

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

September 8, 2023

Interim president Woodruff called the meeting of the Board of Trustees to order at 9:07 a.m.

Trustees present: Dianne Byrum, Renee Knake Jefferson, Dan Kelly, Sandy Pierce, Brianna Scott, Kelly Tebay, and Rema Vassar.

Trustees absent: Dennis Denno.

University officers present: Interim President Woodruff, Interim Provost and Executive Vice President Jeitschko; Executive Vice Presidents Beauchamp and Woo; Senior Vice Presidents Gore and Wilbur; Vice President and General Counsel Quinn; Secretary Fletcher; Vice Presidents Beekman, Bollman, Frace, Gage, Guerrant, and Swain. Faculty liaisons present: Jamie Alan, Jack Lipton, Rebecca Malouin, and d'Ann de Simone. Student liaisons present: Emily Hoyumpa, Hannah Jeffery, and Taylor Sutton.

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

1. On a motion by Trustee Kelly, supported by Trustee Knake-Jefferson, the **BOARD VOTED to approve** the proposed agenda.
2. On a motion by Trustee Pierce, supported by Trustee Byrum, **the BOARD VOTED to approve** the minutes of the June 16, 2023, and August 16, 2023, Board of Trustees meetings.
3. President's Report

Interim President Woodruff provided the following report to the Board.

Good morning, everyone, and welcome to the fall semester. I hope everyone had a great summer and is returning recharged for an exciting academic year. Our faculty, staff, and leadership have been working very hard to prepare for it. And I am grateful to them for everything they do to support the success of our students. I have certainly enjoyed greeting students during campus move-in, Fall Welcome events, and our fall convocation. And I was moved by the words of ASMSU president, Emily Hoyumpa, who perfectly captured how I, and I believe so many others, feel about this place we call home. Emily said in her remarks to the incoming class, "East Lansing isn't just home because of the place; it's home

because of the people.” Beautifully said, Emily. And I should add our preliminary enrollment reports underscore this point. The powerful draw of our people and this place has attracted 51,385 students to MSU. I think we should cheer! And 40,571 are undergraduate students, the largest group on record. Should we cheer again? We also have a strong and diverse entering class of more than 11,000 first year and transfer students and 8,564 of them come from Michigan, making MSU once again the number one choice across the state and truly Michigan’s state university.

I think that a university that celebrates is a great university and as I think about what we do to make MSU stand out as a special community, I am reminded of the words of MSU’s 14<sup>th</sup> president, Clifton R. Wharton. He recalled in his memoir that, “any university worthy of being called great needed a rich foundation in the arts, physical no less than intellectual.” For historical context, the Whartons hosted faculty artist exhibitions at Cowles House and purchased faculty art for their personal collection. Just this week we received a beautiful portrait of former First Lady Dolores Wharton, which will proudly be displayed where these exhibitions were historically held, at Cowles House. The Whartons generously gifted their faculty art collection to the MSU Broad Art Museum in 2020, and we see some of it exhibited here today. We also have some pieces from the university’s collection from the 1920s, from two MSU faculty artists who were particularly impactful on arts education. Judith Stoddart, our Vice Provost of University Arts and Collections, will present on the importance of our campus-wide arts strategy. I am really looking forward to her presentation, including hearing more about the launch of Arts MSU, which is a unified approach to centering the arts in the MSU experience. I am also looking forward to tonight’s public reception at the MSU Broad Art Museum introducing its fall art exhibitions. This is one of my favorite places on campus, and I hope to welcome many of you there. All this work happening around our campus stems from our belief, which the Whartons so marvelously modeled, that the arts are essential to building an inclusive, collaborative, adaptive and globally minded community, in keeping with our strategic plan. The arts truly are happening all around us at MSU, and today, we celebrate this.

There is so much more Spartan excellence happening all around us. We see it, for example, in the three MSU leaders who last month were named by Crain’s Detroit Business as Notable Leaders in Higher Education. So, hearty congratulations to our Board Chairperson, Dr. Rema Vassar, College of Music Dean James Forger, and Senior Vice President, CFO and Treasurer Lisa Frace on that well-deserved recognition. I also want to give a shout-out to the president of our Council of Graduate Students, Hannah Jeffery, who was named a Borlaug Scholar through the National Association of Plant Breeders. Hannah is working toward her doctorate in plant breeding, genetics and biotechnology. She is a highly engaged leader as well as a scholar, and someone I thoroughly enjoy working with on behalf of all our graduate and professional students. So, congratulations Hannah! Kudos are due, too, to Professor Emeritus Dan Gould, who was recently inducted into the International Society for Sports Psychology Hall of Fame. Dr. Gould, who was director of the Institute for the Study of Youth Sports, is one of the first 10 living

scholars worldwide to be inducted. Please join me in congratulating Dr. Gould. And a high-five to women's golf head coach Stacy Slobodnik-Stoll, who last week won her second consecutive Golf Association of Michigan Women's Senior Championship. Our Spartans' head coach for 25 years, she is the winningest GAM golfer ever, with 18 individual titles. Finally, as the most recent indicators of our collective excellence, two new rankings place MSU among the top 25 public four-year colleges and universities. Forbes jumped MSU up 18 places from last year, to number 63 among all U.S. four-year colleges and universities and to number 24 among publics. And MSU rose two places in Washington Monthly's Best Colleges ranking to number 21 among public institutions. And I can tell you there's more good news to come later in the month.

Sharing these examples of Spartan excellence reminds me why MSU's 2030 strategic plan places its people, undergraduate and graduate students, faculty and academic staff, support staff, coaches, emeritus and retired members of our community, all of us at its heart. Through the enumeration of our aspirations, we recognize that the measure of our rise as an institution is the measure of our efforts to foster excellence and opportunity for all. How can we advance this critical goal illuminating our path ahead? For one thing, we must link arms and continue our march to build a place where everyone can feel safe, welcome and supported, and where health and well-being are part of the culture. Yesterday, for example, there were shovels in the ground for the official groundbreaking of our Student Recreation and Wellness Center. We know that health and wellness are inextricably linked to the success of our students. This wonderful new center will enable that success, support students' overall well-being and connect with one another through recreation. Thank you to all the students who advocated for this facility and thank you to the Board and community members and community members who joined us yesterday as we work together to empower students to lead well-balanced lives. Another MSU placemaking initiative that improves our health took place earlier this week when we joined the Gilbert Family Foundation, Henry Ford Health, and the Shirley Ryan AbilityLab in Detroit to announce a new physical and rehabilitation facility and a revolutionary neurofibromatosis research institute inside the new Henry Ford Health + MSU Health Sciences research facility. Partnerships like this remind me of a question I often ask, "What can we uniquely do together, that we cannot do apart?" Quite simply, I believe, conjoining the strengths of world-class academia, clinical research, and healthcare allows us to climb the highest medical mountains. And together, we will enable Detroit as a place for groundbreaking research and patient care. Last week, we celebrated a gift from a generous corporate partner, Stellantis, of a Chrysler Pacifica minivan on behalf of ASMSU's Safe Ride transportation service. Summoned with an app, MSU Safe Ride offers students a free alternative to walking alone to a campus building after dark. This really illustrates the power of Spartan collaborations, and we are grateful to the company for its gift and to ASMSU for operating the service. As we continue to link arms to enable a safe environment, the instances of gun violence on campuses and in communities across the country, just in the last few weeks, are really disheartening. Spartans understand the pain these incidents

inflict on a community, and I have offered our support to other affected institutions. We also continue to remind our students, faculty, and staff of the mental health support resources we have available. Just this week, as we do at the start of each semester, we tested our mass notification system. To receive alerts, we encourage our campus community and our neighbors to visit [alert.msu.edu](http://alert.msu.edu) as well as download the SafeMSU app and enable push notifications. Infrastructure Planning and Facilities is continuing work installing new locks on hundreds of classroom and teaching lab doors. Nearly two-thirds of the planned installations have been made, allowing the doors to be locked from the inside while allowing access to emergency personnel. This semester, we expect to complete a new Security Operations Center to consolidate campus systems and provide 24-hour coverage. The Department of Police and Public Safety is also continuing to develop an active violence training program that will be available to students, faculty and staff on MSU's AbilityLMS training platform.

We have an amazing year in front of us, with so many people working to ensure the safety, success, and well-being of everyone who attends, works at or visits MSU. This commitment to excellence reminds me of the words of another speaker at Fall Convocation, Rochishil Varma, president of the International Students Association. He said this, "Being a Spartan is more than just a title. It's a commitment. Commitment to inclusion, commitment to unity, and commitment to excellence." Wonderfully, said, and, I might add, Spartans are also committed to an arts and creative culture worthy of the great university Cliff Wharton envisioned. That work starts with us, so let us turn now to the remainder of today's agenda.

4. Public Participation on Items Germane to the Agenda—None
5. Gift, Grant, and Contracts Report

Vice President Doug Gage presented the Gifts, Grants and Contracts Report for the period of May 25, 2023, through August 9, 2023. The report is a compilation of 560 Gifts, Grants and Contracts plus 16 Consignment/Non-Cash Gifts, with a total value of \$182,790,077.

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

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

6. Research Presentation

Vice President Gage introduced Dr. Judith Stoddart, Vice Provost, University Arts and Collections, who gave a presentation on "Art in the Board Room: Honoring the Wharton Legacy." (Appendix A)

7. Personnel Actions

Interim Provost Jeitschko presented the following personnel actions.

Crystal VanKooten, Ph.D.—AY, Associate Professor, Department of Writing, Rhetoric, and American Cultures, with tenure, effective August 16, 2023.

Chad Cotti, Ph.D.—AN, Chairperson and Professor, Department of Agricultural, Food, and Resource Economics, with tenure, effective August 1, 2023.

Kui Xie, Ph.D.—AN, Red Cedar Professor, Department of Counseling, Educational Psychology and Special Education, with tenure, effective July 1, 2023.

Lucas Pozzo-Miller, Ph.D.—AY, Professor, Department of Pediatrics and Human Development, with tenure, effective December 1, 2023.

Charles Hong, Ph.D.—AN, Chairperson and Professor, Department of Medicine, with tenure, effective September 8, 2023.

Mary Davis-Ajami, Ph.D.—AN, Associate Dean and Professor, College of Nursing, with tenure, effective September 9, 2023.

Kakan Dey, Ph.D.—AY, Associate Professor, Department of Civil and Environmental Engineering, with tenure, effective January 1, 2024.

Guanqun Cao, Ph.D.—AY, Associate Professor, Department of Statistics and Probability, with tenure, effective August 16, 2023.

Interim Provost Jeitschko presented the following other appointments.

Neil Romanosky, MLIS., Ph.D.—AN, Librarian III and Dean, Libraries, with continuing status, effective September 11, 2023.

Glenn Chambers, Jr., Ph.D.—AN, Associate Dean, Honors College, for a change in title to Interim Dean, Residential College in the Arts and Humanities, effective August 7, 2023.

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

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

8. Committee on Budget and Finance

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

A. Fund Functioning as an Endowment: MaryDee Sist DVM Scholarship Fund

The Trustee Committee on Budget and Finance recommends that the Board of Trustees establish a fund functioning as an endowment entitled "MaryDee Sist DVM Scholarship Fund" to provide scholarship support for students in the College of Veterinary Medicine.

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby establishes a fund functioning as an endowment entitled "MaryDee Sist DVM Scholarship Fund."

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

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

9. Committee on Academic Affairs

Trustee Vassar (in Trustee Denno's absence) presented the Trustee Academic Affairs Committee Report and the following recommendations and resolutions.

A. Revision to the MSU Board of Trustees Bylaws

The Trustee Committee on Academic Affairs recommends that the Board of Trustees approve revisions to the Board of Trustees Bylaws, as indicated in Attachment A. (Appendix B)

BE IT RESOLVED, that the Board of Trustees hereby approves revisions to the Board of Trustees Bylaws as indicated in Attachment A;

BE IT FURTHER RESOLVED, that the Board authorizes the Secretary and Chief of Staff to the Board ("Secretary") to update numbering and naming references in policies and other documents where provisions of the Bylaws appear or are otherwise cited.

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

Trustee Scott motioned that we amend the motion by further revising article four of the board's bylaws as set forth in Attachment B, which has been provided to the board as set forth in Attachment B before you and effective starting January 1, 2025. The board would select the roles of Chair and Vice Chair based on seniority for one year in terms in those roles, amongst other

things, and as further set forth in Attachment B, article four, would be revised to provide that the Vice Chair would automatically succeed to the role of Chair unless the person forfeits it. If there are two trustees with equal seniority, a random selection process would occur to choose the trustee for the position and specify the process by, whereby the Chair or Vice Chair could be removed.

Trustee Scott moved to approve the amendment, with support from Trustee Pierce.

Trustee Tebay: Is there a way that we can amend the third paragraph of Attachment B? Which, sorry, there isn't anything for this. It is the sentence that reads 'If the Vice Chair elects to not serve as Chair of the board member next eligible to serve as Vice Chair elects not to serve, then he or she forfeits the opportunity to serve as Chair or Vice Chair until all members of the board have served in such capacity, or forfeited the opportunity to serve' that section? If there a way that we could change it so that if someone forfeited their year that they would necessarily be up for Chair that they would have first right of refusal the next year? Because as we have things going on in our lives, if someone couldn't do it that year, that they could then do another year?

Trustee Scott: So yes, that was discussed, I believe. Did you want to say something that was discussed and agreed to yesterday, I think at the recommendation of our Vice Chair, that we do it based on seniority, so that they are not moved to the back of the pack. So, with that revision, then I would ask for support.

Trustee Scott moved for adoption of the amendment, with support from Trustee Knake Jefferson.

Trustee Kelly: I am going to vote no on the amendment primarily because it sets up a situation where we have an automatic Chair. It's my belief that the board should actually elect a Chair on a regular basis. This is a close call. We've talked endlessly about the pros and the cons. And so, there's definitely pros and cons. But in my mind, I think the board should decide who their Chair is, and so I'm going to vote no.

#### Roll Call Vote on the Amendment B

Trustee Byrum—Yes  
Trustee Knake Jefferson—Yes  
Trustee Kelly—No  
Trustee Pierce—Yes  
Trustee Scott—Yes  
Trustee Tebay—Yes

Trustee Vassar—No

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

Roll Call Vote on Attachment A with Amendment B

Trustee Byrum—Yes

Trustee Knake Jefferson—Yes

Trustee Kelly—Yes

Trustee Pierce—Yes

Trustee Scott—Yes

Trustee Tebay—Yes

Trustee Vassar—Abstain

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

- B. Restructuring of Board of Trustees Policy Manual, Adoption of specified actions related to Board of Trustees Policies, and Adoption of Standard Template

The Trustee Committee on Academic Affairs recommends that the Board of Trustees approve the following:

- The renumbering and restructuring of the current Board of Trustees Policy Manual (to be renamed “Board of Trustees Policies”) including:
  - o The incorporation of certain provisions of the Board’s current Bylaws,
  - o The retirement of specified Board of Trustees policies,
  - o The transition of specified Board of Trustees policies to be university wide policies
  - o Retitling and technical revisions to certain Board of Trustees policies
  - o Adoption of a standard policy template for use when revising or developing Board of Trustees policies after the approval date of the resolution.

BE IT RESOLVED, that the Board of Trustees hereby approves the renumbering of the current Board of Trustees Policy Manual, including the incorporation of provisions of the Board of Trustees Bylaws, as enclosed with this resolution (Attachment A, as amended); (Appendix C)

BE IT FURTHER RESOLVED, that the Board authorizes the Secretary and Chief of Staff to the Board (“Secretary”) to update numbering and naming references to policies and make other technical amendments to policy titles or substance as enclosed with this resolution (Attachment A, as amended);

BE IT FURTHER RESOLVED, that the Board of Trustees hereby approves the adoption of a standard policy template for Board of Trustees policies for

use with immediate effect when revising or developing Board of Trustees policies (Attachment B); and

BE IT FINALLY RESOLVED, that the Board of Trustees directs the Secretary to work with university stakeholders to ensure that the revised policy structure is communicated and implemented as soon as practicable after passage of this resolution.

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

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

Roll Call Vote

Trustee Byrum—Yes

Trustee Knake Jefferson—Yes

Trustee Kelly—Yes

Trustee Pierce—Yes

Trustee Scott—Yes

Trustee Tebay—Yes

Trustee Vassar—Yes

C. Revision to Ordinance 18.00, *Firearms or Weapons*

Trustee Tebay: The Trustee Committee on Academic Affairs recommends that the Board of Trustees adopts the proposed revisions to Ordinance 18.00.

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby amends University Ordinance 18.00, *Firearms or Weapons*, as shown in Exhibit A hereto attached. (Appendix D)

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

Trustee Tebay: I would just like to note that this has been a long time coming. For me personally, I have been bringing this issue to the board since March of 2019, when the Students Against Gun Violence reached out to me and started educating me on this policy. I want to sort of give them credit for this. They're the ones that brought this ordinance to me and have subsequently continued to engage and educate us on why it was important to change this ordinance. And I think, obviously, after what happened on February 13, it was even more important that we do this. But I wanted to note that this has been happening for this many years. And it wasn't just because of what happened on February 13. So, I just want to again, thank the students against gun violence for bringing this to me.

Trustee Kelly:

Couple of comments. I'm not supporting the amendment. So let me explain why. First of all, this board's giving an extraordinary authority to actually pass criminal laws. This isn't an increase of a parking ticket, this is actually putting people in jail, because that's the effect of passing this law. And there's no doubt that the amendment put law abiding people in jail. If you're breaking laws on the campus or any property under the control of the board, you can be charged criminally. This law applies to only, and I say only, law-abiding people. The current ordinance reads, "except as permitted by state law, regulating firearms, no person shall possess a firearm, or weapon anywhere upon property governed by the board." Now all we're doing is excluding, "except as permitted by state law." That's effectively what we're doing here. So, I don't say that I have any greater authority than anybody on this board, and maybe lawyers should not pass legislation. I think it should be left to the citizens. But I can't exclude the fact that for 30 years, I've been writing ordinances. And when I read an ordinance like that, a couple of red flags pop up. First of all, what's the problem that we're trying to fix here? This was not brought to us by law enforcement. Law enforcement has not come to this board and said, we need an ordinance dealing with carrying a concealed weapon on campus property, because we have an outbreak of problems with regard to that. We don't. I've seen no evidence that's the case. I've seen no police report that would suggest to me that we need a new law, or that we should be basically imprisoning, and I don't want to overstate it. But at some point, somebody is going to be charged with this law and go to jail over this law. And that's the power that this board has, and when we have that power, there's a higher level of scrutiny in my mind that we have to apply to it. So, I don't see the problem, even though I'm sensitive to the fact that students, faculty, and other people on this campus are uncomfortable, and I don't want to say fearful, but uncomfortable, that somebody on campus may have a concealed weapon. But that's state law and if you want to change the state law, then change the state law. So, I don't see the problem, and I don't believe that passing this will have any impact on the safety of this campus. Number two, I don't like passing laws based upon jurisdictional boundaries. And what I mean by that is, you're on one side of the street, you're legal, you cross the street, you're illegal. And that's what we're doing here, because only with regard to property of the university, is this illegal. Everywhere else in the state, it's legal. And that's the problem to me, just as a lawyer who has passed a lot of ordinances. Third, we are putting a lot of discretion into our police officers. That's a bad idea. That's bad legislation. When you do that, police officers don't like it, prosecutors don't like it. The general counsel, I haven't asked Brian about this, probably doesn't like it. And the fact of the matter is, I want you to think about a police officer, encountering somebody with a concealed weapon permit in one of our open spaces on campus, because it's already

illegal in dorms, buildings, and other places on campus. So, what we're talking about here are open spaces on campus, the person with that legally, legal weapon is required to notify the police officer that they have a concealed weapon, immediately, that person has admitted to a felony. Now you're asking the police officer now to make the decision if that person is, you know, a father or a mother with three little kids, do I arrest them? And we know what the answer to that is likely, because we're giving the police officers not only the discretion, but the obligation to make that decision. And then I ask you, if three o'clock in the morning, the same incident happens with somebody that that police officer subjectively decides is suspicious, does that person get arrested? And that's what's going to happen in this case. There is going to be people that will not be arrested, and people that will be arrested, and it won't be based upon this language, it will be based upon whether or not the police officer believes they're suspicious. That's a bad law. Finally, we are passing this ordinance to apply to all property under the control of this board. That's not just campus, this university owns property across this state from the UP on down to southern State of Michigan, where the norms in those areas are completely different than what might exist here in East Lansing. And again, we are making people subject to felony charges, if they're arrested under this, and we're effectively putting them in jail. And if we're not putting anybody in jail, then why are we doing this? So, it's bad legislation. I understand that it may be perceived as an added level of safety, and it's not, so I'm not supporting it.

Trustee Tebay: I just wanted to, VP Lynch, I don't need you to respond to anything, I just was wondering if you had anything you wanted to say just about the ordinance. If not, it's fine. I didn't, I meant to do you first and not after we spoke.

VP Lynch: Good morning. Thank you. So, correct, Trustee Tebay did bring this to the attention when I arrived in April of '21 that this was something that had been brought forward by a student organization with that, at the time the ordinance itself had been discussed with the local prosecutor's office. At the time when the ordinance was written. The prosecutor at the time state that they would not enforce or support charges that were written on that particular ordinance with that. Coming forward with it, we've had additional discussion with the current prosecutor and the office stated that they would review those charges in the same manner as they would any other charges that are brought before them based on the facts and the circumstances that are associated with it. Trustee Kelly stated the additional components to the ordinance would extend to the open fields that we currently have. Those decisions would be made by officers in the field at that time. There are several circumstances that our officers deal with on a daily basis to where discretion comes into play. That's all part of what they do. Those are all considerations that the prosecutor's office does as well. This would be other institutions in the state have similar ordinances that that

cover and have made those adjustments. There were also some current court decisions involving the University of Michigan. And in a similar circumstance, the court at the time upheld in favor of University of Michigan. These are tough decisions with that, and our officers do that on a daily basis, and they do a very good job of doing it. And the examples that were given as possibilities are true and accurate, and we're going to have to deal with them. We will continue to deal with them as fair as possible and based on the circumstances with that. These are real time decisions and circumstances that are being dealt with regularly here on campus and off.

Chairperson Vassar: Prosecuting attorney at the time of the initial conversation, you said would basically not look at this as something that they should take as seriously if someone comes. You're saying the current prosecuting attorney has said what on the issue?

VP Lynch: So, historically, when this was initially brought years ago, the prosecuting attorney at the time said that they would not support the charges. Today's prosecutor, in Ingham County Prosecutor's Office, when advised that this was a possible amendment for our ordinance stated that they would review the charges for this particular ordinance as they do for every other criminal offense that is brought before them. They'd review it based on the facts and circumstances that are presented for that particular incident.

Trustee Scott: Question, thank you so much for explaining the discretion. So as a former prosecutor, I had this conversation with you, when we were on a, I believe phone call, concerning the fact that the whole justice system, the legal system, is a system of discretion at almost every level, from law enforcement, to as you indicated, the prosecutor who sits and determines based on a report whether or not to issue charges through to the judge who if a person is found guilty, determining with in their discretion how they're going to sentence an individual. I believe that we can all understand the concern as it relates to stereotyping and the types of things that marginalized or minority communities have to deal with. And so, my question to you, as a trustee, is whether or not you feel your department has the sufficient training on implicit biases, in order to hopefully negate the occurrences of these types of arbitrary issues. And secondarily, I believe I asked you on that phone call whether or not it's true that in fact, it would likely be secondary to another type of stop, meaning a person drunk driving then it just so happens, the officer asked the person because as a CCW carrier, which I am one, it's only at a traffic stop that you have to disclose. So that would mean that I have done something that would precipitate that need for the answer to that officer that I am carrying at that time. So, if you could address those two things, I would appreciate it. Thank you.

VP Lynch: Yes. In regard to the question of training for our officers, yes, our officers do go through several different training opportunities, dealing with biases, whether is implicit, based on race, gender, ethnicity, or other biases as well. So that is part of the annual in service training that officers receive, they receive that from internal instructors as well as our university experts in those areas. And we do at some point sometimes contract out, as well, for that training to actually occur. In regard to what we have seen in regard to when we do encounter, someone that has a concealed pistol license, in most cases it does in association with another incident. So, you're correct. If it is a traffic stop, and that's part of it. Yes. If the officer encounters them, they're called maybe for a domestic circumstance. It's been on a rare occasion to where it's solely regarding carrying the weapon itself.

Trustee Scott: Because it's supposed to be concealed. So, you wouldn't even know, right?

VP Lynch: It's still circumstantial, right? But in most cases, it does accompany some other incident that has occurred.

Chairperson Vassar: So, I do want to commend you and you're your department. I have had nothing but positive experiences with all of your officers. They have been caring, and considerate and kind and accommodating in so many ways. I still believe though that training is, is good, right? But all of us have biases. Every single person in this room has biases, and we can't all know them at any given moment, and no amount of training until we die, I think it will alleviate or eliminate all biases. So, I don't have any disparaging, you know, comments on regarding your officers. But in, in relationship to what Vice Chair Kelly said, as much as possible, we should try to take discretion out of these ordinances, because we do know that folks have biases. But I want to commend you and your work and your department. Thank you. Thank you. You can have a seat, but yeah, I do have one more thing to say. Thank you, thank you. I just, this is a tough ordinance, and that I want all students to feel safe. I want all faculty to feel safe, all staff, all Spartans who come to this campus to feel safe. And I do know that gun laws do help in a perception of safety and feeling safe. And there have been times where my experiences with police officers have not been safe, not on this campus, but outside of this campus. And thinking about what happened last month, to the little baby who was taking out the trash. We do know that discretion has an issue with police, right? We do know that we have certain populations who are policed in different ways. So, while I really want to say yes to this ordinance, because I want everyone to feel safe. I mean, if you don't know anything about me, I want people to feel well and to be rested and to feel like they can be comfortable in their own space to feel like they belong, and this is their community. And I also cannot ignore that we will be putting folks in harm's way. If there is a routine

traffic stop, you do have to say, I'm admitting to a felony because I have the CCW if I'm on the other side of the street. I don't think that that's responsible legislation. Thank you.

Trustee Scott: I forgot to ask, but that's a very good point. I recall that there was conversation that we would indeed have signs everywhere, like there is going to be clear demarcations that you're entering into a gun free zone.

Interim President Woodruff: Correct. There will be signage on campus.

Trustee Scott: Like every so in the thoroughfares this the street we're coming into. Okay, I just wanted to be clear on that. Thank you.

Chairperson Vassar: I do want to note that on Jolly Road, there's actually a gun range.

Interim President Woodruff: The roads are not included there. It's only green space. It's only green space, not roads. The Chair will recognize the student liaison, Hannah Jeffrey.

Hannah Jeffery: I would just like to personally ask and perhaps this is a better question for Chief Lynch. Does anyone think that the passage of this particular amendment would have resulted in the lives of three Michigan State University students still being here today?

VP Lynch: So, the person that was responsible for that act had not been contacted by any law enforcement prior to committing it. So, we would not have had a situation in regard to it. From my understanding, as well, that that person did not have a concealed pistol license either. So, by being in possession of it would have been a criminal offense in itself.

**Roll Call Vote**

Trustee Byrum—Yes

Trustee Knake Jefferson—Yes

Trustee Kelly—No

Trustee Pierce—Yes

Trustee Scott—Yes

Trustee Tebay—Yes

Trustee Vassar—No

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

Interim President Woodruff: Until today all students and faculty, 14,000 employees, and 50,000 students were not allowed to carry concealed weapons anywhere on our campus. Today, we close a loophole that members of the community can not carry a concealed weapon on our green

spaces. Our campus is home to 17,000 residents, swelling to 60,000 on the weekdays and over 110,000 on the weekends. We pay close attention to the concerns of our students, employees, and community members who have shared consistently over the years that they would feel more safe with this ordinance. This is after all their front and back yards. They deserve to feel safe here they deserve to have a safe and welcoming campus. This action is another step in our commitment to safety. Thank you very much to the Board of Trustees.

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 authorize one contract between Michigan State University and Iaso Therapeutics, Inc, a Michigan Corporation, in which MSU faculty Dr. Xuefei Huang holds a financial interest.

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves a Sponsored Research Agreement with Iaso Therapeutics, Inc., consistent with earlier public notice and with a Sponsored Research Agreement Term Sheet presented to the Board for inclusion in its minutes. (Appendix E)

The Trustee Committee on Audit, Risk and Compliance recommends that the Board of Trustees approve a contract between Michigan State University and Drawbridge, Inc, a Michigan Corporation in which MSU faculty William Hart-Davidson holds a financial interest as co-founder of the company.

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves a service agreement with Drawbridge, Inc., consistent with earlier public notice and with a Service Agreement Term Sheet presented to the Board for inclusion in its minutes. (Appendix F)

The Trustee Committee on Audit, Risk and Compliance recommends that the Board of Trustees authorize a contract between Michigan State University and David-Lorne Photographic, a Michigan company, in which MSU staff member Mistie Jordan's husband is the sole proprietor of the company.

BE IT RESOLVED, that the Board of Trustees of Michigan State University

hereby approves a service agreement with David-Lorne Photographic, consistent with earlier public notice and with the Service Agreement Term Sheet presented to the Board for inclusion in its minutes. (Appendix G)

The Trustee Committee on Audit, Risk, and Compliance recommends that the Board of Trustees authorize a contract between Michigan State University and Leightronix, Inc., a Michigan Corporation, in which MSU staff member Bryan Tousignant is a board advisor for this entity.

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves a service agreement with Leightronix, Inc., consistent with earlier public notice and with a Services Agreement Term Sheet presented to the Board for inclusion in its minutes. (Appendix H)

The Trustee Committee on Audit, Risk, and Compliance recommends that the Board of Trustees authorize a contract between Michigan State University and Quant Quest, in which MSU faculty Dr. Chi Chang holds a financial interest as the founder of the company.

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves a Service agreement with Quant Quest, consistent with earlier public notice and with a Service Agreement Term Sheet presented to the Board for inclusion in its minutes. (Appendix I)

The Trustee Committee on Audit, Risk and Compliance recommends 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 and with an "Independent Contractor Agreement for Artist Services" Term Sheet presented to the Board for inclusion in its minutes. (Appendix J)

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

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

11. Committee on Student Life and Culture

Trustee Tebay presented the Student Life and Culture Committee Report.

Interim Provost Jeitschko and Senior Vice President Vennie Gore presented on the Launch of the Academic Year.

12. Public Participation on Items Not Germane to the Agenda

1. Samantha Barany—Reinstatement of MSU varsity swimming and diving
2. Mike Bottom—Swimming and diving
3. Melissa Hudecz—Institutional accountability
4. Angelika Martinez-McGhee—Release of sealed documents
5. Elizabeth Maurer (via Zoom)—POSSE
6. Jennifer Hayes—Dan Kelly
7. Kristin Nagle—Lawsuit
8. Alexis Hazen—Lawsuit
9. Azzam Elder—FOIA and survivors rights
10. Ryan Guzall—Axia Institute, Broad College of Business, systemic corruption
11. Brian Van Elslander (via Zoom)—Support for Dean Sanjay Gupta
12. Tya Rianna Leslie—Needs for the Black community
13. Nancy DiBiaggio—Presidential portrait relocation

13. Liaisons Report, Chairperson's Report, Trustees' Comments

Emily Hoyumpa, student liaison, provided the following report.

Hi everyone. For those of you who I have not had the privilege of meeting yet, my name is Emily Hoyumpa and I'm the Associated Students of Michigan State University and Michigan State University Undergraduate Student Body President. I'm here representing our 40,000 undergraduate Spartans, which is the largest on record, as I found out from Provost Jeitschko today, and I'm honored to be in the role at this time. Back to school season has been hectic in the best way possible, and I'm excited to continue getting involved and getting to better understand the Spartan community throughout my term. Along with that, I hope everyone is feeling this Lions victory Friday, with the Thursday night football against the Chiefs late last night. As you start off the 2023-2024 academic year, ASMSU is hoping to work alongside respective Michigan State University parties to accomplish many initiatives. From improvements in campus safety, and justice and healing for Arielle, Alex, and Brian, to improvements in mental health and access to those resources for all Spartans alike, and positive change with RVSM and Title IX, students have the drive to do this work. Yet, we cannot do this work without the support of our stakeholders, such as the Michigan State University Board of Trustees and Michigan State University Administration. With that being said, we hope to embark on this adventure together and establish an open and transparent relationship for the betterment of all Spartans. Along with talking about what we're hoping to work on and accomplish this year, we are excited to see that the board is taking the initiative to revise its policies and bylaws. Organizations cannot remain stagnant, and I hope these changes are simply not a one and done. Especially because there's so much work that we all need to do. On that same note, however, it is rather disheartening to see that among these policies today, there is still incredibly outdated language from the 1980's with the student liaison, but also no CORES and COPS seat to the board, even though that resolution has been written

and presented. For a group that says they want to hear from students and better understand their perspectives, adding a seat for the students that are a minority on this campus at a predominately white institution is a great place to start. Even more so, if student perspectives are truly valued by this board, take the initiative to hear from students and committees rather than having students beg and plead through public comment to have a voice. With that, last night the first ASMSU general assembly meeting, we passed bill 60-07, which is calling for ASMSU to stand with survivors and call upon the Board of Trustees to release the record of the 6,000 documents from the Larry Nassar case to the Michigan Attorney General. As I stated in the June board meeting, withholding these documents shows a lack of genuine care for survivors, opposing the principles MSU supposedly stands for. The fact that survivors have been calling for the release of these documents and have been greeted by silence from Michigan State University and the Board is simply proving the narrative that this board and the university do not listen to survivors unless it benefits them. If Michigan State University and this board claim that they're going to learn and do better, I implore you to please take action now. Release the documents and give the survivors on this campus a tool to help with their healing journey. In other news yesterday, even in the rain, I had the pleasure of speaking at the new Rec Center groundbreaking. With this endeavor, Michigan State University is putting in the work of putting students' health and well-being first and cultivating that culture of health and wellness, which I think we're all happy to see. However, with this new Rec Center officially being built with a 50-meter pool, I think it's time that Michigan State University Swim and Dive is reinstated, don't you? If this Rec Center is meant to support all students and Spartans on their wellness journeys, I hope this board takes the initiative to reinstate Swim and Dive as soon as possible. As Interim President Woodruff quoted me, which I did not know she was doing by the way, East Lansing isn't just home because of the place but it is because of the people. To the Board of Trustees, if this place is really home, if you truly care about the Spartans, and if you truly care about transparency and accountability, please listen to those who publicly commented today, and don't just talk the talk but walk the walk. Thank you.

Taylor Sutton, student liaison, provided the following report.

Hi everyone, my name is Taylor Sutton. I'm the president of the Residence Halls Association, also known as RHA. For those of you who don't know what RHA is, we are the on-campus student government representing over 15,000 students in our 26 residence halls across campus, as well as our neighborhoods that each have their own Black and queer caucus and an identity caucus know as Transcend. I'm happy to report that we are off to a great start this semester. We completed our fall training, while move-in was happening concurrently, and this past Wednesday we had our first general assembly meeting. As our constituents continue to get involved having their elections and the like, I wanted to highlight some priorities that we've already established and want to work on this year. For one, campus safety is our number one agenda item at this time. Many students

living in our residence halls bore the brunt of the lasting effects of the tragic events that happened on February 13. Places that were their home had suddenly become a place of chaos and fear. Students were barricading themselves in their room, listening to the chaos happening on police scanners and social media, trying to cling to any knowledge they could find to make them feel safe. With this, this is a chance for us to work with our partners, the Board, and our Administration to help make students feel safe living here at Michigan State. Remind them that this is their home, and this is somewhere that they can feel safe. We have a lot of work to do to accomplish that, but we want to make that happen this year. In terms of accomplishing this, this rolls into another priority of ours about elevating student voices. We've already utilized a fairly successful campaign of using digital resources such as QR codes to help drive up student involvement, and we plan to continue doing this throughout the semester in order to collect information and student opinions. That way, we're able to take the voices, not only of us as student liaisons, but the voices of the constituents and the students we represent directly to a higher level such as this. We'll go through this on a variety of issues, including campus safety, to your Live On requirement, as well as even basic information, like searching for input on events and programming and ways that we can better support our students. In terms of programming, this fall is looking like it's going to be very fun. We have some engaging events, such as a tie-dye event, outdoor movie nights, and all sorts of programming. In addition, we're excited to continue with collaborative partnerships such as It's On Us Week of Action as well as many other events that we are currently in the works with ASMSU, and many of our campus partners. These are just a small slice of the pie that I mentioned today, and many more are coming. Overall, this is likely going to be a shorter report for me than we are going to see through the year. But with many of our hall governments and caucuses still having their elections, I know that our agenda and the things we're working on is only going to continue to grow and develop as the year continues. Thank you.

Hannah Jeffery, student liaison, provided the following report.

Good morning, everyone. Thank you very much for having me here today. I'm Hannah Jeffrey, and I use she/her pronouns. I would just like to say that things are getting confusing here, because there's a lot of issues. I think that a lot of people have lost a lot of trust. I personally still hold some trust close to my heart because I do believe after having spoken to each and every one of you that there is a person in these seats, that there are people in the seats, each with different perspectives, each with things that they long to tell other people but cannot necessarily communicate. However, I do also believe that I have been a weak leader myself at times. In fact, one of the problems that has recently arisen with the Recreation and Wellness Center has been a major concern among my fellow graduate and professional students. We have personally been charged roughly \$240 per year and this amount will increase to \$340 per year, in order to finance the Recreational Wellness Center Facility. All undergraduate students are also subjected to the same fee. This fee is not negotiable. We cannot vote, we cannot ask for this fee to

be waived in any way, shape, or form. Because it is not part of our tuition, it does not get paid as part of our stipend. So, we have another fee to pay. A fee that could potentially pay for a cavity to be filled. For a broken phone screen that cuts your finger to be fixed. For an emergency medical procedure for your cat, or for your dog. There is simply no way to describe just how much impact comfort has on our lives, it makes us feel like we are more than just workers, like we are Spartans, like we are valued. I do hope at the bottom of my heart that we can work out, if possible, a negotiation to create a relief fund at the very least for the students that legitimately cannot afford to pay this fee. However, there are students that would say that this doesn't go far enough. They would ask that the fee be waived for all graduate and professional students, or at least included in their tuition package, so that they can be reimbursed as they would be for any other fee assessed by the campus. These are the words of my people. I would also like to say that I do believe survivors. I believe them when they collectively tell me that they are hurting from the experience of not releasing these documents. The documents may not seem so important as they have been vetted by a judge, as they have been talked about endlessly, as we have determined that they fall under attorney-client privilege. However, they are telling me they are hurting, and I cannot ignore their voices. So please, hold an open vote and release them. Because it's the only thing that really, really, I think will heal their hearts. Thank you.

Jack Lipton, faculty liaison, provided the following report.

Morning, everyone. It's still morning, right? Hi, my name is Jack Lipton. I'm the Chair of the Faculty Senate. I'd like to thank my predecessor, Dr. Karen Kelly-Blake for her service and her counsel as I stepped into this new role. I'd also like to thank the Board and our new faculty liaison, Trustee Dan Kelly, for an open and honest discussion with the faculty delegation yesterday. We discussed proposed changes to the board bylaws and policies relating to board organization, transparency, ethics, and conflicts of interest. I was absolutely shocked by the response from the board. By shocked, I mean that the board was thoughtful, supportive, and amenable to several of our suggestions, and today's amendments to the board's bylaws are a good start. It's not a great start, but a good start. And I see further revisions to the board's policies as an opportunity. I'm hopeful that if we work together and respect each other's roles and expertise, we can make Michigan State University a better place to work, learn, and succeed. We have not forgotten your promise to seek meaningful training to help you appropriately fulfill your oversight roles at the university and work together productively with each other, the administration, and the entire university community. We look forward to helping facilitate such training in any way possible. We also thank the Board for the instituted four percent merit raise throughout the university. However, might I also note that merit increases since the pandemic have not kept up pace with inflation. We appreciate that the board has the responsibility to be good financial stewards, but is it good financial stewardship to effectively reduce the buying power of faculty and staff in the face of record enrollment with sub inflation raises? We understand that tuition and appropriations increases have not kept up with

inflation, but that is something that the board can address. If you don't then we will likely lose more of our internationally prominent faculty to other universities or sectors and spend even more to replace them. No one said that the financial decisions borne by trustees are easy to make, but decisive and wise decisions are required to keep this university moving ever upward by at least helping faculty and staff have the same buying power they had pre pandemic. Finally, we discussed the current presidential search. MSU is a destination for student athletes around the world because they aspire to be a part of the storied reputation of this great university. Their hard work is broadcast to Spartans everywhere, inspiring the public to invest in their achievement, and attracting donors who collectively support the world class facilities like the Breslin Center and the salaries of top coaches like Tom Izzo and Mel Tucker. The greatness of the athletes feeds the reputation which enables us to compete for the very best human assets to further the reputation. Our academic reputation works the same way. Faculty come to MSU to compete and succeed on a global scale. Their reputation and quality drives discovery, excellence in teaching, the caliber of the students and philanthropic gifts, which then drive greater excellence is recruitment, achievement, and reputation. The clearest way that we can demonstrate our values and attract the faculty equivalents of Tom Izzo or Mel Tucker, is by finding a top tier president. The next president of MSU must be worthy of the office, someone with an international reputation in academia, someone who has indisputably succeeded at the very highest levels of scholarship and leadership, someone who inspires faculty, staff, students, alumni, donors, and trustees to be their best selves. A president who will help bring this university to the very heights of its potential. As far as I'm concerned, the sky's the limit when it comes to the Spartans. But that means not rushing the search to meet an arbitrary Thanksgiving deadline. It means doing our due diligence for the institution and valuing quality above all else. If we only seek to find an adequate or convenient candidate, as our next president, we have already failed. This board will choose the next president of MSU. If we settle for someone who is just good enough, we all lose. Thank you for your frank and honest discussion, and for your willingness to hear the voices of the faculty. Go Green.

Chairperson Vassar provided the following report.

Pleasure to have you as our faculty liaison, and surprisingly, I do agree with most of what you said. It's gonna be a great year, it's gonna be a great year. I have remarks here that I need to get to, but I just want to say one thing first. I'm going to read Audrey Lorde. She had a short poem. I do want to make sure that I honor my father today, his birthday is Monday. He's born on 9/11. He says he's an emergency. He has passed. He was a veteran, he passed two years ago, three years ago, you know, COVID years they get a little bit wonky. But he was a poet as well. And Audrey Lorde says, "And when we speak, we are afraid our words will not be heard nor welcomed. But when we are silent, we are still afraid. So, it is better to speak, remembering that we were never meant to survive." I love that, and I generally start most of my presentations with that quote, because sometimes what we have to say isn't always popular. Sometimes it's not going to be

welcomed. Each of the speakers today said something that may not be welcomed by everyone in the room, but that you came, and you came with trembling voices, sometimes knocking knees, sometimes sweat. Right? You came with a trembling voice to let us know what we needed to know from you. I want to commend you on your bravery. Please know that is very difficult for me. One, to hear I'm a politician. I'm not sure which one said that. It was the guy who said that. It's very difficult to hear that because in my heart, I'm an educator. I'm a daughter. I'm a mother. I'm a wife; thank you, Lucius for coming today. I'm a friend. I'm an advocate. I'm a change agent. Politician is so far down on my list. I'm human; I think that's what Hannah was trying to say earlier, that I'm not just the person in a suit or body in a suit or automaton or a zombie. I'm actually human, and so to hear all your stories, and to hear all your concerns over and over and over again, is heartbreaking for me. I'm doing my best. I hear you, and I'm doing my best. The first order of business is the President's evaluation. Dr. Lipton, I did want to tell you that we are continuing our board governance training, we had another session on Friday. I think that a lot of the concerns that people have voiced over the years, as this board this year has been constituted. We're working on them. We have ongoing sessions with a consultant that we all seem to like, although it's very spirited at times. He might not like us all the time, but we certainly do, and we appreciate your suggestion. We actually are learning a lot about one another and moving forward, so I just wanted to make sure I said that as well. The President's report, the evaluation. The Board of Trustees is charged with conducting an annual performance evaluation of the Michigan State University President led by the Committee on Budget and Finance, which I'm the chair. An evaluation of Interim President Woodruff was conducted this summer. In general, the intent of the presidential evaluation is to assess the President's performance in leading the institution, increase the President's and institution's effectiveness, encourage communication between the Board and President regarding expectations, goals, and accomplishments, and fulfill the board's governance responsibilities. Interim President Woodruff's appointment was effective November 4, 2022. Given the length of the time in the role, a focused assessment was conducted asking the interim president to reflect on engagement and leadership across three areas I want to commend VP Brogdon for your work on helping to have a focused assessment this year. I appreciate your input, and Dr. Fletcher as well. Presidential transition and leadership engagement, February 13, and the response efforts after that, relationship violence and sexual misconduct were the three areas of focus this year. The evaluation process consisted of a self-assessment and input from board members on the interim president's performance. The process also included the opportunity for board members to provide feedback and recommendations. The Board and the Interim President engaged in a wide-ranging discussion across these three areas centering on various aspects of the core role of the President: relationship building, crisis management, outreach and engagement, communications and building and maintaining a leadership team that can effectively serve the university and its stakeholders. In sum, the Board finds that Dr. Woodruff has met and exceeded expectations in her capacity as the interim president since assuming the role in November 2022. The Board wishes to particularly commend Dr. Woodruff for her

leadership during the tragic events of February 13, 2023. The Board and the Interim President agreed on three priority areas for the future: enhancing and formalizing the university's effort to safeguard against past harasser situations in our hiring processes, finalizing programmatic planning and developing a comprehensive funding strategy for the Engineering and Digital Innovation Center and playing a lead role in advancing the university's relationships with alumni donor and friends in support of preparing for the university's next capital campaign. The board looks forward to a continued engagement with the Interim President in the coming months to advance the university's priorities and objectives as framed by MSU's strategic plan. In light of Interim President's exemplary performance since November 4, 2022, the Committee on Budget and Finance recommends and I move the following, that interim president Teresa K. Woodruff's total salary be increased by five percent effective on October 1, 2023, get a raise. The Chair of the Board of Trustees is hereby authorized to execute any documents and agreements as may be necessary or appropriate in connection with the implementation of this action.

Trustee Tebay:  
I'll support.

Chairperson Vassar:

Any objections? Discussion? Hearing none. I don't think we need a roll call. All in favor say aye. All right, motion passes. Thank you for your service. Thank you. Dr. Woodruff and I had an opportunity, and I spoke about this in Grand Rapids last academic year, to speak at Cass Tech. I think you are the first MSU President to ever speak at a commencement ceremony in Detroit, so I appreciate you making the trip to Cass Tech, which is one of the most illustrious schools in the State actually, so I appreciate that. During that, I was able to introduce President Woodruff. When I sat down, because they introduced the introducer, you know how that goes, right? So, they introduced me, and I sat down. I sat next to an alum on the day of. She said, "Oh, good job. You're the first black woman chair." She said, "I'm gonna pray for you." I said, "I need your prayers." And I do. I appreciate prayer. So, I appreciate it. I didn't know this woman. She's gonna pray for you. She said, "I know that must be really difficult." I said, there's a lot of challenges. You know, you had a murder on our campus, several murders, shootings, yet we've gone through a lot this year. She said, "That and you being who you are, is going to be a challenge." I said, "You're right." She said, "They're probably already trying to change the rules, aren't they?" And I said, "How did you know," and she said, "I've been Black all my life." With that, I will say, that the diversity of this board is actually aligned with the land grant mission of this university. The diversity of thought, expertise, talent, and diversity in experience has the strength to change the trajectory of this board and the institution, as we look forward to our next president. I want to commend Governor Whitmer for her wisdom in appointing Trustee Sandy Pierce. She has changed the Board dynamics with her experience. I'm grateful that she's here. The land grant mission of this university offers the promise of equity, justice, and the freedom for all those who aspire to serve, to do

so with grace and dignity, and the support of their fellow Spartans. I'm grateful to this board. I commend your actions this morning. I'm a little grieved that Trustee Denno, who is an active trustee, as most of you know, was not able to participate in a vote that would allow him to discuss bylaws that we agree to. I really would prefer that he had been here, but he's not, he's ill. But I appreciate your swift action. There have been a couple of times this year that we've been able to swiftly turn around, which is not usually the way of the Board. As reference Honigman and Quinn Emanuel, and now these bylaws were pretty quick. And so, I just appreciate your efforts to move the university forward, swiftly. Dr. Gage, thank you for this presentation. As usual, you always bring an eclectic perspective, and I appreciate today's presentation and installation of the arts. Please do know, Mrs. DiBiaggio, that we do have a plan for those portraits. I feel like you read my mind because they will be placed in places across the campus that are germane and meaningful to those presidents, along with some history, so that is a more meaningful way to talk about our presidents in the past and in the future. Thank you, Provost Jeitschko for your presentation on our enrollment. I want to officially welcome 11,000 new Spartans, plus all the returning students and I extend my warmest wishes for a successful journey this year. This is my third year, third academic year, on this board and they always say three's a charm. I'm looking to be charmed. I'm looking to be charmed, and to be charming. Sometimes. I've had many wonderful opportunities to meet and greet our students and all over the campus this summer. The Business Success Institute, I was able to speak to those students during their summer bridge. They just excite me. The young folks really are a different type of thinker than we have ever seen before, and I just appreciate being in their presence. I get inspired. I get motivated. Their empathy and their self-care is exemplary. It's an example of what we should aspire to, the older folks, as we are living our lives. So, I appreciate that. And your technology. I wanted to also say, Taylor, I did have my technology up there yesterday. It's a tablet because my eyes are bad. But I still did. I didn't have the binder. Okay, I wanted you to give it up to me. I tried to be tech savvy, sometimes. So, I'm excited about these leaders, the future leaders of our illustrious campus, but the future leaders of our world. I see potential in all students, and those Broad college students were just awesome. They were truly inspiring. Also, Interim President Woodruff and I were at the Mental Health Breakfast, and it was really, really nice. We were able to thank the folks who have responded, in mass, and powerfully to the emotional, mental, and well-being needs of our community after those events on February 13, and it was in a warm setting. If you're ever in a room full of counselors, you just feel rejuvenated, and that was the theme, Respond, Reconnect, and Rejuvenate. And I will just add in there to rest. Some of you are not resting, and it's showing up I know I'm not. I've had these nightmares of one side of my face becoming a big wrinkle. That's the problem. I'm not sleeping very well. I'm committing to myself as I talk to you. I'm talking to myself to rest and respond and reconnect and rejuvenate. But that beautifully captured how the strength of Spartan community lies in our ability to support one another and to respond with love and kindness and unity and determination. The Board is grateful for the network of dedicated providers who have tirelessly supported our fellow Spartans, particularly in this moment. I also

could go on and on about the wonderful activities and opportunities I had to connect with Spartans including tours of the Veterinary Medical Center, and just last week visiting the College of Ag. I want to thank Interim Dean Douglas Freeman and Director Kelly Meyers for the Vet Med Center guided tour. They not only, like showered me with all kinds of good food, great information and great conversation, but my son was with us. He's, what's the word I want to say to describe him? Spirited, that's a good word. Good, spirited fellow who was like yeah, so can we get to the animals. He was tired of hearing about the research here. Let's get to the animals. We were able to see a horse put into the ultrasound. He was lying in the ultrasound machine. This a big deal. We talked to chickens, and we also were able to pet lambs. I appreciate them and how loving and kind they were to my son who is spirited, I would say is the best word to describe him. Thank you for that. Thank you for the fellowship and the conversation. I learned a lot about the STEM portion of the Vet Med Center. I'd also like to thank CANR Dean, Kelly Millenbah. I've seen her career grow, and she is a star. Director of MSU Ag Bio Research, Dr. George Smith, the Director of MSU Extension, Dr. Quentin Tyler, who went to Morocco and didn't invite me by the way, for the tour of the College of Ag, it was a great pleasure to meet all of you and to hear about MSU's excellent resources, learning opportunities and innovative research. This is a premier institution, and as I've been told over and over and over again, we are doing so many great things that I'm excited about the future and excited about the leadership who will continue this legacy of greatness in our research, but then also push us forward. Interactions like these where, I see MSU's mission in action are one of the great joys of being a trustee. Later this afternoon, I look forward to speaking at the Achieving Black Equity by 2030 Summit, which is a group of folks, MSUBA largely, who are thinking about our strategic plan in how we help minoritized students. I want to acknowledge the BSA for its presence today and thank you for engaging. I do recognize that student leaders have a lot to do. Right? Classes, social activities, trouble, good trouble. This is good trouble, but it's hard. Advocacy is hard. Getting up in the morning on a Friday with a written speech within three minutes, all the students who continue to come here, I commend you, and I thank you. If we don't hear from you, then we don't necessarily know how to move the university forward with your priorities. And so, I want to commend you, and I apologize for publicly for the racial violence that you experienced, I know that you did not hear anything from leadership around that the graffiti and the racial violence you experienced last year, last academic year. I want to personally apologize to you for that. We'll work on making sure that you feel safe and that you feel like you have belongingness here as well. Finally, to conclude my comments, I'd like to thank Interim President Woodruff for stepping into the role of interim president and providing resolute leadership these past 10 months. You've had a tough job. I've been praying the whole time for you, for us, this institution. I appreciate how you've stepped up in so many different ways, but with grace and dignity, for all of us to see. Those two attributes I'm taking from you and taking with you as you go forward in our university. Thank you so much. Thank you. We appreciate her hard work on behalf of the university students and staff in our alumni in the greater Spartan community. We particularly recognize her steadfast leadership during the violence that our

campus experienced in February and her commitment to improve safety since then. We look forward to her support through an upcoming presidential transition period. One thing I want to leave you with is thinking about again, Audrey Lord, "we weren't meant to survive, but yet we thrive." As Maya Angelou said, "not only do we survive and thrive, yet we rise." We rise together as Spartans, go, green, go white.

Vice Chairperson Kelly provided the following report.

Thank you. Well, I don't want to make light of this, but believe it or not, I'm human too. But it's quarter to twelve, and I just want to get through my script, to be honest with you. First of all, I want to acknowledge Jack Lipton and the other faculty liaisons. We did have a frank and honest discussion. I look forward to working with you all. I think the relationship can definitely improve over time. I look forward to that. So, thank you. With regard to the faculty, I have a couple of acknowledgments. First of all, I want to give kudos to Dr. Mona Hanna-Attisha for her appointment as the new Associate Dean for Public Health at the College of Human Medicine, underlying our commitment to public health. An example of Dr. Mona's inspired leadership is the RX Kids program at Flint's College of Human Medicine. The program is set to receive a \$16 million grant and aims to tackle poverty to improve the health of mothers and newborns in Flint. Second, congratulations to Professor Ronald Fisher recently appointed to the Growing Michigan Together Council by Governor Gretchen Whitmer, exemplifying our faculty's commitment to and impact on serving common good. Finally, I want to congratulate the 14 faculty who have received the Humanities and Arts Research Program Production Awards for the 2023 academic year. These awards are granted by our Office of Research and Innovation, and additional support from MSU Research Foundation. HARP supports important research leading to creative and performance projects and activities in the arts and humanities. As has been discussed throughout the board meeting, MSU is proud to uplift the arts on campus. It's been a busy couple of weeks around here, so I want to welcome back all of the students and congratulate our new students. But I also want to note that over the past two weeks, we have had over 300 new and transferring administrator and faculty academic staff orientations, The university is absolutely growing. I appreciate it. Have a good weekend.

Trustee Byrum provided the following report.

Thank you. I want to echo my thanks to Dr. Woodruff for your service over the last 10 months and stepping into the interim role as the president and, as it turned out, it's been a very difficult time for the university. We've appreciated your leadership. Also, I'm looking forward to being with the new student liaisons. Hannah, looking forward to working with you again this year and then the faculty senate liaisons. So, we have much work to do, and I'm highly confident that together, we can really make some significant progress. I too want to welcome back the returning students and also acknowledge our new students. To put a finer point on some of the reports

and readouts that you heard earlier today. I will be brief with my comments. Once again, MSU was the top pick for in state students, and I want to put a mark on the in-state students. Reinforcing our compelling value proposition, our incoming class of over 11,000 new Spartans. From Michigan, we have 8,000. So, 8,000 out of that 11,000 of our incoming student class are from Michigan, representing all 83 counties. Michigan State University continues to receive impressive external recognitions. An example, MSU earned a 4.5 out of a 5 rating in Money Magazine's 2023 Best College Rankings. This speaks volumes about our commitment to quality, affordability, and student outcomes. I was also thrilled to see that we were designated as an Innovation and Economic Prosperity University by the Association of Public Land Grant Universities. As the interim president acknowledged there's more news, good news yet to come later in the month. So that will conclude my remarks. I hope we're off to a wonderful fall. Go Green.

Trustee Knake Jefferson provided the following report.

Yes, thank you. So, welcome back to everyone. And I have a few remarks that were prepared as talking points from the administration, but I think I'll just try to curtail them, in part, because a lot of it was really echoing and amplifying what we already heard from our Interim Provost about increased diversity in our student body. Let me just highlight one concrete example of that in a particular college in our university, and that's the Law College. The Law College's 2022 incoming class was one of its most diverse in a quarter century. The incoming class looks to also be one of similar opportunity. I want to say that I greatly admire the vision of Dean Greene, and this is what she has said about how she envisions the Law College's future. So, these are her words, not mine: for it to be Michigan's preeminent law school, preparing diverse lawyer-leaders to serve diverse communities in Michigan and beyond. That means so much to me, because, as many of you know, I got my start at the Law College. I've built an academic career very much on scholarship that champions creating a legal profession that reflects the diversity of the public that it serves. I'm very pleased to see that happening right here on our campus, and not just in the Law College, but that's a concrete example. Also, I hear you, Dr. Lipton; the work that we did on the bylaws, thank you for acknowledging it, there's work that remains. Just as a bit of history, when I joined the board in 2019, December, I was told that the big project was going to be revising the bylaws. At that point in time, not even all the trustees that are sitting here today, were there, right. It reminds me that we are more than just the individuals who sit here. But the board itself was committed to that. I'm also mindful that now delivering on it many of the ideas that were being discussed, as I joined in December 2019, you now will see have been implemented the changes. That was almost four years ago, I get that some people earn a college degree in that time, and you might be thinking, is it going to take now the time to earn a PhD for us to revise the policies? I hope the answer to that is no. I think a big part of why we now actually see ideas that have been discussed and debated, redlined over the period of last summer, and again this summer multiple versions, is because we have a very effective secretary who helps us deliver. I just want to thank you again, Secretary Fletcher for that. I

imagine that you will be seeing similar revisions and improvements if not the end of four years, but in the coming year. I want to echo what Interim President Woodruff said when she was congratulating the leaders who've been recognized by Crains. I think it's amazing that we have not one not two, but three. So, congratulations again to Chair Vassar for that, to Dean Forger, and VP Face I think that's just really outstanding for our institution. I'll conclude my remarks by echoing Chair Vassar's report regarding Interim President Woodruff. You have brought stability and energy to this role in all the things you face, still also moving us forward on the strategic plan. Among your many accomplishments, one that has really been impressed on me is your successful leadership in moving forward on improvements to the Title IX Office, both coming out of the Quinn Emanuel report and other areas. Finally, overseeing the implementation of a certification process that we can really have confidence in as part of our board governance obligations. You have led through extraordinary times that no president would ever want to have to lead through, and we are better for your leadership. I thank you.

Trustee Pierce provided the following report.

Thank you. I'm going to also welcome back, please pass on that to all of the student body and the faculty and all of the staff, because without all of you, we wouldn't have a university. Someone said earlier that I'm new to the board, and that I was appointed by the governor. I'm honored to be appointed and I sit next to trustees that I am learning from and administration that I'm learning from, so I appreciate that as well. I will tell you that we have, Rema you mentioned spirited and your son, we have very spirited debates as trustees. We don't agree on many things. But we get to a point where we, many times we vote. You heard today and in past meetings, we don't all vote the same way. But I assure you, I assure everyone here and everyone listening in, that every single one of us take our responsibility of duty and care for Michigan State University seriously, and we're working really hard. The other thing I would say to all of the survivors, to the swim representatives and dive representatives, to the students, we hear you. And we're listening. If you think we're not, I want you to know from our hearts, we are. We're trying to make the best decisions for the current and future of this university. I'm glad to be here. I also appreciate you Dr. Fletcher, for all the work that you do, we have more work to do. We have more work to do on the bylaws. We have a lot of work to do on the policies. We have much more to do on governance. But we are committed to that work and to all of you. Thank you. Congratulations to Judd Herzer for being named as the new director of MSU Mobility. Let's give Judd a round of applause. As well, Shea Bryant, he is a financial analysis and reporting manager here at Michigan State, for receiving the Daniel Robinson Accounting Award. It's a big deal. And it's hard. So, congratulations to both of you. I apologize.

Trustee Scott provided the following report.

I'd like to also welcome all of our returning students and our new students. Taylor, I look forward to working with you. Emily, I know Maddie's not here. But you all, it

was a pleasure talking with you all yesterday and I look forward to closer connections with you all as we go forward in the year and then welcome back to our faculty liaisons as well. There continues to be forward momentum in our quest to find a new president for MSU. As we shared in our recent community update, we remain confident that we will find an experienced leader who, as the prospectus calls for, has the intellectual vision, broad worldview, and personal integrity to inspire the university to new levels of excellence across communities, colleges, and disciplines. We were also pleased to welcome Joe Kramer, MSU alum and Executive Director of the Michigan Bean Commission, to the Presidential Search Committee. He brings a wealth of experience, including more than four decades in farming and agriculture. I know from our ag community, as well as our land grant roots, which was really important to many that we include someone with that background. So welcome to Joe. Like others have said, there is so much inspiring work happening across our university. IPF, for example, did an extraordinary job cleaning up the campus after the major storm two weeks ago. They keep our campus looking great, and I don't want their hard work to go unnoticed. I would like to applaud them for everything they did. And this morning, I'd also like to say a few words on one initiative that is near and dear to my heart, Spartans Supporting First Generation Farmers. If you haven't seen it, Heather Swain, I'm looking at you because I appreciate you with doing this, I recommend you reading an MSU Today article about our bilingual agricultural program showcasing our strides in supporting first generation Latino farmers and farm workers in Michigan. What I loved about the article is how it explains the deep connection of science with the rich culture of farming, and how all of that plays a huge role in our community. Initiatives like these remind us of all of how proud we should be to be Spartans. We are committed to uplifting one another and serving the common good. Go Green. I'd like to also echo the sentiments that have already been talked about with our Interim President Woodruff. You have shown grace under pressure. This has not been easy, and I recognize that a lot of difficult decisions you had to make personally. I just want to thank you for hanging in there with us and sticking this out and for your commitment to stay on. Thank you. I'd also like to address something concerning a statement that was made concerning the changing of rules depending on who was in certain positions. One thing that I would like to say, and I'm just speaking for myself, personally, is that I believe that we all have to recognize that, although we are, quote unquote, politicians, we are humans as we sit here. We also bring unique perspectives in our roles as trustees. Quite specifically, to me, one of the concerns that I had when I got on this board was the bylaws. From the very first meeting, it was expressed by me and Trustee Tebay and some others, that we needed to begin the work of reframing our bylaws. We did not believe that they were consistent with what we felt we needed to do to move this university forward and also to change the culture that we thought was pretty problematic. As my colleague to the left has indicated, we don't always get along on this board. I'm sure you, you know that. However, I do agree with her that I believe that we all at our core, want to do what is the very best for this university. It's not blind to me that I am African American, that I am a woman. However, being that does not preclude me from also being able to see bigger pictures. I do think

it's important for us to be able as individuals, to be able to speak for how we feel without being pigeonholed as being a woman, pigeonholed as being African American, or, for Trustee Tebay, being pigeonholed as being a survivor of sexual assault. We are also, we have so much more to us. And I think that we should have the ability to express ourselves without being maligned or in any way reprimanded that we're not representing a certain part of us, because I'm more than just one part of myself. I don't even know if I'm making sense, but hopefully you get my gist. That being said, the change for me of the bylaws came because my very first meeting at this university, I made a decision that changed the trajectory, I believe, of my tenure here on this board. Making a decision as an incoming trustee, who has never met any of the people that I would be working with, on who should be the board chair as my very first, you know, vote to me placed me in a position that I never want to see someone else placed in. It has caused divisiveness. It has caused rancor. It has caused bullying. It has caused, to me, posturing, favors, doing one favor for another because of how you vote. None of these things should be part of what we are dealing with when we have to make decisions. It is not about Brianna and my own personal self-interest. Have I made mistakes as I have sat here on this board? Absolutely. I have oftentimes publicly expressed the mistakes that I have made, and I've owned them, and I take accountability for them. I feel wholeheartedly that to change our board chair is for the greater good of this board. Every two years, it has been an issue. We have relationships that have been fractured on this board, because of that very one election. We need to look at it. As a late judge who used to yell at me for being quiet in court said to me one time, he said, "you keep doing the same thing, and you're expecting a different result, you must be what?" It's a broken system. If we continue to do this over and over again and expect a different result, we're fools and a fool I am not. Maybe I need to read more books. As I was told yesterday, maybe I'm just losing my identity, as a Black woman. I don't think so. I think I'm making this decision for the greater good of this university that I love. And I am tired of seeing the fractionalization on this board. I'm very happy with the changes that were made. It has nothing to do with who's in leadership now. These changes were coming as of four years ago, and anybody that was around at that time can attest to it. This is not anything new. We finally did what we were committed to do, which was to change our bylaws. That being said, I would also like to thank Trustee Emeritus Melanie Foster for an email that she sent to us concerning the photos, our presidential portraits. We have had many conversations, Chair Vassar has also alluded to this, that we recognize to you, Mrs. DiBiaggio, I think you're behind Vennie, there you are, that we need to give greater deference to those portraits. And we are going to do that. I love the suggestions you made. Trustee Emeritus Foster gave us a great set of suggestions as well. I think in the coming months we will be talking about that. I'd also like to talk about, just very briefly, because I know that Dan Kelly's gonna kill me, I'm way over three minutes. But I'd like to talk about us as a board. Just quickly, and it's going to be 60 seconds. Again, we're all individuals. But what I would like to see in this is an answer to a question Emily asked us yesterday. What are your goals as a board? You asked us that and we really couldn't answer it. Okay, we can talk about our committee work, but we really

couldn't answer as a board collectively; what are we trying to do and accomplish here at this university? We need to prioritize as a board, goal set as a board. I look forward to what I believe we have committed to as of yesterday, us talking collectively so that we are not as individuals just out doing what we want to do, because it's not about me, and any of us individually. Collectively, we are stronger together. I don't mean that's like a pun, no pun intended. But I think you get my drift on that. I do hope that we will be able to come back to you all and tell you, "These are our strategic goals; these are some things we want to accomplish as a board." With that being said, I want to just thank my colleagues for the time we spent reflecting on one another in ourselves on Friday, and yesterday and I hope that this board can start to heal. I really do. Because if we can't, we're doing this university a disservice. With that being said, I'm done. Thank you.

Trustee Tebay provided the following report.

I'm gonna try to keep this brief because I had a meeting at 11:30 that I'm clearly very late for. I just want to say to Taylor, Emily, Hannah, I'm really looking forward to working with you and Maddie this year. As we're moving forward and welcomed back to campus, I want to thank Thomas Jeitschko and Vennie Gore for all of your work for students coming back and faculty and staff and that we had a really successful move-in day. I just want to make sure that your efforts don't go unnoticed, and please thank all of your staff for us as well. I have really enjoyed watching President Woodruff's Instagram account with all of her videos, and giving tissues to parents as they're crying, riding her bike around campus. I've got a lot of students saying that they've loved to see her on campus, so thanks for bringing such a positive energy to move-in day. I also want to congratulate you on being appointed to the leadership committee of the Action Collaborative on Preventing Sexual Harassment in Higher Education. It's an initiative of the National Academies of Science, Engineering and Medicine. We're grateful for everything that you do for our community. The students touched on it, but I am really excited about the Health and Wellness Center and that groundbreaking that we had yesterday. Thank you, all three of you for speaking. I think it was very important. I did laugh while watching the other folks that spoke, maybe a little too long, and you guys kept it real brief. So, I appreciate that. I just think it's really important for our students and thank you all for your support on that. Lastly, I really want to talk about FRIB. Last May, we celebrated the start of the operations of FRIB, which is again, the US Department of Energy Office Science User Facility. It's the only one of its kind, located here on our campus. Trustee Denno and I were honored to be able to join Thomas and the President as we began a new chapter with FRIB in the new chapter in the facility's global impact stories. We have the inauguration of the CNRS, which is the MSU, nuclear physics and astrophysics International Research Laboratory. It was very cool to be part of that. It's with a team from France, and it was very interesting to get to meet them. I got to see some students that day. But the International Research Lab is the first of its kind, again, and dedicated to nuclear physics and new nuclear astrophysics. I think that's really exciting for this campus. With that, I'm done and I gotta go, because I'm very late.

14. Request to Adjourn

On a motion by Trustee Scott, supported by Trustee Vassar, **THE BOARD VOTED to adjourn** at 12:05 p.m.

Respectfully submitted,



Stefan Fletcher  
Secretary of the Board of Trustees



# ART IN THE BOARD ROOM: HONORING THE WHARTON LEGACY

Judith Stoddart, DPhil  
Vice Provost, University Arts and Collections  
MSU Board of Trustees Meeting, Sept. 8, 2023



From the time they came to  
Michigan State University and ...

# Reclaiming human resources

By GAIL MORRIS  
Assistant News Bureau Editor



Artist Bob Weil and his students: "Success builds good people." (Photo by Bill Mitcham)

sculpture and design. In both cases, he discovered that academic handicaps were no barrier to enthusiasts and talent.

One youthful artist who entered MSU on academic probation is now a better than B student.

As for his junior high audiences, Weil says, "The kids were really enthused and engaged. We'd make a great geometric toy out of styrofoam, never knowing what it was going to end up like."

And because Weil likes to clown around, his informal design sessions encouraged these so-called "disadvantaged" students to ask questions and get involved.

Weil dislikes the word "disadvantaged" applied

indiscriminantly to anyone from low income situations. To him, the term has little to do with poverty.

"Disadvantaged means being out of touch with your full creative potential," he explains. "I see these so-called 'disadvantaged' students as advantaged. Like most people, they have a lot of skills that are related to art. Take the way they dress, or talk or dance—that's their way of expressing individuality. But these skills, which are all related to the body, are related to art.

"Most of them also have a real gut-level, bedrock feeling about life . . . and death."

The art achievers program at MSU will capitalize on the potential of the talented youth who has been labeled an academic underachiever.

Beginning winter term, 10 young artists who lack the verbal facility and test scores for regular admission to MSU will be given a chance to remedy these deficiencies and succeed in academia.

In essence, the guiding philosophy of the program and of all Weil's teaching is: "Success builds good people."

Explains Weil, "We are condensing all the introductory material in the regular art program into one course so they can move right into one of two specialties—graphics or environmental sculpture. We are trying to orient two other artistic media, television and film work, to environmental and spatial sensitivities.

\* \* \*

In teaching any student, Weil believes in distinguishing among levels of readiness. "I start them where they are letting a student see and realize his vision as quickly as possible, in the easiest medium. Once he's seen it, then he knows he has the power to evoke it again." Weil's concern for helping people realize their potential is matched by an intense desire to improve his own environment by getting the community in the quality of its surroundings.

"It's time for East Lansing to get



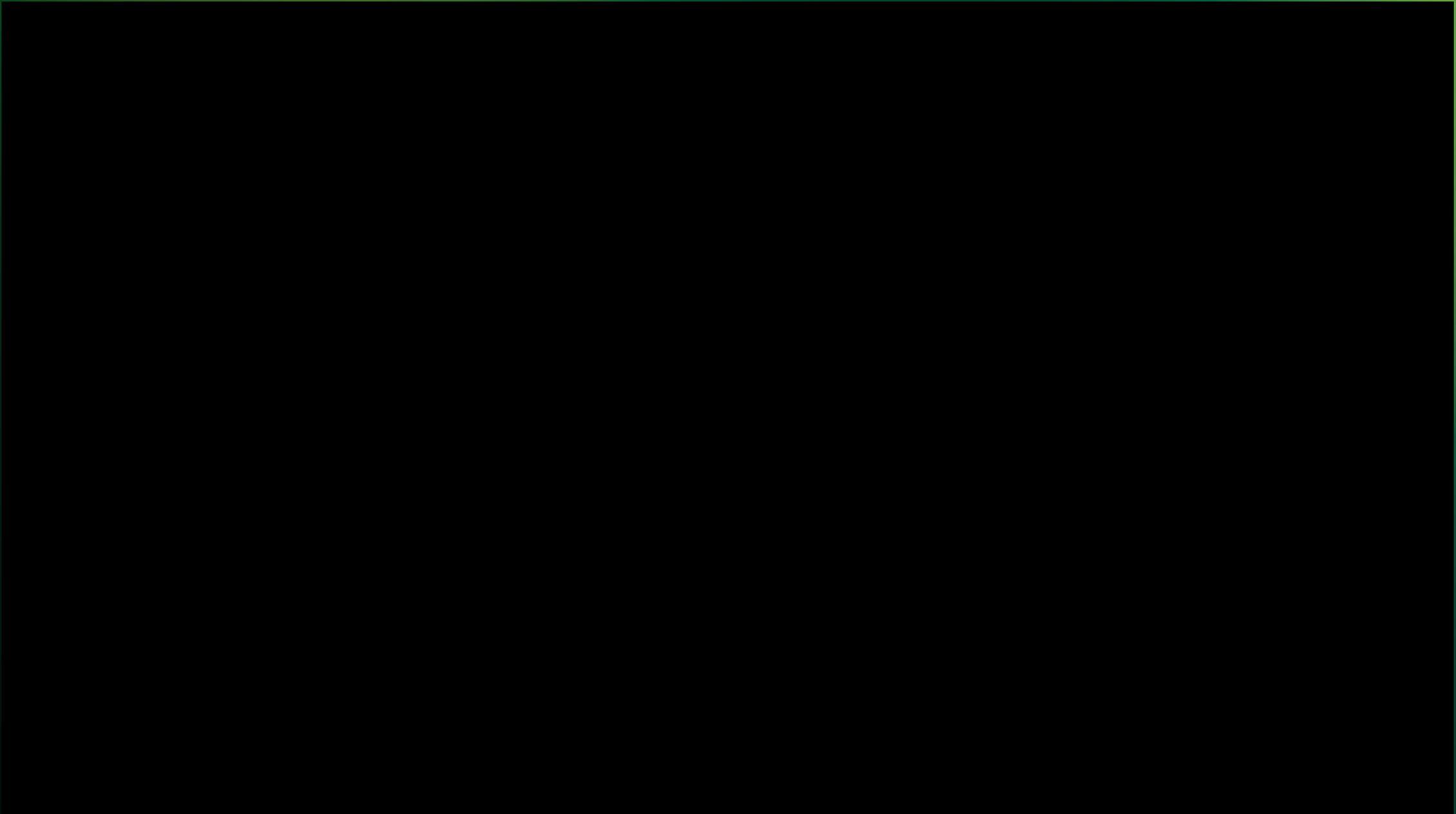
Clockwise from left: MSU Faculty News; Alma Goetsch; Goetsch *Weeds and Old Lace*; Kathrine Winckler; Winckler *Untitled*; Weil, *Untitled*



# Arts MSU

**Arts MSU** foregrounds creativity and exploration, igniting innovation and connecting campus and communities through the arts.





**THE  
ARTS ARE  
HAPPENING ALL  
AROUND YOU.**

**Arts  
MSU**



MICHIGAN STATE UNIVERSITY  
**BOARD OF TRUSTEES**  
Executive Action Summary

**APPROVED**  
**SEPTEMBER 8, 2023**  
**BOARD OF TRUSTEES**  
**MICHIGAN STATE UNIVERSITY**

**Committee Name** Academic Affairs

**Date** September 8, 2023

**Agenda Item:** Revision to the MSU Board of Trustees Bylaws

**Information**

**Discussion**

**Action**

**Resolution:**

BE IT RESOLVED, that the Board of Trustees hereby approves revisions to the Board of Trustees Bylaws as indicated in Attachment A;

BE IT FURTHER RESOLVED, that the Board authorizes the Secretary and Chief of Staff to the Board (“Secretary”) to update numbering and naming references in policies and other documents where provisions of the Bylaws appear or are otherwise cited.

**Recommendation:**

The Trustee Committee on Academic Affairs recommends that the Board of Trustees approve revisions to the Board of Trustees Bylaws, as indicated in Attachment A.

**Prior Action by BOT:**

Prior substantive amendments to Board of Trustees Bylaws are noted on the cover page of the current bylaws.

**Responsible Officers:**

Stefan Fletcher, Secretary and Chief of Staff to the Board of Trustees

**Summary:**

Through this resolution, and the accompanying resolution related to the Board of Trustees policy manual, several actions are proposed to further the Board of Trustees governance and policy management framework. This includes the revisions to the Board of Trustees Bylaws, as noted in

Attachment A.

**Background Information:**

The Board of Trustees Bylaws, ordinances, and policies support the Board's constitutional responsibilities related to the general supervision of the University. Several actions are proposed to update, restructure, and standardize these documents.

The Board of Trustees Bylaws were last substantively updated in January 2003. After a review of Bylaws among Big Ten peers and informed by information from the Association of Governing Board of Colleges and Universities, several revisions are put forward for the board's consideration. A detailed summary of the proposed revisions to these provisions are indicated as part of the materials enclosed in Attachment A.

**Source of Funds:**

Not applicable.

**Resource Impact:**

Not applicable.

## Summary of proposed bylaws revisions

Throughout the document, various grammatical, plain language and style changes have been made. These include the de-capitalization of certain terms, correction of typographical or grammatical inconsistencies, etc. Please review the track-changes document for specific revisions.

### PREAMBLE

- Recognition of professional and continuing education as forms of educational offerings to which the University offers.
- Changes statement on alumni to focus on alum's 'positive actions in their communities' as a measure of the university instead of 'performance as educated men and women.'
- Clarifies that one way the University is measured is through the positive actions of alumni, updating current terminology to be more inclusive.

### ARTICLE 1 - The Corporation

- Inserts provisions of board policy 01-01-05, *Expenditure Guidelines*, with the following amendment:
  - o Deletes sentence that '[t]rustees will be reimbursed for all expenses when presented.' The sentence is duplicative of the sentence beforehand that discussed reimbursement of expenses.
- Adds the fiscal year of the University into the bylaws. This is a standard provision across benchmarked bylaws and is added here when describing the Corporation.
- Recognizes the constitutional duty of the board to elect the president.

### ARTICLE 2 - Meetings and Agendas

- Updates the number of meetings per year to the current total of six. The board still retains the ability to determine a different number of regular meetings.
- Delineates a threshold (five or more Trustees) by which special meetings may be called.
- Inserts provisions of board policy 01-01-02, *Addressing (Public Comment)*, with the following amendment:
  - o Remove total time maximums for both topics germane to the agenda (15 minutes) and topics not germane to the agenda (12 minutes). Maintain individual presentation maximum time limit (three minutes per presentation).
- Defines when notice should be delivered to each Trustee before regular (seven days) or special (two days). Requires certain information to be included in the notice given to Trustees. Affirms responsibility of the secretary to give notice to the public.

- Inserts provisions of board policy 01-01-11, *Participation on Board*, with the following amendment:
  - o Clarify that participants and the public must be able to hear one another instead of 'see or hear' others.
- Inserts provisions of board policy 01-01-03, *Agenda Contents*, with the following proposed amendments:
  - o Reduces the number of Trustees required to add items to an agenda after it has been mailed to three Trustees. Currently, six Trustees are required to perform this action.
  - o Add mechanism by which board members could remove an item from a published agenda. The threshold for such action would be five or more Trustees.

### **ARTICLE 3 - Voting Procedures**

- No substantive amendments.

### **ARTICLE 4 - Officers and Organization of the Board**

[As Amended – See Attachment B]

- **Revises selection process for chair and vice chair. Starting January 1, 2025, the Board would select the roles of chair and vice chair based on seniority for one-year terms in those roles. Amongst other things, and as further set forth in Attachment B, Article 4 would be revised to provide that the vice chair would automatically succeed to the role of chair unless the person forfeits it; if there are two Trustees with equal seniority, a random selection process would occur to choose the Trustee for the position; and specify the process whereby the chair or vice chair could be removed.**
- ~~— Clarifies the chair may be removed by a vote of six or more Trustees. If the chair role is vacant for any reason, the vice chair will temporarily fill the role of chair until the next regularly scheduled board meeting where the board would elect a new chair to fill the remainder of the term.~~
- ~~— Specifies that the vice chair may be removed by a vote of six or more Trustees and define that a vote would occur at the next regularly scheduled board meeting to fill the remainder of the position's current term.~~
- Removes provision related to the vice chair having to come from the opposite political party as the chair.
- Under 'President':
  - o Specify that the president has accountability for the university's advancement efforts as part of the specified duties.
  - o Clarify the president's authority to appoint executive officers for the institution, subject to board approval for specified positions.
- Under 'Provost':
  - o Note that the Provost is the primary liaison with academic employee labor unions.

- Amend from serving 'at the pleasure of the board' to 'serve at the pleasure of the president' for this and other officer positions other than the president and the secretary. The board would retain approval authority for all officer roles designated in the bylaws.
- Adds the position, duties, and appointment criteria for the Executive Vice President for Health Sciences to reflect the university's current leadership structure.
- Updates the title of the 'Vice President for Administration and Public Affairs' to the 'Vice President for Administration' to reflect the university's current leadership structure. Updates duties to align with portfolio, including the addition of responsibilities for facilities and support units.
- Updates the title of the vice president for finance and treasurer to include the 'Chief Financial Officer' designation. Note that the position is recommended to the board by the president and serves at the pleasure of the board. Removes responsibility for Housing, Food Services, and Physical Plant to align with the university's current organizational structure.
- Under 'Secretary of the Board':
  - Removes Vice President title.
  - Adds responsibilities for overseeing the board office's staff and the board's governing documents, supporting the board in the fulfilment of its constitutional responsibilities, and in advocating for the board while liaising with the administration.
- Under 'General Counsel':
  - Removes the Deputy General Counsel as a position needing board approval. That position no longer exists.
- Revises the 'Ineligibility' section to remove redundant language around board members being prohibited from serving as either the secretary or treasurer. Given that these are paid positions, other language in this section covers the specific positions mentioned.

#### **ARTICLE 5 - Liaisons to the Board**

- Inserts the provisions of board policies 01-01-06, *Board of Trustees - Faculty Liaison*, and 01-01-07, *Board of Trustees - Student Liaison*, with the following amendments:
  - Update the names and titles of the student governance groups (where applicable) and the title of the vice president selecting the student-at large.
  - Clarify that the faculty and student liaisons report to the board on ongoing matters in their areas at regular meetings of the board.

#### **ARTICLE 6 - Committees**

- Inserts provisions of board policy 01-01-09, *Committee Structure*, with the following amendments:
  - Under Committee on Academic Affairs

- Remove the examples of ‘the Provost or College Deans’ for review of hiring, promotion, and tenure. Those examples were incongruent with the remainder of the sentence and were ambiguous.
- Remove examples of critical academic units. Given that what is a critical academic unit may be time-bound or evolve more quickly than the bylaws are revised, removing the examples supports the sustainability of the document.
- Delete provision noting that the committee shall serve as the liaison to the Steering Committee and other academic governance bodies. The liaison role is designated to an individual Trustee rather than the committee.
- Clarifies the committee’s responsibility for reviewing University extension and outreach and engagement matters, updating terminology to reflect the University’s current naming structure.
- Under Committee on Audit, Risk and Compliance:
  - Update acronym for chief compliance officer.
- Under Committee on Student Life and Culture:
  - Update language used when describing the responsibilities of the committee to be consistent with contemporary student success and student life terms.
  - Clarifies the committee is responsible for the review of various student rights and responsibilities documents.
  - Removes responsibility of the Ombudsperson and Dean of students to appear before the committee on student issues and concerns. Regular visits and conversations for those individuals will be coordinated by the Senior Vice President for Student Life and Engagement.

#### **ARTICLE 7 - University Organization**

- Clarifies that educational and administrative units may be established or abolished upon the recommendation of the president and approval by the board. The president would be permitted to determine the organizational pattern of these units and make alterations therein. This would not be a change to current practice.

#### **ARTICLE 8 - Relation of Board and the University Faculty, Staff, and Employees**

- Strikes ‘Communications’ subsection regarding communications to and from the Board.
- Under ‘Employee Relations,’ updates the term ‘pluralism’ for ‘inclusion’ to conform with contemporary expectations.
- Substitutes the terms ‘ineluctably’ and ‘mankind’ for ‘unquestionably’ and ‘humankind’ for clarity and removing a gendered term.

#### **ARTICLE 9 - The Board and Student Relations**

- Removes the term 'pluralism' to conform with contemporary expectations.
- Removes provision around 'affirmative action' with respect to student relations to align with the state constitution and recent legal decisions by the U.S. Supreme Court. The commitment to 'equal opportunity' and 'non-discrimination' in this section is maintained.
- Clarifies that the board must approve the program developed by the president to address student complaints. This reflects current practice as the board retains approval authority over, for example, the Student Rights and Responsibilities and Graduate Student Rights and Responsibilities documents.

#### **ARTICLE 10 - Courses of Instruction and Degrees**

- Clarifies that the university may not, in general, recommend individuals for honorary degrees while that individual is an employee of the university.

#### **ARTICLE 11 - Financial Responsibility**

- Deletes the final paragraph of the article dealing with procurement of goods and services. The instruction is too granular to be covered in the board's bylaws. The University has extensive procurement policies and practices that cover the university's procurement needs and ensure appropriate financial stewardship. Existing practices will not alter because of this revision.

#### **ARTICLE 12- Property, Securities, and Contracts**

- Re-titles Article 12 from 'Property' to 'Property, Securities, and Contracts' to more accurately reflect the scope of topics covered in this article.
- Under 'Securities,' change from 'Investment Committee' to 'Investment Advisory Subcommittee' to reflect current organizational structure of the board.
- Under 'Contracts' revisions would:
  - o Reflect that certain officers are designated as having signatory authority through the bylaws and not just through delegation by the president.
  - o Permit the secretary to sign contracts and other documents on behalf of the board related to its operations and as permitted under the ordinances. For example, the secretary approves certain license application requests under the ordinances currently.

#### **ARTICLE 13 - Collective Authority and Action**

- No substantive amendments.

#### **ARTICLE 14 - Corporate and University Seals**

- No substantive amendments.

## **ARTICLE 15 – Amendments**

- No substantive amendments.

## **ARTICLE 16 – Repeal**

- Add in a clause noting that where more specific provisions in policy may expand upon the Trustee bylaws, the more specific provisions would govern. If a provision expressly conflicts with the Trustee bylaws, that provision would have no effect.

Additionally, there are three existing articles in the bylaws proposed for removal. These are:

**Emeritus Title** - The current provision in the bylaws is duplicative of the board's more expansive policy in this area (*Trustees Emeriti*, 01-01-08). Removing the current paragraph from the bylaws will have no effect.

**University Operation in Special Emergencies** – This is a statement that affects universitywide operations and goes into operational detail that is best served and added to in a board policy. The language will be moved into a board policy.

**Extension Centers** – The statement on Extension will be transitioned to a board policy. The statement is uncommon among benchmarked bylaws. The existing statement serves as a policy statement that can be built on in the promotion and oversight of extension functions.

# MICHIGAN STATE UNIVERSITY

## BOARD OF TRUSTEES Bylaws



Effective as of December 16, 1965, and revised October 28, 1977; January 25-26, 1979; January 24-25, 1980; July 20, 1990; October 7, 1994; December 9, 1994; October 13, 2000; ~~and~~ January 10, 2003; and September 8, 2023.

**TABLE OF CONTENTS**

PREAMBLE

ARTICLE 1 - The Corporation

ARTICLE 2 - ~~Meetings of the Board~~ Meetings and Agendas

ARTICLE 3 - Voting Procedures

ARTICLE 4 - Officers and Organization of the Board

ARTICLE 5 - ~~Committees~~ Liaisons to the Board

ARTICLE ~~66~~ 66 - ~~University Organization~~ Committees

ARTICLE 7 - ~~Relation of Board and the University Faculty, Staff, and Employees~~  
University Organization

ARTICLE 8 - ~~Relation of Board and the University Faculty, Staff, and Employees~~  
~~The Board and Student Relations~~ ARTICLE 9 - ~~Courses of Instruction and Degrees~~  
The Board and Student Relations

ARTICLE 10 - Courses of Instruction and Degrees ~~Financial Responsibility~~

ARTICLE 11 - ~~Property and Facilities~~ Financial Responsibility

~~ARTICLE 12 - Extension Centers~~

ARTICLE ~~13~~ 12 - ~~Collective Authority and Action~~ Property, Securities, and Contracts  
and Facilities

ARTICLE ~~14~~ 13 - ~~University Operation in Special Emergencies~~ Collective Authority and  
Action

ARTICLE ~~15~~ 14 - Corporate and University Seals

~~ARTICLE 16 - Emeritus Title~~ ARTICLE ~~17~~ 15 - Amendments

ARTICLE ~~18~~ 16 - Repeal

## PREAMBLE

Michigan State University is the land-grant university for the State of Michigan, designated in 1863 by the Michigan Legislature to be the beneficiary of the endowment provided by the Morrill Act and supplemented by subsequent acts of the Congress of the United States.

As a land-grant university, it shares with its ~~sister-fellow land-grant~~ universities the legal responsibility to provide a liberal and practical education for the agricultural and industrial classes and all others, to prepare them for the various pursuits and professions of life.

This historic responsibility the Board of Trustees ("~~board~~") accepts, and to this obligation the ~~t~~Trustees pledge themselves, separately and collectively, ~~and~~ the material and human resources over which they have been given direction.

The ~~Trustees-board~~ interprets this mission as being one requiring the University to offer undergraduate ~~and~~ graduate, ~~professional, and continuing~~ education of the highest possible quality in all appropriate fields; to cherish the knowledge that is our legacy ~~from the past~~; to preserve the best of our cultural, social, and political heritage; to encourage meaningful research and experimentation, both to develop new knowledge and to ~~subject offer our~~ society to a full and objective study so that it may be made more nearly perfect; to be ever responsive to the increasing needs of a dynamic and complex society, by developing and carrying on programs of public service; and to diffuse ~~through all available media~~ the knowledge and information that will contribute to the well-being and development of the people of our state, our nation, and the world.

The present Constitution of the ~~Sate~~State of Michigan, like every other one before it, declares it to be public policy to encourage forever schools and the means of education. The Legislature, having the power of appropriation, shares the primary responsibility for implementing this policy.

The Constitution confers upon the ~~Board of Trustees-board~~ the freedom, power, and responsibility to develop a free and distinguished university and to promote the welfare of ~~mankind~~humankind through teaching, research, and ~~public service~~outreach.

The ~~Board of Trustees-board~~, elected by the voters of the State ~~and responsible to all of the people of Michigan~~, exercises the final authority in the government of the University, within the limits fixed by the State Constitution. In exercising its responsibility, the ~~b~~Board delegates to the ~~President~~president of the University and through the ~~p~~President to the faculty, appropriate authority and jurisdiction over

matters for which they are held accountable by the bBoard. These matters include educational policy and the development of a strong and efficient organization with which to accomplish the objectives of the University.

In making these delegations the bBoard declares its unequivocal support of the established rights and privileges of the academic profession and its intent to defend them steadfastly. These rights and privileges include academic freedom and tenure, compensation and other economic benefits as liberal as the resources of the University will allow, a viable faculty organization, and responsible faculty participation in the development of academic programs and policies.

With respect to non-academic employees, the bBoard declares that because they carry a correlative responsibility and because their roles are indispensable to the effective operation of the University, they are entitled to compensation and conditions of employment commensurate with their responsibilities.

With respect to students, the bBoard declares it to be its intention to provide the opportunity for each to realize the highest potential, to formulate ~~and enforce~~ reasonable rules governing student conduct, and to give due consideration to the opinions of students on matters related directly to their interest.

With respect to alumni, the bBoard ~~invokes asks for~~ their loyal support of the University and invites their advice and counsel, and knows that one way the University is measured is through their positive actions in their communities reminding them that the esteem of the University is constantly measured by their performance as educated men and women.

With respect to the people of Michigan, the bBoard willingly acknowledges that this University is in the final analysis their University. As a public institution, Michigan State University is obligated to serve the best interest of the people who support it ~~as can be best determined~~. The bBoard invites the people of Michigan to support ~~with it~~ the time-tested principle that in the University's unceasing quest for truth and enlightenment, it must encourage the timely discussion in open forum of a wide variety of issues, some of which are bound to be controversial ~~because they are~~ unsettled. This principle assumes that the views expressed in such discussion are subject to critical evaluation, and that any restraints on the freedom of expression at the uUniversity must be limited to measures to protect such free inquiry and to ~~ie~~nsure that they are consistent with the preservation of an organized society in which peaceful, democratic means for changes in the social structure are readily available.

Finally, the Board of Trusteesboard holds as its special trust the historical mission of a university to create an intellectual climate that will challenge and encourage the

vigorous development and courageous expression of the human mind and spirit. Specifically, the ~~Trustees recognize~~board recognizes that it ~~is~~has a primary responsibility to assure the University of the financial and other resources necessary to the successful performance of its mission. They believe that the best method of assuring that support is to interpret the University faithfully and continually to their fellow citizens, to the ~~l~~Legislature and elected state officials, and to the federal government, and thus persuade them of the essential importance of the University's mission. To those tasks of interpretation and persuasion they are committed by their election to office, and to those tasks they pledge themselves without reservation.

~~In order to~~To make effective the principle here declared, to achieve the stated objectives of Michigan State University, and to ~~insure~~ensure that the conduct of its own affairs will be in accord with the highest standards of educational administration, the ~~Board of Trustees~~board adopts these bBylaws:

#### **ARTICLE 1 - The Corporation**

The ~~Trustees~~trustees of Michigan State University and their successors in office are created by the people of Michigan through the Constitution as a body corporate known as the Board of Trustees of Michigan State University, with the power of general supervision over the institution, ~~and the control,~~ and direction of all expenditures from the institution's funds, ~~and the responsibility to elect a president of the University.~~ The bBoard shall consist of eight members elected for eight-year terms as provided by law. Members shall hold office until their successors have been elected as provided by law. The governor shall fill bBoard vacancies by appointment.

Members of the bBoard shall serve without compensation, but shall receive the actual and necessary expenses incurred by them in the performance of the duties of their office. ~~Trustees will be reimbursed for all expenses when presented.~~ Expenses will be reviewed periodically by the board chair and the chair of the Budget and Finance Committee. The ~~secretary~~Secretary and Chief of Staff to the Board of Trustees ("secretary") shall keep a record of all expenses reimbursed to each ~~t~~Trustee as may be required by law.

The fiscal year of the University shall begin on July 1 and end on June 30 of each calendar year, or such other date as may be fixed from time to time by the board.

#### **ARTICLE 2 - Meetings of the Board Meetings and Agendas**

The bBoard shall ~~meet monthly, except as have at least six (6) regular meetings each year, unless~~ otherwise provided by the determined by the bBoard. Meetings will

ordinarily be held at Michigan State University in East Lansing, but may be held at ~~such other times any time~~ and ~~places in Michigan place~~ as the ~~Board board~~ may determine. ~~Special meetings may be called by the board, at the written request of five or more trustees.~~

A majority of ~~membersthe board~~ shall constitute a quorum to do business, but a smaller number may meet and adjourn to some other time or until a quorum is obtained.

At all meetings, it shall be valid to act on any subject within the power of the ~~board corporation~~, unless the call of the meeting is limited.

The business at each meeting shall be conducted under general parliamentary rules set forth in Robert's Rules of Order as modified by the ~~Boardboard~~.

Meetings of the ~~Board board~~ shall be open to the public as provided by law. ~~The Board regards the opportunity for expression of public views on issues before the Board as an important part of its deliberations.~~

~~To accommodate such expression, the Board reserves a~~ A portion of ~~its the board's~~ regular meeting ~~is reserved~~ for persons who wish to address the ~~Boardboard~~. Those wishing to address the ~~Board board~~ must submit a Public Speaker Request Form to the ~~Secretary of the Board of Trusteessecretary~~ in advance of the posted deadline for doing so.

Individual presentations on topics that are germane to the action items on the ~~Board's board's~~ agenda are limited to three (3) minutes. ~~and the total time for presentations on any such item or topic is limited to fifteen (15) minutes.~~

Individual presentations on topics that are not germane to the action items on the ~~Board's board's~~ agenda are limited to three (3) minutes ~~and the total time for presentations on any such topic is limited to twelve (12) minutes.~~

The ~~Office of the Secretary of the Board of Trusteessecretary~~ is responsible for the implementation of this ~~policy section~~ and may develop guidelines consistent with this ~~policy section~~. Requests for interpretations of the policy shall be referred to ~~that the Office of the Board of Trustees.~~

~~The secretary shall have delivered to each Trustee by regular or electronic mail not less than seven (7) days prior to any regularly scheduled meeting a notice of the time and place of the meeting, together with all pertinent materials for the meeting. Notice of special meetings of the board shall be given to each Trustee at least two (2) days in advance and will state the purpose of the meeting. The secretary shall~~

give notice to the public of formal meetings of the board by means reasonably calculated to give due notice to the public.

Trustees may participate in any meeting of the ~~Board~~board by means of videoconference, conference telephone, or other similar communications equipment whereby all persons participating in the meeting, including any members of the ~~general public~~public in attendance, can ~~see or~~ hear each other. Participation as described in the preceding sentence is the same, for all purposes, as participation in person.

No motion or resolution shall be voted upon at ~~an MSU Board~~a board meeting which is not included on the agenda ~~mailed-distributed~~to the Board~~board~~ members prior to the ~~meeting, unless~~meeting unless the motion or resolution is endorsed in writing by ~~six-three~~ or more ~~Trustees~~trustees. No motion or resolution which is included on the agenda can be removed unless the removal is endorsed in writing by five or more trustees.

### **ARTICLE 3 - Voting Procedures**

Votes on all matters coming before the ~~Board~~board or any of its committees shall be taken and recorded in the manner prescribed by the ~~Board~~board.

### **ARTICLE 4 - Officers and Organization of the Board**

**Chairperson.** At the first regularly scheduled meeting of the ~~Board~~board in January immediately following each biennial fall election for Trustee, the members of the ~~b~~Board shall elect a chair~~person~~person of the ~~Board~~board. The chair~~person~~person's term in office shall be two years and shall expire at the first regularly scheduled meeting in January immediately following the next biennial fall election for Trustee. In the event of a vacancy in the office of chair~~person~~person during the two-year term, at its next meeting after the vacancy occurs the ~~Board~~board shall elect a new chair~~person~~person to serve for the remainder of the term. The chair~~person~~person shall perform such duties as may be prescribed by law or by the ~~Board~~board.

If the chair is removed as chair by vote of at least six members of the board, resigns, or otherwise is unavailable or unwilling to serve, the vice chair shall assume the role of chair until the next regularly scheduled meeting where the board will elect a new chair to fill the remainder of the term.

**Vice cChairperson.** Immediately after the election of the ~~Board's~~board's chair~~person~~person, the members of the ~~Board~~board shall elect a vice chair~~person~~person of the ~~Board~~board. The vice chair~~person~~person shall serve until the election of the next chair~~person~~person of the ~~Board~~board. In the event of a vacancy in the office of vice

chairperson, at its next meeting after the vacancy occurs, the ~~Board~~ board shall elect a new vice chairperson to serve until the election of the next chairperson of the Board board. ~~Only Trustees who are not members of the chairperson's political party shall be eligible for election as vice chairperson, unless seven or more Trustees are members of the same political party, in which case all Trustees, other than the chairperson, shall be eligible for election as vice chairperson.~~

The vice chairperson shall perform such duties as may be prescribed by law or by the Board board. The vice chairperson shall also assume the duties of the chairperson during the latter's absence, ~~and, in the event of a vacancy in the office of chairperson, until the election of a new chairperson~~

If the vice chair is removed as vice chair by vote of at least six members of the board, resigns, or otherwise is unavailable or unwilling to serve, at its next regularly scheduled meeting the board will elect a new vice chair to fill the remainder of the term. [Chair and Vice Chair Provisions amended by Attachment B].

**President.** ~~The board shall appoint a P~~president of the University who shall serve at the pleasure of the bBoard. The ~~President~~ president shall be, ex officio, a member of the Board board without the right to vote and be its sole administrative officer. The ~~President~~ president shall preside at meetings of the Board board, ~~and~~ shall have the authority and ~~shall~~ perform the duties ~~usually~~ attached to the office as presiding officer.

The ~~President~~ president, as the principal executive officer of the University;

sshall exercise such powers as are inherent in the position in promoting, supporting, ~~or~~ and protecting the interests of the University and in managing and directing all ~~of its~~ affairs;

mMay issue directives and executive orders not in contravention of existing Board board policies;

sshall be responsible for all business policies as heretofore enacted or modified or hereafter established subject to the general policies established by the Board board;

sshall instruct the proper administrative officers to prepare an annual budget which ~~upon approval,~~ shall be recommended to the Board board for approval;

Sshall be responsible for the preparation of the annual reports of the bBoard;

sshall be accountable for university's advancement efforts.

shall exercise such other powers, duties, and responsibilities as are delegated or required by the ~~Board of Trustees~~board.

~~Shall designate such other executive officers of the University as the president deems necessary and shall designate their duties and responsibilities. The president shall recommend such executive officers of the University for appointment as are specified in applicable policies for approval by the board.~~

In case of a vacancy in the office of the ~~President~~president, under conditions other than those specified in ~~Article 14~~Board Policy 105, the Board at the time of the announcement that the President is leaving shall ~~elect immediately~~appoint an ~~Acting~~acting Presidentpresident for the ~~interim~~period of the vacancy who shall exercise the functions of the ~~President~~president as stated in these ~~Bylaws~~bylaws while serving as ~~Acting~~acting Presidentpresident.

**Provost of the University.** The ~~p~~Provost of the University shall be appointed by the ~~b~~Board upon recommendation of the ~~p~~President, shall serve at the pleasure of the ~~Board~~president, and shall ~~give bond satisfactory to said Board to secure the faithful~~performance of the duties of the office. Subject to the ~~p~~President and the ~~b~~Board, the ~~p~~Provost: ~~(unless such duties are otherwise delegated in authority):~~

Shall be the principal academic officer of the University and administer the various colleges, special units, and academic support facilities.

Shall be responsible for assembling and administering the academic budget.

Shall be responsible for faculty personnel administration, including procedures for faculty appointments and terminations, salaries and promotions, working conditions, and tenure.

Shall be responsible, with advice from the faculty, for development of new academic programs and for keeping existing programs updated and in conformity with ~~University educational~~applicable policies.

Shall be responsible for ~~insuring~~ensuring that administrative procedures preserve academic freedom and ~~insure~~ensure academic responsibility.

Shall be responsible for supervising procedures and policies related to the admission of students, and ~~liaison~~liaising with high schools and community colleges.

Shall be responsible for supervising the registration process and for the orientation of new students.

Shall be responsible for administering academic facilities and support units ~~such as Libraries, Computer Laboratory, Instructional Development and Telecommunication Services, and the Museum.~~

Shall be the representative of the University in its relations with labor unions organized among its academic employees.

Shall be responsible for liaising ~~on~~ with the federal and sState's -Departments of Education.

**Vice President for Health Sciences.** The vice president for health sciences shall be appointed by the board upon recommendation of the president and shall serve at the pleasure of the president. Subject to the president and the board, and in cooperation with the provost, the vice president for health sciences:

Shall be responsible for the administration of MSU Health Care Inc.

Shall have responsibility for developing health care partnerships across the State of Michigan.

Shall exercise oversight of the clinical activities of the Colleges of Human Medicine, Osteopathic Medicine, and Nursing.

Shall perform such other duties as may be required by the president and the board.

**Vice President for Administration and Public Affairs [Vice President for Governmental Affairs].** The ~~v~~Vice ~~p~~President for ~~a~~Administration and Public Affairs shall be appointed by the ~~b~~Board upon the recommendation of the ~~President~~president, shall serve at the pleasure of the ~~Board~~president, and shall ~~give bond satisfactory to said Board board to secure the~~faithfully performance of the duties of the office. Subject to the ~~President~~president and the ~~Board~~board, the ~~Vice vice President-president~~ for ~~A~~administration and Public Affairs:

~~Shall be the principal liaison officer and official contact between the University or any of its component parts and the State Legislature for all presentations made to the Legislature, or to any individual legislator on behalf of any projects of the University. All presentations on behalf of such projects shall be cleared with the Vice President for Administration and Public Affairs prior to their presentation.~~

Shall be responsible for the administration of personnel and employee relations policies and procedures related to the clerical, technical, administrative, and professional personnel whose appointments are not ~~Board~~subject to board

~~approval~~ointed. For these personnel the ~~Vice-vice President-president~~ for ~~Administration-administration and Public Affairs~~ shall administer such rules, regulations, policies, and procedures pertaining to the classification, evaluation, employment, absences, leaves, vacations, promotions, and terminations of employment which may be established from time to time by the ~~Board-of Trustees~~board.

Shall be responsible for administering administrative facilities and support units.

Shall be the representative of the University in its relations with labor unions organized among its nonacademic employees.

Shall perform such other duties as may be required by the ~~President-president~~ and the ~~Board-of Trustees~~board.

**~~The Vice President for Finance, Chief Financial Officer, and Treasurer and Operations and Treasurer.~~** The ~~Vice-vice President-president~~ for ~~Finance-finance, chief financial officer, and treasurer ("CFO") and Operations and Treasurer~~ shall be appointed by the ~~Board-board~~ upon the recommendation of the ~~Pp~~resident ~~of the University.~~ and shall serve at the pleasure of the president. The CFO shall faithfully perform the duties of the office.

Subject to the ~~President-president~~ and the ~~Board-of Trustees~~board, ~~the Vice President and Treasurer~~ the CFO:

Shall be responsible for the collection and custody of, and accounting for all moneys due the University.

Shall pay all obligations of the University in accordance with budgets, contracts, grants, and policies established by the ~~Board-of Trustees~~board.

Shall exercise general control over the regular accounting service through the controller who may refuse expenditures not authorized by such budget rules as the ~~Board-board~~ may adopt, as well as expenditures that would incur an overdraft in any fund or item in the annual budget or in special projects.

Shall have supervision over and custody of all deeds, contracts, agreements, trust indentures, etc., of which the University is a part.

Shall be ~~a University officer~~ authorized to sign formal applications for grants of funds for research, extension, or other ~~University-university~~ purposes and directed by the ~~Board-board.~~

~~Shall have general administrative supervision over the Physical Plant Division, Housing and Food Services, and General University Services departments.~~

Shall ~~continuously monitor~~continuously monitor and review the actions of the investment manager and the status of the University's investment portfolio.

Shall prepare an annual financial report at the close of each fiscal year and such other interim reports as the ~~P~~ppresident and the ~~Board of Trustees~~board may request.

May act to execute contracts on behalf of the ~~Board of Trustees~~University, as ~~authorized by the Trustees~~

~~Shall give bond satisfactory to the Board for the faithful performance of the duties of the office.~~

Shall perform such other duties as may be required by the ~~p~~ppresident and the ~~board~~Board of Trustees.

**~~Vice President and Secretary of the Board.~~** The ~~Vice President and~~ Secretary of the ~~B~~board, shall be appointed by the ~~B~~board ~~upon recommendation of the President, and~~ shall serve at the pleasure of the ~~Board~~board, and shall ~~give bond satisfactory to said Board~~ ~~board to secure the faithful performance of~~faithfully perform the duties of the office. Subject to the ~~President and the Board~~board, the ~~s~~Secretary;

Shall ~~k~~maintain ~~keep a~~ record, in alignment with applicable legal requirements, of all the transactions of the ~~Board~~board which shall be open to public inspection.;

~~shall~~Shall have custody of such books, papers, documents, records, and other property deposited in the ~~Vice President and Secretary's~~Secretary and Chief of Staff to the board's secretary's office.;

Shall serve as custodian of the board's bylaws, policies, ordinances, and other associated directives and resolutions.

Shall hire, supervise, and evaluate other staff to aid with the fulfilment of duties and responsibilities provided by the board.

Shall support and the board in the facilitation of its constitutional duties, advocating for the board and liaising with the president and other administrators to fulfil this responsibility, while considering the differing roles of the board and the administration.

~~and shall be the~~ Shall serve as the custodian of the corporate seal and ~~shall~~ cause its imprint to be placed wherever appropriate.

**General Counsel.** ~~The General Counsel and Associate General~~ general Counsel shall be appointed upon the recommendation of the ~~President~~ president and approval of the ~~Board~~ board and shall serve at the pleasure of the president. The ~~General~~ general Counsel shall attend meetings of the ~~Board~~ board and render such professional services as are required by it and the officers of the University. The ~~General~~ general Counsel shall have authority to execute all legal documents including those required for purposes of litigation and/or court proceedings.

**Ineligibility.** No member of the ~~b~~ Board shall be eligible to appointment ~~as secretary or treasurer or~~ to any paid employment in the University.

#### ARTICLE 5 - Liaisons to the Board

The following persons shall serve as faculty liaison ~~representatives~~ to the ~~Board of Trustees~~ board:

- The ~~Chairperson~~ chair of the Steering Committee ~~of University Council.~~
- The ~~Vice Chairperson~~ vice chair of the Steering Committee ~~of University Council.~~
- One faculty representative from the University Committee on Faculty Affairs, selected by the Steering Committee.
- Two additional representatives selected by the ~~Chairperson~~ chair and ~~Vice Chairperson~~ vice chair of the Steering Committee ~~of University Council~~ from the faculty who are members of the Steering Committee ~~of University Council~~ or members of an ad hoc special committee constituted by the Steering Committee ~~of University Council~~. These individuals should be chosen to provide additional or special insights or counsel to the ~~Board~~ board on topics of present interest to the faculty or topics currently being addressed by the ~~Board~~ board. They may, but need not necessarily, change from meeting to meeting.

~~These representatives will participate with the Board in its regular meetings.~~

The following persons shall serve as student liaison ~~representatives~~ to the ~~Board of Trustees~~ board:

- ~~Chairperson~~ The president or his/her designate (or designee) from of the ~~Student Board of the~~ Associated Students of Michigan State University.

- ~~Chairperson~~ The president (or designee) or his/her designate offrom the elected Student CouncilResidence Halls Association.
- ~~The P~~ resident (or designee) or his/her designate offrom the Council of Graduate Students.
- ~~This student will be A~~ an at-large appointment appointee selected by the Vice President for Student Affairs and Services vice president for student life and engagement with the advice of the University Committee on Student AffairsLife and Engagement.

~~These representatives~~ Faculty and student liaisons will ~~participate with~~ report to the ~~B~~ oard ~~in~~ at its regular meetings.

### **ARTICLE 5-6 - Committees**

The ~~b~~ Board may appoint committees and prescribe their duties and functions. The ~~p~~ President ~~or a presidential designee (or designee)~~ shall be a non-voting member of all such committees. ~~All committees~~ The secretary shall keep a record of ~~their~~ committee proceedings and shall report to the ~~b~~ Board as required. The delegation of any authority of the ~~b~~ Board to any committee shall not ~~operate to~~ relieve the ~~b~~ Board or any member ~~thereof~~ of any responsibility imposed by law or the State Constitution.

All resolutions and all committee reports offered which involve matters for record in the minutes shall be made in writing.

### **Committee on Academic Affairs**

The ~~responsibilities of the committee~~ committee's responsibilities are to:

- ~~a~~ Assist in attaining the goal stated in the ~~U~~ university ~~board's~~ bylaws that requires the ~~"...University to offer undergraduate and graduate education of the highest possible quality..."~~ ~~And and~~ "to encourage moving our research and experimentation" and to "diffuse...the knowledge and information."
- Review revisions to the board's bylaws, policies, ordinances, and other board-approved governance documents such as the bylaws for academic governance. ~~U~~ nless designated to another committee, ~~the committee shall have responsibility for the Board of Trustees bylaws, Board of Trustees policy manual, Board-approved documents such as Bylaws for Academic Governance, the Ordinances and any proposed changes to Board-approved policies and such other matters as shall be determined by the Board. In the event that policy changes are proposed by other standing~~

~~committees of the board, the Committee on Academic Affairs shall review such proposals for consistency and compatibility with existing policies.~~

- ~~The committee will r~~Review recommendations for hiring, promotion, and tenure where appropriate, ~~as in the case of the Provost or College Deans,~~ and recommend such appointments for ~~Board~~ board approval.
- ~~The committee will a~~Attend to issues related to institutional and programmatic accreditation. ~~They~~
- ~~The committee~~ may review the policies and operations of critical academic units, ~~like FRIB, Outreach and Engagement, International Studies, Admissions, Office of Inclusion and Intercultural Initiatives, Honors College, Libraries and Research and Graduate Studies~~
- ~~The committee will also oversee~~Review university policy ~~with regard to~~ regarding tech transfer, intellectual property, copyright, and commercialization.
- ~~The committee shall serve as Board of Trustee liaison to the Faculty Steering Committee and other bodies and as the Faculty Senate and University Council and be the Board of Trustee's~~
- ~~Serve as the~~ lead committee for review and engagement on matters related to the University extension and the outreach and engagement efforts. ~~on the public service role of the university as it relates to off-campus services and education.~~

### Committee on Audit, Risk and Compliance

The committee's responsibilities are to:

- ~~include reviewing~~Review the financial reporting processes and audits of financial reporting processes and audits of financial statements, the internal audit program, and the review and selection of the independent auditors.
- ~~The committee shall p~~Provide oversight for ~~university~~ risk management ~~in order to drive accountability across the entire community.~~ The committee may identify threats and risks that need to be subjected to greater scrutiny by appropriate university leaders.
- ~~The committee will also r~~Review reports from the ~~Chief~~ Chief Compliance ~~Officer (COO)~~ and senior leadership regarding priorities, operation, and effectiveness of the University's compliance efforts. The chief compliance officer will report on the effectiveness and compliance by the University's representatives and employees with both the Code of Conduct and Code of Ethics.
- ~~The committee will r~~Review any violations and failures to comply with federal, state, and local laws, ~~rules~~ rules, and regulations, as well as institutional policies.

- ~~The committee will oversee~~ Review compliance with ~~the Board of Trustees~~ Board Policy 103, Conflict of Interest policy.

### Committee on Budget and Finance

The committee's responsibilities ~~include~~ are to:

- ~~oversight of~~ Oversee the operating and capital budgets of the ~~university~~ University.
- ~~Review of~~ policies which have significant financial impact.
- ~~Review of~~ contracts for construction, assurance of debt, management of real estate owned or gifted to the ~~U~~ university and any such other matters which the ~~Board~~ board finds may have financial or budget implications.
- ~~The committee shall~~ Review the annual financial statements and other financial data such as credit agency ratings.
- ~~The committee shall also have~~ Assume the role and responsibilities assigned to it under ~~the Board's Investment Policy~~ Board Policy 607, Investments 01-07-01.
- ~~The committee shall also a~~ Assist the ~~b~~ Board in determining compensation for the ~~President~~ president and advise the ~~President~~ president regarding appropriate compensation for senior executives.
- ~~The committee shall~~ coordinate the annual evaluation of the ~~President~~ president.

The ~~President~~ president or the ~~Executive Vice President for Administrative Services~~ vice president for administration may consult with the committee on any matters concerning the administration of the ~~u~~ University, including such areas as information technology ~~services~~, human resources, and purchasing and procurement.

### Investment Advisory Subcommittee

The Investment Advisory Subcommittee is a subcommittee of the Committee on Budget and Finance. Membership of the committee will be determined as set forth in ~~the Stipulations for Membership of the Investment Advisory Subcommittee contained in the Stipulations and Supporting Documents section of the Board's Policy Manual~~ board policy. The role and responsibilities of the Investment Advisory Subcommittee are set forth in ~~the Board's Investment Policy 01-07-01~~ Board Policy 607, Investments.

### Committee on Student Life and Culture

The committee's responsibilities ~~include~~ are to:

- ~~oversight-Monitor~~ of all of the out-of-classroom activities ~~and what is often called the “related to the student experience,” and student health and wellness.~~
- ~~The committee will work~~ Work with ~~Residential and Hospitality Services~~ Student Life and Engagement and with ~~Student Affairs and Services~~ to assure that ~~life in a residence hall, in a Greek house, or in off-campus housing and the services that a student needs on campus~~ the student experience is, are consistent with the expectations of ~~our world-class~~ the university University. ~~Included in the responsibility is~~ This includes student health, wellness, and physical, emotional, and mental of our community of learners; safety, both on- campus of and off-campus.
- Assume responsibility for the review of the following:
  - General Student Rights and Responsibilities (SRR)
  - Graduate Student Rights and Responsibilities (GSRR)
  - Medical Student Rights and Responsibilities (MSRR)
  - Law Student Rights and Responsibilities (LSRR)

~~The committee is concerned with all General Student Rights and Responsibilities (SRR) including those for graduate and medical students (GSRR and MSRR).~~
- ~~The committee r~~ Reviews policies and issues related to student conduct and the ~~Office for Civil Rights and Title IX Education and Compliance~~ Office of Institutional Equity. ~~They are liaison to~~ Liaise with ASMSU, COGS, AND and RHA. -ASMSU, COGS and RHS.
- ~~The committee will also be the liaison~~ Liaise to- with the Department of Intercollegiate Athletics for ~~our issues affecting~~ student athletes, as well as and Student Life and Engagement on issues related to the intramural programs ~~that reach thousands of students.~~
- ~~The committee also addresses~~ Review issues around the relationship of the University to surrounding communities.

~~The Ombudsperson and Dean of Students will report regularly to this committee so there is Board awareness of student concerns and issues.~~

## **ARTICLE ~~6-7~~ - University Organization**

~~For purposes of administration, Basic educational and administrative units may be established within the University upon recommendation of the president and the approval by the board. The abolition of such units shall be recommended and approved in a like manner.~~

~~The president is authorized to determine the organizational pattern of the several educational and administrative units subject to a report to the board."basic educational and administrative units may be established within the University upon recommendation of the President and the approval by the Board. The alteration or abolition of such units shall be approved in a like manner. The basic organization of the educational units shall include departments, schools, institutes, centers, colleges, and the graduate school. The President is authorized to determine the organizational pattern of the several educational and administrative units subject to a report to the Board~~

### **ARTICLE 7-8 - Relation of Board and the University Faculty, Staff, and Employees**

**Regular Faculty Appointments.** Appointments to the regular faculty, the salaries, tenure, leaves of absence, and changes of status, therefore, shall be ~~acted upon~~approved by the ~~Board~~board upon the recommendation of the ~~P~~president of the University.

**Communications.** ~~All communications to the Board from the officers and faculty of the University and the officers of any affiliated organizations of the Board of Trustees shall be transmitted through the President of the University. This provision does not preclude a right of approach with members of the Board.~~

~~All communications from the Board or any of its committees addressed to any officer, professor or instructor, or other employee of the University shall be transmitted through the office of the President of the University. This provision does not preclude individual members of the Board from contacting any person within the University community.~~

**Employee Relations.** The ~~Board of Trustees~~board is committed to the objectives of diversity and ~~pluralism~~inclusion and to the principles of equal opportunity, non-discrimination and affirmative action as reflected in various federal and state laws, orders, and regulations, as well as in various University policies and regulations, and will treat its employees in a non-discriminatory manner in accordance with the law and its own internal policies and regulations. The ~~b~~Board will permit deduction of union dues from wages upon written request submitted by employees of the University.

It is the policy of the ~~b~~Board that the ~~p~~President shall develop a program framework structured along the fundamentals of basic due process, for the hearing and resolving of important, significant, and serious employee complaints.

**Outside Employment.** A full-time member of the faculty or staff may not be employed for remuneration by agencies other than the University except under the established rules of the bBoard and with the approval of the appropriate University authorities. In all cases there shall be no conflict of interest between the activity of the faculty or staff member and the University function. Any proceeds realized from such activity may be proportioned between the University and the faculty member where institutional time and/or facilities are involved.

**Rights and Responsibilities of the Faculty.** The Board of Trusteesboard, the administration, and the faculty carry out their respective responsibilities not as isolated entities, but as major and primary constituents of a total University organization and structure which remain mutually interdependent and must be supportive of each other's purposes, functions, and obligations. It is within this context that the rights and responsibilities of the faculty are to be construed.

The cConstitutional authority lodged in the Board of Trusteesboard for the administration of the University makes possible the creation of an organizational autonomy to protect faculty in the exercise of the rights of academic freedom, the most treasured values of the academic community. Upon these rights rest the unfettered pursuit and transmission of truth by the faculty who serve as the guardians, interpreters, and transmitters of a great intellectual heritage; the further enrichment of this heritage constitutes both obligation and aspiration of the academic profession.

Responsibilities adhere to rights of academic freedom with which they are closely interwoven and at times indistinguishable. They exist for faculty as members of a department or other academic unit, as members of a college, as members of the University, and as members of professional societies with which the respective disciplines are associated. Exercise of rights of academic freedom entails the restraints of intellectual integrity and of responsible action to safeguard its exercise against abuse, disrespect, or destruction. It entails tolerance for freedom of expression by others and full deliberation of issues and problems; it entails forthrightness in recognizing and in indicating when one speaks professionally as a scholar in a field of special competence and when one speaks as a private citizen; it entails mindfulness that membership in the academic community ineluctably unquestionably involves identification and association with the University and that the University is adjudged by the actions, performance, good taste, and expressions of its faculty.

Rights and responsibilities of faculty include the transmission and creation of knowledge, the cultivation in the student of the highest reaches of the mind and a capacity for abstract reasoning, the cultivation of a vigorous and continuing pursuit of an understanding of the universe and the encouragement of introspection of

[man's society's](#) relation to it. To awaken in students penetrating questions on a fully examined life, on the morality inherent in the choice of values and on finding a meaningful and responsible relation to society calls for the finest talents of the faculty as teachers, scholars, and counselors. Talents and dedication of faculty are also asked for understanding and appreciation of the mores and standards by which a society seeks to sustain itself and for exploration of how, through personal example and intellectual effort, both students and faculty may assist [mankind humankind](#) to fulfill its noblest aspirations and highest potential.

Innovation, planning, and the rendering of many recommendations and decisions required for the effective functioning of departments, colleges, and the University as a whole represent further necessary faculty contributions. The institution looks to the faculty for recommendations on faculty recruitment, promotions, and tenure; on the development of new academic programs and modification or discontinuance of old; on academic standards for admission to the several teaching and research programs; and on the articulation of needs and requirements for space, equipment, and personnel.

Contributions assumed traditionally by faculty also include the cultivation of an exciting intellectual life; the preparation of professional competencies; evaluation of a student's academic performance; active participation in professional meetings; the determination of membership in the respective academic profession; and the development of teaching and research programs in many fields of knowledge of concern to the University, including the pursuit of advances in the arts and letters, the physical and biological sciences, government, and social and economic behavior.

The primacy of the faculty's role, functions, and responsibilities and its essentiality are further reflected in participation in the governing entities established for the several levels of faculty organization, in serving as needed on department, college, and University committees, and in rendering indispensable services associated with the University's many commitments and requirements within the academic community, within the state, the nation, and the world. The core of the University's purpose, its intellectual content and integrity, is expressed by the faculty.

In concert with the administration and accountable through the [pPresident](#) to the [Board of Trusteesboard](#), the faculty are responsible for the continuous development of a University dedicated to the highest academic goals and responsive to the needs of society.

Nothing in these [Bylawsbylaws](#), or regulations issued pursuant thereto, shall prevent the [Board of Trusteesboard](#) taking prompt action on urgent financial and personnel matters necessary to the best interests of the University.

## **ARTICLE ~~8-9~~ - The Board and Student Relations**

The ~~b~~Board encourages and supports the faculty in the development of educational and other programs within available resources, designed to secure the realization of the highest potential of every student.

Upon the recommendation of the ~~p~~President, the ~~b~~Board may determine and establish the qualifications of students for admission at any level, or readmission to the University, and fix the amount of fees to be charged for attendance at the University.

It shall be the policy of the ~~b~~Board to provide equal educational opportunity to all qualified students from the State of Michigan and, insofar as facilities, faculty, and accommodations permit, a reasonable number from other states and other countries. The ~~Board of Trustees board~~ is committed to the objectives of diversity ~~and pluralism~~ and to the principles of equal opportunity, ~~and~~ non-discrimination, ~~and affirmative action~~ as reflected in various federal and state laws, orders and regulations, as well as in various University policies and regulations and will treat students and student organizations in a non-discriminatory manner in accordance with the law and its own internal policies and regulations.

The ~~b~~Board may make or may delegate through the ~~President president to the faculty~~ the authority to make reasonable rules and regulations for the purpose of maintaining the health, safety, ~~good order, harmony~~, and discipline of students, which are not purely arbitrary or in violation of any common rights, and may require students to agree to abide by them as the condition of admission to and retention in the University. Students who fail to comply with these regulations may be disciplined in such a manner as may be deemed appropriate.

~~It is the policy of the Board that~~ the ~~p~~President shall develop, ~~with approval by the board~~, a program, structured along the fundamentals of basic due process, for the hearing and resolving of important, significant, and serious student complaints.

## **ARTICLE ~~910~~ - Courses of Instruction and Degrees**

The ~~b~~Board delegates to the ~~p~~President and through the ~~p~~President to the faculty authority to establish and regulate courses of instruction and programs of research and service, subject to a report and accountability to the ~~b~~Board for information, discussion, and appropriate action. Students who complete prescribed courses of study may be granted such baccalaureate and graduate and professional degrees and diplomas as are appropriate.

Honorary degrees may be awarded in recognition of distinguished accomplishment and service within the scope of the arts and letters, sciences and the professions, and public service recognized and promoted by the University. No honorary degree may be granted except upon the recommendation of the pPresident and faculty, or an agency representing it. Generally, such honorary degrees may not be granted in absentia. In general, No person shall be recommended for an honorary degree while an officer, faculty member, or other employee of the University.

#### **ARTICLE ~~10~~11 - Financial Responsibility**

The Board of Trusteesboard, being constitutionally vested with the general supervision of Michigan State University and the control and direction of all its funds, recognizes a vital and crucial institutional responsibility to those with whom it has financial transactions. Accordingly, it is the policy of the bBoard to maintain adequate income and reserves to assure payment of principal and interest on the due date of its obligations. To the end that the financial integrity of the University shall always remain inviolate, the Board of Trusteesboard pledges ~~that~~ it will maintain constant vigil over its funds through regular review and periodic reports, and such adjustments in income and reserves as shall guarantee the probity of its obligations. Funds earmarked for payment of bonded self-liquidating projects and term loan agreements are duly pledged for the specific pledge of the indenture. No intrusion upon this commitment, from any source or for any reason, will be tolerated.

~~The Board of Trustees is concerned that maximum value be obtained for funds expended to procure goods and services. Whenever possible, competitive quotations will be secured from two or more suppliers and purchase orders will be awarded on the basis of lowest cost consistent with acceptable quality.~~

#### **ARTICLE ~~11~~12 - Property ~~and Facilities~~, Securities, and Contracts**

**Real and Other Property.** The acquisition of all real estate and other property for University purposes and the sale, disposition, or transfer thereof shall first be approved by the Board of Trusteesboard. The bBoard is authorized to prescribe rules governing the use of all University property by the faculty, staff, employees, students, and the general publicpublic and the conduct of all entering upon said property, or in attendance at the University.

**Securities.** The investment manager(s), appointed by the Board of Trusteesboard, shall be authorized to invest, buy and sell stocks, bonds, evidences of indebtedness, other securities and investment assets in accordance with policies and objectives established by the Board of Trusteesboard. All such transactions shall be reported

at the next regularly scheduled meeting of the ~~Trustee~~ Investment Committee ~~Advisory Subcommittee~~.

**Contracts.** ~~The President~~ president and officers designated by the ~~President~~ president, or pursuant to the bylaws and policies of the board, are authorized to execute contracts on behalf of the ~~Board of Trustees~~ board. ~~The secretary may execute contracts and other documents related to the board's ongoing operations and as contemplated under the board's bylaws, ordinances, and policies.~~

**Naming ~~New~~ Buildings.** University buildings shall be named by the ~~b~~Board in accordance with its adopted policies.

### **~~ARTICLE 12 – Extension Centers~~**

**~~Extension Centers.~~** ~~Extension Centers of Michigan State University may be established at locations to be specifically designated where study for credit can be carried on under conditions which provide appropriate instructional resources. Centers may not be established unless adequate classrooms and/or laboratory space are provided by local enterprise; adequate library facilities are available locally in all fields of advanced study in which courses are offered at that location; adequate concentration of population exists from which classes of satisfactory size may be drawn; competent instructors are available, and in the event that classes cannot be taught by members of the regular Michigan State University faculty, adequate opportunity exists for the supervision of their work by Michigan State faculty; and adequate communication exists between the Center and Michigan State University. All credit courses conducted off campus will be given the same value as credit courses on campus.~~

### **ARTICLE 13 - Collective Authority and Action**

The authority of the Trustees is conferred upon them as a ~~b~~Board, and they can bind the corporation and the University only by acting together as a ~~b~~Board.

No individual member shall commit the ~~b~~Board to any policy, declaration, or action without prior approval of the ~~b~~Board.

### **~~ARTICLE 14 – University Operation in Special Emergencies~~**

~~In the event of an emergency resulting from disaster occurring in this state caused by an enemy attack upon the United States, by which the incumbents of the Board and administrative offices of Michigan State University may become unavailable for exercising the powers and discharging the duties of such offices, the Board of~~

~~Trustees declares that it shall be the policy of the University to operate in accordance with the provisions of the Emergency Interim Executive Succession Act of the State of Michigan.~~

~~In the event of the death or incompetency of the President, the Chairperson of the Board of Trustees shall convene the available members to take appropriate action to assure continuity in the affairs of the University until the Board will make arrangements for an Acting President.~~

~~In order to anticipate responsibly the consequences of any disaster befalling the President of Michigan State University, rendering the President incapable of exercising the duties and functions of the office, it shall be the continuing responsibility of the Board of Trustees of said University to provide for the designation of an Acting President who shall carry out the duties and responsibilities of the Office of the President until such time as the Board shall appoint a permanent president under these Bylaws.~~

#### **ARTICLE ~~15~~14 - Corporate and University Seals**

The corporate seal of the ~~Board of Trustees~~board shall contain in its center a monogram, MSU, being the initials of Michigan State University, and around the outer circle the words "Board of Trustees Michigan State University."

The seal of the University shall contain in its center an illustration depicting "Old College Hall" and in the outer circle the inscription, Michigan State University.

#### **ARTICLE ~~16~~ - Emeritus Title**

~~The additional title of Emeritus may be added to that of any member of the faculty or staff upon retirement. The title of Trustee Emeritus shall be bestowed upon all persons upon the close of service of such persons as members of the Board" of Trustees of Michigan State University.~~

#### **ARTICLE ~~17~~15 - Amendments & Effect**

These ~~b~~Bylaws may be amended or repealed at any meeting of the ~~Board~~board by an affirmative vote of a majority of the ~~Board~~board, ~~provided that~~. Copies of such amendments or notices of repeal ~~are~~must be submitted in writing to each member in advance of ~~such meeting~~the meeting.

#### **ARTICLE ~~18~~16 - Repeal**

All ~~Bylaws~~bylaws, acts or resolutions, or any parts thereof, which are inconsistent with these ~~Bylaws~~bylaws are hereby repealed.

Board and University policies may provide specific direction on a particular matter. Where that occurs, the more specific provisions govern unless in direct conflict with the bylaws. If a provision of a policy expressly conflicts with these bylaws, that provision of the policy shall have no effect.

## Chair & Vice-Chair (Article 4)

### To be inserted prior to responsibilities of the president in Article 4, Officers and Organization of the Board.

**Chair & Vice Chair.** There will be a chair and vice chair of the board, each of whom will serve a one-year term commencing on January 1 of each year and ending on December 31 of the succeeding year. This process will commence on January 1, 2025. The positions of chair and vice chair will be based on seniority and will rotate through the board based on seniority.

The chair will be the board member with most seniority on the board, and the vice chair will be the board member with second most seniority on the board. Board members must have served for at least one year to be eligible to become chair or vice chair. The vice chair will automatically become chair after serving one term as vice chair. If two or more board members have equal seniority, the chair or vice chair, as applicable, will be chosen through a random selection process. At a meeting before December 1 of each year the board will take a public vote confirming the officers for the subsequent year.

A board member who has served as chair or vice chair is ineligible to serve again in that capacity until all other eligible members of the board have served or forfeited the opportunity to serve. If the vice chair elects not to serve as chair [for that term](#), or the board member next eligible to serve as vice chair elects not to serve as vice chair [for that term](#), then he or she forfeits the opportunity to serve as chair or vice chair [until all other members of the board have served in such capacity or forfeited the opportunity to serve for that term. Based on seniority, that trustee would have the first right of refusal to serve in that role the following term.](#)

The chair and/or vice chair may be removed by vote of at least six members of the board. If the chair is removed as chair by vote of the board, resigns, or otherwise is unavailable or unwilling to serve as chair for the remainder of the term, the vice chair will automatically assume that position for the remainder of the term and the board member with the next most seniority will automatically become vice chair for the remainder of the term. If the vice chair is removed as vice chair by vote of the board, resigns, or otherwise is unavailable to or unwilling to serve as vice chair for the remainder of the term, the board member with the next most seniority will automatically serve as vice chair for the remainder of the term. If two or more board members have equal seniority to fill a vacancy, the chair or vice chair, as applicable, will be chosen through a random selection process and confirmed through a vote of the board at its next meeting. A chair or vice chair who serves a partial term may serve a full one-year term after the partial term ends.



MICHIGAN STATE UNIVERSITY  
**BOARD OF TRUSTEES**  
Executive Action Summary

**APPROVED**  
**SEPTEMBER 8, 2023**  
**BOARD OF TRUSTEES**  
**MICHIGAN STATE UNIVERSITY**

**Committee Name** Academic Affairs

**Date** September 8, 2023

**Agenda Item:** Restructuring of Board of Trustees Policy Manual, Adoption of specified actions related to Board of Trustees Policies, and Adoption of Standard Template

**Information**

**Discussion**

**Action**

**Resolution:**

BE IT RESOLVED, that the Board of Trustees hereby approves the renumbering of the current Board of Trustees Policy Manual, including the incorporation of provisions of the Board of Trustees Bylaws, as enclosed with this resolution (Attachment A);

BE IT FURTHER RESOLVED, that the Board authorizes the Secretary and Chief of Staff to the Board (“Secretary”) to update numbering and naming references to policies and make other technical amendments to policy titles or substance as enclosed with this resolution (Attachment A);

BE IT FURTHER RESOLVED, that the Board of Trustees hereby approves the adoption of a standard policy template for Board of Trustees policies for use with immediate effect when revising or developing Board of Trustees policies (Attachment B); and

BE IT FINALLY RESOLVED, that the Board of Trustees directs the Secretary to work with university stakeholders to ensure that the revised policy structure is communicated and implemented as soon as practicable after passage of this resolution.

**Recommendation:**

The Trustee Committee on Academic Affairs recommends that the Board of Trustees approve the following:

- The renumbering and restructuring of the current Board of Trustees Policy Manual (to be renamed “Board of Trustees Policies”) including:
  - The incorporation of certain provisions of the Board’s current Bylaws,

- The retirement of specified Board of Trustees policies,
- The transition of specified Board of Trustees policies to be universitywide policies
- Retitling and technical revisions to certain Board of Trustees policies
- Adoption of a standard policy template for use when revising or developing Board of Trustees policies after the approval date of the resolution.

**Prior Action by BOT:**

Prior amendments to Board of Trustees policies are noted in each policy.

**Responsible Officers:**

Stefan Fletcher, Secretary and Chief of Staff to the Board of Trustees

**Summary:**

Through this resolution and accompanying action related to the Board of Trustees Bylaws, several actions are proposed to further the Board of Trustees governance and policy management framework.

The current Board of Trustees Policy Manual is being reorganized to enhance the accessibility of the policy set for campus stakeholders. The proposed actions related to the Policy Manual are outlined and summarized in Attachment A.

Last, the Board of Trustees is authorizing the adoption of a standard policy template for Board of Trustees policies, to be used when revising or developing Board of Trustees policies after the date this resolution is adopted. The use of a standard policy template improves the readability, usability, and consistency of board policies. The proposed standard policy template is enclosed as Attachment B.

**Background Information:**

The Board of Trustees Bylaws, ordinances, and policies support the Board's constitutional responsibilities related to the general supervision of the University. Several actions are proposed to update, restructure, and standardize these documents.

The Board currently has 72 policies that guide the university's operations in a range of areas. Examples of policy areas covered include patents, admissions, housing, and capital planning. The current numbering scheme of the policy manual dates back to February 1984, predating the electronic means by which policies are generally accessed and reviewed today. The restructuring of the policy manual into a policy series allows for a better organization of policies overseeing core functions of the University, aligning with the work of the Office of Audit, Risk, and Compliance related to universitywide policies and

effective policy management practices. Additionally, retitling and technical amendments to certain policies is specified in Attachment B. These revisions are proposed to better reflect current terminology for the underlying content in a policy and remove gendered pronouns. Last, several board-level policies are proposed for removal from the policy series due to being obsolete or transitioned to university-level policies due to the level of information and detail offered in the policy.

Board policies also have various formats to them. Implementing the use of a standard template will provide a more consistent level of information for those charged with implement or complying with a particular policy. The introduction of standard subheadings and scheduled review dates are standard policy management features to aid the organization of policy content and guide the systematic review of Board policies.

**Source of Funds:**

Not applicable.

**Resource Impact:**

Not applicable.

**DRAFT**

<b>BOT Policy Name</b>	<b>Current Policy Number</b>	<b>Proposed Policy Number</b>
<u>Board of Trustees-Amendment of Policy Manual</u>	01-01-01	BOT 101
<u>Trustees Emeriti</u>	01-01-08	BOT 102
<u>Board of Trustees Conflict of Interest Policy</u>	01-01-10	BOT 103
<u>Board of Trustees-Auditor Rotation</u>	01-01-04	BOT 104
<u>University Operation in Special Emergencies</u>	NEW (Bylaws, Article 14)	BOT 105
<u>Policy Stipulations and Supporting Documents of the Michigan State University Board of Trustees</u>	N/A	BOT 106
<u>Presidential Redelegation</u>	02-02-01	BOT 201
<u>Presidential Performance Evaluation Policy</u>	02-17-02	BOT 202
<u>Cowles House</u>	02-02-02	BOT 203
<u>Athletic Council Constitution</u>	02-18-01	RESCIND
<u>Access to University</u>	06-08-01	BOT 301
<u>Archives and Records</u>	02-12-01	BOT 302
<u>Research Guidelines</u>	03-05-01	BOT 303
<u>Course Fee Courtesy</u>	02-10-01	BOT 304
<u>Extension Centers</u>	NEW (Bylaws Article 12)	BOT 305
<u>Disruption of University Activities</u>	02-09-01	BOT 401
<u>Conflict of Interest in Employment</u>	04-17-01	BOT 402
<u>Indemnification</u>	02-17-01	BOT 403
<u>Anti-discrimination Policy</u>	02-03-01	MOVE TO UNIVERSITYWIDE POLICY SERIES
<u>Drug and Alcohol Policy</u>	02-09-03	BOT 405
<u>Smoke and Tobacco-free Policy</u>	02-09-04	BOT 406
<u>Domestic Partner Benefits</u>	04-17-04	BOT 407
<u>Base Retirement Plan</u>	04-17-06	BOT 408
<u>Outside Work for Pay</u>	03-17-02	BOT 409
<u>Overload Pay</u>	03-17-03	BOT 410
<u>Political Candidacy</u>	03-17-04	BOT 411
<u>Librarian System</u>	04-17-02	BOT 412
<u>Medical Practice Guidelines</u>	03-17-11	BOT 413
<u>Consensual Amorous or Sexual Relationships with Students</u>	04-17-05	BOT 501

<u>Awarding of Emeritum Status</u>	04-17-07	BOT 502
<u>Conflicts of Interest, Faculty/Academic Staff</u>	03-17-01	BOT 503
<u>Faculty-Tenure System</u>	03-17-08	BOT 504
<u>Faculty-Dismissal of Tenured Faculty</u>	03-17-09	BOT 505
<u>Faculty-Nontenured in Tenure System</u>	03-17-10	BOT 506
<u>Faculty-Appointments</u>	03-17-05	BOT 507
<u>Faculty-Appointment Periods</u>	03-17-06	BOT 508
<u>Faculty Grievance Procedure</u>	03-17-13	BOT 509
<u>Specialists</u>	04-17-03	BOT 510
<u>Sabbatical Leaves of Absence</u>	03-17-07	BOT 511
<u>Retirement</u>	03-17-12	BOT 512
<u>Accounting System-Adoption of Michigan Uniform System</u>	05-07-01	BOT 601
<u>Endorsements, Sponsorship and Advertising</u>	02-07-01	BOT 602
<u>Expenditure Policy</u>	05-07-02	BOT 603
<u>Lottery Tickets</u>	02-09-02	BOT 604
<u>Risk Management and Quality Assurance</u>	02-07-02	BOT 605
<u>Settlement of Claims and Litigation</u>	02-07-03	BOT 606
<u>Investment Policy</u>	01-07-01	BOT 607
<u>Recognition of Revenues from State Appropriations to the Operating Funds</u>	05-07-03	BOT 608
<u>Debt Policy</u>	01-07-03	BOT 609
<u>Capital Project Planning and Approval</u>	02-06-01	BOT 610
<u>Responsible Contractor Policy</u>	02-06-06	BOT 611
<u>Buildings and Facilities-Naming</u>	02-06-03	BOT 612
<u>University Facilities-Use for Political Activities</u>	02-06-04	BOT 613
<u>Real Estate</u>	02-06-05	BOT 614
<u>Student Traffic Fines Loan Fund</u>	06-09-02	RESCIND
<u>Application Fee Waiver</u>	06-08-02	BOT 615
<u>Patents</u>	03-19-01	BOT 616
<u>Copyright and Legal Title</u>	03-19-02	BOT 617
<u>Voter Registration</u>	02-16-02	BOT 618
<u>Public Radio and Television</u>	02-16-01	BOT 619
<u>Speakers on Campus</u>	06-09-01	BOT 701

<u>University Housing</u>	06-09-03	BOT 702
<u>Student-Athlete Conduct Policy</u>	06-18-01	BOT 703
<u>Student Disorderly Conduct</u>	06-11-01	BOT 704
<u>Development Program-Centralized</u>	02-13-01	BOT 801
<u>Gifts and Grants-Acceptance</u>	02-13-02	BOT 802
<u>Board of Trustees-Addressing</u>	01-01-02	MOVE TO BYLAWS
<u>Board of Trustees-Agenda Contents</u>	01-01-03	MOVE TO BYLAWS
<u>Board of Trustees Committee Structure</u>	01-01-09	MOVE TO BYLAWS
<u>Participation of Board</u>	01-01-11	MOVE TO BYLAWS
<u>Board of Trustees-Faculty Liaison</u>	01-01-06	MOVE TO BYLAWS
<u>Board of Trustees-Student Liaison</u>	01-01-07	MOVE TO BYLAWS
<u>Board of Trustees-Expenditure Guidelines</u>	01-01-05	MOVE TO BYLAWS
<u>Computer Policy</u>	06-05-01	RESCIND
<u>Investments-Republic of South Africa</u>	01-07-02	RESCIND

**BoT Proposed New Numbering System**

- 100 Board of Trustees
- 200 President
- 300 Academic Affairs & Research
- 400 Personnel - All Employees
- 500 Personnel - Faculty & Academic Staff
- 600 Finance & Administration
- 700 Student Life
- 800 Advancement

**DRAFT**

Policy Name	Current Policy Number	Proposed Policy Number	Proposed Move to Bylaws	Proposed Rescission of Policy	Proposed Move to Universitywide Policies	Proposed Additional Actions
<u>Board of Trustees- Amendment of Policy Manual</u>	<b>01-01-01</b>	BOT 101				Update title to 'Amendment of Board of Trustees Policies'
<u>Board of Trustees- Auditor Rotation</u>	<b>01-01-04</b>	BOT 104				Update references from 'Trustee Audit Committee' to 'Trustee Audit, Risk, and Compliance Committee.'
University Operation in Special Emergencies	<b>NEW</b>	BOT 105				New policy. Currently exists as Article 14 of the Board of Trustees Bylaws.
<u>Policy Stipulations and Supporting Documents of the Michigan State University Board of Trustees</u>	N/A	BOT 106				Rename as 'Investment Advisory Subcommittee.'
<u>Presidential Redelegation</u>	<b>02-02-01</b>	BOT 201				Remove gendered pronoun ('his') from the policy with respect to the President.
<u>Athletic Council Constitution</u>	<b>02-18-01</b>	N/A		<b>X</b>		Rescind. Duplicative with provisions in Academic Governance Bylaws which the Board already approves changes to.

Policy Name	Current Policy Number	Proposed Policy Number	Proposed Move to Bylaws	Proposed Rescission of Policy	Proposed Move to Universitywide Policies	Proposed Additional Actions
<u>Access to University</u>	<b>06-08-01</b>	BOT 301				Rename to 'Admission to the University' Policy to better reflect the content of the policy and contemporary naming expectations.
<u>Research Guidelines</u>	<b>03-05-01</b>	BOT 303				Rename to 'Standards for Research Policy.' A 'Guideline' implies optionality or a 'recommendation' for an individual to follow. This policy is better termed as a policy due to the expectation of compliance.
Extension Centers	<b>NEW</b>	BOT 305				New policy. Currently exists as Article 12 of the Board of Trustees Bylaws
<u>Anti-discrimination Policy</u>	<b>02-03-01</b>	N/A			<b>X</b>	Move to universitywide policy series; OCR recommends move to provide parity with the RVSM Title IX Policy and framework and to better be able to address legal and regulatory changes
<u>Retirement</u>	<b>03-17-12</b>	BOT 512				Rename to 'Faculty & Academic Staff - Retirement.'

Policy Name	Current Policy Number	Proposed Policy Number	Proposed Move to Bylaws	Proposed Rescission of Policy	Proposed Move to Universitywide Policies	Proposed Additional Actions
<u>Recognition of Revenues from State Appropriations to the Operating Funds</u>	05-07-03	BOT 608				Update references from 'Agricultural Experiment Station' to 'AgBioResearch.'
<u>Student Traffic Fines Loan Fund</u>	06-09-02	N/A		X		Rescind. The policy is obsolete in light of date of passage (1939) and current practice.
<u>Computer Policy</u>	06-05-01			X		Rescind. The policy is obsolete and time bound with outdated references to internet connectivity requirements and a Trustee committee that no longer exists. The University has more contemporary guidance and support for students Retire. The document reads as a resolution of the board as opposed to a policy. The provisions are obsolete with the passage of time since the last amendment date (1993). The University can retire and archive the resolution as a 'retired policy' with context as a historical stance taken by the Board at that point in time.
<u>Investments- Republic of South Africa</u>	01-07-02			X		



## Board of Trustees Policy

**POLICY NUMBER:** *Unique identifier assigned by BOT Secretary*

**POLICY NAME:** *Primary means of identifying, locating, and referring to a policy.*

<b>Effective Date:</b>	<i>Date the policy was approved and posted on the MSU</i>
<b>Last Review Date:</b>	<i>Date of the last policy review.</i>
<b>Next Scheduled Review Date:</b>	<i>Date of next scheduled review, 5 years from last review date.</i>

### I. POLICY STATEMENT

*[Provide a brief statement of the University's intent and purpose of the policy including a values statement where applicable and any legal or regulatory requirements the policy aims to address.]*

### II. RESPONSIBLE OFFICE

*[University department, unit, college, or office accountable for a designated policy, including implementation, accuracy, routine review, and revision.]*

### III. SCOPE

*[Identify the members of the MSU community the policy applies to.]*

### IV. DEFINITIONS

*[Define any terms used in the policy that have a specialized or technical meaning. List in alphabetical order.]*

### V. POLICY

*[Insert the policy in this section. Use standard outline format. Please start with a table of contents for policies that are complex and/or longer than 6 pages.]*

## **VI. PROCEDURES**

*[Insert the procedures in this section. These are the actions necessary to comply with a policy.]*

## **VII. RELATED POLICIES AND INFORMATION**

*[List (and provide any available hyperlinks to) (i) related policies; (ii) any applicable legal or regulatory information; or (iii) any forms or templates, FAQ documents, or other information related to the policy.]*

## **VIII. HISTORY**

*[Document the history of issuance, approvals, and revisions of the policy in the table. For new revisions and where possible for historical revisions, note the part of the policy that was revised and reason for the revision.]*



MICHIGAN STATE UNIVERSITY  
**BOARD OF TRUSTEES**  
Executive Action Summary

**APPROVED**  
**SEPTEMBER 8, 2023**  
**BOARD OF TRUSTEES**  
**MICHIGAN STATE UNIVERSITY**

**Committee Name** Academic Affairs

**Date** September 8, 2023

**Agenda Item:** Revision to Ordinance 18.00, *Firearms or Weapons*

**Information**

**Discussion**

**Action**

**Resolution:**

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby amends University Ordinance 18.00, *Firearms or Weapons*, as shown in Exhibit A hereto attached.

**Recommendation:**

The Trustee Committee on Academic Affairs recommends that the Board of Trustees adopts the proposed revisions to Ordinance 18.00.

**Prior Action by BOT:**

Ordinance 18.00 was most recently amended on June 19, 2009

**Responsible Officers:**

Vice President and Chief Safety Officer

**Summary:**

Ordinance 18.00 is being revised to provide clarity to the university’s prohibition of the possession and use of firearms and weapons on property governed by the Board of Trustees. The ordinance revisions provide that such prohibitions apply to all individuals present on property governed by the Board of Trustees. Ordinance revisions take immediate applicable effect upon passage by the Board of Trustees. The exceptions for those areas specifically set aside and supervised at range facilities or part of the regular education process and for Police Officers and other legally established law enforcement officers remain unchanged. The ordinance revisions add an exception for individuals fully qualified to carry a

concealed weapon under Michigan law, while such individual is operating a motor vehicle on a road owned by the Board and such individual remains in the vehicle.

**Background Information:**

Given recent legal precedent on the ability of Michigan higher education institutions to regulate the possession and use of firearms and weapons on property governed by said higher education institutions, this revision to Ordinance 18.00 clarifies and brings consistency to the application of this ordinance to all individuals who reside, work, or come onto property governed by the Board of Trustees for any purpose unless an enumerated exception applies.

**Source of Funds:**

There are no anticipated impacts on sources of funds.

**Resource Impact:**

There are no anticipated impacts on university financial resources.

## **18.00 FIREARMS OR WEAPONS**

### **18.01 Possession and use prohibited**

### **18.02 Firearms Exceptions**

### **18.03 Use of chemicals prohibited**

### **18.04 Relationship to University policy**

**.01** The possession or use of any firearm or weapon is prohibited upon property governed by the Board. Persons residing on property governed by the Board shall store any and all firearms and weapons with the Department of Police and Public Safety.

**.02** The prohibition in Section 18.01 does not apply:

.021 to police officers and other legally established law enforcement officers;

.022 at the discretion of [Vice President and Chief Safety Officer or Police Chief], to individuals authorized by their employer and licensed to possess and use such device while engaged in performing work requiring such device;

.023 to individuals fully qualified to carry a concealed weapon under Michigan law, while such individual is operating a motor vehicle on a road owned by the Board and such individual remains in the vehicle;

.024 to those areas specifically set aside and supervised at range facilities;

.025 to unloaded firearms used as part of a regular educational or ceremonial process;

.026 to those areas where firearms are permitted under Ordinance 37.02.

**.03** No person shall possess any chemical, biological, radioactive, or other dangerous substance or compound, with the intent of using the same to injure, molest, or coerce another, anywhere upon property governed by the Board.

**.04** This ordinance does not alter the terms of any University policies that regulate the use or possession of firearms.

Enacted: September 15, 1964  
Amended: December 11, 1987  
December 10, 1994  
April 14, 1995  
April 12, 2002  
June 19, 2009

## 18.00 FIREARMS OR WEAPONS

### 18.01 Possession and use prohibited; ~~exceptions~~

#### 18.02 Firearms Exceptions

#### ~~18.02~~ 18.03 Use of chemicals prohibited

#### ~~18.03 Use prohibited~~; ~~exceptions~~

#### ~~18.04 Not applicable to police officers~~

#### ~~18.05~~ 18.04 Relationship to University policy

~~.01 Except as permitted by state law regulating firearms, no person shall possess any firearm or weapon anywhere upon property governed by the Board. The possession or use of any firearm or weapon is prohibited upon property governed by the Board. Persons residing on property governed by the Board shall store any and all firearms and weapons with the Department of Police and Public Safety.~~

~~.02 The prohibition in Section 18.01 does not apply:~~

~~.021 to police officers and other legally established law enforcement officers;~~

~~.022 at the discretion of [Vice President and Chief Safety Officer or Police Chief], to individuals authorized by their employer and licensed to possess and use such device while engaged in performing work requiring such device;~~

~~.023 to individuals fully qualified to carry a concealed weapon under Michigan law, while such individual is operating a motor vehicle on a road owned by the Board and such individual remains in the vehicle;~~

~~.024 to except those areas specifically set aside and supervised at range facilities;~~

~~.025; or as to unloaded firearms used as part of a the regular educational or ceremonial process;~~

~~.026; or to those areas where firearms are permitted under as outlined in Ordinance 37.02 and its subsections. Persons residing on property governed by the Board shall store any and all firearms and weapons with the Department of Police and Public Safety.~~

~~.01.03 No person shall possess any chemical, biological, radioactive, or other dangerous substance or compound, with the intent of using the same to injure, molest, or coerce another, anywhere upon property governed by the Board.~~

~~The use of any firearm or weapon is prohibited upon property governed by the Board except those areas specifically set aside and supervised at range facilities, or as part of the regular education process, or as outlined in Ordinance 37.02 and its subsections.~~

~~This ordinance shall not apply to Police Officers and other legally established law enforcement officers.~~

~~.02.04 This ordinance does not alter the terms of any University policies that regulate the use or possession of firearms.~~

Enacted: September 15, 1964  
Amended: December 11, 1987

December 10, 1994  
April 14, 1995  
April 12, 2002  
June 19, 2009



MICHIGAN STATE UNIVERSITY  
**BOARD OF TRUSTEES**  
Executive Action Summary

**APPROVED**  
**SEPTEMBER 8, 2023**  
**BOARD OF TRUSTEES**  
**MICHIGAN STATE UNIVERSITY**

**Committee Name:** ARC

**Date:** September 8, 2023

**Agenda Item:** Iaso Therapeutics, Inc

**Information**

**Review**

**Action**

**Resolution:**

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves a Sponsored Research Agreement with Iaso Therapeutics, Inc., consistent with earlier public notice and with a Sponsored Research Agreement Term Sheet now presented to the Board for inclusion in its minutes.

**Recommendation:**

The Trustee Committee on Audit, Risk, and Compliance recommends that the Board of Trustees authorize one contract between Michigan State University and Iaso Therapeutics, Inc, a Michigan Corporation, in which MSU faculty Dr. Xuefei Huang holds a financial interest.

**Prior Action by BOT:**

MSU faculty member Dr. Xuefei Huang's Conflict Management Plan was approved on December 16, 2022, by the Board of Trustees for his ownership of Iaso Therapeutics, Inc. Please see the attached management plan.

**Responsible Officers:**

Douglas A. Gage, Vice President for Research and Innovation

**Summary:**

This agreement is to facilitate a Sponsored Research Project between Michigan State University and Iaso Therapeutics, Inc. MSU faculty Dr. Xuefei Huang has an ownership interest in the company.

- MSU PI will be Aaron Odom- Department of Chemistry

- Contract term July 1, 2023-December 31, 2024

**Background Information:**

Dr. Xuefei Huang currently has an approved Conflict management plan for his ownership in Iaso Therapeutics, Inc.

**Source of Funds:**

Iaso Therapeutics, Inc is the sponsor of the identified project and therefore will provide compensation to MSU at each milestone.

**Resource Impact:** Not applicable

## Sponsored Research AGREEMENT TERM SHEET

**Party:** Iaso Therapeutics, Inc

**Project Description:** The goal of this experiment will be to identify a linker/conjugation strategy that provides optimal yield with minimal disruption to the carrier or hapten. Q-beta nanoparticles as carrier proteins for gram-negative OAg haptens”.

**Term:** July 1, 2023 – December 31, 2024

**Financial Terms:** The total amount to be paid to the University by Iaso Therapeutics, Inc will be two hundred and ninety-three thousand eight hundred and forty-five dollars (\$ 293,845). Payments shall be made to the University by the Sponsor upon the receipt of an invoice. The payments will be made as Milestones are achieved.

**Services Provided:** By MSU to Iaso Therapeutics, Inc:

MSU will generate different conjugates with high, medium, and low densities of end linked polysaccharides. MSU will characterize the conjugates and provide them to Pfizer for immunogenicity analyses. MSU will generate conjugates with the preferred chemistry identified in Phase 1.

By Iaso Therapeutics, Inc to MSU:

Iaso Therapeutics, Inc. will provide mQB proteins. Pfizer will provide Klebsiella OAg Ps hapten.

### **Use of University**

**Facilities/Personnel:** MSU Department of Chemistry faculty member Aaron Odom will be the MSU PI for this project.

**Organization Type and Domicile:** Michigan Corporation

**Personnel Interest:** MSU Faculty member Dr. Xuefei Huang has an ownership interest in Iaso Therapeutics, Inc



MICHIGAN STATE UNIVERSITY  
**BOARD OF TRUSTEES**  
 Executive Action Summary

ARC-Attachment B

**APPROVED**  
**SEPTEMBER 8, 2023**  
**BOARD OF TRUSTEES**  
**MICHIGAN STATE UNIVERSITY**

**Committee Name:** ARC**Date:** September 8, 2023**Agenda Item:** MSU service agreement extension with Drawbridge, Inc.**Information****Review****Action****Resolution:**

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves a service agreement with Drawbridge, Inc., consistent with earlier public notice and with a Service Agreement Term Sheet now presented to the Board for inclusion in its minutes.

**Recommendation:**

The Trustee Committee on Audit, Risk, and Compliance recommends that the Board of Trustees authorize a contract between Michigan State University and Drawbridge, Inc, a Michigan Corporation in which MSU faculty William Hart-Davidson holds a financial interest as co-founder of the company.

**Prior Action by BOT:**

A master service agreement was previously approved on August 28, 2020.

**Responsible Officers:**

Douglas A. Gage, Vice President for Research and Innovation

**Summary:**

The service agreement presented to the Board of Trustees is for Drawbridge, Inc., continuation to license Eli Review writing instruction software service to MSU and provide support and hosting of the software. This action will renew the service agreement until August 27, 2025.

- Contract term: August 28, 2023 – August 27, 2025

**Background Information:**

The company has a master agreement with MSUT that is being renewed.

**Source of Funds:**

MSU will pay for Drawbridge, Inc., to continue to manage the software service.

**Resource Impact:** Not applicable.

## SERVICE AGREEMENT TERM SHEET

**Party:** Drawbridge, Inc, Chapel Hill, NC 27517

**Project Description:** Drawbridge to continue to license Eli Review writing instruction software service to MSU and provide support and hosting of the software.

**Term:** Extending a previously approved purchase order for the following term: August 28, 2023 – August 27, 2025

**Financial Terms:** Annual fee of \$ 44,100 for a total of \$ 88,200 for the two-year extension period.

**Services Provided:** By MSU to Drawbridge, Inc: Payment of \$44,100  
By Drawbridge, Inc to MSU: Drawbridge, Inc will provide hosting services, customer service, and technical support to MSU with respect to problems related to access and/or use of Eli Review writing instruction software.

**Use of University  
Facilities/Personnel:** N/A

**Organization Type and Domicile:** Michigan Corporation

**Personnel Interest:** MSU employee William Hart-Davidson; Associate Dean of Management from MSU IT Educational Technology is a co-founder of Drawbridge, Inc.



MICHIGAN STATE UNIVERSITY  
**BOARD OF TRUSTEES**  
Executive Action Summary

Appendix G  
ARC-Attachment C  
**APPROVED**  
**SEPTEMBER 8, 2023**  
**BOARD OF TRUSTEES**  
**MICHIGAN STATE UNIVERSITY**

**Committee Name:** ARC

**Date:** September 8, 2023

**Agenda Item:** MSU College of Natural Science service agreement with David Lorne-Photographic.

**Information**

**Review**

**Action**

**Resolution:**

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves a service agreement with David-Lorne Photographic, consistent with earlier public notice and with a Service Agreement term Sheet now presented to the Board for inclusion in its minutes.

**Recommendation:**

The Trustee Committee on Audit, Risk, and Compliance recommends that the Board of Trustees authorize The Trustee Committee on ARC recommends that the Board of Trustees authorize a contract between Michigan State University and David-Lorne Photographic, a Michigan company, in which MSU staff member Mistie Jordan's husband is the sole proprietor of the company.

**Prior Action by BOT:**

Not applicable. All prior engagements with this company are available in detail under PO 501223.

**Responsible Officers:**

Douglas A. Gage, Vice President for Research and Innovation

**Summary:**

The College of Natural Science is seeking a service agreement for the entity to provide video services to the department.

- Term of agreement July 1, 2023- Jun 30, 2024

**Background Information:**

The College of Natural Sciences has a history of utilizing David-Lorne Photographic with approval. The company provides services on the following refreshing of 3 signature videos Charles DREW Science Program, Residential Initiative on the Study of the Environment (RISE), and Dean's Research Scholars; production of monthly Third Thursdays for NatSci newsletter and magazine.

**Source of Funds:**

The College of Natural Science will provide the funds for services received from David-Lorne Photographic.

**Resource Impact:**

Not applicable.

## SERVICE AGREEMENT TERM SHEET

**Party:** David-Lorne Photographic

**Project Description:** MSU College of Natural Science will enter into a service agreement with the above entity for video services.

**Term:** July 1, 2023- June 20, 2024

**Financial Terms:** \$29,500.00

**Services Provided:** By MSU to company: None

By company to MSU: Refresh of 3 signature videos (DREW, RISE and Dean's Research Scholars); production of monthly Third Thursdays for SM (12); NatSci newsletter and magazine vides (6 plus magazine); KBS video/photo capture for news and feature stories; Cryo-EM video; chairs and directors department intros for website; and Great IDEA program/NASA Lucy Mission as funds allow.

**Use of University  
Facilities/Personnel:** N/A

**Organization Type and Domicile:** Individual/Sole Proprietor

**Personnel Interest:** MSU employee Mistie Jordan Communications Coordinator from the College of Natural Science is married to David Lorne, the owner of David-Lorne Photographic.



MICHIGAN STATE UNIVERSITY  
**BOARD OF TRUSTEES**  
Executive Action Summary

ARC-Attachment D

**APPROVED**  
**SEPTEMBER 8, 2023**  
**BOARD OF TRUSTEES**  
**MICHIGAN STATE UNIVERSITY**

**Committee Name:** ARC

**Date:** September 8, 2023

**Agenda Item:** MSU Facilities of Rare Isotope Beams one-time service agreement with Leightronix, Inc.

**Information**

**Review**

**Action**

**Resolution:**

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves a service agreement with Leightronix, Inc., consistent with earlier public notice and with a Services Agreement Term Sheet now presented to the Board for inclusion in its minutes.

**Recommendation:**

The Trustee Committee on Audit, Risk, and Compliance recommends that the Board of Trustees authorize a contract between Michigan State University and Leightronix, Inc., a Michigan Corporation, in which MSU staff member Bryan Tousignant is a board advisor for this entity.

**Prior Action by BOT:**

This is the first time Leightronix, Inc., has initiated a purchase agreement with the University, and subsequently, no prior BOT approvals exist for this company and MSU.

**Responsible Officers:**

Douglas A. Gage, Vice President for Research and Innovation

**Summary:**

The Facility of Rare Isotope Beams will provide a one-time purchase of engineering parts to Leightronix, Inc.

**Background Information:**

MSU Facilities of Rare Isotope Beams faculty member Bryan Tousignant is the son-in-law of the owner of the company and is a member of the advisory board. His wife works for Leightronix, Inc., and is a member of the advisory board.

**Source of Funds:**

Leightronix, Inc., will provide payment to MSU for this service agreement.

**Resource Impact:**

Not applicable.

## SERVICE AGREEMENT TERM SHEET

**Party: Leightronix, Inc**

**Project Description:** MSU Department of Facility of Rare Isotope Beams will supply Leightronix, Inc with engineering parts in this service agreement.

**Term:** One-time Purchase

**Financial Terms:** One-time fee of \$ 21,144.20

**Services Provided:** By MSU to Leightronix, Inc: LUXE-LBR-ENG Mgt. services; Luxe-LBR-TS Technical Service; LUXE-LBR-TS Training Services; LUXE-IPM-0015 ipMerge system inc server; LUXE-0700-2824000400 Switch Rack; LUXE-STB6500 Set-top box for decryption; LUXE-STBIR55 receivers for STB6500; LUXE-RC5414 Remote control; LUXE-PRC828 Remote for Smart IPTV display.

By Leightronix, Inc to MSU: Fee for parts purchased.

**Use of University**

**Facilities/Personnel:** N/A

**Organization Type and Domicile:** Michigan Corporation

**Personnel Interest:** MSU Facility of Rare Isotope Beam staff member Bryan Tousignant is on the board of advisors for the company. Leightronix, Inc is the staff member's father-in-law's company.



MICHIGAN STATE UNIVERSITY  
**BOARD OF TRUSTEES**  
Executive Action Summary

Appendix I  
ARC-Attachment E

**APPROVED**  
**SEPTEMBER 8, 2023**  
**BOARD OF TRUSTEES**  
**MICHIGAN STATE UNIVERSITY**

**Committee Name:** ARC

**Date:** September 8, 2023

**Agenda Item:** MSU Office for Public Engagement and Scholarship, Community Evaluation Programs  
Service Agreement with Quant Quest.

**Information**

**Review**

**Action**

**Resolution:**

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves a Service agreement with Quant Quest, consistent with earlier public notice and with a Service Agreement Term Sheet now presented to the Board for inclusion in its minutes.

**Recommendation:**

The Trustee Committee on Audit, Risk, and Compliance recommends that the Board of Trustees authorize a contract between Michigan State University and Quant Quest, in which MSU faculty Dr. Chi Chang holds a financial interest as the founder of the company.

**Prior Action by BOT:**

No prior interactions between the company and Michigan State University exist.

**Responsible Officers:**

Douglas A. Gage, Vice President for Research and Innovation.

**Summary:** The Office for Public Engagement and Scholarship Community evaluation programs is seeking to do business with Quant Quest on the Michigan 21<sup>st</sup> Century Community Learning Centers program. Associate Director Jamie Wu is the principal investigator and will work with Dr. Chi Chang on several

aspects of the project which include communications, creating strategic planning, and guidelines for effective evaluation.

- Project term: May 23, 2023 – June 30, 2023
- Dr. Chang will provide data analysis and interpretation and write a research brief.
- Contribute to sections of the manuscript for quantitative methods.
- Dr. Chang will review and respond to reviewer feedback on the manuscript.

**Background Information:**

MSU Department of Medical Education Research & Development Assistant Professor Dr. Chi Chang is the founder of Quant Quest. The company provides statistical consulting which includes selecting statistical models, conducting research and data analyses, writing up results, and writing manuscripts. This is a one-time service agreement between Quant Quest and The Office for Public Engagements and Scholarships. Dr. Jamie Heng-Chieh Wu is the principal investigator of the project.

**Source of Funds:**

MSU Office for Public Engagement and Scholarship, Community Evaluations Program will compensate Quant Quest for the statistical services provided.

**Resource Impact:**

Not applicable.

## SERVICE AGREEMENT TERM SHEET

**Party:** Dr. Chi Chang, dba Quant Quest

**Project Description:** Research scientist Dr. Chi Chang supporting Dr. Jamie Wu to assist with deliverables.

**Term:** May 23, 2023-June 30, 2023

**Financial Terms:** 120 hours at \$200.00 each, the total amount is equal to \$ 24,000.00.

**Services Provided:** By MSU to Quant Quest: Compensation on deliverables.  
By Quant Quest to MSU: A two-page research brief and one publishable scholarly manuscript inclusive of 21 CCLC deliverables.

**Use of University  
Facilities/Personnel:** N/A

**Organization Type and Domicile:** Individual/Sole proprietor

**Personnel Interest:** MSU employee Dr. Chi Chang is an Assistant Professor from the Office of Medical Education Research and Development, she is the owner of Quan Quest.



MICHIGAN STATE UNIVERSITY  
**BOARD OF TRUSTEES**  
Executive Action Summary

ARC-Attachment F

**APPROVED**  
**SEPTEMBER 8, 2023**  
**BOARD OF TRUSTEES**  
**MICHIGAN STATE UNIVERSITY**

**Committee Name** ARC

**Date** September 8, 2023

**Agenda Item:** Dr. Richard E. Sherman, Independent Contractor

**Information**

**Review**

**Action**

**Resolution:**

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 and with an "Independent Contractor Agreement for Artist Services" Term Sheet now presented to the Board for inclusion in its minutes.

**Recommendation:**

The Trustee Committee on Audit, Risk and Compliance recommends that the Board of Trustees approve a contract between Michigan State University and faculty member Dr. Richard E. Sherman.

**Prior Action by BOT:**

Approval of previous contract for the period of July 1, 2020 to June 30, 2023 occurred at The May 15, 2020 Board meeting.

**Responsible Officers:**

Douglas A. Gage, Vice President for Research and Innovation

**Summary:**

Dr. Richard E. Sherman will identify and engage local musicians for select Wharton Center performances. Contract term is September 8, 2023 to September 7, 2024

**Background Information:**

Dr. Sherman is a Professor in the College of Music.

The attached Independent Contractor Agreement for Artist Services Term Sheet summarizes the agreement that MSU has negotiated with Dr. Sherman. The proposed contract mirrors the contract approved in 2020.

**Source of Funds:** Wharton Center Budget

**Resource Impact:** Not Applicable

# INDEPENDENT CONTRACTOR AGREEMENT FOR ARTIST SERVICES

## TERM SHEET

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

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

**Term:** September 8, 2023 to September 7, 2024

**Financial 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 and Domicile:** 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 musicians for the 2023-2024 performance season is \$150 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.