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Power plays, petty politicking plague MSU board



Todd McInturf / The Detroit News

Renee Knake Jefferson is warning some fellow MSU trustees against publicly releasing the report on Sanjay Gupta's ouster as business dean.

It's not going according to plan inside the Michigan State University boardroom.

Roughly six months after then-Provost Teresa Woodruff ousted Broad College of Business Dean Sanjay Gupta for failing to report a professor for alleged sexual misconduct, the aftershocks still are reverberating among MSU's trustees — including pressure tactics to change votes and thinly veiled suggestions from within the board to at least one board mem-



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ber that Gov. Gretchen Whitmer could take steps to remove fellow trustees if they don't. The goal, according to four sources familiar with the situation: to sanitize, if not block from public view, a million-dollar report by Los Angeles-based Quinn Emanuel Urquhart &

Sullivan LLP into the university's Title IX processes and the circumstances surrounding Gupta's dismissal by Woodruff, now interim president and the favorite of a two-member faction on the board to become MSU's permanent president. The trustees voted 8-0 at their February meeting to release the report.

This has Michigan State dysfunction written all over it: petty politicking over high-level decisions that could affect MSU's reputation, leadership and ability

to attract talent; strong-arming of key trustees by aides close to the governor, and other ranking Democrats, to elect Renee Knake Jefferson, a close personal friend of Whitmer, chair of the eight-member board; efforts to soften or block release of a report whose findings could tarnish Woodruff, undermine her bid for the MSU presidency and further highlight the school's bureaucratic ineptitude.

Instead, trustees voted 5-3 in January to elect Rema Vassar, a

Wayne State University professor specializing in educational leadership, to chair the board. The result effectively shifts the locus of power inside the boardroom to Metro Detroit from the insular East Lansing club whose members' greatest accomplishment is the endless cavalcade of scandal, litigation, costly investigations and good ol' butt-covering.

Probably not what the governor had in mind for the direction

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of the Michigan State boardroom or for her good friend Knake Jefferson (a one-time neighbor in East Lansing) and her would-be leadership of the trustees.

Whitmer officiated Knake Jefferson's 2020 wedding at the Governor's Residence on Mackinac Island, as reported at the time by the New York Times.

Trustees who responded to The Detroit News declined to discuss the board machinations, the Gupta ouster or the looming release of the Quinn Emanuel report on the record. In a statement, a spokesperson for the governor, Bobby Leddy, said removal of trustees is "not under consideration" and added: "The success of the university relies on the success of the president, board and everyone in a position to move the university forward. The board is a publicly elected body and collectively they are accountable to Michiganders." Knake Jefferson did not respond for comment.

No, Vasser's election and release of the Quinn Emanuel report isn't the plan for some trustees — but it is reality. So is Gupta's lawsuit against Woodruff, the university and others alleging defamation and a plot to remove him as a rival for the MSU presidency. The filing in federal court in Grand Rapids is slowing release of Quinn Emanuel's work, according to four sources familiar with the situation, and any potential liability could be used as a legal pretext to reverse the board's unanimous vote to release the probe into Gupta's dismissal as dean.

That won't fly with a majority of the trustees, the sources say, even if the Gupta lawsuit potentially expands the university's financial liability. One caution being weighed by some trustees is whether releasing the Quinn Emanuel report risks piercing attorney-client privilege, effectively arming Gupta's counsel with information to wield against Woodruff and MSU.

Reinstating Gupta as dean — highly unlikely, even before the lawsuit — would be the least expensive option for MSU. Had settlement talks with Gupta reached agreement, a likely condition would have been keeping the Quinn Emanuel report confidential. But the negotiations failed, the lawsuit was filed and now facts surrounding the case likely will be made public over the long course of litigation and any potential trial.

At the center of this swirling morass is Woodruff, a fiercely ambitious academic who made no secret of her desire to become



Photos by Todd McInturf / The Detroit News

MSU Trustee Rema Vassar prevailed in a split 5-3 vote over Renee Knake Jefferson to chair the eight-person board.

a university president in East Lansing or somewhere else. She got her chance last year when former President Samuel Stanley quit in exasperation. She moved quickly (moving into Cowles House, the president's campus home, for example) to signal her presence as Michigan State's leader.

In a Big Ten university that's seen five presidents in as many years, the hunger for stability at the top is understandable and necessary. Yet to would-be candidates for the MSU presidency, the revolving door at the Hannah Administration Building and continual battles between the president, the trustees and among the trustees amount to an emphatic warning to stay away.

Enter Woodruff. Early in discussions to replace Stanley, a faction of the board including trustees Knake Jefferson and Dianne Byrum touted stability and pushed unsuccessfully to appoint Woodruff to serve the two remaining years of Stanley's contract, evaluate her performance as CEO and then decide whether to mount a national search or sign Woodruff to a new contract, according to two sources close to the situation. Instead, she was appointed interim and the board is moving to engage John Isaacson at Isaacson, Miller Inc. — a Boston-based executive search firm specializing in higher education — to organize a national search.

But an obstacle to the MSU presidency looms for Woodruff: Quinn Emanuel's report on the ouster of Gupta. That's why three sources say a faction led by Knake Jefferson — a law professor and Doherty chair in legal ethics at the University of Houston Law Center — is using the liability exposure potentially created by the former dean's lawsuit to urge reconsideration of the vote to release the report, including suggestions that Whitmer could remove trustees for failing to exercise their "duty of care."

The legal concept, according to Cornell Law School, holds that "directors and/or officers of a corporation" make decisions "that pursue the corporation's interests with reasonable diligence and prudence." The point



The report over Sanjay Gupta's ouster looms over interim leader Teresa Woodruff's bid for the MSU presidency.

being that trustees who vote to release a report that could expand MSU's liability in the Gupta case arguably would not be exercising their implied "duty of care," exposing them to potential removal.

In Michigan, that's neither easy nor private. Under Michigan Compiled Laws Section 168.293, the governor is empowered "to examine into the condition" of public university board members, among other public officials, "and to remove from office for gross neglect of duty or for corrupt conduct in office, or any other misfeasance or malfeasance."

Anyone under scrutiny "shall be served with a written notice of the charges against him and be afforded an opportunity for a public hearing conducted personally by the governor." In other words, a spectacle. Remember former Gov. Jennifer Granholm's 2008 hearing to remove disgraced former Detroit Mayor Kwame Kilpatrick?

And what would be the alleged justification for removing trustees who followed through on their unanimous vote to release the report, as demanded by business school donors, professors and students who support Gupta and appear to believe his punishment is not proportional to the alleged infraction? Burying the facts to protect the interim president and strengthen her bid for the permanent job?

That won't fly, even at MSU. The school needs more transparency, not less; governing trustees committed to overseeing management, not negotiating contracts and managing day-to-day affairs; politicians and influential staffers who respect the independence of an elected board instead of using it to wield undue influence through friends and cronies.

Michigan State faculty and staff, students and alumni deserve better. When and if they'll get it from a reconfigured board of trustees and new leadership is an open question. The past does not instill confidence.

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