

**CHARTER
OF
THE MILLS INSTITUTE**

**ARTICLE 1
BACKGROUND**

Section 1.1 Merger. Mills College (“Mills”) merged with and into Northeastern University (“the University”) on June 30, 2022. The legacy and mission of Mills shall be preserved through, among other things, the creation of The Mills Institute (“the Institute”).

Section 1.2 Mills Mission. Mills’ mission prior to the merger was the following: “Mills is an independent liberal arts college for women and gender nonbinary students with graduate programs for all genders. The College educates students to think critically and communicate responsibly and effectively, to accept the challenges of their creative visions, and to acquire the knowledge and skills necessary to effect thoughtful changes in a global, multicultural society.” The University will continue to honor that mission through the enduring educational and research work at the Mills campus that will be conducted by the Institute and the University.

Section 1.3 Institute Mission. The mission of the Institute shall reflect a commitment to the advancement of women’s leadership and gender and racial justice through programs and partnerships that support transformative teaching and learning, career development for women, gender non-binary individuals, and historically marginalized racial and ethnic communities, and research that supports or is otherwise related to those activities and goals.

**ARTICLE 2
PURPOSE, MISSION, AND VISION STATEMENT**

Section 2.1 Purpose. The Institute was established on June 30, 2022. The Institute’s purpose shall be to further the legacy and mission of Mills through programming and community engagement geared toward women’s leadership, racial and gender equity, and student success.

Section 2.2 Mission. The Institute’s Mission is the following: “The Mills Institute is committed to the advancement of gender and racial justice through programs and partnerships that support transformative teaching and learning, research, and career development for women, gender non-binary individuals, and historically marginalized racial and ethnic communities.” This mission is expected to endure. However, over time, the Mission may be modified by recommendation of the Institute’s Advisory Board to the University, or at the initiative of the University, in each case in consultation with the other, consistent with the University’s administration of its other colleges and institutes.

Section 2.3 Vision Statement. The Institute’s Vision Statement is the following: “Building on the legacy of Mills College, the Mills Institute strives to meet changing educational needs in higher education and research issues related to gender and racial justice and the advancement of women, gender non-binary individuals, and communities of color.” The Vision Statement may be modified by recommendation of the Institute’s Advisory Board to the University, or at the

initiative of the University, in each case in consultation with the other, consistent with the University's administration of its other colleges and institutes.

ARTICLE 3 LOCATION AND OFFICES; FACILITIES

Section 3.1 Principal Location and Offices. The principal location and offices of the Institute shall be located at the Mills campus, 5000 MacArthur Boulevard, Oakland, CA 94613. Additional locations and offices at other Northeastern University campuses may be established.

Section 3.2 Primary Facility. The Institute's operations shall be headquartered initially in Mills Hall on the Mills campus.

Section 3.3 Additional Facilities. In connection with its programs and activities, the Institute shall have access to facilities on the Mills campus for Institute programs.

ARTICLE 4 GOVERNANCE STRUCTURE

Section 4.1 Advisory Board. The Institute Advisory Board shall be a non-fiduciary body charged by the University administration with the responsibility for advising and guiding the Institute with respect to its initiatives, programs, and activities. Additional details regarding the Advisory Board are outlined in **Article 5, Advisory Board.**

Section 4.2 Executive Director. The Executive Director will report to the President of Mills College at Northeastern University (the "College") (or in the absence of an administrator with that title, the most senior administrator on the Mills campus), who will report on the business and affairs of the Institute to the Provost of the University.

Section 4.3 Leadership Council. A Leadership Council shall be appointed to serve as ambassadors for the Institute, generating awareness, resources and support for Institute programming and initiatives. Additional details regarding the Leadership Council are outlined in **Article 6, Leadership Council.**

ARTICLE 5 ADVISORY BOARD

Section 5.1 Responsibilities. The Advisory Board shall advise and guide the Institute in the fulfillment of its mission, including with respect to the Institute's vision, policies, and programming, administration, and budget, with the understanding that the University has ultimate authority with respect to the budget and operations of the Institute.

Section 5.2 Number and Term. The number of individuals that shall constitute the entire Institute Advisory Board shall be at least seven (7). Advisory Board members shall serve for a term of three (3) years, which shall be staggered at the outset so that at least three members shall have terms of two years.

Section 5.3 Inaugural Members. The inaugural members of the Advisory Board shall be appointed by the President of the University from nominees provided by the President of Mills. The Executive Director shall serve as an ex officio member of the Advisory Board.

Section 5.4 Future Members. With the exception of the Executive Director, who shall be appointed by the President of the College as described in Section 8.1 below, future members of the Advisory Board shall be appointed in accordance with the practices utilized by other colleges and institutes at the University.

Section 5.5 Vacancies. Any vacancy occurring on the Advisory Board shall be filled in accordance with the practices utilized by other colleges and institutes at the University.

Section 5.6 Resignation and Removal. Any Advisory Board member may resign, or be removed by the President of the University or the President of the College, at any time. Any such resignation shall be made in writing and shall take effect at the time specified therein, or if no time is specified, at the time of its receipt by the President of the College.

Section 5.7 Annual and Regular Meetings. An annual meeting of the Advisory Board shall be held on such date and at such place as shall be determined by the Advisory Board and designated in the notice of the meeting. The Advisory Board may provide by resolution the date, time and place for the holding of regular meetings, other than the annual meeting of the Advisory Board, without other notice than the resolution.

ARTICLE 6 LEADERSHIP COUNCIL

Section 6.1 Affiliation. Leadership Council members shall include local leaders from Oakland and the broader East Bay area, as well as national figures renowned in the fields of women's leadership, race and gender equity and justice, and progressive education.

Section 6.2 Number and Term. The number of individuals that shall constitute the entire Leadership Council shall be at least eight (8). The Leadership Council members shall serve for a term of two (2) years. Inaugural members of the Leadership Council shall serve for staggered terms.

Section 6.3 Appointment. The inaugural members of the Institute Leadership Council shall be recommended by the inaugural members of the Advisory Board and by the University, and all inaugural and subsequent members shall be appointed by the President of the College in consultation with the Advisory Board and University leaders.

ARTICLE 7 PROGRAMMING

Section 7.1 Programming, Generally. The Institute will offer research and learning programs and related activities consistent with the Mission, focused on career and life transitions such as from high school to college, from one career to another, or into any form of leadership. Programs that might be considered include research and practice for teachers and students, topics such as effective pedagogies, high-impact teaching practices, community service learning,

experiential learning, and internships. Programs may also be developed to support community-based participatory research in partnership with local non-profit organizations, geared to effect policy and practice. Additional programs may be offered to support lifelong learning with an emphasis on gender and racial justice.

On its own and in partnership with colleges, universities, other non-profit organizations with similar missions, and socially responsible for-profit corporations, the Institute may offer short- and longer-term programs such as summer camps, seminars, and courses that combine classroom experience with community engagement. The Institute also may organize conferences to bring together scholars, students, and other experts on topics related to the Institute's Mission.

Section 7.2 Program Types. The Institute will offer a variety of program types, including, but not limited to, for example, non-revenue-generating programs; revenue-generating programs; and certificate-bearing and licensing programs. The Institute will offer certain programs at a subsidized rate for participants. In addition, Mills College and University alumnae/i will be eligible for participation in programs at a reduced rate.

ARTICLE 8 ADMINISTRATION AND PERSONNEL

Section 8.1 Executive Director. In consultation with and upon approval by the Provost of the University, the inaugural Executive Director of the Institute shall be appointed by the President of Mills for a term of three (3) years. For subsequent Executive Directors, the Advisory Board may recommend qualified candidates to the University. Upon approval by the Provost of the University, the Executive Director of the Institute shall be appointed by the President of the College.

Section 8.2 Faculty, Research, Administrative and Staff Functions. The President of the College, acting upon the recommendations of the Executive Director, will have the authority to hire sufficient and appropriate staff to support the operations and mission of the Institute, consistent with the annual budget for the Institute as approved by the University in consultation with the President of the College. Faculty and researchers may be appointed by the President of the College to be affiliated with the Institute as appropriate and consistent with the University's administration of its other colleges and institutes.

Section 8.3 Services Provided by Northeastern University. Northeastern University shall provide certain infrastructure and centralized services to support the operations of the Institute, as appropriate and consistent with the University's administration of its other institutes. Such services shall include, but not be limited to, for example, the areas of communications, marketing, website, fundraising, grants, data processing, and finance.

Section 8.4 Priority Programs. The Executive Director, with the oversight of the President of the College, will be responsible for identifying and managing existing and future programs to be sponsored by the Institute, including but not limited to (i) summer "boot camp" programs for BIPOC girls in East Bay, (ii) summer STEAM programs for Oakland high school students, summer programs focused on leaders and career advancement for women, gender non-binary individuals, BIPOC individuals, and LGBTQ+ individuals, (iii) STEAM gap year program for

women and non-binary students, and (iv) study away learning experience focused on racial and gender justice.

ARTICLE 9 FINANCIAL RESOURCES AND MANAGEMENT

Section 9.1 Annual Budget. Prior to the start of Year 2 and each year thereafter, the Executive Director shall propose an annual budget to the President of the College. Following review and any appropriate adjustments, the President of the College will propose such budget to the Provost of the University. In preparing and finalizing the annual budget each year, the Executive Director and President of the College should take into account the prior year financial results, proposed activities for the Institute, and available resources. To the extent allowable by law, the Mills College endowment may be used to support the Institute's Mission and Vision.

Section 9.2 Seed Capital. The University will provide to the Institute \$30,000,000 in seed capital to launch the Institute and help fund the Institute's operations in its early years as a component of Northeastern University. Up to \$5,000,000 of the seed capital may derive from the Mills College endowment to the extent allowable by law.

Section 9.3 Fundraising Activities. The Advisory Board will provide advice and guidance on fundraising plans and grant-seeking activities for the Institute. This advice and guidance is intended to support the dedicated and other resources for philanthropic activity to be provided to the Institute by the University.