

Minutes of a
Special Meeting of the
BOARD OF TRUSTEES
OF NORTHERN ILLINOIS UNIVERSITY
August 15, 2013

CALL TO ORDER AND ROLL CALL

The meeting was called to order by Chair John Butler at 10:04 a.m. at NIU Hoffman Estates in Room 233. Recording Secretary Sharon Banks-Wilkins conducted a roll call of Trustees. Members present were Trustees Robert Boey, Wheeler Coleman, Anthony Iosco, Robert Marshall, Cherilyn Murer, Marc Strauss, Student Trustee Elliot Echols and Chair John Butler. Also present were President Douglas Baker and Board General Counsel Jerry Blakemore. With a quorum present, the meeting proceeded.

VERIFICATION OF APPROPRIATE NOTICE OF PUBLIC MEETING

Confirmation of Open Meetings Act public notice compliance was provided by Board General Counsel Jerry Blakemore.

MEETING AGENDA APPROVAL

Trustee Strauss made a motion to approve the meeting agenda. Trustee Marshall seconded the motion. The motion was approved.

CHAIR'S COMMENTS/ANNOUNCEMENTS

On behalf of the Board, Chair Butler said, thank you for the time that you have dedicated to this purpose not only in the prior meetings of the task force, but also in your dedication today. I particularly want to welcome President Baker to his first Board of Trustees meeting. It has been a pleasure to watch you learn about the campus, to read about the work that you have been doing, visiting with the various campus units as well as the various elements of the community.

PUBLIC COMMENT

The Chair asked General Counsel Blakemore if any members of the public had registered a written request to address the Board in accordance with state law and Board of Trustees *Bylaws*. Mr. Blakemore noted that he had received no requests to address this meeting.

PRESIDENT'S REPORT NO. 84

UNIVERSITY RECOMMENDATIONS

Agenda Item 6.a. – Consideration of the Approval of a One-Time Payment of \$298,453 to Shared Solutions and Services, Inc.-ArrowS for Emergency Telecommunication Repairs

We had a lightning strike on April 17 that blew out one of our main telephone switches and had to be repaired quickly, President Baker said. The cost of that repair to restore telephone service to the campus is a one-time payment of \$298,453 to Shared solutions and Services for emergency telecommunication repairs. Chair Butler asked for a motion to approve the One-Time Payment of \$298,453 to Shared solutions and Services, Inc.-ArrowS for Emergency Telecommunication Repairs. Trustee Strauss so moved, seconded by Trustee Iosco. The motion was approved.

Agenda Item 6.b. – Consideration of a Recommendation from President Douglas D. Baker to Hire an Executive Search Firm

The university would like to engage an executive search firm in its search for a Chief Information Officer (CIO). Wally Czerniak is actually retired and has consented to stay until we find a replacement. We need to start moving on that search out of respect to Wally and thank him very much for his years of dedicated and valuable service to the university. Given the complexity and potential restructuring of this position, we would like to hire an executive search firm to help us acquire a pool of candidates.

It is the right thing to do in conducting a national search to bring in a Chief Information Officer. This position may be a difficult one to fill, and obtaining the aid of a search firm is very important in finding a candidate that can help move us forward in our Information Technology (IT) operation.

I would like to reiterate the Board's thanks to Trustee Coleman for his willingness to suggest that we study our IT infrastructure, the Chair said. This recommendation comes out of that study. Chair Butler asked for a motion to approve the Recommendation from President Douglas D. Baker to Hire an Executive Search Firm. Trustee Strauss so moved, seconded by Trustee Boey. The motion was approved.

CHAIR'S REPORT NO.62

Agenda Item 7.a. – Consideration of the Proposed Creation of New Standing Committees

We are considering an amendment to add a new standing committee titled the Compliance, Audit, Risk Management and Legal Affairs Committee, which will become Section 3 under Article VI. This is considered a first reading of the amendment. Discussion of this item need not require a motion.

Trustee Strauss made a motion that, in accordance with Article X of the *Bylaws*, the requirement for second reading be suspended in order to adopt this amendment to the *Bylaws* today. Trustee Iosco seconded the motion. Chair Butler called for a discussion on the motion to suspend the *Bylaws* provisions which would allow adoption of this amendment at this meeting. Trustees Boey and Murer indicated a preference to consider a second reading at the BOT Meeting on September 19. After extensive discussion, Chair Butler called the question. We are voting on whether to forego a second reading and bring this matter to a vote today, he said, which will require an affirmative vote of six Trustees. He then asked Trustee Strauss to repeat his motion for the record. Trustee Strauss repeated his motion: "that we, in accordance with the provisions of Article X of the *Bylaws*, suspend the requirement for second reading so that we may adopt the proposed *Bylaws* amendment today."

Chair Butler called the question and asked those Trustees in favor of this suspension of the *Bylaws* to signify by saying aye. Trustees Coleman, Echols, Iosco, Marshall, Strauss and Chair Butler voted "Aye." Trustees Boey and Murer voted "Opposed."

The Chair then entertained a motion to adopt the amendment naming the new standing committee. Trustee Strauss so moved, seconded by Trustee Iosco. The motion was approved unanimously.

MORNING RETREAT SESSION

Task Force Presentations

Today we are going over the Task Force reports and will engage in some dialogue about those, President Baker began. To date, I have been interviewing internal and external stakeholders for the university, talking to students, faculty, staff, community people, legislators, industrial leaders, donors, etc., trying to get the lay of the land. From that, I started to develop some strategic foci for the university. I tried to focus on three points: student career success, ethically inspired leadership, and building community. We held a task force retreat with some of our community leaders and have continued with other groups. Yesterday, Provost Alden held a retreat with his vice provosts and the Dean's Council where they talked about critical issues. We spent the first couple of hours talking about the context of these three, and then went on to talk about enrollment within that context.

We want to share with the Board of Trustees what we have found to date and get your feedback. We want your reactions so that we will know whether or not we are headed in the right direction. After I incorporate your feedback, I can then move forward with my leadership team, the students, faculty staff and community in the coming months.

In your packet is the Task Force agenda and a report summary to familiarize you with what the Task Force did before the representatives from those teams present to us.

We started with an exercise to get people thinking about the university and what was important. That was this little worksheet you've got that has A through L items on it. A worksheet, titled First-Year NIU President's Priorities, provided what could be potential priorities for the President. We had the task force rank the priorities and then had dialogue about why those were or were not important. The task force was separated into teams that worked individually on developing their guiding expectations for the NIU. When we came back together, we had some presentations that included three students who spoke. One was a CHANCE student who had come from a single parent home in a low income area. The statistics would not have said he would be a successful student, but he made us all teary eyed by his story and his success. He was an amazing young man, bright, articulate and thriving as a business major. Another was a community college transfer student from Rock Community College. Her father passed away when she was high school, and her mother was working to support the family. This young woman went to work, but her mother finally told her that she needed to go to college, because she wanted her daughter to have a better life and not the life that she had had. She went to Rock Valley College. Her mother passed away. She relied on others, sleeping on a couch so she could get through school. Last fall she joined the university and had an amazing junior year. She is a student orientation leader now and a great face for the university. She wants to spend her career doing student affairs work to help the next generation succeed the way she had. These were important stories for us to hear about our students and how we transform their lives. The task forces took that information, talked to the students, went back and fine-tuned their work and then gave a presentation.

Today, I want to thank the Board for having this special meeting, the President continued. I appreciate you taking the time to meet with us, go over the task force reports and give us your feedback. I want to thank Ron Walters who facilitated the group. Ron has had an amazing career. He started a number of companies, went on to be a consultant and was a principal in one of the largest architecture firms in the country. I was lucky enough to have him come facilitate with us. He has been helping us the last few weeks at the university as I have gotten started. We want to take the information we have received from the task forces and have that presented for your use as a jumping off point for your deliberations and direction.

There were six task forces, with one or two representatives from each group giving a brief summary of their discussions. The Community group was represented by Frank Roberts, Castle Bank Vice President, and Paul Borg, Executive Director of the DeKalb County Economic Development Corporation. The Ethically Inspired Leadership representative was Peter Burchard, former City Manager of Naperville and Hoffman Estates. The Strategic Focus on Both Academic and Research Program representative was Steve Goldman, and an IT innovator at the Chicago Mercantile Exchange.

The Responsible Financial Management group was represented by Bob Rothkopf and Dennis Dean. Bob is the retired president of Semblex Corporation and an adjunct instructor of Leadership in the College of Business. Dennis is retired from Harris Bank and an instructor of Finance in the College of Business.

The group on Enrollment Growth, Quality and Diversity was represented by Janet Viane, a vice president at Sears Holding. Ron Walters represented the Active Alumni Engagement since no task force members were able to attend.

I hope the members of the task forces and those who have come from NIU to witness and participate in this retreat, have heard from the Board about how much we appreciate your participation and your contribution on behalf of the Board, Chair Butler said. This has been extremely valuable to us, and we very much appreciate your time. The Board then continued with its afternoon and final retreat sessions.

ADJOURNMENT

The Chair entertained a motion to adjourn. Trustee Strauss so moved, seconded by Trustee Boey. The meeting was adjourned at approximately 4:59 p.m.

Respectfully submitted,

Sharon Banks-Wilkins
Recording Secretary

In compliance with Illinois Open Meetings Act 5 ILCS 120/1, et seq, a verbatim record of all Northern Illinois University Board of Trustees meetings is maintained by the Board Recording Secretary and is available for review upon request. The minutes contained herein represent a true and accurate summary of the Board proceedings.