

Approved: April 17, 2018

2017-2018: Meeting # 7

**MICHIGAN STATE UNIVERSITY
FACULTY SENATE APPROVED AGENDA
APRIL 17, 2018 3:15 PM
115 INTERNATIONAL CENTER**

1. CALL TO ORDER

2. Approval of Agenda for April 17, 2018

3. Approval of Draft Minutes for March 20, 2018 2018 (Appendix A)

4. President's Remarks: Interim John Engler – Out of Town

5. Provost's Remarks: Dr. June Youatt

6. Chairperson's Remarks: Dr. Laura McCabe

7. NEW BUSINESS

7.1. University Committee on Curriculum (UCC) Report, Professor Marci Mechtel, UCC Chairperson (Action Item) (Appendix B Short Report) ([Long Report](#), click on Link)

7.2. University Committee on Faculty Affairs (UCFA) Salary Recommendations, Tom Tomlinson, University Committee on Faculty Affairs (UCFA) Chairperson (Action Item) (Appendix C)

7.3. MSU's Relationship Violence & Sexual Misconduct (RVSM) Expert Advisory Work Group Discussion, Dr. Rebecca Campbell, RVSM Workgroup Chair, MSU Department of Psychology and Carrie Moylan, MSU School of Social Work (Information Item)

7.4. Health Care Benefits, Renee Rivard, Director, Human Resources Benefits (Information Item)

7.5. University Standing Committees – Semester Reports (Information Items)

7.6. Reclaim MSU Policy Proposal, Professors Andaluna Borcila and Anna Pegler-Gordon, Faculty Senate Members, James Madison College (Action Item) (Appendix D & E)

7.7. Resolution Call for Academic Congress into Session, Anna Pegler Gordon, James Madison College (Action Item)

8. ADJOURNMENT

Approved:

2017-2018: Meeting # 6

**MICHIGAN STATE UNIVERSITY
FACULTY SENATE DRAFT MINUTES
MARCH 20, 2018 3:15 PM
115 INTERNATIONAL CENTER**

Present: Interim President Engler, R. Abramovitch, E. Appiagyei-Dankah, Y. Bolumole, A. Borcila, N. Bunge, S. H. Choi, L. Cloud, M. Dease, J. Dulebohn, K. Foley, J. Francis, J. Goddeeris, J. Goldbort, D. Gould, K. Hampton, M. Morgan (for C. Hogan), G. Hoppenstand, M. Johnson, I. Kovar-Gough, R. LaDuca, L. Lapidus, Y. Liu, G. Lourens, V. Mandrekar, L. McCabe, M. Mechtel, J. Meier, M. Miklavcic, G. Miksicek, K. Miller, D. Miner, D. Moriarty, J. Morningstar, K. Noe, R. Ofoli, A. Olomu, N. Parameswaran, A. Pegler-Gordon, R. Quispe-Agnoli, D. Rivera, E. Rosser, S. Safferman, A. Sanders-Jackson, J. Schwartz, L. Skibbe, P. Soranno, R. Spiro, E. Strangas, G. Stone, G. Swain, R. Tegtmeyer, E. Torrez, L. Tortorelli, J. Vargas, E. Watts, D. Wilson, B. Zandstra

Absent: Provost Youatt, R. Bellon, G. Breitzer, R. Cichy, S. Counts, B. Dutton, M. Floer, S. Gasteyer, L. Harris, L. Mansfield, B. Mavis, R. Pratt, A. Ross, R. Shwab, J. Seita, J. Tang, T. Tomlinson, P. White, R. Zegers

1. CALL TO ORDER

The meeting was called to order at 3:20 pm.

2. Approval of Agenda for March 20, 2018

The **agenda for March 20, 2018** was **approved** as amended, adding Reclaim MSU.

Professor Andaluna Borcila motioned to add Reclaim MSU. A motion to approve the agenda was made and first and seconded. **The motion carried.**

3. Approval of Draft Minutes for February 13, 2018 and February 20, 2018

The **minutes for February 13, 2018** were **approved** as distributed.

The **minutes for February 20th** were **approved** as distributed.

4. President's Remarks: Interim John Engler

President Engler stated that the second report of two reports from Husch Blackwell was just released, and its continuing review of the Title IX Program. He noted that this report was originally scheduled to be completed by the end of the semester, adding that Phase I of the Husch Blackwell Report has been posted for some time on the MSU website.

President Engler said that the Report is important, identifying the key statement from the executive summary: "While MSU scored high marks on compliance, legal requirements of Phase I, we believe it's been less successful implementing some of its education and prevention programs, and in particular promoting awareness of and trust in policies and procedures. Based on discussions we found significant misunderstandings and

misinformation about policies and procedures, including what specific objectives the policies were designed to address.

President Engler reported that MSU is not only trying to fix resources that are necessary, because in some cases there is simply resources that are not there, but that MSU is also trying to fix how the University communicates, educates and informs. He added that the University is progressing with these initiatives. Interim President Engler stated that he hopes to provide a comprehensive overview to the Board of Trustees regarding everything that has been done as it relates to how MSU would handle patients, particularly minor patients over in the medical schools, including how MSU is making progress with prevention efforts, and significantly, what MSU had done to address what the response will be if there is an allegation of sexual misconduct or sexual assault.

President Engler reported that he was before the Senate Appropriations Committee of the State of Michigan talking about Michigan State's budget. He took the opportunity to discuss some of the historic funding gaps at MSU that have existed for a number of years, relative to research funding in relation to Wayne State University and the University of Michigan. He spoke about what could be done to address that gap in funding.

President Engler stated that it has been his goal since arriving at Michigan State (employing his past extensive experience with the State of Michigan legislature) regarding how MSU finds resolution to the financial and legal problems facing the University. He noted that the difficulties facing MSU are a community-wide challenge for all of us and stated: "Are we ever going to be perfect? I'd hope so, but everybody's human so there will be mistakes. Let's hope we don't make one."

Professors Rob LaDuca, Andaluna Borcila, and Rand Spiro spoke about why the MSU Board of Trustees have not said anything about the MSU Faculty Senate's vote of no confidence. President Engler replied that he did not think faculty would want him to not continue to work on trying to get these lawsuits resolved while they are working on the governance question.

Discussion ensued about how other Big Ten Universities worked with their Board of Trustees, and how these relationships can be applied with the MSU's faculty relationship with its Board of Trustees. This included the rethinking of the Board of Trustees' membership that would include members of the MSU community itself, such as students and faculty. Additional discussion ensued about how to move forward with the Board of Trustees.

Professor Andaluna Borcila remarked that the MSU Faculty Senate members should not spend so much time being talked at by the MSU administration during Faculty Senate meetings, but should instead focus on faculty deliberations and discussion, including Bylaw issues with the Board of Trustees and Academic Governance.

5. Provost's Remarks: Dr. June Youatt (out of town)

6. Chairperson's Remarks: Dr. Laura McCabe

Dr. McCabe reported on the MSU Library policy, saying that there was a University Committee on Libraries that approved Library Policy changes two years ago. She also stated that there was a February 19th meeting regarding Title IX, and there was a large group (that included faculty) that showed up for that meeting to discuss reviews about its preliminary report. She added that faculty can now have input on the Title IX website.

Dr. McCabe also reported that there is also an RVSM Policy Review Workgroup where individuals from the Faculty Senate are being solicited to serve. Dr. McCabe stated that the Academic Advancement Network has sent out information about awards for recognition and appreciation of dedicated academic leaders, which include department chairs, school or unit directors, assistant deans or associate deans.

Dr. McCabe concluded her remarks by discussing the name change for the Medical College. She said that if anyone has ideas or suggestions, these can be communicated to Dean Beauchamp, or you can submit them to the input box on the Academic Governance website. The suggestions can be forwarded, so that broader input can be provided.

7. NEW BUSINESS

7.1. University Committee on Curriculum (UCC) Report, Professor Marci Mechtel, UCC Chairperson ([Long Report](#), [click on Link](#))

Professor Mechtel reported that one new program was approved, a History Minor, effective Fall Semester of 2018. In addition, 17 program changes were approved, and no program deletions were approved. She stated that 19 new courses were approved, 44 course changes were approved, and 4 course deletions were approved. Only one moratorium was approved, the International Business Master of Science, effective Fall Semester of 2018 thru Fall Semester of 2019.

A motion to approve the Report was made and first and seconded. **The motion carried.**

7.2. UCC Letter Regarding Difficult Topics, Marci Mechtel, University Committee on Curriculum (UCC) Chairperson

Professor Mechtel reported that a letter was drafted to University colleagues on behalf of the University Committee on Curriculum, basically outlining that “MSU faculty own the curriculum, that it can be a part of the class discussion, understanding it may be more difficult in large classes. This is just a recommendation. It is not mandated because, again, you as faculty own your curriculum, so that for those that felt that they really wanted to say something and weren’t sure there are some suggestions that are located within the letter.” She added that the motion being made is to send the letter out to all faculty so that as faculty we can continue moving forward and that faculty can create this inclusive classroom, no matter what the class size.

The motion was first and seconded. **The motion carried.**

7.3. Formation of an Ad Hoc Committee to Review and Recommend Changes on Board of Trustee and University Bylaws

UCAG Chairperson Gayle Lourens reported that an ad hoc committee needs to be created that will work throughout the summer. Because the end of the academic year is approaching, there is work that needs to be done on the University Bylaws, as well as considerations for recommendations for the Board of Trustees Bylaws. She requested that what is needed is to hear from the faculty as to potential members who could be on this ad hoc committee, with the understanding that the people who serve on this ad hoc committee will have to be able to work throughout the summer,

and that they should have some work with Governance and an understanding of the Bylaws. She noted that the names that are submitted will be presented to the University Committee for Academic Governance's members, and that they will conduct a vetting process identifying members for this ad hoc committee.

Professor Anna Pegler stated: "I wanted to say that I very, very much support the creation of an ad hoc committee to review and make recommendations to the University Bylaws. However, I do not support a recommendation or an ad hoc committee or an ad hoc subcommittee to review and make recommendations to the Board of Trustee Bylaws.

First of all, as we brought up in the last faculty senate, yes, it is urgent. The Board of Trustee Bylaws question is more urgent than reviewing this over the summer and making a recommendation in the fall. We need to secure a commitment from the Board of Trustees that they will change their Bylaws to include faculty and student representation on a new kind of Board.

Faculty and student representation is pretty much standard practice at board of trustees across the country, and we are very much behind in that. We also need to secure a commitment very quickly from the Board of Trustees that they will include faculty, students, and staff on the Presidential Search Committee, and include MSU community involvement throughout the Presidential search process. Because if we wait until the fall to make that recommendation, that decision on the Committee will already have been made and that process will already be in place.

I also believe, as the couple of proposals one that came before the Faculty Senate as an information item last time and the reclaim proposal, that the MSU community particularly Academic Congress very urgently needs and we should secure a commitment from the Board of Trustees that we have an ability to veto a vote on the presidential, the choice of a President, I don't know what the term would be, the "selection" of the President by the Board of Trustees.

If we don't secure a commitment from the Board of Trustees before we start working on the University Bylaws, we're essentially rearranging deck chairs on the Titanic. This Governance process is sinking under the weight of its own, I think, the burdensome regulations or the processes that I understand we want to change very much on the University Bylaws side, and on the fact that the Board of Trustees refuses to pay attention to any recommendations that the faculty is making.

I really do not see the purpose of faculty spending the summer working intensively on Board of Trustee Bylaws recommendations, and then bringing them to the Board without any commitment that they will make a change."

Discussion ensued.

Professor Deborah Moriarty stated: "I think that there are two different issues here. I think one is the Bylaws of the University and the Board of Trustees, and the other is the Presidential search. I think the Presidential search is very immediate, and it would seem to me that one thing that we could do immediately is come up with what we think are the criteria for a Presidential search and that that would be a very

valuable thing for an ad hoc committee, perhaps, to do rather than trying to run it with input from the Faculty Senate, and then bring that to the Board of Trustees.

The Bylaws, I think, unfortunately, is an extensive extended process, but the Presidential search is going to happen and it's going to happen in academic time relatively soon. It would seem to me that the first thing that we should deal with is coming up with the criteria for a Presidential search that is inclusive and bring that to the Board of Trustees and then make the case for this Presidential search, at the same time working on the other issues, on the Board of Trustees Bylaws and our Bylaw issues.”

Professor Richard Miksicek stated that: “UCAG essentially works on a unifying set of Bylaws, and the thought being that they have to approve the Bylaw changes anyway. If this is incorporated into the Bylaws, then we may be accomplishing both things with a single action.”

Discussion ensued.

Professor Gayle Lourens requested that a motion be made that the Faculty Senate approve the formation of an ad hoc committee that has the flexibility to address both the University and, if necessary, the Board of Trustees Bylaws.

The motion was made and seconded. **The motion carried.**

As an information item, a request was made to give serious consideration to the proposal that was printed and distributed to the Faculty Senate, which includes creation of a University Council that would work with the Board of Trustees, and essentially be part of the governing body of the University. This request will be directed to the Steering Committee for deliberation as an action item.

8. ADJOURNMENT

A motion was made to adjourn and was first and seconded. **The motion carried.** 4:58 pm.

SHORT REPORT of the UNIVERSITY COMMITTEE ON CURRICULUM (UCC)
November 14, 2017
To view the full UCC Report visit: www.reg.msu.edu/Read/UCC/fs111417.pdf
PROGRAM ACTIONS

Highlights:

None.

College	Department	Program Name	Award Type	Action
Agriculture and Natural Resources	Community Sustainability	Sustainable Natural Resource Recreation Management	Minor	C
Business	Supply Chain Management	Supply Chain Management	M.S.	C
Education	Educational Administration	Economics of Education	Specialization	C
Music		Music	B.A.	C
		Music Conducting	D.M.A.	C
		Music Education	B.Mus.	C
		Music Performance	B.Mus.	C
Veterinary Medicine		PreVeterinary	B.S.	C
		Veterinary Medicine	D.V.M.	C

C = Change D=Deletion N=New

Totals **New:** **Change:** **Deletion:**

COURSE ACTIONS November 14, 2017

College	Department	Subject	New	Changes	Deleted
Agriculture and Natural Resources	Agriculture & Natural Resource Dean	ANR	0	1	0
Arts and Letters	Arts & Letters Dean	AL	1	0	0
		DH	0	1	0
	Theatre	THR	0	1	0
Music	Music	MUS	0	1	0
Natural Science	Biochemistry & Molecular Biology	BMB	2	0	0
	Biological Science Program	BS	0	1	0
	Plant Biology	PLB	0	1	0
	Mathematics	MTH	1	2	2
	Natural Science Dean	NSC	0	1	0
	Neuroscience Program	NEU	0	2	0
	Integrative Biology	IBIO	1	0	0
Osteopathic Medicine	Family Medicine	FCM	0	5	0
	Osteopathic Medicine Dean	OST	4	0	0
	Pediatrics	PED	0	2	0
Social Science	Anthropology	ANP	1	1	0
	Planning, Design, & Construction	UP	0	10	0
	Human Development & Family Studies	HDFS	1	0	0
	Social Science Dean	SSC	1	0	0
Assoc Prov Undergraduate Education	Military Science	MS	0	2	0
Veterinary Medicine	Large Animal Clinical Sciences	LCS	0	1	0
	Veterinary Medicine Dean	VM	0	1	0
MSU College of Law	MSU College of Law	LAW	5	2	0
Total			17	35	2

INFORMATION ITEMS
November 14, 2017

Moratorium –

None.

Discontinuation –

None.

Other –

None.

MICHIGAN STATE
UNIVERSITY

April 13, 2018

MEMORANDUM

TO: Dr. June Youatt,
Provost

FROM: Dr. Thomas Tomlinson,
UCFA Chair



SUBJECT: Recommendation for 2018-19 Faculty Merit and Market Pool Increase

The University Committee on Faculty Affairs (UCFA) recommendation for the faculty merit and market pool increase in the 2018-19 academic year continues to be developed on the basis of the following goals:

- recruitment and retention of high quality faculty;
- maintenance of the quality and integrity of our academic programs;
- recognition of faculty productivity as enrollments and competitive pressure for grants escalate; and
- a desire to maintain and enhance morale in the context of ensuring teaching and research quality and productivity.



**UNIVERSITY
COMMITTEE ON
FACULTY AFFAIRS**

Michigan State University
321 Administration Building
East Lansing, MI
48824-1046
517/355-9271

UCFA remains concerned about the long-term impact that the erosion of university-funded health benefits will have on faculty compensation; specifically, the;

- initiation of health care premium sharing for all faculty as of July 2002;
- elimination of funded post-retirement health care coverage for spouses for new hires as of July 2005;
- elimination of funded post-retirement health care coverage for new hires as of July 2010;
- substantial increases in premiums for health care and pharmaceutical coverage; and
- long-term implications of potential changes to federal and state funding of health care.

Over the past decade, the UCFA has used MSU's relative position among Big Ten universities as a key indicator of the university's performance in achieving the goals identified above. As can be seen in Table 1, for the past decade MSU has typically ranked in the bottom quartile in faculty salary with MSU's ranking being no higher than 11th (of 14 institutions) since 2010-2011.

For the past few years the UCFA has sought, with modest success (see bullet points below), to improve MSU's relative position among Big Ten universities in faculty salary by suggesting slightly above average (assuming an average of 2-3 percent annual faculty salary increase for other Big Ten institutions) annual increases in faculty salary.

- For 2014-15, the UCFA recommended a 5.25 percent increase in faculty salary with a 4.0 percent increase in the general merit pool and a 1.25 percent increase in the market adjustment pool. MSU faculty received a 3.0 percent increase in salary inclusive of a 2.0 percent increase in the general merit pool, a 0.5 percent increase in the market adjustment pool and a 0.5 percent increase for retention concerns out of the University Academic Competitiveness Pool in 2014-15.
- For 2015-16, the UCFA recommended a 5.25 percent increase in faculty salary with a 4.0 percent increase in the general merit pool and a 1.25 percent increase in the market adjustment pool. MSU faculty received a 3.0 percent increase in salary inclusive of a 2.0 percent increase in the general merit pool, a 0.5 percent increase in the market adjustment pool and a 0.5 percent increase for retention concerns out of the University Academic Competitiveness Pool in 2015-16.
- For 2016-17, the UCFA recommended a 4.75 percent increase in faculty salary with a 4.0 percent increase in the general merit pool and a 0.75 percent increase in market adjustment pool. MSU faculty received salary a 2.5 percent increase in salary inclusive of a 2.5 percent increase in the general merit pool, a 0.5 percent increase in the market adjustment pool and a 0.5 percent increase for retention concerns out of the University Academic Competitiveness Pool in 2016-17.

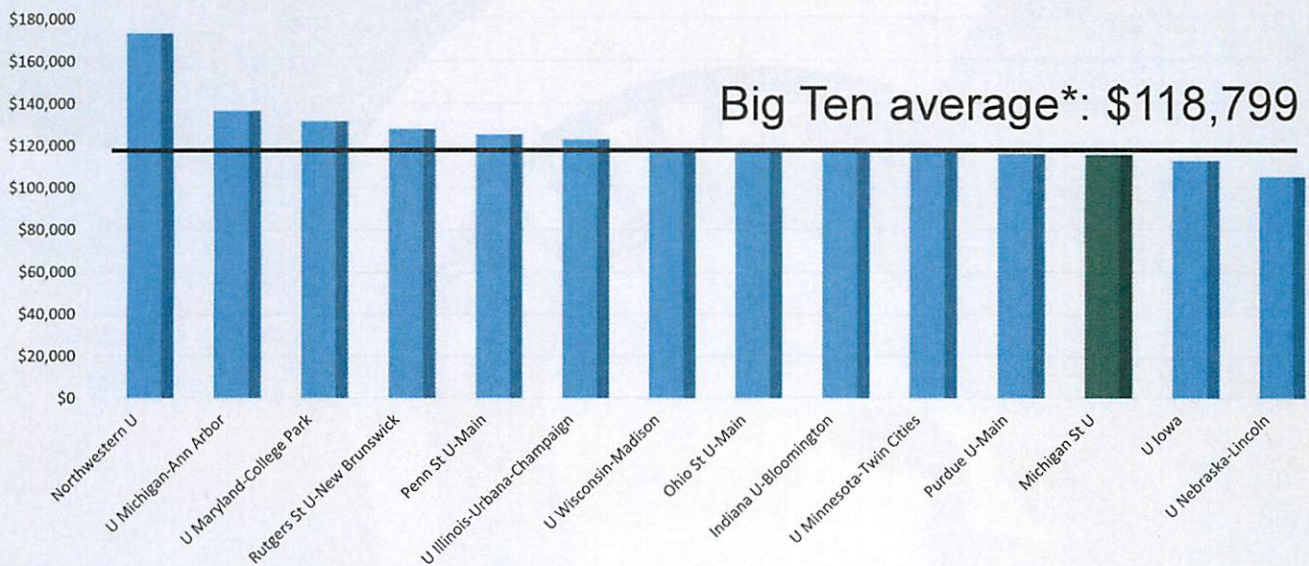
- For 2017-18, the UCFA recommended a 4.0 percent increase in faculty salary with a 3.5 percent increase in the general merit pool and a 0.5 percent increase in the market adjustment pool. MSU faculty received a 3.0 percent increase in salary with a 2.5 percent increase in the general merit pool and a 0.5 percent increase in the market adjustment pool in 2017-18.

Given our goal of reaching the middle of the Big Ten in faculty salary, we recommend a 4.5 percent increase in faculty salary for 2018-19 with a 4.0 percent increase in the general merit pool and a 0.5 percent increase in the market adjustment pool.

MSU is a great institution with outstanding staff and students. MSU's faculty, however, is a driving force for the discovery, creativity and learning that occurs at the institution. The UCFA salary request reflects our ongoing desire to ensure that the university continues to make a positive and significant impact on the life of the people of Michigan, the United States and the world. The UCFA appreciates your consideration of our recommendation for the 2018-19 faculty merit and market pool increase. Whatever the decision is regarding our recommendations, we are honored to continue to serve MSU.

Attachment

2017-18 Faculty Salary



MSU Rank in Big10 Institutions for Faculty Compensation

Rank	07-08	08-09	09-10	10-11	11-12	12-13	13-14	14-15	15-16	16-17	17-18
Professor	10	10	8	9	9	11	10	8	8	6	6
Associate Professor	7	7	5	8	6	9	9	9	9	9	8
Assistant Professor	14	13	14	13	14	14	14	14	14	14	14
All Ranks Average	11	11	9	12	12	13	13	13	11	12	12

-Includes pro-rata attribution of post-retirement benefits for eligible population

*Does not include Northwestern – average including Northwestern \$122,804

1 Rankings overtime adjusted to include Rutgers and Maryland

Policy Proposal

The Board of Trustees at Michigan State University has appointed the most recent permanent and interim Presidents of this university without a search. The current board closed ranks around the previous President at a critical juncture, showing their loyalty to her rather than their loyalty to this institution, to our community, and to survivors of sexual assault. In addition, in the appointment of the interim President, they refused to listen to the advice of faculty, students, and deans.

It is critical that the bylaws of the Board are changed to allow full participation of faculty and students in governance. To achieve this, we propose the creation of a University Board (see Appendix B). It is also critical that members of the MSU community play a central role throughout the process of searching for and selecting a new President, including: articulating the qualities and qualifications required for a President; having representatives from the faculty, students and staff on the search committee; and, engaging with top candidates in open forums. Moreover, we believe that if two thirds of the members of the Academic Congress should oppose the selected candidate for President, the Board of Trustees should not be able to select this candidate as President of our university (see Article 3 of the amended bylaws in Appendix B).

To ensure that this never happens again, Article VIII § 5 of the Constitution of the State of Michigan should be amended to create four additional positions on the controlling boards for each institution governed by section 5 (University of Michigan, Michigan State University, and Wayne State University). The four additional positions should be filled by an undergraduate student, a graduate student, and two faculty members from different colleges within their universities. These new board members will be elected within their institutions, separately from the statewide elections of other board members, and will serve terms of two years. The new board members will have full voting rights on their controlling boards and be involved in all board processes, including selection of a president and decisions regarding university expenditures and investments. Furthermore, Article VIII § 5 should be amended to limit terms for members of controlling boards to four years, and limit each member to serving two terms.

Appendix A:

Constitution of the State of Michigan

Article VIII § 5

The regents of the University of Michigan and their successors in office shall constitute a body corporate known as the Regents of the University of Michigan; the trustees of Michigan State University and their successors in office shall constitute a body corporate known as the Board of Trustees of Michigan State University; the governors of Wayne State University and their successors in office shall constitute a body corporate known as the Board of Governors of Wayne State University. Each board shall have a general supervision of its institution and the control and direction of all expenditures from the institution's funds. Each board shall, as often as necessary, elect a president of the institution under its supervision. ~~He~~ The president shall be the principal executive officer of the institution, be ex-officio a member of the board without the right to vote and preside at meetings of the board. The board of each institution shall consist of eight members who shall hold office for terms of four years and who shall be elected as provided by law, and an additional four members who shall hold office for terms of two years and who shall be freely elected within each institution, in a process chosen by each institution. The four additional members must consist of one undergraduate student, one graduate student, and two faculty members from different colleges within their universities. The governor shall fill board vacancies by appointment. Each appointee shall hold office until a successor has been nominated and elected as provided by law. No member of a controlling board shall serve for more than two terms.

Appendix B:

BYLAWS OF THE BOARD OF TRUSTEES AND THE UNIVERSITY BOARD

⦿PREAMBLE

Michigan State University is the land-grant university for the State of Michigan, designated in 1863 by the Michigan Legislature to be the beneficiary of the endowment provided by the Morrill Act and supplemented by subsequent acts of the Congress of the United States.

As a land-grant university, it shares with its sister universities the legal responsibility to provide a liberal and practical education for the agricultural and industrial classes and all others, to prepare them for the various pursuits and professions of life.

This historic responsibility the Board of Trustees accepts, and to this obligation the Trustees pledge themselves, separately and collectively, and the material and human resources over which they have been given direction.

The Trustees interpret this mission as being one requiring the University to offer undergraduate and graduate education of the highest possible quality in all appropriate fields; to cherish the knowledge that is our legacy from the past; to preserve the best of our cultural, social, and political heritage; to encourage meaningful research and experimentation, both to develop new knowledge and to subject our society to a full and objective study so that it may be made more nearly perfect; to be ever responsive to the increasing needs of a dynamic and complex society, by developing and carrying on programs of public service; and to diffuse through all available media the knowledge and information that will contribute to the well-being and development of the people of our state, our nation, and the world.

The present Constitution of the ~~State~~ State of Michigan, like every other one before it, declares it to be public policy to encourage forever schools and the means of education. The Legislature, having the power of appropriation, shares the primary responsibility for implementing this policy.

The Constitution confers upon the Board of Trustees the freedom, power, and responsibility to develop a free and distinguished university and to promote the welfare of mankind through teaching, research, and public service.

The Board of Trustees, elected by the voters of the State and responsible to all of the people of Michigan, exercises the final authority in the government of the University, within the limits fixed by the State Constitution. In exercising its responsibility, the Board delegates to the President of the University and through the President to the faculty, appropriate authority and jurisdiction over matters for which they are held accountable by the Board. These matters include educational policy and the development of a strong and efficient organization with which to accomplish the objectives of the University.

In making these delegations the Board declares its unequivocal support of the established rights and privileges of the academic profession and its intent to defend them steadfastly. These rights and privileges include academic freedom and tenure, compensation and other economic benefits as liberal as the resources of the University will allow, a viable faculty organization, and responsible faculty participation in the development of ~~academic~~ university programs and policies.

With respect to non-academic employees, the Board declares that because they carry a correlative responsibility and because their roles are indispensable to the effective operation of the University, they are entitled to compensation and conditions of employment commensurate with their responsibilities.

With respect to students, the Board declares it to be its intention to provide the opportunity for each to realize the highest potential, to formulate and enforce reasonable rules governing student conduct, and to give due consideration to the opinions of students on matters related directly to their interest.

With respect to alumni, the Board invokes their loyal support of the University and invites their advice and counsel, reminding them that the esteem of the University is constantly measured by their performance as educated men and women.

With respect to the people of Michigan, the Board willingly acknowledges that this University is in the final analysis *their* University. As a public institution, Michigan State University is obligated to serve the best interest of the people who support it as can be best determined. The Board invites the people of Michigan to support with it the time-tested principle that in the University's unceasing quest for truth and enlightenment it must encourage the timely discussion in open forum of a wide variety of issues, some of which are bound to be controversial because they are unsettled. This

principle assumes that the views expressed in such discussion are subject to critical evaluation, and that any restraints on the freedom of expression at the university must be limited to measures to protect such free inquiry and to insure that they are consistent with the preservation of an organized society in which peaceful, democratic means for changes in the social structure are readily available.

Finally, the Board of Trustees holds as its special trust the historical mission of a university to create an intellectual climate that will challenge and encourage the vigorous development and courageous expression of the human mind and spirit. Specifically, the Trustees recognize that it is a primary responsibility to assure the University of the financial and other resources necessary to the successful performance of its mission. They believe that the best method of assuring that support is to interpret the University faithfully and continually to their fellow citizens, to the legislature and elected state officials, and to the federal government, and thus persuade them of the essential importance of the University's mission. To those tasks of interpretation and persuasion they are committed by their election to office, and to those tasks they pledge themselves without reservation.

In order to make effective the principle here declared, to achieve the state objectives of Michigan State University, and to insure that the conduct of its own affairs will be in accord with the highest standards of educational administration, the Board of Trustees adopts these Bylaws:

➤ARTICLE 1 - The Corporation

The Trustees of Michigan State University and their successors in office are created by the people of Michigan through the Constitution as a body corporate known as the Board of Trustees of Michigan State University, with the power of general supervision over the institution and the control and direction of all expenditures from the institution's funds. The Board of Trustees shall consist of eight members elected for eight-year terms as provided by law. Members shall hold office until their successors have been elected as provided by law. The governor shall fill Board vacancies by appointment.

The University Board shall consist of the Board of Trustees, two regular faculty members or fixed-term faculty members with voting rights (as defined in MSU Bylaws 1.1), a graduate student representative and an undergraduate student representative (as defined in MSU Bylaws 1.2). The University Board shall consist of 12 persons. All members of the University

Board shall have full voting rights on all matters coming before the University Board with the exception of the final Board of Trustees vote on the President as outlined in the State Constitution. The faculty members of the University Board shall be elected by members of the Faculty Senate in accordance with MSU bylaws on Academic Governance; the graduate student member shall be elected by the Council of Graduate Students and the undergraduate representative shall be elected by the Associated Students of MSU in accordance with MSU bylaws on Academic Governance. Faculty and student members shall be elected for two year staggered terms. Members shall hold office until their successors have been elected as provided by law. The faculty members of the University Board shall be an ex officio member of the Faculty Senate and the student members of the University Board shall be ex officio members of their respective governing bodies. Members of the Board of Trustees shall serve without compensation, but shall receive the actual and necessary expenses incurred by them in the performance of the duties of their office.

☛ARTICLE 2 - Meetings of the Board

The University Board shall meet monthly, except as otherwise provided by the University Board. Meetings will ordinarily be held at Michigan State University in East Lansing, but may be held at such other times and places in Michigan as the University Board may determine.

A majority of members shall constitute a quorum to do business, but a smaller number may meet and adjourn to some other time or until a quorum is obtained.

At all meetings it shall be valid to act on any subject within the power of the corporation, unless the call of the meeting is limited.

The business at each meeting shall be conducted under general parliamentary rules set forth in Robert's Rules of Order as modified by the Board.

Meetings of the University Board shall be open to the public as provided by law.

☛ARTICLE 3 - Voting Procedures

Votes on all matters coming before the University Board or any of its committees shall be taken and recorded in the manner prescribed by the Board University Board, with the exception of voting on the election of a President which is prescribed in these bylaws.

The University Board affirms that the search for a President shall be conducted with the faculty, students and staff playing a central role throughout the process, including: articulating the qualities and qualifications required for a President; having representatives from the faculty, students and staff on the search committee; engaging with top candidates in open forums. The preliminary selection of a President shall be decided by a roll call vote of two-thirds majority of the University Board. Following this vote, the Academic Congress may conduct a vote among its members. If more than two thirds of the members of the Academic Congress oppose the selected candidate for President, the Board of Trustees shall not elect this candidate as President. If less than two thirds of the members of the Academic Congress oppose the selected candidate for President, the Board of Trustees may elect this candidate as President of Michigan State University.

ARTICLE 4 - Officers and Organization of the Board

Chairperson. At the first regularly scheduled meeting of the University Board in January immediately following each biennial fall election for Trustee, the members of the University Board shall elect a chairperson of the University Board. The chairperson's term in office shall be two years and shall expire at the first regularly scheduled meeting in January immediately following the next biennial fall election for Trustee. In the event of a vacancy in the office of chairperson during the two-year term, at its next meeting after the vacancy occurs the University Board shall elect a new chairperson to serve for the remainder of the term. The chairperson shall perform such duties as may be prescribed by law or by the University Board.

Vice Chairperson. Immediately after the election of the University Board's chairperson, the members of the University Board shall elect a vice chairperson of the University Board. The vice chairperson shall serve until the election of the next chairperson of the University Board. In the event of a vacancy in the office of vice chairperson, at its next meeting after the vacancy occurs the University Board shall elect a new vice chairperson to serve until the election of the next chairperson of the Board University Board. If the chairperson is a member of the Board of Trustees, only Trustees who are not members of the chairperson's political party shall be eligible for election as vice chairperson, unless seven or more Trustees are members of the same political party, in which case all Trustees, other than the chairperson, shall be eligible for election as vice chairperson. The vice chairperson shall perform such duties as may be prescribed by law or by

the University Board. The vice chairperson shall also assume the duties of the chairperson during the latter's absence and, in the event of a vacancy in the office of chairperson, until the election of a new chairperson.

President. The Board of Trustees shall, as often as necessary, elect a president of the University who shall serve at the pleasure of the Board. The President shall be, *ex officio*, a member of the University Board without the right to vote, and be its sole administrative officer. The President shall preside at meetings of the University Board, shall have the authority and shall perform the duties usually attached to the office as presiding officer.

The President, as the principal executive officer of the University, shall exercise such powers as are inherent in the position in promoting, supporting, or protecting the interests of the University and in managing and directing all of its affairs; may issue directives and executive orders not in contravention of existing University Board policies; shall be responsible for all business policies as heretofore enacted or modified or hereafter established subject to the general policies established by the University Board; shall instruct the proper administrative officers to prepare an annual budget which upon approval, shall be recommended to the University Board; shall be responsible for the preparation of the annual reports of the University Board; shall exercise such other powers, duties, and responsibilities as are delegated or required by the University Board of Trustees.

In case of a vacancy in the office of the President, under conditions other than those specified in Article 14, the University Board at the time of the announcement that the President is leaving shall elect immediately an Acting President for the interim period who shall exercise the functions of the President as stated in these Bylaws while serving as Acting President.

Provost of the University. The Provost of the University shall be appointed by the University Board upon recommendation of the President, shall serve at the pleasure of the University Board, and shall give bond satisfactory to said Board to secure the faithful performance of the duties of the office. Subject to the President and the University Board, the Provost:

Shall be the principal academic officer of the University and administer the various colleges, special units and academic support facilities.

Shall be responsible for assembling and administering the academic budget.

Shall be responsible for faculty personnel administration including procedures for faculty appointments and terminations, salaries and promotions, working conditions, and tenure.

Shall be responsible, with advice from the faculty, for development of new academic programs and for keeping existing programs updated and in conformity with University educational policies.

Shall be responsible for insuring that administrative procedures preserve academic freedom and insure academic responsibility.

Shall be responsible for supervising procedures and policies related to the admission of students, and liaison with high schools and community colleges.

Shall be responsible for supervising the registration process and for the orientation of new students.

Shall be responsible for administering academic facilities and support units such as Libraries, Computer Laboratory, Instructional Development and Telecommunication Services, and the Museum.

Shall be responsible for liaison with State Department of Education.

Vice President for Administration and Public Affairs [*Vice President for Governmental Affairs*]. The Vice President for Administration and Public Affairs shall be appointed by the University Board upon the recommendation of the President, shall serve at the pleasure of the University Board, and shall give bond satisfactory to said Board to secure the faithful performance of the duties of the office. Subject to the President and the University Board, the Vice President for Administration and Public Affairs:

Shall be the principal liaison officer and official contact between the University or any of its component parts and the State Legislature for all presentations made to the Legislature, or to any individual legislator on behalf of any projects of the University. All presentations on behalf of such projects shall be cleared with the Vice President for Administration and Public Affairs prior to their presentation.

Shall be responsible for the administration of personnel and employee relations policies and procedures related to the clerical, technical, administrative, and professional personnel who are not Board appointed. For these personnel the Vice President for Administration and Public Affairs shall administer such rules, regulations, and procedures pertaining to the

classification, evaluation, employment, absences, leaves, vacations, promotions, and terminations of employment which may be established from time to time by the University Board of Trustees.

Shall be representative of the University in its relations with labor unions organized among its nonacademic employees.

Shall perform such other duties as may be required by the President and the University Board of Trustees.

The Vice President for Finance and Operations and Treasurer. The Vice President for Finance and Operations and Treasurer shall be appointed by the University Board upon the recommendation of the President of the University. Subject to the President and the University Board of Trustees, the Vice President and Treasurer:

Shall be responsible for the collection and custody of, and accounting for all moneys due the University.

Shall pay all obligations of the University in accordance with budgets, contracts, grants, and policies established by the Board of Trustees.

Shall exercise general control over the regular accounting service through the controller who may refuse expenditures not authorized by such budget rules as the University Board may adopt, as well as expenditures that would incur an overdraft in any fund or item in the annual budget or in special projects.

Shall have supervision over and custody of all deeds, contracts, agreements, trust indentures, etc., of which the University is a part.

Shall be a University officer authorized to sign formal applications for grants of funds for research, extension, or other University purposes and directed by the University Board.

Shall have general administrative supervision over the Physical Plant Division, Housing and Food Services, and General University Services departments.

Shall continuously monitor and review the actions of the investment manager and the status of the University's investment portfolio.

Shall prepare an annual financial report at the close of each fiscal year and such other interim reports as the President and the University Board of Trustees may request.

May act to execute contracts on behalf of the Board of Trustees as authorized by the Trustees.

Shall give bond satisfactory to the University Board for the faithful performance of the duties of the office.

Shall perform such other duties as may be required by the President and the University Board of Trustees.

Secretary of the Board. The Secretary of the University Board shall be appointed by the University Board upon recommendation of the President, shall serve at the pleasure of the University Board, and shall give bond satisfactory to said Board to secure the faithful performance of the duties of the office. Subject to the President and the University Board, the Secretary:

Shall keep a record of all the transactions of the University Board which shall be open to public inspection; shall have custody of such books, papers, documents, records, and other property deposited in the Secretary's office, and shall be the custodian of the corporate seal and shall cause its imprint to be placed wherever appropriate.

General Counsel. The General Counsel and Associate General Counsel shall be appointed upon the recommendation of the President and approval of the University Board. The General Counsel shall attend meetings of the University Board and render such professional services as are required by it and the officers of the University. The General Counsel shall have authority to execute all legal documents including those required for purposes of litigation and/or court proceedings.

Ineligibility. No member of the Board of Trustees shall be eligible to appointment as secretary or treasurer or to any paid employment in the University.

📌ARTICLE 5 - Committees

The University Board may appoint committees and prescribe their duties and functions. The President or a presidential designee shall be a member of all such committees. All committees shall keep a record of their proceedings and shall report to the University Board as required. The delegation of any authority of the Board of Trustees to any committee shall not operate to relieve the Board of Trustees or any member thereof of any responsibility imposed by law or the State Constitution.

All resolutions and all committee reports offered which involve matters for record in the minutes shall be made in writing.

☛ARTICLE 6 - University Organization

For purposes of administration, basic educational and administrative units may be established within the University upon recommendation of the President and the approval by the University Board. The alteration or abolition of such units shall be approved in a like manner. The basic organization of the educational units shall include departments, schools, institutes, centers, colleges, and the graduate school. The President is authorized to determine the organizational pattern of the several educational and administrative units subject to a report to the University Board.

☛ARTICLE 7 - Relation of Board and the University Faculty, Staff, and Employees

Regular Faculty Appointments. Appointments to the regular faculty, the salaries, tenure, leaves of absence, and changes of status therefore, shall be acted upon by the Board of Trustees upon the recommendation of the President of the University.

Communications. All communications to the University Board from the officers and faculty of the University and the officers of any affiliated organizations of the University Board of Trustees shall be transmitted through the President of the University. This provision does not preclude a right of approach with members of the University Board.

All communications from the University Board or any of its committees addressed to any officer, professor or instructor, or other employee of the University shall be transmitted through the office of the President of the University. This provision does not preclude individual members of the University Board from contacting any person within the University community.

Employee Relations. The University Board of Trustees is committed to the objectives of diversity and pluralism and to the principles of equal opportunity, non-discrimination and affirmative action as reflected in various federal and state laws, orders and regulations, as well as in various University policies and regulations and will treat its employees in a non-discriminatory manner in accordance with the law and its own internal policies and regulations. The Board of Trustees will permit deduction of union dues from wages upon written request submitted by employees of the University.

It is the policy of the University Board that the President shall develop a program structured along the fundamentals of basic due process, for the hearing and resolving of important, significant, and serious employee complaints.

Outside Employment. A full-time member of the faculty or staff may not be employed for remuneration by agencies other than the University except under the established rules of the University Board and with the approval of the appropriate University authorities. In all cases there shall be no conflict of interest between the activity of the faculty or staff member and the University function. Any proceeds realized from such activity may be proportioned between the University and the faculty member where institutional time and/or facilities are involved.

Rights and Responsibilities of the Faculty. The Board of Trustees, the University Board, the administration, and the faculty carry out their respective responsibilities not as isolated entities, but as major and primary constituents of a total University organization and structure which remain mutually interdependent and must be supportive of each others' purposes, functions, and obligations. It is within this context that the rights and responsibilities of the faculty are to be construed.

The Constitutional authority lodged in the Board of Trustees for the administration of the University makes possible the creation of an organizational autonomy to protect faculty in the exercise of the rights of academic freedom, the most treasured values of the academic community. Upon these rights rest the unfettered pursuit and transmission of truth by the faculty who serve as the guardians, interpreters, and transmitters of a great intellectual heritage; the further enrichment of this heritage constitutes both obligation and aspiration of the academic profession.

Responsibilities adhere to rights of academic freedom with which they are closely interwoven and at times indistinguishable. They exist for faculty as members of a department or other academic unit, as members of a college, as members of the University, and as members of professional societies with which the respective disciplines are associated. Exercise of rights of academic freedom entails the restraints of intellectual integrity and of responsible action to safeguard its exercise against abuse, disrespect, or destruction. It entails tolerance for freedom of expression by others and full deliberation of issues and problems; it entails forthrightness in recognizing and in indicating when one speaks professionally as a scholar in a field of special competence and when one speaks as a private citizen; it entails

mindfulness that membership in the academic community ineluctably involves identification and association with the University and that the University is adjudged by the actions, performance, good taste, and expressions of its faculty.

Rights and responsibilities of faculty include the transmission and creation of knowledge, the cultivation in the student of the highest reaches of the mind and a capacity for abstract reasoning, the cultivation of a vigorous and continuing pursuit of an understanding of the universe and the encouragement of introspection of man's relation to it. To awaken in students penetrating questions on a fully examined life, on the morality inherent in the choice of values and on finding a meaningful and responsible relation to society calls for the finest talents of the faculty as teachers, scholars, and counselors. Talents and dedication of faculty are also asked for understanding and appreciation of the mores and standards by which a society seeks to sustain itself and for exploration of how, through personal example and intellectual effort, both students and faculty may assist mankind to fulfill its noblest aspirations and highest potential.

Innovation, planning, and the rendering of many recommendations and decisions required for the effective functioning of departments, colleges, and the University as a whole represent further necessary faculty contributions. The institution looks to the faculty for recommendations on faculty recruitment, promotions, and tenure; on the development of new academic programs and modification or discontinuance of old; on academic standards for admission to the several teaching and research programs; and on the articulation of needs and requirements for space, equipment, and personnel.

Contributions assumed traditionally by faculty also include the cultivation of an exciting intellectual life; the preparation of professional competencies; evaluation of a student's academic performance; active participation in professional meetings; the determination of membership in the respective academic profession; and the development of teaching and research programs in many fields of knowledge of concern to the University, including the pursuit of advances in the arts and letters, the physical and biological sciences, government, and social and economic behavior.

The primacy of the faculty's role, functions, and responsibilities and its essentiality are further reflected in participation in the governing entities established for the several levels of faculty organization, in serving as needed on department, college, and University committees, and in

rendering indispensable services associated with the University's many commitments and requirements within the academic community, within the state, the nation, and the world. The core of the University's purpose, its intellectual content and integrity, is expressed by the faculty.

In concert with the administration and accountable through the President to the University Board of Trustees, the faculty are responsible for the continuous development of a University dedicated to the highest academic goals and responsive to the needs of society.

Nothing in these Bylaws, or regulations issued pursuant thereto, shall prevent the University Board of Trustees taking prompt action on urgent financial and personnel matters necessary to the best interests of the University.

ARTICLE 8 - The Board and Student Relations

The University Board encourages and supports the faculty in the development of educational and other programs within available resources, designed to secure the realization of the highest potential of every student.

Upon the recommendation of the President, the University Board may determine and establish the qualifications of students for admission at any level, or readmission to the University, and fix the amount of fees to be charged for attendance at the University.

It shall be the policy of the University Board to provide equal educational opportunity to all qualified students from the State of Michigan and, insofar as facilities, faculty, and accommodations permit, a reasonable number from other states and other countries. The University Board of Trustees is committed to the objectives of diversity and pluralism and to the principles of equal opportunity, non-discrimination, and affirmative action as reflected in various federal and state laws, orders and regulations, as well as in various University policies and regulations and will treat students and student organizations in a non-discriminatory manner in accordance with the law and its own internal policies and regulations.

The University Board may make or may delegate through the President to the faculty the authority to make reasonable rules and regulations for the purpose of maintaining the health, safety, good order, harmony, and discipline of students, which are not purely arbitrary or in violation of any common rights, and may require students to agree to abide by them as the condition of admission to and retention in the University. Students who fail

to comply with these regulations may be disciplined in such a manner as may be deemed appropriate.

It is the policy of the University Board that the President shall develop a program, structured along the fundamentals of basic due process, for the hearing and resolving of important, significant, and serious student complaints.

📌ARTICLE 9 - Courses of Instruction and Degrees

The University Board delegates to the President and through the President to the faculty authority to establish and regulate courses of instruction and programs of research and service, subject to a report and accountability to the University Board for information, discussion, and appropriate action. Students who complete prescribed courses of study may be granted such baccalaureate and graduate and professional degrees and diplomas as are appropriate.

Honorary degrees may be awarded in recognition of distinguished accomplishment and service within the scope of the arts and letters, sciences and the professions, and public service recognized and promoted by the University. No honorary degree may be granted except upon the recommendation of the President and faculty, or an agency representing it. Generally such honorary degrees may not be granted in absentia. No person shall be recommended for an honorary degree while an officer, faculty member, or other employee of the University.

📌ARTICLE 10 - Financial Responsibility

The Board of Trustees, being constitutionally vested with the general supervision of Michigan State University and the control and direction of all its funds, recognizes a vital and crucial institutional responsibility to those with whom it has financial transactions. Accordingly, it is the policy of the Board to maintain adequate income and reserves to assure payment of principal and interest on the due date of its obligations. To the end that the financial integrity of the University shall always remain inviolate, the University Board of Trustees pledges that it will maintain constant vigil over its funds through regular review and periodic reports, and such adjustments in income and reserves as shall guarantee the probity of its obligations. Funds earmarked for payment of bonded self-liquidating projects and term loan agreements are duly pledged for the specific pledge of the indenture. No intrusion upon this commitment, from any source or for any reason, will be tolerated.

The University Board of Trustees is concerned that maximum value be obtained for funds expended to procure goods and services. Whenever possible, competitive quotations will be secured from two or more suppliers and purchase orders will be awarded on the basis of lowest cost consistent with acceptable quality.

📍ARTICLE 11 - Property and Facilities

Real and Other Property. The acquisition of all real estate and other property for University purposes and the sale, disposition, or transfer thereof shall first be approved by the University Board of Trustees. The University Board is authorized to prescribe rules governing the use of all University property by the faculty, staff, employees, students, and the general public and the conduct of all entering upon said property, or in attendance at the University.

Securities. The investment manager(s), appointed by the University Board of Trustees, shall be authorized to invest, buy and sell stocks, bonds, evidences of indebtedness, other securities and investment assets in accordance with policies and objectives established by the University Board of Trustees. All such transactions shall be reported at the next regularly scheduled meeting of the Trustee Investment Committee.

Contracts. The President and officers designated by the President are authorized to execute contracts on behalf of the University Board of Trustees.

Naming New Buildings. University buildings shall be named by the University Board in accordance with its adopted policies.

📍ARTICLE 12 - Extension Centers

Extension Centers. Extension Centers of Michigan State University may be established at locations to be specifically designated where study for credit can be carried on under conditions which provide appropriate instructional resources. Centers may not be established unless adequate classrooms and/or laboratory space are provided by local enterprise; adequate library facilities are available locally in all fields of advanced study in which courses are offered at that location; adequate concentration of population exists from which classes of satisfactory size may be drawn; competent instructors are available, and in the event that classes cannot be taught by members of the regular Michigan State University faculty, adequate opportunity exists for the supervision of their work by Michigan State faculty; and adequate communication exists between the Center and

Michigan State University. All credit courses conducted off campus will be given the same value as credit courses on campus.

📍ARTICLE 13 - Collective Authority and Action

The authority of the Trustees is conferred upon them as a Board, and they can bind the corporation and the University only by acting together as a Board.

No individual member shall commit the Board of Trustees or the University Board to any policy, declaration, or action without prior approval of the Board.

📍ARTICLE 14 - University Operation in Special Emergencies

In the event of an emergency resulting from disaster occurring in this state caused by an enemy attack upon the United States, by which the incumbents of the University Board and administrative offices of Michigan State University may become unavailable for exercising the powers and discharging the duties of such offices, the University Board of Trustees declares that it shall be the policy of the University to operate in accordance with the provisions of the Emergency Interim Executive Succession Act of the State of Michigan.

In the event of the death or incompetency of the President, the Chairperson of the University Board of Trustees shall convene the available members to take appropriate action to assure continuity in the affairs of the University until the University Board will make arrangements for an Acting President.

In order to anticipate responsibly the consequences of any disaster befalling the President of Michigan State University, rendering the President incapable of exercising the duties and functions of the office, it shall be the continuing responsibility of the University Board of Trustees of said University to provide for the designation of an Acting President who shall carry out the duties and responsibilities of the Office of the President until such time as the Board of Trustees shall appoint a permanent president under these Bylaws.

📍ARTICLE 15 - Corporate and University Seals

The corporate seal of the Board of Trustees shall contain in its center a monogram, MSU, being the initials of Michigan State University, and around the outer circle the words Board of Trustees Michigan State University.

The seal of the University shall contain in its center an illustration depicting "Old College Hall" and in the outer circle the inscription, Michigan State University.

📌ARTICLE 16 - Emeritus Title

The additional title of Emeritus may be added to that of any member of the faculty or staff upon retirement. The title of Trustee Emeritus shall be bestowed upon all persons upon the close of service of such persons as members of the Board of Trustees of Michigan State University.

📌ARTICLE 17 - Amendments

These Bylaws may be amended or repealed at any meeting of the University Board by after an affirmative vote of the majority of the members of the University Council and an affirmative vote of a majority of the University Board, provided that copies of such amendments or notices of repeal are submitted in writing to each member in ~~advance of such of the University Council~~ in accordance with the MSU Bylaws and to each member of the University Board in advance of the Board meeting.

📌ARTICLE 18 -Repeal

All Bylaws, acts or resolutions, or any parts thereof, which are inconsistent with these Bylaws are hereby repealed.

RECLAIM MSU
GOVERNANCE PROPOSAL

- The Board of Trustees at Michigan State University has appointed the most recent permanent and interim Presidents of this university without a search. The current board closed ranks around the previous President at a critical juncture, showing their loyalty to her rather than their loyalty to this institution, to our community, and to survivors of sexual assault. In addition, in the appointment of the interim President, they refused to listen to the advice of faculty, students, and deans.
- It is critical that the bylaws of the Board are changed to allow full participation of faculty and students in governance. To achieve this, we propose the creation of a **University Board**. It is also critical that members of the MSU community play a central role throughout the **process of searching for and selecting a new President**, including: articulating the qualities and qualifications required for a President; having representatives from the faculty, students and staff on the search committee; and, engaging with top candidates in open forums.
- Article VIII § 5 of the **Constitution** of the State of Michigan should be amended to create four additional positions on the controlling boards for each institution governed by section 5 (University of Michigan, Michigan State University, and Wayne State University).

**CHANGES TO
BOARD OF TRUSTEES BYLAWS**

- Article I—The Corporation
- **University board** (12 members) surrounds Board of Trustees (8 members)
- two faculty members
- one graduate student
- one undergraduate student
- Full voting rights, with the exception of final vote on President and voting on faculty salaries, etc.

The University Board shall consist of the Board of Trustees, two regular faculty members or fixed-term faculty members with voting rights (as defined in MSU Bylaws 1.1), a graduate student representative and an undergraduate student representative (as defined in MSU Bylaws 1.2). The University Board shall consist of 12 persons. All members of the University Board shall have full voting rights on all matters coming before the University Board with the exception of the final Board of Trustees vote on the President as outlined in the State Constitution.

- Election process for faculty and student members of the University Board

The faculty members of the University Board shall be elected by members of the Faculty Senate in accordance with MSU bylaws on Academic Governance; the graduate student member shall be elected by the Council of Graduate Students and the undergraduate representative shall be elected by the Associated Students of MSU in accordance with MSU bylaws on Academic Governance. Faculty and student members shall be elected for two year staggered terms.

- Article 7—Relation of the Board and the University Faculty, Staff, and Employees
- Faculty may not vote on faculty appointments, salaries, tenure, etc. (avoiding concerns about conflicts of interest)

Regular Faculty Appointments. Appointments to the regular faculty, the salaries, tenure, leaves of absence, and changes of status therefore, shall be acted upon by the Board of Trustees upon the recommendation of the President of the University.

- Article 3—Voting Procedures
- **Presidential search process** shall be inclusive at all stages
- After the inclusive search process, there shall be a roll call vote of the University Board; two thirds of the University Board shall decide the preliminary selection of the President

The University Board affirms that the search for a President shall be conducted with the faculty, students and staff playing a central role throughout the process, including: articulating the qualities and qualifications required for a President; having representatives from the faculty, students and staff on the search committee; engaging with top candidates in open forums.
The preliminary selection of a President shall be decided by a roll call vote of two-thirds majority of the University Board.

- If two thirds of the members of the Academic Congress should oppose the selected candidate for President, the Board of Trustees should not be able to select this candidate as President of our university
- Essential to ensure that the search process reflects the perspectives of the MSU community
- Board of Trustees elects President (as currently constitutionally prescribed)

Following this vote, the Academic Congress may conduct a vote among its members. If more than two thirds of the members of the Academic Congress oppose the selected candidate for President, the Board of Trustees shall not elect this candidate as President. If less than two thirds of the members of the Academic Congress oppose the selected candidate for President, the Board of Trustees may elect this candidate as President of Michigan State University.

- Article 17—
Amendments
- Requires majority vote of the University Council **and** the University Board to **amend or repeal bylaws**
- Ensures that faculty and student representatives on University Board cannot be removed without approval of faculty and students on University Council

These Bylaws may be amended or repealed at any meeting of the University Board ~~by~~ after an affirmative vote of the majority of the members of the University Council and an affirmative vote of a majority of the University Board, provided that copies of such amendments or notices of repeal are submitted in writing to each member ~~in advance of such~~ of the University Council in accordance with the MSU Bylaws and to each member of the University Board in advance of the Board meeting.

CONSTITUTIONAL AMENDMENT

- Constitutional changes refer to three institutions: MSU, UM and Wayne State
- Adds student and faculty representation
- Brings MSU and UM in line with other Big Ten universities
- Reduces length of Trustees' terms from 8 to 4 years

The board of each institution shall consist of eight members who shall hold office for terms of ~~eight~~ four years and who shall be elected as provided by law, and an additional four members who shall hold office for terms of two years and who shall be freely elected within each institution, in a process chosen by each institution. The four additional members must consist of one undergraduate student, one graduate student, and two faculty members from different colleges within their universities. The governor shall fill board vacancies by appointment.

- Introduces term limitations on members of controlling boards
- Reclaim MSU is working with state legislators on legislatively referred constitutional amendment.
- Proposed amendments must be agreed to by two-thirds of the members elected to and serving in each house.

Each appointee shall hold office until a successor has been nominated and elected as provided by law. No member of a controlling board shall serve for more than two terms.