

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

March 3, 2024

Interim Provost Jeitschko called the meeting of the Board of Trustees to order at 10:20 p.m. via livestream.

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

University officers present: Interim Provost and Executive Vice President Jeitschko; Executive Vice President Beauchamp and Interim Executive Vice President Glasmacher; Senior Vice Presidents Frace and Gore; Vice President and General Counsel Quinn; Secretary Fletcher; Vice Presidents Beekman, Bollman, Guerrant, Tobin, and Swain. Faculty liaisons present: Jamie Alan, Jack Lipton, Rebecca Malouin, and Justin St. Charles. Student liaisons present: Maddie Dallas, 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 Pierce, supported by Trustee Byrum, the **BOARD VOTED to approve** the proposed agenda.
2. Miller & Chevalier Report

Vice Chairperson Kelly provided the following remarks.

Thank you. As Chair of the Committee on Audit, Risk and Compliance I have a couple of comments with regard to the Miller & Chevalier report. The Michigan State University Office of Audit, Risk and Compliance (OARC) retained Miller & Chevalier on October 30, 2023, to conduct an independent investigation into allegations raised by MSU Board of Trustee member Brianna Scott. During the investigation, the OARC received additional allegations of misconduct and expanded the scope of the investigation to include those allegations. Miller & Chevalier's investigation focused on determining whether the various allegations were factually supported and if so, whether the underlying conduct breached the Board of Trustees bylaws, policies or Code of Ethics and Conduct. Now that the investigation has concluded and the report has been published, the Board of Trustees wishes to address the recommendations made therein. At this point I will read the first resolution.

As Chairperson of the Committee on Audit, Risk and Compliance, I move that the Board of Trustees adopts the resolution contained in Attachment B, titled "Corrective actions: Trustee Rema Vassar." The resolution reads as follows:

BE IT RESOLVED, that Board of Trustees of Michigan State University hereby approves the following actions:

Acceptance of the resignation of Trustee Rema Vassar as Board Chair and removal as liaison to the MSU and Henry Ford Health Steering Committee and suspend all other current or future appointments for this Board's term ending December 31, 2024.

Refer Trustee Rema Vassar to the Governor for review and consideration pursuant to MCL 168.293.

Censure of Trustee Vassar for violations outlined in the Miller & Chevalier Report.

Suspend Trustee Rema Vassar from participating in all board related activities for this Board's term ending December 31, 2024, excluding activities and duties assigned in her capacity as an elected official.

BE IT FURTHER RESOLVED, that upon passage of this resolution, the Board of Trustees implements the chair succession process, as articulated in Article IV of its Bylaws and do hereby select Dan Kelly as Board Chair and Kelly Tebay as Board Vice Chair to take immediate effect with the term ending December 31, 2024.

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

Trustee Vassar provided the following remarks.

Thank you. I did hope that my resignation would calm the temperature of the board, and I'm still hopeful of that, even though I believe that these actions are punitive and over the top. I'm proud of my service on this board, of the work that this board is doing, and I've been honored to serve as chair. While I can see that I could make different decisions in the past, in some cases, over this past year, I've made the wrong decision, the wrong choice. I maintain that I disagree with some of the findings and recommendations in the Miller & Chevalier report. I provided 15 hours of interviews for this investigation. Many of the exchanges referenced in the report I was present for, and I can tell you that this report is incomplete. It omits some very important information and key voices that could have provided a fuller and

another trustee to take on the chair role. I will never apologize for being an ally to the survivor community and to students who have repeatedly told us that their voices are not heard. I will continue to be a staunch supporter for marginalized faculty, staff, and administrators, elevating and sharing transformative power with the most vulnerable in our community. No title facilitates that work. My passion drives it. I also understand that the Board believes that I, along with Trustee Denno and Trustee Scott, should be censured based on the findings of the Miller & Chevalier report. I'm gratified that Miller & Chevalier's investigation concluded that the most serious allegations against me were groundless, and that there was no finding of personal benefit, undue influence, or harm to the university. Again, while I am fully human and I make mistakes, I lead with integrity, transparency, and with transformative change at the center of my decisions. The Miller & Chevalier report does not change that immutable fact. You invited me to the dance, and you told me you hate my outfit, my music, and my style. You told me to shut up, smile, and feel lucky you got invited at all. "Never dare to suggest we don't really want to change." That's a quote from a colleague at Eastern Michigan University, Teresa Green. Well, change is necessary at MSU, and the diversity of talent and perspectives is the board's greatest strengths. We should not all approach our work in the same ways, and our differences should not be impeded or punished. We should come in the outfits that we have, dance to the music that we love, in our own style. Two point four million Michiganders voted and elected me to use my experience and expertise as an educator to fight for and elevate the voices of Michigan State University's most vulnerable and marginalized students. To be clear, none of this will diminish my commitment to engage with students, especially underrepresented students who believe their legitimate concerns, including fears for their own personal safety, have been ignored. While such public engagement can become charged and uncomfortable for those that are in authority, it is essential that the University and this board provide a forum for students to be heard. They are, after all, our most important constituency. Despite my good intentions, I have had many missteps. As we all do. I'm committed to doing what's necessary to improve my performance, and I know we all want to do better as a board in the future. It's essential that we do so for the benefit of MSU. Our welcome of a new university president is the perfect opportunity for us to rededicate ourselves to that goal. I am rooting for Chair Kelly and Vice Chair Tebay as they lead the board with a productive, mutually respectful, and collegial relationship with President Guskiewicz. So now, as President Guskiewicz begins his tenure, this is a good time to let someone else take the gavel so we can focus and refocus on bringing closure to the mistakes of the past and work together for transformation and moving forward. Let's show we're up to meeting those challenges. Our students, faculty, and Spartan community deserve no less. It is in that spirit, with spring around the corner, that I pledge to do everything I can to support my wonderful colleague Trustee Tebay to succeed as a next Vice Chair of the Board of Trustees at MSU

Suspend Trustee Dennis Denno from participating in all board related activities for this Board's term ending December 31, 2024, excluding activities and duties assigned in his capacity as an elected official.

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

Chairperson Kelly provided the following remarks.

Unless Dennis has a comment, I'm going to make the same comment with regard to Trustee Denno as I made for Trustee Vassar. He has done a lot of work for this board over the last, slightly over, about I guess 14 months. I appreciate his input and hard work to this Board. I hope he remains committed to this Board. I think this action is reasonable, and I hope Dennis stays engaged with the board.

Trustee Vassar provided the following remarks.

I just want to appreciate Trustee Denno for your hard work on the presidential search, your hard work on the Academic Affairs Committee, and for your hard work with students and with the greater Spartan community. I appreciate your leadership, and I am so sorry that we are here in this moment. Thank you so much for being a class act.

Trustee Denno provided the following remarks.

Thank you. I stick by my public statement, and my public statement is my statement that I am giving, so thank you.

#### Roll Call Vote

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

**THE BOARD VOTED 6-2-0** to approve the recommendation.

#### D. Corrective Action: Trustee Brianna Scott

As Chairperson of the Committee on Audit, Risk and Compliance, I move that the Board of Trustees adopts the resolution contained in Attachment D,

Trustee Vassar— No

**THE BOARD VOTED 7-1-0** to approve the recommendation.

3. Request to Adjourn

On a motion by Trustee Vassar, supported by Trustee Kelly, **THE BOARD VOTED to adjourn** at 10:45 p.m.

Respectfully submitted,



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