

BOARD OF CONTROL
SAGINAW VALLEY STATE COLLEGEREGULAR MONTHLY MEETING
Pioneer Room--Pioneer Hall of Engineering and Technology
October 31, 1979

Present: Arbury
Curtiss
Darin
Gilmore
Kendall
Majewski
Saltzman
Zahnow

Others

Present: Colvin
Dickey
Gilbert
R. Gill
Hanes
Lee
Rummel
Ryder
Schulz
Sharp
Snider
Woodcock
Yien
Press (4)

I. CALL TO ORDER

Chairman Curtiss called the meeting to order at 9:40 a.m. and noted that a quorum was present.

II. PROCEDURAL ITEMS

1. Approval of Minutes of Regular Monthly Meeting held on October 8, 1979

Chairman Curtiss stated that the Minutes of the Regular Monthly Meeting held on October 8, 1979 were mailed. He asked if there were any additions or corrections.

Mrs. Saltzman referred to Item 12 "Review Progress Report related to Presidential Evaluation" starting on Page 16 and concluding on Page 17. She suggested it would have been helpful if the three priorities of the President given at the Faculty and Staff Orientation early in September had been included in the Minutes.

Dr. Ryder advised he had prepared a Summary of that presentation and would distribute and discuss under "Remarks by the President" today.

Chairman Curtiss expressed the hope that in the future, if policy statements relating to SVSC were made, that the Board would not have to depend upon The Interior for the substance of them.

Dr. Ryder assured him that copies of his remarks would be provided the Board members in the future.

Dr. Majewski referred to Item 19 "Discuss Proposed Board of Control By-Laws" and indicated he didn't know that the Board had adopted the By-Laws...he had a strong objection to ARTICLE III, Section 4. Agenda.

Dr. Ryder stated that the Proposed Board of Control By-Laws had not been adopted and would be discussed and brought up for approval under Item 5 today.

Chairman Curtiss, noting that there were no actual changes to the Minutes, declared the Minutes approved as mailed.

2. Official Representative of Faculty Association

Chairman Curtiss called for the representative of the SVSCFA and Dr. Joseph Snider responded and indicated he had no comments to make. Mr. Curtiss thanked him for attending.

3. Communications and Requests to Appear before the Board

Chairman Curtiss asked if there were any communications or requests to appear

before the Board. Dr. Ryder advised he had received no requests to appear before the Board, but he did have one communication.

He noted that members of the Board had been sent this information, but that he did want to read into the record a letter Governor William G. Milliken had sent him, dated October 11, 1979, advising him of the reappointment of Mr. Charles B. Curtiss and Dr. Richard H. Gilmore (see Attachment) to additional eight-year terms, expiring July 21, 1987. He commended Mr. Curtiss and Dr. Gilmore for their commitment to SVSC, which obviously had been recognized by the Governor in his reappointment, and praised them for their support, contributions and efforts on behalf of SVSC. He indicated he felt he could speak for the faculty, staff, student body and the people in Michigan in making this statement.

Chairman Curtiss advised he had been asked to submit a biographical sketch and that he had sent in a one-page summary, which did not contain two statements used in the Executive Office News Release dated October 11, 1979...(1) he was chairman of the East Central Michigan Health Systems Agency for Region 6...which he was not, and (2) he was a former Delta College trustee, which he was not. He pointed out that he was chairman of a committee for the East Central Michigan Health Systems Agency for Region 6...was not its chairman, nor had ever been. He had, however, been its treasurer for six years. Also, he said, he had never been a Delta trustee.

Mr. Curtiss expressed his appreciation to Dr. Ryder for his comments, and Dr. Gilmore did so also.

4. Remarks by the President

Dr. Ryder distributed copies of a "Summary of Remarks by President Jack M. Ryder" at the fall 1979 faculty and staff orientation (see Attachment). He briefly reviewed his Summary and elaborated on some points as follows:

ATTACHMENT

11. 3. Communications and Requests to Appear before the Board

RECEIVED

OCT 15 1979

OFFICE OF THE PRESIDENT

STATE OF MICHIGAN

OFFICE OF THE GOVERNOR

LANSING

WILLIAM G. MILLIKEN
GOVERNOR

October 11, 1979

Jack M. Ryder, President
Saginaw Valley State College
2250 Pierce Road
University Center, Michigan 48710

Dear President Ryder:

Please be advised of the following reappointments to office, subject to Senate confirmation:

SAGINAW VALLEY STATE COLLEGE BOARD OF CONTROL

Charles B. Curtiss, 2 Nelson Lane, Bay City 48706, as a member, succeeding himself, for a term expiring July 21, 1987.

Dr. Richard H. Gilmore, 1149 Arclair Place, Saginaw 48603, as a member, succeeding himself, for a term expiring July 21, 1987.

A copy of the news release is attached.

Sincerely,



Governor

Attachment

cc: Department of Management & Budget - Acct. - Payroll Unit - Doris
Department of Management & Budget - Records
Department of Civil Service - Director Ross - Classifications
Auditor General - A. Lee

RECEIVED

Executive Office
October 11, 1979

OCT 15 1979

For Immediate Release

OFFICE OF THE PRESIDENT

Gov. William G. Milliken Thursday announced the reappointment of Dr. Richard H. Gilmore of Saginaw and Charles B. Curtiss of Bay City to the Saginaw Valley State College Board of Control for terms expiring July 21, 1987, subject to Senate confirmation.

Dr. Gilmore, 1149 Arclair Place, an orthodontist since 1951, has served on the board since 1971. He is a graduate of the University of Pittsburgh School of Dentistry and University of Michigan School of Graduate Dentistry. He is a member of the Michigan and American Dental associations, American Association of Orthodontists, Great Lakes Society of Orthodontists and Michigan Association of Professions. He is a past president of the Saginaw Rotary Club, Saginaw County Dental Society and Saginaw Valley District Dental Society, and has served as secretary/treasurer of the Michigan Society of Orthodontists.

Curtiss, 2 Nelson Lane, senior account executive with Merrill, Lynch, has served on the board since 1965, and as its chairman since 1972. He received his BS from Yale University and his MBA from the University of Michigan. President of the Bay Area Health Planning Council, he has been listed in Who's Who in the Midwest and Who's Who in Business and Finance.

He is director of the Saginaw Valley State College Foundation and chairman of the East Central Michigan Health Systems Agency for Region 6. He is a former secretary of Saginaw Valley College and former Delta College trustee. He is also chairman of Instructors Training with the Saginaw Bay Power Squadron and former director of the Bay Area Chamber of Commerce.

#

FALL 1979 FACULTY AND STAFF ORIENTATIONSUMMARY OF REMARKS BY PRESIDENTJACK M. RYDER

During the September 6, 1979 fall orientation session for all faculty and staff, President Jack Ryder outlined three main objectives for the 1979-80 fiscal year. These are (1) the development of a comprehensive, ongoing planning process which will play an integral role in future decision making at SVSC; (2) the enhancement of communication among all members of the campus community and between the college and its external constituencies such as the alumni; and (3) development of the fiscal resources which will maintain and enhance SVSC as a high quality institution which stimulates learning.

Steps by which these goals will be implemented include (1) naming Dr. Ann K. Dickey as the person responsible for coordinating the new planning process and involving all constituencies of the college in this endeavor; (2) putting into place the appropriate organizational structure and calling a meeting by early October with faculty and staff to program the academic, athletic, cultural, community, and student services the college is to provide; and (3) communicating on a regular basis, approximately monthly with the faculty via informal coffees and with the faculty association each two months. In addition, monthly sessions are planned with the various administrative groups who report to the vice presidents. Other communication through a revitalized secretarial/clerical committee and via student rap sessions with top administrators, will also be enhanced.

Ryder said 1979-80 will be an exciting year and that he looks forward to it with great enthusiasm. Exciting things include getting ready to go to the state for funds to build Instructional Facility No. 2, the challenge of the accreditation process and assessment, the anticipated enrollment growth, greater involvement of all in comprehensive planning, the stimulation of new faculty and staff and the prospect of an exciting fall athletic season.

Saying he is "not convinced we or any other state institution will be adequately funded in the next few years," Ryder felt that "much more effort will be required from the private sector." A major goal will be to maintain and expand upon the good support SVSC has enjoyed from college friends. "We must have solid programs and be able to interpret these to people so they can support them," he said.

While the financial bind which led to layoffs last year has eased, college resources remain "extremely tight. We must exercise the most careful management of funds but we have made considerable progress" the president noted. "Action has been taken and progress has been made; a special effort by area legislators has helped."

Considerable credit must go to Governor Milliken, Senator Jerome T. Hart, Representative James E. O'Neill, Jr., and in fact, to all our area legislators.

I feel our expectations for the future are bright and it will take all of us working together to achieve the goal.

1. Dr. Ryder indicated Dr. Dickey would be reporting on the development of the planning process later in the meeting.

2. With respect to internal and external communications, Dr. Ryder noted SVSC was making good progress, particularly through the efforts of Dr. Sharp and Mr. Rummel and his staff, but a number of other things needed to be done. As an example, he referred to a Campus Calendar for coordination of all campus activities which was currently being studied. He again referred to his, and top level administrators' meetings with the faculty and students scheduled on a regular basis, and called attention to the re-establishment of the secretarial/ clerical committee, organized now so that there were representatives from each building...the basic idea being that the committee would meet with the people in Personnel and talk not only about Personnel problems as they developed, but things that could be done in the SVSC buildings that would not only improve the working environment, but would improve the efficiency of what they were doing.

3. Referring to the development of SVSC's fiscal resources, Dr. Ryder emphasized that even though the college's percentage of increase for 1979-80 had been good, they had been working from a low base, and it was his feeling they would have to seek private support in a much more direct way than ever before... they were going to have to depend somewhat more upon private resources, simply to maintain the quality of the program SVSC now has. He stressed that he was talking about operating support for the institution on a continuing basis.

Concluding his remarks, Dr. Ryder called attention to the support given to SVSC by Governor Milliken, Senator Hart, Representative O'Neill, and all the area legislators, both Democrat and Republican...he was most appreciative of their responsiveness to this institution.

III. ACTION ITEMS

5. Recommend Approval of Revised Board of Control By-Laws

Mr. Curtiss indicated that the Board members had received copies of the proposed Revised Board of Control By-Laws (see Attachment) and asked if anyone would care to move their adoption.

BM-552 Mrs. Darin moved that the Revised Board of Control By-Laws, dated October 31, 1979, superseding the By-Laws adopted February 13, 1978, be adopted.
Mr. Kendall supported.

Mr. Curtiss then called for discussion.

Dr. Majewski called attention to ARTICLE III, Section 4. Agenda, read the last sentence "Additions to the prepared agenda, requested by a member of the Board, may be made by consent of all members present."

He objected to this sentence for four reasons...(1) the Governor mandated that the Board have certain powers, and inherent in those powers was the right of Board members to bring up any matters they thought were important...(2) in all parliamentary procedure precedents there was procedure for bringing up new matters...(3) this was a gag rule for the Board of Control members...(4) it was inherent in any organization to bring up a new matter and this right should not be voted away.

Discussion revealed that the other Board members concurred with Dr. Majewski... as a matter of fact, it had been the consensus at the last Board of Control meeting when the Proposed Board of Control By-Laws were reviewed, that this sentence should be deleted.

Chairman Curtiss concluded that a motion would be in order to amend ARTICLE III, Section 4. Agenda, and asked if someone would like to make the motion.

ARTICLE I

ENABLING LEGISLATION*
THE COLLEGE

Adopted 10/31/79

EDG

Replaces Bylaws of 2/13/78

Page 1 of 10

Section 1. The College. There is established a State institution of higher education known as Saginaw Valley State College to be located in a three-county area comprising the counties of Bay, Midland and Saginaw.

Section 2. Equal Opportunity of Access. The institution shall be maintained by the State and its facilities shall be made equally available and upon the same basis to all qualified residents of the State.

Section 3. Body Corporate. The conduct of its affairs and control of its property shall be vested in a board of control, the members of which shall constitute a body corporate known as the "Board of Control of Saginaw Valley State College," hereinafter referred to as "the Board" with the right of suing and being sued, adopting a seal and altering the same.

* Article I is a quotation of Public Act 278 of 1965 as amended by P.A. 14 of 1978 and P.A. 229 of 1977.

ARTICLE II

ENABLING LEGISLATION*
THE BOARD OF CONTROL

Adopted 10/31/79

EDG

Replaces Bylaws of 2/13/78

Page 2 of 10

Section 1. Membership and Terms of Membership. There is established a "Board of Control," to consist of eight members to be appointed by the Governor with the advice and consent of the Senate for terms of eight years, except of the members first appointed two shall serve for two years, two for four years, two for six years and two for eight years. The President of the institution shall be ex officio a member of the Board without the right to vote.

Section 2. Officers. The Board of Control may elect one of its members or may designate the President to preside at Board meetings. The Board shall elect from its membership a secretary, a treasurer and such other officers as it deems necessary.

Section 3. Term of Office. Officers shall serve terms of one year and until their successors shall have been elected and qualified.

Section 4. Treasurer's Bond. Before permitting the Treasurer to enter upon the duties of his office, the Board shall require him to file his bond to the people of this State with such sureties and in such sum not less than the amount of money likely to be in his possession as the Board may designate.

Section 5. Incurring Debts or Disposing of Board Property or Funds. No officer shall have the power to incur obligations or to dispose of the Board's property or funds, except in pursuance of a vote of the Board.

Section 6. Quorum. A majority of the members of the Board shall form a quorum for the transaction of business.

Section 7. Meetings of the Board. The business which the Board of Control may perform shall be conducted in compliance with Act No. 267 of the Public Acts of 1976, being sections 15.261 to 15.275 of the Michigan Compiled Laws. Public notice of the time, date and place of the meeting shall be given in the manner required by Act No. 267 of the Public Acts of 1976.

ARTICLE II

ENABLING LEGISLATION*
THE BOARD OF CONTROL

Adopted 10/31/79

EDG

Replaces Bylaws of 2/13/78

Page 3 of 10

Section 8. Authority of the Board. The Board by majority vote of its membership may enact or amend rules and bylaws for the conduct of the Board's business and for the government of the institution; fix tuition and other fees and charges; appoint or remove personnel as the interests of the institution and the generally accepted principles of academic tenure permit or require; determine the compensation to be paid for services and materials; confer degrees and grant diplomas as are usually conferred or granted by similar institutions; receive, hold, and manage any gift, grant, bequest or devise of funds or property, real or personal, absolutely or in trust, promote the purposes of the College; enter into agreements, not inconsistent with this act, as may be desirable in the conduct of the Board's affairs; and in behalf of the State, lease or dispose of property which comes into the Board's possession, if the Board does not violate a condition or trust to which the property may be subject. The Board may exercise all powers customarily exercised by the governing board of a college or university and the enumeration of the powers in this section shall not be considered to exclude powers not expressly excluded by law.

Section 9. Borrowing Power. The Board shall not borrow money on its general faith and credit, nor create any liens upon its property. With the approval of the legislature the Board may borrow money to be used to acquire land or to acquire or erect buildings, or to alter, equip or maintain them, to be used as dormitories, student centers, stadiums, athletic fields, gymnasiums, auditoriums and other related activities, and it shall obligate itself for the repayment thereof, together with interest solely out of the fund derived from rentals or other income from the use and operation of the property so acquired, or from special fees and charges required to be paid by all the students deemed by it to be benefited thereby; and may pledge all or any part of the fund as security therefore.

* Article II is a quotation of Public Act 228 of 1965, as amended by P.A. 14 of 1978 and P.A. 229 of 1977.

ARTICLE III

BOARD OF CONTROL BYLAWS
MEETINGS OF THE BOARD

Adopted 10/31/79

EDG

Replaces Bylaws of 2/13/78

Page 4 of 10

Section 1. Regular Meetings of the Board shall be held at such time as are fixed by the Board.

Section 2. Special Meetings of the Board may be called by the chairman, the president or three members of the Board, provided that notice of special meetings shall be given all Board members not less than two days in advance. Such advance notice may be waived if all members of the Board agree. The notice for a special meeting shall specify the time, place and agenda of the meeting; the meeting shall be limited to that agenda.

Section 3. Organizational Meeting. The Board of Control shall annually elect officers of the Board at the May meeting or the first scheduled regular meeting thereafter.

Section 4. Agenda. The Board of Control shall conduct its business according to a prepared and previously distributed agenda developed by the president and the chairman. Any member of the Board may request of the president or of the chairman that an item be included on the agenda. Additions to the prepared agenda, requested by a member of the Board, may be made by consent of all members present.

Section 5. General Parliamentary Rules, as modified by the Board bylaws, shall govern the conduct of business at regular and special meetings of the Board.

ARTICLE IV

BOARD OF CONTROL BYLAWS
OFFICERS OF THE BOARD

Adopted 10/31/79

EDG

Replaces Bylaws of 2/13/78

Page 5 of 10

Section 1. Officers. The officers of the Board of Control, elected from its voting membership, shall be the Chairman, Vice Chairman, Secretary, and Treasurer.

Section 2. Term of Office. Officers of the Board will take office the first day of July subsequent to election by the Board and will hold that office for a term of one year.

Section 3. Vacancies. In the event of a vacancy in an office, the Board will elect a member to that office for the unexpired term.

Section 4. Removal from Office. Any officer of the Board may be removed from that office by four affirmative votes.

Section 5. Chairman. The Chairman shall preside over all meetings of the Board of Control and shall manage the business of the Board. The Chairman may participate in discussions and vote, but may not introduce motions. He shall appoint the membership of the standing and special committees established by the Board and shall be an ex officio member of all such committees.

Section 6. Vice Chairman. The Vice Chairman shall have and perform the powers and duties of the Chairman during his absence. He shall perform such other duties and functions as are delegated to him by the Chairman or the Board.

Section 7. Secretary. The Secretary shall cause Board minutes to be taken and certify such minutes; he shall be custodian of the corporate seal and cause it to be used at the direction of the Board of Control.

ARTICLE IV

BOARD OF CONTROL BYLAWS
OFFICERS OF THE BOARD

Adopted 10/31/79

EDG

Replaces Bylaws of 2/13/78

Page 6 of 10

Section 8. Treasurer. The Treasurer shall have general charge, under the direction of the Board, of the financial affairs of the College. He shall cause an annual reporting to the Board of all monies or property received and held, and all disbursements made for each of the College funds.

ARTICLE V

BOARD OF CONTROL BYLAWS
PRESIDENT OF THE COLLEGE

Adopted 10/31/79

EDG

Replaces Bylaws of 2/13/78

Page 7 of 10

Section 1. Election and Role of the President. The President shall be elected by a majority vote of the members of the Board. He shall be the chief executive officer of the College and an ex officio, non-voting member of the Board of Control and shall serve at the pleasure of a majority of the members of the Board.

Section 2. Functions. He shall be responsible for all functions of the College and shall be the official medium of communication between the Board and College faculty, staff and students. The President shall implement policies of the Board and shall have the authority to issue directives and executive orders not in contravention with Board bylaws and policies or of the laws of the State of Michigan.

ARTICLE VI

BOARD OF CONTROL BYLAWS
COMMITTEES OF THE BOARD

Adopted 10/31/79

EDG

Replaces Bylaws of 2/13/78

Page 8 of 10

Section 1. Standing Committees. The Board may establish standing committees from among its members to advise the administration concerning matters which are within the authority of the Board.

Section 2. Special Committees. The Board may establish special committees to advise the Board and/or the administration concerning a specific matter within the authority of the Board. Membership of special committees must include one or more members of the Board.

Section 3. Limitation of Committee Authority. Committees are advisory in nature and are not empowered to deliberate toward, or make, policy decisions unless specifically directed to do so by action of the Board of Control. Should such authorization be given, the business of the committee will be conducted in compliance with Act No. 267 of the Public Acts of 1976, being sections 15.261 to 15.275 of the Michigan Compiled Laws.

ARTICLE VII

MISCELLANEOUS

Adopted 10/31/79

EDG

Replaces Bylaws of 2/13/78

Page 9 of 10

Section 1. Student Representative. The Student Government President shall be invited to sit at the table as an observer at all open meetings of the Board and shall be permitted to speak on any issue and participate in discussion with the Board.

Section 2. Execution of Instruments. All deeds, contracts, bonds, notes or other instruments authorized by the Board of Control shall be validly executed if signed by the Chairman or the President and the Secretary or the Treasurer, or by such other person as the Board of Control may from time to time designate.

Section 3. Fiscal Year. The fiscal year of the institution shall commence on July 1 and end on June 30 of the following year.

Section 4. Indemnification. The Board of Control 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 by or in the right of the Board) by reason of the fact that he or she is or was a member of the Board or an officer, employee or agent of the Board, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred in connection with such action, suit or proceeding if such person acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the Board of Control, and with respect to any criminal action or proceeding, had not reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit or proceeding by judgment, order settlement, conviction, or upon a plea of 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 he or she reasonably believed to be in or not opposed to the best interests of the Board of Control, or with respect to any criminal action or proceeding that the person did not have reasonable cause to believe that his or her conduct was unlawful.

ARTICLE VII

BOARD OF CONTROL BYLAWS
MISCELLANEOUS

Adopted 10/31/79

EDG

Replaces Bylaws of 2/13/78

Page 10 of 10

Section 5. Conflict of Interest. Board members shall avoid participating in decision-making processes involving conflict or apparent conflict of interest. Board members shall not vote on any issue involving conflict of interest and may participate in discussion only at the request of members of the Board.

Section 6. Amendments. These bylaws may be amended by a majority vote of the members of the Board of Control at any regular Meeting or any Special Meeting called for such purpose provided that proposed changes be submitted in writing to members of the Board 28 days prior to the meeting.

BM-553 Mrs. Saltzman moved that ARTICLE III, Section 4. Agenda. be amended by deleting the last sentence "Additions to the prepared agenda, requested by a member of the Board, may be made by consent of all members present."
Mrs. Darin supported.

Ayes: Arbury, Curtiss, Darin, Gilmore, Kendall, Majewski, Saltzman, Zahnow
Motion unanimously carried.

Mrs. Saltzman referred to ARTICLE II, Section 1. Membership and Terms of Membership, recalled there had been discussion at the last meeting about the limit of Board members' service...whether they could be recalled or replaced, even though they were appointed for an eight-year term at the pleasure of the Governor, and asked if administration had gotten a legal opinion on it.

Dr. Ryder indicated a legal opinion had not been obtained and asked Dr. Gilbert to pursue.

Mrs. Saltzman suggested that if they found something of this nature, they could probably amend the By-Laws at the next meeting. Mr. Curtiss indicated he thought it would be interesting to find out, but he wasn't sure it belonged in the By-Laws...this section was taken from the ACT and it wouldn't change the ACT. He concluded, however, that the Board could discuss it after a legal opinion had been obtained.

Mrs. Saltzman then referred to the Report of Dr. Munitz of December 1978 wherein he recommended "more guidance for the Board of Control for participating in institutional concerns, as well as specific Board objectives" and asked of the By-Laws Committee if it had met those recommendations in rewriting the By-Laws.

Dr. Gilbert responded that the next step was for the committee to work on Policies and Procedures...the committee had attempted to pull out procedural kinds of things...some of which were in the original By-Laws, from the revised By-Laws.

Then, after the By-Laws were completed, Dr. Gilbert said, the committee would move ahead to Policies and Procedures of the Board as the next project.

Mrs. Saltzman asked if he thought that they would be able to meet these two recommendations under Policies and Procedures and Dr. Gilbert indicated he thought they would. Dr. Ryder concurred and stressed it wasn't going to be easy.

Chairman Curtiss noted that he had looked at what was being done at other institutions in the state and found nothing...also he had checked with AGB and the sources suggested by Dr. Munitz and had found that nothing was being done nationally, and indicated so far as he knew, SVSC would be the first institution in the country trying to put together Board Policies and Procedures, and he thought it would not only be challenging, but fun as well.

Dr. Majewski referred to ARTICLE IV, Section 4. Removal from Office, read the statement "Any officer of the Board may be removed from that office by four affirmative votes." He indicated he thought at the last meeting they had decided to replace "by four affirmative votes" with "by majority vote." Other Board members agreed and Mr. Curtiss asked if someone would care to make a motion to amend ARTICLE IV, Section 4. Removal from Office.

BM-554 Mrs. Saltzman moved that ARTICLE IV, Section 4. Removal from Office, be amended by substituting "by majority vote" for "by four affirmative votes."
Dr. Majewski supported.

Discussion revealed that all Board members were not satisfied with this substitution, and after further consideration, Mrs. Saltzman withdrew her motion and Dr. Majewski withdrew his support. Chairman Curtiss then called for a new motion that would incorporate all of their thinking.

BM-554 Dr. Gilmore moved that ARTICLE IV, Section 4. Removal from Office, be amended by substituting "by the affirmative vote of a majority of the members of the Board" for "by four affirmative votes."
Dr. Majewski supported.

Ayes: Arbury, Curtiss, Darin, Gilmore, Kendall, Majewski, Saltzman, Zahnow

Motion unanimously carried.

Dr. Gilbert asked if the Board wanted to use the same wording in ARTICLE V, Section 1. Election and Role of the President, and read the first sentence "The President shall be elected by a majority vote of the members of the Board."

The Board members were in agreement that there should be consistency in the wording. Chairman Curtiss called for a motion to amend ARTICLE V, Section 1. Election and Role of the President.

BM-555 Dr. Gilmore moved that ARTICLE V, Section 1. Election and Role of the President be amended by substituting "by the affirmative vote of a majority of the members of the Board" for "by a majority vote of the members of the Board."
Mr. Kendall supported.

Ayes: Arbury, Curtiss, Darin, Gilmore, Kendall, Jajewski, Saltzman, Zahnow

Motion unanimously carried.

Chairman Curtiss called attention to ARTICLE VII, Section 5. Conflict of Interest, and read the last sentence "Board members shall not vote on any issue involving conflict of interest and may participate in discussion only at the request of members of the Board." He suggested that "may participate in discussion only at the request of members of the Board" be amended to read "may participate in the discussion on such matters only at the request of members of the Board." The Board members concurred and Chairman Curtiss called for a motion to amend.

BM-556 Mr. Kendall moved that ARTICLE VII, Section 5, Conflict of Interest, be amended by substituting "may participate in the discussion on such matters only at the request of members of the Board" for "may participate in discussion only at the request of members of the Board."
Mrs. Saltzman supported.

Ayes: Arbury, Curtiss, Darin, Gilmore, Kendall, Majewski, Saltzman, Zahnow
Motion unanimously carried.

Chairman Curtiss asked if there was any further discussion pertaining to the Revised Board of Control By-Laws. There being none, he called for a vote on the main motion to adopt the By-Laws dated October 31, 1979, as amended.

Dr. Gilbert suggested they might not have wanted the wording "as amended" in the motion, since this document would not show the amendments just passed. Mr. Curtiss, however, indicated the wording "as amended" should be in it because the amendments would be incorporated in the final document.

Ayes: Arbury, Curtiss, Darin, Gilmore, Kendall, Majewski, Saltzman, Zahnow
Motion unanimously carried.

6. Recommend Approval of Revised Institutional Policy on Continuing Education

Chairman Curtiss noted that this Revised Institutional Policy on Continuing Education had been included in the Board packets and asked if anyone cared to move its adoption.

BM-557 Mrs. Saltzman moved that the Revised Institutional Policy on Continuing Education (see Attachment) be adopted.
Mrs. Darin supported.

Mr. Curtiss asked if there was any discussion and Mrs. Saltzman inquired if the question raised by a Board member pertaining to what proportion of off-campus courses were credit courses and non-credit courses, had been answered.

Dr. Ryder indicated administration still did not have the information, and called upon Dr. Dickey to respond. Dr. Dickey advised they had all been working

SAGINAW VALLEY STATE COLLEGE
CONTINUING EDUCATION SERVICES

The goal of continuing education is to bring the expertise of the College to those who wish to gain additional knowledge in their career fields, to acquire new knowledge and skills for a change in career, or to enhance their cultural background or personal development through participation in credit and non-credit courses and programs primarily in central and eastern Michigan, and furthermore, to provide non-credit courses and programs on the SVSC campus.

The off-campus programs and supporting services provided or coordinated by the office assigned continuing education responsibilities are to be of equivalent quality to those offered on campus. Serious consideration will be given to the fiscal and human resource requirements of achieving this goal so as not to diminish the quality of education provided by SVSC.

In the development of off-campus courses or programs, an evaluation will be made of similar already existing courses or programs or the potential for development by other agencies so as to minimize duplication of effort and maintain cost effective operations.

The office assigned responsibility for continuing education services is a facilitating office; final approval of program and staffing will rest with the respective Dean and the Vice President for Academic Affairs.

RSY/vms
10-23-79

on the preparation of the North Central Association accreditation visit, and this was just one of a fairly long list of things that had not gotten done.

Mrs. Saltzman indicated she knew what Dr. Dickey meant, but that was just a way for keeping the question in the Minutes.

No further discussion developed, so Chairman Curtiss called for a vote on the motion.

Ayes: Arbury, Curtiss, Darin, Gilmore, Kendall, Majewski, Saltzman, Zahnow

Motion unanimously carried.

7. Recommend Approval of the Utilities Master Plan

Chairman Curtiss stated that a resolution had been included in the Board packet and asked if anyone cared to move its adoption.

RES-434 Mrs. Arbury offered the following resolution for adoption:
WHEREAS, The Utilities Master Plan developed by Harley Ellington Pierce Yee Associates was developed in concert with the Campus Master Plan of 1979, in consultation with the College staff;
NOW, THEREFORE, BE IT RESOLVED, That the Utilities Master Plan developed by Harley Ellington Pierce Yee Associates and approved by the Michigan legislature's Joint Capital Outlay Subcommittee on September 20, 1979, is the master plan for future development of the campus utility system.
Dr. Gilmore supported.

Dr. Gilbert explained that the Utilities Master Plan did correspond with the Campus Master Plan as a companion document, and it, too, had been approved by the Joint Capital Outlay Subcommittee.

Ayes: Arbury, Curtiss, Darin, Gilmore, Kendall, Majewski, Saltzman, Zahnow

Resolution unanimously adopted.

8. Recommend Approval of Central Heating and Cooling Plant Preliminary Planning Document

Chairman Curtiss noted that this document was distributed in the Board packets

and asked if anyone would care to move adoption of the resolution.

RES-435 Mr. Kendall offered the following resolution for adoption:
WHEREAS, The Preliminary Planning Documents for the
Central Heating and Cooling Plant and the Utility Distri-
bution System have been developed in concert with the
Utilities Master Plan of 1979, in consultation with the
College staff;
NOW, THEREFORE, BE IT RESOLVED, That the Preliminary
Planning Documents for the Central Heating and Cooling
Plant and Utility Distribution System developed by Harley
Ellington Pierce Yee Associates and approved by the Mich-
igan legislature's Joint Capital Outlay Subcommittee on
September 20, 1979, are accepted by the Board of Control.
Mrs. Arbury supported.

Mr. Curtiss asked if there was any discussion. Mrs. Arbury commented that many, many man hours had gone into this work and that the Board should recognize what had been done to arrive at this point.

Dr. Ryder called attention again that this was a critical building for SVSC... even more critical today than it was two weeks ago when the U.S. received notice that the Arab nations were going to raise the price of oil again, as well as the U.S. release on the control of gas now. He stressed that unless SVSC could get on with this construction...and he was talking about a construction that would not be completed for about two to two and a half years, costs were going to rise. This, he said, would eat into the institution's operating money which would prevent it from employing needed professors and doing all the other things which needed to be done in the college.

There being no further discussion, Chairman Curtiss called for a vote.

Ayes: Arbury, Curtiss, Darin, Gilmore, Kendall, Majewski, Saltzman, Zahnow
Resolution unanimously adopted.

Dr. Ryder expressed the hope that this facility would now be expedited and suggested Board members look at the scale model of it before they left today.

9. Recommend Approval for State of Michigan I-75 Rest Area Sanitary Sewer Connection

Chairman Curtiss stated a resolution had been included in the Board packets and asked if anyone cared to offer it for adoption.

RES-436 Mrs. Arbury offered the following resolution for adoption:
WHEREAS, The Highway Department desires to improve its facilities at its Rest Area on I-75 (near M-84), and
WHEREAS, It is in the public interest to utilize the College's sanitary sewage forcemain, and
WHEREAS, All parties have agreed to a proposed agreement which requires the Highway Department, at its sole cost and expenses, to construct a connecting forcemain, and
WHEREAS, The Highway Department will be limited to a maximum flow of 20,000 gallons per day, and
WHEREAS, The Highway Department agrees to pay the College all costs resulting from the Department's sewage;
NOW, THEREFORE, BE IT RESOLVED, That the Board of Control authorizes the administration to enter into the proposed agreement with the State Highway Department.
Dr. Majewski supported.

Mr. Curtiss asked if there was any discussion. Mrs. Saltzman indicated she had read in either The Valley Vanguard or news clippings provided by John Rummel that there had been complaints from water management people about the effluence from the SVSC campus and questioned if there would be any problem evolving from this increased sewage.

Dr. Gilbert responded that it would help SVSC's situation...it would increase the flow in sewage which was needed. Mr. Curtiss added he thought the usage of the I-75 hook-up would probably be during the summer when SVSC's usage was way down, and which had caused some problems in the past. He questioned if the Highway Department would be asked to put bugs in. Mr. Hanes indicated it was in the agreement the Department would put bugs (bacteria) and compressed air in and to maintain a minimum flow to keep their own portion of the line...this is done daily year round at SVSC...it tends to keep the odor down and the cost is minimal.

Mr. Curtiss suggested that since this was the first time this matter had come to the Board perhaps a brief description of the project would be helpful.

Mr. Hanes explained that SVSC had been working with the State Highway Department and various agencies in the state for approximately three years and it was concluded that the project be handled in the manner as set forth in the resolution. He indicated that approval had to be secured from the City of Zilwaukee, the Saginaw County Department of Public Works, Kochville, and about six other governmental agencies before it reached this point.

The Highway Department had had a rest area just south of M-84 on I-75 for some time, but had no running water and no sewage facilities. Therefore, to improve the facilities for the people traveling I-75, a water line had been brought out from Bay County to provide city water, but Bay County had no provisions for sewage in that area whatsoever. Since the State of Michigan, through General Appropriations, had built SVSC's sewage disposal facility which drains back to the Zilwaukee Treatment Plant, it felt the college could handle added capacity in its line, and thus, be able to accommodate the sewage from this rest area. He concluded that the Highway Department, as set forth in the resolution, would be limited to a maximum of 20,000 gallons per day flow, and trailer disposals and such things as that would not be permitted...SVSC, along with other governmental agencies, had been very careful in the preparation of this agreement and he felt it was going to be to the advantage of everyone.

There being no further discussion, Chairman Curtiss called for a vote.

Ayes: Arbury, Curtiss, Darin, Gilmore, Kendall, Majewski, Saltzman, Zahnow
Resolution unanimously adopted.

Mr. Curtiss asked if the State Highway Department contemplated the construction

of a new building at this site, assuming it got the water and sewers. Mr. Hanes responded that the Department did not plan to at this time. Dr. Ryder observed that the administration did not anticipate this sewer connection would adversely affect SVSC's situation in the future.

10. Recommend Authorization of the Use of Proceeds from the Sale of the Radio Station

Chairman Curtiss noted that a resolution pertaining to this topic had been included in the Board packets. Mrs. Arbury asked if the date given in the second line of the fourth paragraph "January, 1979" shouldn't be "January, 1980." Dr. Ryder said that "January, 1979" was an error and should be changed to "January, 1980." Mrs. Arbury then asked what the approximate dollar amount would be and Dr. Gilbert indicated it would be approximately \$7,212.

Mr. Curtiss asked if someone would care to offer the resolution as corrected.

RES-437 Mr. Kendall offered the following resolution for adoption:
WHEREAS, There is a need to complete renovation and repair of the theatre, and
WHEREAS, This is considered an appropriate use for funds from the sale of the radio station, and
WHEREAS, Funds are needed immediately;
NOW, THEREFORE, BE IT RESOLVED, That an amount not to exceed the balance due in January, 1980 from the sale of the radio station is hereby authorized to be expended to complete renovation and repair of the theatre.
Mrs. Arbury supported.

Chairman Curtiss asked Dr. Gilbert if he cared to identify the improvements contemplated for the theatre. Dr. Gilbert advised that about a year ago they had begun to make improvements in the theatre...construction of a new projection booth and rearrangements of the seating. Additional improvements include a catwalk, a new raised ceiling, repair of leaking roof, changes in the backstage area...larger dressing rooms and waiting rooms, lighting of the stairways (an OSHA requirement),

etc. He noted that originally this theatre was a summer theatre, and once these changes are completed, SVSC was going to have a very fine theatre for a long time to come.

Dr. Ryder concurred and indicated he had had complimentary remarks from some people on the outside, who knew theatres, about it being an excellent facility. He stressed that administration did not look at it as meeting SVSC's needs for the long term...more new space would be needed...but for a small theatre, it could be used for years to come.

Hearing no other comments, Chairman Curtiss called for a vote.

Ayes: Arbury, Curtiss, Darin, Gilmore, Kendall, Majewski, Saltzman, Zahnow

Resolution unanimously adopted.

Chairman Curtiss called a recess at 10:45 a.m. and the meeting reconvened at 11:00 a.m.

11. Recommendation for Approval of the 1979-80 Housing and Food Services Operating Budget

Chairman Curtiss asked if anyone would care to offer the resolution pertaining to this agenda item for adoption.

RES-438 Dr. Gilmore offered the following resolution for adoption:
WHEREAS, The actual housing occupancy is now known and a
more accurate forecast of expenditures can be made;
NOW, THEREFORE, BE IT RESOLVED, That the attached Housing
and Food Services budget be adopted for the 1979-80 fiscal
year, and
BE IT FURTHER RESOLVED, That the administration be author-
ized to make such alterations during the year as are deemed
necessary.
Mr. Zahnow supported.

Mr. Curtiss commented briefly on the operating budget...he had been wrestling with his role under the proposed House Bill #4325, relating to Conflict of Interest, because he had a daughter attending SVSC. He said that it appeared to him that he

SAGINAW VALLEY STATE COLLEGE
HOUSING AND FOOD SERVICES
OPERATING BUDGET
1979-80

	<u>1978-79</u> <u>BUDGET</u>	<u>1978-79</u> <u>ACTUAL</u>	<u>1979-80</u> <u>BUDGET</u>
Adjusted Design Capacity	470	470	488
Average Occupancy	401	405	470
Rate 21 Meal Plan	1,640	1,640	1,759 *
Increased Amount	60	60	115
Percent of Increase	3.8%	3.8%	7%
Revenue:			
From Operations	\$124,982	\$178,062	\$226,490
Interest Income	6,000	5,204	6,000
Debt Service Grant	<u>10,002</u>	<u>10,002</u>	<u>10,002</u>
Amount Available	140,984	193,268	242,492
Less Debt Service Required Payment	<u>(109,835)</u>	<u>(109,835)</u>	<u>(114,135)</u>
Contribution toward required reserves	<u>\$31,149</u>	<u>\$83,433</u>	<u>\$128,357</u>

* Includes \$4.00 for Residence Halls Association which was previously charged separately.

SAGINAW VALLEY STATE COLLEGE
AUXILIARY SERVICES
OPERATING BUDGET
SUMMARY OF REVENUES AND EXPENDITURES

	HOUSING		FOOD SERVICE		TOTAL		
	BUDGET 78-79	ACTUAL 78-79	BUDGET 78-79	ACTUAL 78-79	BUDGET 78-79	ACTUAL 78-79	BUDGET 79-80
REVENUES:							
Contract	\$276,728	\$308,918	\$377,344	\$389,280	\$654,072	\$698,198	\$837,320
Non-Contract	47,654	24,129	158,185	152,346	205,839	176,975	185,100
	324,382	333,047	535,529	541,626	859,911	874,673	1,022,420
EXPENDITURES:							
Salaries	57,254	39,573	54,384	51,750	111,638	91,323	107,200
Fringes	10,222	6,804	5,752	5,016	15,974	11,820	14,600
Equipment	947	2,690	4,000	3,704	4,947	6,394	14,000
Operating and Misc.	85,077	77,771	32,052	35,954	117,129	113,725	137,115
ARA	-0-	-0-	362,000	374,539	362,000	374,539	410,000
Utilities	84,480	65,134	32,150	26,979	116,630	92,113	105,900
Insurance	4,239	4,239	2,372	2,458	6,611	6,697	7,115
	242,219	196,211	492,710	500,400	734,929	696,611	795,930
OPERATING INCOME	\$ 82,163	\$136,836	\$ 42,819	\$41,226	\$124,982	\$178,062	\$226,490

should declare a conflict of interest on any vote to increase, decrease, or hold the same tuitions or fees, however, he would take the position, unless directed to do otherwise by the Board, that the approval of a budget did not impact him financially, and therefore, he should be entitled to discuss and vote on it. The Board members agreed with his position as stated. Mr. Curtiss explained that the matter of defining conflicts of interest was a very difficult one and the ACT was very narrow in its definition.

Mr. Zahnow questioned the need of the last paragraph in the resolution. Mr. Curtiss indicated he was under the impression that the Auditors spoke to moving dollar items between major categories and asked what administration had in mind with this last sentence.

Mr. Woodcock explained first of all that the Auditors' comments referred only to the General Fund...not the Auxiliary budget. Mr. Curtiss asked if they shouldn't have in principal, and Mr. Woodcock indicated he didn't believe so...that the concern with the Auxiliary budget was that it be a balanced budget...that SVSC meet the revenue requirements required to meet the debt service payments in the reserves. As they worked towards that, he said, a certain degree of flexibility was necessary. This budget was quite similar to the one last year...the difference being ARA food, and they had estimated what that billing was going to be, and it fluctuated, based upon the actual cost of food. If they didn't have the flexibility to pay additional amounts that in total would go above estimated costs, and make those adjustments internally somehow, they would have to wait and come back to the Board, if it were a specifically lined item.

Mr. Zahnow stressed that that would be the case with almost everything they did, so he wouldn't think they would want to put in the last paragraph any more than

they would want to any time. The other Board members agreed with Mr. Zahnow's position that this last paragraph was not necessary. Chairman Curtiss then called for a motion to amend the resolution.

BM-558 Mrs. Darin moved that the last paragraph of the resolution, "BE IT FURTHER RESOLVED, That the administration be authorized to make such alterations during the year as are deemed necessary." be deleted.
Mr. Kendall supported.

Mr. Curtiss asked if there were any discussion on the motion to amend the resolution. Dr. Ryder pointed out that the word "and" in the preceding sentence needed to be deleted and the "comma" changed to a "period." Mr. Curtiss noted this could be done by consent and called for a vote on the amendment.

Ayes: Arbury, Curtiss, Darin, Gilmore, Kendall, Majewski, Saltzman, Zahnow

Motion unanimously carried.

Dr. Ryder indicated he did want to make it clear that, assuming they were working on the budget and they talked about some flexibility in dealing with it, they were not talking about rates at all...any change in rates would come back to the Board. Mr. Curtiss noted that if there were a significant deviation from the budget, that also would come back to the Board...or administration would at least call the Board's attention to it. Dr. Ryder indicated administration would do so.

Mr. Curtiss observed he didn't think it was the intention in the deletion of this last paragraph to prevent the college from paying ARA for services rendered. He also commented that he was delighted to see that SVSC was building back up the bond reserves which were required in the bond indentures...they had borrowed against those several years ago, and he thought it was extremely important that they try to fund their legal obligations in those reserves...he was pleased they were making progress in this direction.

Dr. Ryder indicated full occupancy in the dorms was very helpful and Mr. Curtiss noted he felt it was essential that they build up the reserves to the required level as quickly as reasonably possible.

He asked if there were any further discussion on the budget. There being none, he called for a vote on the resolution as amended.

Ayes: Arbury, Curtiss, Darin, Gilmore, Kendall, Majewski, Saltzman, Zahnow

Resolution unanimously adopted.

12. Recommend Approval of Resolution establishing a Plant Fund Reserve Account for Capital Equipment, Repair, Maintenance and Acquisition

Chairman Curtiss noted the resolution was included in the Board packets. Mr. Woodcock indicated there had been the omission of the word "reserve" in the copies of the resolution mailed and distributed revised copies.

RES-439 Mrs. Saltzman offered the following resolution for adoption:
WHEREAS, There is a responsibility to obtain and maintain the physical plant and capital equipment necessary to support educational programs, and
WHEREAS, The State of Michigan will fund major repairs exceeding \$25,000, but the institution must fund similar problems which occur below \$25,000;
NOW, THEREFORE, BE IT RESOLVED, That the administration is to create in the Plant Fund a Capital Equipment, Repair, Maintenance, and Acquisition Reserve Account which is to be utilized for repairing, replacing, and acquiring equipment and other capital assets in order that adequate facilities and equipment exist to support the physical plant and educational programs, and
BE IT FURTHER RESOLVED, That the administration should attempt to budget this account between \$100,000-\$150,000 for each fiscal year beginning with the 1980-81 fiscal year.
Mrs. Arbury supported.

Mr. Curtiss asked if there were any questions or discussion.

Dr. Ryder pointed out that this matter had been discussed in the Budget, Finance and Investments Committee rather extensively and it was felt that since the SVSC buildings were now ten years old, and getting older all the time, there was a need

to establish a Reserve Account so that these buildings could be maintained. If this wasn't done, he stressed, they could get caught short of funds with an expenditure which would be hard to take care of. He cited as a good example the Wickes Hall air conditioning unit for which the repair was under \$25,000 and the college was barely able to scrape together monies for its repair.

Mr. Curtiss asked if the intent was to fund this Reserve Account at the rate of \$100,000 to \$150,000 each year or to maintain the reserve at that level.

Dr. Ryder responded that they should attempt, and he stressed the word "attempt" to budget each year somewhere between \$100,000 and \$150,000. He indicated, however, that it might be they couldn't set aside that much, but that would be the objective.

Mr. Curtiss asked if, in this resolution, they were setting up a Reserve Account for emergency use, or were they allocating an amount of money for maintenance and capital equipment.

Mr. Woodcock responded that it could, in effect, be utilized as both, depending upon the timing of the projects. For example, he said, it was possible that at year end, if bids had not been completed on a particular project in order to have purchase orders out by June 30th, they could make a formal incumbrance against the General Fund and then it would be possible to transfer the money into this Reserve Account. In July then, when the bidding process were completed, they would be able to issue the purchase orders. So, in effect, he noted, this could be used in the transition.

Mr. Zahnow asked if it would be of assistance to have a carryover and would the State recognize it better if SVSC had this kind of a resolution.

Mr. Woodcock answered "yes" to this inquiry.

Mr. Curtiss indicated he would be less concerned if instead of saying "acquisition" they would say "replacement"., he didn't know whether that would create a concern for

administration or not.

Mr. Woodcock indicated it would obviously be a limiting factor.

Mr. Curtiss stressed that if SVSC were going to start buying major pieces of capital equipment, that ought to be something that was subject to Board review rather than just a line item of \$150,000...he could see setting up a reserve for maintenance, replacement, repair, etc.

Dr. Ryder indicated that normally, they would be bringing the decision to purchase major pieces of capital equipment to the Board anyhow.

There being no further discussion, Chairman Curtiss called for a vote.

Ayes: Arbury, Curtiss, Darin, Gilmore, Kendall, Majewski, Saltzman, Zahnow

Resolution unanimously adopted.

13. Recommend Approval of Resolution Pertaining to General Fund Budgetary Control Procedures

Chairman Curtiss referred to the proposed resolution on this topic contained in the Board packets and asked if anyone would care to move its adoption.

RES-440 Mrs. Saltzman offered the following resolution for adoption:
WHEREAS, The Office of the Auditor General for the State of Michigan has recommended that policies be adopted pertaining to budgetary control;
NOW, THEREFORE, BE IT RESOLVED, That the budget submitted to the Board of Control for adoption shall consist of three budgetary areas: Personal Services; Supplies, Materials and Contractual Services; and Equipment, and
BE IT FURTHER RESOLVED, That the administration shall develop and utilize controls such that they will be knowledgeable of and can control expenditures within these categories, and
BE IT FURTHER RESOLVED, That periodically the administration should review actual revenues as compared with estimated revenues and adjust expenditure patterns such as not to incur fund balance deficits, and
BE IT FURTHER RESOLVED, That any material differences in spending patterns between the budgetary areas set forth above are to be

reviewed with the Business, Finance and Investment Committee, or its successor. In addition, the annual financial statements should report expenditures according to these budgetary areas.
Mr. Kendall supported.

Mr. Curtiss asked if there were any discussion.

Dr. Ryder advised that this resolution came about as a result of discussions, particularly with the Budget, Finance and Investments Committee, and also related to the recommendations of the Audit Team with respect to budgetary control.

There being no further discussion, Chairman Curtiss called for a vote.

Ayes: Arbury, Curtiss, Darin, Gilmore, Kendall, Majewski, Saltzman, Zahnow

Resolution unanimously adopted.

14. Recommend Approval of Conflict of Interest Document to be Filed by Board of Control Members

Chairman Curtiss called attention to the Conflict of Interest Document included in the Board packets and asked if anyone would like to move its adoption.

BM-559 Mrs. Saltzman moved that the Conflict of Interest Document (see Attachment) be adopted.
Mrs. Arbury supported.

Mr. Curtiss asked if there were any discussion.

Mr. Woodcock explained that this was a document that would not be required as of today...the Board of Control By-Laws, just adopted, contains a Conflict of Interest statement, and the Board of Control Operating Policies and Procedures, yet to be developed and adopted, will also include a Conflict of Interest statement. This document is being adopted at this point to show progress being made as a result of a recommendation primarily from Yeo & Yeo that there be such a policy. He added that the Board of Control Operating Policies and Procedures would define how often the document was to be filed, by whom, and so on, but today, administration was just asking for the adoption of the document without any date for filing.

Mr. Joseph L. Ruth
Yeo & Yeo Certified Public Accountants
3023 Davenport, P. O. Box 3275

Dear Mr. Ruth:

I am submitting the following information regarding Saginaw Valley State College's "Policy on Conflicts of Interest".

1. _____
Name

2. _____
Office Held (Member, Board of Control, V.P. for Business Affairs, etc.)

3. Are you an officer or director of any corporation, financial institution, or business with which Saginaw Valley State College has business dealings?

Yes _____ No _____

If the answer to the foregoing question is "yes," please list on the attached form the names of such corporations or businesses, the office held, and the approximate dollar-amount of business involved with the College last year.

4. Do you, or does any member of your family, have a financial interest in, or receive any remuneration or income from, any business organization with which Saginaw Valley State College has business dealings?

Yes _____ No _____

If the answer to the foregoing is "yes," please supply on the attached form the names of the business organizations in which such interest is held and the nature and amount of each such financial interest, remuneration or income.

5. Did you or any member of your family receive, during the past twelve months, any gifts or loans from any source from which Saginaw Valley State College buys goods or services or with which Saginaw Valley State College has significant business dealings?

Yes _____ No _____

If the answer to the foregoing question is "yes," list such gifts or loans, including approximate value, on the attached form.

6. I have received and read the statement of "Policy on Conflicts of Interest" approved by the Board of Control on _____, and I am in compliance with the policy except as specifically set forth on the attached form.

Very truly yours,

Signature

Date

Mr. Zahnow called attention to the fact that on the Agenda this topic said "to be filed by Board of Control Members" and stated he thought it should also include certain administrators of the college.

Mr. Woodcock pointed out that the intent was to include a number of them and he assumed the Board of Control Operating Policies and Procedures would be specific about who should file.

Mr. Curtiss noted this Document was somewhat tighter than what some other institutions were doing...one institution he was aware of only required an oral commitment from a Board member that there was no conflict of interest. Another institution has a form that is not as specific as this one, which it has used for several years, and on which it just asked the general question "do you have any conflicts...yes or no." Also, he said, there were some institutions that probably didn't yet have a policy at all on the matter. Frankly, he concluded, he thought this was a step in the right direction for SVSC.

There being no further discussion, Chairman Curtiss called for a vote.

Ayes: Arbury, Curtiss, Darin, Gilmore, Kendall, Majewski, Saltzman, Zahnow

Motion unanimously carried.

Chairman Curtiss asked if there were any more Action Items. Dr. Ryder advised he had none. Mr. Zahnow, however, indicated that he believed there was something on the Agenda last month about additional housing...they didn't get to it, and he was wondering what the status was of it.

Dr. Ryder stated that it would be discussed in Committee this afternoon... administration had no recommendation today.

Mr. Zahnow thanked Dr. Ryder for the information.

IV. INFORMATION ITEMS

15. Continue Review of Progress Report on Presidential Evaluation

President Ryder noted that all of the Board members had received copies of his Progress Report at the last meeting and it had been partially reviewed. He indicated that rather than go into detail at this point, he would just ask for areas of consideration or concern to which he would respond.

Mrs. Saltzman stated she had some concerns. She asked about the status of the position of the Budget Director and also that of the Executive Assistant to the President.

Mr. Woodcock noted that the position of Budget Director was now called Budget Director and Systems Coordinator. Unfortunately, he said, the individuals who were the top candidates had selected positions elsewhere. The position was opened up again for applications and today was the deadline for getting applications in. He concluded that he expected to have the position filled some time between January 1 and March 1, of 1980.

Dr. Ryder advised that the position of Executive Assistant had not yet been advertised...it was not pursued last year because of the concern about the budget, so he prevailed upon other people for assistance. He observed that filling this position would probably take somewhat longer than that of the Budget Director and Systems Coordinator, because this was a position that required a very close working relationship with the President and it was going to take very careful scrutiny of the people who applied. He concluded that he planned to advertise the position some time in November and would say that employment of an individual could be any time from the first of the year to July 1, 1980, or possibly later.

Mrs. Saltzman observed that as she read the Munitz Report and Dr. Ryder's Progress Report, she got the feeling that the impressions Dr. Munitz had reported were received by him through interviews he had with the faculty and staff, and possibly a Board member...therefore the Board members were not able to detect necessarily either improvement or progress. She noted that some things were observable, particularly those that affected the Board, but stressed that the Board couldn't really accept what Dr. Ryder, as the chief officer of the college, had said about improvement...they didn't really know that he had. Because of this, she suggested that they needed Dr. Munitz, for example, to return at some point in time, after sufficient time had elapsed, to review.

Dr. Ryder indicated there had been some discussion about how they did, in effect, check back, and he knew of no other alternative than his coming back. He noted, however, that it would require pinpointing areas of concern so that he could go back and talk to the individuals he had met with earlier. He pointed out that Dr. Munitz was now involved in the evaluation of the President at Central Michigan University and since it was so close by, perhaps SVSC could get a special discount.

Mrs. Saltzman advised that the Board members who attended the AGB National Conference in Miami last April heard from Dr. Munitz again. At that time, he stated that evaluation of the President should be a daily, ongoing one...not just by the Board, but by the faculty and staff also (maybe the Board members should look at themselves as well) and he suggested that there certainly ought to be at least an annual evaluation and then perhaps every two, three to five years.

Mr. Curtiss stated that Dr. Ryder and he were trying to draft an evaluation of how much progress the Board had made as a result of the Munitz recommendations.

He stressed that the Board was not automatically implementing what Dr. Munitz had recommended...he hoped that during the discussion at the December Board meeting they could pull the pieces together, from the Board's point of view, and that the Board members would tell him and Dr. Ryder whether they were on the right track or not. If it is felt that some recommendations were rejected inadvertently, he said, Dr. Ryder and he needed to be informed.

He stated further that Dr. Ryder had a good point that if the Board should want to bring Dr. Munitz back, they should identify specific areas that he could react to.

Dr. Ryder observed that it was important to remember that Dr. Munitz had recommended that the Evaluation be an Agenda, to be kept, in effect, before the Board, and this was what was being done, which he felt was a healthy thing to do. He reported that he was going to be on a panel, making a presentation with respect to Presidential Assessment, along with Dr. Munitz, at the National Conference of the American Association of State Colleges and Universities (AASCU) late in November.

Mr. Curtiss asked Mrs. Saltzman if she was asking for some specific action at this time. She responded that she felt she would like the matter to come up again at some point, and then, perhaps somebody should take another look at the progress being made...perhaps they could do it themselves.

Mr. Curtiss expressed the hope that when the Board spent a little bit of time at the December meeting discussing how this Board had responded to the recommendations of Dr. Munitz, the Board would know where to go from there. He stressed that, for example, if the Board had not gotten specific enough on what it really expected from the President, it would be difficult for the Board members to continue to evaluate the President. At least, he said, they would go through the next step in December.

16. Progress Report on Planning Organization

Dr. Ryder called upon Dr. Dickey for this report.

Dr. Dickey stated that most of the institutions which had instituted a formal Planning Process in recent years had done so because they could see that what was going to happen to them was they would have to manage a steady state or declining enrollment and fiscal situation. She indicated she thought that SVSC would have to recognize the possibility that those things could happen to it, but they were really putting a more challenging task ahead of themselves as they began a Planning organization...they were committed to continue the development of the college during a period when resources would be scarce and the enrollments of certain kinds of students were likely to drop off.

Today, she said, she didn't want to talk specifically, because the very essence of planning was broad participation, and they had not, in their discussions, gone beyond the Executive Committee as yet. What she planned to do during November, she said, was to move out beyond the Executive Committee in their discussions and what they hoped to accomplish during the month. Also, during November, they would decide which units of the college would be involved in the first year of Planning...in a preliminary way, those were likely to be all academic departments and certain Student Services departments...there were other open questions...should the Library be involved?

She stressed they had to be very careful to define the relationship between Planning and decision-making to make sure that all concerned understood which decisions were made by the Board...by the Executive Committee, etc. They needed to map out a Planning process that would first send a flow of information down to the Plan-

ning units...to the academic departments and other departments involved, and in return, would be expecting advice back from them about programming one...two... three years in the future...some plans would obviously require a longer time perspective than that. They needed to develop a process that would tie the plan for the immediate budget year into resource allocation.

Dr. Dickey advised that Dr. David Alexander, Coordinator of Kellogg Activities at Wichita State University, who was one of three consultants who met with the Ad Hoc Committee on the Planning Process, had been invited back to SVSC next week to meet with the Executive Committee on Wednesday evening and the Ad Hoc Committee on the Planning Process on Thursday, as well as with certain other individuals, such as Cy Smith, Director of Sponsored Programs, so they could understand what Wichita State's capacity might be to assist SVSC with the beginning of the Planning Process... it does have funds for disseminating the results of their project and helping other institutions to get started. They also planned to talk with him about possibilities for applying for SVSC's own funding, she said, because one of the questions they would need to decide was, what kind of a budget must they set up in order to plan effectively. She observed, she was convinced that during this first year that they would do what they very often did when they started a new activity, which was to accomplish what they could within the limits of existing human and dollar resources, which she felt was all right...they could begin to practice the rudiments of planning this year knowing that they would not provide an elaborate amount of information... probably not an adequate amount of information to the Planning departments this first year...they might need to use next summer to do a far better job so that they could in turn get back their advice.

Dr. Dickey stated they wanted to talk with Dr. Alexander also about how to select and appoint a Planning group...certainly they were going to be concerned about the expertise of those who were involved in Planning if they were to perform a staff function...that is...to help departments have the information they needed in order to do a good job of Planning. What authority this group should have was an open and very important question...they would be asking Dr. Alexander's advice on that and then also discussing it within the Executive Committee.

Dr. Dickey said that in view of time constraints, and the rudimentary state of affairs she felt this was all she should say unless there were questions.

Mr. Curtiss stated that he appreciated Dr. Dickey's early statement that some definition of the decision-making process was important as they moved into Planning. By the same token, he said, he thought they might want to discuss with the consultant means whereby the Planning Process did not become an excuse for non-decision, as they moved into planning...it was very easy for someone to say "well, we're going to plan, so don't do anything." It was also very easy to say "we are going to hurry up and do this before the planning process stops it."

Further, Mr. Curtiss noted, the relationship between operating an institution and working into the Planning Process was an important one...also that it might be clarified as they began to define the time horizons for which they were planning. If Planning, he stressed, were assumed to be decision-making, they would have real problems. He concluded it would be interesting to work into it, but warned there were a lot of potential potholes in the road.

Dr. Dickey responded that she felt a timetable of carefully defined activities was the most important thing that a Planning Council could achieve agreement on...

distribute...and achieve adherence to...that's was going to be the most difficult part. She indicated she had begun to discuss a timetable with the Executive Committee and said she hoped the Board members would understand if she avoided talking about any details of that today, because she felt there were many others within the college who needed an opportunity to comment on those ideas before they were to come back and say, have we done this well?

Mr. Curtiss pointed out that the time frame he was talking about, though, was whether they were going to focus on Planning as identifying those things which should be accomplished three to five years from now, or whether they were going to let it slip back, as could easily be the case, into what should happen next year. If that were to happen, then they would be writing next year's budget.

Dr. Dickey said she would give one detail...she had proposed a two-stage process, one, looking three years out, and then beyond that, saying, "well, of those things we wanted to have happen in three years. what do we need to accomplish in the year immediately ahead" and then time that into the budgeting process.

Dr. Ryder thanked Dr. Dickey for her report.

17. Kochville Township Zoning and Roadway Plans as Related to College Development

Dr. Ryder advised they had hoped to have Al Trautner here today, and since he could not be present, they would deal with this Agenda item at another time. He noted he had a map to distribute which he would hold now and distribute when the topic was on the Agenda again.

18. Announcement of Appointment of an Investment Committee

Chairman Curtiss announced the appointment of an Investment Committee, under the Board's new By-Laws...not a Standing Committee, but a Special Committee. He

named Mr. Zahnow to chair the committee and Dr. Gilmore and Mr. Woodcock as members. He indicated he would be an ex officio member and should the committee want him to meet with it, at its request, he would be happy to do so, but would not vote. He asked if there were any objections to the appointments. None were voiced.

19. Sponsored Programs Report

Dr. Ryder advised there was no prepared Sponsored Programs Report...there was very little activity this past month, and it was felt a report was not needed.

20. Personnel Report

Dr. Ryder distributed copies of the October 30, 1979 Personnel Report and suggested members of the Board review when convenient.

V. OTHER ITEMS FOR CONSIDERATION

Dr. Ryder reported he had three items to present.

A. Possible New Agenda Item entitled "For Discussion Only"

Dr. Ryder requested members of the Board to think about whether they might have an additional item on the Agenda monthly entitled "For Discussion Only." He referred to the category IV. "Information Items" presently on the Agenda and asked if they shouldn't also have one "For Discussion Only."

Chairman Curtiss noted that there was a comment in the Munitz Report regarding time being allowed for discussion, and he, too, asked the Board members to think about it before the next Board meeting.

B. Saginaw Valley State College/Adam Mickiewicz University Memorandum of Understanding

Dr. Ryder distributed copies of the Memorandum of Understanding which came



Saginaw Valley State College

MEMORANDUM OF UNDERSTANDING
BETWEEN
ADAM MICKIEWICZ UNIVERSITY
AND
SAGINAW VALLEY STATE COLLEGE

In view of already existing good relations between Adam Mickiewicz University of Poznan, Poland (further referred to as AMU) and Saginaw Valley State College of University Center, Michigan, U.S.A. (further referred to as SVSC) we hereby agree to enter into a cooperative agreement in the area of exchange of scholars and students.

The tentative provisions of the agreement are as follows:

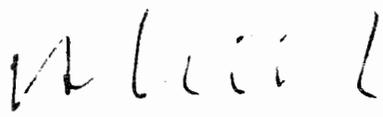
1. AMU will accept students from SVSC for a two-month summer program in Polish Language, culture and institutions.
2. SVSC will accept a Poznan scholar who will pursue his own research and will also teach Polish in an amount of time not to exceed two courses per semester.
3. The number of participants from both institutions and their stipends will be based on the availability of funds and the concept of full reciprocity between both parties. As an example, SVSC students participating in the summer program might be equated with the AMU scholar who would teach at SVSC.
4. This memorandum is not an exchange agreement. Its aim is to provide a framework for a working relationship until such a formal agreement is eventually negotiated and approved by both AMU and SVSC.

For Saginaw Valley State College

For Adam Mickiewicz University



Jack M. Ryder, Ph.D.
President



Prof. Dr. habil Benon Miskiewicz
Rector

10-26-79
Date

10-26-79
Date

JMR:omc
10/26/79

about as a result of visits by Rector Benon Miskiewicz, the ProRector Stephan Kozarski, and Professor Jacek Fisiak, Chairman of the English Department, last Tuesday through Friday. He noted that SVSC had made contacts with them before... there had been one visit on the part of Dr. Dadlez to Poland, and this was the first stage in the development of a relationship with them. He added he thought this was an extremely important contact with another country, particularly Poland, because it would work well into the development of SVSC's Institute of Polish Studies.

He reviewed the Memorandum of Understanding (see Attachment) and advised the Adam Mickiewicz University had similiar agreements with several institutions, including the University of Florida and others.

Dr. Ryder said he was very pleased with the visit...the response on the part of the three Polish visitors was very positive. They had a chance to see some of the business and industry in the area, meet with the SVSC faculty and Bay City citizens, and make several presentations...one on "American Students in Poland" and another on the "University of Poznan's Role in the Nazi Occupation of Poland" which were well-received. He concluded he appreciated Dr. Majewski's coming, and while they didn't necessarily need his translating, he did a very beautiful job and people were quite impressed by that.

Discussion ensued regarding the proper name of the university...whether it was the University of Poznan or the Adam Mickiewicz University. Dr. Ryder pointed out that its official name was Adam Mickiewicz University, although he was given a banner which said University of Poznan.

Mrs. Saltzman observed that somewhere she had seen a schedule for these visitors

and it seemed to her that the people at SVSC had really kept them running...it was unbelievable.

Dr. Ryder agreed and commended Dr. Sharp, Mr. Rummel, Dr. Dadlez and other administrators who had done a terrific job with respect to the visit.

C. Report on SVSC Athletics

Dr. Ryder reported the SVSC football team defeated Ferris State 22-14...it would be going to Mexico City next Saturday for a game with the University of Mexico, and then would be playing Wayne State University at SVSC on Saturday, November 10 for the title of the Great Lakes Intercollegiate Athletic Conference. If SVSC were to win the Wayne State game, it might be that SVSC would be picked to be in the tournament for the national championship, but that would depend upon the final rankings.

Dr. Gilbert advised that the SVSC bowling team was #1 now.

Dr. Ryder noted that the SVSC cross-country team won the Great Lakes Intercollegiate Athletic Conference title...this weekend it would be in the District, and within the next few weeks, would be competing for the NAIA national championship.

VI. ADJOURNMENT

There being no further business to transact, Chairman Curtiss adjourned the meeting at 12:07 p.m. He reminded Board members of the NCA luncheon at Doan Center.

Respectfully submitted,

Charles B. Curtiss--Chairman

Dorothy D. Arbury--Secretary