

**NORTHERN MICHIGAN UNIVERSITY
BOARD OF TRUSTEES
Minutes of the Formal Session
of
Friday, October 1, 2021**

A formal session of the Board of Trustees of Northern Michigan University was held on Friday, October 1, 2021, in Ballroom II, Northern Center, Northern Michigan University, Marquette, Michigan. The meeting was convened at 10:19 a.m., by Chair Tami M. Seavoy.

Trustees present included:

Ms. Tami M. Seavoy, Chair
Ms. Alexis M. Hart
Mr. Robert E. Mahaney
Mr. Jason T. Morgan

Ms. Donna L. Murray-Brown
Mr. Gregory J. Seppanen
Mr. Stephen E. Young, Vice Chair

Trustees absent included:

Ms. Lisa I. Fittante

Senior Staff and Counsel present included:

Mr. Brad Canale, Chief Executive Officer – NMU Foundation
Mr. R. Gavin Leach, Vice President for Finance and Administration and Treasurer of the Board of Trustees
Dr. Kerri Schuiling, Provost and Vice President for Academic Affairs
Dr. Steven VandenAvond, Vice President for Extended Learning and Community Engagement
Ms. Deanna Hemmila, Executive Director – Board/Government Relations
Ms. Cathy A. Andrew, Secretary of the Board of Trustees
Mr. Kurt McCamman, Legal Counsel

The meeting was live-streamed on YouTube at <https://bit.ly/nmuavstreaming>.

ROLL CALL

Secretary Andrew took roll call of the Trustees and noted a quorum was met with seven (7) Trustees present.

MOTION TO APPROVE AGENDA

Chair Seavoy said she would like to make the following change to the meeting agenda:

- Add Item 8.A. – Authorization of the Chair and Vice Chair to issue an RFP to make a recommendation to the Board regarding a search firm.

The following action was taken:

It was moved by Trustee Seppanen, seconded by Trustee Morgan, and approved unanimously by a vote of 7 – 0, to approve the agenda as amended.

MOMENT OF SILENCE

Vice President Leach read memorials for the following:

- Mr. Tom Donckers – Plant Operations Building and Grounds Attendant, who died on September 8, 2021.
- Mr. Carl “Buck” Nystrom – member of the Wildcats sports family and legendary college football coach, who died on April 16, 2021.

A moment of silence was held in their honor.

INDIVIDUAL REQUESTS TO ADDRESS THE BOARD

Dr. Lesley Putman addressed the Board regarding the current AAUP negotiations, failed tentative agreement, concessions faculty took regarding overloads and summer teaching, and the need for a new compensation package she believes will attract new faculty and keep current faculty at NMU.

Dr. Dwight Brady, President of the American Association of United Professors (AAUP), addressed the Board regarding labor relations and the failed tentative agreement. He noted in the last 24 hours, through respectful and thoughtful discourse, significant strides have been made that will guide the faculty and administration over the next five years. He thanked Dr. Kapla, Provost Schuiling, Vice President Leach, and the Board for quickly responding to get the negotiations started again.

Dr. Alexander Wilson addressed the Board regarding decreased funding for lab instruction in the Chemistry Department, which corresponded with a change in the fee structure in 2016 from a \$40 per lab fee to a \$20 per student credit hour fee. He asked that the previous directly collected lab fee be reinstated or the Vice President for and Administration study the issue and correct the funding situation.

Chair Seavoy thanked the speakers for their comments. She noted that the Board does not generally respond to those who have come to speak; however, Chair Seavoy wanted to point out the following:

- The collective bargaining process does not have a role for the Board at this time
- The Board is not involved in negotiating the contract
- The Board looks forward to having a contract come before them after the parties continue with their on-going good faith negotiations
- The Board very much appreciates everyone’s work on this contract

MOMENT IN NMU HISTORY

Dr. Russell Magnaghi, NMU historian, provided a report on a *Moment in NMU’s History*. (Addendum #1)

ASNMU UPDATE

Bethany Beavers, President – ASNMU, provided a report on the semester accomplishments. (Addendum #2)

INTERIM EXECUTIVE APPOINTMENT

Chair Seavoy asked if anyone had a motion with respect to the interim executive appointment. The following action was taken:

It was moved by Trustee Murray-Brown and seconded by Trustee Morgan, to appoint Dr. Kerri Schuiling to serve as Interim President of Northern Michigan University, effective immediately, until the Board selects a successor president or as otherwise determined by the Board; and to authorize the Board Chair and Vice Chair to negotiate an employment agreement with the interim president to present to the Board for review and approval.

Discussion followed:

Trustee Murray-Brown said she is deeply impressed to see there was no need to look outside of Northern Michigan University to identify an interim president. She noted NMU has an embarrassment of riches related to the profound leadership on the administration leadership team, she appreciates both Kerri and Gavin for immediately co-leading during the short transition time before naming an interim president today, and she is personally excited by this opportunity to build momentum towards a strong future for Northern Michigan University.

Being no further discussion, Chair Seavoy called the vote:

The motion was approved unanimously by a vote of 7-0.

COMMITTEE REPORTS

Academic Affairs

Trustee Hart, Chair of the Academic Affairs Committee, reported on a meeting held earlier today, October 1, 2021. A copy of the report is appended to these minutes. (Addendum #3)

The following action was taken:

It was moved by Trustee Seppanen, seconded by Trustee Murray-Brown, and approved unanimously by a vote of 7-0 to accept the Academic Affairs Committee report.

Finance Committee

Trustee Mahaney, Chair of the Finance Committee, reported on a meeting held Thursday, September 30, 2021. A copy of the report is appended to these minutes. (Addendum #4)

The following action was taken:

It was moved by Trustee Hart, seconded by Trustee Morgan, and approved unanimously by a vote of 7-0 to accept the Finance Committee report.

RFP FOR PRESIDENTIAL SEARCH FIRM

Chair Seavoy asked for a motion authorizing the Chair and Vice Chair to issue an RFP to make a recommendation to the full Board regarding a presidential search firm. The following action was taken:

It was moved by Trustee Seppanen, seconded by Trustee Morgan, and approved unanimously by a vote of 7-0, to authorize the Chair and Vice Chair to issue an RFP to make a recommendation to the full Board regarding a presidential search firm.

FOUNDATION BOARD LIAISON SUBSTITUTION

Trustee Mahaney said he has had the privilege of serving on the Foundation Board as a liaison to this board for the past five years. He said it has been a wonderful experience as he has been able to witness first-hand the growth of the Foundation under the leadership of its CEO, Brad Canale, and his talented team. During his time serving as the liaison, the Foundation's assets have nearly doubled, alumni engagement is at an all-time high, the Foundation has established significant and strategic relationships with important partners, individuals, institutions, private enterprise, and government agencies. He said the Foundation is doing impactful work that benefits the faculty, students, and Northern as a whole. Trustee Mahaney said recently the Foundation asked Veridea Group, the company where he is the CEO, to assist them in a significant consulting capacity. Veridea agreed to do this advisory work but only on a pro bono basis. Nevertheless, to avoid any appearance of conflict, Trustee Mahaney said it is appropriate for him to step down as liaison to the Foundation's board at this time. Therefore, he asked that this Board accept his resignation as Foundation Board liaison.

Chair Seavoy said she appreciates Trustee Mahaney's statement and noted that she knows there is no actual conflict of interest since this is being done pro bono and the Board appreciate his contributions. Chair Seavoy accepted Trustee Mahaney's resignation and asked Trustee Morgan to serve as the liaison to the NMU Foundation Board. Trustee Morgan accepted Chair Seavoy's request.

The following action was taken:

It was moved by Trustee Murray-Brown, seconded by Trustee Mahaney, and approved unanimously by a vote of 7-0 to accept the appointment of Trustee Morgan as the liaison to the NMU Foundation Board.

COLLECTIVE BARGAINING

Chair Seavoy noted there is an A/P negotiated contract coming before the Board today. The following action was taken:

It was moved by Trustee Hart, seconded by Trustee Murray-Brown, and approved unanimously by a vote of 7-0 to approve the A/P negotiated contract.

Chair Seavoy noted that she did not ask for discussion as the Board has been updated on the contract terms and that it had been negotiated very promptly and successfully. She said she is very proud of the negotiating teams for negotiating this contract so quickly.

BOARD OF TRUSTEES PROPOSED 2022 MEETING SCHEDULE

Chair Seavoy noted that the proposed meeting schedule was included in the Trustees' meeting materials. The following action was taken:

It was moved by Trustee Murray-Brown, seconded by Trustee Hart, and approved unanimously by a vote of 7 – 0 to approve the 2022 Proposed Board of Trustees Meeting Schedule. (Addendum #5)

ACTION ON FORMAL RECOMMENDATIONS

The following action was taken:

It was moved by Trustee Seppanen, seconded by Trustee Murray-Brown, and approved unanimously by a vote of 7 – 0, to approve the Formal Recommendations. (Addendum #6)

ANNOUNCEMENT OF INFORMAL CLOSED SESSIONS TO BE HELD IN CONJUNCTION WITH THE DECEMBER 2021 SESSIONS OF THE BOARD

Chair Seavoy made this announcement for the public record.

GOOD OF THE ORDER

Chair Seavoy opened the floor to the Trustees for Good of the Order.

Trustee Morgan made the following comments:

- We've had an eventful past week on campus and he has heard many things from the campus community – students, faculty, and staff – concern, a sense of uncertainty – big changes are scary.
- He has also heard a lot of hope and positivity about the future of NMU – he noted that is why we are all here; we all care very deeply about this university; we want the best for each and everyone here.
- Many people are saying, "what does the future look like?" He stated all of us know in our heart it looks really, really bright because we have incredibly passionate and dedicated faculty, staff, students, alumni, the Marquette community.
- He is excited looking forward as a Trustee. His hope is that we will continue to engage all of our communities – students, faculty, staff, community members – as we look towards the future of the university. He stated he is very excited to be part of it, excited to be part of this Board, and is looking forward with a lot of positivity.

Trustee Murray-Brown touched on the following:

- She thanked Trustee Morgan for his comments and noted that she fully agrees with what he had to say.

Trustee Hart commented on the following:

- We are embarking on a time of change at Northern Michigan University which can naturally breed anxiety for some.
- For herself, and talking with others in the university community and on the board, it gives her a greater sense of hope for the future.

- The Board made a decision, with the best interest of the university in mind, and has eight (8) very capable, independent thinking members that came to a unanimous conclusion that we need to continue on a path of innovation and forward thinking, that includes the highest levels of collaboration, transparency, communication, and integrity that will elevate NMU to the next level.
- We are looking to the future and have many exciting things on the horizon that have happened as a result of the collective whole – many of those people are right here in this room.
- She has every confidence in the leadership that we see at every level of this organization and is truly a believer that leadership is not about what position you hold, what level you're at – leadership flourishes within all of us every day.
- She believes we all have one common goal – the best interest of this university – and we will see this not only continue but flourish as we move forward.

Trustee Mahaney touched on the following:

- The decision and events in the past few weeks were arrived at with much independent debate and discussion and the action taken was not taken lightly.
- The Board understands this action has consequences on the university community, and it led to the Board having to make a tough decision.
- As he thinks about Northern, both as a Trustee and as a member of this community, as a Yooper, Northern's future has never been brighter – NMU has so much opportunity ahead of it.
- The biggest challenge we face is ourselves. Are we going to come together, are we going to work together, are we going to seize upon these opportunities?
- It's very easy to focus on things that aren't going as well as we'd like, but at the same time we have accomplished so much.
- His hope is that very shortly we are going to be announcing some exciting news about additional investments in the university in infrastructure, academic innovation, facilities, and programming, that will launch NMU up to the next level and can't wait to share all of that.
- He referred to the administration seated behind him – who have done yeoman's work, not only in the past interval when the board has been working on the presidential situation, but over the years. He particularly wanted to mention Vice President for Finance Leach who has a tough job as the person who has to deliver the bad news, has to balance the budget year in and year out, and has done that consistently for many years. Because of that NMU is in a strong financial position today which is going to benefit faculty, students, the university, the entire region – so he tipped his hat to Vice President Leach for all the work he's done.
- He congratulated Dr. Schuiling and expressed his appreciation for her willingness to step up and take on the role of interim president as she was scheduled to retire in January. He said we are fortunate and he is personally grateful that she is willing to step up and take on this important task at this time.
- He's been on this board for seven years and this board today, always, in every decision it makes and every deliberation it takes on, always acts with the best interest of this university in mind.

Vice Chair Young made the following comments:

- Everyone has to make decisions in their lives – this past week or so there have been some major decisions made – one affecting the leadership of this university, the other on the contract.
- We can all agree or disagree with those decisions but the fact is they have been made. The other fact is that everyone has a basic right to make those decisions. It's not for anyone to pass judgment on those opinions or decisions that have been made.
- We need to move forward, and we need to move forward in the best interest of this university. If we're looking backward, we can't see what's in front of us and it's important to continue to look forward and not backwards to analyze or try to figure out why certain decisions have been made because they've already been made. We have to figure how we deal with those decisions.
- He called upon this board, community, the campus – students, faculty, everybody – to help everyone move forward in what are some uncharted waters. If we do that, we will come out of this stronger and better.
- There are some good opportunities in front of us, as well as some challenges, but we can do this together.

Chair Seavoy made the following comments:

- Change is inevitable and we are in a time of change.
- As the Board carries out the search for the new leader of the university, they will do so with an effort to engage all constituencies – the students, faculty, community, the leaders of this community, and the leaders of this university.
- While the Board has sole responsibility for the hiring of the president, they look forward to engaging others in helping to identify the greatest needs of this university to align the qualities of the next leader with the needs of the university and move forward in the right step for the right time.
- We do have a bright future here at Northern and the Board is committed to it.

ADJOURNMENT

The following action was taken:

It was moved by Trustee Seppanen, seconded by Trustee Mahaney, and approved unanimously by a vote of 7 – 0 to adjourn the meeting.

Chair Seavoy adjourned the meeting at 11:12 a.m.

Respectfully submitted,

Cathy A. Andrew
Secretary of the Board of Trustees