

**NORTHERN MICHIGAN UNIVERSITY
BOARD OF TRUSTEES
Minutes of the Formal Session
of
Friday, December 10, 2021**

A formal session of the Board of Trustees of Northern Michigan University was held on Friday, December 10, 2021, in Ballroom I, Northern Center, Northern Michigan University, Marquette, Michigan. The meeting was convened at 10:00 a.m., by Chair Tami M. Seavoy.

Trustees present included:

Ms. Tami M. Seavoy, Chair	Ms. Donna L. Murray-Brown
Ms. Lisa I. Fittante	Mr. Gregory J. Seppanen
Ms. Alexis M. Hart	Mr. Stephen E. Young, Vice Chair
Mr. Robert E. Mahaney	Dr. Kerri D. Schuiling, Interim President
Mr. Jason T. Morgan	

Senior Staff and Counsel present included:

Mr. Brad Canale, Chief Executive Officer – NMU Foundation
Dr. Dale Kapla, Interim Provost and Vice President for Academic Affairs
Mr. R. Gavin Leach, Vice President for Finance and Administration and Treasurer of the Board of Trustees
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 (*via Zoom*)
Ms. Leigh Schultz, 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 with all Trustees present.

MOTION TO APPROVE AGENDA

The following action was taken:

It was moved by Trustee Mahaney, seconded by Trustee Hart, and supported by a vote of 8 – 0, to approve the agenda as written.

INDIVIDUAL REQUESTS TO ADDRESS THE BOARD

Ms. Molly Miller, Ms. Zoe Tardy, and Ms. Laura Whipple, addressed the Board regarding sustainability and climate change efforts at NMU and a fossil fuel divestment proposal. Divest NMU is currently working on.

Chair Seavoy thanked the speakers for their comments. She noted that the Board very much appreciates hearing from the students about their involvement in campus and areas in which they feel great passion.

INTRODUCTION OF GRADUATING SENIOR SPEAKING AT MIDYEAR COMMENCEMENT

Interim Provost Kapla introduced Ms. Lynda “Lyndie” Unterkircher, Biology major with a concentration in Physiology from Sturgis, Michigan, who will represent the graduating class of fall 2021 at Commencement ceremonies tomorrow, Saturday, December 11, 2021. Chair Seavoy congratulated Ms. Unterkircher and presented her with a plaque. A photo was taken.

ANNOUNCEMENT OF STUDENT CHOICE AWARD RECIPIENT AND COMMENCEMENT SPEAKER

Interim President Schuiling announced Dr. Rebecca Ulland, Professor and Head of the Department of Languages, Literatures, and International Studies, was selected by the students as the Student Choice Award Recipient and December 2021 Commencement Speaker.

MOMENT IN NMU HISTORY

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

ASNMU UPDATE

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

PRESIDENT'S REPORT

Interim President Schuiling reported on university accomplishments since the last meeting. Her report is appended to these minutes. (Addendum #3)

COMMITTEE REPORTS

Academic Affairs

Trustee Hart, Chair of the Academic Affairs Committee, reported on a meeting held earlier today, December 10, 2021. A copy of the report is appended to these minutes. (Addendum #4)

Finance Committee

Trustee Mahaney, Chair of the Finance Committee, reported on a meeting held Thursday, December 9, 2021. A copy of the report is appended to these minutes. (Addendum #5)

The following Special Action was taken:

It was moved by Trustee Seppanen, seconded by Trustee Morgan, and supported by a vote of 8 – 0, that the Board of Trustees approve Northern Michigan University administration provide a 2.5% one-time payment to non-faculty employees in fiscal year 2022 in recognition of their outstanding efforts.

BYLAWS AMENDMENT AND POLICY LANGUAGE

Chair Seavoy said the charge of the Ad Hoc Policy Review Committee was amended in December 2020 to include a review of the Board Bylaws. Trustee Hart, Chair of the Ad Hoc Policy Review Committee, noted the following related to that review:

- Bylaws were last updated in 2017.
- Bylaws, or portions of the bylaws, were identified that required updating because of changes in technology or processes that could be more efficient.
- Copies of the proposed amendments were given to the Trustees as required by Article XII of the Bylaws. (Addendum #6)

The following action was taken:

It was moved by Trustee Morgan, seconded by Trustee Murray-Brown, and supported by the full Board, to accept the proposed amendments to the Bylaws, effective immediately.

Trustee Hart reported that in addition to amending the Bylaws, the Committee identified the need to amend certain policies to include language encouraging complainants to come forward to file complaints even if the alleged respondent is a Board member or senior executive administrator of Northern Michigan University and to provide an alternate path to report these complaints against University leaders. The committee prepared the following introductory paragraph and asks the full Board to move to include the language in the following policies: 1) Sexual Misconduct Policy, which includes the Anti-Harassment Policy; 2) ADA and Anti-Discrimination Policy; 3) Anti-Retaliation Policy; and 4) Consensual Relationship Policy.

“The University welcomes and encourages you to report all complaints of harassment, discrimination, retaliation, and sexual misconduct. All complaints or inquiries should be reported to the Title IX Coordinator. In the event there is a complaint against an executive level administrator or a member of the Board of Trustees, reports may be made directly to the University’s General Counsel, who reports directly to the Board of Trustees, or to the Chair or Vice Chair of the Board of Trustees. All complaints will be thoroughly investigated and appropriate action will be taken based on the investigation findings, facts, and circumstances.”

The following action was taken:

It was moved by Trustee Morgan and seconded by Trustee Murray-Brown to include the recommended language in the policies.

Discussion followed:

Trustee Morgan thanked Trustee Hart for her diligent work on this matter and noted the following:

- This is a positive addition and will ensure all people at NMU are held to the same high standards of conduct, including the most senior individuals at the university, and that a safe path is available for those who seek to raise those concerns.

- Ensuring everyone has a safe, secure, and transparent path to address concerns among anybody at this university is important to fostering a positive environment for our campus.
- He strongly supports these changes.

Trustee Mahaney thanked Trustee Hart for her work on this as it is long overdue.

Being no further discussion, Chair Seavoy called the question.

The motion was supported unanimously by a vote of 8 – 0.

Chair Seavoy thanked Trustee Hart and the Committee for the work done on this, as well as the policies that have been reviewed over the past few years.

LUTHER WEST NAMING CHANGE

Interim President Schuiling provided a report on the background of the naming recommendations for the Luther S. West Science Building. (Addendum #7)

Following her report, the following action was taken:

It was moved by Trustee Seppanen, seconded by Trustee Murray-Brown, that:

Northern Michigan University should remove Luther S. West as the name of the University's Science Building, effective immediately. The facility will be known as The Science Building (TSB) until the point of another naming opportunity.

Northern should phase out *Hail Northern* as the University's alma mater. The song was authored by Dr. West for NMU's Golden Jubilee in 1949.

Discussion followed:

Chair Seavoy noted that the family of Dr. West has provided the Board with a letter from Dr. West's son, David J. West, Ph.D., MPH, dated December 9, 2021 (Addendum #8) and Mr. Mark D. West and Ms. Lisa Woodson West, Esq., dated December 9, 2021, (Addendum #9) supporting Dr. West and requesting the Board delay this action. The letters will be preserved as part of the record.

Trustee Seppanen said he has reviewed the letters and looked at the work of the committee, which was extremely thorough, and asked his fellow Trustees to move forward with the action.

Being no further discussion, Chair Seavoy called the question.

The motion was supported unanimously by a vote of 8 – 0.

ACTION ON FORMAL RECOMMENDATIONS

The following action was taken:

It was moved by Trustee Young, seconded by Trustee Hart, and supported by a vote of 8 – 0, to approve the Formal Recommendations. (Addendum #10)

CHAIR AND VICE CHAIR ELECTIONS

Chair Seavoy asked for nominations from the floor.

It was moved by Trustee Fittante and seconded by Trustee Murray-Brown to elect Trustee Stephen E. Young – Chair and Trustee Alexis M. Hart – Vice-Chair of the NMU Board of Trustees for calendar year 2022.

Discussion followed:

Trustee Fittante said she has the utmost confidence that Trustees Young and Hart will be excellent leaders to assist us in the exciting upcoming year 2022.

Being no further discussion, Chair Seavoy called the question.

The motion was supported unanimously by a vote of 8 – 0.

Vice Chair Young thanked his fellow Trustees for their support and confidence in him for the coming year. He noted there will be a lot of challenges and opportunities and is excited to be working with everyone as we move forward in 2022. He gave a shout out and thanked his mom, who is 96-years young, watching from home in Saginaw.

APPOINTMENTS TO THE NMU BOARD OF TRUSTEES STANDING COMMITTEES AND EX OFFICIO APPOINTMENTS TO THE NMU FOUNDATION BOARD FOR CALENDAR YEAR 2022

Chair-elect Young nominated the following Standing Committee make-ups for calendar year 2022:

Finance Committee:

Trustee Robert E. Mahaney – Chair
Trustee Alexis M. Hart
Trustee Gregory J. Seppanen

Academic Affairs Committee:

Trustee Lisa I. Fittante – Chair
Trustee Tami M. Seavoy

Extended Learning and Community Engagement Committee:

Trustee Alexis M. Hart – Chair
Trustee Jason T. Morgan
Trustee Tami M. Seavoy

Ad Hoc Policy Review Committee:

Trustee Tami M. Seavoy – Chair
Trustee Lisa I. Fittante
Trustee Jason T. Morgan

Ad Hoc External Partnerships:

Trustee Robert E. Mahaney – Chair
Trustee Gregory J. Seppanen

Ad Hoc Recruitment and Retention Committee

Trustee Jason Morgan – Chair
Trustee Greg Seppanen

The remaining committee appointments will be filled when the open spot on the Board that is effective January 1, 2022, has been filled by Governor Whitmer.

The following action was taken:

It was moved by Trustee Hart, seconded by Trustee Murray-Brown, and supported by a vote of 8 – 0, to approve the standing committee appointments of the NMU Board of Trustees for calendar year 2022.

EX OFFICIO APPOINTMENTS TO THE NMU FOUNDATION BOARD FOR CALENDAR YEAR 2022

Chair-elect Young announced that Trustee Jason t. Morgan and Trustee Alexis M. Hart will serve as ex officio appointments to the NMU Foundation Board of Trustees for calendar year 2022.

ANNOUNCEMENT OF INFORMAL CLOSED SESSIONS TO BE HELD IN CONJUNCTION WITH THE FEBRUARY 2022 SESSIONS OF THE BOARD

Interim President Schuling made this announcement for the public record.

RECOGNITION OF OUTGOING TRUSTEE

Chair Seavoy announced that this is the last meeting with Trustee Murray-Brown who is moving out of state, noting that she is one of the 100 most influential women in Michigan and the winner of Michigan League for Public Policy Sharon Parks Award. She thanked her for her insightful questions during discussions and contributions to the Board. She has been proud to serve with her, wishes her the best, and hopes she stays connected with Northern Michigan University. Trustee Murray-Brown was presented with a Wildcat Statue. A photo was taken.

Trustee Murray Brown made the following comments:

- She is proud of the profound things that have been accomplished in this session – ability to acknowledge the land the university resides on; holding ourselves accountable with the policies we've made; to be able to pay people and reward them for their work.
- She is grateful to have served with everyone and has learned so much from the Trustees, administration, faculty, and students.

RECOGNITION OF OUTGOING CHAIR

Chair-elect Young thanked Chair Seavoy for her service and commitment as Chair over the past year, noting he came away from the year with three things: 1) this job keeps you very busy; 2) Chair Seavoy is one of the most prepared people he has ever met; and 3) she has done a great job in her role. Looking back there were numerous challenges in 2021 – COVID, vaccine discussions, faculty contract negotiations, change in leadership, among others – all of which have required a tremendous amount of work. He touched on the other hats that Chair Seavoy wears other than that of a Trustee. She was presented with engraved marble bookends. A photo was taken.

GOOD OF THE ORDER

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

Trustee Morgan made the following comments:

- He thanked the following:
 - Chair Seavoy for her leadership during his first year on the Board;
 - Chair-Elect Young and Vice Chair-Elect Hart for stepping up to take the leadership roles.
 - Trustee Murray-Brown for her thoughtful discussions and conversations
 - Interim President Schuiling for stepping in. He is impressed with the leadership, the environment, relationships on campus, the feeling of a collaborative spirit – things feel better with her leadership.
- His hope is to further the relationships across campus with faculty, students, staff, over the next year
- He's seen how deeply passionate everyone is about the university and the surrounding community.

Trustee Seppanen touched on the following:

- He thanked Trustee Murray-Brown for her contributions during her time on the Board.
- He thanked and acknowledged each Trustee for their dedication and contributions to the Board during his first year as a Trustee.
- He acknowledged the financial shape and how well-run the university is and the staff at Northern – faculty, support staff, etc.
- He looks forward to the selection process for the new president and next year.

Trustee Murray-Brown commented on the following:

- She thanked Chair Seavoy for her bold and inclusive leadership.
- She thanked each Trustee, Secretary Andrew, Ms. Hemmila, Vice President Leach, Vice President VandenAvond, Interim Provost Kapla, Mr. Canale, and Interim President Schuiling for their friendship, support, and thoughtfulness throughout her time on the Board.

Trustee Fittante touched on the following:

- She said she appreciated getting to know some of the members of the Academic Senate Executive Committee and NMUFA Executive Committee at dinner Thursday evening.
- She thanked Chair Seavoy for her leadership throughout the past difficult, challenging year.
- She is looking forward to next year under the leadership of Chair-Elect Young and Vice Chair-Elect Hart.
- She thanked Trustee Murray-Brown for her contributions and friendship.

Trustee Hart said the following:

- She looks forward to additional educational opportunities similar to the science lab tours the Board participated in on Thursday.
- She was delighted to have the opportunity to meet with and have some very good discussions with the faculty leadership groups Thursday evening.
- She is excited to serve as Vice Chair next year.
- She thanked Chair Seavoy and Vice Chair Young for how closely and collaboratively they worked together over the past year and is looking forward to continuing that going forward.
- She is looking forward to starting the presidential search noting the Board is aligned in wanting to be inclusive of all key stakeholders in the university regarding input and moving forward with making a selection.
- She thanked Trustee Murray-Brown for her contributions to the Board and looks forward to their continued friendship.

Trustee Mahaney noted the following:

- He congratulated the commencement speakers and wished them luck post-graduation.
- He thanked the following:
 - Trustee Murray-Brown for her respectful discussions and contributions to the Board.
 - Chair Seavoy for her leadership during a difficult year.
 - Chair-Elect Young and Vice Chair-Elect Hart for stepping up to lead the Board next year.
 - Interim President Schuiling for stepping up to lead the university.
- He enjoyed the dinner and conversations with the faculty leadership groups Thursday evening and the lab tours with the faculty and students.

Interim President Schuiling made the following comments:

- She thanked Chair Seavoy and Vice Chair Young for their leadership and patience with her as she steps into this new role.
- She appreciates the Trustees for their mentorship and confidence in her as she steps into this new role.
- She thanked the Trustees for doing extraordinarily hard work and the policy changes that have resulted in some of this work.
- She thanked the colleagues she works with on a daily basis; former Trustee Jim Haveman for his mentorship; and faculty and staff for holding her feet to the fire.

Vice Chair Young made the following comments:

- A lot has been accomplished this year and looking forward there is more to do – he’s excited about that – it’s not work or a burden – it’s challenges and opportunities, which excites him and he’s looking forward to next year.
- He’s proud to be part of this team.

Chair Seavoy made the following comments:

- Her goal for the year was to orient the two new Trustees quickly and thoroughly so all eight were engaged in committee and board meetings and fully understood how governing the university as a Trustee differs from managing.
- There were some unanticipated roads to travel – this Board has been fully engaged and has had the university’s best interests, the university’s mission, as its focus the entire time.

- The Board has made difficult decisions to ensure the long-term success of Northern Michigan University.
- She thanked the Trustees, the executive council, Ms. Hemmila, Secretary Andrew, legal counsel Mr. McCamman, for the honest contribution everyone has made over the past year.
- The university is on the verge of its next successes.
- She looks forward to the leadership of Chair-Elect Young and Vice Chair-Elect Hart and finishing out her last year on the Board with the hiring of a new president, with assuring a strategic plan that drives us forward, and building on the success that this university has already won.
- She looks forward to tomorrow's graduation when she becomes an NMU graduate's mom.

ADJOURNMENT

Chair Seavoy adjourned the meeting at 11:29 a.m.

Respectfully submitted,

Cathy A. Andrew
Secretary of the Board of Trustees