

APPROVED

MORAIN VALLEY COMMUNITY COLLEGE 9000 West College Parkway Palos Hills, IL 60465

The Governing Board of Moraine Valley Community College, District No. 524, Special Meeting/Board Retreat, was held on Monday, August 4, 2025, in Building D, Board Room D219, 9000 West College Parkway, Palos Hills, Illinois, 60465.

I. CALL TO ORDER/PLEDGE OF ALLEGIANCE

Chair Beth McElroy Kirkwood asked meeting attendees to rise and join her in reciting The Pledge of Allegiance. The meeting was called to order by Chair Beth McElroy Kirkwood at 6:00 p.m.

II. ROLL CALL

Present: Beth McElroy Kirkwood, Chair; Walter Fronczek, Patricia Joan Murphy; Jaclyn O'Day (Virtually present at 5:01 p.m.); Diane Shaar; Tracy M. Sullivan; Eileen Kerlin Walsh

Absent: Garrett Weigel, Student Trustee

Chair McElroy Kirkwood requested anyone calling in to state their name when speaking or making a motion for the record. She also asked those not speaking to keep their devices on mute.

III. GENERAL DISCUSSION OF MATTERS RELATING TO THE SHORT- AND LONG-TERM FUTURE OF THE COLLEGE

Dr. Pamela J. Haney introduced Dominick Demonica, Principal Architect of Demonica Kemper Architects to present the Facilities Master Plan Update.

- Facilities Master Plan Presentation: Dr. Haney invited Dominick Demonica of Demonica Kemper Architects to provide an update on the Facilities Master Plan. Mr. Demonica began his presentation explaining that the Facilities Master Plan is a long-term strategic document developed after receiving input from a wide range of stakeholders. He said the most critical aspect of the Facilities Master Plan is to provide a vision for the future of the college that aligns with the college's strategic plan. Mr. Demonica presented a space utilization analysis that evaluated classroom usage based on weekly room hours,

occupancy rates, and square footage per student station. Mr. Demonica presented photos of the existing work areas for programs, along with the current square footage needed, based on requests from focus group meetings. Based on the space analysis, it was determined that additional space totaling approximately 53,000 net square feet is needed for Automotive Technology, Welding, HVAC/Refrigeration, Fire Science/EMS, and Automation and Engineering Technology. To support these programs, Mr. Demonica presented a proposal for the development of a new Career and Technical Education (CTE) facility totaling approximately 94,000 square feet on the property east of 88th Avenue and potential renovations of Building T. Mr. Demonica explained the conceptual campus development plan and provided maps and visuals which displayed the new CTE building, a mock town, fire tower and hazardous material training, and the creation of competition and recreational soccer fields. He also provided photos and plans of similar buildings constructed at other community colleges in Illinois.

Vice Chair Murphy asked if there had been any feedback regarding the potential burn tower in the conceptual plan. Mr. Demonica said there has not been any feedback yet and noted the burn tower could potentially be relocated if necessary. Vice Chair Murphy asked how the cost of the conceptual CTE building compares to recent construction projects at other community colleges. Mr. Demonica stated that the Technical Education Center at Waubensee Community College is likely the closest comparison. Trustee Sullivan inquired about potential funding sources for the project and asked if other campuses had received state funding for their buildings. Mr. Demonica explained that some colleges received state funding, while others had funded new buildings internally. Trustee O'Day noted that McHenry County College created a dedicated space for the study of Artificial Intelligence. Trustee O'Day then asked whether there had been any recent discussions about potential funding with the Capital Development Board (CDB). Dr. Haney stated the CDB had awarded the college \$43 million for renovations in Buildings A, B, and L, and discussions are ongoing regarding how that funding will be implemented. She emphasized that the funds already have been allocated and cautioned that changing the project could result in a lower ranking on the CDB list. Trustee Sullivan asked if the college could redefine the project while still maintaining the current position on the list. Dr. Haney explained that any redefinition would likely result in the college losing its current ranking. Dr. Dammon, vice president of

Administrative Services, noted that the CDB has not published a list in the past four years. He said that the college has likely moved up in priority over time, but final decisions on project funding rest with the state. Dr. Dammon stated that simply resubmitting the proposal as an entirely new project would not align with the CDB's process. Trustee O'Day shared that she had served in a leadership role with the CDB for several years. She offered to have a more in-depth discussion about the process. Trustee Sullivan asked if the potential new building would require review by utility providers. Mr. Demonica said utility coordination would be required and noted that it is part of the conceptual plan and timeline. Trustee O'Day asked whether workforce trends and in-demand jobs had been taken into account in the planning process. Dr. Nagle confirmed that, according to the space utilization study, the programs being considered are projected to grow over the next decade at rates that are average or above average. Trustee O'Day then asked whether any of these programs might be affected by advancements in AI-related technologies. Dr. Nagle responded that the programs in question are primarily hands-on and are less susceptible to disruption from AI. He added that while AI may influence instructional methods, the nature of these jobs makes them less likely to be replaced by automation. Trustee Fronczek stated that workforce needs are constantly evolving and noted that not every program on the list may ultimately be implemented. Trustee Shaar inquired about the planned land survey for the new building within the conceptual timeline. Mr. Demonica responded that the study would need to be completed soon, but the exact timeline would depend on the direction chosen by the Board.

Trustee Sullivan asked what is needed from the Board to move the project forward. Dr. Haney stated that the goal is to bring a conceptual proposal back to a regular meeting of the Board for approval. She noted that an additional meeting may be necessary to discuss the next steps and potential funding sources. Mr. Demonica stated that a more detailed document would be prepared and emphasized that the current plan is centered on the construction of a new CTE building. Trustee Sullivan asked what the estimated cost would be for the new building. Mr. Demonica stated it was approximately \$98 million. Trustee Sullivan asked what the plan would be if the Board chose not to move forward with the new building. He said if the Board decides not to move forward with the new building, the overall plan will need to be revised, and the steering committee would need to reconvene to

reassess the direction. The Board thanked Mr. Demonica for his presentation.

The Board thanked Mr. Demonica for his presentation. The Board took a brief break at 6:28 p.m. and returned at 6:40 p.m. Dr. Haney invited Dr. Mary Spilde, consultant of the Association of Community College Trustees, to lead the Board policy discussion.

- Board Policy Discussion Facilitated by Dr. Mary Spilde, Consultant of the Association of Community College Trustees (ACCT), with Representation by Jim Reed, executive director of the Illinois Community College Trustee Association (ICCTA): Dr. Spilde said she is pleased to represent ACCT during the Board policy discussion and noted she understood the Board has invested significant time in the project to review the Board Policy Manual. She said the goal of the discussion was not to approve the policies, but to bring them as close to approval-ready as possible. Dr. Spilde defined governance as the process by which an elected or appointed body articulates its priorities and expectations through clear directives and policies. She said the ultimate role of the Board is the critical task of ensuring that an institution fulfills its mission of providing accessible, high-quality education to its communities. Dr. Spilde discussed the Board's role in adopting policies and defined the key responsibilities. She stated that the Board oversees the implementation of policies and ensures that the college president and staff adhere to them. She noted that the Board defines the strategic direction and mission of the college, ensuring it aligns with the community's needs. She stated the Board delegates responsibilities for developing administrative procedures and executing those policies to the college president and administrative staff. She noted that the Board should regularly review and evaluate the effectiveness of existing policies. Dr. Spilde stated that policy making is a joint effort between the Board and the college president. She said it is essential to recognize the difference between Board policies and the operations of the college, noting that the Board focuses on setting strategic direction, while the administration and staff handle the implementation and management of the college's daily operations.
 - **Board Policy 2120: Policy and Bylaw Development:** During the meeting, Dr. Spilde shared a revised version of Board Policy 2120: Policy and Bylaw Development. Dr. Haney stated that there had been recent recommendations from some Trustees to

modify the policy, and the administration had attempted to revise it. She noted that Kelly Grab, compliance officer, would provide a brief overview of the revised policy.

Ms. Grab said the policy was originally adopted at the Board meeting on November 19, 2024. The policy addresses the process through which policies are developed. She stated that since the project's commencement, there has been feedback regarding the need to ensure the policy is precise before proceeding with the adoption or amendment of other policies. Language regarding first and second readings has been added under policy development. The revised policy states that policies will be placed on the agenda of a regular or special meeting for discussion and shall not be adopted or amended until the subsequent meeting. She said there are certain situations in which the administration may recommend policy updates in an expedited timeline, such as in response to compliance with state/federal law or in response to an emergency. In those situations, the Board may choose to waive a second reading and adopt a policy after only one reading if a majority of the Board agrees to it.

Trustee Sullivan asked if all the policies would come to the Board at a public meeting. Ms. Grab confirmed that the policies would come to the Board at a public meeting. Trustee Sullivan asked if there is an expedited method to approve a policy outside of a regular or special meeting in case of an emergency. Ms. Grab said policy changes must be approved at a publicly held meeting, but the Board could call an emergency meeting to approve a policy. Trustee O'Day said she had just received the policy, virtually a few moments prior, and had not had enough time to review it. Chair McElroy Kirkwood confirmed that the Trustees attending the meeting in person also received the revised policy for the first time during the meeting. Trustee O'Day said she is not ready to say if she is prepared to support the revised policy tonight. Chair McElroy Kirkwood said the Board would not be taking a vote during the retreat. Vice Chair Murphy asked if it is allowable to conduct straw polls to gauge the opinion of Trustees on policies. Dr. Spilde said the first reading is typically the time at which Board members provide their feedback regarding a policy. However, Dr. Spilde said the

Board is not restricted from participating in straw polls if that is something the Board wants to do; straw polls are not specifically mentioned in the policy. Trustee Sullivan asked if edits to policies should be brought to the public meeting for discussion or if they should be sent to the Board Chair ahead of time. Chair McElroy Kirkwood said she would prefer to see the edits ahead of time. Dr. Spilde said it is appropriate to send edits to the Board Chair and president ahead of time so there are no surprises during the regular meetings. Dr. Spilde asked if the Board is receptive to the revisions in the revised policy. Trustee Fronczek said he is glad to see that there are mechanisms in place to allow the Board to expedite policy updates resulting from legal changes. Trustee O'Day asked if the policy should mention the Open Meetings Act and the duties of the Board in this policy. Dr. Spilde said that the Board will be reviewing a policy later that codifies the Board's responsibilities. Attorney Steigauf stated that there is another policy that references the Open Meetings Act. Dr. Spilde said Boards do not have to have every piece of the statute in their policies and typically state that all policies comply with federal and state law. She said it is essential to ensure that policies are accessible and understandable.

Trustee Sullivan asked Dr. Spilde her opinion on the establishment of a subcommittee of the Board focusing on policies. She said she is aware of other community colleges that have policy subcommittees. She asked if that approach might help streamline the process and avoid lengthy public readings during Board meetings. Dr. Spilde said it really depends on the Board's inclination. She said if the Board is open to delegating policy work to a subcommittee and generally supports their recommendations, committees can function effectively. However, if the Board prefers to work collectively on policies as a whole, it might be better to meet as a committee of the whole, so all Trustees have an opportunity to participate in policy review. Dr. Spilde also stated that if the subcommittee undertakes the work of revising policies based on the feedback of certain Trustees, and they are reworked again at a Board meeting, it could lead to extra work for the Board and college employees. She said if other Trustees on the Board want to provide feedback on the policies, then the subcommittee may

quickly have a quorum and become a committee of the whole instead of a policy subcommittee.

Trustee Sullivan asked what other Trustees thought of the potential for a policy subcommittee. Vice Chair Murphy asked who would be writing the policies. Dr. Spilde stated that typically, college staff and legal counsel draft policies for review and approval by the Board. She said Trustees can provide substantial feedback during their reviews, but she has not seen instances where Board members write or rewrite policies. Dr. Spilde stressed that it is essential for the Board to take advantage of staff who are content experts and to work with them to ensure policies meet their needs. Trustee Fronczek said it is an advantage to have college employees who are knowledgeable about content.

Trustee O'Day asked if Attorney Steigauf had reviewed all of the policies that are up for review. Attorney Steigauf said she does not know if she has reviewed all of the policies that were submitted with redlines.

Trustee Sullivan asked if we should have committee of the whole meetings to complete the review of the Board Policy Manual. Chair McElroy Kirkwood said we initially decided to have committee of the whole meetings so all Trustees could provide feedback during the review of the Board Policy Manual. Chair McElroy Kirkwood and Trustee Sullivan inquired whether the policy should specifically state that the college will review policies through committee of the whole meetings. Dr. Spilde stated that the revisions to the policy specify that the college will discuss policy updates during a regular or special meeting. She said the committee of the whole is a special meeting of the Board, so it may not need to be listed specifically. Dr. Spilde recommended that the college continue to utilize committee of the whole meetings as it works through the review of the Board Policy Manual. She said that way, all Trustees will be engaged and involved in the process. She said once the manual is up to date, the college may decide to utilize a policy subcommittee. Trustee Sullivan inquired whether a committee of the whole could serve as a first reading and then be presented to the Board for approval at a regular Board meeting. Dr. Spilde

confirmed that the first reading can be done at a committee of the whole meeting. Attorney Steigauf said we could add language to the policy to specifically include the committee of the whole as an opportunity for a first read of policies.

Dr. Spilde led a discussion on the annotated changes to Board policies submitted by Trustees April 2025 after the conclusion of the committee of the whole meeting on March 18, 2025. Trustee O'Day said it would be helpful to get the policies in writing and said she was under the impression that the Board would not be going through policies line by line during the retreat. Trustee Sullivan also said she was not informed that the Board would be going through the policies line by line during the retreat. She said she was under the understanding that the Board would be discussing best practices in developing policies. Trustee Sullivan added that many of the policies are outdated, and she suggested that if they are not operational policies, they should be identified as such. Dr. Spilde said the Board will not go through the policies line by line. She said she is providing the Board with an opportunity to discuss the changes submitted to the policies so that people feel heard and that their concerns are addressed. Trustee Sullivan said she would have preferred to know that they would be discussing the policy revisions so she could have prepared for the meeting.

- Board Policy 1000: Mission, Vision, and Core Values: Dr. Spilde led a discussion on Board Policy 1000: Mission, Vision, and Core Values. She stated that any changes to these elements should be integrated into the strategic planning process, which should involve a wide range of participants, including faculty, staff, students, and community members, all of whom have a stake in the institution's mission, vision, and values. She recommended not making changes to the policy at this time and instead allowing the revisions to go through the regular strategic planning process. Trustee O'Day said the Board was not included in the process to develop the strategic plan. She said she would be open to ideas and recommendations on how the Board can be more involved in the process. Dr. Spilde said the mission, vision, and core values are not necessarily changed during the strategic planning process. Dr. Haney said the college reviewed its mission, vision, and core values during the strategic planning process but did not make any changes. Dr. Spilde

stated that the Board does have a role in the strategic planning process, but that it may be better placed in a different policy. Trustee Sullivan said she agreed that the Board's involvement with the strategic plan should be stated somewhere in the policy manual. She said she agreed with Trustee O'Day that the Board was not provided an opportunity to be engaged and involved in the strategic planning process. Kelly Grab suggested that the information regarding the Board's involvement in the strategic plan can be included in the policy related to the duties of the Board.

- Board Policy 1100: Freedom of Speech, Expression and Assembly: Time, Place and Manner: Dr. Spilde led a discussion on Board Policy 1100: Freedom of Speech, Expression and Assembly: Time, Place and Manner. She noted this policy was lifted from another section and said there is a revision that would hold Board members to the same standards as students, faculty, and staff. She asked if the Board had feedback on whether or not Board members should be included in the policy. Dr. Spilde said it is important for Trustees to understand that it is clear Trustees are not speaking for the Board and are speaking as individuals, unless authorized by the Board. Trustee O'Day said she submitted the request to include Trustees in this policy and said she does not see any reason why Board members should not be included.
- Board Policy 1110: Guest Speakers: Dr. Spilde led a discussion on Board Policy 1110: Guest Speakers. Dr. Spilde mentioned that many colleges are currently reviewing policies related to guest speakers and noted the importance of having a clear policy in place. Trustee Sullivan asked if the college currently has an operational guideline in effect pertaining to guest speakers. Dr. Ryen Nagle, vice president of Academic Affairs, said there are some operational procedures related to guest speakers. Trustee Sullivan said it is essential to ensure the Board policy aligns with the operational guidelines. Trustee Fronczek inquired whether some of the information from the policy is included in the Student Code of Conduct. Dr. Normah Salleh-Barone, vice president of Student Development, said this information is not in the Student Code of Conduct. She said we want to ensure that students can invite any speakers they wish, as this is their rights,

while also clarifying that the college does not necessarily endorse the views of those speakers. Dr. Haney said the Library has an operational procedure regarding guest speakers that reflects the policy but goes into even greater detail.

- Board Policy 1200: Policy Prohibiting Sex-based Misconduct: Dr. Spilde led a discussion on Board Policy 1200: Policy Prohibiting Sex-based Misconduct. She stated that the bulk of this policy is governed by law and rules established by the Department of Education. Trustee O'Day asked for clarification on the language related to contractors, visitors, and other third parties that are found to engage in prohibited misconduct. She said she felt the information was vague and did not state where and when the misconduct took place, and what the response would be from the college. She asked if there was more information spelled out in an operational procedure. Ms. Grab said the procedures would be specific to the situation and the individual's relationship to the college. Trustee Sullivan said she believes it is vital that contractors are made aware of campus rules to avoid any unnecessary repercussions. She said it is more important to address fraudulent and illegal actions, but it is crucial to include clear definitions of prohibited misconduct and ensure they are communicated and enforced. Dr. Spilde clarified that this particular policy is focused on prohibiting sex-based misconduct on campus.
- Board Policy 2000: Authority: Dr. Spilde led a discussion on Board Policy 2000: Authority. She stated that a Trustee submitted a revision to remove the second paragraph of this policy, which states that a decision by the majority of the Board is binding on the whole. Trustee O'Day asked if Attorney Steigauf had reviewed this policy to see if it aligns with the Illinois compiled statutes. Trustee O'Day said she was unable to find legal citations relative to the policy. Attorney Steigauf said she did not look at the Illinois compiled statutes for this particular policy, but it may be a policy that the Board approves and agrees to abide by. Dr. Spilde said there may not be a specific legal citation that relates to this policy, but it is a typical best practice that once a position is taken, the Board will speak as one voice and not undermine the decision made by their colleagues. She said that does not mean a Trustee's opinion can

be silenced and stressed the importance of Trustees discussing their points of view with their fellow Trustees before a decision is made. Attorney Steigauf said she would conduct research to see if there is a compiled statute that addresses Board governance. Trustee O'Day said she appreciated Attorney Steigauf's investigation and the research. Trustee O'Day said she has additional comments regarding this policy, but would like to wait until Attorney Steigauf can conduct her review.

- Board Policy 2010: Duties of the Board: Dr. Spilde led a discussion on Board Policy 2010: Duties of the Board. Trustee O'Day said she submitted revisions for this policy and noted that she wanted to ensure the policy more specifically outlines the duties of the Board as presented in state statute instead of stating the Board's duties are defined by law. Trustee Sullivan said she agrees that the specific duties Trustee O'Day recommended inserting are important and should be incorporated in the policy. Trustee Fronczek said he believes it may be beneficial for the policy to remain as presented by the administration. He said not all of the specific examples necessarily need to be displayed in the policy. Dr. Spilde said the recommended edits list specific duties that may be included in the statute, but are better delegated as duties of college staff, such as reporting student enrollment data. Jim Reed stressed that Board policies are not required to align perfectly with the state statutes. He said you do not have to list all the duties from the statute in the policy because the policy provides a general sense of what is required from Board members while referencing the statute. Attorney Steigauf said the legal team can review the policy and provide additional recommendations. Trustee Sullivan said she did not see any information in this section regarding financial responsibility and noted that she did not see a policy regarding appointing a college treasurer. Dr. Haney said the policy regarding the appointment of the college treasurer was moved to the Finance section of the Board Policy Manual.
- Board Policy 2020: College Presidential Evaluation: Dr. Spilde led a discussion on Board Policy 2020: College Presidential Evaluation. Trustee O'Day said she made several recommendations to this section based on the Illinois compiled

statutes. Trustee Sullivan stated she supported the revisions submitted by Trustee O'Day. She noted that the revisions included a change in the title of the policy from "College Presidential Evaluation" to "Executive Accountability" and said the Community College Act mandates the title. Trustee Sullivan said the revised version states that the annual performance goals for the president must be clearly defined and presented publicly during a Board meeting. Furthermore, these annual performance evaluations must be taken into account when the Board considers a bonus, raise, or severance agreement with the college president. Trustee O'Day said the revisions she submitted were pulled directly from the statute. Dr. Spilde noted that 90% of the evaluation should be based on the annual goals provided by the Board. Dr. Spilde also emphasized the importance of openly discussing the goals during a public meeting, as it holds Board members accountable for the established goals and allows the Board and administration to communicate the collective priorities of the institution clearly.

- Board Policy 2100: Trustee Code of Ethics: Dr. Spilde led a discussion on Board Policy 2100: Trustee Code of Ethics. Dr. Spilde noted that there was a request to remove this policy. She said she strongly recommends against removing the policy and said she believes that a code of ethics is more important now than ever. Dr. Spilde said that without a code of ethics, there is a lack of standard behavior, which can undermine public trust. She stressed the importance of a code of ethics, noting that it reinforces transparency and sets clear expectations for ethical governance. She said it also helps protect the college from legal and reputational risks. Dr. Spilde said a code of ethics also is a beneficial tool for onboarding new Board members. Trustee Sullivan noted that the code of ethics is not specifically required by law, but that she does not have an issue with the way it is written. Trustee Shaar said she believes the code of ethics provides clarity and accountability.
- Board Policy 2200: Board Membership: Dr. Spilde led a discussion on Board Policy 2200: Board Membership. She noted that there was a question on this policy regarding the student Trustee providing an advisory vote. She said that although the student member does not have voting rights in

decisions, the advisory role is valuable for sharing student perspectives with the Board. She said she believes retaining the advisory role sends a strong message to students that the Board cares about their input.

The Board discussed when they will meet again to discuss the remaining policies and determined that a future committee of the whole meeting would be scheduled. Trustee O'Day asked that the policy on policies and the governance policy be brought back to the next committee of the whole meeting. Secretary Kerlin Walsh asked Dr. Spilde if there was something the Board could do differently to more efficiently proceed on the policy project. Dr. Spilde said it is essential that all voices are heard, but at a certain point, the Board needs to decide and vote on some version of the policies. She said it may not achieve complete consensus, and she believed the Board has already spent adequate time on these discussions. Secretary Kerlin Walsh asked how Dr. Spilde sees the policy review process happening at other community colleges. Dr. Spilde said the process she typically sees at other community colleges is that the Board provides input to staff and allows the staff to integrate that feedback. She said that in her experience, it is very rare for Trustees to go through policies and mark them up with revisions. She said it is entirely up to the Board to determine how they want to handle policy updates, but generally, the staff handles writing the policies. Dr. Spilde said that, although there are conflicting views, at some point, the Board may need to trust that the staff has listened, conducted their research, sought legal counsel, and come back with what they believe is in the institution's best interest.

IV. AUDIENCE PARTICIPATION

None.

V. ADJOURNMENT

The meeting adjourned at 8:32 PM.