



MICHIGAN STATE UNIVERSITY
BOARD OF TRUSTEES
Executive Action Summary

APPROVED
MARCH 3, 2024
BOARD OF TRUSTEES
MICHIGAN STATE UNIVERSITY

Agenda Item: Miller and Chevalier Report

Date March 3, 2024

Information

Review

Action

Resolution: See Attachments A – D for resolution language.

Recommendation:

That the Board of Trustees adopts the specified actions in consideration of receiving the findings and recommendations of the Miller & Chevalier law firm’s independent investigation.

Prior Action by BOT: Not applicable.

Responsible Officers: Brian Quinn, Vice President and General Counsel
Stefan Fletcher, Secretary and Chief of Staff to the Board of Trustees

Summary:

This resolution outlines certain actions being taken as a result of the findings from the recently completed Miller & Chevalier independent investigation.

Background Information:

The Miller & Chevalier independent investigation was commissioned to investigate allegations raised by Trustee Brianna Scott in a letter published October 22, 2023. The scope of the investigation expanded over time to include other allegations. Miller & Chevalier completed its investigation and the subsequent report outlining findings and recommendations was published on February 28, 2024.

Source of Funds:

Not applicable.

Resource Impact:

Not applicable.

Board governance & professional development

WHEREAS Michigan State University's Office of Audit Risk and Compliance (OARC) retained the Miller & Chevalier law firm to conduct an independent investigation into allegations related to the Board of Trustees and violations of the Board's Code of Ethics and Conduct, Bylaws, and Conflict of Interest Policy;

WHEREAS on behalf of OARC, Miller & Chevalier has completed the investigation and issued a report, which includes findings and recommendations for corrective action;

WHEREAS the Board of Trustees retains a constitutional and fiduciary responsibility to Michigan State University and, as such, has reviewed the findings of the report with those core responsibilities in mind;

THEREFORE, BE IT RESOLVED that the board will work with the administration and independent external experts on the continued enhancement of Trustee onboarding; professional development; continuing education; and any development or revision to policies and procedures in support of the Board of Trustees governance commitments adopted on December 15, 2023.

Corrective actions: Trustee Rema Vassar

BE IT RESOLVED that the 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.

Corrective actions: Trustee Dennis Denno

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

- Removal of Trustee Dennis Denno as Chair of Academic Affairs and suspend all other current or future appointments for this Board's term ending December 31, 2024.
- Refer Trustee Dennis Denno to the Governor for review and consideration pursuant to MCL 168.293.
- Censure of Trustee Denno for violations outlined in the Miller & Chevalier Report.
- 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.

Corrective action: Trustee Brianna Scott

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

- Censure of Trustee Brianna Scott for violations outlined in the Miller & Chevalier Report. Trustee Scott has voluntarily accepted censure.