WMU Board of Trustees Meetings

11-3-2022

WMU Board of Trustees Formal Session November 3, 2022

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Western Michigan University
BOARD OF TRUSTEES

Thursday, November 3, 2022
Hybrid Meeting Platform (In-Person and Virtual)
Closed Informal Session – 9:00 AM
Formal Session – 11:00 AM
Bernhard Center, North Ballroom and Livestreamed at https://wmich.edu/trustees

*Individuals wishing to address the Board of Trustees during either Public Comment section must notify Dr. Kahler Schuemann at kahler.schuemann@wmich.edu by 5PM Wednesday, November 2nd.

1. Acceptance of the Agenda – Chen-Zhang
2. Approval of the Minutes (September 15, 2022 Meeting) – Chen-Zhang
3. Remarks by the Chair – Chen-Zhang
4. Remarks by the President – Montgomery
5. Updates by the Faculty Senate President – Summy
6. Updates by the Western Student Association President – Sun
7. Updates by the Graduate Student Association President – Asif
8. Bronco Connect: Discovering Success – Montgomery and Holman
9. Public Comments Regarding Action Items – Schuemann

Action Items – Chen-Zhang

10. Sale of Kalamazoo Downtown Property – Van Der Kley
11. Western Michigan University External Audit – Rinvelt
12. Changes to the Student Code of Conduct – Anderson
13. Consent Items – Chen-Zhang
   A. Curriculum Proposals
   B. Personnel Report
   C. Revised Bylaws for the Paper Technology Foundation
   D. Revised Western Michigan University Board of Trustees Meeting Dates for 2023
   E. Annuity and Life Income Funds Performance Report
   F. Operating Cash Investment Performance Report
14. General Public Comments – Schuemann

Supplemental and supporting agenda materials can be viewed at: http://www.wmich.edu/trustees
Proposed Meeting Minutes

September 15, 2022

The Western Michigan University Board of Trustees (BOT) Meeting Formal Session was called to order by Chair Chen-Zhang at 11:19AM on Thursday, September 15, 2022. The meeting was conducted in a mixed modality with participants both attending in person at the Bernhard Center, North Ballroom or engaging through Zoom, a virtual platform. The engagement was streamed live through the BOT website. Prior marketing encouraged the public to engage and those interested in providing comment were asked to notify Board Secretary Schuemann by 5PM, Wednesday, September 14th. Presiding in person were Chair Chen-Zhang, Vice Chair Edgerton, along with Trustees Penn, Rinvelt, and Turfe. Trustee Trevan participated via a phone link. Trustee Johnston made prior arrangements to be absent.

A motion to accept the September 15, 2022 BOT agenda was made by Trustee Rinvelt with a second by Trustee Penn. The motion passed unanimously.

A motion to accept the minutes as exhibited from the June 23, 2022 BOT Meeting was made by Vice Chair Edgerton, with a second by Trustee Penn. The motion passed unanimously.

Remarks were provided by Chair Chen-Zhang – Attachment A, followed by remarks from President Montgomery – Attachment B.

Faculty Senate President Summy, Western Student Association (WSA) President Sun, and Graduate Student Association (GSA) Director of Outreach Antonio provided comments regarding their respective areas and their ongoing activities and initiatives relating to shared governance, promoting student involvement, and academic enrichment.

President Mongomery introduced Dr. M Sultan who presented on Inspiring Global Impact; Earth Sciences Remote Sensing (ESRS).

There was no indicated public interest in providing commentary regarding any Action Items.

As Action Items, VP for Business and Finance J. Van Der Kley presented the State Capital Outlay Plan Priority List. A motion to accept the State Capital Outlay Plan Priority List was made by Trustee Rinvelt with a second by Trustee Penn. The motion passed unanimously.

The next agenda item regarded Closing of Quasi-Endowments Valued Less Than $50,000 and was recommended by VP for Business and Finance J. Van Der Kley. A motion to accept Closing of Quasi-Endowments Valued Less Than $50,000 was made by Trustee Rinvelt, with a second by Trustee Penn, and passed unanimously.

A motion to approve the Consent Items was made by Vice Chair Edgerton, with a second from Trustee Rinvelt. The BOT unanimously approved the following Consent Items as exhibited: Personnel Report; One-Day Liquor License Application, Richmond Center for Visual Arts, October 14, 2022; Annuity and Life Income Funds Performance Report; and the Operating Cash Investment Performance Report.
There was no indicated public interest in providing commentary during General Public Comments.

The BOT meeting ended at 12:31 PM following a motion to adjourn by Trustee Penn, with a second from Trustee Rinvelt, and unanimous approval.

Respectfully submitted,

[Signature]

Kahler Schuemann, Ph.D.,
Secretary to the Board of Trustees
Western Michigan University
Good morning! Welcome to our first board meeting of the 22-23 academic year.

This period of the academic year feels particularly full of promise, as the campus is reinvigorated by students returning to continue their academic journeys and by new Broncos who are just starting out. Our faculty and staff are prepared to help them pursue and achieve their goals.

Recently, I had the opportunity to attend a gathering of faculty and staff, hosted by Dr. Timothy Light, namesake of the Light Center for Chinese Studies and a wonderful steward and supporter of Sinology at Western stretching back decades.

Every interaction that evening demonstrated how fortunate we are to have so many committed and talented individuals drawn to Western for the expressed purpose of providing our students with the highest-quality educational experience possible while at the same time advancing their fields. They are difference-makers, and it shows in what our students go on pursue and be in the world. It also shows in the scholarship produced at Western that literally helps make the world a better and more enlightened place.

These outcomes underscore the critical nature of the board’s fiduciary responsibility. It’s our charge to ensure resources are managed in a manner that serves the needs of our campus community today and sustains this great institution for the generations of students that will follow.

I know my trustee colleagues would agree that while this is an enormous responsibility, it’s also an enormous honor and we’re reminded of that with every student and employee success story we hear. I have no doubt this year, there will be many more such stories to come.
Thank you, Chair Chen-Zhang, and good morning to all. It’s good to be with you today as we cross the two-week mark of this new academic year.

We began the year with an affirmation of Western’s status as, more and more, a university of choice. This was evidenced by enrolling the largest first-year class we have seen in several years. Our official census on Friday confirmed that we are up in first-year students by about 24%—year over year.

In the months leading up to this semester, we had a strong indication that freshmen numbers would be robust because we had record applications for new first-year students. Compared to last year, applications were up 8.4%, which is the second consecutive year we set a record in apps.

Additionally, our residence halls are flush with students. Occupancy is up overall, but particularly encouraging is a rise in the percentage of new freshmen who signed on to housing. So, not only do we have more new freshmen in general but a larger portion of them have chosen to make campus their home.

Students who live in our housing have higher retention from year one to year two and, in some instances, tend to do better academically compared to those who live off campus.

All these developments, particularly amid the national decline in college-going rates, are reasons for celebration. They mean more are experiencing Western’s first-rate education, which we know will help students thrive in their academic pursuits and prosper in life.

Working together, every corner of this campus contributes to providing our high-quality experience. What’s more, we understand it’s not sufficient to simply bring students through the door. Our mission is to create the conditions that will support our students’ ability to succeed—from the moment they first step foot onto campus to the moment they step off the stage at Miller, diploma in hand, cheered on by faculty standing in the wings.

One of our newest initiatives, announced earlier this week, is a perfect example. We expanded our mental health support network to include Uwill, a service that supplements our well-established range of mental health services. This new resource is responsive to our students’ request for after-hours support for crises and other concerns.
Uwill provides teletherapy with licensed counselors that is accessible 24/7/365. We’re pleased to offer this additional means of support among our array of existing resources on campus. It’s one more example of being responsive to students’ needs so they can reach their full potential.

But we wouldn’t have this excellent educational environment and services were it not for our exemplary faculty and staff. Because people here pursue excellence, we can do things like retaining our students and maintaining our stellar reputation for scholarship.

Tomorrow, we’ll have an opportunity to celebrate the outstanding accomplishments of our top-performing faculty and staff at the 2022 Fall Convocation awards ceremony. I hope you can join us in recognizing these colleagues. The ceremony begins at 11:30AM in this room.

Finally, I want to remark on an experience I had this past Friday. I had the opportunity to address the 2022 Student Leadership Summit hosted by the Western Student Association, Graduate Student Association, Campus Activities Board, Student Media Group and the Sports Club Council. Facilitated by the Office of Student Engagement, this was a gathering of Registered Student Organization leaders.

It is encouraging to see our student leaders start the academic year by reflecting our values, as the theme for the day was Empowering Broncos. And that is just what we do here at Western.
PROPOSAL: Sale of Kalamazoo Downtown Property

Background

The Downtown Property ("Property") is a parcel consisting of one City block located in Kalamazoo. The City block is bordered by North Park, Cooley, West Kalamazoo Avenue, and Eleanor streets. This land was obtained in 2017 after a rather complex transaction that involved land swaps between parties, extinguishment of a University nonrecourse promissory note, and a sale of land to a private party, ACW IN, LLC. WMU assumed ownership to the City block without any existing debt or purchase cost.

There is one standing building on this parcel that has been rented by the University to the Whitley Memorial Funeral Home, who was a tenant at the time the University obtained the Property. Whitley relocated to another business site prior to negotiation of this purchase agreement and the building is unoccupied.

Kalamazoo County ("County") expressed an interest in the parcel. As a result of appraisals conducted by each party and recognizing the need to demolish the existing building, a purchase price of $1,150,000 has been negotiated. The County has performed preliminary due diligence including a Phase I environmental assessment. A Phase II assessment still needs to be performed. The County retains the right to terminate the Purchase Agreement prior to closing, which is specified as November 18, 2022. The parties can mutually agree to extend the agreement.

The Administration is requesting the Board of Trustees’ approval to sell the Property for a price of $1,150,000 and authorization to negotiate and enter into a Purchase Agreement for the Property and all other actions and documents necessary to close the sale.

Recommended Action

Pursuant to the retained powers of the Board regarding the transfer of real property, it is recommended the Board approve the sale of the Kalamazoo Downtown Property to Kalamazoo County according to the terms of the Purchase Agreement. It is also recommended the Board authorize the President, Treasurer or Assistant Treasurer (the “Authorized Officers”) to finalize and to negotiate and execute any deeds, easements, closing statements, agreements or documents (the “Property Sale Documents”), and to take such other actions, necessary or convenient to effectuate and complete the transactions contemplated herein, with such modifications as they or anyone of them may approve as reasonable or necessary and that said Property Sale Documents shall be reviewed by and be in a form acceptable to the General Counsel prior to execution, and be in compliance with the law and with University policies and regulations and conform to the legal standards of the Office Legal Affairs, Risk and Compliance.
PROPOSAL: Western Michigan University External Audit, 2022

Background

The WMU Audit Committee assists the WMU Board of Trustees in fulfilling its oversight responsibilities relating to: (1) the integrity of the University’s financial statements, and internal control system (2) the external auditor’s qualifications and independence, (3) the performance of the University’s external auditors, (4) communication with and oversight of the University’s internal audit function, and (5) matters involving compliance with Board policies, including conflict of interest; and other matters designated by the Chair of the Board, the President, Treasurer, or Assistant Treasurer.

The WMU Audit Committee oversaw the 2022 University Audit conducted by external auditor Plante Moran. WMU received a clean, unqualified opinion, this is the highest level of assurance that can be provided. The audit was completed September 26, 2022, and the report was accepted by the Audit Committee at its last meeting. A copy is available upon request.

Recommended Action

It is recommended the Board accept the 2022 external audit report dated September 26, 2022, conducted by Plante Moran.
PROPOSAL: Changes to the Student Code of Conduct

Background

The Faculty Senate adopted a Memorandum of Action, effective May 19, 2022 to revise the Academic Integrity Policy and Procedures to the Graduate and Undergraduate Catalogs and the Student Code to ensure due process for students charged with academic integrity violations. The MOA was approved by the Faculty Senate President, the Interim Provost and President Montgomery. The changes have already been made in both the undergraduate and graduate catalogue. We are bringing this action item to the Board of Trustees so we can make the same changes to the Student Code of Conduct.

The two most significant changes are included in bold and are listed below:

Article IV. Section B.01 Academic Misconduct

1. **Charging a student with a violation:** A faculty member submits the academic misconduct charge form indicating the charge. **Charges of academic misconduct should be made within 20 University business days of discovery of the misconduct. In some instances, academic misconduct may be discovered after a course or program study is completed. No academic sanction shall be assessed without a finding of responsibility through this process.**

2. **If the student does not accept responsibility:** The Office of Student Conduct will consult with the faculty member to ascertain the faculty member’s preference as to the hearing type. The hearing may be a meeting between the faculty member and the student or a meeting between the student, faculty member, and an Academic Integrity Panel (AIHP). An Academic Integrity Hearing Panel will consist of three faculty members and two students, selected using procedures established by the Professional Concerns Committee of the Faculty Senate. The choice of hearing type is the faculty members. The OSC will set up the hearing and will notify the student and the faculty member of its time, date, and location. **The faculty member is expected to respond to communications from the OSC in a timely manner, typically five University business days. Should the faculty member fail to make timely responses, the case shall proceed to an AIHP hearing, notwithstanding the faculty member’s selection of hearing type. The failure of either the student or the faculty member to appear shall not preclude a hearing from proceeding, nor prejudice the outcome.**

All other changes include adding headers consistent with the language in the catalogs, referring to faculty as faculty rather than instructors and using consistent language in all three documents.

Recommended Action

It is recommended to the Board of Trustees the administration be authorized to update the Student Code of Conduct consistent with the approved Faculty Senate MOA – 19/03.
Western Michigan University
Faculty Senate
Memorandum of Action

MOA – 19/03

Recommended Changes to the Undergraduate and Graduate Catalogs and the Student Code of Conduct for the Academic Integrity Process

Name of Committee: Professional Concerns Committee

Approval Date: March 16, 2022

Implementation Date: Upon Administrative Approval

Responsible Office(s) and Responsible Enforcement Official(s):
Office of Student Conduct, Office of Research and Innovation

RECOMMENDATION:
Revise the Academic Integrity Policy and Procedures to the Graduate and Undergraduate Catalogs and the Student Code to ensure due process for students charged with academic integrity violations.

Specifically:
- Codify the proscription against applying academic sanctions without a finding of responsible through the Academic Integrity Hearing Process.
- Add specific timelines for faculty members to place charges of academic misconduct, respond to communications from the Office of Student Conduct, and assign grades with or without sanctions.
- Specify the course of action if a faculty member does not respond to correspondence with the Office of Student Conduct.
- Specify the course of action if either a student or faculty member do not participate in an Academic Integrity Hearing.
- Change the language of some required actions for faculty members to the imperative sense.
- Specify that academic sanctions may include program dismissal.
- Clarify the use of incomplete grades as part of the Academic Integrity Hearing Process.
- Make terms used in the Catalog and Student Code consistent and consistently applied primarily:
  - “instructor” becomes “faculty member,” as currently defined in the Student Code
  - “penalty” becomes “sanction”
- Separate academic and research misconduct.
- Make catalog language consistent with the Research Misconduct Policy.
- Add relevant terms to the Catalog Glossary and definitions in the Student Code.

Anne-Marie Guidy-Oulai
Anne-Marie Guidy-Oulai, Chair, Professional Concerns Committee
March 16, 2022

☐ Approve  ☐ Disapprove  ☐ Other Action

Comments: [Signature]
Marilyn S. Kritzman, WMU Faculty Senate President

☐ Approve  ☐ Disapprove  ☐ Other Action

Comments: [Signature]
Christopher Cheatham, Acting Provost

☐ Approve  ☐ Disapprove  ☐ Other Action

Comments: [Signature]
Edward B. Montgomery, WMU President
Western Michigan University
Faculty Senate
Memorandum of Action

MOA – 19/03

Recommended Changes to the Undergraduate and Graduate Catalogs and the Student Code of Conduct for the Academic Integrity Process

RECOMMENDATION:
Revise the Academic Integrity Policy and Procedures to the Graduate and Undergraduate Catalogs and the Student Code to ensure due process for students charged with academic integrity violations.

Specifically:
- Codify the proscription against applying academic sanctions without a finding of responsible through the Academic Integrity Hearing Process.
- Add specific timelines for faculty members to place charges of academic misconduct, respond to communications from the Office of Student Conduct, and assign grades with or without sanctions.
- Specify the course of action if a faculty member does not respond to correspondence with the Office of Student Conduct.
- Specify the course of action if either a student or faculty member do not participate in an Academic Integrity Hearing.
- Change the language of some required actions for faculty members to the imperative sense.
- Specify that academic sanctions may include program dismissal.
- Clarify the use of incomplete grades as part of the Academic Integrity Hearing Process.
- Make terms used in the Catalog and Student Code consistent and consistently applied primarily:
  - "instructor" becomes "faculty member," as currently defined in the Student Code.
  - "penalty" becomes "sanction".
- Separate academic and research misconduct.
- Make catalog language consistent with the Research Misconduct Policy.
- Add relevant terms to the Catalog Glossary and definitions in the Student Code.

RATIONALE/PURPOSE
There have been not-infrequent instances of faculty members identifying suspected academic integrity violations and applying academic sanction(s) to students unilaterally, without involving the Office of Student Conduct. In addition, when the Office of Student Conduct is involved, the Academic Conduct Hearing Process can be stymied by the failure of the faculty member or student to respond in a timely fashion. The result of each of these situations interfere with students’ right to due process, which could place the faculty member and the University in legal jeopardy. The Professional Concerns Committee of the Faculty Senate, in conjunction with the Office of Student Conduct, conducted a thorough review of the relevant policies and procedures contained in the Undergraduate and Graduate Catalogs, and in the Student Code. The proposed changes outlined above and detailed below in the Catalogs and Student Code revisions are intended to:

- Ensure due process for students charged with academic integrity violations.
- Keep academic evaluations as the purview of the faculty.
- Provide consistent language in the Academic Integrity policies and procedures.

In addition, the Faculty Senate through the Research Policies Council recently revised the Research Misconduct Policy substantially, such that it most often operates independently of the Academic Misconduct process, therefore the recommended changes within this MOA reflect the separation of the research and academic misconduct policies and procedures.

STAKEHOLDERS
This policy applies to all personnel (faculty, students, staff) involved in charges and resolution of possible violations of Academic Integrity policy related to Course or Program of Study requirements at Western Michigan University.

HISTORY:
1. Graduate and Undergraduate Catalog – Academic Policies – Students Rights and Responsibilities – Academic & Research Misconduct
a. Effective date of current version: 2004
b. Date first adopted: 1999
c. Revision history: MOA-04/11: Changes to the Graduate and Undergraduate Catalogs, Student Rights and Responsibilities, Changes to Violations of Academic Honesty and Conduct in Research
d. Proposed date of next review: To Be Determined

2. Student Code
a. Effective date of current version: September 2020
b. Date first adopted: April 23, 1999
c. Revision history: Unknown
d. Proposed date of next review: To Be Determined

Current Policy Modification (Additions in bold and deletions with strike through)
Undergraduate and Graduate Catalog
Academic Policies
Students Rights and Responsibilities
Academic and Research Misconduct
Charges of academic misconduct should be made through the Office of Student Conduct within 20 business days of discovery of the misconduct. In some instances, academic misconduct may be discovered after a course or program of study is completed. No academic sanction shall be assessed without a finding of responsibility through the Academic Integrity Hearing process managed and facilitated by the Office of Student Conduct. The complete policies and procedures regarding student academic misconduct may be found in the Student Code at http://www.wmich.edu/conduct/code.

Research Misconduct
The policies and procedures regarding research misconduct may be found at http://wmich.edu/policies/research-misconduct. Except in situations which have specific additional requirements due to the project’s funding, any student involved in alleged misconduct while conducting research for academic credit will go through the Academic Integrity process managed and facilitated by the Office of Student Conduct. After receiving an allegation of research misconduct, the Vice President for Research and Innovation, in consultation with the appropriate University official(s), including the Office of Student Conduct if the allegation involves a student, shall assess the allegation to determine whether the investigation should proceed under the Research Misconduct Policy or under other governing policies and procedures (e.g., Academic Misconduct).

Course Grade and Program Dismissal Appeals
Course Grade Appeals
This section applies when a student wants to appeal a final course grade that has been recorded by the Registrar on the student’s academic record. Appeal panels are assembled from the faculty under the authority of and by the Provost and Vice President for Academic Affairs or designate. Throughout this process, the Office of the Ombudsman is available to students and instructor faculty members for assistance on procedures and clarification of the rights of all parties.

The accepted bases of course grade appeal are:
A. Grades were calculated or the program dismissal decision was made in a manner inconsistent with the University policy, the syllabus, or changes to the syllabus.
B. The grade(s) was/were erroneously calculated.
C. Grading/performance standards were arbitrarily or unequally applied.
D. The instructor faculty member failed to assign or remove an Incomplete or to initiate a grade change as agreed upon with the student.
E. Late withdrawal from class(es), after grades have been assigned, due to genuine hardship. (Students appealing on this basis should proceed by contacting the Ombuds Office and following the procedures for hardship determination wmich.edu/ombudsman/appeal-hardship)

A grade appeal cannot be made after an official finding of responsibility for academic integrity violation(s) has been made through the procedures provided in the academic integrity policy. Academic Integrity Hearing process, described in the Student Code at http://www.wmich.edu/conduct/code.

Student Code of Conduct
Article II: Definitions
4. The term “academic misconduct” relates to violations of academic integrity, and policies and procedures that are outlined in the University Undergraduate and Graduate Catalogs.
Article IV: Proscribed Conduct

B. Conduct Policies

1. Academic misconduct – Including but not limited to the following:
   c. Multiple submission: Multiple submission is the submission of substantial portions of the same work (including oral reports) for credit more than once without authorization from instructor's faculty members of all classes for which the student submits the work. Clarification: i. Examples of multiple submission include submitting the same paper for credit in more than one course without all faculty members' permission; making revisions in a credit paper or report (including oral presentations) and submitting it again as if it were new work. Clarification:
      i. Examples of multiple submission include submitting the same paper for credit in more than one course without all faculty members' permission; making revisions in a credit paper or report (including oral presentations) and submitting it again as if it were new work.
   f. Academic computer misuse: Academic computer misuse is the use of software to perform work which the instructor faculty member has told the student to do without the assistance of software.

Article V: Conduct Hearings

Allegations of violations of Article IV, Section B.01 of the Student Code are brought forward by the instructor faculty member of the course and reviewed using the process described in Article VI.

Article VI: Academic Conduct Hearing Process

Western Michigan University's academic honesty and conduct in research policies have been created and defined by members of its academic community, recommended by its faculty senate, and adopted by its board of trustees. The processes necessary to support these policies are managed and facilitated by the Office of Student Conduct (OSC). This section applies to cases in which a student is to be charged with a violation of Article IV, Section B.01: Academic Misconduct.

1. Charging a student with a violation: A faculty member submits the academic honesty misconduct charge form indicating the charge(s). Charges of academic misconduct should be made within 20 University business days of discovery of the misconduct. In some instances, academic misconduct may be discovered after a course or program of study is completed. No academic sanction shall be assessed without a finding of responsibility through this process. After submission of the charges, the course syllabus, original assignment, and supporting documentation are shall be submitted electronically to the Office of Student Conduct. Upon submission of charges, a hold is placed on the student's account. OSC will contact the student for an appointment to meet with a staff member. The student is expected to respond to communications from the OSC as outlined in Article IV, Section B.12. During the meeting with the student, an Academic Conduct Process Form will be completed.

2. If the student accepts responsibility: If the student accepts responsibility, the OSC will contact the instructor faculty member and the instructor faculty member may impose an academic penalty sanction including a reduced or failing grade for the assignment(s) in question up to failure of the course in which the student is enrolled. The OSC may also impose non-grade-related sanctions ranging from a warning to expulsion from the University, as described in Article V.A.4.

3. If the student does not accept responsibility: the OSC will consult with the instructor faculty member to ascertain the instructor faculty member’s preference as to the hearing type. The hearing may be a meeting between the instructor faculty member and the student or a meeting between the student, instructor faculty member, and an Academic Integrity Hearing Panel (AIHP). An Academic Integrity Hearing Panel will consist of three faculty members and two students, selected using procedures established by the Professional Concerns Committee of the Faculty Senate. The choice of hearing type is the instructor faculty members. The OSC will set up the hearing and will notify the student and faculty member of its time, date, and location. The faculty member is expected to respond to communications from the OSC in a timely manner, typically five University business days. Should the faculty member fail to make timely responses, the case shall proceed to an AIHP hearing, notwithstanding the faculty member's selection of hearing type. The failure of either the student or faculty member to appear shall not preclude a hearing from proceeding, nor prejudice its outcome.

6. If a finding of “responsible” has been made: A finding of “responsible” occurs when a student accepts responsibility, the instructor faculty member so decides in an instructor hearing, or an Academic Integrity Hearing Panel so decides by majority vote. When that finding has occurred, the instructor faculty member may impose an academic penalty sanction including a reduced or failing grade for the assignment(s) in question up to failure of the course in which the student is enrolled. A decision by the instructor faculty member regarding a grade penalty cannot be appealed by the student once the student has been found responsible and has exhausted or waived all appeals of the finding. Also, once the student has been found responsible and has exhausted or waived all appeals of the finding, that student's continued attendance in the relevant class depends on the grade penalty imposed by the
whether academic misconduct conduct hearing, or student situations.

Ref: Responsible:

8. While a case is pending: A case is considered pending until one of two events occurs:
   1. The student accepts responsibility or
   2. The hearing process is completed.

While a case is pending, the student has the right to attend and participate in the class.

If the case is pending at the end of the semester, the instructor faculty member must assign an Incomplete grade and submit a change of grade consistent with the finding of responsible/not responsible within five University business days of the completion of the process.

9. Instructor Faculty member unavailable to assign grade: Circumstances may arise which may prevent an instructor from assigning wherein a faculty member cannot or does not assign a grade in a timely manner. In such instances, the faculty member’s academic unit chair/director will make reasonable efforts to contact and ask the faculty member to supply a grade. If these efforts are unsuccessful, the instructor faculty member’s academic unit chair/director will appoint another qualified faculty member to assign the grade.

RELATED PROCEDURES AND GUIDELINES
Research Misconduct Policy
AAUP Collective Bargaining Agreement
PIO Collective Bargaining Agreement
TAU Collective Bargaining Agreement

KEY DEFINITIONS/GLOSSARY
The following are suggested new items for the catalog glossary:

Academic Conduct Hearing Process: describes the steps involved when a student is charged with academic misconduct. This process is managed and facilitated by the Office of Student Conduct and is described in the student Code at http://www.wmich.edu/conduct/code.

Academic Misconduct: relates to violations of academic integrity, and the associated policies and procedures that are outlined in the Student Code.

Faculty Member: means any person hired by the University to conduct teaching activities, research, or who is otherwise considered by the University to be a member of its faculty. Synonymous with “instructor”.

Instructor: Synonym for “faculty member”.

Sanction: is the result of a finding of responsibility for a violation of the Student Code. Sanctions may be used in combination or separately. Sanction determination is based on the severity of the current offense, and/or previous offenses (if any), and/or the current conduct status of the student found responsible, and/or the threat to the health, safety, property of any person, and/or any other reasonable factor. Student Code sanctions are in addition to sanctions that can be imposed in other University forums such as, but not limited to, the Division of Intercollegiate Athletics or employment situations.

Responsible / Not Responsible: In the Academic Conduct Hearing Process, a finding of “responsible” occurs when a student accepts responsibility for a charge of academic misconduct, the faculty member so decides in an instructor hearing, or an Academic Integrity Hearing Panel so decides by majority vote. Decisions will be made on the basis of whether a reasonable person would conclude that it is more likely than not that the student has violated. Academic or conduct sanctions may be imposed upon a finding of responsible. A finding of “not responsible” means that a charge of academic misconduct is dismissed and no sanctions are imposed.

Research Misconduct: is fabrication, falsification, plagiarism, or other practices that seriously deviate from those commonly accepted within the academic community for proposing, performing, reviewing or in reporting research results.
PROPOSAL: Create Certificate in Mindfulness and Centering Skills

Background

The Graduate Studies Council of the Faculty Senate has approved the creation of a new certificate in Mindfulness and Centering Skills offered by the School of Interdisciplinary Health Programs in the College of Health and Human Services. The interest and growth in the field of holistic health and mindfulness practices are increasing within the mainstream. This graduate certificate will be an easily accessible option for students to embed within their primary program as electives and can also be added within the other new certificates offered by integrative holistic health and wellness.

This certificate is one of four new graduate student certificate proposals. Using mostly existing courses, the faculty are seeking the most meaningful, useful and accessible pathways to connect and support interested students. We expect these new formats to be more flexible, inviting and beneficial for our students’ educational preparation, and to support their personal well-being.

Recommended Action

Create the Certificate in Mindfulness and Centering Skills.
PROPOSAL: Rename Major in Occupational Therapy to Occupational Therapy Assistant (OTA)

Background

The Undergraduate Studies Council of the Faculty Senate has approved the renaming of the Major in Occupational Therapy offered by the Department of Occupational Therapy in the College of Health and Human Services. The new name shall be Occupational Therapy Assistant. In years past, the entry-level degree requirement for an occupational therapist was the Bachelor of Science in Occupational Therapy and it is no longer available or offered at any university. The Bachelor of Science in Occupational Therapy (OT) degree title was selected and used for this program, an occupational therapy assistant program. As a result, the initial curriculum program submission and assigned title was reviewed and approved by the Undergraduate Studies Council at the February 9, 2021 meeting.

As it stands currently, the title, "Bachelor of Science in Occupational Therapy (OT)" will be on the diploma of future graduates and does not reflect the appropriate terminology used by our accreditor, the Accreditation Council for Occupational Therapy Education (ACOTE) or the exam administrator, the National Board for the Certification of Occupational Therapy Education (NBCOT). The degree title needs to reflect the correct degree awarded for the program accreditor and the national board exam administrator. The title should state "Bachelor of Science in Occupational Therapy Assistant (OTA)."

Recommended Action

Rename the Major in Occupational Therapy (OT) to Occupational Therapy Assistant (OTA).
PROPOSAL: Delete Holistic Approaches to Mindfulness Graduate Certificate (IHMC)

Background

The Graduate Studies Council of the Faculty Senate has approved the deletion of the certificate in Holistic Approaches to Mindfulness Graduate Certificate offered by the School of Interdisciplinary Health Programs in the College of Health and Human Services. Low student enrollment (Fall '20 student enrollment was 4 students). In addition to unsustainably low student enrollment, when this certificate was proposed in 2017, there was lack of faculty commitment or shared investment amongst our full and part-time faculty, outdated/redundant language (all the 9 hour certificates start with "Holistic Approaches to ..."), a complicated design regarding "stackable" grad certificate approach, which made efforts difficult for clear marketing or faculty recruitment strategies and this certificate is not reflective of current faculty resources or our preferences offering quality graduate curricula.

Recommended Action

Delete the Certificate in Holistic Approaches to Mindfulness Graduate Certificate.
PROPOSAL: Delete the Holistic Approaches to Stress Management Graduate Certificate (IHSC)

Background

The Graduate Studies Council of the Faculty Senate has approved the deletion of the certificate in Holistic Approaches to Stress Management Graduate Certificate offered by the School of Interdisciplinary Health Programs in the College of Health and Human Services. Low student enrollment (Fall '20 student enrollment was 1 student enrolled). In addition to unsustainably low student enrollment, when this certificate was proposed in 2017, there was lack of faculty commitment or shared investment amongst our full and part-time faculty, outdated/redundant language (all the 9 hour certificates start with "Holistic Approaches to ... "), a complicated design regarding "stackable" grad certificate approach, which made efforts difficult for clear marketing or faculty recruitment strategies and this certificate is not reflective of current faculty resources or our preferences offering quality graduate curricula.

Recommended Action

Delete the Holistic Approaches to Stress Management Graduate Certificate.
PROPOSAL: Create a Resiliency and Well-Being Skills Certificate

Background

The Graduate Studies Council of the Faculty Senate has approved the creation of a new graduate certificate in Resiliency and Well-Being Skills offered by the School of Interdisciplinary Health Programs in the College of Health and Human Services. The interest and growth in the field of holistic health and resiliency skills are increasing within the mainstream. This graduate certificate will be an easily accessible option for students to embed within their primary program as electives and can also be added within the other new certificates offered by IHHW.

This certificate is one of four new graduate student certificate proposals. Using mostly existing courses, the faculty are seeking the most meaningful, useful and accessible pathways to connect and support interested students. We expect these new formats to be more flexible, inviting, and beneficial for our students' educational preparation, and to support their personal well-being.

Recommended Action

Create the Resiliency and Well-Being Skills Certificate.
PROPOSAL: Delete the Integrative Holistic Health and Wellness Graduate Certificate

Background

The Graduate Studies Council of the Faculty Senate has approved the deletion of the certificate in Integrative Holistic Health and Wellness Graduate Certificate offered by the School of Interdisciplinary Health Programs in the College of Health and Human Services. Low student enrollment (Fall '20 student enrollment was 4 students). In addition to unsustainably low student enrollment, when this certificate was proposed in 2017, there was lack of faculty commitment or shared investment amongst our full and part-time faculty, outdated/redundant language (all the 9 hour certificates start with "Holistic Approaches to ..."), a complicated design regarding "stackable" grad certificate approach, which made efforts difficult for clear marketing or faculty recruitment strategies and this certificate is not reflective of current faculty resources or our preferences offering quality graduate curricula.

Recommended Action

Delete the Certificate in Integrative Holistic Health and Wellness.
PROPOSAL: Delete the Holistic Approaches to Spirituality and Healing Graduate Certificate (IHHC)

Background

The Graduate Studies Council of the Faculty Senate has approved the deletion of the certificate in Holistic Approaches to Spirituality and Healing Graduate Certificate offered by the School of Interdisciplinary Health Programs in the College of Health and Human Services. Low student enrollment (Fall '20 student enrollment was 2 students). In addition to unsustainably low student enrollment, when this certificate was proposed in 2017, there was lack of faculty commitment or shared investment amongst our full and part-time faculty, outdated/redundant language (all the 9 hour certificates start with "Holistic Approaches to ..."), a complicated design regarding "stackable" grad certificate approach, which made efforts difficult for clear marketing or faculty recruitment strategies and this certificate is not reflective of current faculty resources or our preferences offering quality graduate curricula.

Recommended Action

Delete the Certificate in Holistic Approaches to Spirituality and Healing.
PROPOSAL: Delete the Certificate in Holistic Approaches to Enhance Daily Living Graduate Certificate (IHEC)

Background

The Graduate Studies Council of the Faculty Senate has approved the deletion of the certificate in Holistic Approaches to Enhance Daily Living Graduate Certificate offered by the School of Interdisciplinary Health Programs in the College of Health and Human Services. Low student enrollment (Fall '20 student enrollment was 7 students). In addition to unsustainably low student enrollment, when this certificate was proposed in 2017, there was lack of faculty commitment or shared investment amongst our full and part-time faculty, outdated/redundant language (all the 9 hour certificates start with "Holistic Approaches to ... "), a complicated design regarding "stackable" grad certificate approach, which made efforts difficult for clear marketing or faculty recruitment strategies and this certificate is not reflective of current faculty resources or our preferences offering quality graduate curricula.

Recommended Action

Delete the Certificate in Holistic Approaches to Enhance Daily Living.
PROPOSAL: Create a Holism and Contemplative Health Care Certificate

Background

The Graduate Studies Council of the Faculty Senate has approved the creation of a new certificate in Holism and Contemplative Health Care offered by the School of Interdisciplinary Health Programs in the College of Health and Human Services. The interest and growth in the field of holistic health and associated contemplative practices are increasing within health care fields. This graduate certificate will be an easily accessible option for students to embed within their primary program as electives and can also be added within the other new certificates offered by integrative holistic health and wellness.

This certificate is one of four new graduate student certificate proposals. Using mostly existing courses, the faculty are seeking the most meaningful, useful and accessible pathways to connect and support interested students. We expect these new formats to be more flexible, inviting and beneficial for our students' educational preparation, and to support their personal well-being.

Recommended Action

Create the Holism and Contemplative Health Care Certificate.
PROPOSAL:  Create a Health and Wellness Coaching Skills Certificate

Background

The Graduate Studies Council of the Faculty Senate has approved the creation of a new certificate in Health and Wellness Coaching Skills offered by the School of Interdisciplinary Health Programs in the College of Health and Human Services. The interest and growth in the field of health and wellness coaching are increasing. This coaching skills graduate certificate will be an easily accessible option for students to embed within their primary program as electives and can also be added within the other new certificates offered by integrative holistic health and wellness. This certificate has the added attraction of preparing students for the option of preparing students to obtain a national board credential in health and wellness coaching as a career track or additional health specialty.

This certificate is one of four new graduate student certificate proposals. Using mostly existing courses, the faculty are seeking the most meaningful, useful, and accessible pathways to connect and support interested students. We expect these new formats to be more flexible, inviting, and beneficial for our students’ educational preparation, and to support their personal well-being.

Recommended Action

Create the Health and Wellness Coaching Skills Certificate.
PROPOSAL: Personnel Report

ACADEMIC

Administrative Appointments
Andrew Holmes; Chief Information Officer; Office of Information Technology; effective October 8, 2022 through December 31, 2024.

Luchara Wallace; Interim Associate Dean; College of Education and Human Development; effective October 3, 2022 through June 30, 2023.

Administrative Resignation
Nancy Hock; Chair; Department of Occupational Therapy; effective October 31, 2022.

Return to Faculty
Carla Adkison-Johnson; Professor; Department of Counselor Education and Counseling Psychology; effective September 20, 2022.

Appointment – Tenured
Nancy Hock; Associate Professor; Department of Occupational Therapy; effective November 1, 2022.

Appointments – Tenure Track
Bhanu Balasubramnian; Assistant Professor; Department of Finance and Commercial Law; effective January 1, 2023.

Ivett Nsair; Assistant Professor; Department of Management; effective October 17, 2022 (change in date only).

Nicholas Rowe; Faculty Specialist II – Aviation Specialist; Department of Aviation Sciences; effective October 1, 2022.

Appointments – Term
Tracy Koehler; Assistant Professor; Department of Educational Leadership, Research and Technology; effective January 1, 2023 through December 31, 2023.

Carrie McKean; Faculty Specialist I – Lecturer; Department of Statistics; effective January 1, 2023 through December 31, 2023.
Appointments – Term- cont’d
Jonathan Milgrim; Faculty Specialist I – Lecturer; Department of Philosophy; effective August 15, 2022 through August 14, 2024.

Charles Palanca; Instructor; Department of Finance and Commercial Law; effective January 1, 2023 through December 31, 2023.

Promotion
Anderson Hagler, Assistant Professor; Department of Comparative Religion; effective August 15, 2022 (change in rank only).

Faculty Retirements with Emeritus Status
Debra Lindstrom; Professor Emerita of Occupational Therapy; Department of Occupational Therapy; effective April 30, 2028

Berit Miller; Master Faculty Specialist – Professional Specialist Emerita of Occupational Therapy; Department of Occupational Therapy; effective August 28, 2028.

Joseph Morris; Professor Emeritus of Counselor Education and Counseling Psychology; Department of Counselor Education and Counseling Psychology; effective January 1, 2023.

Carl Ratner; Professor Emeritus of Music; School of Music; effective December 31, 2022

Gwendolyn Rose; Professor Emerita of Music; School of Music; effective December 31, 2027.

Yvonne Unrau; Professor Emerita of Social Work; School of Social Work; effective April 30, 2023.

Faculty Resignations
Jeremy Duncan; Associate Professor; Department of Biological Sciences; effective October 24, 2022.

Steven Eberth; Assistant Professor; Department of Occupational Therapy; effective December 31, 2022.
NON-ACADEMIC

Administrative Appointments
Paula Davis; Associate Vice President for Strategic Communications; Marketing and Strategic Communications; effective July 1, 2022.

Jessica Hermann-Wilmarth; Assistant Vice President for Major and Leadership Gifts; University Advancement; effective September 14, 2022.

Administrative Resignation
Jason Long; Assistant Vice President for Operations; University Advancement; effective August 6, 2022.

Retirements
Deborah Cronkright; Assistant Cook; Valley Dining Center; effective October 1, 2022.

Kathy Leitke; Women’s Softball Coach; Intercollegiate Athletics; effective September 1, 2022.

Sandra Stephens; Budget Analyst, Sr.; College of Education and Human Development; effective October 1, 2022.

ARTICLE I
NAME

The name of the Corporation is the Paper Technology Foundation, Inc., hereinafter referred to as the “Foundation.”

ARTICLE II
PURPOSE

The Foundation shall be operated exclusively for the benefit of Western Michigan University and the Department of Chemical and Paper Engineering. The general objective of this Foundation shall be to provide support for the objects and purposes of the constitutional corporation known as Western Michigan University Board of Trustees, being the board of control of Western Michigan University. The purpose of the Foundation is to encourage the students of paper engineering at Western Michigan University by carrying out the following objectives:

A. To interest students in preparing for careers in the forest products industry.

B. To aid and promote by financial assistance and guidance all types of education and research in paper engineering and related areas at Western Michigan University.
C. To provide financial assistance in the form of scholarships, loans, and grants to students studying for careers in the forest products industry.

D. To assist in developing programs and curricula of advanced study which will attract students from schools and industry; and further, to aid graduates in becoming leaders in the operations, technical, and managerial areas of the forest products industry.

E. To encourage industry support of graduate student and research in specific areas of science as designated by the supporting companies.

F. To encourage industry use of the Pilot Plant facilities in order to strengthen industry-university relationships to provide greater industry-student exposure.

G. To help to augment the staff in paper engineering instruction with highly qualified personnel.

H. In general, to do all acts deemed necessary or expedient for the development, expansion and extension of education and research relating to paper engineering.

ARTICE III
FOUNDATION HEADQUARTERS

The principal office of the Foundation shall be located at Western Michigan University, Kalamazoo, Michigan. The Foundation shall have and continuously maintain a registered office within this State.
ARTICLE IV
MEMBERSHIP

Section 1. Membership
The membership of the Foundation shall consist of such persons, corporations, partnerships, or other organizations as shall meet the eligibility requirements hereafter set forth in Section 2 and as shall be accepted for membership by the Governance Committee.

Membership contributions are determined under Article IV, Section 2.

Section 2. Eligibility and Classification
The Foundation shall have the following classes of members:

A. Corporate Foundation Memberships

1. Corporate Benefactor (Voting), $12,000
Any company or organization that establishes a Named Scholarship Fund and which contributes the prescribed annual dues.

2. Corporate Member (Voting), $12,000
Any company or organization that contributes the prescribed annual dues but has not established a Named Scholarship Fund or Endowment Fund.

3. Corporate Member (Voting), $9,000
Any small to mid-sized company or organization that contributes the prescribed annual dues
4. **Corporate Donor (Non-Voting), $1,500-8,999**
   Any company or organization that contributes annual dues but not an amount needed to qualify as a Corporate Member.

5. **Corporate Contributor (Non-Voting), less than $1,500**
   Any company or organization that contributes annual dues but not an amount needed to qualify as a Corporate Donor.

6. Dues shall increase by 2% or similar level on July 1 of each year with Board of Trustees approval.

B. **Individual Foundation Memberships**

1. **Individual Benefactor (Voting), $10,000**
   Any individual who establishes a Named Scholarship Fund of $10,000 or more and who contributes the prescribed annual dues of $1,000 or more.

2. **Individual Patron (Voting), $1,000**
   Any individual who contributes the prescribed annual dues of $1,000 or more but has not established a Named Scholarship Fund.

3. **Individual Life Member (Voting)**
   Any individual who has received the Hall of Fame Award.

4. **Individual Member (Non-Voting), $50**
   Any individual who contributes the prescribed annual dues of $50 or more.
5. **Alumni Member (Non-Voting), $50**
   Any individual who has graduated from the paper programs of the Department of Chemical and Paper Engineering and who contributes the prescribed annual dues of $50 or more.

6. **Student Member (Non-Voting), $10 per semester for first year of student membership; $20 per semester for following years of membership**
   Any student in the paper programs of the Department of Chemical and Paper Engineering who contributes the prescribed Ts’ai Lun semester dues.

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**Section 3. Conditions of Membership**
No member shall have any property rights in this Foundation or its funds. Death or resignation ipso facto terminates membership.

**Section 4. Transfer of Membership**
Membership in this Foundation is not transferable or assignable except in the event member’s companies are acquired by other corporations, which may or may not be members of the Foundation.

In such cases, membership is transferable and/or assignable.

**Section 5. Voting**
Voting membership described in Section 2-A and 2-B of this Article shall be entitled to a vote at a meeting of the Foundation. When the member is a company or an association or a foundation, it shall designate an individual to represent its membership in the Foundation and shall give written notice thereof to this Foundation which shall remain in effect until the
Section 6. Election of Members
The members of this Foundation shall be companies, associations, foundations, and individuals who are from time to time approved for membership by the Governance Committee, based on the membership classifications described in Section 2.

ARTICLE V
MEETINGS

Section 1. Place of Meetings
All meetings of the members and of the Trustees of the Foundation shall be held at the principal office of the Foundation in Kalamazoo, Michigan, unless otherwise directed from time to time by the Board of Trustees or the Executive Committee.

Section 2. Annual Meeting
The annual meeting of the Board of Trustees shall be a surrogate for the annual meeting of the Foundation for the purpose of electing Trustees and Officers and for the transaction of such other business as may come before the meeting. The date and time of the annual meeting will be fixed by the Executive Committee.

Section 3. Special Meetings
Special meetings of the Foundation may be called by the President or by three (3) Trustees of the Foundation or upon written application of five (5) members to the Managing Director stating the time, place, and purpose of the meeting. The business transacted at all special meetings shall be confined to the objectives stated in the call.
Section 4. Notice of Meetings
A written notice, stating the place, day, and hour of all meetings, and in the case of special meetings the purpose for which such meetings are called, shall be given by the Managing Director at least four (4) weeks prior to the date of said meeting. Notice of meetings may be given by email, unless Trustees request to receive notices via mail or personal delivery.

Section 5. Manner of Acting
Except as otherwise expressly required by law, the Articles of Incorporation of the Corporation, or these Bylaws, the affirmative vote of a majority of the Trustees present at any meeting at which a quorum is present shall be the act of the Board. Voting by proxy is not permitted.

Section 6. Meetings by Electronic Means of Communication
The Board or any committee of the Board may conduct any regular or special meeting by use of any electronic means of communication provided: (1) all participating Trustees may simultaneously hear or read each other’s communications during the meeting or (2) all communication during the meeting is immediately transmitted to each participating Trustee and each participating Trustee is able immediately to send messages to all other participating Trustees. Before the commencement of any business at a meeting at which any Trustee does not participate in person, all participating Trustees shall be informed that a meeting is taking place at which official business may be transacted. Participation in such manner shall constitute presence in person at such meeting for the purposes of these Bylaws.

Section 7. Quorum
At any meeting of the Foundation, ten (10) members shall constitute a quorum, except for meetings of the Executive Committee, where a majority of committee members shall constitute a quorum.

ARTICLE VI
BOARD OF TRUSTEES

Section 1. Numbers and Terms

The Board of Trustees shall consist of no more than forty-six (46) members of the Foundation and shall be elected by the members at the annual meeting of the Foundation. At least sixteen (16) Trustees shall be representatives of members of the Foundation. Such representatives shall be the persons designated by the members, as provided in Article IV, Section 2, of the Bylaws; however, any member may designate some other person to represent it on the Board of Trustees, such designation to be made in advance of the meeting and in writing and filed with the Managing Director of the Foundation and his or her administrative assistant.

A minimum of 1/3 (or 6 Trustees shall be elected each year for three- (3) year terms. In addition to the aforementioned, the following representatives of Western Michigan University will be recognized as ex-officio members of the Board of Trustees with the right to vote: the President of the University (or his/her designate), the Dean of the College of Engineering and Applied Sciences, and the University’s Vice President for Business and Finance.

The Manager of the Pilot Plants, the Chair of the Department of Chemical and Paper Engineering, the Managing Director of the Foundation, and a representative of the Paper Science and Paper Engineering Alumni Association selected by the
Association shall be ex-officio members of Board of Trustees without the right to vote.

The immediate past President of the Foundation shall serve as an ex-officio member of the Board of Trustees with the right to vote.

Section 2. Power and Authority
The Board of Trustees shall have full power and authority to manage the business of the Foundation; however, it is understood that the Foundation is subject to the approval of and review by the Western Michigan University Board of Trustees, the governing board of control of Western Michigan University. The Board of Trustees of the Paper Technology Foundation, Inc. shall have the power to establish the dues payable for membership in the Foundation. The President, on behalf of the Board of Trustees, shall submit a report of its activities to the members at the annual meeting of the Foundation. In the management and control of the property, business, and affairs of the Foundation, the Board of Trustees is vested with all of the powers possessed by the Foundation itself so far as the delegation of authority is consistent with the laws of the State of Michigan or with the Articles of Incorporation of the Foundation or with the Bylaws.

Section 3. Vacancies, Resignations and Removals
The President and/or the Governance Committee on an interim basis may fill a vacancy on the Board of Trustees until the next annual meeting. Any Trustee may resign at any time by giving notice to the Board of Trustees or to the President or to the Managing Director of the Foundation. Any resignation shall take effect at the time specified therein, or if the time be not specified, upon receipt thereof, and unless otherwise specified therein the acceptance of such resignation shall not be necessary to make it effective.
The members at any meeting called for the purpose by vote of a majority of their number may remove from office any Trustee or Officer elected by or appointed by the Board of Trustees and elect or appoint his/her successor. The Board of Trustees by vote of not less than a majority of the entire Board may remove from office any Officer, agent, or member of any committee elected or appointed by it.

Section 4. Annual Meeting
The annual meeting of the Board of Trustees shall be a surrogate for the annual meeting of the Foundation.

Section 5. Special Meeting
Special meetings of the Board may be called as described in Article V Section 3.

Section 6. Proxies
No Trustees shall be permitted to vote by proxy.

Section 7. Quorum
At any meeting of the Board of Trustees, ten (10) Trustees shall constitute a quorum.

Section 8. Meeting Notices
A written notice shall be sent to each Trustee at least two (2) weeks prior to the date of any meeting.

ARTICLE VII
ELECTED AND APPOINTED OFFICERS

Section 1. Elected Officers
The elected Officers of the Foundational shall be a President, a President-elect, one or more Vice Presidents, a Secretary, and a Treasurer. Officers shall be elected at the annual meeting of the Foundation and
shall hold office until their successors are duly elected and qualified.

Section 2. Qualifications
The President and President-elect shall each be a Trustee of the Foundation. The other Officers need not be Trustees of the Foundation.

Section 3. President
The President shall preside at all membership and Trustee meetings of the Foundation. The President shall appoint the Chair of such standing committees as the Foundation or the Board of Trustees may establish, except the Executive and Governance Committees, and shall fill vacancies. The President shall be Chair of the Board of Trustees and the Executive Committee and a voting member ex-officio of all committees. The President shall perform all duties commonly incident to the office. The immediate past President of the Foundational shall serve as an ex-officio member of the Executive and Governance Committees with the right to vote and as a member of the Board of Trustees with the right to vote.

Section 4. President-Elect
The President-elect, a Vice-President, shall assist the President with those duties charge to that office and shall be considered the incumbent to the office of President upon expiration of term of the President as defined under Article VII, Section 8.

Section 5. Vice Presidents
The Vice Presidents in the order designated by the Board of Trustees shall, in the absence or disability of the President or President-elect, preside at meetings of the Foundation, or the Board of Trustees, or of the Executive Committee and perform the duties of the office of the President as defined under Article VII.
Section 3. Each Vice President shall have such powers and discharge such duties as may be assigned from time to time by the Board of Trustees or the Executive Committee.

Section 6. Secretary
The Secretary shall arrange for appropriate recording of minutes of all meetings of the Foundation, and of the Board of Trustees and the Executive Committee; and will provide that such records are properly filed at the principal office of the Foundation. The Secretary shall arrange for the notification of Officers and members of the committees of their election or appointments and shall discharge such other duties as shall be required of him/her by the Foundation, the Board of Trustees, or the Executive Committee.

Section 7. The Treasurer
The Treasurer, subject to the order of the Board of Trustees, shall have the care and custody of the monies, funds, financial papers, and documents of the Foundation. The Treasurer shall have the authority under supervision of the Board of Trustees, for all the powers and duties commonly incident to the office.

Section 8. Term of Office

A. General
The Officers of the Foundation shall be elected annually except as noted in B and C. Each Officer shall assume office upon election and continue until his/her successor shall have been duly elected and qualified. Individuals may serve multiple consecutive or non-consecutive terms.

B. President
The President shall service for one (1) term of two (2) years.

C. President-Elect and Vice Presidents
The President-elect and Vice Presidents shall be elected for one (1) term of two (2) years.

D. Treasurer and Secretary
The Treasurer and Secretary will each be elected for one (1) term of two (2) years.

Section 9. Vacancies
A vacancy in any office because of death, resignation, removal, disqualification, or for any reason may be filled on an interim basis by the Governance Committee until the next meeting of the Board of Trustees.

Section 10. Managing Director

A. Appointment
The Governance Committee shall appoint a Managing Director to serve at the discretion of the Board of Trustees, the Executive Committee, and the Vice President of Business and Finance of the University.

B. Duties
The Governance Committee shall appoint an employee of the University or a contractor under the direction of the President of the Paper Technology Foundation, Inc., and the University’s Vice President of Business and Finance and shall be responsible for the day-to-day operations of the Foundation and the staff. The Managing Director shall regularly consult with and provide advice to the Chair of the Department of Chemical and Paper Engineering.
At the direction of the Governance Committee, the Managing Director shall:

1. Assist in fulfilling the duties of the Secretary as defined in Article VII, Section 6;

2. Perform other duties as enumerated in a job description or the Statement of Authority, Accountability, and Responsibility prepared by the Governance Committee;

3. Conduct studies and planning as needed;

4. Represent the Foundation at industry meetings;

5. Submit an annual operating budget to the Board of Trustees for their approval;

6. Authorize the expenditures of Foundation funds as needed to perform the above, subject to approval of the Treasurer; and

7. Perform such other duties as required by the President, Executive Committee, Board of Trustees, or the University’s Vice President of Business and Finance.

Section 11. Foundation Staff
The Managing Director and staff appointed by the Managing Director from time to time shall be WMU employees with all of the University’s standard resources, and benefits packages. For accounting purposes, all budgets relating to these positions will be accounted for through the WMU Office of Business and Finance.
ARTICLE VIII
STANDING COMMITTEES AND FINANCIAL STATEMENTS

Section 1. Enumeration
The standing committees of the Foundation shall be an Executive Committee, a Governance Committee, a Recruitment and Scholarship Committee, an Education and Research Committee, and an Awards Committee. The Board of Trustees may from time to time appoint task forces and may invest such task forces with such powers as it may deem fit. All committees shall keep regular minutes of their meetings and shall report the same to the Board of Trustees at its next meeting.

Section 2. Appointment of Committees, Task Forces, and their Respective Chairs
The appointment of all committee and task force members other than those of the Executive Committee shall be made by the Governance Committee. The Chairs of these committees other than those of the Executive Committee and Governance Committee will be appointed by the President of the Foundation.

Section 3. Executive Committee
The President shall appoint an Executive Committee consisting of a maximum of five (5) members. These members shall be the President, the President-elect and the Treasurer of the Foundation, two (2) additional members from either the Board of Trustees or from the Officers, and a representative of the University. The immediate past President of the Foundation shall serve as an ex-officio member of the Executive Committee for two (2) years with the right to vote. The President of the Foundation will be the Chair. The Executive Committee shall exercise the authority of the Board of Trustees in the management of the Foundation between meetings of the Board. It shall serve as the
planning committee of the Foundation with responsibility for the coordination of committee activities and the planning of the growth of the Foundation.

Section 4. Financial Statements

A. The Paper Technology Foundation has a fiduciary relationship with Western Michigan University and the Foundation financial information is discretely and fully presented to Western Michigan University as part of the fiduciary relationship. The fiscal year financial statement shall be a part of the annual foundation report.

B. The Board of Trustees can elect to constitute an audit committee as a standing committee. The Board can also elect to have an audit performed by a public accounting firm.

Section 5. Governance Committee
The Governance Committee is responsible for ongoing review and recommendations to enhance the quality and future viability of the Board of Trustees. The work of the Committee revolves around the following five major areas:

A. Board Roles and Responsibilities
• Leads the Board in regularly reviewing and updating the Board statements of its roles and areas of responsibility and what is expected of individual Board members.
• Drafts the organization’s mission statement for Board approval.
• Develops Board and staff policy providing guidance for all Foundation operations and Committees.
• Insures that an up-to-date strategic plan is in place.
• Ensures that the Board remains in compliance with the criteria for a 501(c)3 corporation.
• Assists the Board in periodically updating and clarifying primary areas of focus for the Board, and helps shape the Board's agenda for the next year or two based on the strategic plan.

B. Board Composition
• Leads in assessing current and anticipated needs related to Board composition, determining the knowledge, attributes, skills, abilities, influence, and access to resources the Board will need to consider in order to accomplish future work of the Board.
• Develops a profile of the Board as it should evolve over time.
• Identifies potential Board member candidates and explores their interest in availability for Board service.
• Nominates individuals to be elected as members of the Board.
• In cooperation with the Board Chair, contacts each Board member to assess his or her continuing interest in Board membership and term of service, and works with each Board member to identify the appropriate role he or she might assume on behalf of the organization.

C. Board Knowledge
• Designs and oversees the process of Board orientation, including gathering information
prior to election as Board member and information needed during an early stage of Board service.

- Designs and implements an ongoing program of Board information and education.
- Insurers that the Board has awareness of the organization’s financial status at all times.

D. Board Effectiveness

- Initiates periodic assessment of the Board's performance.
- Provides ongoing counsel to the Board Chair and other Board leaders on the steps they might take to enhance Board effectiveness.
- Regularly reviews the Board's practices regarding member participation, conflict of interest, and confidentiality, and suggests improvements as needed.
- Periodically reviews and updates the Board's policy guidelines and practices.

E. Board Leadership

- Takes the lead in succession planning, taking steps to recruit and prepare for future Board leadership.
- Nominates Board members for election as Board Officers.

The Governance Committee shall consist of five members of the Board of Trustees and the Managing Director of the Foundation. The Governance Committee will have a Chairman and Co-Chairman nominated and elected by the Board of Trustees. The Board of Trustees shall appoint this Governance Committee. The Committee shall nominate a President,
Vice President, Secretary, Treasurer, and members of the Board of Trustees to fill vacancies. The Governance Committee shall notify the President of such nominations, so that the notice of the annual meeting may contain a list of such nominations. Other nominations for the same positions may be submitted in writing at least two (2) weeks prior to the meeting but not less than seven (7) members of the Board of Trustees must promulgate these nominations.

Section 6. Education and Research Committee
The Education and Research Committee shall consist of a Chair, five (5) or more other members, and the Chair of the Department of Chemical and Paper Engineering. This committee shall advise Western Michigan University concerning the academic matters of the paper engineering program of the Department of Chemical and Paper Engineering. It shall further determine at suitable intervals the relevancy of the educational programs of the Department to the needs of the forest products industry. It shall also make recommendations to the Department for research projects to be carried out in the Department.

Section 7. Recruitment and Scholarship Committee
This Committee shall consist of a Chair, five (5) or more other members, the Recruitment and Outreach Specialist including a representative of the Department of Admissions of Western Michigan University, and the Chair of the Department of Chemical and Paper Engineering. It shall plan and execute a program for obtaining highly qualified students for enrollment in the paper program of the Department of Chemical and Paper Engineering and to administer; scholarships, grants, and loans to the students selected by this Committee.

Section 8. Awards Committee
This Committee shall consist of a Chair, the Managing Director and three (3) or more other members, one (1) of whom will be past recipients of the Hall of Fame Award and two (2) from the Executive Committee. This Committee shall submit to the Board of Trustees for approval the slate of nominees as appropriate for the awards as defined in Article XIV.

ARTICLE IX
LIABILITY INSURANCE

Section 1. Liability Insurance
The Corporation shall have the power to purchase and maintain insurance (including insurance issued by an affiliated insurer and insurance for which premiums may be adjusted retroactively, in whole or in part, based upon claims experience, or similar arrangements and may also create a trust fund or other form of funded arrangement) on behalf of any person who is or was a Trustee, Officer, employee, or agent of the Corporation, or is or was serving at the request of the Corporation as a Trustee, Officer, employee or agent of another corporation, business corporation, partnership, joint venture, trust or other enterprise against any liability asserted against the person and incurred by the person in any such capacity or arising out of the person’s status as such, whether or not the Corporation would have the power to indemnify the person against such liability under the provisions of the Michigan Nonprofit Corporation Act ("MNCA") as amended.

ARTICLE X
INDEMNIFICATION OF OFFICERS, TRUSTEES, EMPLOYEES AND AGENTS
Section 1. Indemnification of Trustees and Officers: Claims by Third Parties.
The Corporation shall, to the fullest extent authorized or permitted by the Michigan Nonprofit Corporation Act or other applicable law, as the same presently exists or may hereafter be amended, indemnify a Trustee or Officer (the party to a threatened, pending, or completed action, suit, or investigation and whether formal or informal, other than an action by or in the right of the Corporation, by reason of the fact that he or she is or was a Trustee, Officer, employee, or agent of the Corporation, or is or was serving at the request of the Corporation as a Trustee, Officer, partner, employee, or agent of another foreign or domestic corporation, business corporation, partnership, joint venture, trust, or other enterprise, whether for profit or not for profit) against expenses, including attorneys’ fees, judgments, penalties, fines and amounts paid in settlement actually and reasonably incurred by the Indemnitee in connection with the action, suit, or proceeding, if the Indemnitee acted in good faith and in a manner the Indemnitee reasonably believed to be in or not opposed to the best interests of the Corporation or members, and with respect to any criminal action or proceeding, if the Indemnitee had no reasonable cause to believe the conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction or upon a plea or nolo contendere or its equivalent, does not, of itself, create a presumption that the Indemnitee did not act in good faith and in a manner which the Indemnitee reasonably believed to be in or not opposed to the best interests of the Corporation or its members, and, with respect cause to believe that the conduct was unlawful.

Section 2. Indemnification of Trustees and Officers: Claims Brought by or in the Right of the Corporation
The Corporation shall, to the fullest extent authorized or permitted by the Michigan Nonprofit Corporation Act or other applicable law, as the same presently exists or may hereafter be amended, indemnify a Trustee or Officer (the “Indemnitee”) who was or is a party to or is threatened to be made a party of a threatened, pending, or completed action or suit by or in the right of the Corporation to procure a judgment in its favor by reason of the fact that the Indemnitee is or was a Trustee, Officer, partner, employee, or agent of the Corporation, or is or was serving at the request of the Corporation as a Trustee, Officer, partner, employee, or agent of another foreign or domestic corporation, business corporation, partnership, joint venture, trust or other enterprise, whether for profit or not, against expenses, including actual and reasonable attorneys’ fees, and amounts paid in settlement incurred by the person in connection with the action or suit, if the Indemnitee acted in good faith and in a manner the Indemnitee reasonably believed to be in or not opposed to the best interests of the Corporation or its members. However, indemnification under this Section shall not be made for a claim, issue, or matter in which the Indemnitee has the extent that the court in which action or suit was brought has determined upon application that, despite the adjudication of liability but in view of all circumstances of the case the Indemnitee is fairly reasonably entitled to indemnification for the expenses which the court considers proper.

Section 3. Actions Brought by the Indemnitee
Notwithstanding the provisions of Sections 1 and 2, the Corporation shall not indemnify an Indemnitee in connection with any action, suit, proceeding, or claim, (or part thereof) brought or made by such Indemnitee, unless such action, suit, proceeding, or claim (or part thereof) (i) was authorized by the Board of Trustees of the Corporation, or (ii) was brought or made to enforce
this Article and such Indemnitee has been successful in such action, suit, proceeding, or claim (or part thereof).

Section 4. Approval of Indemnification
An indemnification under Section 1, 2 or 3 hereof, unless ordered by a court, shall be made by the Corporation only as authorized in the specific case upon a determination that indemnification of the Indemnitee is proper in the circumstances because the Indemnitee has met the applicable standard of conduct set forth in Sections 1, 2 and 3. This determination shall be made in any of the following ways:

A. By a majority vote of a quorum of the Board consisting of Trustees who were not parties to the action, suit, or proceeding.

B. If the quorum described in subdivision (a) is not obtainable, then by a majority vote of a committee of Trustee who are not parties to the action. The committee shall consist of not less than two (2) disinterested Trustees.

C. By independent legal counsel in a written opinion.

D. By the members.

Section 5. Advancement of Expenses
Expenses incurred in defending a civil or criminal action, suit, or proceeding described in Sections 1, 2 or 3 above shall be paid by the Corporation in advance of the final disposition of the action, suit, or proceeding upon receipt of any undertaking by or on behalf of the Indemnitee to repay the expenses if it is ultimately determined that the Indemnitee is not entitled to be indemnified by the Corporation. The undertaking shall be by unlimited general obligation of the person on
whose behalf advances are made by need not be secured. In the event the Corporation fails to advance such expenses as required hereunder within thirty (30) days of the request therefore, the Indemnitee shall be entitled also to collect interest thereon at the rate of 5% per annum from the date of the request.

**Section 6. Partial Indemnification**

If an Indemnitee is entitled to indemnification under Section 1, 2 or 3 for a portion of expenses including attorneys’ fees, judgments, penalties, fines, and amounts paid in settlement, but not for the total amount thereof, the Corporation shall indemnify the Indemnitee for the portion of the expenses, judgments, penalties, fines, or amounts paid in settlement for which the Indemnitee is entitled to be indemnified.

**Section 7. Indemnification of Employees and Agents**

Any person who is not covered by the foregoing provisions of this Article and who is or was serving at the request of the Corporation as a Trustee, Officer, employee, or agent of another foreign or domestic corporation, business corporation, partnership, joint venture, trustee, or other enterprise, whether for profit or not for profit, may be indemnified to the fullest extent authorized or permitted by the Michigan Nonprofit Corporation Act or other applicable law, as the same exist or may hereafter be amended, but in the case of any such amendment, only to the extent such amendment permits the Corporation to provide broader indemnification rights than before such amendment, but in any event only to the extent authorized at any time or from time-to time by the Board of Trustees.

**Section 8. Other Rights of Indemnification**

The indemnification or advancement of expenses provided under Sections 1 to 7 is not exclusive of other
rights to which a person seeking indemnification or advancement of expenses may be entitled under the Articles of Incorporation, Bylaws, or a contractual agreement. However, the total amount of expenses advanced or indemnified from all sources combined shall not exceed the amount of actual expenses incurred by the person seeking indemnification or advancement of expenses. The indemnification provided for in Sections 1 to 7 continues as a person who ceases to be a Trustee, Officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of the person.

Section 9. Contract with the Corporation
The right to indemnification conferred in this Article shall be deemed to be a contract between the Corporation and each Trustee or Officer who serves in any such capacity at any time while this Article is in effect, and any repeal or modification of any such law or of this Article shall not affect any rights or obligations then existing with respect to any state of facts then or theretofore existing or any action, suit or proceeding theretofore or thereafter brought or threatened based in whole or in part upon any such state of facts. In the event this article is repealed or modified, the Corporation shall give written notice thereof to the Trustees and Officers and any such repeal or modification shall not be effective for a period of sixty (60) days after such notice is delivered.

Section 10. Application to a Resulting or Surviving Corporation or Constituent Corporation
The definition for “corporation” found in Section 569 of the Michigan Nonprofit Corporation Act, as the same exists or may hereafter be amended, is and shall be, specifically excluded from application to this Article. The indemnification and other obligations of the Corporation set forth in this Article shall be binding
upon any resulting or surviving corporation after any merger or consolidation of the Corporation. Notwithstanding anything to the contrary contained herein or in Section 569 of the Michigan Nonprofit Corporation Act, no person shall be entitled to the indemnification and other rights set forth in this Article for acting as a Trustee or Officer of another corporation prior to such other corporation entering into a merger or consolidation with the Corporation.

Section 11. Definitions
“Other enterprises” shall include employee benefit plans; “fines” shall include any excise taxes assessed on a person with respect to an employee benefit plan; and “serving at the request of the Corporation” shall include any service as a Trustee, Office, employee, or agent of the Corporation which imposes duties on, or involves services by the Trustee, Officer, employee, or agent with respect to an employee benefit plan, its participants or beneficiaries; and a person who acted in good faith and in a manner he or she reasonably believed to be in the interest of the participants and beneficiaries of an employee benefit plan shall be considered to have acted in a manner “not opposed to the best interest of the Corporation or its member” as referred to in Sections 1 and 2. Director and Trustee are used interchangeably.

Section 12. Severability
Each and every paragraph, sentence, term, and provision of this Article shall be considered severable in that, in the event a court finds any paragraph, sentence, term, or provision to be invalid or unenforceable, the validity and enforceability operation, or effect of the remaining paragraphs, sentences, terms or provisions shall not be affected, and this Article shall be construed in all respects as if the invalid or unenforceable matter had been omitted.
ARTICLE XI
MISCELLANEOUS ITEMS

Section 1. Contracts
The Board of Trustees has authorized Officers and the Managing Director to enter into contracts or execute and deliver any instrument in the name of or on behalf of the Foundation.

Section 2. Checks, Drafts, Etc.
All checks, drafts, notes, or orders drawn against Foundation monies held and supervised by Western Michigan University shall be treated by the rules established by Western Michigan University for such accounts.

Section 3. Gifts
The Board of Trustees may accept on behalf of the Foundation any contributions, gifts, bequest, or devises for the general purposes or for any special purposes of the Foundation.

Section 4. Seal
The Board of Trustee shall provide a suitable corporate seal.

Section 5. Annual Audit
The financial affairs of the Foundation are reflected as a component unit of Western Michigan University. Therefore, an audit is not performed. The Paper Technology Foundation is one of four discreetly presented entities that are part of the university’s reporting entity. The 990 shall be presented to the Board of Trustees and elected annually.

Section 6. Antitrust Policy
A. Preface
Meetings of this Foundation bring together representatives of competitive companies within the forest products industry. This policy is to ensure that there is no intent to restrain competition in any manner through such meetings.

Nevertheless, the Executive Committee and the Trustees of the Foundation recognize the possibility that the Foundation and its activities could be seen by some as an opportunity for anti-competitive conduct. For this reason, the Executive Committee has taken the opportunity, through this Statement of Policy, to make clear its unequivocal support for the policy of competition served by the antitrust laws and its uncompromising intent to comply strictly in all respects with those laws.

B. Compliance
It shall be the responsibility of every member of the Foundation to comply with the antitrust laws in all Foundation activities.

Section 7. Endowment
The Foundation endowment shall be managed by the University and the Western Michigan University Foundation (WMUF). It is understood that the assets of the Foundation endowment are commingled with those of the WMUF endowment for investment purposes. However, the Foundation will receive regular accounts of the value of their endowment from the University. In addition, the Trustees from time to time shall appoint one of its own members to the Board of WMUF and said appointee shall serve on the WMUF Investment
Committee with the responsibility of monitoring the Foundation portfolio investment progress.

ARTICLE XII
FISCAL YEAR

The fiscal year of the Foundation shall be from July 1 to June 30.

ARTICLE XIII
NAMED FUNDS AND ENDOWMENTS

Section 1. Named Scholarship Funds
Any corporation, organization, or person making a single scholarship gift to the Foundation, the value of which shall be at the discretion of the Board of Trustees, may be individually recognized by a Named Scholarship Fund. The Foundation shall record this fund in the name elected by the donor, list it in is subsequent annual reports, and appropriately display its name in the office of the Foundation at the University or at another location approved by the Executive Committee. Depending upon the desire of the donor, the use of the principal amount of such a fund may or may not be restricted to investment and the income therefrom be used for a scholarship award to qualified students in the Paper Engineering program of the Department of Chemical and Paper Engineering. TheNamed Scholarship Fund may be initiated on the basis of a gift and a pledge to complete the fund in five (5) years or less.

Section 2. Named Endowment Funds
Any corporation, organization, or person making a gift of $30,000 or more other than dues to the Foundation shall be individually recognized as a contributor to the
Paper Technology Foundation Endowment Fund. The names of the contributors to this fund shall be permanently inscribed in the records of the Foundation and listed as such in each of its annual reports. The income from this fund shall be used at the discretion of the Board of Trustees to promote the objectives of the Foundation, or as directed by the donor.

**Section 3. Endowed Professor**

Any corporation, organization, or person making a gift of $10,000 or more will be recognized as a contributor in the annual report. The contribution will be co-mingled into a single endowment to fund the professorship and will be named the Dr. Raymond L. Janes Endowed Professor.

**Section 4. Direct Scholarship Support**

Any corporation, organization, or person making a gift intended solely for immediate and complete scholarship support shall be individually recognized in the annual report.

**Section 5. Designated Scholarship**

Any fund or scholarship contributor referred to in Section 1, 2, 3 or 4 who supplies the major portion of an individual scholarship may designate the recipient of the scholarship in accordance with Foundation policy established for this purpose provided that the method of designation not be restrictive as defined by applicable state and federal laws.

**ARTICLE XIV**

**AWARDS**

The Board of Trustees may, with not more than one (1) dissenting vote of the members present at the regular
meeting or at any meeting called for such purposes, confer the following awards for the designated reasons.

Section 1. Hall of Fame Award
The Hall of Fame Award, the Foundation’s highest honor, may be bestowed on an individual in recognition of long and distinguished service in achieving the objectives of the Foundation. Lifetime membership in the Foundation is conferred to the recipient of this award.

Section 2. Honor Award
An Honor Award may be made to an individual whose contribution to the forest products industry and interest in the Foundation has enhanced the reputation of the Department of Chemical and Paper Engineering for training young men and women to enter the industry.

Section 3. Foundation Fellow
The title of Foundation Fellow may be conferred to an individual who has distinguished himself/herself through service to the Foundation or to the Department of Chemical and Paper Engineering. The recipient of this award must be, or have been a member of the faculty or staff of the Department of Chemical and Paper Engineering; or a member of the faculty or staff of Western Michigan University; or either is serving or has served as a member of the Foundation or as the representative for a member of the Foundation.

Section 4. Outstanding Senior
The Outstanding Senior Award may be made to a senior student in acknowledgement of exemplary leadership contribution. The student shall have made a valuable commitment to his/her fellow paper engineering students at Western Michigan University through years of participation with WMU’s Ts’ai Lun/TAPPI Student Chapter. The student’s positive and professional
engagement with industry representatives and students shall have contributed to the benefit of future WMU Paper Engineering Graduates.

ARTICLE XV
AMENDMENTS

These Bylaws may be amended, added to, altered, or repealed in whole or in part by a majority of the members of the Foundation present any regular or special meeting called for such purpose.
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Revised October 2007.
Revised October 2012.
Revised and reprinted October 2015.
Revised October 2021.
Revised and reprinted October 2022.
PROPOSAL:  Revised Bylaws for the Paper Technology Foundation

Background
Pursuant to Article III, Section 2.D of its bylaws, the power to adopt the bylaws of entities related to Western Michigan University is reserved to the Board of Trustees. The Paper Technology Foundation (“PTF”) was established in 1958 by the pulp and paper industry to recruit capable students who wish to pursue careers in the industry; to form a partnership with Western Michigan University that provides the necessary resources to educate and train those students; and to establish a scholarship program to assist students financially during their college years.

On October 18, 2022, the PTF Board of Trustees approved revisions to its bylaws. The bylaws were last revised in October 2021.

The noteworthy changes to the bylaws include the following additions and/or revisions:

- Increasing the PTF Board of Trustee membership from a maximum of thirty-six (36) to a maximum of forty-six (46) members. See Article VI, Section 1 on page 9 of the attached document.

The PTF Board of Trustees recommends the WMU Board of Trustees approve the revised bylaws of the Paper Technology Foundation.

Recommended Action
It is recommended the Board approve revisions to the Paper Technology Foundation bylaws as provided on the attached document.
PROPOSAL:  Revised Western Michigan University Board of Trustees Meeting Dates for 2023

Background
The following dates have been vetted through the University Calendar, Religious Holiday Observances, Executive Leadership, and Trustee availability.

Thursday, January 26th
Thursday, March 23rd
Thursday, April 27th
Thursday, June 29th
Thursday, September 28th
Thursday, November 30th

Recommended Action
It is recommended the Board approve the revised Board of Trustees meeting dates for 2023.
PROPOSAL:  Annuity and Life Income Funds

*Additional materials can be obtained through the Board of Trustees Office.
PROPOSAL: Operating Cash Accounts

*Additional materials can be obtained through the Board of Trustees Office.