



**BOARD OF TRUSTEES  
REGULAR MEETING  
MINUTES  
September 20, 2011  
Oakland Community College  
2480 Opdyke Road  
Bloomfield Hills, MI 48304**

**1. GENERAL FUNCTIONS**

1.1 Call to Order and Welcome

The meeting was called to order at 7:00 p.m. by Chair Kuhn.

1.2 Attendance

Present

Thomas Kuhn, Chair  
Daniel Kelly, Vice Chair  
Pamala Davis, Secretary  
Thomas Sullivan, Treasurer  
Shirley Bryant, Trustee  
Sandra Ritter, Trustee  
Anna Zimmerman, Trustee

Absent

None

1.3 Approval of Agenda

Trustee Sullivan MOVED to approve the agenda. Trustee Zimmerman seconded.

AYES: Bryant, Davis, Kelly, Kuhn, Ritter, Sullivan, Zimmerman

NAYS: None

Motion Carried

1.4 Public Comments/Petitions

None

1.5 Student Presentation

None

## 1.6 Approval of Board Meeting Minutes

### 1.6.1 Approval of August 4, 2011 Special Board Meeting Minutes

Trustee Kelly MOVED to accept the minutes of the August 4, 2011 special board meeting. Trustee Bryant seconded.

AYES: Bryant, Davis, Kelly, Kuhn, Sullivan, Zimmerman

NAYS: None Motion Carried

### 1.6.2 Approval of August 16, 2011 Special Board Meeting Minutes

Trustee Bryant MOVED to accept the minutes of the August 16, 2011 special board meeting. Trustee Sullivan seconded.

AYES: Bryant, Davis, Kelly, Kuhn, Ritter, Sullivan, Zimmerman

NAYS: None Motion Carried

### 1.6.3 Approval of August 16, 2011 Regular Board Meeting Minutes

Trustee Davis MOVED to accept the minutes of the August 16, 2011 regular board meeting. Trustee Zimmerman seconded.

AYES: Bryant, Davis, Kelly, Kuhn, Ritter, Sullivan, Zimmerman

NAYS: None Motion Carried

## 2. CHANCELLOR'S REPORT

### 2.1 Chancellor's Comments:

DOKKA – Dr. Meyer shared photos of the DOKKA August 24<sup>th</sup> open house event. He displayed a large bolt as one of the items DOKKA manufactures for use in wind turbines and bridges. Dr. Meyer continued that OCC played an essential role in bringing DOKKA to Oakland County under the Michigan New Jobs Training Program.

Arts, Beats & Eats – Dr. Meyer reported OCC's parking structure was again used for Arts, Beats & Eats. Preliminary figures show a profit for OCC at about \$43,000.

Fall Enrollment – Although OCC saw a .04% drop in credit hours, the College recorded a record enrollment for fall semester at 29,262 students.

District Office Landscaping – Dr. Meyer discussed the masonry and landscaping projects taking place at District Office. He explained the building exterior needs to have bricks replaced and the wing walls were failing from water damage. Further, much of the landscaping was removed because the vegetation reached a point where it could not be cut back. The new plants will also require less water consumption.

Golf Outing – The Board was informed by Dr. Meyer that almost \$40,000 was raised from this year's Foundation golf outing event. He presented slides recognizing our sponsors for the event, as well as a list of the 2010-11 golf for scholarship recipients.

Dearborn CREST – Dr. Meyer shared a news story by Channel 7 of firefighting exercises performed by the Dearborn Fire Department at OCC's CREST facility. It showed some of the city, state, and federal elected officials performing various firefighter tasks, including suiting up, handling the fire hose, and being sent into thick smoke.

Garden Party – Dr. Meyer stated OCC annually co-hosts the Garden Party with the Leukemia Foundation of Oakland County. The event is hosted by Sydney and Elizabeth Ross, who gifted OCC and the Leukemia Foundation \$35,000 each.

## 2.2 Staff Reports

None

## 2.3 Introduction of New Staff

Vice Chancellor of Academic and Student Affairs Richard Holcomb introduced two new employees: Erin Smith – library learning resources technician at the Orchard Ridge Campus and Anita Jursek – institutional research interviewer at the Auburn Hills Campus.

# 3. ACADEMIC AND STUDENT AFFAIRS

## 3.1 Academic Senate Reports

Academic Senate Chair Mary Ann McGee reported the campus senates began their new school year meetings. The college senate will meet later in the week. Ms. McGee advised the senate will be working closely with the Vice Chancellor in the development of the College Academic Master Plan and to implement the findings from the Redesign Program. They also hope to bring closure to the liberal arts renovation and review that senate undertook last year. Lastly, Ms. McGee stated the senate will work with the Vice Chancellor as the College prepares to shift to the new accreditation model.

## 3.2 Student Reports

RO/SF student representative Marcia Dinkins provided an update to the Board on a variety of student activities at the campuses.

## 3.3 Academic Initiatives – Vice Chancellor Richard Holcomb provided the Board with a presentation on “OCC Student Profile - Fall 2010 Students.” The presentation highlighted numerous facts of OCC students regarding status, gender, race, age, educational goals, and trends in financial aid.

#### 4. COLLEGE RESOURCES

##### 4.1 Personnel Monitoring Report

4.1.1 The Board of Trustees reviewed the Personnel Monitoring Report.

##### 4.1.2 Faculty Recommendations

Trustee Ritter MOVED to approve the Faculty Recommendations. Trustee Sullivan seconded.

AYES: Bryant, Davis, Kelly, Kuhn, Ritter, Sullivan, Zimmerman

NAYS: None Motion Carried

##### 4.2 Business and Finance

##### 4.2.1 Treasurer's Report

The Board of Trustees reviewed the Treasurer's Report.

##### 4.2.2 General Fund Budget Status Report

Vice Chancellor of Administrative Services Clarence Brantley reported we are still on target with the property taxes as projected.

##### 4.2.3 Purchasing and Monitoring Reports

Trustee Ritter asked for more detail on the Total Aggregate Purchase Report over \$50,000. She would like to see an Item Description column as in the Purchase Order Report over \$25,000. Dr. Meyer said the College was following the new policy directions.

##### 4.3 College Facilities

Trustee Sullivan requested item 4.3.2 be removed from the Consent Calendar.

Trustee Zimmerman requested item 4.3.1 be removed from the Consent Calendar.

#### CONSENT CALENDAR – MAINTENANCE PROJECTS

Item 4.3.3 listed below on the Consent Calendar was enacted by one motion. No separate discussion of this item was requested.

Trustee Ritter MOVED to approve item 4.3.3 on the Consent Calendar – Maintenance Projects. Trustee Sullivan seconded.

AYES: Bryant, Davis, Kelly, Kuhn, Ritter, Sullivan, Zimmerman

NAYS: None Motion Carried

4.3.3 Project Name Projected Cost

Exterior Porcelain Panel Evaluation Study \$100,000  
Royal Oak Campus  
OCC Project No. PF-RO11-004

**END OF CONSENT CALENDAR – MAINTENANCE PROJECTS**

4.3.1 Project Name Projected Cost

Minnow Drain Culvert Stabilization \$79,000  
Orchard Ridge Campus  
OCC Project No. PF-OR12-002

Trustee Ritter MOVED to grant authority to the College’s Construction Manager, George W. Auch Company, for the purpose of entering into a construction contract for the above-reference project. Trustee Zimmerman seconded.

Trustee Zimmerman asked what the term “grading” meant. Director of Physical Facilities Daniel Cherewick replied grading is the leveling and moving of earth. Trustee Ritter inquired what riprap is. Mr. Cherewick said riprap is stone smaller than a boulder used to control erosion on slopes.

AYES: Bryant, Davis, Kelly, Kuhn, Ritter, Sullivan, Zimmerman

NAYS: None Motion Carried

4.3.2 Project Name Projected Cost

Plaza Waterproofing/Student Center Interior Renovations \$6,340,300  
Building J  
Orchard Ridge Campus  
OCC Project No. PF-OR09-003

Trustee Ritter MOVED to grant authority to the College’s Construction Manager, George W. Auch Company, for the purpose of entering into a construction contract for the above-reference project. Trustee Bryant seconded.

Trustee Sullivan inquired if the green roof landscaping concept was included in the total cost, and Mr. Cherewick said it was.

AYES: Bryant, Davis, Kelly, Kuhn, Ritter, Sullivan, Zimmerman

NAYS: None Motion Carried

4.3.4 The Board of Trustees reviewed the Progress Report – Construction Projects.

#### 4.4 Contracts and Purchases

Trustee Sullivan asked item 4.4.2 be removed.

### **CONSENT CALENDAR – CONTRACTS AND PURCHASES**

Items 4.4.1 and 4.4.3 listed below on the Consent Calendar – Contracts and Purchases were enacted by one motion. No separate discussions of these items were requested.

Trustee Kelly **MOVED** to approve items 4.4.1 and 4.4.3 on the Consent Calendar - Contracts and Purchases. Trustee Bryant seconded.

AYES: Bryant, Davis, Kelly, Kuhn, Ritter, Sullivan, Zimmerman

NAYS: None Motion Carried

#### 4.4.1 ADI Systems Solution Pack College-Wide

The Board of Trustees approved the purchase of a college-wide software license package from Studica to provide the ADI Systems Solution Pack at a cost not to exceed \$51,355 for use through December 2012.

#### 4.4.3 Michigan New Jobs Training Program and Community Based Job Training Program Economic and Workforce Development

The Board of Trustees approved contracts with MMTC for a total amount not to exceed \$72,888 for training delivered through December 31, 2011.

### **END OF CONSENT CALENDAR – CONTRACTS AND PURCHASES**

#### 4.4.2 Shoretel VOIP Phone Maintenance/Equipment College-Wide

Trustee Sullivan **MOVED** the Board of Trustees authorize the one-year maintenance agreement and phone equipment purchases with Delta Network Services for a cost not to exceed \$235,787 through October 27, 2012. Trustee Zimmerman seconded.

Trustee Sullivan inquired why the College only received one bid on this item. Chief Information Officer Andrew Hillberry responded this is an instance when bids are solicited and very few bids are received.

AYES: Bryant, Davis, Kelly, Kuhn, Ritter, Sullivan, Zimmerman

NAYS: None Motion Carried

## **5 UNFINISHED BUSINESS**

Trustee Ritter asked for a report from Interim Chief Strategic Development Officer Sharon Miller regarding the cost to the College for training services as part of Economic & Workforce Development.

## **6 NEW BUSINESS**

### 6.1 Chancellor's Contract

Trustee Davis MOVED to seek an evaluation from an attorney of the Board's choosing and go from there. Trustee Ritter seconded.

Trustee Sullivan MOVED for a substitution motion: The Board send any changes made in the contract to our attorney Dan Tukul to review any changes and set a deadline for Mr. Tukul to report back prior to the October Board meeting [similar to the meeting the Board had with him last spring where Mr. Tukul came in and answered the Board's questions] so that this can be moved on at the October Board meeting once questions are addressed. Trustee Bryant seconded.

Trustee Davis stated she would like to use an attorney not already connected with OCC, possibly Dickinson Wright or Miller Canfield. Ms. Davis also stated the Board needs to discuss this.

Trustee Zimmerman said before the Board goes out to solicit the opinion of an attorney, it should discuss any contract changes and make recommendations to the attorney.

Trustee Ritter agreed and stated the Board should take the information given to them last spring and also look at present Chancellor contracts in community colleges in Michigan and those similar in size to OCC.

Trustee Sullivan said we just changed law firms from last year, and he doesn't understand why we want to consider another law firm to review the contract. He also inquired if it is the Board's intent to write a new contract or make some changes to the existing contract.

Trustee Bryant also asked why, having used Mr. Tukul in the past to review the Chancellor's contract and being familiar with it, would we want to start over with a new attorney.

Trustee Davis feels it would be a better way to go to get outside counsel because they are not connected with the College. Ms. Davis then suggested scheduling a special meeting to discuss this further.

Trustee Zimmerman stated Mr. Tukul has reviewed the contract, and the contract has not changed. She said all of the Board members should have received a copy of Mr. Tukul's original concerns regarding the contract. She agrees with Trustee Davis that the Board needs to come together in a special meeting and discuss changes, if there are any.

Trustee Ritter also agreed to setting a special meeting.

Trustee Kelly agreed with Trustee Bryant the Board should start with the attorney reviewing the contract first. It is due diligence to have an attorney review it. Trustee Kelly continued it is usually good practice not to hire the attorney in close relationship with the Administration, but he's not really sure how much work Mr. Tukul is doing for the College at this point. Mr. Kelly said he doesn't have a problem with Mr. Tukul and continued it should probably be Mr. Tukul who should come forward and tell the Board if he feels there would be a conflict of interest. Mr. Kelly said he could accept Mr. Tukul if Mr. Tukul indicates he can independently represent the Board.

Chair Kuhn called for the vote on Trustee Sullivan's motion to substitute.

AYES: Bryant, Sullivan

NAYS: Davis, Kelly, Kuhn, Ritter, Zimmerman Motion Failed

Trustee Davis withdrew her motion.

Trustee Kelly MOVED the Board schedule a special meeting and potentially, if there is a contract presented, a Closed Session to discuss the Chancellor's contract within the next 30 days. Trustee Zimmerman seconded.

Trustee Sullivan asked for clarification from Trustee Kelly if the special meeting was to include an attorney present.

Trustee Kelly said he would like to schedule a special meeting for the purpose of deciding who the lawyer is.

Trustee Ritter said during the special meeting, she would like the Board to look at some data about similar institutions, similar responsibilities.

Trustee Sullivan remarked he feels very comfortable with the Chair and Vice Chair calling Mr. Tukul and getting an answer from him as to any conflict of interest without necessitating a special meeting. Dr. Sullivan continued it just seems like things are being drug out by waiting for Mr. Tukul to give the Board a simple answer.

Trustee Davis stated she doesn't feel it is Mr. Tukul's decision to make whether or not he should be the attorney reviewing the contract - it is the Board's decision to make.

Trustee Kelly MOVED to amend his motion to set a special meeting within the next 30 days for the purpose of reviewing the Chancellor's contract. He would like to make a second motion thereafter to discuss how we will handle the attorney. Trustee Ritter seconded.

AYES: Bryant, Davis, Kelly, Kuhn, Ritter, Sullivan, Zimmerman

NAYS: None Motion Carried

Trustee Kelly MOVED for the Chair and Vice Chair to speak with Mr. Tukul concerning any potential conflicts; and if the Chair and Vice Chair are satisfied, Mr. Tukul should be retained for purposes of appearing at the special meeting and representing the Board. Trustee Sullivan seconded.

Trustee Davis noted she is an officer and would like to be included in the discussion with Mr. Tukul.

Trustee Kelly amended his motion for the three officers of the Board to talk with Mr. Tukul about any potential conflicts representing the Board in negotiations or review of the Chancellor's contract; and if the three members of the Board are satisfied there is no conflict with Mr. Tukul representing the Board, he be retained for the future special meeting.

AYES: Bryant, Kelly, Kuhn, Sullivan, Zimmerman

NAYS: Davis, Ritter

Motion Carried

## 7 COMMUNITY COMMENTS

### 7.1 Board Member Reports and Comments

Trustee Ritter thanked Trustee Bryant for the email updates she forwards the Board from MCCA. Chair Kuhn echoed Trustee Ritter's sentiments.

Trustee Zimmerman commented the Board has a scholarship fund for students that nothing is ever done with, at least since she has been on the Board. She asked the Board to think about whether to continue this scholarship fund. Ms. Zimmerman said she would like to bring the Board some guidelines to look at and then decide whether to continue this scholarship fund.

Trustee Davis requested copies of the Audit Committee minutes for the past year and would like this topic placed on the October agenda. Trustee Davis also requested a special meeting be scheduled within the next 60 days to review some of the Trustee bylaws.

Trustee Ritter referenced an article from *The Chronicle* titled, "Everyone's Developmentally Delayed, Starting With Us," that she asked be copied and shared with the Board.

### 7.2 Organizations and Associations - None

Trustee Sullivan MOVED to go into Closed Session for the purpose of an update on labor negotiations. Trustee Bryant seconded.

Chair Kuhn requested a roll call be taken at 8:35 p.m. to go into Closed Session for the purpose of receiving an update on labor negotiations.

AYES: Bryant, Davis, Kelly, Kuhn, Sullivan, Zimmerman

NAYS: Ritter

Motion Carried

The Board of Trustees returned to Open Session after adjournment of the Closed Session at 8:56 p.m.

## **8 ADJOURNMENT**

Trustee Davis MOVED to adjourn the meeting, and Trustee Kelly seconded.

AYES: Bryant, Davis, Kelly, Kuhn, Ritter, Sullivan, Zimmerman

NAYS: None

Motion Carried

Chair Kuhn adjourned the meeting at 8:56 p.m.

Respectfully submitted,

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Cherie A. Foster

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Date

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Thomas Kuhn, Chair

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Pamala M. Davis, Secretary