

Minutes of the Regular Meeting of the
Ferris State University Board of Trustees
Held on Friday, December 18, 2020
Virtual Meeting

1. Call to Order and Roll Call

A Regular Meeting of the Ferris State University Board of Trustees was held virtually on Friday, December 18, 2020. Chair Anna P. Seibold called the meeting to order at 4:05 p.m. In addition to Chair Seibold, the following individuals were present: Trustees Lori A. Gwizdala, Robert J. Hegbloom, Kurt A. Hofman, Ana L. Ramirez-Saenz, Kari L. Sederburg, Rupesh K. Srivastava, and LaShanda R. Thomas; University President David L. Eisler; Provost and Vice President Bobby Fleischman; University Vice Presidents David Pilgrim, Jim Bachmeier, Shelly L. Percy, and Jeanine Ward-Roof; University Vice President and General Counsel Miles J. Postema; Kendall College of Art and Design President Tara McCrackin; Board Counsel Fredric N. Goldberg; Secretary to the Board of Trustees Karen K. Huisman; and members of the University and area communities.

2. Hearing of the Public

President Eisler recited the Certificate of Recognition awarded by the Board of Trustees and President Eisler to the University's Higher Learning Commission Leadership Team and everyone involved in the Reaffirmation of Accreditation process at Ferris State University. President Eisler and the Board recognized the Leadership Team, noting this was the second consecutive reaffirmation review that has resulted in all criteria being met without interim monitoring or follow-up.

No one else responded to Chair Seibold's invitation to address the Board.

3. Administrative Reports

The following Administrative Reports were presented. Copies of written reports are located in the official file for this meeting:

- a. Student Government – Allyson Faulkner, Student Government President
- b. Academic Senate - Sandy Alspach, President, Academic Senate
- c. Finance – Jim Bachmeier, Vice President for Administration and Finance
- d. Critical Success Factors/Dashboard – President David Eisler
- e. Strategic Plan Update – Bobby Fleischman, Provost and Vice President for Academic Affairs

4a. Bylaw Amendment – Electronic Meetings

Board Counsel Goldberg provided an overview of this item. It was then moved by Trustee Sederburg, supported by Trustee Thomas, and unanimously carried that Section 2-224 of the Ferris

State University Code of Rules, Bylaws and Policies (“the FSU Code”) is hereby amended to read in its entirety as follows:

RESOLUTION

“Sec. 2-224. Participation of Trustees and Public by Conference Telephone or Similar Communications Equipment.

(1) A Trustee may participate in a formal session of the Board by means of conference telephone or similar communications equipment through which all persons participating in the formal session can communicate with the other participants. Participation in a formal session pursuant to this section shall constitute presence in person at the formal session. If the conduct of a formal session in whole or in part through electronic means is directed as described in subsection (2) below, a Trustee shall participate by electronic means.

(2) It is the policy of the Board that formal sessions should be held in a location available to the public for in-person attendance in the absence of special circumstances, such as epidemic, natural disaster, civil disturbance, or similar conditions. However, if it is considered necessary or advisable to prohibit or limit an in-person gathering for a formal session for reasons of public health and safety, the Board acting in formal session, or the Chair or President in the absence of such action, may direct that upcoming formal sessions be held completely by electronic means, or by a combination of electronic means and limited in-person attendance. When so directed:

(a) The session shall be conducted in a manner that permits two-way communication so that (i) members of the Board can hear and be heard by other members of the Board; (ii) the public can hear all members of the Board and other members of the public; and (iii) subject to Rule 2-215, the public may address the Board orally or by typed comments that may be read to or shared with members of the Board during the public comment period.

(b) Notice of formal sessions shall include notice that the session will be held in whole or in part through electronic means. If the circumstances leading to calling an electronic session occur after the time provided for giving of notice of a regular formal session, notice that the meeting will be held by electronic means shall be given at least eighteen (18) hours before the session in the manner provided by these Bylaws for notice of special formal sessions.

(c) The notice shall indicate why the session is being held by electronic means, and provide instructions how members of the public may observe and participate in the session by electronic means, including applicable internet address, telephone number, password, session identification code, or other necessary information, and a reference to Bylaw 2-215 for persons desiring to address the Board.

(d) The requirements for persons desiring to address a formal session of the Board in Section 2-215 of these Bylaws shall apply to formal sessions held in whole or in part by electronic means.”

4b. Ratification of Prior Actions

Board Counsel Goldberg provided an overview of this item. It was then moved by Trustee Sederburg, supported by Trustee Hegbloom, and unanimously carried that the Ferris State University Board of Trustees hereby approves the following Resolution, as submitted on this date:

RESOLUTION

“WHEREAS, following the declaration of a state of emergency by the Governor, observation and participation by the public in formal sessions of the Board of Trustees has been provided by electronic means, in accordance with the guidelines of Executive Orders issued by the Governor; and,

WHEREAS, the Michigan Supreme Court decision in In Re Certified Questions from the United States District Court, Southern Division, No. 161492 (October 2, 2020) invalidated one of the statutes pursuant to which those orders had been issued; and,

WHEREAS, the Board of Trustees has now adopted a Bylaw amendment providing for public participation through electronic means in the case of epidemic, natural disaster, or similar circumstances which make in-person gatherings inadvisable; and,

WHEREAS, counsel has recommended that the Board of Trustees ratify and confirm all actions taken during those previous formal sessions in which public participation was provided by electronic means.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Trustees hereby ratifies, readopts and confirms all resolutions adopted and actions approved by the Board during formal sessions in 2020, effective as of the date such resolutions or actions were approved.

BE IT FURTHER RESOLVED that the Board of Trustees hereby ratifies and confirms all actions taken by University officials, employees, agents, and contractors as directed and authorized by the resolutions and actions hereby ratified, readopted and confirmed.”

4c. Consent Calendar

It was moved by Trustee Gwizdala, supported by Trustee Ramirez-Saenz, and unanimously carried that the Ferris State University Board of Trustees hereby approves the following Resolution, as submitted on this date:

“RESOLVED, that the Ferris State University Board of Trustees hereby approves the items contained in the Consent Calendar as presented in the appended documentation:

- a. *Consent Calendar*
 1. *Minutes of October 2, 2020*
 2. *Personnel Items*
 3. *Appointments to the Boards of Directors of FSU-Authorized Charter School Academies*
 4. *Ratification of Exigent Appointment to Joy Preparatory Academy Board of Directors*
 5. *Auditing Services*
 6. *Revision to Board-Approved Policy, Subpart 8-7, Employee and Student Dignity, Sec. 8-702”*

4d. New Degree: Associate of Arts in Art History, Kendall College of Art and Design

It was moved by Trustee Hegbloom, supported by Trustee Srivastava, and unanimously carried that the Ferris State University Board of Trustees hereby approves the following Resolution, as submitted on this date:

RESOLUTION

“WHEREAS, Kendall College of Art and Design of Ferris State University currently offers a Bachelor of Science degree in Art History; and,

WHEREAS, the majority of KCAD Art History majors are students who transfer to KCAD from Grand Rapids Community College or other area community colleges; and,

WHEREAS, this associate degree would enable students to begin their studies at KCAD with the benefit of access to available funding support for two-year programs, should they qualify; and,

WHEREAS, the proposing faculty have reviewed other programs across the state of Michigan and nation and feel this program will be unique with Michigan universities; and,

WHEREAS, the Associate of Arts in Art History degree and curriculum have been reviewed and recommended for approval by the KCAD College Senate, the KCAD Dean of Academic Affairs, the KCAD President and the Ferris State University President’s Council; and,

WHEREAS, the University will file the appropriate documents with the National Association of Schools of Art and Design and to the President’s Council of the State Universities of Michigan, initiating the process of accrediting the new degree, contingent upon Board of Trustees approval; and,

WHEREAS, it is the University’s intent to begin enrolling students in the Associate of Arts in Art History degree program beginning with Fall Semester 2021; and,

WHEREAS, Board of Trustees’ approval is required to establish this new degree program, pursuant to Board-approved Academic Affairs – Programming Responsibilities policy, Section 3-201(1).

NOW THEREFORE BE IT RESOLVED that the Ferris State University Board of Trustees hereby approves the establishment of the Associate of Arts in Art History degree program at Kendall College of Art and Design, in accordance with Board-Approved Policy, Academic Affairs—Academic Programming Responsibilities, and contingent upon fulfillment of the requirements of the National Association of Schools of Art and Design and the President’s Council of the State Universities of Michigan, as of the Spring Semester 2015.

WHEREAS, Kendall College of Art and Design will not advertise this degree, offer it, nor publicize it in any form until the appropriate approvals are in place.”

4e. Adobe Inc., Product Licensing Agreement Renewal

It was moved by Trustee Thomas, supported by Trustee Hofman, and unanimously carried that the Ferris State University Board of Trustees hereby approves the following Resolution, as submitted on this date:

RESOLUTION

“WHEREAS, Adobe Acrobat Professional and Creative Cloud by Adobe Inc. are the product lines that provide the campus community access to a collection of software used for electronic signatures, graphic design, video editing, web development, photography, along with a set of mobile applications and also some optional cloud services; and,

WHEREAS, the Adobe product licensing agreement is negotiated every 3 years by Informational Technology Services (ITS) on behalf of the campus community, with the last agreement signed in 2017 for years 2017-2020; and,

WHEREAS, the Office of Administration and Finance requests the Board to allow for continuity of Adobe Product utilization across the campus community for a period of three (3) years; and,

WHEREAS, Board approval is required to enter into this agreement pursuant to board-approved Purchasing Policy, Section 4-205, Matters Reserved to the Board, as it relates to professional services contracts.

NOW THEREFORE BE IT RESOLVED that the Board of Trustees hereby approves the Administration’s recommendation and authorizes the Vice President for Administration and Finance to renew the Product Licensing Agreement with Adobe, Inc. for the Adobe Acrobat Professional and Creative Cloud products in an amount not to exceed \$165,000.00 annually, for a total amount not to exceed \$500,000.00 for the three (3) year period commencing January 15, 2021.

BE IT FURTHER RESOLVED that funding for this agreement will be provided from a combination of the budgets from each division, depending on their license counts.”

4f. Online Bookstore and Course Materials Platform

It was moved by Trustee Thomas, supported by Trustee Gwizdala, and unanimously carried that the Ferris State University Board of Trustees hereby approves the following Resolution, as submitted on this date:

RESOLUTION

“WHEREAS, the current Bookstore agreement expires on June 30, 2021; and,

WHEREAS, the Office of Auxiliary Enterprises received proposals through an RFP process, and in collaboration with a team of University stakeholders has identified Akademos, Inc as the successful vendor to provide textbooks and other course materials; and,

WHEREAS, Akademos, Inc will provide \$10,000.00 annually in textbook scholarships; and,

WHEREAS, Akademos, Inc will provide \$7,500.00 annually in support of the Ferris Foundation.

NOW THEREFORE BE IT RESOLVED, that the Board of Trustees hereby authorizes President David L. Eisler, or his designee, to enter into an agreement with Akademos, Inc to provide textbooks and other course materials for the university for up to five years.”

4g. Authorization to Retain Professional Services for Executive Searches

It was moved by Trustee Thomas, supported by Trustee Hofman, and unanimously carried that the Ferris State University Board of Trustees hereby approves the following Resolution, as submitted on this date:

RESOLUTION

“WHEREAS, the University periodically needs the assistance of a professional search firm to assist in the process of creating an expanded pool of quality applicants to help insure that we are able to have a successful search; and,

WHEREAS, the Administration conducted a national request for proposal (RFP) process whereby state, regional, and national firms were able to participate in an open bid process, resulting in the University receiving six (6) proposals; and,

WHEREAS, the Administration has reflected on the potential need for these services over the next two (2) years through calendar year 2022 and is recommending the retention of the national search firm of Academic Search; and,

WHEREAS, Board approval is required to authorize the Administration to enter into an agreement with each of this firm, pursuant to Board-approved Purchasing Policy, section 4-205, Matters Reserved to the Board, as it relates to professional services contracts.

NOW THEREFORE BE IT RESOLVED, that in accordance with Board-approved Contracting Policy, section 4-205, Matters Reserved to the Board, the Vice President of Administration and Finance or his designee is hereby authorized to negotiate and enter into an agreement with Academic Search for executive search services, for a fee of 30 percent of the initial annual salary of the individual hired, with a minimum cost of \$40,000 and a maximum cost of \$80,000, plus related expenses.

BE IT FURTHER RESOLVED, that funding for this professional service will be provided from the division, college, or unit budget where the position is located.”

4h. Designation of FSU-GR Conference Center and Transfer of Liquor License

It was moved by Trustee Thomas, supported by Trustee Gwizdala, and unanimously carried that the Ferris State University Board of Trustees hereby approves the following Resolution, as submitted on this date:

RESOLUTION

“WHEREAS, the Michigan Liquor Control Code of 1998 (the “Act”), under Section 513, being MCL 435.1513, authorizes the Michigan Liquor Control Commission (the “Commission”) to issue a license to the Board of Trustees for the sale and consumption of alcoholic liquor on the premises of a “conference center” operated by the Board of Trustees; and,

WHEREAS, the definition of “conference center” under Section 513 of the Act includes “the FSU-GR Conference Center of Ferris State University”; and,

WHEREAS, previously, the Commission issued the FSU-GR Conference Center license under Section 513 of the Act to the Board of Trustees for a portion of the facility located at 17 Fountain NW, Grand Rapids, Michigan (the “Original Conference Center”), which the Board of Trustees had previously designated as the “FSU-GR conference center” for purposes of Section 513 of the Act; and,

WHEREAS, the University elected not to renew the liquor license for the Original Conference Center due to lack of use, resulting in the termination of said liquor license in May of 2012; and,

WHEREAS, on August 28, 2013, the University acquired Units 1A, 1B, and 2 of the Gallery on Fulton, a condominium, located at 2 West Fulton, Grand Rapids, Michigan (the “New Conference Center”), a portion of which was operated by the University’s Kendall College of Art and Design under its UICA program; and,

WHEREAS, in 2014 the Board of Trustees designated the UICA Facility at 2 Fulton Street SW, Grand Rapids as the “FSU-GR Conference Center of Ferris State University” under Section

513 of the Act. Thereafter Ferris applied for and received under Section 513 of the Act a conference center Class C liquor license for the 2 Fulton Street location; and,

WHEREAS, the University is now in the process of selling the 2 Fulton Street location and has moved the UICA to the Woodbridge N. Ferris Building at 17 Pearl Street NW, Grand Rapids and wishes to transfer the existing liquor license to UICA's new location at 17 Pearl Street NW, Grand Rapids; and,

WHEREAS, the University has had preliminary discussions and taken preliminary steps with the Liquor Control Commission for a liquor license under Section 513 of the Act at the Pearl Street location, and,

WHEREAS, the Commission has indicated that the Board of Trustees must designate the Pearl Street location as the FSU-GR Conference Center of Ferris State University under Section 513 of the Act, authorize the application to the Commission and the City of Grand Rapids for the issuance of a liquor license under Section 513 of the Act at to the Pearl Street location, and designate who has the authority to act for the Board with the Commission and the City of Grand Rapids.

NOW THEREFORE BE IT RESOLVED that the Board of Trustees approves and authorizes (1) the termination of the UICA Facility location at 2 Fulton Street designation as the FSU-GR Conference Center; (2) designation of the new UICA Facility at 17 Pearl Street NW as the FSU-GR Conference Center under Section 513 of the Act; (3) authorize the application to the Commission and the City of Grand Rapids for the issuance of a liquor license under Section 513 of the Act for the new UICA Facility; (4) the authorization and direction of the President or his designee to submit applications to the Commission and the City of Grand Rapids, and to take all other actions necessary for the Commission, to issue the on-premises conference center liquor license under Section 513 of the Act to the new UICA Facility, including designating which portions of the UICA Facility will be allowed to sell and serve alcohol.

BE IT FURTHER RESOLVED that, following legal review and approval of the applicable documents, President Dr. David L. Eisler and Vice President for Administration and James Bachmeier are each, without the action or signature of the other, authorized and directed to (1) make, execute and file the applications on behalf of the Board of Trustees, and (2) produce, make, execute and file any other documents, instruments, agreements and determinations that the Commission or the City of Grand Rapids may request or require, for the issuance of the on-premises conference center liquor for the FSU-GR Conference Center.”

4i. Naming of Room 210 in the Michigan College of Optometry building

It was moved by Trustee Thomas, supported by Trustee Hofman, and unanimously carried that the Ferris State University Board of Trustees hereby approves the following Resolution, as submitted on this date:

RESOLUTION

“WHEREAS, CooperVision, Inc. has made a gift commitment of \$250,000.00 to The Ferris Foundation in support of the Michigan College of Optometry at Ferris State University; and,

WHEREAS, in recognition of CooperVision Inc.’s generous gift, President David L. Eisler recommends that Room 210 in Michigan College of Optometry Building be named “The CooperVision, Inc. Classroom.”

NOW THEREFORE BE IT RESOLVED pursuant to Board-Approved FSU Code of Rules, Bylaws and Policies, Subpart Part 4-11, Naming of Buildings, Rooms and Areas, Sec. 4-1102, State-Funded Buildings, the Board of Trustees approves the recommendation of President David L. Eisler and hereby names Room 210 in Michigan College of Optometry building as “The CooperVision, Inc. Classroom,” effective immediately.”

5. President’s Report

President Eisler’s comments included:

- Thank you to the Board for recognizing those involved in the HLC reaccreditation process.
- Requested Vice President Ward-Roof share her presentation on our COVID efforts.
- Thank you to Vice President Ward-Roof for her significant efforts in leading our COVID response team, noting the University spent 32,707,365 minutes of zoom meetings so far this year, which is a total of 61.7 years of zoom time!
- Thank you to Vice President Bachmeier for providing the leadership regarding our testing program.
- Thank you to Provost and Vice President Fleischman for providing leadership for our vaccination program.
- Thank you to Dean Steve Durst for his extraordinary efforts in our testing program and for helping our district health department with the storage of vaccines which we will make possible on our campus.
- The enrollment retreat was extremely beneficial, talking about how we engage our entire University community in our enrollment efforts. It was a great example of collaboration and cooperation at Ferris.
- Congratulations to the newly elected leaders of our Board. This is the second time in 18 years there has been a second two-year term for our Board Chair.
- Thank you to Lori Gwizdala for 8 years of leadership on our Board and leading us through our finances.
- Thank you to Bob Hegbloom for your leadership in our Academic Affairs/Student Affairs committee. Many of the metrics and approaches we are using in our Academic Programs came because you led your considerable expertise in the automotive industry, basing that on our Academic efforts, and it truly made a difference for us.

Chair Seibold expressed her appreciation for those who have had to balance work, home and family during these challenging times. She asked Trustee Sederburg and Trustee Thomas to have their children join us for a moment and say hello.

6. Hearing of the Public

No one responded to Chair Seibold's second invitation to address the Board.

7. Comments from the Board of Trustees

Chair Seibold provided the following comments:

- Thank you to Lori, the senior Trustees, faculty and staff for your tutelage in bringing her up to speed on University issues since she has been on the Board.
- Lori, you have assisted the Board on financial issues and have been very kind in taking questions and calls.
- Chair Seibold recited the Certificate of Appreciation provided to both Trustees Gwizdala and Hegbloom in advance of this meeting.
- Thank you to Bob, for bringing your perspective and expertise that has really helped to move Ferris forward.

Trustees Gwizdala and Hegbloom extended their appreciation to the University and reflected on their years of service.

8. Reconfirmation of Next Meeting Date

The next regularly scheduled full Board meeting will be held on Friday, February 19, 2021. At this time it is unknown whether it will be in person or virtual, but the location/format will be posted on the Board of Trustees website once the decision has been made.

9. Adjournment

At 5:18 p.m. Chair Seibold declared the meeting adjourned.

Approved by

Submitted by

Amna P. Seibold
Chair

Karen K. Huisman
Secretary to the Board of Trustees