

**NORTHWESTERN MICHIGAN COLLEGE
BOARD OF TRUSTEES
MINUTES
Friday, January 17, 2020
at NMC Hagerty Center, Great Lakes Campus, 715 East Front St**

CALL TO ORDER—Chair Chris M. Bott called the regular meeting to order at 1:00 p.m. following a 12:30 p.m. lunch.

ROLL CALL

Trustees present: Douglas S. Bishop, Chris M. Bott, K. Ross Childs, Michael Estes, Rachel A. Johnson, Jane T. McNabb, Kennard R. Weaver

Trustees absent: None

Also present: President Nick Nissley, Holly Gorton, Vicki Cook, Marguerite Cotto, Scott Eldridge, Diana Fairbanks, Joy Goodchild, Lynne Moritz, Todd Neibauer, Stephen Siciliano, Rebecca Teahen

REVIEW OF AGENDA—The agenda was accepted as presented.

ANNUAL MEETING BUSINESS

Reading of Notice and Proof of Service—The notice of annual meeting was read with proof of service on January 13, 2020, attested to by Holly Gorton, Chief of Staff to the President and Board of Trustees.

Report of Secretary—Michael Estes, Secretary, reported that the 2019 Northwestern Michigan College Board of Trustees Annual Meeting minutes were approved on Chair Chris Bott January 14, 2019, and are available online at the 2019 Trustee Meeting Materials and Minutes website (<https://www.nmc.edu/about/board-of-trustees/minutes/2019/010919-Board-Study-Session-Minutes.pdf>).

Report of Treasurer—Jane McNabb, Treasurer, reported that the annual financial audit for Northwestern Michigan College for the fiscal year ending June 30, 2019, was accepted by the NMC Board of Trustees on October 28, 2019, and is available online at the NMC Audit Reports website (<https://www.nmc.edu/departments/financeadministration/audits/files/audit-nmc-2019.pdf>).

Verification of Residential Address—Trustees were asked to provide their current address where they registered to vote as renewed verification for calendar year 2020.

Conflict of Interest Disclosure Statement—Trustees were provided with Conflict of Interest Disclosure Statements for calendar year 2020 and asked to return the completed and signed statements to Holly Gorton in the President's Office.

Election of Officers—Nomination and election of Board officers were conducted with a motion made by Doug Bishop, seconded by Ross Childs, to nominate the current slate of officers with Chris Bott for the office of Board Chair, Rachel Johnson for the office of Board Vice Chair, Michael Estes for the office of Board Secretary, and Jane McNabb for the office of Board Treasurer. The motion passed with a unanimous vote.

Regular Board Meeting Dates—A motion was made by Kennard Weaver, seconded by Rachel Johnson to approve the regular board meeting dates through June 2021 as presented. It was noted the June 2020 meeting is the fifth Monday of that month. It was suggested that we hold one or more meetings at the West Hall Innovation Center when available. The motion passed with unanimous vote.

ACTION ITEMS

West Hall Furniture Contract—On a motion by Janie McNabb, seconded by Doug Bishop, the Board authorized administration to enter into a contract with Custer Incorporated for \$293,913 and Interphase Incorporated for \$300,346 for furniture and installation in the West Hall Innovation Center. The motion passed with unanimous vote.

Closed Session—Ross Childs made a motion, seconded by Kennard Weaver, 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, Michael Estes, Kennard Weaver, Chris Bott; No—none; and the Board went into closed session at 1:10 p.m.

Reconvene Regular Meeting—Kennard Weaver made a motion, seconded by Janie McNabb, 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, Michael Estes, Janie McNabb, Rachel Johnson, Chris Bott; No—none; and the regular open session reconvened at 1:50 p.m.

DISCUSSION ITEMS

Committee Appointments by Chair—Committee appointments for 2020 were then assigned by Chair Chris Bott, which is the same as the current 2019 committee memberships with the exception of Michael Estes taking Ross Childs' place on Policy Committee.

Michigan Open Meetings Act and FOIA—Scott Eldridge, of Miller Canfield, presented on the two laws and how they apply to the college and Board of Trustees.

Board Governance—Trustees discussed the institutional history of the Carver policy governance model and how it connects to the development of the strategic plan.

Strategic Plan—After a brief discussion regarding current challenges and how they are addressed in the Strategic Plan and Strategic Enrollment Plan, it was determined to revisit the topics at a future Board Study Session in the spring due to time constraints.

PUBLIC INPUT—There was no public input offered.

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 4:11 p.m.

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

SIGNED Chris M. Bott
Chris M. Bott, Chair

ATTESTED Michael Estes
Michael Estes, Secretary