

Minutes of the
NIU Board of Trustees
Of Northern Illinois University
Special Meeting
May 28, 2015

CALL TO ORDER AND ROLL CALL

The NIU Board of Trustees Special Meeting was called to order by Chair John Butler at 3:51 p.m. at the NIU Hoffman Estates Campus. Linda Odom conducted a roll call of Trustees. Members present were Trustees Robert Boey, Wheeler Coleman, Anthony Iosco, Robert Marshall, Cherilyn Murer, Paul Julion, Vice Chair Marc Strauss, and Board Chair John Butler. Others Present were President Doug Baker, General Counsel Jerry Blakemore, Board Liaison Mike Mann, Al Phillips.

VERIFICATION OF QUORUM AND APPROPRIATE NOTICE OF PUBLIC MEETING

General Counsel Jerry Blakemore indicated that appropriate notification of this meeting had been provided pursuant to the Illinois Open Meetings Act. With a quorum present, the meeting preceded.

MEETING AGENDA APPROVAL

Trustee Strauss made the motion to approve the agenda and Trustee Marshall seconded. There was no discussion and the motion was approved.

CHAIR'S COMMENTS/ANNOUNCEMENTS

Chair Butler thanked everyone for staying for the meetings today. University Advisory Council (UAC) representative Dr. Bill Pitney indicated that he had no remarks to make on behalf of the UAC.

PUBLIC COMMENT

General Counsel Jerry Blakemore noted that no timely requests had been made at either the Hoffman Estates campus or by those assembled at the DeKalb campus.

PRESIDENT'S REPORT NO. 97

Agenda Item 6.a. (1) – Appropriation Transfer Authorization

Chair Butler turned the floor over to President Doug Baker to give the report.

President Baker thanked Chair Butler for going to Springfield last week on an important day of budget talks. He also thanked the faculty, staff, and students for their letters in support of the university, sent to local legislators and key leaders of the legislature.

President Baker indicated the first item is an appropriation transfer. This is the rescission of \$2.1 million back to the state. Approval is needed today so it can go to the Illinois Board of Higher Education for approval. Trustee Murer so moved and Trustee Strauss seconded. There was no opposition and the motion was approved.

Agenda Item 6.a. (2) – Scope Clarification to Previous Board Approval/Neptune Complex

President Baker noted that the second item is a cleanup item. The exact wording in the Neptune and Holmes core campus complex project didn't have the word "Neptune" in it, so we need to go back and

clarify that Neptune is part of that of previously-approved action. President Baker requested approval of that clarification. Trustee Strauss moved and Trustee Julion seconded. There was no opposition and the motion was approved.

Agenda Item 6.b. (1) – Appointment of Interim Dean College of Law

The next item is the appointment of the Interim Dean of the College of Law. President Baker introduced Mark Cordes and reported that Dean Jennifer Rosata-Pera has taken a deanship at DePaul University. It's a loss for the university, he noted; she was a wonderful dean, but we have the wonderful opportunity now to work with Professor Cordes. He has held a variety of administrative positions. He's the recipient of the College of Law's Alumni Council's Outstanding Professor award for his alumni activities and he's also been voted the college's professor of the year. Professor Cordes is a distinguished scholar, having written more than two dozen books, book chapters, and law review articles. President Baker reported that there was an internal search process and Professor Cordes emerged as the top candidate and has strong faculty support. President Baker requested the Board approve the appointment of Professor Cordes as the Interim Dean of the College of Law. Trustee Marshall moved and Trustee Strauss seconded. There was no opposition and the motion was approved.

Agenda Item 6.b. (2) – Appointment of Interim Dean College of Visual and Performing Arts

President Baker indicated that the next item concerned the appointment of the Interim Dean of the College of Visual and Performing Arts. Dean Rich Holly has taken another position in North Carolina, he noted, and the Provost has met with the faculty and discussed the interim dean position. Dr. Paul Bauer emerged as the consensus candidate. Professor Bauer had been in the School of Music for 20 years until his retirement and he's agreed to come back. He is a distinguished trombone performance person, and he's also nationally known for his accreditation work and his outstanding work with students, faculty and staff in the college. President Baker requested the Board approve the appointment of Paul Bauer as the Interim Dean of the College of Visual and Performing Arts. Trustee Strauss moved and Trustee Boey seconded. There was no opposition and the motion was approved.

Agenda Item 6.b. (3) – Appointment of Interim Vice President for Research and Innovation Partnerships

President Baker indicated that a third appointment is Dr. Gerald Blazey as the Interim Vice President for Research and Innovation Partnerships. He indicated that he has worked with Professor Blazey for two years, most of that time during his time in the White House in the Office of Science and Technology Policy. I saw him in action in Washington D.C.; and, not only is he well respected on our campus, he is listened to on the hill and in the agencies. He can provide our faculty and staff great insights on how to navigate that complex world in Washington, to seek funding for the important work our faculty do. Dr. Blazey is a Professor in the Department of Physics and a Distinguished Research Professor nationally known. I would suggest he's an excellent candidate for this position and ask we appoint him as the Interim Vice President. Trustee Strauss moved and Trustee Murer seconded. There was no opposition and the motion was approved.

CHAIR'S REPORT NO. 70

Agenda Item 7.a. – Proposed Changes to Board Bylaws, Regulations, and Policies Concerning Board and Presidential Contracting and Related Matters First Reading Items

Chair Butler gave the Chair's Report No. 70. He explained that he prepared Item 7a after having discussion with Trustees and President Baker. About a year ago, the Board of Trustees and the administration considered potential changes to the Board Bylaws and Regulations dealing with presidential contracting. At that time those changes were tabled, but today some of those items are being brought back to the Board for its consideration and discussion. He recommended Trustees review the areas of interest discussed in the Item and that the list serve as an invitation for a wider discussion

among university stakeholders. He noted that Board Liaison Mike Mann had copies for anyone who wished to take one and perhaps offer input to the Ad Hoc Committee on Governance, which he noted was tentatively scheduled for June 15, 2015, at 1:30 p.m. At that meeting, the Committee will consider the list and any other input received from Board members up until that point, and begin to draft actual policy on these areas of interest. This will also provide us an opportunity to learn from members of the University Advisory Council of their impression of these issues, and anyone else who wishes to address the Committee. I don't want to foreclose any Board discussion today of these items, and I'm certainly not wedded to the approach that I just outlined, but I think it's the most efficient way for us to bring changes to the Board on June 18th, which would be the actual Board meeting where we might bring the policies forward for Board consideration.

Trustee Strauss indicated he was aware of the effort that went into getting to this point; the input and the draft is a good summary and a starting point for discussion that would more appropriately occur within the committee meeting and he endorsed the approach outlined. Chair Butler asked if there are any other comments from trustees. Following a question concerning procedure for changing Board regulations by Trustee Coleman, Chair Butler clarified that this approach was being adopted so the Board members could signal areas of interest for trustees and other stakeholders involved in Board business, and indicated that some drafting had already occurred but the material was not ready for consideration today, but would be further developed by the Ad Hoc Committee.

Trustee Boey requested some clarification regarding the changes being proposed. Chair Butler responded that the Committee seeks to draft several amendments to Board regulations that deal with some of the issues that have been widely discussed concerning the use of consultants and the classification of employees as "affiliate employees." In addition, he indicated that the list includes some procurement procedures related to sponsored research and modification to existing policy concerning the hiring of employees that report directly to the President whose function may involve cabinet level leadership, although they might not have the title of a vice president, which is typically when the Board gets involved. He indicated there were some other changes that are listed in the Item, as well as a list of obligations that were entertained by the Board a year ago concerning the president's consultation with us on areas within his spending and contracting authority. Finally, the Item commits the Board to discuss with representatives of the NIU Foundation whether we need any guidelines to regulate the university's use of Foundation funds.

Chair Butler added that he did not anticipate at this stage any bylaw changes, although there is one area where we may -- this envisions the possibility that the Board may put in place procedure for when the Board retains consultants, in which case, it may wish to make changes to its bylaws.

Trustee Murer moved to endorse the approach discussed. Trustee Strauss seconded the motion. There was no opposition and the motion was approved.

OTHER MATTERS

No other matters were discussed.

CLOSED SESSION

Chair Butler indicated the Board will go into closed session now and will reconvene in approximately one hour. We don't have any business planned at the end of this meeting; however, I should remind everyone that the Board's Executive Committee is going to go into session as soon as this meeting has concluded. If you have an interest in the item that's on the Executive Committee agenda, consult with Mike Mann, who may notify you of the precise time the Executive Committee is to begin. Chair Butler called for a motion to close the public meeting to discuss the following subjects authorized by the Illinois Open Meetings Act: personnel matters as generally described under sections 2C1, 2, 3 and 21 of the Open Meetings Act, and litigation and risk management matters as generally described under sections

2C2, 11 and 12 of the Open Meetings Act. Trustee Strauss moved and Trustee Murer seconded the motion. Chair Butler asked for a roll call vote. Linda Odom performed the roll call vote.

Trustee Robert Boey: Yes
Trustee Wheeler Coleman: Yes
Trustee Anthony Iosco: Yes
Trustee Robert Marshall: Yes
Trustee Cherilyn Murer: Yes
Vice Chair Marc Strauss: Yes
Student Trustee Paul Julion: Yes
Board Chair John Butler: Yes

The motion was approved.

Chair Butler continued, the meeting is now closed and will be reopened at the conclusion of the Board's closed session for the purposes of adjournment. The Board went into closed session at 4:11 p.m.

RECONVENE PUBLIC MEETING

The public meeting of the Board of Trustees of Northern Illinois University reconvened at 7:11 p.m. at the Hoffman Estates Campus. Chair Butler called for a roll call. Ms. Odom performed the roll call. Members present were Trustees Wheeler Coleman, Robert Marshall, Paul Julion, Vice Chair Marc Strauss, and Chair John Butler. Not present were Trustees Robert Boey, Anthony Iosco, and Cherilyn Murer.

Chair Butler asked if there were other matters to come before the Board. No other matters were discussed.

ADJOURNMENT

Chair Butler asked for a motion to adjourn the meeting. Trustee Strauss made a motion and Trustee Coleman seconded. There was no discussion. The motion was approved.

Meeting adjourned at: 7:22p.m.

Respectfully submitted,

Linda Odom
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.