

MINUTES OF THE FORMAL SPECIAL SESSION OF THE BOARD OF TRUSTEES OF MICHIGAN TECHNOLOGICAL UNIVERSITY held pursuant to due call in Ballroom B of the Memorial Union Building on the campus of Michigan Technological University in the City of Houghton, Michigan at nine o'clock on the morning of December 17, 2021.

The Board of Trustees of Michigan Technological University met in formal special session at the University's campus at Michigan Technological University in the City of Houghton, State of Michigan, at 9:00 a.m., on the 17th day of December, in Ballroom B of the Memorial Union Building. The place, hour, and date duly established and duly published for the holding of such a meeting.

The meeting was called to order by Vice Chair, B. R. Ryan, and a quorum was declared present. The following members of the Board of Trustees were present:

J. U. Bacon
A. Dickson (by telephone)
J. E. Jipping
M. D. Johnson
J. C. Littmann, Chair (by telephone)
B. R. Ryan, Vice Chair
D. D. Sanders (by telephone)
S. M. Tomaszewski (by telephone)
J. Lehman, Acting Secretary
S. Kerry, Treasurer
R. J. Koubek, ex officio

Also present during part or all of the session were: Wallace Southerland III, Wayne Gersie, Jackie Huntoon, William Kordenbrock, David D. Reed, William Roberts, Suzanne Sanregret, Sarah Schulte, and various members of the faculty, administrative staff, student body, press and public.

Where item numbers are used, they refer to corresponding item numbers in the agenda, in the hands of the Board members.

- I. Call to Order**
- II. Roll Call**
- III. Confirm Agenda**

It was moved by J. Jipping, supported by J. Littmann, and passed by voice vote without dissent, that the agenda of the formal session of December 17, 2021, as distributed to the Board, be approved

- IV. Opening Remarks**

- A. Opening Remarks of the Board Chair**

Vice Chair Ryan provided remarks.

Good Morning. Welcome to the December Formal Session of the Board of Trustees for Michigan Technological University. It is our honor to be here with you today.

While we have cause to celebrate today, first I want to address two recent events that weigh heavy on our hearts. On November 21st, six people were killed and sixty-two (62) injured in an attack during Waukesha, Wisconsin's annual Christmas parade. And on November 30th, four (4) students were killed and seven (7) people injured in a shooting at Oxford High School. Our hearts break for those affected by these senseless tragedies. We would like to express our condolences to the family, friends, and community members impacted by these events - including from our Husky community, the thirty-four (34) Michigan Tech students from Waukesha County and the twenty-six (26) Michigan Tech students from Oxford High School. You remain in our thoughts.

Turning back to the business of the University, in late October a group of higher education leaders from peer universities, representing the Higher Learning Commission or HLC, visited Michigan Tech's campus. The HLC serves as Michigan Tech's regional accreditor and the visit was part of the process that the university must undergo every ten (10) years in advance of being considered for reaccreditation. By now, the visitors have submitted their report to the HLC officials, and the University will learn of the HLC's decision regarding Michigan Tech's bid for reaccreditation in the future, probably sometime during the first quarter of calendar year 2022. The Board had the pleasure of participating in the HLC visit and I would like to thank the entire campus for their participation and for providing the visitors with valuable information and insights. This important event only occurs once every ten (10) years and it was a privilege to see our campus - led by the Provost's office - work together to plan, draft comprehensive arguments, and execute an effective visit.

Finally, congratulations are in order to our graduating class. Your years of hard work and dedication have paid off, and we are looking forward to seeing you cross the stage tomorrow. In choosing to obtain your degree at Michigan Tech, you demonstrated that you do not take the easy path. We look forward to seeing what hill you climb next, and we can't wait to hear all about your adventures at the annual alumni reunions.

B. Opening Remarks of the University President

Chair, Members of the Board, and audience members. Thank you for joining us this morning. I echo Vice Chair Ryan's comments related to the tragedies affecting our region. To the members of our campus community directly affected, our thoughts are with you.

On the eve of our graduation celebration, I would like to personally congratulate the three hundred and forty-five (345) graduates who will receive their Michigan Tech diplomas. I would also like to recognize the many faculty, staff, family and friends who helped to make the occasion possible.

Graduation is the culmination of many years of hard work and sacrifice and we are indeed honored to be a partner in their success.

As we celebrate the graduating class of 2021 at tomorrow's commencement exercises, we are reminded of how hard work and dedication pays off.

Especially for students like Caleb Grulke, an engineering management major in the College of Business, who earned the prestigious honor of being the number-one ranked Army ROTC cadet in the nation. I believe Caleb is here with us today. Caleb, would you please stand so that we can recognize you and your accomplishments?

Also, Laura De Marchi, a biomedical and electrical engineering major, was recognized by the American Volleyball Coaches Association as the Midwest Region Player of the Year and Anna Jonynas, a chemical engineering student, who won the GLIAC Player of the Year award. Additionally, two Michigan Tech graduate students were honored by The Institute of Noise Control Engineering. Sunit Girdhar, doctoral student in mechanical engineering-engineering mechanics, won both the inaugural INCE Student Scholarship and the Martin Hirschorn IAC Prize – Student Project. Steven Whitaker, an electrical and computer engineering graduate student, received the 2021 Leo Beranek Student Medal for Excellence in Noise Control. Also, a group of Michigan Tech students received the 2021 American Institute of Professional Geologists (AIPG) Student Chapter of the Year Award.

Not only do these students exhibit an unequivocal commitment in the classroom, but their leadership and tenacity permeate everything they do.

It is characteristics like this that our students hone and refine during their time at Michigan Tech. And, this is what sets them apart from their peers after graduation.

As evidenced by the success of tomorrow's graduation speaker, Mike Pulick. Mike is a 1986 Electrical Engineering graduate who had an illustrious career as president of Grainger International. We are delighted to welcome him back to campus.

As we bid farewell to our graduates tomorrow, let me again say congratulations. We can't wait to see the impact they will have on the world with their degree from Michigan Tech.

And, to all of you this holiday season...may all good things come your way.

V. Public Comment Period

None

VI. Committee Reports

A. Academic Affairs Committee

The Committee has worked for two years reexamining the evaluation system from students to faculty; it became clear that Michigan Tech was an outlier compared to the other fourteen (14) State public universities. It also became clear that students were not aware that the Dean or Chairs did not review the evaluations. The University Senate, led by President Sam Sweitz, collaboratively worked to craft a proposal. The Senate worked through the concerns raised by faculty members, and it ultimately passed this week. The University will have a viable evaluation system equivalent to or better than our peer institutions. The new evaluation system will launch in the Fall of 2022. Thank you to Sam, the Senate, and the faculty involved.

Additional items the Committee is working on:

- Childcare
- Remote work or working from home
- Outside food vendors
- American with Disabilities Act (ADA) improvements across campus

Again, the Committee express their gratitude to the students, faculty, and Senate for the hard work finalizing the evaluation system. Chair Bacon hoped this collaboration would bring about a new era of genuinely shared governance at Michigan Tech.

This concludes the Academic Affairs Committee report.

B. Audit and Finance Committee

The Audit and Finance Committee met one since the last Board meeting. The Committee reviewed the financial position and the outlook for FY22, which included the first-quarter financial results and year-end projections for both the general fund and current fund, as well as the cash position for the University. The FY21 financial ratios were reviewed, specifically the compost financial index (CFI ratios). Progress was made, and the challenges ahead were discussed.

A debt capacity analysis was presented by our advisors at Blue Rose to provide the bonding capacity of the University to ensure the University maintains its stable A1 Moody's rating.

In preparation for the planning process for the next fiscal year, the Committee discussed the FY23 preliminary budget planning parameters, which included long-term planning targets, enrollment projections, proposed room/board/apartment rates, and proposed tuition rates.

The Committee reviewed action items for the entire Board of Trustees, including the FY2021 audited financial statements provided by Plante Moran. Vicki VanDenBerg, the partner on the engagement, will give a brief overview of the FY2021 audit process later on in the meeting. Fiscal 2021 financial statements are accompanied by a resolution as presented.

Other items reviewed by the Audit and Finance Committee include:

- Deferred maintenance summary, including funding needs and schedule for addressing each item;
- Capital projects update;
- Investment performance for the University and Michigan Tech Fund;
- Fiscal 2022 CFO goals and long-range plans;
- Insurance industry update provided by advisors at MARSH, including a summary of current coverages.

This concludes the Audit and Finance Committee report.

C. Leadership Committee

The Leadership Committee met and reviewed the 21-22 Strategic Initiatives. The Committee Chair acknowledges that President Koubek and the leadership team have done a fantastic job setting the north star for Michigan Tech, not just in the next year or two years but also out into the future.

The Committee discussed the various Committee assignments. Board Chair Littmann made changes to the Committee assignments, which are excellent and provides cross-functional views into different aspects of running the University.

Lastly, there several recommendations which will be presented later in the meeting.

This concludes the Leadership Committee Meeting.

VII. Consent Agenda

It was moved by J. Littmann, supported by S. Tomaszewski, and passed by voice vote without dissent, that the Board of Trustees approve and adopt the items contained in the Consent Agenda.

VII-A. Approval of Minutes

It was moved by J. Littmann, supported by S. Tomaszewski, and passed by voice vote without dissent, that the minutes of the formal session of October 8 , 2021, be approved.

VII-B. Resignations, Retirements, and Off Payroll

It was moved by J. Littmann, supported by S. Tomaszewski, and passed by voice vote without dissent, that the Board of Trustees approve accepts the resignations and confirms the off-payroll determinations.

VII-C. Fundraising Productivity Report

It was moved by J. Littmann, supported by S. Tomaszewski, and passed by voice vote without dissent, that the Board of Trustees acknowledges the gifts to Michigan Technological University.

VIII. Reports (presentations provided in agenda)

- A. University Research and Sponsored Programs Report**
Dave Reed, Vice President for Research
- B. Treasurer's Report**
Sue Kerry, Treasurer
 - a. External Auditor's Report**
Vicki VanDenBerg, Plante Moran
- C. Trash to Treasure: How microbial communities and chemical processing can convert plastic into protein powder**
Stephen Techtmann, Associate Professor, Biological Sciences
- D. Undergraduate Student Government**
Zack Olson, President
- E. Graduate Student Government**
Nathan Ford, President
- F. University Senate**
Samuel Sweitz, President

IX. Action and Discussion Items

VIII-A. Emeritus Rank

It was moved by J. Jipping, supported by M. Johnson, and passed by voice vote without dissent, that the Board of Trustees approves the following emeritus/emerita appointments:

1. Dr. Victoria Bergvall, Professor Emerita, Department of Humanities
2. Dr. Thomas Co, Professor Emeritus, Department of Chemical Engineering
3. Dr. Faith Morrison, Professor Emerita, Department of Chemical Engineering
4. Dr. Diane Shoos, Professor Emerita, Department of Humanities

VIII-B. Honorary Degree

The Administration recommends that Mr. Michael A. Pulick, Jr. be awarded an Honorary Doctorate of Philosophy degree from Michigan Technological University.

Mr. Michael Pulick earned his Bachelor of Science in Electrical Engineering from Michigan Technological University in 1986. As an alumnus, he continues to support Michigan Tech with his time, talent, and treasure. He currently serves as the Chair of the Michigan Tech Fund Board,

is a member of the Department of Electrical and Computer Engineering's Academy, and has previously served on the College of Business Dean's Advisory Council.

Mr. Pulick retired from W.W. Grainger, Inc. where he was President of Grainger US and Grainger International. Prior to dedicating a majority of his career to Grainger, he spent 12 years with General Electric. In 2015, Michael joined the private equity firm Warburg Pincus as an Executive in Residence for the Industrial and Business Service sector until the end of 2019. He currently serves on the Board of Directors for Wencor Group, Kano Laboratories, and Wittichen Supply and is an adjunct professor at the Florida Gulf Coast University and Lake Forest Graduate School of Management.

It was moved by S. Tomaszewski, and supported by J. Jipping, and passed by voice vote without dissent, that the Board of Trustees approves the awarding of an Honorary Doctorate of Philosophy degree to Mr. Michael Pulick Jr.

VIII-C. Creation of Board Policy 6.9 Student Evaluation of Instruction

It was moved by J. Bacon, supported by J. Jipping, and passed by voice vote without dissent, that the Board of Trustees approves the creation of Board Policy 6.9 Student Evaluation of Instruction.

VIII-D. Employment Agreement

Chair Tomaszewski:

The Board of Trustees has two matters to address with respect to President Koubek. The first item relates to the discretionary performance bonus under his current contract.

President Koubek has requested that if the Board is inclined to award him a bonus for his performance during the 2020-21 academic year, the University instead donate those funds to the Michigan Tech Fund. The Board found President Koubek's performance during the 2020-21 academic year excellent. We are exceptionally pleased with his achievements and his plans for the future.

It was moved by J. Bacon, supported by J. Jipping, and passed by voice vote without dissent, that the Board of Trustees directs the total amount of discretionary award for which President Koubek is eligible for the 2020-21 academic year to be donated directly to the Michigan Tech Fund in honor of Richard and Valerie Koubek.

The second item relates to the future of Michigan Tech. President Koubek's current contract is set to expire in June 2023. While that may seem to be a bit out in the future, were the Board desired to perform a Presidential search, it would need to begin the process soon. That said, the Board finds President Koubek's performance thus far meets the highest standards, and no search is recommended.

It was moved by J. Bacon, supported by M. Johnson, and passed by voice vote without dissent, that the Board of Trustees extends President Koubek's appointment five (5) years through June 30, 2028.

It was moved by M. Johnson, supported by J. Jipping, and passed by voice vote without dissent, that the Board of Trustees authorizes the Board Chair and Leadership Committee Chair to negotiate the Presidential contract including execution.

VIII-E. Acceptance of Financial Statements

It was moved by S. Tomaszewski, supported by M. Johnson, and passed by voice vote without dissent that the Board of Trustees approves the Financial Statements.

VIII-F. Approval of Strategic Plan

In February 2021, the Board of Trustees discussed the Strategic Plan as part of its retreat. It was determined that no changes would be made to the plan, but that the existing Tech Forward initiatives would be added to clarify the current focus areas for Michigan Tech. The Tech Forward initiatives were the result of faculty, staff, student, alumni, and community collaboration that began in Fall 2018

It was moved by J. Bacon, supported by S. Tomaszewski, and passed by voice vote without dissent, that the Board of Trustees affirms the Michigan Tech Strategic Plan and the Tech Forward Initiative to the plan.

X. Informational Items (documents provided in agenda)

- A. Analysis of Investments**
- B. Research & Sponsored Programs**
- C. Advancement & Alumni Relations**
- D. Media Coverage**
- E. Employee Safety Statistics**
- F. Disposal of Surplus property**

XI. Other Business

XII. Date for Next Formal Meeting: February 25, 2022

XIII. Adjourn

It was moved by D. Sanders, supported by J. Jipping, and passed by voice vote without dissent, that the Board of Trustees adjourn the meeting.

Secretary to the Board of Trustees

Chair, Board of Trustees