



MINNESOTA STATE
Board of Trustees

Executive Committee meeting
Minnesota State Colleges and Universities
System office, 30 East 7th Street St. Paul, MN
Sep 7, 2022 8:00 AM - 9:30 AM CDT

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Executive Committee
September 7, 2022
8:00 a.m.
Conference Room 3310, 3rd floor

1. Chancellor's Updates
2. Chair's Updates
- 3. Minutes of June 1, 2022**
4. Governance oversight role of the committee
5. Review board retreat schedule
6. Update from Government Relations
7. Update on student loan forgiveness announcement

Committee Members:

Roger Moe, Chair

George Soule, Vice Chair

Jay Cowles, Treasurer

Dawn Erlandson

Rudy Rodriguez

Cheryl Tefer

Michael Vekich

Bolded items indicate action required.





**Executive Committee
Meeting Minutes
June 1, 2022**

A meeting of the Executive Committee of the Board of Trustees was held on June 1, 2022.

Committee members present: Jay Cowles, Chair; Rudy Rodriguez, Vice Chair; Roger Moe, Treasurer; Dawn Erlandson, April Nishimura, Cheryl Tefer, Michael Vekich

Committee members absent: None

Other board members present: Kathy Sheran

Staff present: Devinder Malhotra, Chancellor; Kari Campbell, Executive Director

The meeting materials are available [here](#).

Chair Cowles called the meeting to order at 8:01 a.m.

Chancellor's Updates

Chair Cowles, Vice Chair Rodriguez, trustees – I would like today to update you on three topics. The first is a legislative update and there is not much to say here. Although we were hopeful throughout the last weekend, at the end of the day, the legislative leaders and Governor were not able to negotiate a final package. Based on activity since the end of the regular session, a special session does not look promising. I appreciate the advocacy by this board, our presidents and system office leadership, campus leaders, bargaining unit and student association leaders and the Governor and members. As we think forward to the development of our biennial budget request, we need to determine how continue to build on our narrative of the importance of Minnesota State and the critical role we play in advancing the economic and workforce vitality of the state. The team is beginning to think about how we can engage all members of our community in designing a process to collect ideas and suggestions to be taken under consideration. I look forward to getting this board's ideas over the summer as we craft our engagement strategy.

The second topic I want to update you on relates to post-pandemic efforts. We continue to monitor state and county level data. Our campuses continue to coordinate with their local public health and will communicate to us if a more stringent protocol is

needed because of local conditions. All throughout the pandemic, we have thought about the lessons to be gained. We realized the power of the system and its ability to scale approaches faster and implement them in a consistent manner across the state. The pandemic accelerated changes in how students want to learn and need to learn, as well as how workers want to work. I look forward to future discussions with the board about how we are applying these lessons learned to both system level and campus level work.

The third and final topic I want to discuss involves our Leadership Action Teams (LATs). This year, we piloted LATs with our presidents. The purpose was to deepen the shared responsibility for all Leadership Council members to engage and to lead. The LATs created opportunities for deeper engagement in discussion around four of our most pressing topics. These include advancing developmental education, transfer/organizational change, post-pandemic strategies, and workforce and economic development. Teams have begun reporting out and I look forward to additional conversation with Leadership Council at our meeting next week to identify next steps that can be taken at either the campus or system level to advance work in these critical areas

That concludes my remarks.

Chair's Update

Thank you, Chancellor, for your remarks.

First off, I want to provide an update on upcoming board vacancies. As you'll recall from the April Executive Committee meeting, we discussed upcoming vacancies – six in total – and reviewed a document detailing characteristics for effective trustees and our current or expected experience gaps. Since that time, all upcoming vacancies have been posted to the Secretary of State's website, under the 'Boards and Commissions' section. As I stated at the April meeting, trustees are welcome to connect with people who they think would be a good candidate for board service to suggest applying. Kari is working with the Secretary of State and Board & Commissions offices to clarify how to ensure we have representation from each congressional district given some residence changes in the past few years. For trustees who may be seeking re-appointment this year, please feel free to reach out to Kari with any questions on that process.

Agenda Item 3: Minutes of May 4, 2022

Chair Cowles asked if there are any changes or amendments to the minutes then asked for a motion to approve. Trustee Vekich made the motion and Trustee Moe provided a second. A roll call vote was conducted and the minutes were approved unanimously.

Agenda Item 4: Proposed Committee Charter Revisions (Second Reading)

a. Finance and Facilities Committee

Chair Cowles invited Trustee Moe and Vice Chancellor Yolitz to provide an update on changes since the first reading. The meeting materials for this item begin on page 8. Feedback was received from committee members with several proposed additions.

Trustee Moe made the motion and Trustee Vekich seconded. A roll call vote was conducted. The vote was as follows:

Trustee Cowles	Yes
Trustee Erlandson	Yes
Trustee Moe	Yes
Trustee Nishimura	Yes
Trustee Rodriguez	Yes
Trustee Tefer	Yes
Trustee Vekich	Yes

The committee voted to approve the recommended motion.

b. Outreach and Engagement Committee

Chair Cowles invited Trustee Erlandson and Chief Marketing and Communications Manager Hawton to provide an update on changes since the first reading. The meeting materials for this item begin on page 12. Feedback was received from committee members with several proposed additions.

There was brief discussion on the position of where to put the “Foundation”, as well as using the term “residents” instead of “citizens”. Minor changes will be incorporated. Vice Chair Rodriguez made the motion and Trustee Vekich seconded. A roll call vote was conducted. The vote was as follows:

Trustee Cowles	Yes
Trustee Erlandson	Yes
Trustee Moe	Yes
Trustee Nishimura	Yes
Trustee Rodriguez	Yes
Trustee Tefer	Yes
Trustee Vekich	Yes

The committee voted to approve the recommended motion.

c. Workforce and Organizational Effectiveness Committee

Chair Cowles invited Vice Chancellor Davis to provide an update on changes since the first reading. The meeting materials for this item begin on page 15. Feedback was received from committee members and one minor change to the title date.

Trustee Moe made the motion and Trustee Vekich seconded. A roll call vote was conducted. The vote was as follows:

Trustee Cowles	Yes
Trustee Erlandson	Yes
Trustee Moe	Yes
Trustee Nishimura	Yes
Trustee Rodriguez	Yes
Trustee Tefer	Yes
Trustee Vekich	Yes

The committee voted to approve the recommended motion.

Agenda Item 5: Proposed Amendment to Board Policy 1A.2 Board of Trustees (First Reading)

Trustee Moe reviewed the proposed committee charter asking to combine the Facilities and Facilities committees into one. Committee members provided feedback. The meeting materials for this item begin on page 18.

Though this was a first reading informational item, there has been much discussion and support of the combination. Thus, Trustee Moe motioned to suspend the rules and vote on it as a second reading so that it may be voted upon and moved for final approval at the June Board meeting. Trustee Vekich seconded the motion. A roll call vote was conducted. The vote was as follows:

Trustee Cowles	Yes
Trustee Erlandson	Yes
Trustee Moe	Yes
Trustee Nishimura	Yes
Trustee Rodriguez	Yes
Trustee Tefer	Yes
Trustee Vekich	Yes

The committee voted to approve the recommended motion.

After voting to suspend the rules, the committee then went on to approve the language. Trustee Moe made the motion and Trustee Vekich seconded. A roll call vote was conducted. The vote was as follows:

Trustee Cowles	Yes
Trustee Erlandson	Yes
Trustee Moe	Yes
Trustee Nishimura	Yes
Trustee Rodriguez	Yes
Trustee Tefer	Yes
Trustee Vekich	Yes

The committee voted to approve the recommended motion.

Agenda Item 6: Revised FY2023 and Proposed FY2024 meeting calendar (Second Reading)

Chair Cowles stated that there were no changes to this document since its first reading in May. The meeting materials for this item begin on page 31.

Vice Chair Rodriguez made the motion and Trustee Erlandson seconded. A roll call vote was conducted. The vote was as follows:

Trustee Cowles	Yes
Trustee Erlandson	Yes
Trustee Moe	Yes
Trustee Nishimura	Yes
Trustee Rodriguez	Yes
Trustee Tefer	Yes
Trustee Vekich	Yes

The committee voted to approve the recommended motion.

Adjournment

Chair Cowles adjourned the meeting at 9:07 a.m.

**MINNESOTA STATE
BOARD OF TRUSTEES
Agenda Item Summary Sheet**

Name: Executive Committee

Date: September 7, 2022

Title: Governance oversight role of the committee

Purpose (*check one*):

Proposed New Policy or
Amendment to Existing Policy

Approvals Required
by Policy

Other Approvals

Monitoring/Compliance

Information

Brief Description:

The Executive Committee will review and discuss its charge to act as a governance committee, which includes oversight of the board's integrity, evaluation, and effectiveness.

Scheduled Presenter(s):

Roger Moe, Chair

Kari Campbell, Executive Director

**MINNESOTA STATE
BOARD OF TRUSTEES**

BOARD INFORMATION ITEM
Governance oversight role of the committee

BACKGROUND

The Executive Committee will review and discuss its charge to act as a governance committee, which includes oversight of the board’s integrity, evaluation, and effectiveness which is clarified in board policy as follows:

1A.2 Board of Trustees Part 5. Standing Committees, Committees, and Working Groups of the Board Subpart A. Executive Committee

1. The Executive Committee of the board consists of not fewer than five and not more than seven trustees, and must include the chair, the vice chair, the past chair if that person continues to serve as a trustee, and is available to serve, and additional trustees as determined by the chair to ensure broad representation.
2. The board chair and vice chair shall serve as the Executive Committee chair and vice chair respectively.
3. The Executive Committee may meet during periods between regular meetings of the board at the call of the chair.
4. The Executive Committee shall also act as a governance committee and as such is charged with oversight of the board’s integrity and effectiveness. The Executive Committee recommends board policies not within the purview of other standing committees, evaluates the effectiveness of the board annually, identifies best practices for boards with an educational mission, reviews the board’s practices with respect to participation and conflict of interest, act on unresolved conflict of interest questions, designs and oversees orientation of new board members and leads in succession planning by identifying, to the governor, qualities to be sought in a trustee and potential new members
5. The Executive Committee may act on those issues delegated to it by the full board and shall consider issues that require attention prior to the next regular board meeting. The Executive Committee shall not have the authority to act on behalf of the board unless specifically delegated by the board except in the case of an emergency which, in the judgment of the chair, requires action more immediately than an emergency meeting of

the board. In such instances, the chair shall report to members of the board as soon as possible after the emergency and seek ratification of emergency actions at the next possible meeting.

6. The Executive Committee shall approve the annual operating budget for the board office, subject to the regular budget review and approval procedures of the facilities/finance committee and the board. The Executive Committee periodically shall review the budget and provide a yearend report to the board at the conclusion of the fiscal year.

Furthermore, the Executive Committee charter includes the following elements of the committee's authority as follows

1. Provide advice and counsel to the chancellor. (This duty is shared with all other board members).
2. Approve the annual operating budget for the board office, subject to the regular budget review and approval procedures of the facilities/finance committee and the board. The Executive Committee periodically shall review the budget and provide a yearend report to the board at the conclusion of the fiscal year.
3. Assure that policies and procedures are in place and being implemented to ensure that the board, and its individual members, operate with the highest ethical standards and integrity, including duties of care and loyalty. Act on unresolved issues of conflict of interest.
4. Recommend proposed board policies not within the purview of other standing committees.
5. Research and identify best practices for boards with an educational mission and recommends particular practices to the board.
6. Design and oversee the orientation process for new trustees so that new trustees may be fully prepared for decision making. Design and implement training for current board members as appropriate.
7. Plan for trustee succession by identifying to the governor desired qualities of a trustee and identifying potential candidates.
8. Encourage committee chairs to review committee charters annually for accuracy with input from committee members. Any revisions must be reviewed and approved by the Executive Committee. The Executive Committee will review all committee charters a minimum of every 3 years.
9. Review periodically the governance processes, including board organization and structure, frequency of meeting and attendance and make any necessary recommendations to the board in accordance with the Two-Read Policy.
10. Perform a board self-evaluation at least annually.

**MINNESOTA STATE
BOARD OF TRUSTEES
Agenda Item Summary Sheet**

Name: Executive Committee

Date: September 7, 2022

Title: Review board retreat schedule

Purpose (*check one*):

Proposed New Policy or
Amendment to Existing Policy

Approvals Required
by Policy

Other Approvals

Monitoring/Compliance

Information

Brief Description:

The Executive Committee will review and provide feedback on the draft schedule for the annual board retreat to be held September 20-21.

Scheduled Presenter(s):

Roger Moe, Chair

Kari Campbell, Executive Director

**MINNESOTA STATE
BOARD OF TRUSTEES**

BOARD INFORMATION ITEM
Review board retreat schedule

BACKGROUND

The draft schedule for the September 20-21 board retreat is included below for review and feedback.

Monday, September 19

6:00 pm Dinner at Historic Hormel Home (HHH)
Trustees, Chancellor

Tuesday, September 20

(Events at HHH unless otherwise noted)

7:45 a.m. Breakfast

Board training

8:30 a.m. Opening Remarks & Kickoff
Chair Roger Moe

9:30 a.m. Presentation: Post-Pandemic Higher Education
*Thomas Fisher Professor, School of Architecture, College of Design Director,
Minnesota Design Center, Dayton Hudson Chair in Urban Design, University of
Minnesota*

Thomas Fisher recently published *Space, Structures, and Design in a Post-Pandemic World* (2022). He will join for a 60-minute presentation followed by time for discussion and Q&A.

11:00 am Discussion: thoughts and takeaways from Fisher presentation

11:30 a.m. The Collective Bold Path for Minnesota State
Devinder Malhotra

1:00 p.m. Lunch

- 2:00 p.m. Retreat begins: Welcome and Opening Remarks
Chair Roger Moe

- 2:15 p.m. Our Bold Vision for the Future of Minnesota State
Devinder Malhotra

- 2:45 p.m. The Year Ahead
Leadership Council Executive Committee
Student Associations & Bargaining Units

- 4:00 pm Day one ends

- 4:30 pm Bus pickup at hotel
Visit to Riverland Community College, Albert Lea campus
Student Senate welcome
Tour of Transportation Center

- 6:00 pm Dinner at campus at Riverland Community College, Albert Lea campus

- 8:00 pm Bus returns to hotel

Wednesday, September 21

(Events at HH unless otherwise noted)

- 8:30 am Breakfast

- 9:30 am Board meeting (contracts requiring board approval)

- 10:00 a.m. NextGen Update

- 11:30 am Retreat wrap-up

- 12:00 p.m. Lunch

- 1:00 pm Retreat ends

**MINNESOTA STATE
BOARD OF TRUSTEES
Agenda Item Summary Sheet**

Name: Executive Committee

Date: September 7, 2022

Title: Update from Government Relations

Purpose (*check one*):

Proposed New Policy or
Amendment to Existing Policy

Approvals Required
by Policy

Other Approvals

Monitoring/Compliance

Information

Brief Description:

The Executive Committee will receive an update from Government Relations on current status at the state and federal level.

Scheduled Presenter(s):

Bill Maki, Vice Chancellor for Finance and Facilities

**MINNESOTA STATE
BOARD OF TRUSTEES
Agenda Item Summary Sheet**

Name: Executive Committee

Date: September 7, 2022

Title: Update on Federal Student Debt Relief Plan

Purpose (*check one*):

Proposed New Policy or
Amendment to Existing Policy

Approvals Required
by Policy

Other Approvals

Monitoring/Compliance

Information

Brief Description:

The Executive Committee will receive an update on the recent announcement of a final extension of the student loan repayment pause and targeted loan debt cancellation in order to understand the plan and potential impacts for Minnesota State students.

Scheduled Presenter(s):

Bill Maki, Vice Chancellor for Finance and Facilities