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**DELTA COLLEGE DISTRICT
BOARD OF TRUSTEES SPECIAL MEETING
MONDAY, JANUARY 26, 2009
DELTA COLLEGE BOARD ROOM
2:00 p.m.**

MEMBERS PRESENT (IN PERSON)	R. Emrich, K. Higgs, K. Houston-Philpot, R. Stafford
MEMBERS PRESENT (BY PHONE)	T. Lane, E. Wacksman, K. Lawrence-Webster (partial meeting), E. Selby (partial meeting)
MEMBERS ABSENT	J. MacKenzie
OTHERS PRESENT	J. Goodnow, D. Lutz, A. McClorey McLaughlin, L. Myles-Sanders, A. Ursuy
CALL TO ORDER	Board Chair K. Houston-Philpot called the meeting to order at 2:08 p.m.
PUBLIC COMMENTS	<p>Board Chair K. Houston-Philpot called for comments from the public.</p> <p>K. Higgs stated that he had several comments that he would like to make. Board Chair K. Houston-Philpot reminded K. Higgs that he is not a member of the public and his comments during this time are not appropriate.</p> <p>R. Selby moved to go into closed session with support from K. Lawrence-Webster.</p> <p>K. Higgs said that his comments were related to the proposed closed session for today's meeting.</p> <p>K. Higgs handed out several documents including a demand letter and information regarding the President's Compensation that he intends to distribute to the public.</p> <p>K. Higgs noted that:</p> <ul style="list-style-type: none">• He feels Board Meetings are either regular or special meetings of the Board, and should not be posted as "closed sessions."• He could not find the public notice calendar of Board Meetings for the 2009 year in any of the places he looked on campus.• He feels that the "Michigan Community College Risk Management Authority (MCCRMA) has no contractual duty or obligation to represent this Board." <p>K. Higgs said that he presented the other members of the Board with a demand letter. He said that the purpose of the letter is to formally</p>

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demand that this Board take action to recover monies that were expended to Cummings, McClorey, Davis & Acho, on behalf of MCCRMA who has exceeded the contractual rights and obligations. The letter also demands that the Board take action to recover monies pursuant to portions of the contract of employment of the College President that K. Higgs feels are illegal. Finally, the demand letter states that unless the Board takes action to recover the dollars associated with the alleged illegal actions noted in the letter, Mr. Higgs will represent his client Harlan Vermilya and "others to be named" in a suit against the Board for neglecting to do so. He will also add Cummings McClorey ~~McLaughlin~~ Davis & Acho to the suit.

R. Emrich said that K. Higgs should be ashamed of his actions. R. Emrich said that K. Higgs brought the Board demands and has given the Trustees no time to review the information or prepare to respond.

R. Emrich asked if there had been any correspondence regarding the participation of K. Higgs in the closed session and its posted agenda, discussion of specific pending litigation, Vermilya v. Delta College Board of Trustees at today's meeting. A. McClorey McLaughlin responded that initially K. Higgs agreed not to participate but had recently changed his mind. J. Goodnow reminded K. Higgs that at the January meeting of the Board of Trustees he stated that he would refrain from participating in all closed sessions related to the case of Vermilya v. Delta College Board of Trustees because of his conflict of interest.

Board Chair Houston-Philpot asked L. Myles-Sanders where she stands on this topic. L. Myles-Sanders said that it remains a conflict of interest. A motion for a protective order will have to be filed to prevent him from attending meetings on this topic.

R. Emrich stated, that based on K. Higgs' refusal to recuse himself from the closed session, he would like to recommend a no vote on the motion to go into closed session. Instead he would offer an alternative motion.

R. Emrich moved to direct legal counsel to seek injunctive relief against Higgs being both a member of the board, a plaintiff against the board, and also representing plaintiffs against the board. In addition, R. Emrich moved that the Board retain, through MCCRMA, legal counsel as designated by MCCRMA, and that counsel be authorized by the Board to take any and all appropriate actions to pursue defense against any and all suits by Mr. Higgs or plaintiffs represented by him, and that if deemed necessary and appropriate by Board legal counsel, that the Board enter into suit against Mr. Higgs or any party represented by him. R. Stafford supported the motion.

Board Chair, K. Houston-Philpot called for a roll call vote regarding the
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motion that was made by R. E. Selby to go into closed session.

K. Higgs – No
K. Houston-Philpot – No
R. Emrich – No
R. E. Selby – Abstention
E. Wacksman – Yes
R. Lane – No
K. Lawrence-Webster – Abstention
R. Stafford – No

The motion to go into closed session failed by a vote of 1 in favor, 5 against, and 2 abstaining.

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Board Chair, K. Houston-Philpot called for a vote regarding the motion proposed by R. Emrich.

K. Higgs – No
Kim Houston-Philpot – Yes
R. Selby - Abstention
R. Emrich – Yes
R. Stafford – Yes
E. Wacksman – Yes
K. Lawrence-Webster - Abstention
T. Lane – Yes

The motion passed with a vote of 5 in favor, 1 against, and 2 abstaining.

L. Myles-Sanders noted for the record that the doors of the Board Room were open during the entire meeting.

J. Goodnow noted, in regard to the information that K. Higgs passed out about President's salary comparisons, many inaccuracies exist. She noted that information (such as fringe benefits) has not been listed for all individuals included on the comparison. She also noted that K. Higgs has not done a fair comparison that includes other community college presidents.

K. Houston-Philpot noted that as a person who worked in human resources for many years, that when you do a compensation analysis, you don't compare the compensation of a president of a college to a governor. That's not something you do. You do it by comparison to the same type of position as the individual that you are doing the salary analysis for.

K. Higgs said that he asked for the comparison information and has not received it. A. McClorey McLaughlin responded that Mr. Higgs did not receive the information because this matter is in litigation and those

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are specific subjects of that litigation. She noted that from this point forward, if Mr. Higgs would like to request information regarding the case of Vermilya v. the Delta College Board of Trustees, he can request it from her. A. McClorey McLaughlin added that she will provide the information if it's appropriate, relevant and discoverable. Other than that, she added that Mr. Higgs is not entitled to contact any of the board members, any of the administrative staff or anybody associated with Delta College pertaining to related to any matter pertaining to these actions that he has filed, on his own behalf and on behalf of other persons.

ADJOURNMENT

T. Lane moved to adjourn the meeting. R. Emrich seconded the motion. There being no further business, Board Chair Houston-Philpot adjourned the meeting at 2:46 p.m.

Respectfully submitted,

Leslie Myles-Sanders, Board Secretary

Andrea Ursuy, Recording Secretary

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