

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

February 7, 2025

President Guskiewicz called the meeting of the Board of Trustees to order at 9:00 a.m.

Trustees present: Rebecca Bahar-Cook, Mike Balow, Dennis Denno, Renee Knake Jefferson, Sandy Pierce, Brianna Scott, Kelly Tebay, and Rema Vassar.

University officers present: President Guskiewicz, Interim Provost and Executive Vice President Jeitschko; Senior Vice President Frace; Interim Executive Vice President Glasmacher; Vice President and General Counsel Quinn; Secretary Fletcher; Vice Presidents Bollman, Brogdon, DeVooght, Gage, Guerrant, Swain, and Tobin. Faculty liaisons present: John Aerni-Flessner, Justin St. Charles, and Angela Wilson. Student liaisons present: Erin Caldwell, Connor Le, and Miles Roberts.

President Guskiewicz provided the following statement.

Good morning, and welcome to the February 7, 2025, meeting of the Michigan State University Board of Trustees. And I want to officially welcome for the first time to the Board, Trustee Rebecca Bahar-Cook, welcome, and Trustee Mike Balow, welcome. So, I want to officially call the meeting to order, and I'm going to turn to Secretary Stefan Fletcher.

Secretary Fletcher provided the following statement.

Good morning, everyone. Welcome to the first Board of Trustees meeting of 2025. Today's agenda is filled with several significant action items of university business. There are also several speakers, including those who have come for public participation. Just as a sort of framework up front in the event of a disruption that prevents the board from conducting business or the members of the public from hearing or observing the meeting, the meeting will be recessed or adjourned. If the meeting is recessed, the board will meet via Zoom within 10 minutes of the recess occurring, and regrettably, there would not be an opportunity for public comment at that stage.

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

1. On a motion by Trustee Scott, supported by Trustee Pierce, the **BOARD VOTED to approve** the proposed agenda.

2. On a motion by Trustee Pierce, supported by Trustee Scott, **the BOARD VOTED to approve** the minutes of the December 13, 2024, Board of Trustees meeting.
3. President's Report

President Guskiewicz provided the following report to the Board.

This being our first meeting of 2025, I want to wish everyone a Happy New Year, and for those in our community who celebrated, a Happy Lunar New Year. Our international students and scholars bring with them such diverse traditions and add so much to our cultural tapestry here at Michigan State University. Very importantly, our diverse and cosmopolitan university community offers us lived experiences and perspectives that are essential to being a leading, global, and proudly public research university. Just yesterday, we honored recipients of our Excellence in Diversity, Equity and Inclusion Awards, so I'd like to offer up congratulations to all those making such commendable efforts to make this campus the best it can be for all our community members. As I've underscored since day one, our university remains committed to our inclusive values. I enjoyed our conversation yesterday with members of the Black Student Alliance, where we listened, conversed and talked about solutions to improve the experience of our minoritized students on our campus. I want to thank those students for engaging in that way with my leadership team and members of the board. Simply put, we must forge a community that is welcoming, safe and inclusive so that all our students may not merely persist but will thrive here.

At this point, the meeting was interrupted, and Secretary Fletcher provided the following statement.

We request that all individuals present please refrain from disrupting the meeting. If the meeting is disrupted in a manner that prevents the board from conducting business or preventing members of the public from hearing or observing the proceedings, the meeting will be recessed or adjourned. Let's continue the meeting, please.

As disruptions continued, Secretary Fletcher provided the following statement.

So, we're at the stage now- this is going to be, hold on. Before we- before we go with this, this is a final request to refrain from disrupting the meeting. If the meeting is disrupted further, the meeting may be recessed to allow for the board's consideration of scheduled action items or adjourned.

On a motion by Trustee Pierce, supported by Trustee Scott, **the BOARD VOTED to approve** the recess of the February 7, 2025, Board of Trustees meeting.

The board meeting reconvened at 9:35 a.m., and President Guskiewicz provided the following statement and carried on with his report to the Board.

We are reconvening now, and, as we continue the meeting, we appreciate our students agreeing to accept the invitation that Chair Tebay and I put forward earlier this week to meet in April prior to the next board meeting, and we've agreed that we will, within the next two weeks, meet with leaders of the coalition such that we can set a plan for that meeting in April.

I have underscored since day one that our university remains committed to our inclusive values. I enjoyed our conversation yesterday with members of the Black Student Alliance where we listened, conversed and talked about solutions to improve the experience of our minoritized students. Simply put, we must forge a community that is welcoming, safe and inclusive so that all of our students may not merely persist at Michigan State University but that they will thrive at Michigan State University. I can't think of a more concrete example of our determination to live our values than the new Multicultural Center which we will officially open this afternoon. I hope all of you can join us there. There, we will have spaces and programs that will advance multicultural education, spark intellectual curiosity, promote shared experiences and support strategic goals, including raising graduation rates, something that we are committed to, while better preparing graduates for the diverse and interconnected world they will enter. I also know recognize the changing federal landscape has created uncertainty for many of us here at Michigan State University and its impacts on students, faculty and staff have caused concern among many Spartans. So, I want to stress here again that our commitment to our mission remains unshakeable. Our values remain unchanged, and we are committed to an inclusive and welcoming campus community, to educating and uplifting our students, to conducting innovative research that advances the common good and to serving and strengthening communities across Michigan, from Monroe up to Keweenaw. As I've shared in several community messages, we will continue to pay close attention to these changes at the federal level. That includes already mobilizing Rapid Response Teams of leaders and experts here on campus and in Washington, D.C., to analyze potential impacts on campus life, international students and scholars, research and teaching, and finance and tax policy implications. Please know that we'll continue to keep Spartans updated as the situation evolves. I'll be sending another campus message out early next week with information about how the community can receive these updates on a regular basis. Despite these challenges, we're starting our spring semester with great momentum, and I want to briefly mention some of the highlights. We're working toward our strategic goal of \$1 billion in annual research expenditures. We are well on our way with over \$930 million this past year. And while that dollar amount sounds nice, it's about the impact that work has on society. I want to offer a shout-out to my predecessor and our former provost, Teresa Woodruff who last month became the first Spartan to be honored with the National Medal of Science. Her pioneering research in the emerging field of oncofertility, combining oncology and reproductive health, is now gaining distinction for Michigan State as she works in her role as an MSU Research

Foundation professor. Medicine and health care offer Michigan State a great opportunity to grow our research and education programs, together with our service to people across Michigan and beyond. That's why I'm looking forward to today's research presentation by Howard Crawford of Henry Ford Health and Assistant Professor Jennifer Klomp from our College of Human Medicine. They are colleagues now in the battle against pancreatic cancer, the third most fatal form of the disease in the United States. This is a great example of how our relationship with Henry Ford Health is adding new dimensions to our research, and we'll hear from these researchers shortly. And with the master services agreement that we've now signed with Henry Ford Health, we're moving forward with the level of clinical service integration we envisioned in our original 30-year partnership agreement signed in 2021. This integration will include things like joint recruiting for medical specialists, collective contract negotiation and collaborative patient care. Meanwhile, our Health Sciences Council has been working with me to develop our vision for a novel approach to medical education and service more fully, to leverage our unique situation of hosting two world-class medical colleges, an evolving College of Nursing and an amazing College of Veterinary Medicine to build on our research, teaching and clinical excellence aimed at a one health, one team approach to training the very best health care providers in the nation. Two weeks ago, I hosted several Michigan health care leaders at Cowles House to discuss how MSU can be more impactful in health care. We talked about applying new technologies such as artificial intelligence and machine learning to telehealth, to drug discovery, novel patient care models and, most importantly, given our unique situation of housing two medical colleges, the opportunity to possibly rewrite the playbook for interprofessional medical education that will reframe the way we train physicians and health care providers for the future. It was a very enlightening gathering of these leaders from across the state and let me just say to stay tuned, we're about to do something really special and MSU will be a change agent in health care. You've heard me talk about MSU being a talent activator for Michigan and get used to hearing this because that will be a consistent theme as we move forward. We place more college graduates into jobs and careers in-state than any other university. We are committed to serving as a talent activator for the State of Michigan. Just last week at a leadership retreat, it was nice to hear our recent Top 10 ranking among public universities for the employability of our graduates applauded by other colleagues in the University Innovation Alliance. You'll recall that Michigan State was a founding member of this group of peer institutions dedicated to sharing best practices in supporting student success. And this week we announced the structure and leadership of our Green and White Council, which I'd announced at my presidential investiture in September. This will be a group of approximately 16 leaders and executives across Michigan who will launch a set of initiatives to amplify MSU's role as Michigan's state university and help shape the state's workforce and economy. I'm charging the council with pursuing initiatives that are bold and impact-driven, feasible and sustainable, and, most importantly, are uniquely MSU.

To provide an environment where each member of the university community can achieve their highest success, each of us must feel safe here. We're working to instill this sense of safety by means such as our ongoing work to prevent and respond to relationship violence and sexual misconduct. To help guide our work, we will again survey the campus after spring break with our third Know More survey, so I encourage people to look for it and to please participate in the survey. And, as we approach the second-year mark of the violence our campus experienced two years ago, on February 13, I'm aware of how such a traumatic event continues to affect members of this community. As we remember those students we lost, those injured, and all those impacted, we've been reaching out to remind students and employees about this year's commemoration and the supportive resources we've put in place. Most classes won't meet on February 13, but the university will otherwise remain open. We have a detailed list of events for that date on the Spartans Together website. I do want to take this opportunity to acknowledge an approaching milestone for the university: the 170th anniversary of our founding on Feb. 12, 1855. Through the years, Spartans have celebrated our triumphs and mourned our tragedies together, and we move forward together, resolved to make this a better world for our families, communities and the world we live in. Among the people who have been so important to helping us do that is Thomas Glasmacher, who joins us today for his last meeting as executive vice president for administration. I want to offer my thanks to Dr. Glasmacher, who has served in the interim EVP capacity for the last 14 months. At the same time, he has retained his role as director of the Facility for Rare Isotope Beams (FRIB), and when Vennie Gore steps into the EVP position on March 3, Dr. Glasmacher will be able to focus once again on further advancing MSU's excellence in nuclear physics. We're grateful for Dr. Glasmacher's service in this role.

With that, let's turn now to the next item on today's agenda, and, again, thank you all for being here today.

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 November 20, 2024, through January 9, 2025. The report is a compilation of 262 Gifts, Grants and Contracts plus 15 Consignment/Non-Cash Gifts, with a total value of \$81,873,741.

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. Jennifer Klomp, Assistant Professor, College of Human Medicine, and Dr. Howard Crawford, Professor, Pharmacology and Toxicology, who gave a presentation on The Henry Ford + Michigan State University Pancreatic Cancer Center. (Appendix A)

7. Personnel Actions

Interim Provost Jeitschko presented the following personnel actions.

Titus Awokuse, Ph.D., AN—Associate Dean, International Studies and Programs Dean, for a change in title to Vice Provost and Dean for International Studies and Programs, effective January 15, 2025.

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

THE BOARD VOTED to approve the recommendation.

8. Committee on Budget and Finance

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

A. Authorization to Plan—Farm Lane Road and Utility Reconstruction

The Trustee Committee on Budget & Finance recommends that the Board of Trustees authorize the Administration to plan for Farm Lane Road and Utility Reconstruction.

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby authorizes the Administration to plan for the project titled “Farm Lane Road and Utility Reconstruction.”

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

THE BOARD VOTED to approve the recommendation.

B. Authorization to Proceed—Spartan Stadium—Renovations for University Advancement, Second and Third Floors

The Trustee Committee on Budget and Finance recommends that the Board of Trustees authorize the Administration to proceed with renovations to selected areas of the office tower occupied by University Advancement within Spartan Stadium.

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby authorizes the Administration to proceed with the project titled "Spartan Stadium—Renovations for University Advancement, Second and Third Floors" with a project budget of \$15 million.

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

THE BOARD VOTED to approve the recommendation.

C. Authorization to Proceed – Intercollegiate Athletics – Outdoor Tennis Courts and Support Building

The Trustee Committee on Budget and Finance recommends that the Board of Trustees authorize the Administration to proceed with improvements to the outdoor tennis courts and the creation of a support building.

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby authorizes the Administration to proceed with the project titled "Intercollegiate Athletics—Outdoor Tennis Courts and Support Building with a project budget of \$10 million. The entire \$10 million is a donor gift.

Trustee Balow provided the following remarks.

I don't need a question; I just had a comment. I support this, but just, it's worth pointing out that this is really, really good, because of our awesome tennis team and the generosity of our donor, Ms. Secchia. We're entering a really strange area in college athletics, where there's never been more money flowing into it than there is right now, yet there's all kinds of stressors on sports not named football or basketball. So, this is a wonderful example of alumni stepping forward to support an important sport, and, as we go forward in the future months, it's something that's on my mind because our athletes are important to us. They provide some very, very awesome graduates that we find ways to support all of our Olympic sports, what we call our non-revenue sports, both those that we have and those that we should have. And this is a great example of that, and it's going to be wonderful for those athletes. Thank you.

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

THE BOARD VOTED to approve the recommendation.

D. Long-Term Lease—Morris Property—American Cell Tower Lease

The Trustee Committee on Budget and Finance that the Board of Trustees authorize the Administration to enter into a long-term cell tower lease. The cell tower is located on property in Clinton County, Grand Ledge, Michigan, otherwise known as the Morris Property.

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby authorizes the Administration to enter into a long-term lease with American Tower, upon such terms and conditions as may be acceptable to the president or the president's designee(s).

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

Trustee Pierce provided the following report.

Finally, what I will say is that the Committee on Budget and Finance received updates on the Fiscal Year 26 budget outlook, housing and dining, the investment return, as well as operating funds return results, and the retirement plan and concessions. It was a healthy meeting, and we'll have more information for you at the board meeting in April. That concludes my report.

9. Committee on Academic Affairs

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

A. Revisions to BOT 304, *Board of Trustees – Course Fee Courtesy*

The Trustee Committee on Academic Affairs recommends that the Board of Trustees approve revisions to BOT 304, *Course Fee Courtesy*, as indicated in Attachment A.

BE IT RESOLVED that the Board of Trustees hereby approves revisions to BOT 304, *Board of Trustees—Course Fee Courtesy* as indicated in Attachment A. (Appendix B)

Trustee Knake Jefferson **moved to approve** the recommendations, with support from Trustee Tebay.

THE BOARD VOTED to approve the recommendation.

B. Revisions to HCI Bylaws

The Trustee Committee on Academic Affairs recommends that the Board of Trustees adopts the Amended and Restated Bylaws of MSU Health Care, Inc.

BE IT RESOLVED, that the Board of Trustees of Michigan State University, as the sole Corporate Member of MSU Health Care, Inc., hereby adopts the attached Amended and Restated Bylaws of MSU Health Care, Inc. (Appendix C)

Trustee Knake Jefferson **moved to approve** the recommendations, with support from Trustee Tebay.

Trustee Knake Jefferson provided the following report and remarks.

When the committee met, we also received updates regarding the Higher Learning Commission and unionization. Dr. Teresa Mastin provided a presentation on innovations in reappointment, promotion and tenure and new leadership development and trainings. The Board of Trustees bylaws were also discussed. And I also just want to extend a special welcome to one of our newest trustees, who is a member of the Academic Affairs Committee, and that's Trustee Bahar-Cook. And that concludes my report on the Committee for Academic Affairs.

10. Committee on Audit, Risk and Compliance

Vice Chairperson Scott presented the Trustee Audit, Risk and Compliance Committee Report and the following recommendations and resolutions.

A. Reappointment of University's External Auditors for 2024-2025

The Trustee Committee on Audit, Risk and Compliance recommends that the Board of Trustees reappoints Plante & Moran as the University's external auditors for the 2024-25 fiscal year.

BE IT RESOLVED that the Board of Trustees of Michigan State University hereby reappoints Plante & Moran as the University's external auditors for the 2024-25 fiscal year at a fee of \$416,500 in accordance with Board of Trustees Policy 104, *Auditor Rotation*.

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

THE BOARD VOTED to approve the recommendation.

B. Conflict of Interest (Approval of Contract Terms)

The Trustee Committee on Audit, Risk, & Compliance recommends that the Board of Trustees authorize the agreement between Michigan State University and Advertent Biotherapeutics, Inc. in which Michigan State University faculty member, Dr. Erik Martinez-Hackert, holds a financial interest.

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves a sponsored research agreement with Advertent Biotherapeutics, Inc., consistent with the term sheet presented to the Board of Trustees for inclusion in its minutes. (Appendix D)

The Trustee Committee on Audit, Risk, & Compliance recommends that the Board of Trustees authorize the agreement between Michigan State University and Jolt Energy Storage Technologies, LLC in which Michigan State University faculty member, Dr. Thomas Guarr, holds a financial interest.

BE IT RESOLVED, that the Board of Trustees of Michigan State University hereby approves a sponsored research agreement with Jolt Energy Storage Technologies, LLC consistent with the term sheet presented to the Board of Trustees for inclusion in its minutes. (Appendix E)

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

THE BOARD VOTED to approve the recommendations.

Vice Chairperson Scott provided the following report.

Additionally, the committee received an information security presentation and an update from the MSU Office of Civil Rights. And I would also like to welcome our newest Audit Risk and Compliance Committee member, Trustee Balow, to our committee, and that concludes my report.

11. Committee on Student Life and Culture

Chairperson Tebay presented the Student Life and Culture Committee Report.

The Student Life and Culture Committee received presentations on student diversity efforts, the campus anti-hazing bill, and university student tax and fee structure. Today, we will hear from the Student Veterans Resource Center. I'd like to introduce Director Patrick Forystek and student veteran Jay Velez. Patrick is United States Marine Corps combat veteran who has worked in higher education serving veterans and military-affiliated students since 2013. Patrick has worked at private and nonprofit institutions of varying sizes and roles ranging from VA School Certifying Official to Academic Advisor, to Resource Center Director. Jay Velez is

a retired Army First Sergeant with 22 years of active military and is currently pursuing a BA in History, Social Studies education at Michigan State University. He is married to Sarah Velez, also an MSU alum, and father to his sons, Joseph and Bradley.

Director Patrick Forystek provided the following remarks.

Thank you, Chairperson Tebay, and good morning to the Board and President Guskiewicz. Let me see, they gave me a clicker, that's a problem. I have three minutes, so, I'm going to briefly cover a little bit of our history, who we support, and some student facts, then I'll turn it over to Jay. So, the SVRC opened in 2015, just last month we celebrated our 10-year anniversary. Originally, it was staffed by a Veteran Resource Representative, which was a state grant funded position. My predecessor, Sarah, was that VRR, and actually she was my supervisor at the last school we worked at together. So, I came over with a lot of inside information on how the program worked.

In 2018, that office transitioned from being supported by a grant funded employee to a single MSU employee, and its structure that remained in place until just last November, where we're able to finally hire a coordinator and what's today, Friday, the end of my third week for our new admin assistant. And I can't say enough positive things about those two individuals and how much you've already impacted our capacity and ability to help our military affiliated students. We, as mentioned on the slide, we support and provide resources for veterans, active-duty service members, Guard, Reserve, and military dependents. Oh, and I just, I like this shameless plug on the right. I changed my slides slightly, but the office opened in 2015 but MSU has a long history of supporting military connected students, and I wish I had time to talk to you about the alum that I've met, the Vietnam veterans, the people that were here in the 70s, they were getting this brochure from an office that was right across the hall from where I am at today. And the funny thing about the VA is about 80 percent of that pamphlet is still accurate, the phone numbers are not and I'm sure the people have moved offices, but the forms are the same.

Moving on to, and I apologize, I'm not a wordy slide person, and I told him I can do this in 3 minutes, or about 45 if you let me. We support over 2,400 military affiliated students, and there's actually over 3,000 if we include students that are here in ROTC and those using DoD funding for our College of Human, Vet, and Osteopathic Med. And that includes 500 veterans, active-duty, Guard, and Reservists, as well as over 2,000 military dependents. And that's a particular point of pride for me. When we opened in 2015, we had about 700 and I say about 702 military connected students. It's about 250 percent growth in under 10 years, and a big part of that is our military dependent population. We have over 800 GI Bill users. And, to give you an idea of the impact of these students, it's about \$22.5 million a semester, \$7.5 million in post 911 GI Bill funds annually. And something that we don't often talk about in my space is how that impacts the community, and

that's well over \$5 million in funds injected right into East Lansing through monthly housing allowances and other benefits they receive.

I also want to call attention to a couple programs I'm particularly proud of, and Jay has even less time than I do, but he's also one of our PAVE team, PAVE team leaders. But last year, we received an Innovator Award, Inaugural Recipient from the Michigan Veterans Affairs Agency for our work with the Warrior Scholar Project. We have been a gold level vet friendly institution since the inception of that program. In 2015 there was a year where there was two so it's like 10, nine or 10 straight years, but we've had it every year they've offered it. So, we've got the Peer Advisor for Veteran Education Program. We're a new Warrior Scholar Project Partner Institution which, it's a phenomenal program, Summer Bridge, we bring in about 10 to 15 vets from around the country to experience college life at an institution like Michigan State. We're joining schools like Harvard, Princeton, Yale, MIT, William and Mary. We're one of the few non-Ivy League schools in this program outside of like Notre Dame and UC Irvine. And they came to us, and their CEO is a Michigan alum, which I like getting them there a little bit too. And we're working on rolling out Psych Armor, so we're working on the contract right now. I actually got about three emails since I was sitting here, but we're going to be providing program, programming training for university employees to learn how to be better supporters for our military affiliated students.

And then really quick, as quick as I can, approximately 80 percent of our military connected students are transfer students. There are veterans that serve four more years on active duty and got out now coming back as transfers about 15, only 15 percent of them are in that traditional college age of 18 to 23 about half have children, half are married. We partner with a lot of other offices in our space Student Parent Resource Center, for example, because again, children and lots of other life responsibilities. About one in three have a service-connected disability, about we oh, and this is a phenomenal and bottom middle 77 percent graduation rate the national average for vets. I think it was sub 20 percent until the VA just came out with a new report across hit a button across the nation, it's more about 47 percent now, and we're up in the high 70s. So not only are they showing up here in great numbers, they're graduating quickly, and about 30 percent of our student population is female. I have a note on there that data is limited to legal sex, but calling that out because, nationally, it's about 10 percent and they're showing up as well and taking on leadership roles on campus. And just to give you an idea of where they are, everywhere, top colleges are going to be the Broad College of Business, Social Science and Ag and Natural Resources. So, Jay, I'll turn it over to you for some remarks.

Student veteran Jay Velez provided the following remarks.

No need for a click. I don't have any slides.

President Guskiewicz, ladies and gentlemen of the board, thank you so much. I'm super humbled to be here today and just sort of share my experience as a military connected student here at MSU. I'm truly grateful for MSU giving me the opportunity to actually come here and pursue my second dream, which is to actually be an educator. I am not an outlier when it comes to veteran students. We are not common, most of us are untraditional students, like Patrick said, half of us have children. Most of us are older than 22 so we have some life experiences that we bring to the MSU community.

When I first got here, my biggest hurdle was actually finding the SVRC. It's like kind of tucked away in this back corner in sort of a cave in the basement of a building, right? But once I found it, it has become such a cornerstone of my experience here at MSU, just because it's provided community, common community, where, you know, I can integrate with other veterans. It has helped me navigate Chapter 31 you know, getting that all squared away from myself. The Disabled Veterans Assistance Program, when I first got here, that's sort of what I depended on to actually pay for my tuition and get me through here and there were like, no, there's nobody that really understood it.

So, Patrick, and all of his knowledge, he's kind of like my Yoda is what I call him, right? You know, he was able to connect me first with the Registrar's Office, they couldn't give me answers, but then he connects me with the Ombudsperson, and we got that all handled and squared away. And that is, that's my experience. But I can tell you that the SVRC sees every military connected student as an opportunity. We're not just here to get an education. We're here for the experience. We're here to expand the name of MSU once we leave here.

So, I'm just, once again, just super grateful for the opportunity to be here, and pending any questions that's all I have.

Trustee Pierce provided the following remarks.

Thank you for sharing that I would just you might be already doing this, but if you're not, I would there are a lot of companies, including the one that I come from, that really recruit transitioning from the military into the private sector, and so if you do not have those connections, I would encourage you, because many of them in Michigan do have those programs. Certainly, ours does, and I would be happy to connect you.

Student veteran Jay Velez provided the following remarks.

Thank you.

Chairperson Tebay provided the following remarks.

I just want to say to both of you, thank you for your service and your sacrifice. I'm also very excited that you're interested in being a teacher, Jay, that's amazing. And Patrick, you were one of the first places that I visited when I got elected. I went down. I searched far and wide, as you said, Jay, in the basement of the Student Services Building. And I just have to say, I'm very excited that you're getting more resources into your department. But what, when I did visit, what you had done with that space, with the limited amount of resources that you had was truly incredible, and I think it's a testament to you as a leader. And obviously it's very clear that you're important to this university and to our veterans, and so thank you for all of your work. I really appreciate it.

President Guskiewicz provided the following remarks.

I'll just echo everything that's been said, and thank you. And while that 77 percent graduation rate is certainly much better than the national average. How can we, what could we do to support our veteran and military affiliated students to get that you know, graduation rate even higher. Are there resources that we currently are not providing that could be helpful?

Student veteran Jay Velez provided the following remarks.

Yeah, President Guskiewicz, thank you for that question. Actually, if I could advocate for anything for the SVRC, it would be space. Right now, we're sort of out growing ourselves, because we are getting more staff in which is phenomenal, but that's also sort of limiting the amount of study spaces. So as a PAVE advisor, one of the things I'm doing is a lot of outreach. I'm trying to get to those, those military connected students, to bring them in. And we're actually starting to grow quite a bit. And, you know, we're kind of outgrowing our space. We could definitely use some windows.

Director Patrick Forystek provided the following remarks.

But can I briefly the only other thing, and I didn't have a lot of other talking points, but I'd like to add that number of GI Bill students that we have is 800; we don't have enough certifying officials, we just don't. We're supposed to have a ratio of about 1:125 and we're about 1:400 right now, and it is impacting our students with delayed payments. You know, students were expecting housing allowance payments on February 1, and there's first, and they're still not even certified, and that's a two-to-three-week turnaround from certification to the VA actually paying that out. So, we're looking at students missing out weeks, if not months, on payments that are expecting to pay for food, rent, books, everything really. I was a student, but I was a student veteran, I relied on that to feed my family, and that's something that we're making improvements. We're doing a lot of really great stuff, and I appreciate the kind words that's an area that doesn't fall under my jurisdiction, but they can really use the support.

Chairperson Tebay provided the following remarks.

And this concludes my report.

Oh, I'm in charge of that now I forgot. Oh, thanks. All right. And now we will turn to our liaison's reports, and we'll start by hearing from our student liaisons. I'm not sure who's supposed to go first. Erin, yeah, welcome.

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

Erin Caldwell, Residence Halls Association representative, provided the following report.

Thank you. Good morning, everyone. This week, the Residence Halls Association released a statement of community support. Our E-Board leadership team and General Assembly came together to compose a document communicating to both our constituents and community that even amidst national scrutiny on Diversity Equity and Inclusion, RHA continues to commit ourselves to DEI. I have referred to our current constitutional rewrite at the last couple of board meetings. We are using this routine update to our governing documents to ensure that DEI efforts are codified into RHA systems and processes. We believe community is vital right now, and we are working closely with some of our identity-based groups on campus to help promote belonging and provide a deeper level of support to on campus students. To quote from the statement, as a student government, it is our responsibility to advocate for the multitude of identities that make up the residents of Michigan State University we are also working to ensure that our services are visible and able to provide support to as many MSU students as possible. Our goal this semester is to remind Spartans that RHA provides sponsorship opportunities for registered student organizations and university departments, free technology rentals for student groups, health and safety advocacy efforts, and representation in larger campus spaces like this one. Finally, as a representative for on campus students at Michigan State, it is also my responsibility to speak on concerns that our constituents bring forward. A resident recently brought forward serious concerns about the investigative process for survivors of RVSM cases, and asked RHA to advocate before the board and the Office of Civil Rights to improve the process for future claimants. We have since been able to meet with the Office for Civil Rights and have been met with cooperation in reviewing the matter. We plan to continue these discussions to ensure that this process feels more supportive for all involved. Thank you.

Connor Le, ASMSU Representative, provided the following report.

All right. Good morning. Last week, the ASMSU General Assembly met to discuss around 18 pieces of legislation. Some of the bills I would like to highlight are Bill 61-55 which advocates for the MSU ID Office to add the Suicide Prevention Lifeline on the back of MSU IDs. Bill 61-56 which allocates ASMSU money to add a drink

spiking prevention sticker to the MSU union health vending machine. Bill 61-59 which advocates for April to be recognized as MSU Pride Month to ensure that students have the ability to celebrate their identities with their community and support systems at Michigan State. Bill 61-61 had ASMSU send a letter of endorsement for the MSU esports team to ensure they are given funding to continue operations. Bill 61-62 advocates for an optimal sustainability fee dedicated to sustainability practices and the development of sustainability projects at Michigan State. Bill 61-64 advocates for support for immigrant students, family, staff and faculty affected by mass deportation orders to ensure they are safe and advocate for and lastly, Bill 61-65 affirms ASMSU's continuous support for DEI initiatives on campus to ensure that environments where students feel valued and have equal opportunities remain on campus. These last two bills are highly important to us as we see trends and news coming from D.C. We hope that MSU can be a place where students feel supported, safe and protected, especially in times like this. Last semester, the General Assembly passed bill 61-51 which advocates for the retainment of the ducks social norm campaign. After some conversations, the MSU social norms campaign is set to bring the ducks back, and we personally cannot wait to help promote healthy behaviors and positive social change. Plus, who doesn't love a duck shirt? ASMSU's elections for our general assembly are coming up soon, and to encourage voting, we are holding a "design your own voting sticker contest." If any students are interested in submitting a significant sign and having the potential of it being turned into an I Voted sticker. Check out our Instagram for the template and more information. Last week, ASMSU released a statement in response to Bill 61-54 which stands with RCAH tenured faculty, and asking for a consultative process with all members of RCAH in respect to the merging of the College of CAL and for more options outside of the merger, while the university has begun a process in investigating the pros and cons of this merger, there has been concerns from RCAH students, faculty, staff and alumni about transparency of this discussion. Thus, ASMSU does not support any plans to merge the college unless the process comes from a thorough and consultative process and asking for more comprehensive research plans outside of a merger. Lastly, in January, the General Assembly passed bill 61-53 which supported a vote of no confidence in the Board of Trustees and reaffirmed ASMSU's stance on divestment, the bill passed by a majority vote with the General Assembly and states that, due to the removal of the term social conscious from BOT Policy 607 that the board violate the Board of Trustees Code of Ethics and Conduct standard one. Further, students have felt inadequate support and acknowledgement towards issues that affect them and their communities. Thus, ASMSU votes no confidence in the Board of Trustees. We hope that from this that you as the board are able to meet with students and discuss topics such as divestment and think through your resolution for the removal of social conscious from BOT policy 607 in order to clarify relations of the code. This concludes my report. Thank you very much for the time, and I hope to see positive change for our students.

Miles Roberts, COGS Representative, provided the following report.

Thank you and good morning. Thanks for the time. I'm excited to share some updates on what the Council of Graduate Students has been working on in the New Year to better support our graduate and professional student community. A key element of graduate careers is professional development opportunities, and to help enable such opportunities, COGS will be hosting our 17th Graduate Academic Conference on February 22 at the MSU Union. This is a scholarly conference organized by a hard-working committee composed entirely of graduate and professional students, and we'll be welcoming presenters across a wide range of disciplines, departments and programs to exhibit their creative or scholarly works. The events will include poster presentations, oral presentations, and a three-minute thesis competition for the competitive folks out there, as well as workshops to help presenters hone their communication and networking skills. We are also excited to welcome back MSU Graduate School alumni who will serve as judges for the presentations to help us recognize our outstanding students. This year, we received a record number of 110 presentation submissions. I am incredibly proud of the hard work of the organizing committee and look forward to learning about the amazing work of my colleagues on February 22. The event is open to all attendees, either students or the public, and I'd welcome anyone that is interested to register to attend. You can find all the information on our website, COGS.msu.edu/gac. I'm also excited to announce recent developments from another committee, which is our Graduate Health and Wellness Committee. This is another hard-working COGS committee composed entirely of graduate and professional students, and their job is to develop programming to support the wellness of our graduate and professional students. Recently, this committee has organized a meet the resource series that is happening every Tuesday for the month of February, and going a little bit into March, where we invite representatives from various departments and offices at MSU to present their resources to graduate and professional students. Over the coming weeks, we will hear from the Office of Financial Aid, the Ombuds Office, Human Resources, and also the Student Parent Resource Center. Again, this is open to all graduate and professional students and will also be held over Zoom so that we can reach graduate and professional students across all the MSU campuses. As we approach the anniversary of February 13th, this committee is also partnering with the United Resiliency Center in East Lansing to host an event on February 11 where the attendees will have the option of participating in a range of mindfulness activities designed to promote community and offer time for reflection. I think that this will offer great support to our graduate and professional students as they continue to overcome obstacles, as they pursue their dreams. Lastly, I want to just briefly touch on how, on how COGS is able to offer its services. A main reason we're able to do what we do is because enrolled graduate and professional students pay a tax every semester to contribute to the COGS operating funds. This tax rate is reviewed for renewal every three years. The last renewal was in 2022 so the next renewal will be happening later this year in 2025. All graduate and professional students can have their voice heard and vote on this renewal process. And so, I just wanted to encourage any students that might be watching today, any

graduate and professional students, to participate in that vote, if they would like, and they can expect to hear more about it via email later this year. That concludes my report. Thank you for your time.

Angela Wilson, faculty liaison, provided the following report.

Great. Thank you. Good morning. I really appreciate the opportunity to meet with you today. First of all, I want to thank SVRC and all the work that they do. Our veteran students, faculty and staff are vital to our community and thank you, Chair Tebay for having their presentation today. There are many of us as Trustee Pierce indicated who would like to help with linkages to careers and community if of interest. The faculty are engaged in many university committees and community committees within colleges and departments, institutes and centers to carry out important work across the university, truly, many hundreds of volunteers. Today, I want to acknowledge their service. Their work is critical to the mission of our university and vital for our students and is often not acknowledged enough. Our university committees are led by strong leaders addressing a broad range of issues, from faculty affairs to matters vital to our undergraduate and graduate programs, and I also want to thank them for this. I also want to acknowledge our appreciation for our new trustees, Rebecca Bahar-Cook, for her taking on the faculty liaison role for the board. I've had the opportunity to meet with her and already appreciate her questions, interests and engagement, and look forward to our continued engagement. While I start with these positive notes today, I focus on concerns that faculty are having at present, some of which I mentioned to our board of trustees yesterday. Overall, I can tell you that this is a trying time for our faculty, for many of our students and our community. The concerns are broad, touching on questions pertaining to cultural activities, immigration, classrooms, diversity, research and much more. There are significant concerns about careers and livelihoods for the current and for the future, because actions today have long reaching impacts well into the future. Members of our communities are questioning whether or not they should be celebrating their heritage, whether or not they should be going to their home countries to visit families, whether they will be able to get support, and whether or not they will be able to continue to pursue or pursue their planned work into the future. While perhaps some of these reactions may seem extreme, these are among the many concerns that we are hearing from our faculty and our students. The whirlwind of federal directives that have been coming and going and coming have been overwhelming. Websites and years of data are disappearing as if they never existed. Faculty are getting email messages with stoppages, pauses and other daunting news. Over the past just over two weeks, faculty have been on federal research panels that were canceled midstream, others for which they spent hours preparing and were completely canceled. They have received notices to stop spending on grants which support vital research and often largely personnel support supporting many students, which were then rescinded. We have received notices to stop research if it includes aspects that are against the law without having a clear notion of what exactly is considered to be against the law. Faculty who are engaged in USAID projects received

messages earlier in this week to let them know that their projects were halted. In 2023 this entailed \$16 million in funding at MSU, including engagement and Feed the Future the US government's global hunger and food security initiatives. These changes are also occurring in some private foundations, with HHMI closing down their Inclusive Excellence Three project just a few days ago, with barely a remnant of the intent of that program, or programs with similar objectives on their website anymore. There are many concerns, and these represent only a few. I can tell you that the community is stressed, while it is realized that we are all in the same boat, wondering what will happen next. I sincerely hope that not only short-term savings, but long term and short-term impact on students, our future workforce and our nations and our world's learning, training and research future will be considered at the national level. What is done today will have long term impact into the future on our innovation economy. I bring this to you today, board, as you are leaders in the public sphere with influences that go far beyond these walls, I ask you to bring these concerns to decision makers beyond these walls. A challenge in making the case of the work of institutions, of course, is that there is often limited public understanding of the work that academics do, not only in teaching lecture courses, but certainly in terms of research and federally funded research, and often, unfortunately, there is not necessarily understanding even by others down the hall, because of the sheer complexity of the work. Regardless of how uncomprehensible the research may seem at present, it is such work that can lead to a world changing impact into the future, such as the internet, cell phone and Google, all innovations that sprung from academic research funded by the National Science Foundation and basic research such as MSU prior Cisplatin and Carboplatin discoveries, cancer drugs, which are on the World Health Organization's list of essential medicines impacting the lives of millions of people 40 years after the discovery here at MSU, and certainly, the work you heard about today provides a compelling story about the importance of federal funding for research and the importance of the academic missions led by our faculty. I thank you for your time and for those who follow the governance policies. Now, as I close, I again mention the importance of the Board of Trustees to bring our concerns beyond the walls, and I thank you for abiding by the article eight of our governance policy on the relation of board and the university, faculty, staff and employees, which states in part, the board, 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 remains mutually interdependent and must be supportive of each other's purposes, functions and obligations. We thank those of you who regularly take the time for discussion to hear about what is happening to our faculty, which also impact and have impacted over the past many, many years, over 500,000 students and prior students who've been through this university. This concludes my report. Thank you.

Chairperson Tebay provided the following report.

Clearly, I'm new to this. I want to thank you Angela, and I really appreciate the continued conversation. Conversations that we have with all of the faculty

members. I think this is a very important time for us to continue that dialogue, and I know President Guskiewicz has, you know, many different, you call them task force? In place to make sure that we're continuing to deal with the never-ending cycle within the news. And I also want to make sure, I'm clear that both our DEI panel discussion and our Lunar New Year celebration are being rescheduled, and we will continue to celebrate the diversity of our faculty and our students throughout the university and throughout the year. After this meeting today, we will cut the ribbon for a historic milestone: the opening of the first freestanding multicultural center, a long time in the making for many. More than a building, this center symbolizes advocacy, perseverance and generation of student voices shaping MSU's future. Students played a vital role in every phase, from the feasibility study to design features and furnishings. A special thanks to Executive Vice President Vennie Gore for his leadership in bringing this vision to life. And thank you to Vice President and Chief Diversity Officer, Jabbar Bennett. Can't see him if he's here, and the team for the leadership as well. We look forward to celebrating this achievement with our Spartan community at today's ribbon cutting. I also want to share a couple of success stories, starting with MSU alumnus, Mustafa Syed, who has been named a Schwarzman Scholar, a highly prestigious honor. He is only the second Spartan in history to receive this recognition, a testament to MSU's transformative education. Also, the College of Engineering, Online Graduate Civil Engineering program ranks are in the College has prepared 7,100 students to join the tech world, and 58 percent of College of Engineering alums have started their professional careers here in Michigan. We are number five nationwide and number three among public institutions. This marks the first time MSU has been included in this category, an incredible achievement for our faculty and staff. I also want to echo the president in congratulating President Emerita Teresa Woodruff in receiving the National Medal of Science. And I'd also like to give a shout out to MSU gymnast Nikki Smith, who is now ranked number one nationally in vault. In closing, thank you all to Spartans who do so much to make this community a special place. Thank you.

Vice Chairperson Scott provided the following report.

Thank you. Happy New Year, everyone. I know it's February, but Happy New Year. I want to just start off by thanking President Guskiewicz and Chair Tebay for the leadership that they actually just displayed this morning. I thank you all for having the wherewithal to talk with the students from Hurriya and coming to a resolution that I think will benefit everyone. So, thank you for your leadership displayed. I have a couple things that I wanted to talk about this morning. I'm going to try to go pretty quickly here on the first of which is just in celebration of Black History, I say the same thing every year, and that is that when we celebrate Black History Month, we aren't just celebrating Black history, we are celebrating what is American history, which belongs to all Americans, by collectively and consciously celebrating Black history, we are coming together and we continue to rewrite the narrative of our diverse nation. So let us celebrate it this month and those that were our heroes that came before us. Also, we're beginning 2025 I wanted to take a moment to

share my passion for agriculture and farming, a sector deeply connected to Michigan State University's land grant mission, as I mentioned before, and people laugh, but it is very true. In another life, I would like to come back as a farmer, and while I don't own a farm yet, I find great joy in visiting farms across Michigan and engaging with our agriculture community. Last month, I had an honor and an opportunity and privilege to visit Karnemaats Farms in Fremont, I'd like to shout out Kent Karnemaats and his sons. It is a family-owned farm, and I had the opportunity to meet with nearly 30 members of Michigan's farming and agribusiness industry. This visit reinforced the critical role that agriculture plays in Michigan's economy and MSU's commitment to advancing sustainability and innovation. And I'm grateful to everyone that participated, and I kind of wanted to give a little shout out to them, because it was a pretty incredible, prestigious group of people that showed up for this. So, from Nestle Gerber, we had Todd DeKryger and Chris Follett. From Burnette Farms, we had Joel Smith, we had and we're going to hear from him later on today, Ben LaCross from Michigan Farm Bureau, who's in the house, yay. Ben, I see you. We had Star of West Milling sustainable director, Lisa Woodke from the Michigan Asparagus Council. We had Jamie Clover Adams and from the Michigan Asparagus Marketing Cooperative we had Sarah Greiner. I also had an opportunity to meet Troy Johnson, who is the owner of Johnson Grain Farms, and I think Rebecca Bahar-Cook said she got to meet him. I think last week, he's an incredible person. Aaron Bennett, from Bennett Farms, from GreenStone Farm Credit Services, Reagan Baliski, we had the Turkey Co-op there, the vegetable Council, the bean people. I mean, it was pretty incredible. So, shout out to all of the people that showed up for that. It was pretty amazing. And our discussions during that meeting focused on agriculture, sustainability, and MSU's role in driving innovation and farming. I also shared key updates on MSU's agricultural research and initiatives, which continue to strengthen Michigan's farming future. I left with a renewed appreciation for MSU's leadership and supporting farmers agribusiness in rural communities, and also with my first experience getting to climb into a large tractor, and I sent Kevin the picture. I never knew they were so large; it was pretty awesome. So just solidified to me that I will be a farmer when I retire from law. I'd also like to just acknowledge trustees, uh, I think you were there, Tebay and Balow, who, along with myself, had the opportunity to attend the Martin Luther King legacy dinner. It was a beautiful community celebration, and it was the 45th annual commemorative of that and as others have noted, this event highlighted our university's ongoing commitment to civil rights and community engagement, and the 21st annual community unity dinner was a powerful reminder of Dr. King's vision and the importance of fostering unity, equity and social justice within our campus and beyond. I'd like to also thank Dr. Jabbar Bennett, who is getting shout outs today, but he's not here for them, for everything that he has done and what his team has done to recognize and promote this important event and recognition in our community. The Multicultural Center, I'm super elated. I hope that Trustee Tebay talks about her role in this maybe later today, this is a dream come true. This center is going to play a very crucial role in fostering a sense of belonging and support for our marginalized student populations, and it serves as a critical step forward toward building campus

wide support system and infrastructure for engagement opportunities. The Multicultural Center provides an inclusive environment for students to leverage programming designed to foster an informed, empowered, and compassionate community. And then lastly, I would like to acknowledge the very, I believe, robust and engaged conversation that the board and some fellow administrators had the opportunity to have. It was the first and hopefully not the last with BSA. I believe that that was an opportunity to engage that we all learned from, and I don't see any of the students here, but I'm looking forward to the continued conversations on how to make certain that this campus provides a safe space for them so that they can continue to thrive. And that concludes my remarks.

Trustee Bahar-Cook provided the following report.

Thank you. Before we begin, I just want to take a moment to express my gratitude to everyone who has supported me as I transition into this new role. Stepping into a new position like this takes a tremendous amount of support and onboarding, and I have been incredibly fortunate to have so many dedicated individuals guiding me, teaching me, letting me understand how all the pieces of the university fit together. So, thank you for that. For the university employees, thank you for the time to ensure that I understand how MSU operates and who's responsible for the critical work that keeps this institution running. For its staff, I don't know where all of you are, but Lord knows, I've been keeping you busy. I deeply appreciate your patience, diligence and seamless organization in helping me navigate my early days as a trustee, fellow board members and President Guskiewicz, thank you for the warm welcome and for making this transition such a positive experience. And then to the supporters on my journey to becoming trustee, your encouragement and belief in my ability to serve mean the world to me. Looking ahead, I'm excited to continue learning, attending committee meetings, engaging with students, staff, and faculty to better understand what matters most to our Spartan community, serving at the Michigan State University is such an honor, and I am committed to doing my very best for the university over the next eight years. So, thank you for that little side note. But now is my opportunity to recognize faculty honorifics as the newly appointed faculty liaison. I want to highlight some of the outstanding achievements of our faculty who continue to earn national and international recognition. Faculty achievements, Dr. Selin Aviyente was named to the IEEE Signal Processing Society's 2025's class of distinguished lecturers. They will be representing MSU on a global stage, sharing her expertise and enhancing our reputation for research and innovation. To Dr. Divya Victor awarded the 2025 Creative Capital award in literature, selected from over 5,600 applicants, recognized by a distinguished panel of cultural leaders showcasing MSU's vibrant literary and creative arts community. And also, Dr. David Biedenbender College of Music, winner of the 2024 Susa American Band Masters Association Ostwald Award for his Trumpet Concerto, River of Time. And as a side note, those of you of a certain age who grow up, who grew up in Southeast Michigan, I was a member of the John Phillips Sousa Club on whatever radio station it was, so I'm extra excited about that one. And then a testament to the culture and innovation and

artistry, part of this award is a testament to the culture and innovation of artistry that defines MSU's music program. These are just a few of the examples of our academic excellence, and I look forward to continuing to uplift and celebrate our community's many, many accomplishments. Thank you.

Trustee Balow provided the following report.

Thank you, Dr. Fletcher. What a pleasure it's been so far to get started here as a trustee. You know, just as a humorous note, when I walked into the room this morning, I almost took my customary space on that back wall right there, and then I saw my name tag up here. So, this is a humbling honor to be a trustee. Let me explain. You know, as someone who has deep love for this university, not having gone here, but for everything it represents, and for all of the good things to all of the people around the state in our world, to have the opportunity to make a difference in the lives of our faculty and our students and our alumni is an amazing opportunity. You know, I've had some people tell me, like, why in the world would you want to be a trustee and be involved with all the stuff that goes on campuses and all of the controversies, and I mean Michigan State. I mean, come on. And I said, Yeah, but guess what? At the end of our lives, when we were trying to take a tally of the score, and we look back on the opportunities that we had to make an impact in people's lives. What an opportunity. Not all wealth is measured in dollars. My hand is extended in friendship to those brother and sister trustees that are sitting here at the table with me, to the people sitting along the side walls, to the people in the back seats to the alumni and all the people listening around the state and around the world, from Albion to Zeeland, from the Zilwaukee Bridge to Algonac, all across the state, all 83 counties, 10 million people put their faith in us as trustees. We actually don't work for the University. Remember that we work for the people of the state of Michigan that put us here. To Dr. Wilson's comments, we do so under a set of guidelines that provide for good governance and successful outcomes. Successful outcomes is what we're focused on. We'll continue our good work. And I think '25 under the leadership of our new president, Kevin Guskiewicz, we have a golden opportunity to not only meet people's expectations, but to exceed them. We truly are the best university in Michigan and world class. I'd like to give a shout out to my fellow new freshman trustee, Rebecca Bahar-Cook and Dr. Fletcher for being kind enough to organize, and I'm not going to name names because I'll forget some, all of the people that have taken time to onboard us new trustees to help us understand the complexities of this 52,000 student, amazing place we call Michigan State, which not only has a presence here in Lansing, but all over the state and around the world, I'd like to say that sometimes we have to roll up our sleeves and get our hands dirty and grind through some things. Not everything in this room is sunshine and roses, and that's okay. We welcome the challenges. We want to work through them to make our place better. I'd like to remind everyone that we all occupy only a small place on the timeline. President Guskiewicz talks often about the fact that we've been here for 170 years, and we'll be here for 170 more. All of us are fighting for the issues of our day and need to take the

measure of what we truly represent, meaning that we're part of the larger whole. I challenge anyone to think back of who the board was in 2004 or 1998 or 2007 or the president in 1958. Some of you would know those, but most people don't. We do our work and then are largely forgotten. We seek to do well enough that history records our deeds favorably. I'd like to say that I'm very, very appreciative of the acts of courage the board has taken recently, such as releasing, finally, the 6,000 documents. I'd like to thank and recognize Trustees Vassar and Denno for getting that going. I'd like to thank President Guskiewicz for his courage in announcements yet to come as to how the university is finally going to come to grips and give justice to all the brave sister survivors in '25. We have a lot of work to do. I'm just going to close again with how excited and wonderful the opportunity is and I hope you all take the opportunity to work with us. Reach out. I'm very reachable, and I hope to make about 1,000 new friends in the next year. And with that, I'll close. Thank you for listening.

Trustee Denno provided the following report.

Thank you. Excuse me. Mike, it's great to have you on this side of the table, and same with you. Not that I've ever seen you on the other side, but I'm super excited to work with both of you. Let me know if I can help in any way. Please consider me an ally. I want to first start off by recognizing someone the Greater Lansing community lost last month, on January 17. Joanne Boss, who is the mother to MSU baseball coach Jake Boss Jr., passed away at the young age of 78. Jake Boss Sr. and Joanne were married for 56 years. Joanne served for more than 25 years as an assistant director to the South Side Community Kitchen here in Lansing. Through her efforts, the kitchen has been able to feed on average, 300 people a week in the 2024 the South Side Community Kitchen served over 19,000 meals to those experiencing food insecurity. My wife and I got, my wife Raina, and I got to meet Joanne Boss at a Southside Community Kitchen event, and she just filled up the room, and she's just a great human being and she's definitely going to be missed. My other quick comments are, again, thanks to Kevin Guskiewicz, President Guskiewicz, for your leadership, for your thoughtfulness, for your, for your willingness to listen. I just really, sincerely appreciate that. And also, again, thanks to all our first responders, especially law enforcement, for all you do for our communities. Thank you.

Trustee Pierce provided the following report.

Thank you, so let me just start by again thanking the student liaisons for your leadership. It's an important role, and it's beyond what you currently do for your day job of being a student. So, thank you. And for the faculty liaisons, again, a real step up to take a leadership position to represent all of the faculty, and we are here to support you. So, thank you for that. Next week is going to be a tough week. We're coming on February 13 again, and I know that the students are coming together with the faculty and the staff to make sure that we remember those that have been impacted and those that continue to suffer. So, my thoughts are with-

and prayers are with all of you. We're coming up also on President Guskiewicz's one year anniversary with us, so by the time we have a next board meeting, he will have surpassed the probation period. We're glad to have you here. We feel very, very lucky. Couple of shout outs to Judd Herzer. He is MSU's Mobility Director, and he's been appointed to Michigan's Council on Future Mobility and Electrification by our own governor, Gretchen Whitmer, and his leadership will really help drive Michigan's transportation future. We are a transportation state in this country. He's replacing Satish Udpa, am I saying that right? Who has been a steadfast, Spartan voice for us for on the council for so many years. So, we want to thank Satish for an exemplary term as he moves on. Next, MSU, alongside 10 African universities and research institutes, continues to foster global collaboration. I was really proud to read that the 2024 partnerships for innovative research in Africa, grants awarded \$500,000 to support multi-disciplinary research. The teams included MSU, African institutions, non-governmental organizations, and universities worldwide. I'm so proud that we're involved in this. They strengthen research and education across continents. Some of this research includes farming for feed in Malawi, addressing agricultural labor burden in rural communities in East Africa, and partnerships for training caregivers to prevent konzo disease. And for those of you like me that don't know what konzo disease is, I looked it up, and it's a disease that is caused by malnutrition and high dietary cyanide intake. It's pretty serious, often causes death, and so we're helping to eradicate it. Those are my comments. Thank you so much.

Trustee Vassar provided the following report.

Happy Black History Month. This is a time that we honor extraordinary contributions of Black Americans to our nation's history, culture and progress. I would like to note that there would be no culture without no global culture without Detroit. We have Motown. At Michigan State University, we take pride in recognizing the richness of Black Heritage across our campus. Congratulations to the 12 recipients of the Excellence in Diversity, Equity and Inclusion awards recognized yesterday for their dedication to fostering a more inclusive campus. Your efforts in creating positive change do not go unnoticed and thank you for making our community stronger. Also, this month is an opportunity to celebrate remarkable Black Spartans past and present, who embody excellence, leadership and impact. Here are just a few names I'd like to highlight. Ernest Green. I'm sure you all know this fellow, a member of the historic Little Rock Nine, who courageously advanced civil rights and continued his commitment to change at MSU. Ariel Downs is a current student whose generosity and leadership strengthen the Spartan community. She's also a part of MSU Green Line, the student calling program that connects alumni and donors to the University. Dr Clifton Wharton, maybe you don't know who that person is either, a trailblazer in higher education, whose legacy includes the Wharton Center for Performing Arts. It's one of Michigan's premier cultural venues, and he was one of Michigan's premier leaders. Ronald Moore, a dedicated donor supporting initiatives such as the MSU Black Alumni Detroit Scholarship, the Unconditional Love Fund and the

Pride Endowment Scholarship Fund. Magic Johnson, my number for my AOL account. Yes, I have an AOL account because I'm an original. Dial up. The OG. Dial up. Yeah, hang up the phone so I can get on the internet that Yeah. ?? for Magic Johnson, one of the most iconic alumni for MSU, recently awarded the Presidential Medal of Freedom, the nation's highest civilian honor for his contributions on and off the court. Dr Chandra Marshall, who just delivered a reverend Dr. Martin Luther King, Jr., Keynote for MSU's medical colleges. She was also the former MSU BA president and an amazing human and finally, my favorite Spartan Lucius Vassar, sure you know him as well, a two-time alum, Lucius is a powerful partner, a public servant, a fantastic father, a beautiful Baba, an esteemed community leader, and one of the smartest people I know. Second to Toni Morrison. Please recognize. MSU did a great job with that one, and I'm thankful for this institution for shaping and molding the love of my life and the life of my love. I want to also thank the BSA leadership, who they're not here today, and I think that's the reason they're not here today, because President Guskiewicz is the one president that I've seen take an interest in listening to students. When students feel heard, they don't come to this space, right? Because they have a space where they feel that they have been dignified and taking time to listen to our students in that space, we shared mutual dignity, and I just appreciate you for that, and for all the trustees who showed up to that meeting, who were able to come, I just thank you for that as well. And I'm just, I want to repeat what I said to them, which is that we are extremely proud of them, of their leadership, of their tenacity, of their grace, of their passion, but they came organized too, handouts, scripts. They were on it all business, and we are fortunate at MSU to have them at our institution. It is our pleasure to serve them, and I want to make sure that recognize the work of Dr. Lee June, Murray Edwards and Jason Worley, who work with those students closely and give a lot of guidance. Finally, it's been said a couple of times today. DEI has every time I say DEI, I just want to sigh right like it's just a lot going on right now in the world. I want to just say what I've been saying for the last two weeks, Diversity Equity and Inclusion initiatives, we face unscrupulous scrutiny and attack, but we, leaders of a land grant institution, must stand firm. We must stand firm in our commitment to ensuring that every student, educator and leader because of their diverse backgrounds, not regardless or in spite of because of their lived experiences, has access to opportunity, representation and belonging. DEI is not about division, it's about expanding access, enriching education, lifting voices that have historically and contemporarily, been excluded. It's about ensuring that excellence is cultivated through the inclusion of everyone in the space. Limitations, exclusions, discrimination breed mediocrity and below basic behavior. Not basic, below basic. Michigan State has long been a place where knowledge meets transformation. We will not waiver in our responsibility to create spaces where all students, especially those from marginalized backgrounds, can thrive, lead and leave lasting positive change. Knowing history is critical. If you recognize our collective strength, if you recognize Black history is American history, is world history, you'll recognize the power that you have for perseverance, the strength in community, the undeniable truth that when we lift our voices, we move the table. Shake it up. In this moment, look to history, our collective history, look at Black

history. These are uncertain times, yet we persist. We have lived with ambiguity, lived under duress, survived threats, made ways out of no way. This is no different. In the throaty vibrato of Brett Hammond, this ain't nothing. We got this. Lisa Frace showed us last week, steady leadership. Let's prepare for the worst and expect the best. We had an executive order on a Monday, Friday, where was it? Remain calm. Remain committed. We got this. MSU is powerful, coalesced with other universities with the same values, ideologies and the commitment to education as the most potent pathway to liberation. MSU can be a force. Don't underestimate the power of education and its institutions. We don't have to look outside. We look inside. We got it. This month and every month. We're not going to let anybody turn us around. We reaffirm our commitment to justice, equity, and the pursuit of a future where every student can achieve their fullest potential. The fight for inclusion is the fight for excellence, and that is a fight worth having. Go Green. I forgot. Oh, Go Green.

Trustee Knake Jefferson provided the following report.

Thank you. I have no comments other than to just extend a warm welcome to our newest colleagues. So, Rebecca and Mike, it's wonderful to have you at the table. And I also just want to thank everyone who has already come to our table to speak with us this morning, almost this afternoon, and to thank in advance those that we'll be hearing from in public comment. And, that concludes my comments.

13. Public Participation on Items Not Germane to the Agenda

1. Ben LaCross—Michigan Farm Bureau's relationship and shared agricultural priorities
2. Tom Munley (via Zoom)—Varsity swim and dive
3. Grace Caviston—MSU swim and dive
4. Waseem El-Rayes—Divestment
5. Jennifer Goett—Divestment
6. Alex Alweiss—Divestment
7. Stephen Gasteyer—Divestment
8. Divya Victor—Divestment
9. Linda Sayed—Divestment
10. James Thurston (via Zoom)—General/Trustee Balow
11. Abigail Rodriguez—RCAH/CAL merger
12. Noah Martin—DEI

14. Request to Adjourn

On a motion by Trustee Vassar, supported by Trustee Scott, **THE BOARD VOTED to adjourn at 11:50 a.m.**

Respectfully submitted,

A handwritten signature in green ink, appearing to read 'Stefan Fletcher', with a long horizontal stroke extending to the right.

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

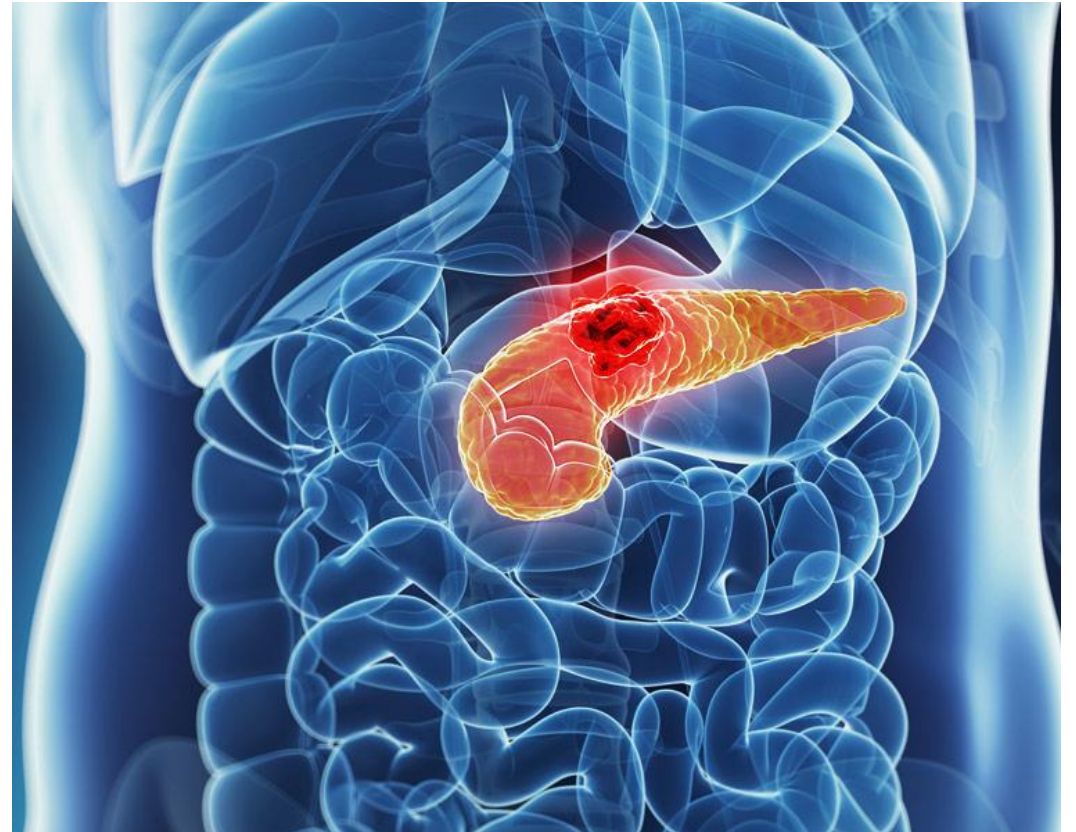
Henry Ford + MSU Pancreatic Cancer Research Alliance

Howard Crawford, PhD & Jenny Klomp, PhD

Presentation to the MSU
Board of Trustees
2/7/2025

Why focus on Pancreatic Cancer?

- The 5-year survival rate is 13%.
- Median survival is ~9 months after diagnosis.
- In 2016, PDA became the 3rd most common cause of cancer-related death in the US. It PDA will surpass colon cancer before 2030.
- Only 20% of PDA patients are eligible for surgical resection. Of that 20%, 80% will *still* succumb to the disease within 5 years.



MISSION

Improve the early detection, quality of life, and survival rate of pancreatic cancer patients.

VISION

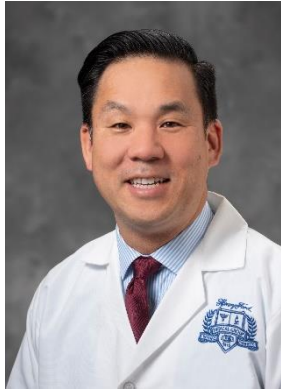
Become the global leader in foundational discoveries that will transform and customize the care of pancreatic cancer patients.

10 YEAR GOAL

Change the trajectory of the pancreatic cancer landscape whereby 80% of new cancer patients are diagnosed early enough for curative intent with more effective treatment.



Henry Ford + MSU Pancreatic Cancer Research Alliance



Dave Kwon, MD
Clinical



Howard Crawford, PhD
Research



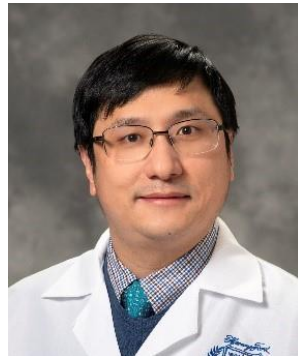
Philip Philip, MD PhD
Translational



Madelyn Van Tassel
Administrative



Nina Steele, PhD
Big Data
Systems Biology



Ling Huang, PhD
Patient Avatars
Drug Discovery



Deb Vendramini-Costa, PhD
Ralph Francescone, PhD
Targeting the Scar Tissue



Jenny Klomp, PhD
Cancer Cell Signaling



Jeff Klomp, PhD
Systems Biology

Our Progress

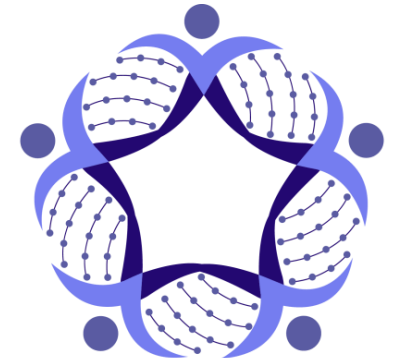
Year 0 to 7

2018	<i>Markers of Progress</i>	2025
0	Dedicated Scientists	7
2	Team Members	36
0	Patients Consented to Biobank	609
0	Patient Records in Database	2,500
0	Lab Space Square Footage	10,000
	Publications	55
1	Clinical Programs	3
500	New Consults Annually	850
0	Count of Funded Grants	30
0	Funding Awarded	\$15.75M



**NATIONAL
CANCER
INSTITUTE**

**LUSTGARTEN
FOUNDATION™**
PANCREATIC CANCER RESEARCH



**NATIONAL PANCREAS FOUNDATION
CENTERS OF EXCELLENCE**



-From bleak to bright thanks to the development of Ras inhibitors



Annual Pancreatic Cancer Advocacy Day (2007-Present)

PANCREATIC
CANCER
ACTION
NETWORK



112TH CONGRESS
2^D SESSION

H. R. 733

IN THE SENATE OF THE UNITED STATES
SEPTEMBER 20, 2012

Received

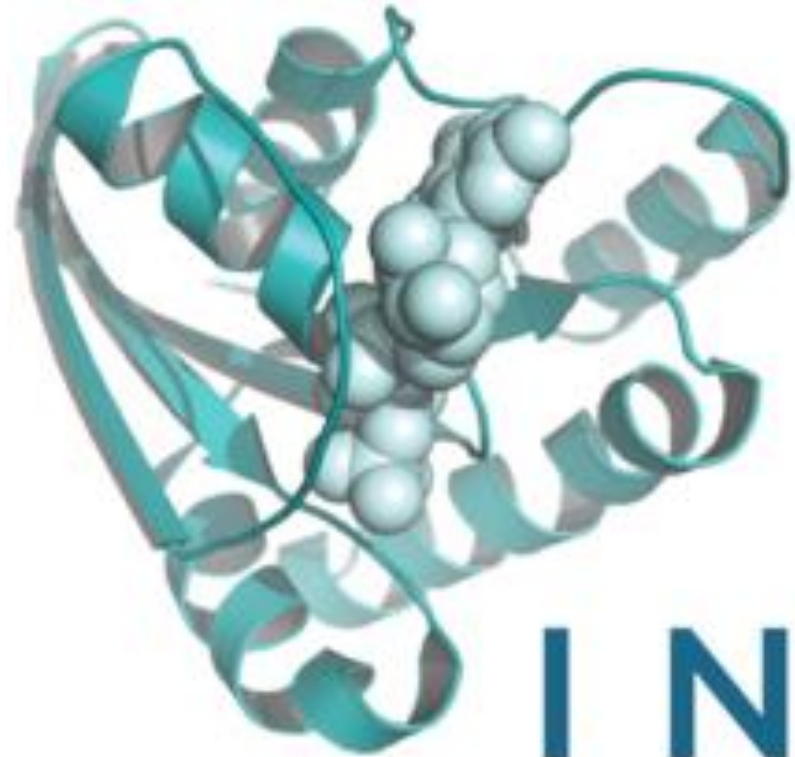
AN ACT

To provide for scientific frameworks with respect to recalcitrant cancers.

Be it enacted by the Senate and House of Representatives of the United States of America in Congress assembled,

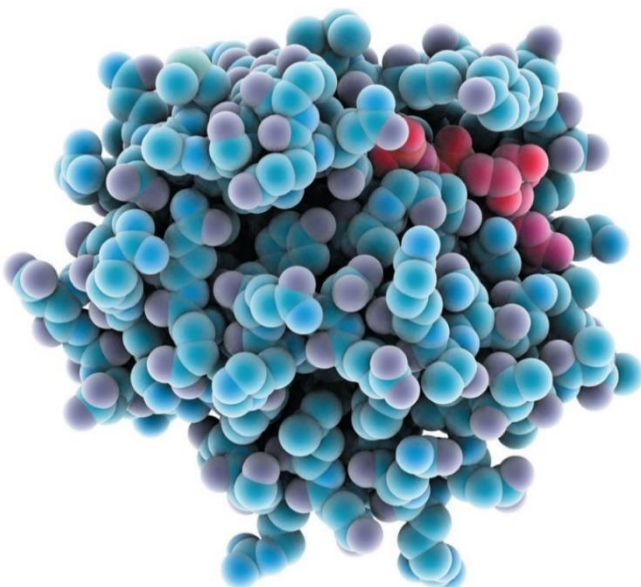
SECTION 1. SHORT TITLE.

This Act may be cited as the “Recalcitrant Cancer Research Act of 2012”.



RAS

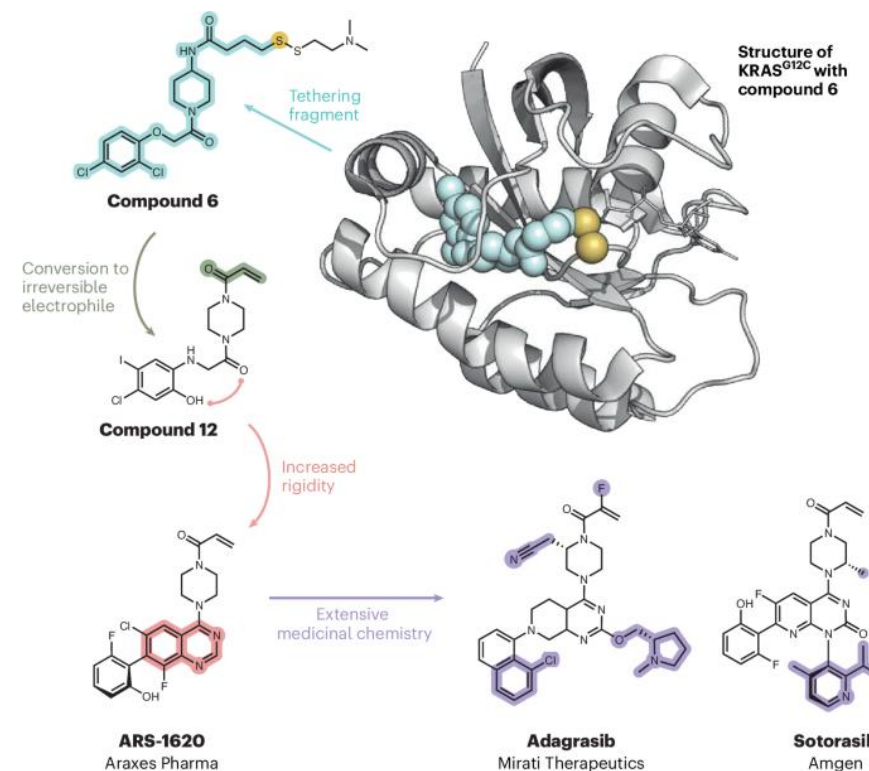
INITIATIVE



“Ras is undruggable ‘greasy ball’”

-Every cancer researcher from 1980-2013

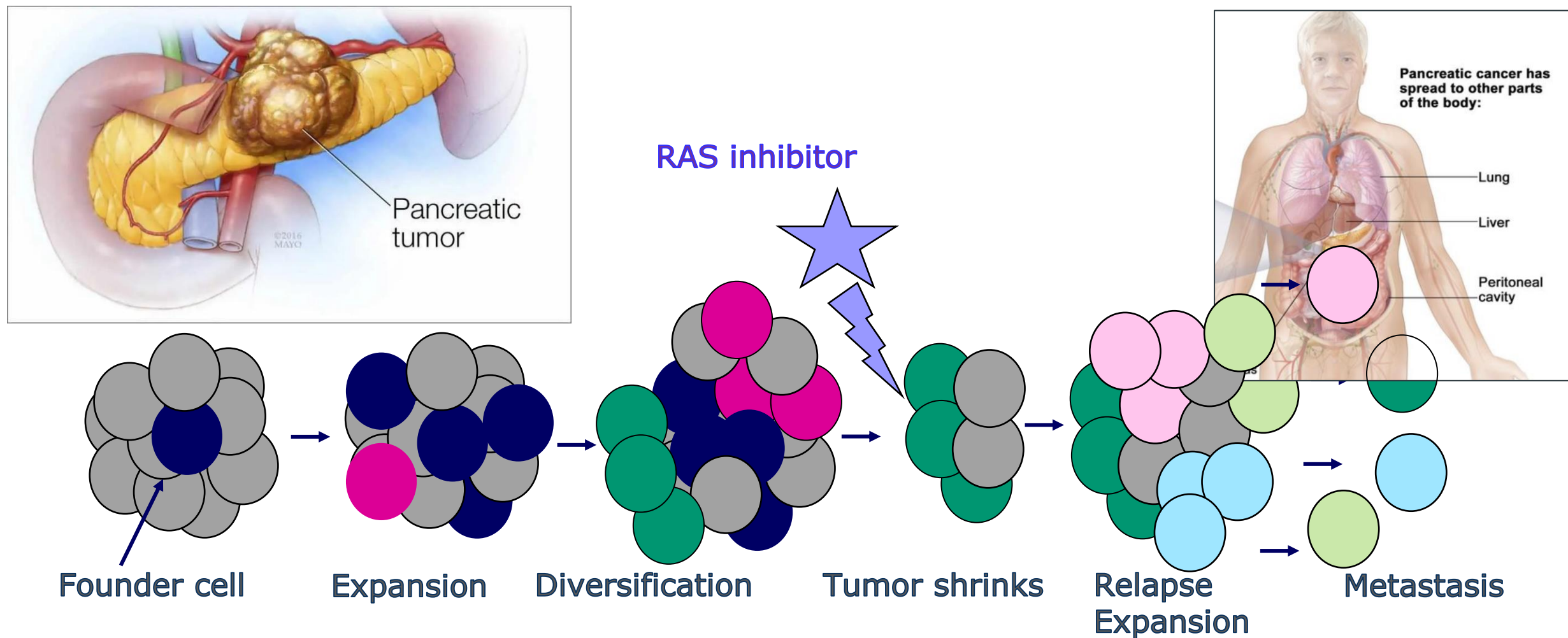
The NCI Ras Initiative



“My slide isn’t large enough to list all the Ras-targeting drugs currently in the clinic”

-Andrew Aguirre MD, Oncologist, DFCI, 2024

Early clinical data shows RAS inhibitors improve survival



Resistance to RAS inhibitors

AUGUST 2021 | CANCER DISCOVERY | 1913

Clinical Acquired Resistance to KRAS^{G12C} Inhibition through a Novel KRAS Switch-II Pocket Mutation and Polyclonal Alterations Converging on RAS-MAPK Reactivation

Noritaka Tanaka¹, Jessica J. Lin¹, Chendi Li¹, Meagan B. Ryan¹, Junbing Zhang¹, Lesli A. Kiedrowski², Alexa G. Michel¹, Mohammed U. Syed¹, Katerina A. Fella¹, Mustafa Sakhi¹, Islam Baiev¹, Dejan Juric¹, Justin F. Gainor¹, Samuel J. Klempner¹, Jochen K. Lennerz³, Giulia Siravegna¹, Liron Bar-Peled¹, Aaron N. Hata¹, Rebecca S. Heist¹, and Ryan B. Corcoran¹

The NEW ENGLAND JOURNAL of MEDICINE

N ENGL J MED 384;25 NEJM.ORG JUNE 24, 2021

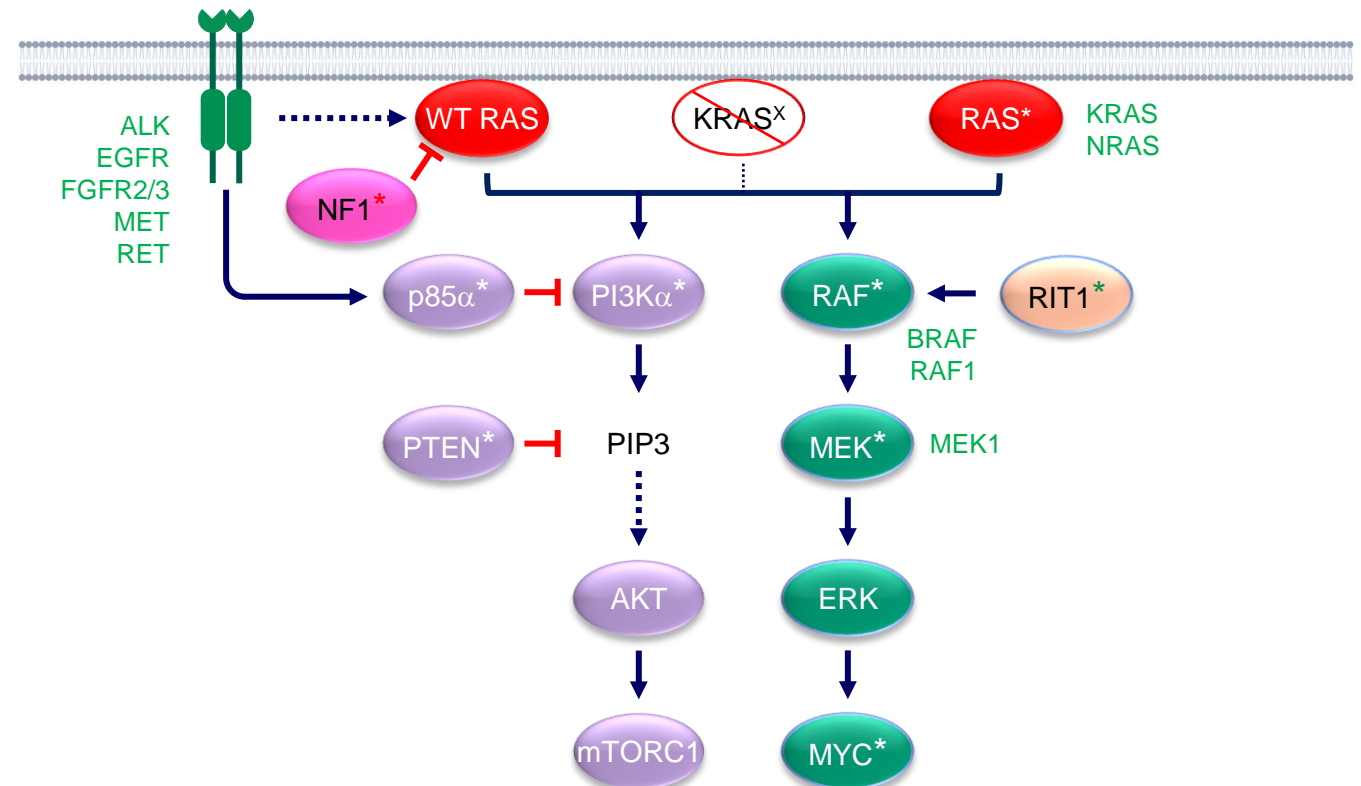
Acquired Resistance to KRAS^{G12C} Inhibition in Cancer

M.M. Awad, S. Liu, I.I. Rybkin, K.C. Arbour, J. Dilly, V.W. Zhu, M.L. Johnson, R.S. Heist, T. Patil, G.J. Riely, J.O. Jacobson, X. Yang, N.S. Persky, D.E. Root, K.E. Lowder, H. Feng, S.S. Zhang, K.M. Haigis, Y.P. Hung, L.M. Sholl, B.M. Wolpin, J. Wiese, J. Christiansen, J. Lee, A.B. Schrock, L.P. Lim, K. Garg, M. Li, L.D. Engstrom, L. Waters, J.D. Lawson, P. Olson, P. Lito, S.-H.I. Ou, J.G. Christensen, P.A. Jänne, and A.J. Aguirre

Nature | Vol 599 | 25 November 2021 | 679

Diverse alterations associated with resistance to KRAS(G12C) inhibition

Yulei Zhao^{1,10}, Yonina R. Murciano-Goroff^{2,10}, Jenny Y. Xue^{1,3,10}, Agnes Ang^{4,10}, Jessica Lucas¹, Trang T. Mai¹, Arnaud F. Da Cruz Paula⁵, Anne Y. Saiki⁴, Deanna Mohn⁴, Pragathi Achanta⁴, Ann E. Sisk², Kanika S. Arora^{5,6}, Rohan S. Roy³, Dongsung Kim¹, Chuanchuan Li¹, Lee P. Lim⁷, Mark Li⁷, Amber Bahr⁸, Brian R. Loomis^{5,6}, Elisa de Stanchina⁸, Jorge S. Reis-Filho⁵, Britta Weigelt⁵, Michael Berger^{5,6}, Gregory Riely², Kathryn C. Arbour², J. Russell Lipford^{4,11}, Bob T. Li^{2,11} & Piro Lito^{1,2,3,9,11}



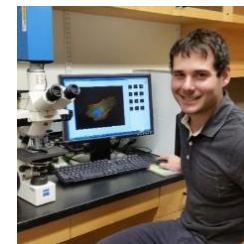
RESEARCH ARTICLE

Science

CANCER

Defining the KRAS- and ERK-dependent transcriptome in KRAS-mutant cancers

Jeffrey A. Klomp^{1,2*}, Jennifer E. Klomp¹, Clint A. Stalneck^{1,2}, Kirsten L. Bryant^{1,2}, A. Cole Edwards³, Kristina Drizyte-Miller¹, Priya S. Hibshman³, J. Nathaniel Diehl⁴, Ye S. Lee², Alexis J. Morales¹, Khalilah E. Taylor¹, Sen Peng⁵, Nhan L. Tran⁶, Laura E. Herring⁷, Alex W. Prevatte⁷, Natalie K. Barker⁷, Laura D. Hover⁸, Jill Hallin⁹, Alexey Sorokin¹⁰, Preeti Marie Kanikarla¹⁰, Saikat Chowdhury¹⁰, Oluwadara Coker¹⁰, Hey Min Lee¹⁰, Craig M. Goodwin¹, Prson Gautam¹¹, Peter Olson⁹, James G. Christensen⁹, John P. Shen¹⁰, Scott Kopetz¹⁰, Lee M. Graves^{1,2}, Kian-Huat Lim¹², Andrea Wang-Gillam¹², Krister Wennerberg^{11,13}, Adrienne D. Cox^{1,2,3,14}, Channing J. Der^{1,2,3,4*}



Clint Stalneck



Jeffrey Klomp



Channing Der



Adrienne Cox

RESEARCH ARTICLE

Science

CANCER

Determining the ERK-regulated phosphoproteome driving KRAS-mutant cancer

Jennifer E. Klomp¹, J. Nathaniel Diehl², Jeffrey A. Klomp^{1,3}, A. Cole Edwards⁴, Runying Yang¹, Alexis J. Morales¹, Khalilah E. Taylor¹, Kristina Drizyte-Miller¹, Kirsten L. Bryant^{1,3}, Antje Schaefer^{1,3}, Jared L. Johnson^{5,6,7}, Emily M. Huntsman^{7,8}, Tomer M. Yaron^{7,8,9}, Mariaelena Pierobon¹⁰, Elisa Baldelli¹⁰, Alex W. Prevatte¹¹, Natalie K. Barker¹¹, Laura E. Herring¹¹, Emanuel F. Petricoin III¹⁰, Lee M. Graves^{1,3,11}, Lewis C. Cantley^{5,6,7}, Adrienne D. Cox^{1,3,4,12}, Channing J. Der^{1,2,3,4*}, Clint A. Stalneck^{1,3*}



National Institutes of Health
Turning Discovery Into Health

NIH Director's Blog

Molecular Portrait of Key Driver of Pancreatic Cancer
Offers Hope for Continued Treatment Advances

The NEW ENGLAND JOURNAL of MEDICINE

CLINICAL IMPLICATIONS OF BASIC RESEARCH

Elizabeth G. Phimister, Ph.D., Editor

KRAS Oncoprotein Signaling in Cancer

Piro Lito, M.D., Ph.D.

Improving the efficacy of RAS inhibitors in pancreatic cancer

College of Human Medicine recruits leading cancer researchers Jeff and Jenny Klomp

October 28, 2024

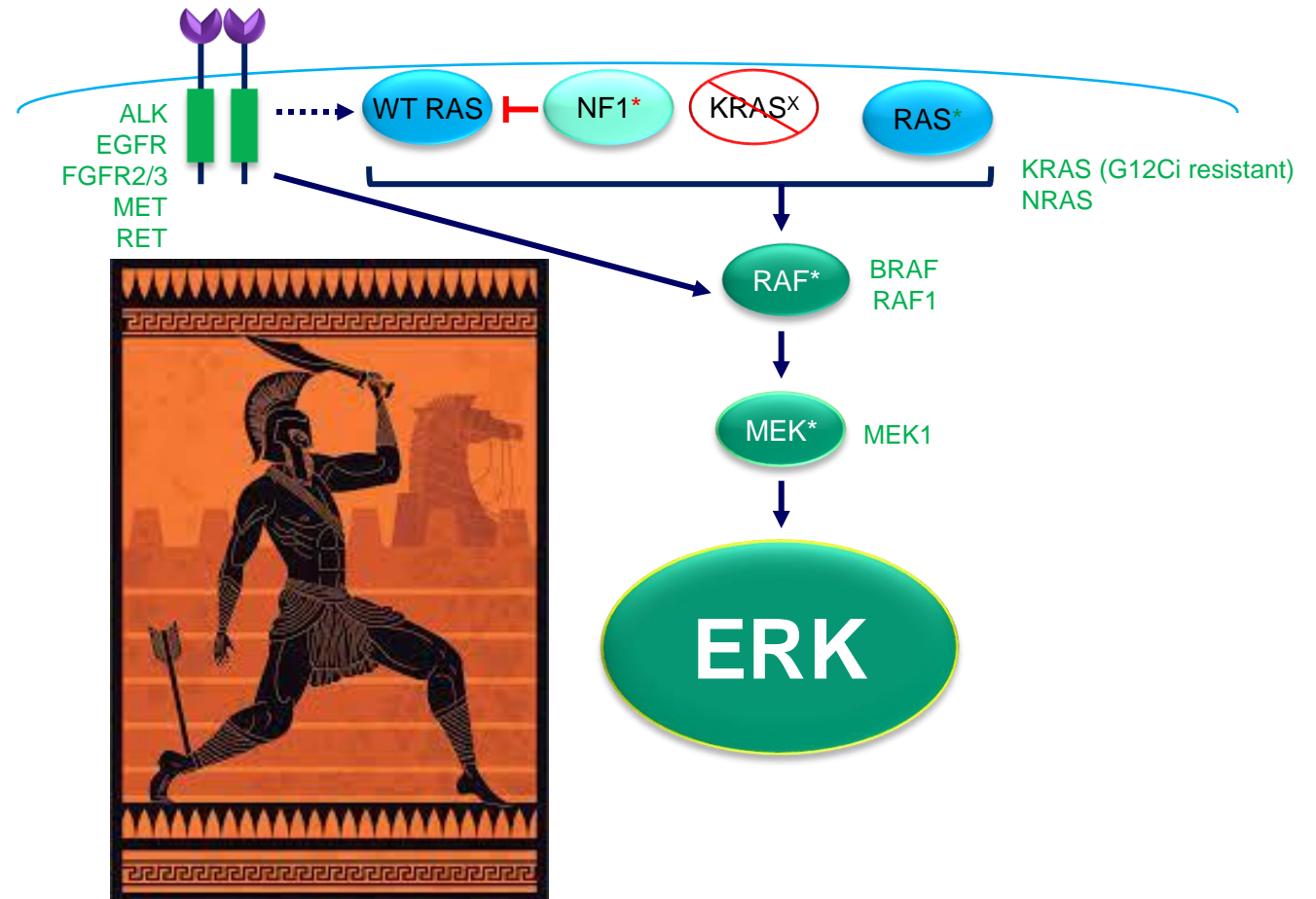


MICHIGAN STATE UNIVERSITY

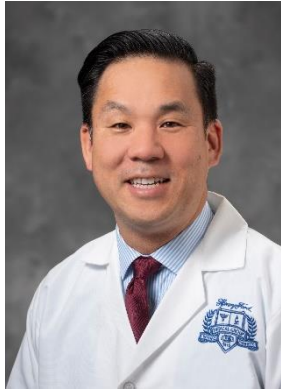
College of Human Medicine

Department of Medicine

Dr. Charles Hong



Henry Ford + MSU Pancreatic Cancer Research Alliance



Dave Kwon, MD
Clinical



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Research



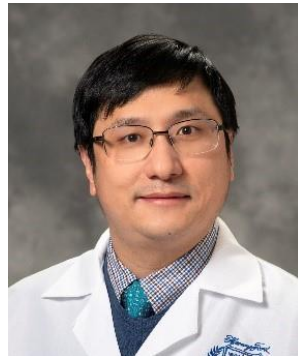
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Targeting the Scar Tissue



Jenny Klomp, PhD
Cancer Cell Signaling



Jeff Klomp, PhD
Systems Biology

Increasing Survival for Pancreatic Cancer Patients

Key Funding and Research Breakthroughs

Reported 5-Year Survival Rate



PANCREATIC
CANCER
ACTION
NETWORK

American Cancer Society. Cancer Facts and Figures, 1999-2024

RASi

RASi
+ X



Special Thanks

To all of postdocs, grad students, technicians and, especially, our patients





Board of Trustees Policy

POLICY NUMBER: BOT 304

POLICY NAME: Tuition Benefit Program

Effective Date:	July 23, 1982 (changes approved Feb. 7 2025 are effective August 1, 2025 for the Fall 2025 semester)
Last Review Date:	February 7, 2025
Next Scheduled Review Date:	December 2029

I. POLICY STATEMENT

As a land-grant university, MSU's mission is centered on expanding access to education, fostering opportunity, and serving the public good. Offering a tuition discount for the children and spouses of full-time, benefit-eligible employees aligns with this mission by extending the transformative power of higher education to the families of those who dedicate themselves to our institution. This program not only honors the contributions of the University's employees but also reflects its commitment to making education more accessible and building stronger, more resilient communities.

Providing half-off in-state tuition for the children and spouses of full-time, benefit-eligible employees also underscores our values as a land-grant institution dedicated to equity and opportunity. By supporting the educational aspirations of employees' families, the University strengthens the connection between its workforce and MSU's mission. This

benefit is an investment in the future, fostering a culture of learning and advancement within the University community and beyond. In offering this program, the University reaffirms its belief that education is a public good and its commitment to serving not just its students and employees but also the families who are integral to their success.

II. RESPONSIBLE OFFICES

The Office of the Executive Vice President for Administration and the Office of the Provost.

III. SCOPE

This Policy applies to eligible employees as defined in Section IV. of the policy.

IV. DEFINITIONS

Dependent Children: Any of the following individuals, up to the age of 26, provided they are enrolled as an MSU student by December 31 of the year they turn 26 and meet the criteria for dependency under federal income tax regulations: (1) a biological child, (2) a stepchild, (3) a legally adopted child, (4) a child under an eligible employee's legal guardianship.

This definition is specific to this policy only and is not applicable in other policies and benefit programs.

Spouse: The legally recognized spouse of an eligible employee.

Tuition Benefit: The credit of an amount equal to one-half of the applicable Michigan resident on-campus undergraduate tuition cost. The benefit does not include the cost for books, registration fee, or such fees, taxes, and charges as may be collected for third parties.

V. POLICY

Dependent Children and Spouses of eligible employees who are appointed prior to the second week of a semester or summer session are entitled to a Tuition Benefit.

A. Employee Eligibility

Employees eligible under this Policy are as follows:

- full-time, benefit-eligible faculty and academic staff
- full-time, benefit-eligible executive managers
- full-time, benefit-eligible support staff
- those eligible by virtue of a collective bargaining agreement.

B. Duration of Eligibility

The Tuition Benefit will be granted through the semester in which the 134th credit is attempted provided the Dependent Child or Spouse is registered as a student in good academic standing at Michigan State University in a curriculum leading to the first baccalaureate degree or to a certificate in the Agricultural Technology program. For undergraduate students with transferable credits, the Tuition Benefit is granted through the semester in which the combination of transferable credits and Michigan State University credits attempted equals 134.

C. Impact of Employment Changes

1. Full-time benefit-eligible employees on an approved leave of absence remain eligible for the Tuition Benefit.
2. Except as stipulated below (IV.C.3), the Tuition Benefit will be discontinued at the conclusion of the semester or summer session in which the employment of the eligible employee is terminated.
3. The Tuition Benefit remains in effect for eligible employees who: (a) are participating in the University's Long-Term Disability Program; (b) who die while on active service or while participating in the University's Long-Term Disability Program; or (c) retire in accordance with Michigan State University's retirement policy, as long as the Dependent Children or Spouse meet the other eligibility requirements of the Tuition Benefit policy.

D. Additional Provisions

If the Dependent Child or Spouse drops courses or withdraws from school during the refund period, any refund applicable to the Tuition Benefit will revert to the University.

V. PROCEDURES

Eligible employees must complete and submit the Tuition Benefit application form according to the semester deadlines established by Human Resources. Application procedures and deadlines are available [here](#).

VI. RELATED POLICIES AND INFORMATION

1. Frequently Asked Questions <<insert link to HR website>>

VII. HISTORY

Enacted: July 23, 1982

Amended: July 29, 1983
December 2, 1983

April 6, 1984
July 26, 1991
December 6, 1991
June 28, 2002
February 7, 2025

Retired Policy No. 02-10-01

**AMENDED AND RESTATED
BYLAWS
OF
MSU HEALTH CARE, INC.**

**ARTICLE I
Name and Purposes**

Section 1.01. Name. The name of the corporation is MSU Health Care, Inc. (the "Corporation"). The Corporation is a Michigan nonprofit corporation organized on a membership basis, without capital stock.

Section 1.02. Purposes. The Corporation is organized and at all times shall be operated exclusively for the purposes identified in Article II of the Articles of Incorporation of the Corporation, as the same may be amended and/or restated from time to time (the "Articles"), which article is incorporated in this Section 1.02 by this reference as if stated in its entirety herein.

**ARTICLE II
Corporate Offices and Agent**

Section 2.01. Principal Office and Other Offices. At the time of the adoption of these Bylaws of the Corporation (these "Bylaws"), the principal office of the Corporation is in the City of East Lansing, Michigan. The Corporation may change the location of its principal office and may have offices at such other places both within and without the State of Michigan as the Board of Directors may from time to time determine or as the business of the Corporation may require.

Section 2.02. Registered Office. The Corporation's registered office shall be in Michigan as indicated in the Articles. The Corporation may change its registered office by resolution of the Board of Directors and by filing the appropriate statement with the Administrator of the Michigan Nonprofit Corporation Act (the "Act").

Section 2.03. Resident Agent. The Corporation's resident agent shall be an individual resident of Michigan whose business office or residence is identical with the Corporation's registered office. The Corporation may remove and change its resident agent by resolution of the Board of Directors and by filing the appropriate statement with the Administrator of the Act. The resident agent may resign by filing written notice of resignation with an officer of the Corporation and with the Administrator of the Act. The Corporation shall promptly appoint a successor resident agent upon the resignation of or removal of the resident agent.

**ARTICLE III
Membership**

Section 3.01. Corporate Member. Pursuant to the Act, the Corporation shall have one (1) member, which shall be known as the "Corporate Member," and that Corporate Member shall

be the Board of Trustees of Michigan State University, a Michigan constitutional body corporate (the "University"). The University may authorize an individual(s) or other body or bodies to act on behalf of the University with respect to matters related to the Corporation, including the exercise of powers reserved to the University as the Corporate Member.

Section 3.02. Reserved Powers of Corporate Member. The Corporate Member shall have such rights and powers as are provided for in the Articles, these Bylaws, and the laws of the State of Michigan, including the following powers:

- (a) to amend the Articles and/or these Bylaws;
- (b) to appoint or remove, with or without cause, any director of the Corporation, as described herein;
- (c) to vote on all matters in which the vote of members with voting rights is required under the Articles, the Bylaws, or the laws of the State of Michigan;
- (d) to approve the Corporation's merger, dissolution, consolidation, or reorganization;
- (e) to approve the acquisition, sale, lease, transfer or other alienation of the majority of the Corporation's assets, other than in the usual and regular course of the Corporation's business;
- (f) to approve indebtedness of the Corporation in excess of 20% of the annual budget of the Corporation;
- (g) to approve the disposition of the Corporation's assets at the time of the Corporation's dissolution, subject to the Articles;
- (h) to approve the Corporation entering into any joint ventures or creating any subsidiary organizations with a capital commitment greater than \$10 Million Dollars; and
- (i) to approve changes in the Corporation's mission or philosophy.

Powers that are not reserved to the Corporate Member or otherwise delegated by the Board of Directors shall be exercised by the Corporation's Board of Directors, subject to the limitations contained in the Articles, these Bylaws, and applicable law. Among such powers, the Board of Directors shall have authority to discuss, vote upon, and present any of the above matters to the Corporate Member for its approval.

Section 3.03. Non-liability for Debts of the Corporation. The property of each and any member of the Corporation shall be exempt from execution for the debts of the Corporation, and no member shall be liable or responsible for any debts or liabilities of the Corporation.

Section 3.04. Transfer of Membership. Membership in the Corporation may be transferred, for or without consideration, upon the approval of the Corporate Member.

ARTICLE IV

Meetings of Corporate Member

Section 4.01. Place of Meeting. Any meeting of the Corporate Member shall be held at the principal place of business of the Corporate Member unless a different location, either within or without the State, is approved by the Corporate Member.

Section 4.02. Annual Meeting. There shall be an annual meeting of the Corporate Member. This meeting shall be held annually in the first quarter of each fiscal year of the Corporation, unless the Corporate Member determines otherwise. If for any reason this meeting is not held within the quarter specified herein, such meeting may be held at any time thereafter, or the business to be transacted at such annual meeting may be transacted at any special meeting called for that purpose.

Section 4.03. Special Meetings. Special meetings of the Corporate Member may be called by the Corporate Member, by the Board of Directors, or by the Chief Executive Officer. Business transacted at all special meetings shall be limited to the subjects stated in the call or waiver of notice and matters germane thereto.

Section 4.04. Notice of Meetings of the Corporate Member.

(a) Except as otherwise provided in Section 4.04(b) below, inasmuch as there is only one (1) member of the Corporation, all requirements for notice of meetings of the Corporate Member are deemed waived except as may otherwise be explicitly required by the Articles, these Bylaws, or the Act.

(b) For any special meeting of the Corporate Member called by the Board of Directors or the CEO, written or printed notice stating the place, day, and hour of the meeting and the purpose or purposes for which the meeting is called shall be delivered to the Corporate Member not less than ten (10) days nor more than thirty (30) days before the date of the meeting, either personally, by mail, or by other electronic means capable of verification, by or at the direction of the Secretary. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail, in a sealed envelope, addressed to the member at its address as it appears on the records of the corporation, with postage thereon prepaid. If sent by other electronic means, such notice shall be deemed to be delivered when transmitted electronically to the Corporate Member at the number or address which appears on the records of the Corporation. Notice of any such meeting may be waived in a document filed with the Secretary by the Corporate Member if the waiver sets forth in reasonable detail the purpose or purposes for which the meeting is called and the time and place of the meeting. Attendance at any meeting, except for the sole purpose of objecting to the holding of such meeting, shall constitute a waiver of notice of such meeting.

Section 4.05. Voting. Each member shall be entitled to one (1) vote and no more upon each matter submitted to a vote at a meeting of the members. Each member may vote in person or by written proxy. No proxy shall be valid after eleven (11) months from the date of its execution, unless otherwise provided in the proxy.

Section 4.06. Quorum. At any time when there is only one (1) member of the Corporation, the presence of such member shall constitute a quorum of the members; at any other time, a quorum shall require that a majority of the total number of members be present, either in person or as specified by Section 4.08 hereof.

Section 4.07. Action by Written Consent. Any action required or permitted to be taken at a meeting of the Corporate Member may be taken without a meeting if a consent in writing setting forth the action so taken shall be signed by the Corporate Member.

Section 4.08. Meetings by Telecommunications Device. The Corporate Member may participate in a meeting by means of conference telephone or communications equipment if all persons participating in the meeting can hear each other simultaneously. Participation in such meeting in such manner constitutes presence in person at such meeting.

Section 4.09. Order of Business at Meetings of the Members. The order of business at any meeting of the members shall be determined by the Corporate Member.

Section 4.10. Manner of Acting. The Corporate Member may authorize individual(s) or another body or bodies to act on behalf of the Corporate Member with respect to business of the Corporation, including, but not limited to, the exercise of the powers reserved to the Corporate Member as set forth in Section 3.02 above.

ARTICLE V

Board of Directors

Section 5.01. General Power and Duties. The business, property, affairs, and funds of the Corporation shall be managed, supervised, and controlled by its Board of Directors, which shall exercise all of the powers of the Corporation that are not reserved to the Corporate Member or otherwise delegated by the Board of Directors, subject to the limitations contained in the Articles, these Bylaws, and applicable law.

Section 5.02. Number, Identity, and Term of Office.

(a) The Board of Directors of the Corporation shall consist of ten (10) voting directors (the "Voting Directors") – including seven (7) *ex officio*, voting directors and three (3) appointed directors, as described below (collectively, the "Voting Directors"). In addition, the Board of Directors shall have one (1) *ex officio*, non-voting director, as described below. The voting and non-voting *ex officio* directors may be referred to collectively as the "*Ex Officio* Directors".

(b) The *ex officio*, voting Directors of the Corporation shall be the individuals serving, from time to time, in the following positions:

(i) The ~~–Administrator~~ (referred to as “Cognizant Administrator”), other than the President of the ~~Corporate Member~~University, designated by the President of the University. The Cognizant Administrator~~–who~~ shall also serve as the Chair of the Corporation's Board of Directors;

(ii) The Corporation's Chief Medical Officer;

(iii) The University's Provost and Executive Vice President for Academic Affairs;

(iv) The University's Chief Financial Officer

(v) The Dean of the University's College of Human Medicine;

(vi) The Dean of the University's College of Osteopathic Medicine; and

(vii) The Dean of the University's College of Nursing.

Provided, however, that if a single individual occupies more than one of the above-referenced positions by virtue of which he or she would otherwise serve as an *ex officio*, voting Director (a "Multiple Position Director"), the Multiple Position Director shall hold only one (1) *ex officio*, voting Directorship. Further, a voting Director for each additional above-referenced position held by the Multiple Position Director (a "Special Appointment Voting Director") shall be appointed either by the incorporator or by the Board of Directors. The term of office for a Special Appointment Voting Director shall continue for so long as his or her corresponding Multiple Position Director continues to occupy more than one position by virtue of which he or she would serve as an *ex officio*, voting Director or, if earlier, until the Special Appointment Voting Director's death, resignation, or removal (which may be completed by the Corporate Member or by majority vote of the Board of Directors).

(c) The Board of Directors also shall include, as appointed, voting directors, three (3) members of the University's faculty (the "Appointed Faculty Members"), who shall be appointed by the Deans who are *ex officio*, voting Directors of the Corporation.

(d) The *ex officio*, non-voting director shall be the individual serving, from time to time, as the Corporation's ~~Chief Executive Officer~~Lead Executive.

(e) The term of office for each Appointed Faculty Member shall be one (1) year. Each *Ex Officio* Director shall serve so long as he or she continues to hold the position of by virtue of which he or she serves as an *ex officio* director.

(f) Each Appointed Faculty Member shall hold office until the annual meeting of the Board of Directors at which his or her term expires and at which his or her successor is duly elected and qualified or until his or her death, resignation, or removal from office, whichever comes first. At such meeting, the Deans shall appoint three (3) individuals to serve as Appointed Faculty Members for the coming year. The term of office for each *Ex Officio* Director shall continue until the Corporation is notified that the individual no longer holds the position of by virtue of which he or she serves as an *ex officio* director.

(g) Unless otherwise determined by the Board of Directors, the number of terms, either consecutive or non-consecutive, which may be served by a director shall not be limited.

Section 5.03. Removal of Directors. The Corporate Member may remove any director at any time, with or without cause; provided, however, that an *Ex Officio* Director may be removed from the board either (a) through the amendment of these Bylaws to remove the provision stating that the individual serving in the specified position shall serve *ex officio* on the Board of Directors, or (b) as a result of his or her removal from the position by virtue of which he or she had served *ex officio* on the Board of Directors.

Section 5.04. Resignations. Any director may resign at any time by giving a written notice to the Chair or another officer of the Corporation; provided, however, that an *Ex Officio* Director may resign from the Board of Directors only by also resigning from the position by virtue of which he or she had served *ex officio* on the Board of Directors. Any resignation shall take effect at the time specified therein or, if not specified, upon receipt by an officer of the Corporation. Unless otherwise specified in the notice of resignation, the acceptance of such resignation shall not be necessary to make it effective.

Section 5.05. Vacancies. A vacancy in the position of *Ex Officio* Director shall be filled through the appointment or election of a new individual to the position by virtue of which he or she shall serve *ex officio* on the Board of Directors. Any other vacancy occurring in the Board of Directors, whether by reason of an increase in the number of directors or by the death, removal, or resignation of a director shall be filled by the Corporate Member. Each director so appointed to fill a vacancy shall hold office for the remainder of the term of his or her predecessor (if applicable), for such time as is specified by the Corporate Member at the time of his or her appointment (if any), and until his or her successor is duly elected and qualified or until his or her death, resignation, or removal from office, whichever comes first.

Section 5.06. Compensation. A director shall not receive any compensation for his or her service as director; provided, however, that a director may be given a *per diem* and/or reimbursed for reasonable expenses incurred on behalf of the Corporation and/or may serve the Corporation or one (1) or more of its affiliates in another capacity and receive reasonable compensation therefor.

ARTICLE VI
Meetings of the Board of Directors

Section 6.01. Annual Meeting. There shall be an annual meeting of the Board of Directors for the purpose of electing officers and transacting such other business as may come before the meeting. The first regular meeting of the Board of Directors held subsequent to the annual meeting of the Corporate Member shall be designated as the annual meeting of the Board of Directors.

Section 6.02. Regular Meetings. In addition to the annual meeting, the Board of Directors shall hold regular meetings periodically, and at least quarterly, as provided for by resolution of the Corporate Member or the Board of Directors. The annual meeting shall count as a regular meeting.

Section 6.03. Special Meetings. Special meetings of the Board of Directors may be called, at any time, by or at the request of the Corporate Member, the CEO, or the Board of Directors.

Section 6.04. Place of Meeting. Meetings of the Board of Directors shall be held at the principal place of business of the Corporation unless a different location, either within or without the State of Michigan, is approved by the Board of Directors and specified or fixed in the call for a meeting or notice thereof.

Section 6.05. Notice of Meetings. Unless otherwise expressly required herein, no notice shall be required for any annual or regular meeting of the Board of Directors. Notice of any special meeting of the Board of Directors shall be given to each director at least three (3) days previous thereto either by written notice delivered personally to such director at his or her address as shown on the records of the Corporation, electronically via email, or orally by conveying such notice to such director in person or in a telephone call. If notice is given orally, the individual giving such notice shall memorialize the conversation by preparing and signing a written record summarizing the conversation which written record shall be filed with the minutes of the special meeting.

Section 6.06. Waiver of Notice. Notice of any meeting may be waived in writing by any director, either before or after such meeting. Any meeting of the Board of Directors shall be a legal meeting without any notice thereof having been given if all directors shall be present thereat. Neither the business to be transacted at nor the purpose of any regular or special meeting of the Board of Directors need be specified in the notice or waiver of notice of such meeting. Attendance at any meeting, except for the sole purpose of objecting to the holding of such meeting, shall constitute a waiver of notice of such meeting.

Section 6.07. Quorum. The presence of a majority of the total number of Voting Directors then in office shall constitute a quorum for the transaction of business at any meeting of the Board of Directors.

Section 6.08. Manner of Acting. Except as otherwise provided by the Articles, by these Bylaws, or by law, the act of a majority of the Voting Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors.

Section 6.09. Order of Business at Meetings of the Board of Directors. The order of business at any meeting of the Board of Directors shall be determined by the Board of Directors.

Section 6.10. Attendance by Telephone. Any or all of the members of the Board of Directors or a committee established by the Board of Directors may participate in a meeting of the Board or such committee, as applicable, by means of a conference telephone or similar communications equipment by which all persons participating in the meeting can communicate with each other simultaneously. Participation in this manner constitutes presence in person at the meeting.

Section 6.11. Action by Written Consent. Any action which is required to be taken, or which may be taken at a meeting of the Board of Directors or any committee thereof may be taken without a meeting if a consent in writing setting forth the action to be taken shall be signed by all of the Voting Directors then in office or all members of such committee, as applicable. Such consent shall have the same force and effect as a unanimous vote of all of the Voting Directors or committee members. Such writings shall be filed with the minutes of the proceedings of the Board of Directors or of any committee taking such action. Action taken pursuant to this Section 6.11 is effective when the last Voting Director signs the consent unless the consent contains a prior or subsequent effective date.

ARTICLE VII

Officers

Section 7.01. Officers. The officers of this Corporation shall consist of a Chair, a Vice Chair, a Secretary, a Treasurer, a ~~Chief Lead Executive Officer ("CEO")~~, one (1) or more Vice Presidents, and such other officers and assistant officers as the Board of Directors may designate by resolution. The Chair shall be the individual serving, from time to time, as the University's Cognizant Administrator. Each other officer of the Corporation shall be elected by (and, with the exception of the ~~CEO Lead Executive~~ and any Vice Presidents, shall be elected from) the Board of Directors at its annual meeting, or as soon thereafter as practicable, and shall hold office until the next annual meeting of the Board of Directors and until his or her successor is duly elected and qualified or until his or her death, resignation, or removal from office, whichever comes first. Any two (2) or more offices may be held by the same person; provided, however, that no single individual may simultaneously hold two (2) or more of the following offices: Chair, ~~CEO Lead Executive~~, and Secretary.

Section 7.02. Chair. The Chair shall preside at all meetings of the Board of Directors and shall perform all duties incident to the office of chair of the board and all other duties as may be prescribed by the Board of Directors from time to time.

Section 7.03. Vice Chair. The Vice Chair shall, in the absence of the Chair, preside at meetings of the Board of Directors and shall perform all duties incident to the office of vice chair and all other duties as may be prescribed by the Board of Directors from time to time.

Section 7.04. Secretary. The Secretary shall keep the minutes of the meetings of the Corporate Member and of the Board of Directors in one or more books provided for that purpose; shall see that all notices are duly given in accordance with these Bylaws or as required by law; shall have general charge of the minute book and other corporate records (other than financial records); and shall, in general, perform all duties incident to the office of secretary and such other duties as may be prescribed by the Board of Directors from time to time.

Section 7.05. Treasurer. The Treasurer shall be responsible for the care and custody of all monies and securities of the Corporation; shall be responsible for the keeping of full and accurate accounts of all the monies received by the Corporation and paid by the Corporation; and shall perform all duties incident to the office of treasurer and such other duties as may be prescribed by the Board of Directors from time to time.

Section 7.06. ~~Chief Lead Executive Officer.~~ The ~~CEO Lead Executive~~ of the Corporation shall be the Corporation's principal executive officer and shall supervise and control ~~all of the day to day business and affairs~~ of the Corporation. He or she shall have authority to sign any contracts, agreements, or other instruments on behalf of the Corporation except as may be specifically limited by these Bylaws or by the Board of Directors. The ~~CEO Lead Executive~~ shall be an *ex officio*, non-voting member of the Corporation's Board of Directors, and the individual serving as ~~CEO Lead Executive~~ may not be elected as or otherwise remain a voting member of the Corporation's Board of Directors during the time when he or she serves as ~~CEO Lead Executive~~. The ~~CEO Lead Executive~~ shall perform all duties incident to the ~~office of chief executive officer~~ leadership of the Corporation and such other duties as may be prescribed by the Board of Directors from time to time.

Section 7.07. Vice Presidents. Each Vice President, if any, shall perform such duties as may be prescribed by the Board of Directors from time to time.

Section 7.08. Other Officers and Assistant Officers. Each other officer and assistant officer, if any such officer or assistant office is deemed necessary by the Board of Directors, shall perform such duties as may be prescribed from time to time by the Board of Directors; provided, however, that the Assistant Treasurers and Assistant Secretaries, if any, also will perform such duties as may be assigned to them by the Treasurer and the Secretary, respectively.

Section 7.09. Resignation. Any officer may resign at any time by giving written notice to the Board of Directors, the ~~CEO Lead Executive~~, or the Secretary. Any resignation shall take effect at the time specified therein or, if no time is specified, upon receipt. Unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 7.10. Removal. Any officer may be removed by the Board of Directors by a vote of a majority of the total number of Voting Directors on the full Board, whenever in its judgment the best interests of the corporation will be served thereby; provided, however, that

such removal shall be without prejudice to the contractual rights, if any, of the person so removed.

Section 7.11. Vacancies. Except for the Chair, who shall be the individual described at Section 7.01 of these Bylaws, a vacancy in any office described in this Article VII shall be filled by the Board of Directors.

Section 7.12. Salaries. Persons serving as officers of the Corporation, other than those who are deemed to be full-time employees of the Corporation, will receive no salaries or other compensation for the performance of their duties; provided, however, in the event that special or extraordinary services are rendered to the Corporation by any such officer, the Board of Directors may, by resolution, authorize payment to such officer of such compensation as it may deem reasonable; and provided, further, that any officer who advances his or her own funds to meet expenses in the performance of his or her duties as an officer of the Corporation will be entitled to reimbursement therefor.

ARTICLE VIII

Committees of the Board

Section 8.01. Creation of Committees. The Board of Directors, in its sole discretion, shall have authority to appoint one (1) or more standing or *ad hoc* committees of the Board of Directors. Such committees, if any, shall have such duties and powers as are delegated to them by the Board of Directors but shall not have authority to bind the Corporation or Board of Directors unless such authority is explicitly delegated to the committee by appropriate Board resolution. Each committee, if any, shall work to further and support the mission of the corporation.

Section 8.02. General Conditions Governing Committees. The following general conditions shall apply to any committee established by the Board of Directors:

(a) The members of each committee and the chair of each committee shall be appointed by the Board of Directors or in such other manner as may be provided for in the resolution creating such committee.

(b) The term of office of members of any committee shall commence immediately following the meeting at which they are appointed and shall continue until successors are elected and assume their respective duties.

(c) Each committee shall meet at the call of its chair at an hour and place to be stated in the call. A majority of the committee members shall constitute a quorum and the act of the majority of the committee members present at a meeting at which a quorum is present shall be the act of the committee.

(d) Vacancies in the membership of any committee may be filled by an appointment made by the chair of such committee.

(e) At the request of the Board of Directors or the CEO, a committee shall perform an evaluation of its activities including its support and furtherance of the mission of the Corporation. A report based upon such evaluation shall be submitted to the Board for review and consideration at its next regular or annual meeting.

(f) Any or all of the members of a committee may participate in a meeting of the committee by means of a conference telephone or similar communications equipment by which all persons participating in the meeting can communicate with each other. Participation in this manner constitutes presence in person at the meeting.

ARTICLE IX

Miscellaneous Provisions

Section 9.01. Depositories. Except as otherwise provided herein, all funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in such banks, trust companies, or other depositories as the Board of Directors or its duly authorized agent may designate.

Section 9.02. Checks, Drafts, Etc.. All checks, drafts, or other orders for the payment of money issued in the name of the Corporation shall be signed by such officer or officers or person or persons, whether or not officers of the Corporation, in such manner as shall from time to time be determined by resolution of the Board of Directors.

Section 9.03. Deeds, Mortgages, Bonds, Contracts, and Other Instruments. Except as may be specifically limited by these Bylaws or by the Board of Directors, any deeds, mortgages, bonds and other contracts or instruments of the Corporation may be signed by any officer of the Corporation or by such other individuals as the Board of Directors may designate from time to time.

Section 9.04. Fiscal Year. The fiscal year of the Corporation shall begin on the first day of July and end on the last day of June of the following calendar year.

Section 9.05. Loans. The Corporation shall not lend money to or guarantee the obligations of any member, director, or officer of the Corporation. Any director who knowingly votes for or assents to the making of a loan to a director or officer of the Corporation, and any officer participating in the making of such loan, will be jointly and severally liable to the Corporation for the amount of such loan until the repayment thereof.

Section 9.06. Waiver of Notice. Whenever any notice whatever is required to be given by law, the Articles, or these Bylaws, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before, at, or after the time stated therein, shall be deemed the equivalent to the giving of such notice.

ARTICLE X
Amendments

These Bylaws may be altered, amended, or repealed, and new and other bylaws may be made and adopted, only by the Corporate Member; provided, however, that the process of altering, amending, or repealing these Bylaws and making and adopting new bylaws may be initiated either by the Corporate Member or by the Board of Directors.

Certification

The undersigned officer hereby affirms that these Amended and Restated Bylaws were duly approved and adopted by the Corporate Member by resolution and became effective the ~~25th~~7th day of ~~October~~February, 2025~~4~~.

Secretary

**AMENDED AND RESTATED
BYLAWS
OF
MSU HEALTH CARE, INC.**

**ARTICLE I
Name and Purposes**

Section 1.01. Name. The name of the corporation is MSU Health Care, Inc. (the "Corporation"). The Corporation is a Michigan nonprofit corporation organized on a membership basis, without capital stock.

Section 1.02. Purposes. The Corporation is organized and at all times shall be operated exclusively for the purposes identified in Article II of the Articles of Incorporation of the Corporation, as the same may be amended and/or restated from time to time (the "Articles"), which article is incorporated in this Section 1.02 by this reference as if stated in its entirety herein.

**ARTICLE II
Corporate Offices and Agent**

Section 2.01. Principal Office and Other Offices. At the time of the adoption of these Bylaws of the Corporation (these "Bylaws"), the principal office of the Corporation is in the City of East Lansing, Michigan. The Corporation may change the location of its principal office and may have offices at such other places both within and without the State of Michigan as the Board of Directors may from time to time determine or as the business of the Corporation may require.

Section 2.02. Registered Office. The Corporation's registered office shall be in Michigan as indicated in the Articles. The Corporation may change its registered office by resolution of the Board of Directors and by filing the appropriate statement with the Administrator of the Michigan Nonprofit Corporation Act (the "Act").

Section 2.03. Resident Agent. The Corporation's resident agent shall be an individual resident of Michigan whose business office or residence is identical with the Corporation's registered office. The Corporation may remove and change its resident agent by resolution of the Board of Directors and by filing the appropriate statement with the Administrator of the Act. The resident agent may resign by filing written notice of resignation with an officer of the Corporation and with the Administrator of the Act. The Corporation shall promptly appoint a successor resident agent upon the resignation of or removal of the resident agent.

**ARTICLE III
Membership**

Section 3.01. Corporate Member. Pursuant to the Act, the Corporation shall have one (1) member, which shall be known as the "Corporate Member," and that Corporate Member shall

be the Board of Trustees of Michigan State University, a Michigan constitutional body corporate (the "University"). The University may authorize an individual(s) or other body or bodies to act on behalf of the University with respect to matters related to the Corporation, including the exercise of powers reserved to the University as the Corporate Member.

Section 3.02. Reserved Powers of Corporate Member. The Corporate Member shall have such rights and powers as are provided for in the Articles, these Bylaws, and the laws of the State of Michigan, including the following powers:

- (a) to amend the Articles and/or these Bylaws;
- (b) to appoint or remove, with or without cause, any director of the Corporation, as described herein;
- (c) to vote on all matters in which the vote of members with voting rights is required under the Articles, the Bylaws, or the laws of the State of Michigan;
- (d) to approve the Corporation's merger, dissolution, consolidation, or reorganization;
- (e) to approve the acquisition, sale, lease, transfer or other alienation of the majority of the Corporation's assets, other than in the usual and regular course of the Corporation's business;
- (f) to approve indebtedness of the Corporation in excess of 20% of the annual budget of the Corporation;
- (g) to approve the disposition of the Corporation's assets at the time of the Corporation's dissolution, subject to the Articles;
- (h) to approve the Corporation entering into any joint ventures or creating any subsidiary organizations with a capital commitment greater than \$10 Million Dollars; and
- (i) to approve changes in the Corporation's mission or philosophy.

Powers that are not reserved to the Corporate Member or otherwise delegated by the Board of Directors shall be exercised by the Corporation's Board of Directors, subject to the limitations contained in the Articles, these Bylaws, and applicable law. Among such powers, the Board of Directors shall have authority to discuss, vote upon, and present any of the above matters to the Corporate Member for its approval.

Section 3.03. Non-liability for Debts of the Corporation. The property of each and any member of the Corporation shall be exempt from execution for the debts of the Corporation, and no member shall be liable or responsible for any debts or liabilities of the Corporation.

Section 3.04. Transfer of Membership. Membership in the Corporation may be transferred, for or without consideration, upon the approval of the Corporate Member.

ARTICLE IV

Meetings of Corporate Member

Section 4.01. Place of Meeting. Any meeting of the Corporate Member shall be held at the principal place of business of the Corporate Member unless a different location, either within or without the State, is approved by the Corporate Member.

Section 4.02. Annual Meeting. There shall be an annual meeting of the Corporate Member. This meeting shall be held annually in the first quarter of each fiscal year of the Corporation, unless the Corporate Member determines otherwise. If for any reason this meeting is not held within the quarter specified herein, such meeting may be held at any time thereafter, or the business to be transacted at such annual meeting may be transacted at any special meeting called for that purpose.

Section 4.03. Special Meetings. Special meetings of the Corporate Member may be called by the Corporate Member, by the Board of Directors, or by the Chief Executive Officer. Business transacted at all special meetings shall be limited to the subjects stated in the call or waiver of notice and matters germane thereto.

Section 4.04. Notice of Meetings of the Corporate Member.

(a) Except as otherwise provided in Section 4.04(b) below, inasmuch as there is only one (1) member of the Corporation, all requirements for notice of meetings of the Corporate Member are deemed waived except as may otherwise be explicitly required by the Articles, these Bylaws, or the Act.

(b) For any special meeting of the Corporate Member called by the Board of Directors or the CEO, written or printed notice stating the place, day, and hour of the meeting and the purpose or purposes for which the meeting is called shall be delivered to the Corporate Member not less than ten (10) days nor more than thirty (30) days before the date of the meeting, either personally, by mail, or by other electronic means capable of verification, by or at the direction of the Secretary. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail, in a sealed envelope, addressed to the member at its address as it appears on the records of the corporation, with postage thereon prepaid. If sent by other electronic means, such notice shall be deemed to be delivered when transmitted electronically to the Corporate Member at the number or address which appears on the records of the Corporation. Notice of any such meeting may be waived in a document filed with the Secretary by the Corporate Member if the waiver sets forth in reasonable detail the purpose or purposes for which the meeting is called and the time and place of the meeting. Attendance at any meeting, except for the sole purpose of objecting to the holding of such meeting, shall constitute a waiver of notice of such meeting.

Section 4.05. Voting. Each member shall be entitled to one (1) vote and no more upon each matter submitted to a vote at a meeting of the members. Each member may vote in person or by written proxy. No proxy shall be valid after eleven (11) months from the date of its execution, unless otherwise provided in the proxy.

Section 4.06. Quorum. At any time when there is only one (1) member of the Corporation, the presence of such member shall constitute a quorum of the members; at any other time, a quorum shall require that a majority of the total number of members be present, either in person or as specified by Section 4.08 hereof.

Section 4.07. Action by Written Consent. Any action required or permitted to be taken at a meeting of the Corporate Member may be taken without a meeting if a consent in writing setting forth the action so taken shall be signed by the Corporate Member.

Section 4.08. Meetings by Telecommunications Device. The Corporate Member may participate in a meeting by means of conference telephone or communications equipment if all persons participating in the meeting can hear each other simultaneously. Participation in such meeting in such manner constitutes presence in person at such meeting.

Section 4.09. Order of Business at Meetings of the Members. The order of business at any meeting of the members shall be determined by the Corporate Member.

Section 4.10. Manner of Acting. The Corporate Member may authorize individual(s) or another body or bodies to act on behalf of the Corporate Member with respect to business of the Corporation, including, but not limited to, the exercise of the powers reserved to the Corporate Member as set forth in Section 3.02 above.

ARTICLE V

Board of Directors

Section 5.01. General Power and Duties. The business, property, affairs, and funds of the Corporation shall be managed, supervised, and controlled by its Board of Directors, which shall exercise all of the powers of the Corporation that are not reserved to the Corporate Member or otherwise delegated by the Board of Directors, subject to the limitations contained in the Articles, these Bylaws, and applicable law.

Section 5.02. Number, Identity, and Term of Office.

(a) The Board of Directors of the Corporation shall consist of ten (10) voting directors (the "Voting Directors") – including seven (7) *ex officio*, voting directors and three (3) appointed directors, as described below (collectively, the "Voting Directors"). In addition, the Board of Directors shall have one (1) *ex officio*, non-voting director, as described below. The voting and non-voting *ex officio* directors may be referred to collectively as the "*Ex Officio* Directors".

(b) The *ex officio*, voting Directors of the Corporation shall be the individuals serving, from time to time, in the following positions:

(i) The ~~–Administrator~~ (referred to as “Cognizant Administrator”), other than the President of the ~~Corporate Member~~University, designated by the President of the University. The Cognizant Administrator~~–who~~ shall also serve as the Chair of the Corporation's Board of Directors;

(ii) The Corporation's Chief Medical Officer;

(iii) The University's Provost and Executive Vice President for Academic Affairs;

(iv) The University's Chief Financial Officer

(v) The Dean of the University's College of Human Medicine;

(vi) The Dean of the University's College of Osteopathic Medicine; and

(vii) The Dean of the University's College of Nursing.

Provided, however, that if a single individual occupies more than one of the above-referenced positions by virtue of which he or she would otherwise serve as an *ex officio*, voting Director (a "Multiple Position Director"), the Multiple Position Director shall hold only one (1) *ex officio*, voting Directorship. Further, a voting Director for each additional above-referenced position held by the Multiple Position Director (a "Special Appointment Voting Director") shall be appointed either by the incorporator or by the Board of Directors. The term of office for a Special Appointment Voting Director shall continue for so long as his or her corresponding Multiple Position Director continues to occupy more than one position by virtue of which he or she would serve as an *ex officio*, voting Director or, if earlier, until the Special Appointment Voting Director's death, resignation, or removal (which may be completed by the Corporate Member or by majority vote of the Board of Directors).

(c) The Board of Directors also shall include, as appointed, voting directors, three (3) members of the University's faculty (the "Appointed Faculty Members"), who shall be appointed by the Deans who are *ex officio*, voting Directors of the Corporation.

(d) The *ex officio*, non-voting director shall be the individual serving, from time to time, as the Corporation's ~~Chief Executive Officer~~Lead Executive.

(e) The term of office for each Appointed Faculty Member shall be one (1) year. Each *Ex Officio* Director shall serve so long as he or she continues to hold the position of by virtue of which he or she serves as an *ex officio* director.

(f) Each Appointed Faculty Member shall hold office until the annual meeting of the Board of Directors at which his or her term expires and at which his or her successor is duly elected and qualified or until his or her death, resignation, or removal from office, whichever comes first. At such meeting, the Deans shall appoint three (3) individuals to serve as Appointed Faculty Members for the coming year. The term of office for each *Ex Officio* Director shall continue until the Corporation is notified that the individual no longer holds the position of by virtue of which he or she serves as an *ex officio* director.

(g) Unless otherwise determined by the Board of Directors, the number of terms, either consecutive or non-consecutive, which may be served by a director shall not be limited.

Section 5.03. Removal of Directors. The Corporate Member may remove any director at any time, with or without cause; provided, however, that an *Ex Officio* Director may be removed from the board either (a) through the amendment of these Bylaws to remove the provision stating that the individual serving in the specified position shall serve *ex officio* on the Board of Directors, or (b) as a result of his or her removal from the position by virtue of which he or she had served *ex officio* on the Board of Directors.

Section 5.04. Resignations. Any director may resign at any time by giving a written notice to the Chair or another officer of the Corporation; provided, however, that an *Ex Officio* Director may resign from the Board of Directors only by also resigning from the position by virtue of which he or she had served *ex officio* on the Board of Directors. Any resignation shall take effect at the time specified therein or, if not specified, upon receipt by an officer of the Corporation. Unless otherwise specified in the notice of resignation, the acceptance of such resignation shall not be necessary to make it effective.

Section 5.05. Vacancies. A vacancy in the position of *Ex Officio* Director shall be filled through the appointment or election of a new individual to the position by virtue of which he or she shall serve *ex officio* on the Board of Directors. Any other vacancy occurring in the Board of Directors, whether by reason of an increase in the number of directors or by the death, removal, or resignation of a director shall be filled by the Corporate Member. Each director so appointed to fill a vacancy shall hold office for the remainder of the term of his or her predecessor (if applicable), for such time as is specified by the Corporate Member at the time of his or her appointment (if any), and until his or her successor is duly elected and qualified or until his or her death, resignation, or removal from office, whichever comes first.

Section 5.06. Compensation. A director shall not receive any compensation for his or her service as director; provided, however, that a director may be given a *per diem* and/or reimbursed for reasonable expenses incurred on behalf of the Corporation and/or may serve the Corporation or one (1) or more of its affiliates in another capacity and receive reasonable compensation therefor.

ARTICLE VI
Meetings of the Board of Directors

Section 6.01. Annual Meeting. There shall be an annual meeting of the Board of Directors for the purpose of electing officers and transacting such other business as may come before the meeting. The first regular meeting of the Board of Directors held subsequent to the annual meeting of the Corporate Member shall be designated as the annual meeting of the Board of Directors.

Section 6.02. Regular Meetings. In addition to the annual meeting, the Board of Directors shall hold regular meetings periodically, and at least quarterly, as provided for by resolution of the Corporate Member or the Board of Directors. The annual meeting shall count as a regular meeting.

Section 6.03. Special Meetings. Special meetings of the Board of Directors may be called, at any time, by or at the request of the Corporate Member, the CEO, or the Board of Directors.

Section 6.04. Place of Meeting. Meetings of the Board of Directors shall be held at the principal place of business of the Corporation unless a different location, either within or without the State of Michigan, is approved by the Board of Directors and specified or fixed in the call for a meeting or notice thereof.

Section 6.05. Notice of Meetings. Unless otherwise expressly required herein, no notice shall be required for any annual or regular meeting of the Board of Directors. Notice of any special meeting of the Board of Directors shall be given to each director at least three (3) days previous thereto either by written notice delivered personally to such director at his or her address as shown on the records of the Corporation, electronically via email, or orally by conveying such notice to such director in person or in a telephone call. If notice is given orally, the individual giving such notice shall memorialize the conversation by preparing and signing a written record summarizing the conversation which written record shall be filed with the minutes of the special meeting.

Section 6.06. Waiver of Notice. Notice of any meeting may be waived in writing by any director, either before or after such meeting. Any meeting of the Board of Directors shall be a legal meeting without any notice thereof having been given if all directors shall be present thereat. Neither the business to be transacted at nor the purpose of any regular or special meeting of the Board of Directors need be specified in the notice or waiver of notice of such meeting. Attendance at any meeting, except for the sole purpose of objecting to the holding of such meeting, shall constitute a waiver of notice of such meeting.

Section 6.07. Quorum. The presence of a majority of the total number of Voting Directors then in office shall constitute a quorum for the transaction of business at any meeting of the Board of Directors.

Section 6.08. Manner of Acting. Except as otherwise provided by the Articles, by these Bylaws, or by law, the act of a majority of the Voting Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors.

Section 6.09. Order of Business at Meetings of the Board of Directors. The order of business at any meeting of the Board of Directors shall be determined by the Board of Directors.

Section 6.10. Attendance by Telephone. Any or all of the members of the Board of Directors or a committee established by the Board of Directors may participate in a meeting of the Board or such committee, as applicable, by means of a conference telephone or similar communications equipment by which all persons participating in the meeting can communicate with each other simultaneously. Participation in this manner constitutes presence in person at the meeting.

Section 6.11. Action by Written Consent. Any action which is required to be taken, or which may be taken at a meeting of the Board of Directors or any committee thereof may be taken without a meeting if a consent in writing setting forth the action to be taken shall be signed by all of the Voting Directors then in office or all members of such committee, as applicable. Such consent shall have the same force and effect as a unanimous vote of all of the Voting Directors or committee members. Such writings shall be filed with the minutes of the proceedings of the Board of Directors or of any committee taking such action. Action taken pursuant to this Section 6.11 is effective when the last Voting Director signs the consent unless the consent contains a prior or subsequent effective date.

ARTICLE VII

Officers

Section 7.01. Officers. The officers of this Corporation shall consist of a Chair, a Vice Chair, a Secretary, a Treasurer, a ~~Chief-Lead~~ Executive ~~Officer ("CEO")~~, one (1) or more Vice Presidents, and such other officers and assistant officers as the Board of Directors may designate by resolution. The Chair shall be the individual serving, from time to time, as the University's Cognizant Administrator. Each other officer of the Corporation shall be elected by (and, with the exception of the ~~CEO-Lead Executive~~ and any Vice Presidents, shall be elected from) the Board of Directors at its annual meeting, or as soon thereafter as practicable, and shall hold office until the next annual meeting of the Board of Directors and until his or her successor is duly elected and qualified or until his or her death, resignation, or removal from office, whichever comes first. Any two (2) or more offices may be held by the same person; provided, however, that no single individual may simultaneously hold two (2) or more of the following offices: Chair, ~~CEO~~Lead Executive, and Secretary.

Section 7.02. Chair. The Chair shall preside at all meetings of the Board of Directors and shall perform all duties incident to the office of chair of the board and all other duties as may be prescribed by the Board of Directors from time to time.

Section 7.03. Vice Chair. The Vice Chair shall, in the absence of the Chair, preside at meetings of the Board of Directors and shall perform all duties incident to the office of vice chair and all other duties as may be prescribed by the Board of Directors from time to time.

Section 7.04. Secretary. The Secretary shall keep the minutes of the meetings of the Corporate Member and of the Board of Directors in one or more books provided for that purpose; shall see that all notices are duly given in accordance with these Bylaws or as required by law; shall have general charge of the minute book and other corporate records (other than financial records); and shall, in general, perform all duties incident to the office of secretary and such other duties as may be prescribed by the Board of Directors from time to time.

Section 7.05. Treasurer. The Treasurer shall be responsible for the care and custody of all monies and securities of the Corporation; shall be responsible for the keeping of full and accurate accounts of all the monies received by the Corporation and paid by the Corporation; and shall perform all duties incident to the office of treasurer and such other duties as may be prescribed by the Board of Directors from time to time.

Section 7.06. ~~Chief—Lead Executive—Officer.~~ The ~~CEO—Lead Executive~~ of the Corporation shall be the Corporation's principal executive officer and shall supervise and control ~~all of the day to day business and affairs~~ of the Corporation. He or she shall have authority to sign any contracts, agreements, or other instruments on behalf of the Corporation except as may be specifically limited by these Bylaws or by the Board of Directors. The ~~CEO—Lead Executive~~ shall be an *ex officio*, non-voting member of the Corporation's Board of Directors, and the individual serving as ~~CEO—Lead Executive~~ may not be elected as or otherwise remain a voting member of the Corporation's Board of Directors during the time when he or she serves as ~~CEO—Lead Executive~~. The ~~CEO—Lead Executive~~ shall perform all duties incident to the ~~office of chief executive officer~~ leadership of the Corporation and such other duties as may be prescribed by the Board of Directors from time to time.

Section 7.07. Vice Presidents. Each Vice President, if any, shall perform such duties as may be prescribed by the Board of Directors from time to time.

Section 7.08. Other Officers and Assistant Officers. Each other officer and assistant officer, if any such officer or assistant office is deemed necessary by the Board of Directors, shall perform such duties as may be prescribed from time to time by the Board of Directors; provided, however, that the Assistant Treasurers and Assistant Secretaries, if any, also will perform such duties as may be assigned to them by the Treasurer and the Secretary, respectively.

Section 7.09. Resignation. Any officer may resign at any time by giving written notice to the Board of Directors, the ~~CEO—Lead Executive~~, or the Secretary. Any resignation shall take effect at the time specified therein or, if no time is specified, upon receipt. Unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 7.10. Removal. Any officer may be removed by the Board of Directors by a vote of a majority of the total number of Voting Directors on the full Board, whenever in its judgment the best interests of the corporation will be served thereby; provided, however, that

such removal shall be without prejudice to the contractual rights, if any, of the person so removed.

Section 7.11. Vacancies. Except for the Chair, who shall be the individual described at Section 7.01 of these Bylaws, a vacancy in any office described in this Article VII shall be filled by the Board of Directors.

Section 7.12. Salaries. Persons serving as officers of the Corporation, other than those who are deemed to be full-time employees of the Corporation, will receive no salaries or other compensation for the performance of their duties; provided, however, in the event that special or extraordinary services are rendered to the Corporation by any such officer, the Board of Directors may, by resolution, authorize payment to such officer of such compensation as it may deem reasonable; and provided, further, that any officer who advances his or her own funds to meet expenses in the performance of his or her duties as an officer of the Corporation will be entitled to reimbursement therefor.

ARTICLE VIII

Committees of the Board

Section 8.01. Creation of Committees. The Board of Directors, in its sole discretion, shall have authority to appoint one (1) or more standing or *ad hoc* committees of the Board of Directors. Such committees, if any, shall have such duties and powers as are delegated to them by the Board of Directors but shall not have authority to bind the Corporation or Board of Directors unless such authority is explicitly delegated to the committee by appropriate Board resolution. Each committee, if any, shall work to further and support the mission of the corporation.

Section 8.02. General Conditions Governing Committees. The following general conditions shall apply to any committee established by the Board of Directors:

(a) The members of each committee and the chair of each committee shall be appointed by the Board of Directors or in such other manner as may be provided for in the resolution creating such committee.

(b) The term of office of members of any committee shall commence immediately following the meeting at which they are appointed and shall continue until successors are elected and assume their respective duties.

(c) Each committee shall meet at the call of its chair at an hour and place to be stated in the call. A majority of the committee members shall constitute a quorum and the act of the majority of the committee members present at a meeting at which a quorum is present shall be the act of the committee.

(d) Vacancies in the membership of any committee may be filled by an appointment made by the chair of such committee.

(e) At the request of the Board of Directors or the CEO, a committee shall perform an evaluation of its activities including its support and furtherance of the mission of the Corporation. A report based upon such evaluation shall be submitted to the Board for review and consideration at its next regular or annual meeting.

(f) Any or all of the members of a committee may participate in a meeting of the committee by means of a conference telephone or similar communications equipment by which all persons participating in the meeting can communicate with each other. Participation in this manner constitutes presence in person at the meeting.

ARTICLE IX

Miscellaneous Provisions

Section 9.01. Depositories. Except as otherwise provided herein, all funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in such banks, trust companies, or other depositories as the Board of Directors or its duly authorized agent may designate.

Section 9.02. Checks, Drafts, Etc.. All checks, drafts, or other orders for the payment of money issued in the name of the Corporation shall be signed by such officer or officers or person or persons, whether or not officers of the Corporation, in such manner as shall from time to time be determined by resolution of the Board of Directors.

Section 9.03. Deeds, Mortgages, Bonds, Contracts, and Other Instruments. Except as may be specifically limited by these Bylaws or by the Board of Directors, any deeds, mortgages, bonds and other contracts or instruments of the Corporation may be signed by any officer of the Corporation or by such other individuals as the Board of Directors may designate from time to time.

Section 9.04. Fiscal Year. The fiscal year of the Corporation shall begin on the first day of July and end on the last day of June of the following calendar year.

Section 9.05. Loans. The Corporation shall not lend money to or guarantee the obligations of any member, director, or officer of the Corporation. Any director who knowingly votes for or assents to the making of a loan to a director or officer of the Corporation, and any officer participating in the making of such loan, will be jointly and severally liable to the Corporation for the amount of such loan until the repayment thereof.

Section 9.06. Waiver of Notice. Whenever any notice whatever is required to be given by law, the Articles, or these Bylaws, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before, at, or after the time stated therein, shall be deemed the equivalent to the giving of such notice.

ARTICLE X
Amendments

These Bylaws may be altered, amended, or repealed, and new and other bylaws may be made and adopted, only by the Corporate Member; provided, however, that the process of altering, amending, or repealing these Bylaws and making and adopting new bylaws may be initiated either by the Corporate Member or by the Board of Directors.

Certification

The undersigned officer hereby affirms that these Amended and Restated Bylaws were duly approved and adopted by the Corporate Member by resolution and became effective the ~~25th~~7th day of ~~October~~February, 2025~~4~~.

Secretary

MICHIGAN STATE UNIVERSITY

SPONSORED RESEARCH AGREEMENT TERM SHEET

Party: Advertent Biotherapeutics, Inc.

Project Description: A novel agent for preventing fatty degeneration of muscles in LGMD2B

Term: 08/01/2024-07/31/2026

Financial Terms: \$32,241 funded by a National Institute of Health (NIH) grant

Services Provided: By MSU to company: Produce, purify and QC TGFβRII-Fc in its current molecular form using CHO cells and provide analytical support for *in vitro* and *in vivo* results



Office of
**RESEARCH
AND INNOVATION**

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East Lansing, MI 48824

517/355-0306
Fax: 517/432-1171

gage@msu.edu

By company to MSU: None

**Use of University
Facilities/Personnel:**

Biochemistry Building. Dr. Erik Martinez-Hackert (Principal Investigator)

Organization Type and

Domicile:

Michigan Corporation

Personnel Interest:

Dr. Erik Martinez-Hackert, MSU Professor in the Department of Biochemistry and Molecular Biology, holds a financial interest in this company.

MICHIGAN STATE UNIVERSITY

TERM SHEET

Party:	Jolt Energy Storage Technologies, LLC (Jolt)
Project Description:	
Term:	February 7, 2025 – September 30, 2025
Financial Terms:	Jolt Energy Storage Technologies will pay Michigan State University \$40,000 dollars for testing services.
Services Provided:	By MSU to company: Building and testing a high throughput electrochemical analysis system. By company to MSU: None
Use of University	
Facilities/Personnel:	The testing will be conducted in MSU employee Dr. David Hickey's lab. Dr. Hickey will be the Principal Investigator of this project.
Organization Type and Domicile:	Michigan Limited Liability Company
Personnel Interest:	Dr. Thomas F. Guarr, Professor Fixed Term, Director of Research and Development, MSU Bioeconomy Institute, owns an ownership interest of more than 1% of the company.



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