



Northwestern
Michigan
College

Board of Trustees

www.nmc.edu/trustees

Northwestern Michigan College provides lifelong learning opportunities to our communities.

1701 East Front Street
Traverse City, MI 49686
(231) 995-1010
trustees@nmc.edu

Meeting Agenda

Monday, December 21, 2020

Virtual Zoom Webinar ID: 968 4304 6297

<https://nmc.zoom.us/j/96843046297>

Phone: 1 312 626 6799 or 1 646 558 8656

5:30 p.m. Regular Meeting

I. GENERAL BUSINESS

A. Call to Order

B. Roll Call

In compliance with PA 228 each trustee should publicly announce if they are attending remotely and provide their current physical location. The member's announcement must identify specifically the member's physical location by stating the county, city, township, or village and state from which he or she is attending the meeting remotely.

C. Pledge of Allegiance

D. Review of Agenda and Approval of Additions, Deletions, or Rearrangements

II. REPORTS (Most reports are also provided to the Board in their materials packet, which can be accessed on the nmc.edu Board of Trustees website.)

E. Program Focus—Dennos Museum Center—*Craig Hadley, Executive Director and Chief Curator, Dennos Museum Center*

F. Faculty Report—The Lesson of the Lark: A Collaborative Project—*Jeff Cobb, Director of Music Programs, and Caroline Schafer-Hills, Visual Communications Program Director*

G. Enrollment Report—*Todd Neibauer, Vice President for Student Services and Technologies*

H. Financial Report—*Vicki Cook, Vice President of Finance and Administration*

I. Foundation Report—*Rebecca Teahen, Associate Vice President for Resource Development and Executive Director of Foundation*

J. PRMC Report—*Diana Fairbanks, Executive Director of Public Relations, Marketing, and Communications*

K. Presidential Performance & Compensation Committee Report—*Chris Bott, Committee Chair*

L. Policy Committee Report—*Doug Bishop, Committee Chair*

M. Legislative Issues Report—*President Nick Nissley*



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III. PUBLIC INPUT

Requests for public input should be typed into the “Chat” function of the Zoom meeting prior to the Public Input time in the agenda. You will be called upon to speak, and please start by stating your name. The topic addressed should be related to business within the jurisdiction of the Board. Comments will be limited to (3) three minutes in length per speaker and the speaker will be muted by NMC technology staff at the end of that (3) three minutes. The Board will take public remarks into consideration, but will not comment at time of input.

IV. UPDATES

- N. President’s Update—*President Nick Nissley*
- O. Board Chair Update—*Chris Bott, Chair*

V. DISCUSSION ITEMS

VI. CONSENT ITEMS (Pursuant to Policy A-105.00 Consent Agenda Items)

These items will be adopted as a group without specific discussion. When approving the meeting agenda, any Board member may request that a consent agenda item be moved to the regular agenda for discussion or questions.

Recommend that the following items be approved:

- P. Minutes of the November 23, 2020, regular and closed minutes

VII. ACTION ITEMS

Q. Board Policies (Pursuant to Policy A-106.00 Other)

Recommend adoption of the following Board Policies on a first-reading basis:

- Amended A-104.00 Video Record of Meetings

R. Board Policies (Pursuant to Policy A-106.00 Other)

Recommend adoption of the following Board Policies on a second-reading basis:

- Amended Policy A-105.01 Gift Acceptance
- Policy A-106.02 Investment with no changes after review

S. Resolutions of Appreciation (Pursuant to Policy A-106.00 Other)

Recommend adoption of resolutions of appreciation to K. Ross Childs and Jane T. McNabb in recognition of their dedicated services and significant contributions to the Northwestern Michigan College Board of Trustees.



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T. Foundation Board Appointments (Pursuant to Policy A-106.00 Other)

Recommend approval of the reappointment of Suzanne Allen, Chris Branson, Bruce Byl, Bill Donberg, Fran Gingras, Eleanor Lynn, Susan Sheldon, David Shooltz, Timothy Young, and Nancy Zimmer, as well as the appointment of Lorraine Beers to the NMC Foundation Board to terms of three fiscal years, commencing January 1, 2021, and expiring June 30, 2024; and new Honorary Foundation Board Members Diana and Jim Huckle for the term of life.

U. Foundation Board By-Laws (Pursuant to Policy A-106.00 Other)

Recommend approval of amended NMC Foundation Bylaws as presented.

VIII. REVIEW OF FOLLOW-UP REQUESTS

Confirm requests made by the Board that require administrative follow-up for information to be provided to the Board at a later date.

IX. ADJOURNMENT

Upcoming Board Meeting Dates:

All board meetings are open to the public.

January 25, 2021

February 22, 2021

March 22, 2021

April 26, 2021

May 24, 2021

June 28, 2021



NMC Police Academy Cadets at the Dennis, fall 2020

UPDATES FROM THE DENNOS MUSEUM CENTER

NMC BOARD OF TRUSTEES
DECEMBER 21, 2020 | 5:30PM

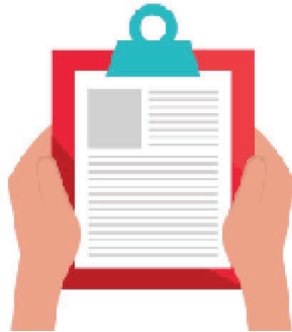
Craig Hadley
**Executive Director & Chief
Curator**
Dennos Museum Center
Treasurer
Association of Academic
Museums & Galleries

A YEAR OF TRANSITION AND CHANGE

1. 15+ new policies and procedures.
2. Two new committees: collections and exhibitions.
3. Refining collections (deaccession).
4. 50+ virtual programs and partnerships amidst COVID-19.
5. Budget streamlining and reduction.
6. Staffing realignments to meet operational needs.
7. Our first federal grant awards from NEH and IMLS for collections care.
8. Smithsonian Affiliate application.
9. Low cost facility improvements for exhibit prep and collections storage.
10. A new online collections database.
11. Data collection and sharing with NMC Foundation.
12. Improved front of house operations and new store inventory/website.
13. Expanded NMC partnerships: ELI, EES, Police Academy, Humanities, Art.
14. Improved facilities PM and OSHA training for staff.
15. **Our first external review through the Museum Assessment Program (MAP).**

Museum Assessment Program (MAP) Applications are Open!

Apply by **February 1, 2021**



American
Alliance of
Museums



INSTITUTE of
Museum and Library
SERVICES



American
Alliance of
Museums

Highlights from Our MAP Reviewer:

I found the Denmos to be a **multi-faceted, strong** institution; yet ... the attainment of **accreditation**, this institution will be *truly great!*

I witnessed strong **alliances** between [DMC and NMC]; these individuals share a common trust, understanding, and desire to advance the DMC.

A larger **endowment** will mean **improved sustainability** and amplified capacity for creative exhibitions, instruction, programs, and partnerships.

In the Mission statement review, acknowledge your **collections stewardship** obligations

Linda Steigleder, former CEO
Hancock Shaker Village, Pittsfield, MA

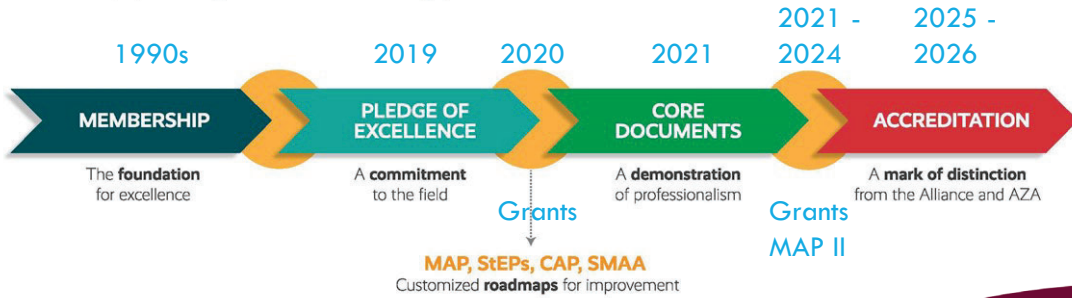




Accreditation: How Do We Get There?

The Continuum of Excellence

Supporting and celebrating your museum's commitment to standards



Who is Accredited?

- 41% are art museums/centers
- 18% are in the Midwest
- 21% have approx. 6 FTE
- 16% operate within a college
- 30% have a budget of \$1-2.9M

Of the nation's **33,000** museums nationwide, only **5%** are accredited

Why Pursue Accreditation?

- Build supporter trust
- Secure incoming loans and exhibits
- Enhanced funding opportunities
- Continuous improvement
- Integration with HLC accreditation
- Leaders in our field





Core Documents Verification

Core Documents Verification is a document review and recognition program that revolves around the evaluation of [five core documents](#) against a set of required elements.

Submit for review
by EOY 2021

It is not a consultation service, nor a program to teach institutions how to craft their core documents. Instead, completion of the program provides public confirmation that the institution has an educational mission and policies and plans in place that reflect professional practices of museums, as articulated in the [Core Standards](#) and used in the [Accreditation Program](#).

- 2021 • [Mission Statement](#)
- 2020 • [Institutional Code of Ethics](#)
- 2021 • [Strategic Institutional Plan](#)
- 2020 • [Disaster Preparedness/Emergency Response Plan](#)
- 2020 • [Collections Management Policy](#)
- 2021 • [Statement of Permanence](#)



THE MUSEUM AS LEARNING LAB



Lyzia was the DMC's first Business intern in spring 2020

Dennos Museum Creates New Internship Program

Steven Tucker A new internship program has been introduced at the Dennos Museum that hopes to get students and the community more involved. "As we think about our museum and all the ways in which visitors participate in and enjoy exhibitions, performances, and programs, we are now focused on how applied learning can happen within the walls of our campus museum, too," explains Dennos Museum executive director Craig Hadley.

Sponsored by the NMC's Experiential Learning Institute, each internship is tailored

"Being an intern for the Dennos has allowed me to really have fun and come up with new concepts and design solutions," Bemiss says.

to fit the individual experiential needs of every student involved by pairing the intern with a member of museum staff. According to the Dennos website, "Our staff works closely with interns to match their career interests with available projects in administration, exhibits, collections, education, store management, and more."

The museum offers opportunities to a variety of students, spanning from high school to graduate students. "Students from a variety of backgrounds can find immense value in a museum internship," says Hadley. Jobs at the museum range from security guard and museum store employees to marketing and design. "The world of nonprofit work and arts organizations is much, much bigger than the jobs most people tend to stereotype with

our field, such as curators and researchers."

Koree Bemiss is an NMC student taking part in the internship program this semester. "Being an intern for the Dennos has allowed me to really have fun and come up with new concepts and design solutions," Bemiss says. "I highly encourage students and the community to come check out all the great work the museum staff does and the amazing works of art the Dennos brings to Traverse City."

This year, the Dennos Museum is working with one area high school student, two NMC students, and a graduate student from out of state. Hadley explained that for the summer of 2020, the museum hopes to find participants with "an interest in helping us care for, catalog, and share our 1,600 works of Inuit art online."

The Dennos Museum houses one of the largest collections of Inuit art in the United States, a large Canadian woodland art collection, and many traveling collections. It frequently hosts musical performances, workshops, and guided tours for the community. More information about events can be found on the "Museum Events" page of their website at dennosmuseum.org. Normal admission is only \$6, but for NMC students with ID it's free.

The Dennos internships are unpaid due to "limited funding made available upon several factors." For more information, working with the museum, a volunteer can visit the "Volunteer" page of their website at dennosmuseum.org and applications.



ON THE HORIZON...

Resilience: African American Artists As Agents of Change

Summer 2021



Left: Richard Mayhew, *Mohawk Hills*, 1974, oil on canvas. Collection of the Kalamazoo Institute of Arts. Gift of the National Endowment for the Arts and Mr. and Mrs. Donald S. Gilmore Right: Renée Stout, *Marie Laveau*, 2009, color lithograph. Collection of the Kalamazoo Institute of Arts. Elisabeth Claire Lahti Fund Purchase

THANK YOU



NMC Police Academy Cadets at the Denmos, fall 2020

NMC BOT Faculty Presentation Form

This form will be shared with the BOT before the meeting so they know what you will be presenting and a little bit about you. Thank you for sharing your time and expertise with the BOT so they continue to be informed about the high quality educators and programs we have here at NMC.

Name *

Jeffrey Cobb & Caroline Schaefer-Hills

Your Title *

Director of Music Programs & Visual Communications Program Director

Presentation Title *

"The Lesson of the Lark" - a Collaborative Project

Please provide a description of what you will be presenting to the BOT. *

Caroline and I will share details of our semester-long collaborative project that involved her Visual Communications Students, our Audio Tech students, the NMC Choirs, and members of the NMC Music faculty.

Who are you? Please upload or type a bio here. If you do not have one, just tell The BOT a bit about yourself. This info will be given to them before the meeting. *

CAROLINE SCHAEFER-HILLS

I have been the Vis Comm Program Coordinator for the last 20 years. My background is in Graphic Design and Art Direction, with a BFA from The College for Creative Studies in Detroit and an MA in Graphic Design from the Savannah College of Art and Design (SCAD). I was accepted into the MFA program at Royal College of Art in London for Graphic Design, and also explored film and new media with graduate work at the Maine International Film Workshops in Rockport. I teach all of the second year VCA classes as well as 2-D Design Time Based Media, Type 2 and Art 100. I completed my MFA in Visual Experience from SCAD with a Thesis involving technology and its ever-present effects on our memory centers and nostalgia.

JEFFREY COBB

Jeffrey Cobb is the Director of Music Programs and Choirs at Northwestern Michigan College, Artistic Director of the NMC Children's Choirs, and Director of Music at Traverse City Central United Methodist Church. He holds a M.M. in Choral Conducting from Oakland University and a B.A. in Music Education from Western Michigan University. Choirs under his direction have toured throughout Michigan, Texas, Chicago, New York, Salzburg and Vienna and have been invited to perform at State and National Conferences including the Michigan Music Conference, the Michigan Youth Arts Festival, the ACDA Michigan Conference, and the ACDA National Convention. In addition to his work as a conductor, Jeffrey is also a regularly commissioned composer. His pieces have won several awards including honors from the Ithaca Choir Composition Contest, the New York Virtuoso Singers Choral Composition Contest, the Measure for Measure Choral Competition Contest, the Vanguard Premieres Choral Composition Contest, the Summit Chorale's Composition Contest, the Outside the Bachs International Choral Music Competition, the C7Prize, and the Composition Competition of the Chiayi City (Taiwan) International Band Festival. His choral works are published through his own publishing company Mysterium Music, as well as G. Schirmer, Santa Barbara Music, Walton Music, Colla Voce, and Roger Dean Publishing.

This form was created inside of Northwestern Michigan College.

Google Forms

The Lesson of the Lark

a collaborative project

Jeffrey Cobb
Director of Music Programs
Director of Choirs



Caroline Schaefer-Hills
Visual Communications
Program Director



Participants:

NMC Visual Communications Students

NMC Audio Tech Students

NMC Music Students

NMC Music Faculty

NMC Chamber Singers

NMC Grand Traverse Chorale

NMC Canticum Novum

Musicians from Northern Lower Michigan

1. Rehearsing



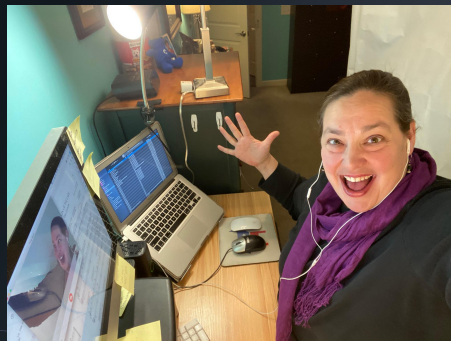
2. Recording - Orchestra



2. Recording - Orchestra



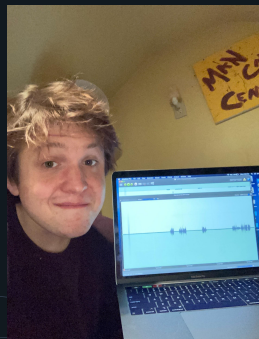
3. Recording - Choir



3. Recording - Choir



4. Audio Mixing



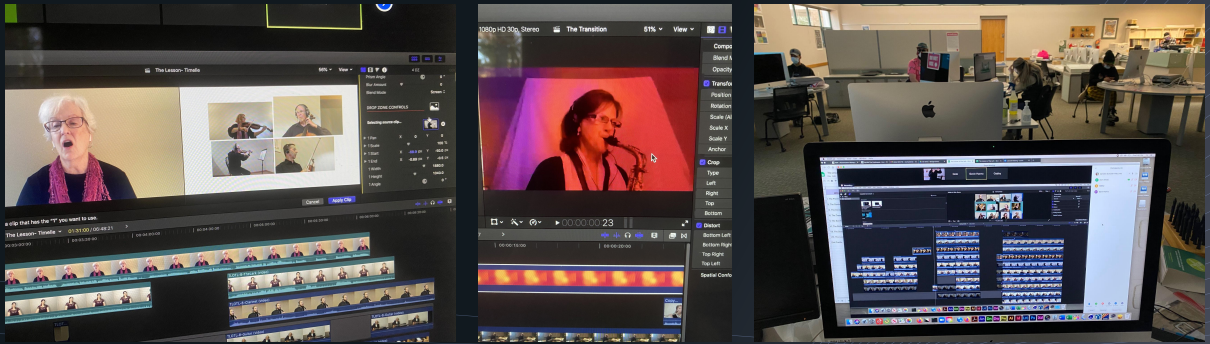
5. Combining Videos



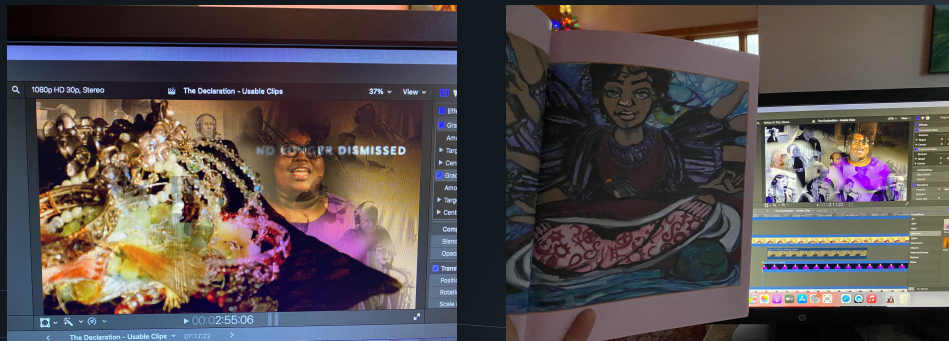
6. Editing Videos



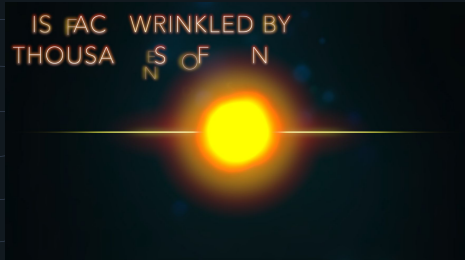
6. Editing Videos



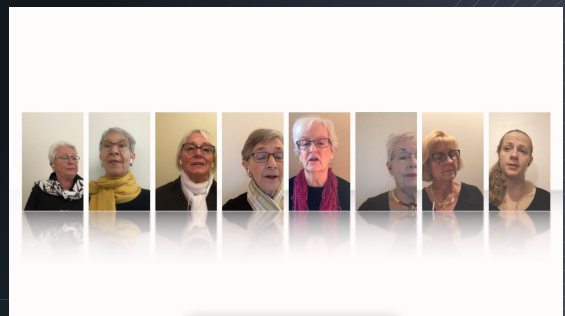
6. Editing Videos



6. Adding Graphics/Animations



7. Compiling Final Video



8. Final Video (excerpt)



Thank you!



**Northwestern
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MEMO
Enrollment Services

To: Dr. Nick Nissley, President
 From: Todd Neibauer, VP for Student Services and Technologies
 Date: December 14, 2020
 Subject: Enrollment Update – Spring 2021

Spring 2021 Enrollment

The Futures for Frontliners(F4F) impact continues to be seen in the number of admits registered and in the number of applications for Spring. We currently have 220 current students who are F4F eligible and registered for the spring semester. There are also 269 students starting at or returning to NMC that are currently registered for spring. We will continue to provide new student orientations until January 8, 2021.

The rate of continuing student registration is still trending lower than last year by 8%. This reflects the continued negative impact of the pandemic on student's college plans.

(Source: Digital Dashboard Same Date Comparison SP019-2021)

	2019	2020	2021
Inquiries	1,437	1,366	1,550
Admission Applications	1,365	1,346	1,443
Admits	1,044	1,033	1,043
Admits Registered	549	536	604
Prior Admits Registered	17	6	2
Retained from Fall	2,377	2,261	1,795
Re-Admitted Students	168	98	117
Average Contact Hours	10.90	11.11	10.70
Total Headcount	3,111	2,901	2,518
Total Contact Hours	33,918	32,236	26,936
Tuition	6,304,570	6,098,058	5,134,942

Frontliners

Total Registered	489	Total State Apps	1528
New or readmitted students	269		
Current Student	220		

On February 1, 2021, the new Reconnect program is expected to be announced by the state. Those who meet the criteria for that program but were ineligible for Frontliners will likely have their application transferred automatically to the new program.



Northwestern
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MEMO

Administrative Services

To: Dr. Nick Nissley, President

From: Vicki Cook, Vice President of Finance and Administration

Date: December 10, 2020

Subject: Summary Report for the General Fund as of November 30, 2020

The attached reports summarize the financial results for the General Fund as of November 30, 2020. The fifth month represents 42% of the year.

Month End Results

The month end reports are interim and not a reflection of actual year-end results.

The timing of revenue and expenses fluctuates throughout the year and will affect year end results.

The general fund ended the month with revenue over expenses of \$3,538,425. Revenue decreased by 8% when comparing November 2020 to November 2019. The decrease is primarily due to Covid 19 related reductions in tuition and timing of state and federal grants. Expenses decreased by 9% when comparing November 2020 to November 2019 also primarily related to the Covid 19 impact and budget reductions in professional development and capital outlay purchases.

Revenue (letters refer to the attached General Fund summary)

- A. Tuition and Fees revenue: Tuition and fees represent an 11% decrease from those of November 2019. For Fall 2020, the budget was set at 33,145 billing hours for budgeted revenue of \$6,240,988. Actual billing hours are at 34,801 hours for a total tuition revenue of \$6,538,737 after the final drop and add period. Fall 2020 revenue is over budget by \$297,749.
- B. Property Taxes: Tax revenue is recorded as payments are received. The overall increase for the fiscal year is expected to be 3% over the previous fiscal year.
- C. State Sources include budget appropriations, personal property tax payments and MPSERS retirement payments. State appropriations payments began in October.
- D. Federal Sources, which consist primarily of the MARAD grants and MARAD fuel payment. These funds are to be used directly for the Maritime program.
- E. Actual year-to-date investment income recorded for fiscal year 2020 reflects interest income only. Interest income is lower due to declining interest rates.
- F. Both Private Sources and Other Sources are timing and event dependent.

Expenses

- G. Salaries and benefits are under budget due to open unfilled positions and reduced adjunct and supplemental contracts.
- H. Overall expenses are under budget at this time.
- I. Capital Outlay reflects expenditures budgeted through the allocation of COAT dollars.

Northwestern Michigan College
Unaudited



Month end reports are interim and not a reflection of year end results.

*Summary Report for General Fund Accounts
Fiscal Year 2021, Period 05*

Funds	Accounts	2020-2021 Adjusted Budget	YTD Activity	% of Annual Budget	
TOTAL GENERAL FUND					
50	Revenues				
	Tuition and Fees	20,271,034	9,930,335	48.99%	A
	Property Taxes	11,485,363	5,146,070	44.81%	B
	Other Local	<u>0</u>	<u>0</u>	*	
	Local Sources	31,756,397	15,076,405	47.48%	
	State Sources	8,543,730	2,356,046	27.58%	C
	Federal Sources	524,000	206,977	39.50%	D
	Private Sources	1,268,000	122,014	9.62%	F
	Investment Income	274,000	57,944	21.15%	E
	Other Sources	<u>353,250</u>	<u>141,607</u>	40.09%	F
	Total Revenues	42,719,377	17,960,993	42.04%	
60	Labor				
	Salaries & Wages	21,182,285	7,797,958	36.81%	G
	Benefits	<u>9,072,070</u>	<u>3,415,315</u>	37.65%	G
	Total Labor	30,254,355	11,213,273	37.06%	
70	Expenses				
	Purchased Services	2,391,755	677,230	28.32%	H
	Supplies & Materials	3,288,261	859,821	26.15%	H
	Internal Services	104,020	-4,336	-4.17%	H
	Other Expenses	1,705,773	445,865	26.14%	H
	Institutional Expenses	1,726,924	471,689	27.31%	H
	Maintenance & Renovation	1,778,289	631,996	35.54%	H
	Prof Develop, Travel & Events	180,000	71,651	39.81%	H
	Capital Outlay	<u>50,000</u>	<u>8,791</u>	17.58%	I
	Total Expenses	11,225,022	3,162,707	28.18%	
	Total Expenditures	41,479,377	14,375,980	34.66%	
80	Transfers				
	Transfers	1,240,000	46,588	3.76%	
	Total Transfers	<u>1,240,000</u>	<u>46,588</u>	3.76%	
	Total Expenditures and Transfers	42,719,377	14,422,568	33.76%	
	Net Revenues over (under) Expenditures	0	3,538,425		



**Northwestern Michigan College
Comparison - Fiscal Year to Date
General Fund
Nov 2020 vs. Nov 2019**

INTERIM
This statement does not
reflect year-end results.

	YTD 11/30/2020	YTD 11/30/2019	\$ Diff	% Diff	Comments
Revenue					
Local Sources:					
Tuition & Fees	\$ 9,930,335	\$ 11,207,891	\$ (1,277,556)	-11%	Decrease is due primarily to expected lower enrollments, associated fees, and lower EES revenue (all partially impacted by COVID-19)
Property Taxes	5,146,070	4,969,597	176,473	4%	Timing of property tax payments received from townships/changes in property values over time
Total Local Sources	15,076,405	16,177,488	(1,101,083)	-7%	
State Sources	2,268,299	2,336,737	(68,438)	-3%	Timing of Section 147a cost reimbursements between fiscal years
State PPT Reimbursement	87,747	77,951	9,796	13%	Changes in property tax values assessed for this reimbursement (will fluctuate year to year)
Federal Sources	206,977	463,595	(256,618)	-55%	Timing of MARAD fuel reimbursements (requesting reimbursement for fuel in the spring for FY21 instead of the fall for dry docking of GLMA ship)
Private Sources	122,014	136,163	(14,149)	-10%	Timing of Foundation gifts
Investment Income	57,944	196,670	(138,726)	-71%	Higher interest/dividends recognized in FY20 than in FY21
Other Sources	141,607	201,047	(59,440)	-30%	Primarily due to lower Lobdell sales and lower room/equipment rentals in FY21; partially offset by higher admin fees collected from NJTP in FY21
Total Revenue	17,960,993	19,589,651	(1,628,658)	-8%	
Expenses					
Salaries and Wages	7,797,958	8,071,975	(274,017)	-3%	Due to change in recognition of accrual method of payroll allocation for faculty following ADP transition in October FY20
Benefits	3,415,315	3,365,192	50,123	1%	Consistent with prior year
Purchased Services	677,230	889,790	(212,560)	-24%	Primarily due to miscellaneous savings in purchased services (primarily impacted by COVID) for EES, and GLMA
Supplies & Materials	859,821	1,183,971	(324,150)	-27%	Decrease is driven primarily by timing of GLMA and Aviation fuel purchases, lower general supply expenses, and lower fee related expenses for aviation UAV courses in FY21
Internal Services	(4,336)	63,356	(67,692)	-107%	Driven by lack of internal events on campus due to COVID
Other Expenses	445,865	610,923	(165,058)	-27%	Primarily related to lower recruiting/promotional expenses in FY21 along with decreases in other areas including non-professional development travel expenses and Native Tuition waivers
Institutional Expenses	471,689	566,013	(94,324)	-17%	Primarily due to the timing of invoices/payments in FY21 (timing of receipt of invoices slightly impacted by COVID closures)
Maintenance & Renovation	631,996	685,823	(53,827)	-8%	Primarily due to lower equipment maintenance expenses in FY21
Professional Development	71,651	256,899	(185,248)	-72%	Due to reduction of professional development expenses due to cancellation of work-related travel during COVID
Capital Outlay	8,791	101,232	(92,441)	-91%	Decrease is due to reduction in budget for FY21
Total Expenses	14,375,980	15,795,174	(1,419,194)	-9%	
Transfers	46,588	121,066	(74,478)	-62%	Aviation flight hours transfer \$115,190 less transfer of admin expenses to CARES Act (CRF) fund (\$68,602)
Total Expenses & Transfers	14,422,568	15,916,240	(1,493,672)	-9%	
Net Revenue Over (Under) Expenses	\$ 3,538,425	\$ 3,673,411	\$ (134,986)	-4%	



**Northwestern Michigan College
Comparison - Month Over Month
General Fund
Nov 2020 vs. Oct 2020**

INTERIM
This statement does not
reflect year-end results.

	YTD 11/30/2020	YTD 10/31/2020	Nov 20 Activity	Oct 20 Activity	Comments
Revenue					
Local Sources:					
Tuition & Fees	\$ 9,930,335	\$ 8,014,888	\$ 1,915,447	\$ 2,296,937	Primarily impacted by lower flight fees in November and lower academic course fees (registration opened in October)
Property Taxes	5,146,070	5,085,628	60,442	1,418,207	Timing of tax collections received
Total Local Sources	15,076,405	13,100,516	1,975,889	3,715,144	
State Sources	2,268,299	1,095,560	1,172,739	1,093,678	MPSERS offset payments received in November; none received in October
State PPT Reimbursement	87,747	-	87,747	-	- PPT reimbursement received in November
Federal Sources	206,977	9,677	197,300	-	- MARAD direct support reimbursement received in November
Private Sources	122,014	122,014	-	-	- Consistent with prior month
Investment Income	57,944	57,194	750	15,400	Higher dividends received in October
Other Sources	141,607	123,065	18,542	56,067	Primarily driven by quarterly administrative fees from NJTP and higher bad debt collections in October
Total Revenue	17,960,993	14,508,026	3,452,967	4,880,289	
Expenses					
Salaries and Wages	7,797,958	6,389,881	1,408,077	1,428,854	Consistent with prior month
Benefits	3,415,315	2,686,895	728,420	737,491	Consistent with prior month
Purchased Services	677,230	520,003	157,227	148,255	Consistent with prior month
Supplies & Materials	859,821	669,085	190,736	205,029	Primarily due to higher general supply expenses in October and payment of assessment fees for nursing program test prep software change in October; partially offset by higher software purchase expenses in November
Internal Services	(4,336)	(4,453)	117	204	Consistent with prior month
Other Expenses	445,865	361,933	83,932	63,361	Primarily driven by the reclassification of the YTD Tug Mississippi lease expenses in October from general fund to CARES Act fund
Institutional Expenses	471,689	321,599	150,090	99,285	Higher snow removal related expenses in November (deposit for snow removal services and salt purchase)
Maintenance & Renovation	631,996	481,984	150,012	140,738	Consistent with prior month
Professional Development	71,651	57,628	14,023	5,522	Low activity in professional development primarily related to memberships and webinars
Capital Outlay	8,791	8,791	-	2,975	No COAT expense activity in November
Total Expenses	14,375,980	11,493,346	2,882,634	2,831,714	
Transfers	46,588	46,588	-	(68,602)	Aviation flight hours transfer \$115,190 less transfer of admin expenses to CARES Act (CRF) fund (\$68,602)
Total Expenses & Transfers	14,422,568	11,539,934	2,882,634	2,763,112	
Net Revenue Over (Under) Expenses	\$ 3,538,425	\$ 2,968,092	\$ 570,333	\$ 2,117,177	



MEMO: Resource Development

To: The Board of Trustees
President Nick Nissley, Ed.D.

From: Rebecca Teahen, CFRE
Assoc. Vice President, Resource Development
Executive Director, NMC Foundation

Date: December 14, 2020

Subj: Foundation Update

Fund Raising – a “check” on FY21 goals

- FY21 overall dollars raised as part of the Be What’s Possible Campaign:
 - \$ 3,775,237 Total received (including Annual Fund, pledges, and *documented planned gift intentions*) raised toward goal
 - + \$ 94,978 Gross event revenue
 - \$3,870,215 Total of gifts + events (Goal: \$4,250,000)**

Foundation Initiatives

- Thank you all for your support during our record-setting Giving Tuesday! Thanks to 119 donors, **\$26,760 was raised to support the greatest needs of students and the college**, This surpassed our original goal by more than \$11,000!
- 33 Foundation board members, top donors, and campus colleagues have helped inform the start of a strategic plan for the ongoing evolution of the foundation, as we look ahead at celebrating the conclusion of the Be What’s Possible Campaign next year.

For your calendars:

- NMC will be closed December 24 - January 3. Gifts received during that time will be acknowledged based on postmark date. Foundation office voicemail will be monitored to provide assistance to any donors making online gifts, wire transfers, etc.
- The Foundation Finance & Audit Committee will meet virtually Feb. 17 at 7:30am.
- The Foundation Board will meet virtually Feb. 24 at 7:30am.





MEMO

*Public Relations, Marketing,
and Communications*

To: Nick Nissley, President

From: Diana Fairbanks, Executive Director of PR, Marketing and Communications

Date: 12-14-20

Subject: November 2020 Monthly Report

November saw some positive news stories about the college in a variety of topics including demand for the Futures for Frontliners program and support for the BSN. Late in the month PRMC, with support from the Technical Division, Student Financial Services and several industry partners, PRMC launched the Ready. (Re)Set. Go! Video series to connect adult learners with training and financial support for in-demand local jobs. Overall, it was a slower month of activities on campus and online due to the pandemic, Thanksgiving break and audience attention also focused on the election. November is the last month of the planned decrease in paid media as a shift in strategy to respond to the coronavirus pandemic earlier in the admissions cycle. The following is an overview of the work of Public Relations, Marketing and Communication for November 2020.

Paid Media

- Google search, display, remarketing
- Paid Facebook
- Paid Instagram

Paid media spend was strategically shifted to respond to meet the changing needs of our consumers this spring and summer. As part of this plan, the spend was increased earlier in the fall admissions cycle and will be reduced from September through November. We will increase the spend again ahead of the spring semester marketing push in December and January. This plan has been successful in bringing in better than projected enrollment for fall. We continue to see the largest percentage of growth in our adult learner campaigns which coincides with the state's launch of the Futures for Frontliners program.

Outcomes:

- Display

	November '20	MOM	October '20	YOY	November '19
clicks	18,636	65% ↑	15,267	397% ↑	3,750
imprs.	348,815	20% ↓	586,838	64% ↓	959,847

- Paid social
 - One FB/IG campaign (11/1-11/30)
 - 518 clicks to landing page
 - Web traffic (11/1-11/30)
 - [Traditional learner landing page](#) for paid campaigns
 - 6,938 visits/pageviews
 - 3% of all site traffic
 - It's driven:
 - 187 to the NMC homepage
 - 78 Degrees & Certificates page
 - 53 to the Academic programs page
 - 38 schedule a visit page
 - [Adult learners landing page](#)
 - 6,041 visits/pageviews
 - It's driven:
 - 14 visits to the main programs page
 - 12 visits to the homepage
 - 10 visits to the online programs page
 - 10 visits to the degrees and certificates page

Earned Media

Monthly recap of media coverage and sentiment

NMC was featured in 88 media mentions with an estimated publicity value of \$100,500 based on the Cision media monitoring system.

Media coverage stories that resulted in the most attention include:

- [Going gradeless: Students, business instructor experiment with ungrading concept](#) Record-Eagle, Nov. 8
- [Can You Actually Get a Nursing Degree Online? What to Know About Program Types, Costs and Financial Aid](#) Money, Nov. 17
- [Teen Halloween Party At NMC Candidate's Home Results In Multiple Charges](#) The Ticker, Nov. 2 [Record-Eagle, Nov. 2](#)
- [Futures for Frontliners buoys NMC numbers](#) Record-Eagle, Nov. 28
- [Editorial: It's time to end higher education monopolies](#) Record-Eagle, Nov. 19

Media sentiment ranking for November (based on a Cision algorithm that ranks pre-assigned tone of keywords) shows 94.3% positive or neutral coverage. This is a decrease MOM (October, 96.7%) and increase YOY (2019, 89%). The results categorized as negative include an underage party at a BOT candidate's home and shipwrecks in relation to the Mariner's Memorial.

Owned Media

Monthly published owned media

During November, PRMC published one NMC Now e-newsletter to 862 supporters and community members. The average open rate was 37%.

The feature article from 11-11-20 [Success story: Aiming higher and higher](#) featuring Air Force veteran and NMC student Alex Swainston was the most popular link clicked.

Other popular links include:












- [Two newcomers, one incumbent win seats on NMC board of trustees](#) Record-Eagle, Nov. 4
- [Four-year nursing degree bill still a hope for NMC, despite hurdles](#) Ticker, Nov. 10
- [NMC Sees Increase in Students Due to Future for Frontliners Program](#) 9&10 News, Nov. 5

Content is being finalized for the January 2021 Nexus which features the NMC community's pivot through the 4Rs in response to the coronavirus pandemic. Mailing is planned for mid-January.







Shared Media

Monthly progress report on NMC's Main social media channels

NMC had follower growth, engaging social content, activities and good news stories on Facebook and Instagram during November. There was an expected decrease in some metrics related to a decrease in paid social media advertising and fewer in-person events on campus. Highest performing posts include, mask fashion, NMC alumni small business owners and nursing students and aviation students featured.

Platform	Followers	Impressions	Engagement	Gender	Age	Region
Facebook	11,773 Up 3.3% YOY  Flat MOM	35.5% down YOY  Down 6.1% MOM 	85.6% Down YOY  Up 14.6% MOM 	Fans 68% F 31% M Reach 61%F 38%M	#1 25-34 (26.5%) #2 35-44 (20%) #3 45-54 (19.5%)	GT Region & Grand Rapids
Instagram	2,558 up 22.1% YOY)  Up 0.9% MOM 	42.2% Down YOY  Down 17.6% MOM 	17% Down YOY  Down 21.1% MOM 	61% F 39% M	#1 18-24 (31.5%) #2 25-34 (28.6%) #3 35-44 (18.2%)	GT Region & Grand Rapids

While one of the most used social media channels by current and potential students, Snapchat does not have the same data reporting capabilities as Facebook owned platforms. In addition to event specific geofilters, NMC has the following community filters in place.

Location and image	Date activated	Uses	Views from sent snaps or stories
Front St. Campus (clock tower)	11-4-17	3.3k 	63.1k 
Front St. Campus (Hawk Owl)	2-27-18	6k 	113.1k 
Great Lakes Campus (GLMA)	6-6-18	662 	23.4K 

Northwestern Michigan College
 BOARD OF TRUSTEES
Presidential Performance and Compensation Committee Minutes
Thursday, December 10, 2020
 Traverse City, MI 49686
 Virtual Zoom Meeting ID: 945 1696 503

Committee Chair Chris Bott called the meeting to order at 1:00 p.m.

In compliance with PA 228 each trustee should publicly announce if they are attending remotely and provide their current physical location. The member's announcement must identify specifically the member's physical location by stating the county, city, township, or village and state from which he or she is attending the meeting remotely.

Members present: **Chris Bott**, remotely from Garfield Twp, Grand Traverse County, MI; **Rachel Johnson**, remotely from Garfield Twp, Grand Traverse County, MI; **Jane McNabb** remotely from City of Traverse City, Grand Traverse County, MI

Members absent: None

Others present: Nick Nissley, Holly Gorton, Lynne Moritz

2021 Presidential Goals

President Nick Nissley reviewed and provided clarification of the presidential goals for 2021, which include leading the college's strategic planning process to occur in 2021; continuing to lead, manage and maintain institutional agility through the Coronavirus COVID-19 pandemic; and a more defined focus of the previous year's expectations to maintain momentum, strengthen strategic relationships, and listening and learning from internal and external stakeholders in alignment with the college strategic directions. Committee members supported these goals for 2021 with the assumption that adjustments to the presidential evaluation process will be made following the upcoming strategic planning process.

The committee conferred with the goals as presented and will make recommendation to full Board at their January 2021 regular meeting for approval.

Designing NMC's Strategic Planning Process

President Nissley continued on, from the last meeting, his review of the planning process for the upcoming college strategic planning process in 2021. The planning timeline, assumptions and steering committee structure were reviewed, noting that the strategic planning steering committee would include a diverse group with representation of the various stakeholders of the college. It was explained that the NMC Board will have an integral role in the strategic planning process, focused primarily on the ends and desired results, i.e. vision, mission, ends-statements. A consultant will be engaged to lead the strategic planning process, which committee members supported with the suggestion to seek a consultant who specializes in community college strategic planning. The committee also supported the strengths-based SOAR methodology to be used as a scoring criterion for submitted consultant proposals. The importance of thorough communication throughout the process was emphasized. Discussion also led to the suggestion to specifically note accreditation

alignment in the implementation assumptions. It was determined that President Nissley would present the strategic planning architecture, along with the key steps and timeline to the full Board during his December president's update.

Other Discussion

It was suggested that the Foundation Board be included in the Open Meeting Act (OMA) training session of the NMC February study session.

Public Comment—There was no public comment offered.

The meeting adjourned at 1:59 p.m.

Recorded by Chief of Staff to the President and Board of Trustees Holly Gorton.

Northwestern Michigan College Board of Trustees
Policy Committee Minutes
 December 7, 2020
 Traverse City, MI 49686
 Virtual Zoom Meeting ID: 910 3310 2341

In compliance with PA 228 each trustee should publicly announce if they are attending remotely and provide their current physical location. The member's announcement must identify specifically the member's physical location by stating the county, city, township, or village and state from which he or she is attending the meeting remotely.

Committee Chair Doug Bishop called the meeting to order at 10:30 a.m.

Members Present: **Doug Bishop**, remotely from US-131, Wexford County, MI; **Rachel Johnson**, remotely from Garfield Twp., Grand Traverse County, MI

Members Absent: Michael Estes

Others Present: Nick Nissley, Vicki Cook, Holly Gorton, Lynne Moritz, Todd Neibauer

A-104.00 Board of Trustees Video Recording of Meetings

Committee members reviewed the policy language revisions presented by administrative staff to clarify that video recording is to be conducted at regularly scheduled annual and monthly Board of Trustee meetings. There were also revisions to identify the Vice President for Student Services and Technologies as responsible for the procedures of the policy.

A motion was made by Rachel Johnson, seconded by Doug Bishop, to accept the revisions as presented and recommend an amended board policy A-104.00 Board of Trustees Video Recording of Meetings for adoption by the full Board at their regular December meeting.

Review of Board Policy Review Schedule

The Committee was also provided with an updated Board Policy Review Schedule.

Other Items for Discussion—None

Public Comment—There was no public comment offered.

The meeting was adjourned at 10:36 a.m.

Recorded by Holly Gorton, Chief of Staff to the President and Board of Trustees.

Board Policy A-104.00

Board of Trustees Process

Board of Trustees Video Recording of Meetings

The Board of Trustees establishes video recording to be conducted at regularly scheduled **annual and monthly** Board of Trustee meetings, ~~including its annual meeting, noticed and scheduled special meetings, and emergency meetings to the extent permitted by law. Strategic planning and retreat meetings of the Board, as well as committee meetings of the Board of Trustees, will not be covered by this policy.~~ The following standards shall be established for video recording of meetings of the Board of Trustees:

1. ~~Video recordings shall be established with technology as determined by the Vice President of Finance and Administration for Student Services and Technologies.~~ **The Vice President for Student Services and Technologies shall determine appropriate procedures, guidelines and technology to accomplish video recording under this policy.**
2. Video recordings shall be made available to the public within eight days after the meeting.
3. Video recordings shall be maintained in a manner consistent with the Records Retention and Disposition Schedule, Staff Policy D-506.04. **It is the intent of the Board of Trustees that vVideo recordings shall be retained for no longer than one (1) year from the date of first publication.**
4. Video recordings shall serve only as an auxiliary method of providing public access to the business of the Northwestern Michigan College Board of Trustees, are not intended as public records, and shall not replace written minutes of the Board of Trustees as required by Board Policy A-100.00. For purposes of compliance with MCL 15.269 of the Open Meetings Act, written minutes maintained and approved by the Board of Trustees shall remain the official minutes of the Board, and the minutes shall be subject to all requirements as provided under MCL 15.269, and as may be amended.

The Vice President ~~of Finance and Administration for Student Services and Technologies~~, in conjunction with appropriate staff, shall be responsible for the development and publication of any further procedures or guidelines that may be necessary to administer this policy effectively.

If any provision(s) of this policy or set of bylaws conflicts with laws applicable to Northwestern Michigan College, including the Community College Act of 1966, the Freedom of Information Act, or the Open Meetings Act, as each may be amended from time to time, such laws shall control and supersede such provision(s).

Adopted by the Northwestern Michigan College Board of Trustees March 24, 2014

Reviewed without revision July 22, 2019

148 E. Front Street, Suite 203
 Traverse City, MI 49685

Cell: (517) 449-6453
www.northernstrategies360.com

MEMO

To: Northwestern Michigan College Board of Trustees
Cc: Dr. Nick Nissley, Ed.D.
From: Gabe Schneider, Founder/Principal, Northern Strategies 360
Date: Friday, December 11, 2020
Re: **State/Federal Legislative Update**

State

Legislative Lame Duck Session

What was shaping up to be a “lame, lame duck” session of the Michigan Legislature, held true to form with the Michigan House canceling a week of session due to COVID-19 outbreaks amongst legislators and staff. As of the writing of this memo, the Michigan House and Senate have only three remaining legislative session days scheduled for the week of December 14.

Community College Nursing Baccalaureate Legislation

With the number of session days waning in the lame duck period, it does not appear that the legislature will pass the community college nursing baccalaureate legislation. As of the writing of this memo, the Michigan Senate had failed to hold a vote on the bill, which makes its passage and consideration by the House unlikely given the number of days scheduled for session next week.

While this is disappointing news, we certainly are encouraged by the support we have received for this issue and look forward to continuing to push for legislation to allow community colleges to offer a nursing bachelors degree in 2021 and beyond.

Virtual Public Meeting Legislation

As you may recall, earlier this year, the legislature passed a law that allows public bodies to hold virtual public meetings through the end of this calendar year. Given the ongoing pandemic and efforts to avoid gatherings of people, the legislature is looking to extend the allowance for public meetings through March 31, 2021.

There are two identical bills being considered, HB 6207, which is pending on the House floor and SB 1246, which was passed by the Senate this week. If the house votes in favor of HB 6207 the legislation will go to the Governor for her signature, something we expect her to provide.

Michigan Reconnect/Futures for Frontliners

We continue to work with the state on the roll out of the Futures for Frontliners program and the upcoming Michigan Reconnect program. One issue that has been raised locally is that some in the business community are advocating that the programs provide a uniform cost for all workers, regardless of if they are eligible for in-district or out-of-district rates at NMC.

As you may recall, the Futures for Frontliners program is a last dollar program, which will pay the in-district tuition rate at your college. Therefore, if you live in-district, this covers your tuition, or if you live out-of-district, you will pay the difference between the in-district rate and out-of-district rate.

The Michigan Reconnect program is also a last-dollar grant program and per the enabling legislation, the program grant cannot exceed the cost of tuition at the in-district resident rate and mandatory fees at the eligible institution.

Federal

COVID-19 Relief Package

Congress continues to debate another COVID-19 relief package, most likely coupled with a government-funding bill before the current government funding runs dry on December 18.

The most recent proposal that we have seen is the draft Bipartisan Emergency COVID Relief Act of 2020. The \$908 billion proposal includes \$82 billion for education and extends student loan forbearance through April 30, 2021. It also contains \$160 billion in state and local aid, another round of Paycheck Protection Program (PPP) funding and a placeholder for liability protection provisions.

While this is a positive development, legislative language still have not been finalized and it is yet to be seen if a final deal is reached between the House, Senate and White House. Speaker Pelosi and Minority Leader Schumer have issued a statement in support of the framework as a basis for ongoing stimulus negotiations. Leader McConnell has yet to publicly support the proposal.

Great Lakes Maritime Academy 2021 Priorities

The Consortium of State Maritime Academies has shared the following priorities with the Biden transition team, which are also priorities for the GLMA.

- **Have cadets be considered essential workers in the context of eligibility for a COVID-19 vaccine.**
 - Sailing mariners are currently considered essential workers, but our understanding is that cadets are not. Including cadets in this designation would increase the likelihood that they would receive an early vaccine and thus not have to quarantine before embarking on a training ship cruise. If we have to once again quarantine cadets in 2021, we will lose at least a month of seat time.
- **Link the maximum age for eligibility for Student Incentive Payments (SIP) with the age for U.S. Navy Reserve.**
 - The Student Incentive Payment (SIP) Program is currently available to assist State Maritime Academy cadets between the ages of 17 and 25 who commit to serving in the Navy post-graduation as Navy Strategic Sealift Officers.
 - However, older students and particularly former military students are often too old to qualify for the SIP.
 - The U.S. Navy Reserve accepts individuals between the ages of 18 and 35.
 - Therefore, we would recommend that the SIP program be linked to the age requirements for the Navy Reserve.
- **Support a FY21 increase of 50% in the total amount a cadet can receive in SIP from \$36,000 to \$48,000.**
 - We understand this increase would not require additional appropriations because MARAD can use prior-year SIP funding that has not been spent. We recommend that for FY22 and beyond, Congress request a report from MARAD outlining a path for continued increases in SIP payments using metrics determined by MARAD as relevant to SIP levels, including the goal of attracting higher numbers of cadets to the program.

**NORTHWESTERN MICHIGAN COLLEGE
BOARD OF TRUSTEES
MINUTES
Monday, November 23, 2020
Virtual Zoom Webinar ID: 993 3665 7406**

CALL TO ORDER—Chair Chris M. Bott called the regular meeting to order at 5:32 p.m.

ROLL CALL

In compliance with PA 228 each trustee should publicly announce if they are attending remotely and provide their current physical location. The member’s announcement must identify specifically the member’s physical location by stating the county, city, township, or village and state from which he or she is attending the meeting remotely.

Trustees present: Douglas S. Bishop, remotely from Peninsula Township, Grand Traverse County, Michigan; Chris M. Bott, remotely from Traverse City, Grand Traverse County, Michigan; K. Ross Childs, remotely from Peninsula Township, Grand Traverse County, Michigan; Rachel A. Johnson, remotely from Garfield Township, Grand Traverse County, Michigan; Jane T. McNabb, remotely from Traverse City, Grand Traverse County, Michigan; Kennard R. Weaver, remotely from Peninsula Township, Grand Traverse County, Michigan.

Trustees absent: Michael Estes

Also present: President Nick Nissley, Jerry Achenbach, Patti Burgess, Vicki Cook, Marguerite Cotto, Jerry Dobek, Scott Eldridge, Diana Fairbanks, Joy Goodchild, Holly Gorton, Ashley Higginson, Tony Jenkins, Mark Liebling, Lynne Moritz, Kyle Morrison, Todd Neibauer, Denny Nguyen, Stephen Siciliano, Jay Smith, Rebecca Teahen

REVIEW OF AGENDA—The agenda was accepted as presented.

REPORTS

Program Focus—Update on GLMA Tow Vessel—Jerry Achenbach, Superintendent of Great Lakes Maritime Academy, provided an update on Great Lakes Maritime Academy and the impact of the COVID-19 pandemic on providing required sea time to cadets. Achenbach shared that NMC’s lease of tug *Mississippi* was a critical addition to the program to meet the goal of giving every cadet the ability to graduate as per their model schedule. Superintendent Achenbach explained that it is anticipated GLMA will come to the Board early in 2021 with a request to lease a tow vessel again for summer 2021. They will also request permission from the US Coast Guard for engineers to earn the Dedicated Duty Engineer endorsement, toward a long term goal of a two-year program with a stackable license and degree. GLMA’s partnership with Great Lakes Culinary Institute (GLCI) was also highlighted and provides internships aboard the State of Michigan vessel for culinary students.

Faculty Report—Experiential Learning in Introduction to Engineering—Jay Smith, Engineering Instructor, provided a brief introduction of himself and background. Smith then provided an overview of his Engineering 101 course and the typical students who take the course. The group project in the course this year (virtual via zoom) was a Redesign of the Academic & Career Advising Center. While the project content addressed a need of the campus or community,

the project provided an opportunity for student engagement and accountability in a virtual environment. The Board thanked Jay for a very interesting report.

Enrollment Report—Todd Neibauer, Vice President for Student Services and Technology, provided the enrollment report for Spring 2021. Neibauer reported Futures for Frontliners funding has begun to be awarded to students and the program has buoyed enrollment numbers for Spring. The number of returning students for spring semester is trailing from the same time last year. Fall semester had a lot of catch up toward the end of the registration period. Neibauer shared that planning is going forward for the Reconnect Program, with the NMC contact person just submitted to the State of Michigan.

Sensitive Information Report—Vicki Cook, Vice President of Finance and Administration, provided the annual identity theft protection report that is submitted each November. There were three incidents investigated over the past twelve months, two of which were related to fraudulent checks.

Financial Report—Vice President Vicki Cook reviewed the financial report for the period ending October 31, 2020, sharing that fall enrollment numbers were better than budgeted. Cook addressed a question providing clarification on transfers. She indicated projected yearend figures would begin being reported in January or February. In response to a question, Cook explained that no reserves had been used this year to date.

Foundation Report—Rebecca Teahen, Associate Vice President for Resource Development and Executive Director of Foundation, provided the NMC Foundation update sharing that total FY21 gifts and events revenue to date equal \$3,577,375. The Foundation is looking forward to Giving Tuesday on December 1. While staff continues to work remotely, Foundation offices have moved to the University Center. Teahen also noted the NMC Foundation received an unqualified audit. She explained the Taste of Success event would be held virtually as “to-go” in mid-April, with more details to come in the future.

PRMC Report—Diana Fairbanks, Executive Director of Public Relations, Marketing, and Communications, provided her report for October and drew attention to some good news stories including the Be What’s Possible Campaign, support for community college Bachelor of Science in Nursing (BSN), and President Nissley’s review. PRMC also recently launched a new video series highlighting technical opportunities at NMC to meet skills required for good paying job opportunities for adult learners. A more in-depth report regarding this new launch will be included in next month’s update.

Presidential Performance and Compensation Committee Report—Committee Chair Chris Bott reported on the work of the Board Presidential Performance and Compensation Committee. At their meeting on November 12, committee members debriefed the evaluation process with President Nissley. There was also discussion of the committee going back to its original charge and consideration of an executive committee to meet with the president ongoing. Nissley and the committee are developing areas of focus for the President over next year that will be brought back to the Board at a future meeting.

Policy Committee Report—Committee Chair Doug Bishop shared the committee had met on November 9, and policies reviewed are listed in actions items of this meeting. One additional policy will be reviewed on December 7, following staff review and recommendations.

Legislative Issues Report—President Nick Nissley referenced the report included in the material packet and drew attention to SB 1055 to allow community colleges to offer a baccalaureate degree in nursing. The college continues to advocate for the passing of the bill, awaiting action by the state Senate. President Nissley shared he had attended several meetings with state officials and community constituents regarding the community college BSN. In response to a question, Nissley shared there was not a sense of how the Governor would respond to the legislation if it makes it through the process to her.

PUBLIC INPUT—There was no public input offered.

UPDATES

President's Update—President Nick Nissley reported that, given the new MDHHS emergency order this week, the college had moved to virtual learning ahead of the original plan to move to remote learning after the Thanksgiving holiday. Nissley shared appreciation for staff and faculty to allow students to complete their required lab course work before the order went into effect and provided some examples. Regarding NMC's two goals to ensure safety and minimize disruption to learning since the start of COVID, Nissley stated the college had seen only 13 students and 3 employees with campus exposure of positive cases to date, and this year's withdrawal rate was 15% compared to last fall's 12% withdrawal rate. Nissley also shared President's Council had decided to close the college during the week between Christmas and New Year's to allow employees much needed downtime. He also shared the Planning to Plan Team is working toward Strategic Planning in the new year, which would be shared with the Board in January. Nissley highlighted numbers and points of pride from his report, as well as takeaways from student events and classes he has attended recently. And finally, Nissley thanked the Board for their support and work and wished everyone a happy Thanksgiving.

Board Chair Update—Chair Chris Bott stated the Board would continue with virtual meetings through December 31 per the current emergency order. He noted upcoming Giving Tuesday, encouraged support for BSN legislation, and thanked Ross and Janie for their Board service ending on December 31. A reception would be planned for outgoing trustees once gathering in person became feasible.

CONSENT ITEMS—On a motion by Kennard Weaver, seconded by Janie McNabb, the following items were approved by a unanimous vote as a group without discussion:

- Minutes of the October 26, 2020, regular and closed meetings

ACTION ITEMS

Board Policies—On a motion by Doug Bishop, seconded by Ross Childs, the Board unanimously adopted the following Board Policies on a first-reading basis:

- Amended Policy A-105.01 Gift Acceptance
- Policy A-106.02 Investment with no changes after review

Board Policies—On a motion by Doug Bishop, seconded by Rachel Johnson, the Board unanimously adopted the following Board Policies on a second-reading basis:

- Amended Policy A-100.00 Board of Trustees Bylaws
- Amended Policy A-107.00 Board Attendance at Civic and College Events
- Amended Policy A-108.00 Board of Trustees Electronic Communications
- Policy A-101.00 Board of Trustees Responsibilities with no changes after review
- Policy A-106.03 Policy Amendment and Additions with no changes after review

Native American Grant Application—On a motion by Ross Childs, seconded by Kennard Weaver, the Board authorized administration to submit application for the 2% grant from the Grand Traverse Band of Ottawa and Chippewa Indians video gaming revenue as presented. The motion passed with a unanimous vote.

Special Liquor License—On a motion by Rachel Johnson, seconded by Doug Bishop, the Board adopted a resolution authorizing the organization through its duly authorized officers, to make application to the Liquor Control Commission for a Special License for a Wine Auction and the allowance of wine to be sold along with prepackaged carry out meals to be in effect on Friday, April 16, 2021, at the Northwestern Michigan College Hagerty Center at Great Lakes Campus, 715 E. Front Street, Traverse City, Grand Traverse County, Michigan. The motion passed with a unanimous vote.

Foundation Board Appointments—On a motion by Kennard Weaver, seconded by Doug Bishop, the Board approved the reappointment of Rebecca Teahen and Nick Nissley to the NMC Foundation Board as Group Two Directors; and new Honorary Foundation Board Member Lee Gardner for the term of life. The motion passed with a unanimous vote.

Closed session—Kennard Weaver made a motion, seconded by Ross Childs, that the Board convene in closed session as permitted by Section 8(h) of the Open Meetings Act, MCL 15.268(h), to consider one privileged legal memo prepared by the college's outside counsel, Miller Canfield, PLC, which are materials exempt from discussion or disclosure under state or federal statute as written attorney-client communications in connection with Section 13(1)(g) of Michigan's Freedom of Information Act, MCL 15.243(1)(g). The motion passed with the following roll call vote: Yes—Rachel Johnson, Janie McNabb, Ross Childs, Doug Bishop, Kennard Weaver, Chris Bott; No—none; and the Board went into closed session at 6:41 p.m.

Reconvene Regular Session—Kennard Weaver made a motion, seconded by Ross Childs, to adjourn the closed session and reconvene the open session. The motion passed with the following roll call vote: Yes—Kennard Weaver, Ross Childs, Doug Bishop, Janie McNabb, Rachel Johnson, Chris Bott; No—none; and the regular open session reconvened at 7:05 p.m.

REVIEW OF FOLLOW-UP REQUESTS—Confirmed requests made by the Board that require administrative follow-up for information to be provided to the Board at a later date.

ADJOURNMENT—The meeting adjourned at 7:08 p.m.

Recorded by Holly Gorton, Chief of Staff to the President and Board of Trustees.

SIGNED _____
Chris M. Bott, Chair

ATTESTED _____
Rachel A. Johnson, Vice Chair

Board Policy A-105.01

Board of Trustees Process

Gift Acceptance

1. The Board of Trustees of Northwestern Michigan College (NMC) shall direct all gifts of private property, devise, or bequest to the Northwestern Michigan College Foundation (Foundation), which has been formed solely to receive gifts and administer funds for the benefit of NMC.
2. Such direction shall not be considered as a recommendation to accept gifts. Presentation of gifts, bequests, memorials, awards, property, or scholarships shall be accepted at the discretion of the Foundation and recognized and approved by the Board of Directors of the Foundation, and shall be subject to the current Foundation Gift Acceptance Policies and Procedures, as may be amended from time to time, and the applicable laws and regulations governing §501(c)(3) organizations. Such recognition and approval shall in no case be considered an endorsement of a particular product, service or business.
3. The Board of Trustees shall exercise appropriate control with respect to directed gifts to the Foundation by establishing the following procedures:
 - a. It is expected that the Foundation will consult with NMC officials regarding the acceptability of tangible property or real property in advance of accepting those items. "Tangible property" and "real property" shall include, but not be limited to the following items: land, works of art, supplies, and equipment.
 - b. The President and the Executive Director of the Foundation may tentatively accept contributions subject to the final approval of the Foundation's Board of Directors at its next meeting.
 - c. Acceptance by the Foundation of equipment or services that may require institutional support which involves, but may not be limited to, operating budget expenses or capital investment or other expenses (whether initial or continued) shall be presented to the President's Office for consideration and approval by the Board of Trustees prior to acceptance by the Foundation.
 - d. All contributions to the Foundation of tangible property, excluding gifts of real property which, by attribute, shall be sold, conveyed, or otherwise disposed of in order to convert to cash as soon as possible, will ultimately become the property of NMC and subject to the same controls and regulations that govern the use of property owned by NMC.
 - e. Attached to this policy is a copy of the current Foundation Gift Acceptance Policy. In the event that a gift, bequest, or devise is not directed to the Foundation, the procedures incorporated in the attached policy, as may be amended by the Foundation from time to time, shall govern the actions of the Board of Trustees, and the Executive Director of the Foundation shall consult with the Foundation's Board of Directors as appropriate for recommendations to be made to the Board of Trustees.

If any provision(s) of this policy or set of bylaws conflicts with laws applicable to Northwestern Michigan College, including the Community College Act of 1966, the Freedom of Information Act, or the Open Meetings Act, as each may be amended from time to time, such laws shall control and supersede such provision(s).

Adopted by the Northwestern Michigan College Board of Trustees November 19, 2007

Revised July 26, 2010

Revised May 18, 2015

Revised December 21, 2020

Board Policy A-106.02

Board of Trustees Process

Investment Policy

1. Purpose: It is the policy of the Board of Trustees to invest its funds in a manner which will provide the highest investment return with the maximum security while meeting the daily cash flow needs of Northwestern Michigan College (hereinafter "The College") and comply with all state statutes governing the investment of public funds.
2. Scope: This policy on banking and investments applies to all financial assets of the College. These assets are accounted for in the various funds of the College and include the general fund, auxiliary funds, restricted funds, plant funds, and agency funds and any other funds established by the College. Investment income will be allocated to the general fund in accordance with generally accepted accounting principles.
3. Objectives: The primary objectives, in priority order, of the College's banking and investment activities shall be:
 - a. Safety - Safety of principal is the foremost objective of the investment program. Investments shall be undertaken in a manner that seeks to insure the preservation of capital in the overall portfolio.
 - b. Diversification - The investments will be diversified by security type, as allowed by regulation, financial institution and maturity of securities in order to reduce portfolio and market risks.
 - c. Liquidity - The investment portfolio shall remain sufficiently liquid to meet all operating requirements that may be reasonably anticipated.
4. Delegation of Authority to Make Investments: The College delegates the daily management responsibility for the investment program to the Vice President of Finance and Administration.
5. Permissible Investments: The Michigan Community College Act No. 331, as amended, provides the following permissible investments:
 - a. Bonds, bills, or notes of the United States, or of an agency or instrumentality of the United States, or obligations of this State.
 - b. Negotiable certificates of deposit, savings accounts, or other interest-earning deposit accounts of a financial institution. As used in this subdivision, "financial institution" means a bank that is a member of the Federal Deposit Insurance Corporation, A savings and loan association that is a member of the Federal Savings and Loan Insurance Corporation, or a credit union whose deposits are insured by the national Credit Union Administration.
 - c. Bankers' acceptances issued by a bank that is a member of the Federal Deposit Insurance Corporation.
 - d. Commercial paper that is supported by an irrevocable letter of credit issued by a bank that is a member of the Federal Deposit Insurance Corporation.
 - e. Commercial paper of corporations located in this state rated prime by at least one of the standard rating services.

- f. Mutual funds, trusts, or investment pools composed entirely of instruments that are eligible collateral.

Additional funds of the College shall not be invested or deposited in a financial institution that is not eligible to be a depository of surplus funds belonging to this state under section 6 of 1855 PA 105, MCL 21.146.

If any provision(s) of this policy or set of bylaws conflicts with laws applicable to Northwestern Michigan College, including the Community College Act of 1966, the Freedom of Information Act, or the Open Meetings Act, as each may be amended from time to time, such laws shall control and supersede such provision(s).

Adopted by the Northwestern Michigan College Board of Trustees October 24, 2005

Revised May 18, 2015

Revised December 21, 2020



Northwestern
Michigan
College

Resolution of Appreciation
K. ROSS CHILDS
NMC BOARD OF TRUSTEES

WHEREAS K. Ross Childs was appointed to the Northwestern Michigan College Board of Trustees on September 24, 2001, filling a vacated seat; and

WHEREAS he was elected in 2002, and subsequently re-elected in 2008 and 2014; and

WHEREAS in his decades of service to the Board he has served as Chair, Vice-Chair and Secretary; and

WHEREAS he has served on every possible Board committee, including as its alternate representative to the Michigan Community College Association; and

WHEREAS he served on the Presidential Search Committee as a community member in 2000; and

WHEREAS he had a 25-year professional career as the administrator of Grand Traverse County, during which the county became one of the fastest-growing in the state and received recognition in many areas of public service on behalf of its employees; and

WHEREAS he used his municipal leadership experience for the college's benefit as a trustee; and

WHEREAS he serves the community via board membership on the Community Living Center Endowment, Munson Medical Center, Grand Traverse County Economic Development Corporation and Traverse Bay Economic Development Corporation; and

WHEREAS he will leave the NMC Board of Trustees at the completion of his term on December 31, 2020, creating a huge void in institutional memory;

THEREFORE, BE IT RESOLVED that in recognition of K. Ross Child's nearly 20 years of dedicated service and significant contributions, the NMC Board of Trustees issues this Special Resolution of Appreciation.

In testimony whereof, we have set our hand and caused the seal of Northwestern Michigan College to be affixed at Traverse City, Michigan, on this 21st day of December 2020.

Chris M. Bott

Chris M. Bott, *Chair*

Rachel A. Johnson

Rachel A. Johnson, *Vice Chair*

Nick Nissley

Nick Nissley, *President, Northwestern Michigan College*



Northwestern
Michigan
College

Resolution of Appreciation
JANE T. McNABB
NMC BOARD OF TRUSTEES

WHEREAS Jane T. McNabb was appointed to the Northwestern Michigan College Board of Trustees on June 26, 2017, filling a vacated seat; and

WHEREAS she was elected to fill the remainder of the term for that seat in 2018; and

WHEREAS she has served on the Board's Audit, Fellows Nominating and Presidential Performance and Compensation committee, as well as the NMC Barbecue Board; and

WHEREAS she was elected Board Treasurer in 2019 and served for two years in that capacity; and

WHEREAS she is an alumna of NMC; and

WHEREAS NMC has benefitted from her professional expertise in workforce development, one of the college's purposes; and

WHEREAS she has been recognized in the community as an influential leader for multiple years, and used her influence on behalf of NMC; and

WHEREAS she will leave the NMC Board of Trustees at the completion of her term on December 31, 2020;

THEREFORE, BE IT RESOLVED that in recognition of Jane T. McNabb's dedicated service and significant contributions, the NMC Board of Trustees issues this Special Resolution of Appreciation.

In testimony whereof, we have set our hand and caused the seal of Northwestern Michigan College to be affixed at Traverse City, Michigan on this 21st day of December 2020.

Chris M. Bott, *Chair*

Rachel A. Johnson, *Vice Chair*

Nick Nissley, *President, Northwestern Michigan College*



MEMO
Resource
Development

To: The Board of Trustees and President Nick Nissley

From: Rebecca Teahen, Assoc. Vice President for Resource Development;
Executive Director, NMC Foundation

Date: December 14, 2020

Subject: Foundation Board Appointments

The NMC Foundation Board of Directors recommends for Board of Trustees' approval the following Foundation Board appointments.

NEW MEMBER

The Foundation Board recommends Lorraine Beers for a new term of three fiscal years (commencing January 2021 and expiring June 2024).

Lorraine Beers was born in West Palm Beach, FL, grew up in the Detroit suburbs. She met her husband, a Traverse City native, when they were both students at U of M, Ann Arbor. They moved to TC in 1974. NMC's nursing program offered Lorraine the education to continue working in health care, which she's now done for almost forty years, most recently as an Infectious Diseases nurse practitioner. Since NMC graduation, she earned a Master's degree from Wayne State, certification as a nurse practitioner from MSU, and a doctorate from U of M in 2019. Lorraine and her husband Mack are loyal supporters of NMC scholarships.

REAPPOINTMENTS

The Foundation Board recommends reappointment of Suzanne Allen, Chris Branson, Bruce Byl, Bill Donberg, Fran Gingras, Eleanor Lynn, Susan Sheldon, Dave Shooltz, Timothy Young, and Nancy Zimmer to terms of three fiscal years (commencing January 2021 and expiring June 2024).

NEW HONORARY MEMBERS for your information

Diana Huckle is co-founder and Trustee of the Huckle Family Foundation. She retired as Vice President of the Minnesota-based Huckle Media, LLC. Diana is an active community volunteer and does mission work in Haiti. A native of Warren, Michigan, she met her husband, Jim, when both were working for the General Motors Corporation. Now married 50 years, they have two daughters with families in the area.

Jim Huckle is the founder and retired president of the Minnesota-based Huckle Media, LLC and is co-founder of the Huckle Family Foundation. He has served as a director on a variety of corporate and non-profit boards

and currently is a director of the Grand Traverse Regional Land Conservancy. Jim continues his 19-year commitment to mission work in Haiti.

Together, Jim & Diana joined Casey and Dana Huckle in supporting Experiential Learning at NMC through the Be What's Possible Campaign.

NORTHWESTERN MICHIGAN COLLEGE

FOUNDATION BYLAWS

ARTICLE I: NAME. The name of this non-profit corporation is the Northwestern Michigan College Foundation (the "NMC Foundation").

ARTICLE II: PURPOSE. To provide support for the objects and purposes of Northwestern Michigan College (hereafter sometimes referred to as "NMC" or the "College"), an institution of higher education in the State of Michigan, to assist in an exclusively educational and charitable manner in the accomplishment of the educational purposes of such institution; and to augment the facilities thereof in such manner as may be designated, directed, or desired by the Board of Trustees of Northwestern Michigan College (the "Board of Trustees"). Included, by way of illustration but without limitation, are promotion, sponsorship, fundraising, and carrying out of the educational, scientific, charitable and related activities for the objects and purposes of Northwestern Michigan College; to solicit and receive donations and hold by bequest, devise, grant, gift, purchase, lease, or other form of transfer, and dispose of such property as the purposes and objects of the NMC Foundation may require; to invest and reinvest the principal and income as may be determined and decided by the NMC Foundation Board of Directors (the "Foundation Board"); to oversee and disburse the principal and income of the NMC Foundation in such manner as will promote its objectives; and in general to exercise such other powers which now are or may hereafter be conferred upon it, namely; the promotion of the objects and purposes of Northwestern Michigan College, or conducive to the attainment thereof; and in any event to operate exclusively for such charitable and educational purposes as are required for tax-exempt status under Section 501(c)(3) and as a supporting organization under Section 509(a)(3) of the Internal Revenue Code.

ARTICLE III: FOUNDATION HEADQUARTERS. The principal and registered office of the NMC Foundation shall be located at Northwestern Michigan College, 1701 East Front Street, Traverse City, Michigan 49686.

ARTICLE IV: BOARD OF DIRECTORS

Section 1. Power and Authority. The property, affairs and business of the NMC Foundation shall be managed and controlled by the Foundation Board; provided, however, that the NMC Foundation may fund only those purposes approved by the Board of Trustees, and in a manner consistent with the Memorandum of Understanding between Northwestern Michigan College and the NMC Foundation.

Section 2. Number. The number of Directors of the NMC Foundation, (collectively the Foundation Board and individually each a Director) shall be not less than twelve (12) nor more than forty (40), excluding non-voting Honorary or Emeritus Directors.

Section 3. Groups and Qualification. Group One shall consist of up to three (3) Directors who are incumbent members of the Board of Trustees, appointed by the Board of Trustees Chair. Group Two shall consist of the President of Northwestern Michigan College and the Executive Director of the NMC Foundation. Group Three shall consist of not less than four (4) Directors who shall be

special friends of the college or residents of its service area who have demonstrated their interest, support and concerns. Group Four shall consist of up to six (6) Directors who shall be faculty, staff, or student representatives with a minimum of one member from each category and no more than four from any category (faculty, staff, student) appointed by the President of NMC.

Section 4. Election, classification and Terms

- (A) Group One. Group One Directors need no formal appointment by the NMC Foundation, as they serve by reason of their membership on the Board of Trustees and the selection by the Chair of the Board of Trustees. A Group One Director who vacates the office of trustee of Northwestern Michigan College shall, by such action, similarly vacate the office of Director. The Chair of the Board of Trustees shall have the authority to remove any Group One director and to fill any Group One vacancy.
- (B) Group Two. Group Two Directors shall serve by reason of the office held without formal appointment. In the event the positions of President and Executive Director of NMC Foundation, or either of them, are unfilled at any time, then the person designated by the Board of Trustees of Northwestern Michigan College as acting President or the acting Executive Director of NMC Foundation shall serve as a Group Two Director. A Group Two Director who resigns, is removed, or otherwise leaves the associated position with Northwestern Michigan College shall be deemed to have resigned from the Foundation Board. The Board of Trustees, acting according to its rules, shall have the authority to remove, replace, or fill any director vacancy left by any individual resigning, removed, or otherwise vacating the role as President. The President shall have the authority to remove, replace, or fill any director vacancy left by any individual resigning, removed, or otherwise vacating the role as Executive Director.
- (C) Group Three. Group Three Directors are nominated by the Foundation Board and appointed by the Board of Trustees, to serve three (3) year terms. The regular term for Group 3 Directors shall coincide with the Foundation's fiscal year, beginning on July 1 and ending on June 30. In the event a Group Three Director is absent from three or more regularly scheduled meetings within any fiscal year, the Foundation Board may, at its discretion, deem such absence to constitute a resignation to be filled through regular NMC Foundation procedures. A Group Three Director may be removed by a vote of seventy-five percent (75%) of the Foundation Board, for any reason.
- (D) Group Four. Group Four Directors are appointed by the President to serve three (3) year terms and shall serve by virtue of their positions held at the college. The regular term for Group 4 Directors shall coincide with the Foundation's fiscal year, beginning on July 1 and ending on June 30. A Group Four Director who vacates his/her position at the college shall, by such action, similarly vacate his/her position on the Foundation Board. The President shall have the authority to remove, replace, or fill any vacant Group Four Director position.

Section 6. Meetings

- (A) The Foundation Board shall meet regularly six (6) times a year, bi-monthly, with the first meeting of the year taking place during the first quarter of the fiscal year. The last meeting of

the year shall be considered the annual meeting with the actual date at the discretion of the Foundation Board. The time and place of each regular meeting shall be fixed by the Chair of the Foundation Board, with the consent of a majority of the directors, and written notice of such time and place shall be given each director at least ten (10) days before the selected date.

- (B) Special meetings may be called by the Chair of the Foundation Board on his/her own motion or be called upon the written request of five (5) directors. Written notice of the time, place and subject matter of each special meeting shall be given to each Director at least ten (10) days before the meeting date, unless such notice is waived in writing or by attendance at the meeting.
- (C) Meetings of the Foundation Board shall be generally open to the public, and shall provide the opportunity for public comment, however, the Foundation Board may adopt rules and policies necessary to maintain order or to protect proprietary information or donor information and may hold closed sessions as permitted by law.

Section 7. Quorum. Fifty one percent of the Foundation Board then serving shall constitute a quorum for the transaction of business at any meeting of the Foundation Board; and, except as otherwise required by law, the act of a majority of Directors present at a meeting at which a quorum is present shall be the act of the Foundation Board.

Section 9. Honorary Directors. The Foundation Board may elect honorary members and may specify the term thereof up to, and including, life. Honorary Directors shall be entitled to attend all Foundation Board meetings, but shall not have the right to vote on matters of business or to attend any closed session meeting of the Foundation Board.

Section 10. Director Emeritus. The Foundation Board may by election, bestow upon past members of the Foundation Board who have distinguished themselves through meritorious service to the NMC Foundation, the title of Director Emeritus, good for life. Directors Emeritus shall be entitled to attend all Foundation Board meetings but shall not have the right to vote on matters of business or to attend any closed session meeting of the Foundation Board.

Section 12. Meeting by Telephone, Remote Conferencing, or Similar Equipment. A Director may participate in a meeting by telephone, video, remote conferencing, or other similar communications equipment through which all persons participating in the meeting can hear each other. Participation in a meeting pursuant to this section constitutes presence in person at the meeting.

Section 13. Robert's Rules of Order. Robert's Rules of Order shall govern the sessions of the Foundation Board and any standing or ad hoc committees of the Foundation Board, unless these Bylaws or applicable law conflict therewith, in which event these Bylaws or applicable law shall take precedence. In addition, the Foundation Board may by resolution adopt modifications or alternatives to Robert's Rule of Order.

ARTICLE V: OFFICERS

Section 1. Number and Qualifications. The Officers of the NMC Foundation Board shall consist of a Chair of the Foundation Board (the “Foundation Chair”), a First and Second Vice Chair, an Executive Director of NMC Foundation, a Secretary, and a Treasurer. The Foundation Board may appoint such other assistant officers as from time to time it may determine, and may define the powers and duties of such assistant officers.

The Foundation Chair, the First Vice Chair, the Secretary, and the Treasurer shall be chosen from among the Directors of the NMC Foundation. The President of Northwestern Michigan College shall be the Second Vice Chair and the Executive Director of NMC Foundation shall be the Executive Director of NMC Foundation. Any officer may be required to give such fidelity bond as the Foundation Board may determine.

Section 2. Election. The officers of the NMC Foundation shall be elected at the annual meeting of the Foundation Board, and each shall hold office until the next annual meeting, or until a successor shall have been elected and qualified. A vacancy in any office may be filled by the Foundation Board for the balance of the vacant term.

Section 3. Removal of Officers. With the exception of the Second Vice Chair and the Executive Director of NMC Foundation, the Foundation Board may remove any officer at any time, with or without cause by a vote of the majority of Directors then serving. Removal of the Second Vice Chair can only occur with approval of and action by the Board of Trustees. Removal of the Executive Director of NMC Foundation can only occur with approval of and action by the President or Acting President of Northwestern Michigan College.

Section 4. Duties. The duties of the officers of the NMC Foundation shall be:

- (A) The Foundation Chair shall preside over the meeting of the Foundation Board and shall maintain primary responsibility for the NMC Foundation's relations with the college and the community.
- (B) The First Vice Chair shall have authority to act in case of the absence or incapacity of the Foundation Chair. If the First Vice Chair shall be absent or incapacitated, another officer shall discharge the functions of Foundation Chair. If more than one officer is available, the one with the longest membership on the Board shall be appointed to act.
- (C) The Second Vice Chair will be the President of the Northwestern Michigan College. This person shall be a liaison between the Foundation Board and the college's many publics and represent those interests as appropriate in assuring the success of the NMC Foundation's mission.
- (D) The Executive Director is the Executive Director of the Northwestern Michigan College Foundation. This person will assist the Foundation Board in the day-to-day operation of the NMC Foundation and carry on such development, communication and administrative activities as necessary for the NMC Foundation to be effective. The Foundation Board may adopt resolutions or policies that further provide for the authority of the Executive Director.

- (E) The Secretary shall assist the Executive Director of NMC Foundation with the records of the NMC Foundation, and shall attest to the recording of minutes of all meetings of the Foundation Board.
- (F) The Treasurer shall assist the Executive Director of NMC Foundation regarding the fiscal affairs of the NMC Foundation and shall Chair the Finance and Audit Committee.
- (G) The Foundation Board may prescribe additional duties for any officer through the adoption of resolutions or policies.

ARTICLE VI: COMMITTEES

Section 1. Standing Committees. The Foundation Board shall annually appoint members to each of the standing committees as follows:

- (A) Executive Committee: The officers of the NMC Foundation, Immediate Past Chair, and at least one Group One Director shall constitute the Executive Committee of the NMC Foundation. During the intervals between meetings of the Foundation Board, the Executive Committee shall have, and may exercise on behalf of the Foundation Board, all of the authority of the Foundation Board in respect to the management of the NMC Foundation. The Executive Committee shall report its acts to the Foundation Board at its regular meetings for ratification. The Executive Committee shall also assist the Executive Director of NMC Foundation in the preparation and review of policies and procedures for the NMC Foundation, and shall make recommendations for enactment of same to the Foundation Board.
- (B) Finance and Audit Committee: The Treasurer of the NMC Foundation and other members appointed by the Foundation Board, along with the Chief Financial Officer of the College shall constitute the Finance and Audit Committee. The Finance and Audit Committee shall be responsible for periodic review of the financial affairs of the NMC Foundation and shall make recommendations to the Foundation Board with respect to investments and the general fiscal policy of the NMC Foundation. In addition, the Finance and Audit Committee shall be designated with authority to review the recommendations of the Executive Director of NMC Foundation related to undesignated gifts and make recommendations to the Foundation Board.
- (C) Board Development Committee. The Board Development Committee shall be responsible for recommending candidates for appointment to the Foundation Board and for recommending nominees for election to the offices of the NMC Foundation. This committee shall also provide oversight of Foundation Board governance responsibilities, and will make recommendations to the Executive Committee for approval by the Foundation Board.

Section 2. Ad Hoc Committees. The Foundation Board may, from time to time, create additional committees with such powers and duties as the Foundation Board may prescribe. These Ad Hoc

Committees may consist of directors or non-directors, as may be appointed by the Foundation Board.

ARTICLE VII: EXECUTION OF DOCUMENTS

Section 1. Delegation of Authority and Signature of Executive Director. The NMC Foundation Board delegates authority for approval and commitment to be bound to transactions and contracts, following NMC's purchasing and contracting procedures, to the Executive Director of NMC Foundation. The Executive Director, or that person's designee, signing alone, is authorized and empowered to execute in the name of the NMC Foundation, documents arising in the course of the day-to-day operation of the Foundation. This includes the signing of contracts, agreements, consents, court filings and other documents related to gifts which have been, or may be, accepted by the NMC Foundation in accordance with the NMC Foundation's gift acceptance policy, and which are not otherwise addressed in this Article VII.

The Foundation Board of Directors may authorize any other person or persons (whether or not an officer of the NMC Foundation) to sign contracts or other documents and may authorize any such officer or other person to delegate, in writing, all or any part of such authority to any other person or persons.

Section 2. Contracts and Documents Generally. Contracts and other documents with material and/or institutional impact, or as required by law, or college or foundation policy shall be signed by the Foundation Chair or a Vice Chair and by the Secretary or Treasurer of the NMC Foundation, if available, and if not available, any two officers of the NMC Foundation may sign, unless otherwise required, or as set forth in the NMC Foundation's Articles of Incorporation then on file with the State of Michigan.

Section 3. Notes, Checks and the Like. All notes, drafts, acceptances, checks, endorsements and all evidences of indebtedness of the NMC Foundation shall be signed by such person or persons and in such manner as the Foundation Board may from time to time determine.

Section 4. Deposits. All funds of the NMC Foundation shall be deposited to the credit of the NMC Foundation in such banks, trust companies, or other depositories as the Foundation Board may select.

ARTICLE VIII: INDEMNIFICATION AND REIMBURSEMENT

A. The NMC Foundation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding whether civil, criminal, administrative or investigative (other than an action brought by the NMC Foundation) by reason of the fact that the person is or was a director, officer or employee of the NMC Foundation, against expenses (including attorneys' fees) judgments, penalties, fines and amounts paid in settlement, actually and reasonably incurred by the person in such action, suit or proceeding if the person acted in good faith and in a manner the person believed to be in the best interests of the NMC Foundation and, with respect to any criminal action or proceeding, has no reasonable cause to believe the conduct was unlawful. The termination of any action, suit or proceeding by nolo contendere or its equivalent, shall not of itself create a presumption that the

person did not act in good faith and in a manner which the person reasonably believed to be in or not opposed to the best interests of the NMC Foundation or its directors and, with respect to any criminal action or proceeding, had reasonable cause to believe that the conduct was unlawful.

B. Expenses incurred in defending a civil or criminal action, suit or proceeding described above may be paid by the NMC Foundation in advance of the final disposition of the action, suit or proceeding upon receipt of a written promise by or on behalf of the director, officer, or employee or agent to repay the amount unless it is ultimately determined that the person is entitled to be indemnified by the NMC Foundation.

C. The determination as to whether a director, employee, or agent is entitled to indemnification shall be made in any of the following ways:

1. By the Foundation Board, by a majority vote of a quorum consisting of Directors who were not parties to the action, suit or proceeding.
2. If fewer than a quorum of Directors are not parties to the action, suit, or proceeding, a committee designated by the Foundation Board and consisting of two or more Directors who are not parties to the action, suit or proceeding, may vote by majority rule on whether a director, employee, or agent is entitled to indemnification.
3. By independent legal counsel in a written opinion.
4. By the majority vote of the Directors.

ARTICLE IX: DISSOLUTION. The NMC Foundation may be dissolved and its charter revoked by action of the Board of Trustees of Northwestern Michigan College. Further, the NMC Foundation may otherwise be dissolved by operation of law. Upon dissolution of the NMC Foundation, its remaining assets, if any, shall be distributed to Northwestern Michigan College, an institution of higher education in the State of Michigan. If, at the time of dissolution the said College is not in existence or is unable to accept the assets, the distribution will be made to one or more organizations organized and operated exclusively for religious, charitable, scientific, literary, or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as now in force or afterwards amended, as the Directors of the NMC Foundation shall determine.

ARTICLE X: COMPENSATION AND FEES. Other than employees of Northwestern Michigan College who serve as the NMC Foundation officers by virtue of their positions with NMC, no director or officer of the NMC Foundation may receive any compensation or fees for services rendered as a director, nor may such director or officer receive any other pecuniary benefit by virtue of his or her office, excepting reimbursement of out-of-pocket expenses; provided, however, nothing herein contained shall limit the right of the Foundation Board to establish and pay compensation to an executive director or, in the discretion of the Foundation Board, to fix and pay nominal compensation to the Secretary for the administrative and recordkeeping duties actually performed by the Secretary in fulfillment of the Secretary's duties. Nothing herein shall be construed to preclude any director from serving the NMC Foundation in any other capacity separate and apart

from services rendered as a director, and receiving compensation therefor as approved by the Executive Director of NMC Foundation.

ARTICLE XI: CONFLICTS OF INTEREST. Each Director shall comply with any and all applicable laws, rules, regulations, and requirements relating to conflicts of interest and shall execute any documents that may be necessary to effectuate such compliance.

ARTICLE XII: AMENDMENT These By-laws may be amended at any meeting of the Foundation Board by action of a majority of Directors then serving, provided thereafter the proposed amendment is approved by action of the Board of Trustees. Any amendment provided by this article is not effective until both the Foundation Board and the Board of Trustees give their approval.

Reflects bylaw changes approved by the NMC Foundation Board of Directors on 12/16/2020.

Approved 11/05/1981
Revised 12/05/2001
Revised 12/16/2015
Revised 12/16/2020