agreed-upon goals and objectives for the following year.
- September: The annual evaluation is concluded with a report from the Board Chair at the Board's first regularly scheduled meeting of the academic year.

Procedures for Periodic Comprehensive Evaluations

The Board will conduct a periodic comprehensive evaluation of the president's performance every three to five years which assesses the president's fulfillment of long-term objectives and responsibilities and builds upon the foundation of annual evaluations.

The comprehensive evaluation process will be led by the Trustee Committee on Budget and Finance and will include the following:

- Planning Session
- Self-Evaluation
- Community Assessment
- Board Assessment

The community assessment shall entail confidential interviews regarding the president's leadership and effectiveness with a cross-section of the campus community and external stakeholders. The interviews should be led by a third party who can elicit objective responses and will report findings and recommendations to the Board without attribution. All written assessments of the president's performance should remain confidential to the extent permitted by law.

Following the community assessment, the Board will meet with the president to discuss the results, review the self-evaluation, and conduct the Board's assessment of the president's performance.

The comprehensive evaluation process will conclude with a report to the university community and stakeholders summarizing the results of the evaluation and the process followed.

Enacted: December 18, 2020

Statement on First Year Evaluation of Dr. Samuel L. Stanley, Jr., M.D.

The Board of Trustees is charged with conducting an annual performance evaluation of the president. Led by the Committee on Budget and Finance, the first-year evaluation of President Stanley was conducted this fall.

The evaluation was conducted with the goals of evaluating the President's leadership in the context of contributing to the success of the university, affirming with a clear understanding the priorities of the Board, deepening the Board's communication and relationship with the President, and fulfilling the governance responsibility of the Board.

President Stanley's first year assessment covered the 2019-2020 academic year and focused on the following areas:

- Initiate and continue to implement a comprehensive outreach program for the university.
- Lead the university's responses to the U.S. Department of Education and Department of Health and Human Services mandates in response to the Nassar and Strampel cases.
- Examine both the structure and composition of the senior leadership team with the goal of improving the effectiveness, efficiency, responsiveness, and quality of the university administration.
- Initiate a strategic planning process for MSU as a whole and for diversity, equity and inclusion at MSU.
- Begin to develop relationships and engage with MSU alumni and donors throughout the U.S. and internationally.
- Response to COVID-19.

The evaluation process consisted of a self-assessment and input from Trustees on the extent to which these performance goals were satisfied. The process also included the opportunity for Board members to provide other feedback and recommendations.

In sum, the Board determined the President met or exceeded his performance goals. The first year of any new presidency is a challenge and President Stanley's first year at MSU was met with not only the challenges of leading our university out of an institutional crisis but responding to the COVID-19 pandemic and the unforeseen disruptions to everything the faculty, staff, and students considered normal.

The Board then worked with the President to establish goals for next year. An annual evaluation of the President's performance in these areas will be performed again next summer. In the future, a comprehensive evaluation including input from diverse stakeholders will be performed as well.

Following an annual performance review, under the Board's sole discretion, a bonus of up to 20% of the President's annual base salary may be considered based on the extent to which the performance goals have been satisfied. In light of the COVID-19 pandemic and the related financial impact on the University, action on the President's performance bonus was deferred by the Board until next fiscal year.

Approval of Contract Terms, *Corporation For Digital Scholarship*

December 18, 2020

Page 2

SERVICE AGREEMENT TERM SHEET

Party:	Corporation For Digital Scholarship
Project Description:	MSU will oversee the development, maintain and set the direction for the software with the Omeka development team. Omeka is an open-source web publishing platform that allows the user to work with digitized collections materials
Term:	January 1, 2021 to December 31, 2021
Payment Terms:	\$19,997.21 payment to MSU for services
Services Provided:	By MSU to Corporation For Digital Scholarship: MSU will oversee the development, maintain and set the direction for the software. By Corporation For Digital Scholarship to MSU: None.
Use of University Facilities/ Personnel:	Services conducted in 342 Old Horticulture by Dr. Sharon Leon
Organization Type:	Corporation For Digital Scholarship, a Virginia corporation
Personnel Interest:	Dr. Sharon Leon, an Associate Professor in the Department of History serves as Vice President of Corporation For Digital Scholarship.

OPTION AGREEMENT TERM SHEET

Party:	EXOForce Robotics Inc.
Agreement:	Exclusive right to evaluate the Technology in the field of Military Protective Equipment in the territory of the United States with an option to negotiate a royalty-bearing right to use the Technology.
Technology:	TEC2006-0138, US Patent 7,982,375 Integrated actuator sensor structure, TEC2009-0126, US Patent 9,903,788 B2 Electroactive polymer-based flow sensor and TEC 2020-0004 Distributed monitoring of kink position and magnitude for inflatable structures with a single flexible sensor. 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.
Term:	From the effective date until September 30, 2021
Potential Commercial Application:	Military Protective Equipment
Payment Terms:	\$4,000 to MSU
Services Provided:	None contemplated under the agreement
Organization Type:	Delaware corporation
Personnel Interest:	Dr. Christopher Contag, Hannah Distinguished Professor of Biomedical Engineering and Microbiology & Molecular Genetics and Chair of the Department of Biomedical Engineering, and Dr. Anna Moore, Director of Precision Health Program and Assistant Dean in the College of Human Medicine, and members of their families, have, or have options to buy, an

Approval of Contract Terms, *EXOForce Robotics Inc.*

December 18, 2020

Page 3

interest in the company or are officers or paid employees of the company.

SERVICE AGREEMENT TERM SHEET

Party: Mid-Michigan Research LLC

Project Description: Testing of a Jetfire Engine

Term: January 1, 2021 to December 31, 2021

Payment Terms: \$115,000 payment to MSU for services

Services Provided: By MSU to Mid-Michigan Research LLC: MSU will oversee the testing of a Jetfire engine – Phase II.

By Mid-Michigan Research LLC to MSU: None.

**Use of University Facilities/
Personnel:** Services conducted in the Engineering Research South complex by Dr. Guoming Zhu

Organization Type: Mid-Michigan Research LLC, a Michigan limited liability company

Personnel Interest: Dr. Harold J. Schock, a Professor in the Department of Mechanical Engineering, 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

Party:	Motion Grazer AI, Inc.
Agreement:	Option agreement for all fields of use worldwide
Technology:	TEC2019-0016 Development of Low-Cost Biometrics Software for Assessment of Sow Body Composition and Locomotion to Improve Individual Sow Health and Welfare TEC2020-0129 Transfer Labeling for Training a Depth-Based Pig-Pose Detector 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.
Term:	18 months from the effective date
Potential Commercial Application:	Inexpensive and rapid method to train a Neural Network to process 3D imaging sensor data to automatically estimate animal posture, gait, and body condition.
Payment Terms:	\$2,000 to MSU
Services Provided:	None contemplated under the agreement
Organization Type:	Michigan corporation
Personnel Interest:	Dr. Madonna Benjamin, an Assistant Professor in Large Animal Clinical Sciences, College of Veterinary Medicine; Dr. Daniel D. Morris, an Associate Professor in the College of Engineering; and Michael Lavagnino, an Academic Specialist in the College of Engineering; and members of their families, have, or have options to buy, an interest in the company or are officers or paid employees of the company.

Approval of Contract Terms, *MwAPATA Institute*

December 18, 2020

Page 2

SERVICE AGREEMENT TERM SHEET

Party: MwAPATA Institute

Agreement: MwAPATA Institute is a subrecipient of a prime award to MSU from Foundation for a Smoke-Free-World

Term: August 1, 2020 to December 31, 2021

Payment Terms: \$1,433,717 payment to MwAPATA

Services Provided: By MSU to MwAPATA Institute: Helped establish the MwAPATA Institute via funding from Foundation for a Smoke-Free-World.

By MwAPATA Institute to MSU: MwAPATA is leading research and policy engagement activities in Malawi with the goal to accelerate the adoption of more effective Malawian-led policies and programs to drive broad-based agricultural sector growth, improved household food security and nutrition, and reduced poverty in Malawi.

Use of University Facilities/ Personnel: None

Organization Type: Malawi corporation-not for profit

Personnel Interest: Dr. Richard Mkandawire, a Specialist-Outreach-Fixed Term in International Studies and Programs, serves as Chairman of the Board of MwAPATA Institute.

LICENSE AGREEMENT TERM SHEET

Party: Will Winn Games, Inc.

Agreement: Exclusive license

Technology: TEC2018-0097 Plunder Panic video game

The parties may add or remove technologies under the agreement, including improvements generated under a separate sponsored research 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.

Potential Commercial Application:

Plunder Panic will be commercialized via (1) digital download thru streaming services (STEAM, Nintendo Game Store, PlayStation Store, Microsoft Game Store, Apple App Store, Google Play Store etc.), (2) sale of gaming kiosks for arcades and bars and (3) distribution of Game SWAG (t-shirts, pirate hats/swords, plush figures etc.).

Term: 12 years from effective date of agreement.

Payment Terms: RUNNING ROYALTIES:
DIGITAL DOWNLOADS
Years 1-2: 8%
Years 3-5: 6%
Years 6-12: 4%
GAMING KIOSKS
Years 1-12: 10%
GAME SWAG
Years 1-12: 5%
ANNUAL MINIMUM ROYALTY PAYMENT: \$100
LIQUIDITY MILESTONE PAYMENT UPON
CHANGE IN CONTROL: 5%

Services Provided: None contemplated under the agreement

Organization Type: Michigan corporation

Personnel Interest: Brian Winn, a Professor in the Department of Media and Information and Director of the Games for Entertainment and Learning Lab, 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.

RESOLUTION HONORING BRIAN MOSALLAM
Michigan State University
December 18, 2020

The Michigan State University Board of Trustees today extends to Brian Mosallam its deep appreciation for his service to the university, its students, faculty, staff, and stakeholders.

Trustee Mosallam joined the Michigan State University Board of Trustees in 2013. He serves currently on the Committee on Audit, Risk and Compliance and the Committee on Student Life and Culture.


His commitment to students has been reflected in his advocacy for affordable tuition, campus safety, university accountability, and survivors of sexual assault. MSU made significant strides in those areas during his trusteeship, including tuition rate freezes the past three years, the establishment of the healing fund, and many improvements to the university's relationship violence and sexual misconduct prevention and response efforts.

Trustee Mosallam is a dedicated Spartan, having earned his engineering arts degree from MSU and graduating cum laude while playing on the football team from 1992 through 1996. He earned Academic All-Big Ten honors three times and was a District IV Academic All-American selection in 1996.

In addition to his work for MSU, Trustee Mosallam's leadership is reflected in his activity with business and community organizations, including service as co-chair of the Detroit-Wayne County Stadium Authority. As a financial advisor and founding partner of Spartan Wealth Management, he has built a reputation of trust and commitment with his clients as evident by his induction into the AXA Advisors Hall of Fame as one of their top advisors nationwide earlier in his career.

For his devotion to his alma mater, his commitment to serving the university and the state of Michigan, and for his many contributions as a member of this Board, the Michigan State University Board of Trustees offers its sincere gratitude to Brian Mosallam.


Dianne Byrum, Chairperson


Samuel L. Stanley Jr., President

RESOLUTION HONORING JOEL I. FERGUSON
Michigan State University
December 18, 2020

Appendix K

The Board of Trustees of Michigan State University today extends its sincere appreciation and best wishes to Trustee Joel I. Ferguson, and proudly confers upon him the title *Trustee Emeritus*.

Trustee Ferguson was first elected to the Michigan State University Board of Trustees in 1986 and returned to the board by the voters of the state of Michigan three times. During his tenure, he was elected by his fellow Trustees to serve six terms as Chairperson and five terms as Vice Chairperson. In recognition of that distinctive accomplishment, Trustee Ferguson is hereby honored by conferring upon him the additional title *Chair Emeritus* of the Board of Trustees.

His years on the Board were characterized by steady growth in the university's enrollments, operations and international stature. He participated in the hiring of four presidents, supported its most successful capital campaign, helped oversee countless improvements to the campus and has been a tireless advocate for the university throughout his Board membership. A few of his accomplishments include his fight for affordable tuition; his support for diversity and equal opportunities for all; and his efforts to ensure the rights of all Spartans were protected.

A U.S. Marine Corps veteran, Trustee Ferguson graduated from MSU in 1965 with a BA degree in Elementary Education. He worked his way through college with a full-time job at Lansing-based Oldsmobile, where he honed his skills in working with people to advocate for improvements to their lives. He has long been active in democratic politics on the local, state and national politics.

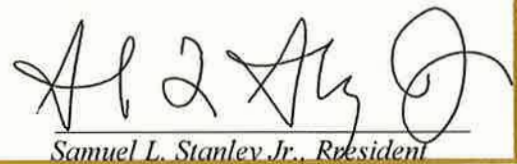
A local trailblazer in the spheres of business and government, in 1966 at age 28 Trustee Ferguson was the first African American and youngest person then elected to the Lansing City Council. He was a cofounder of F & S Development Company, owner and developer of many major office buildings in the Lansing area, and the developer of multi-family residential complexes and senior housing projects throughout Michigan. Most recently, he was a co-developer of the Red Cedar project, a mixed-use project located in Lansing.

He is the co-founder of Lansing television station WFSL-TV (Channel 47) and the founder of Lansing's WLAJ-TV (Channel 53). He was a founding organizer of Capitol National Bank and was appointed by President Bill Clinton to the Board of Directors of the Federal Home Loan Mortgage Corporation (Freddie Mac). A dedicated philanthropist, today, Trustee Ferguson is the Vice Chair of Blue Cross Foundation.

As he departs the MSU Board after an eventful 33 years, he carries with him the gratitude, admiration and best wishes of his fellow Trustees, who hereby publicly salute his stewardship, his leadership, and his friendship. He has led with unmatched distinction, integrity, and thoughtfulness. The Board recognizes that the impact he has had sets a standard for leadership far into the future. His credentials as a Spartan and an MSU institution are firmly established and his experience and counsel will be missed.



Dianne Byrum, Chairperson



Samuel L. Stanley Jr., President

December 18, 2020

Trustee Renee Knake Jefferson Statement on Review of MSU Documents

In December of 2019, I joined the Board of Trustees after Nancy Schlichting resigned over a disagreement amongst the Board on whether or not to release a body of documents related to the Nassar scandal that Michigan State University claimed were privileged. Although the Board approved an independent review of these documents in June 2019, it later declined to move forward. I understood from conversations with survivors and others from the MSU community that it was important to them to know whether those documents contained information that could help prevent something like the Nassar scandal from ever happening again. While it typically would not be an appropriate role for a trustee to review documents like this, I asked if I could do so given the special circumstances and was provided full access to them. I've now completed my review and would like to explain how I went about it, why it took so long, and what I learned.

First, how I went about conducting the review. I am a licensed lawyer in Michigan, but I am not Michigan State's lawyer and I did not review the documents as a lawyer. In other words, I was not reviewing them to determine whether privilege was properly claimed, whether document redaction was appropriate, etc. I would note that District Court Judge Richard Ball did this review in 2019 and determined that most documents were appropriately not produced, and ordered disclosure of a few that needed to be turned over. I limited my review to searching for information that the public, and particularly survivors of the Nassar scandal, would want to know. For my purposes as Trustee, I also reviewed the documents to determine whether the Board could implement governance policies or procedures to prevent a recurrence of that tragedy.

Second, why it took so long. I'm a law professor, a mother of two children, and a wife. I had to fit this document review in around my professional teaching, speaking, and writing obligations as well as family commitments. I began my review in early 2020 and was able to make good progress during my semester break. Being a trustee is a volunteer role, and one that I didn't have much time to adjust my schedule for, since my appointment followed on the heels of another trustee's resignation. When COVID struck, finding time became much more difficult. My review also took longer than I had hoped because as it turned out, the total number of documents was not 6,000 as had been reported in the media but actually 9,769, nearly 4,000 more than what I had anticipated. Some documents consisted of numerous pages, sometimes dozens of pages for one document. So, I have now reviewed far more than 10,000 pages.

Third, what I learned. As part of the vetting process before my appointment, I had a remarkable and sobering opportunity to speak with survivors who believed learning about the substance of these documents could be helpful to both understand what happened in the past and to create the condition for leaders at the university and concerned members of the public to ensure that nothing like this ever occurs again. I cannot ever possibly claim to understand how any survivor of the Nassar abuse feels, but I want each of them to know that I heard the frustrations voiced over how the proposal for an independent review of the documents was handled. I wanted to do all within my power as a trustee to be responsive to the survivors' concerns, which is why I decided to personally review the documents.

I cannot speak about any specific documents reviewed because I am treating them as privileged, as previously determined by Judge Ball, as I explained earlier in my remarks. I can report, however, that what I learned from reviewing these documents is consistent with information that is already in the public domain regarding Nassar. The best resources for understanding who knew what and when, and what steps were taken in response are the following documents, all publicly available: (1) March 29, 2018 letter from Miller Canfield to the Michigan House of Representatives; (2) September 1, 2020 Memorandum to the United States Department of Education Office for Civil Rights regarding Lawrence Nassar Employee Action Review; and (3) September 1, 2020 Memorandum to the United States Department of Education Office for Civil Rights regarding William Strampel Employee Action Review.

Those public documents are not fully prescriptive, however. I believe, as the survivors surely do, that we must fully embrace the reality that structures in place at the university were not an adequate safeguard against the kind of abuse Nassar inflicted. Accordingly, I propose several measures for the future in addition to the reforms that were already underway before I joined the Board.

First, I discovered that Michigan State did not have an official policy in place for Trustees' review of the president. Best-practices for university governance call for both an annual review of the president's performance and, every three-5 five years, a comprehensive review with wide-ranging internal and external input. I have raised my concerns about this in the midst of conducting the document review over the past few months, and I'm pleased that the Board unanimously approved an official policy for presidential performance review today. This policy will be transparent and publicly available, as will the outcomes of the performance reviews.

Second, I call for more uniformity, transparency and timeliness across colleges and departments regarding the actions taken when discipline occurs after a finding of sexual misconduct. Related to this, I also want to see a more transparent process to ensure accountability for situations where an investigation into alleged employee sexual harassment or misconduct is found not to have risen to the level of an official finding under university policy, but nonetheless flags inappropriate behavior for which changes in behavior and or policy are warranted. The administration is currently working on reforms to implement these recommendations, and I will urge that it become public once established. This responsibility falls heavily upon the Provost's office, and I want to make clear that even though she has been here only for a very short time, and had to start her work in the midst of a pandemic, Provost Woodruff has already been very responsive to my concerns and I have confidence in her ability to do the very difficult work needed for making the requisite structural changes in this institution. We are so very fortunate that she decided to join us, and I look forward to continuing to work with her.

Finally, I recommend that the Board release these documents for an independent review, after which the body conducting that review issues a public report, along the lines of what the Board had previously approved in June 2019. I mentioned earlier that I cannot even begin to understand the trauma the survivors experienced. But as I read through these documents, I became convinced that a university as great as ours can do so much better. That was driven home to me by the MSU Museum exhibit, created last year, that chronicles the very disturbing series of events and omissions that facilitated the sick conduct Nassar displayed. The exhibit's creators should be commended for preserving that timeline, as it reminds us that there were several points along the way where, with

more vigilance, this crisis may have been averted. I hope that the exhibit is made a permanent part of the MSU museum collection, and that these documents be preserved with it. We must remember what happened and why, so that we can prevent its recurrence. The university and its leaders have an opportunity to equip this institution with additional tools to ensure accountability and continued attentiveness, intervening early in the face of inappropriate conduct. There is no better way to start that process than by recognizing that the survivors, had they not acted courageously, may have continued to suffer in silence.

So, that's how I conducted the review, why it took so long, and what I learned.

I do not know whether the Board of Trustees will be revisiting the independent review discussions again in the future, but my hope is that we do so, especially given that we have two new trustees joining us in January. I can promise you that for the remainder of my time as a trustee, I will use what I have learned from my review of these documents to fight for the structural changes needed to hopefully prevent sexual misconduct from ever occurring in the first place but, if it does, to make sure that the reporting process for it does not cause further harm to the individuals involved and discipline is handled fairly, uniformly, and transparently across all colleges and departments.

Thank you.