



Special Meeting
of the
Board of Trustees

August 16, 2018

A G E N D A

**Special Meeting of the
BOARD OF TRUSTEES OF NORTHERN ILLINOIS UNIVERSITY
12:00 p.m. – Thursday – August 16, 2018
Board of Trustees Room
315 Altgeld Hall**



1. Call to Order and Roll Call
2. Verification of Appropriate Notification of Public Meeting
3. Meeting Agenda Approval *Action*..... i
4. Review and Approval of Minutes of June 14, 2018 *Action*..... 1
July 16, 2018..... *Action*..... 23
5. Chair's Comments/Announcements
6. Public Comment
7. President's Report 125
 - a. Chicago-Based Office Leases for the Education Systems Center *Action*..... 29
8. Other Matters
9. Next Meeting Date
10. Closed Session
11. Adjournment

*Individuals wishing to make an appearance before the Board should consult the [Bylaws of the Board of Trustees of Northern Illinois University, Article II, Section 4 – Appearances before the Board](#). Appearance request forms will be available in the Board Room the day of the meeting. For more information contact Chelsea Duis, cfrost1@niu.edu, Recording Secretary to the Board of Trustees, Altgeld Hall 300, DeKalb, IL 60115, 815-753-1273.

Anyone needing special accommodations to participate in the NIU Board of Trustees meetings should contact Chelsea Duis, (815) 753-1273, as soon as possible.

Meeting of the
BOARD OF TRUSTEES
OF NORTHERN ILLINOIS UNIVERSITY
June 14, 2018

1. CALL TO ORDER AND ROLL CALL

The meeting was called to order at 9:15 a.m. by Board Chair Wheeler Coleman in the Board of Trustees Room, 315 Altgeld Hall. Recording Secretary Liz Wright conducted a roll call. Members present were Trustees Dennis Barsema, John Butler, Veronica Herrero, Tim Struthers, Eric Wasowicz, and Board Chair Wheeler Coleman. Trustee Giuseppe LaGioia was absent.

Also present: Acting President Lisa Freeman; Board Liaison Matt Streb; Acting General Counsel Greg Brady; Acting Executive Vice President and Provost Chris McCord; Vice President for Administration and Finance Sarah McGill; Interim Vice President of Research and Innovation Partnerships Jerry Blazey; Vice President for Outreach, Engagement, and Regional Development Anne Kaplan; Vice Provost Carolinda Douglass; and University Advisory Council (UAC) Representatives Barb Andree, Catherine Doederlein, Alexander Gelman, Kendall Thu, and Linda Saborio.

2. VERIFICATION OF QUORUM AND APPROPRIATE NOTIFICATION OF PUBLIC MEETING

Acting General Counsel Brady indicated the appropriate notification of the meeting has been provided pursuant to the Illinois Open Meetings Act. Mr. Brady also advised that a quorum was present.

3. MEETING AGENDA APPROVAL

Chair Coleman called for a motion to approve the meeting agenda as proposed. Trustee Butler so moved and Trustee Wasowicz seconded. The motion was approved.

Chair Coleman called for a motion to amend the previous motion to approve the consent agenda of information items 8.b.1 through 8.b.8 and 8.c.9. Trustee Butler so moved and Trustee Herrero seconded. The motion was approved.

4. REVIEW AND APPROVAL OF MINUTES OF MARCH 8, 2018 AND MAY 10, 2018

Chair Coleman called for a motion to approve the minutes from the meeting of March 8, 2018. Trustee Butler so moved and Trustee Herrero seconded the motion. The motion was approved.

Chair Coleman called for a motion to approve the minutes from the meeting of May 10, 2018. Trustee Wasowicz so moved and Trustee Butler seconded the motion. The motion was approved.

5. CHAIR'S COMMENTS/ANNOUNCEMENTS

Chair Coleman thanked the NIU and DeKalb communities for their support during the past year. He continued by thanking Acting President, Dr. Lisa Freeman, for her leadership during this transitional year. He noted the financial discipline by the university while being able to provide raises to many of the employees. Chair Coleman also thanked everyone for their support at the loss of his father.

Cathy Doederlein, Supportive Professional Staff Council Representative, voiced concerns regarding the discussion of a partnership with Northwestern Medicine. She also thanked all of those involved with the Presidential Search Planning committee. Concluding, she thanked Linda Saborio and Barb Andree for their service on the Faculty Senate and University Council and Operating Staff Council respectively.

Barb Andree, Operating Staff Council Representative, echoed Cathy Doederlein's concerns regarding the partnership with Northwestern Medicine and the impact it could have on Civil Service employees.

Linda Saborio, Faculty Senate and University Council Representative, thanked the board for the opportunity to represent the faculty for the past year.

Alex Gelman, University Advisory Committee, echoed the accomplishments of the past year. He thanked the work of Sarah McGill and the Division of Administration and Finance for the changes in the budgeting process for the upcoming year. While recognizing the raises offered this past year, he brought to attention the effect of compression on salaries of faculty members, noting faculty members hired more recently are hired at a higher salary rate than those who are already serving the university. He asked for the issue to be addressed in the future. Chair Coleman thanked and acknowledged Alex for his comments. Chair Coleman noted that higher salaries cannot be addressed in one year, but feels the university is moving in the right direction and taking appropriate steps to address the issue.

Lisa Freeman, Acting President, thanked the shared governance leaders who are finishing their terms and welcomed the new representatives. She highlighted the recent passing of the FY 2019 state of Illinois budget and thanked the work of the higher education group. She noted the encouraging bipartisan support of the budget. NIU will be receiving \$6.8 million toward phase one of a critical boiler replacement project after deferred maintenance concerns by the President and Chancellor were taken seriously by the higher education group, the IBHE, and the legislature. Acting President Freeman also noted the 2% budget increase over FY 2018, resulting in a dollar increase \$1.6 million, but noted with the exception of FY 2016, appropriated funding has not been this low since 1990 and FY 2019 still remains 8% below FY 2017. With this, the work to increase revenue and decrease expenses and stabilize the university will need to continue in FY 2019. Acting President Freeman recognized Representative Bob Pritchard's attendance at the meeting and thanked him for his support of NIU over the many years of his legislative service. She called attention to his work as a member of the higher education working group and the accomplishments of this group in the past year including priority status to recurring MAP requests; AIM HIGH, a program for Illinois higher education institutes to receive funding to match scholarships or waivers above and beyond our FY 2018 spending; and the lifting of restrictions on undergraduate tuition waivers.

Chair Coleman also recognized Representative Pritchard for his work on behalf of NIU.

6. PUBLIC COMMENT*

Acting General Counsel Brady indicated that there were no requests for public comment.

7. REPORTS OF BOARD COMMITTEES AND BOARD LIAISONS

Chair Coleman reported that the committee report could be found in the Board Report as an information item under Agenda Item 7.

8. PRESIDENT'S REPORT NO. 124

Chair Coleman moved to the President's Report No. 124 and called for a motion to pass a consent agenda on the following agenda items as discussed at the beginning of the meeting. Those items include: Agenda Item 8.b.1. Oral English Proficiency Annual Report 2016-2017; Agenda Item 8.b.2. Quarterly Financial Summary – FY18 Third Quarter As Of March 31, 2018; Agenda Item 8.b.3. Holmes Student Center Bookstore Agreement; Agenda Item 8.b.4. Facilities Update; Agenda Item 8.b.5. Semi-Annual Progress Report of Active Capital Projects with a Budget Over \$100,000; Agenda Item 8.b.6. Periodic Report on Investments For Period July 1, 2017 Through March 31, 2018; Agenda Item 8.B.7. Quarterly Summary Report Of Transactions In Excess Of \$100,000 For The Period January 1, 2018 To March 31, 2018; Agenda Item 8.b.8. Fiscal Year 2017 External Audit Corrective Action Plans Update; and Agenda

Item 8.c.9. Grants and Contract Awards.

Trustee Barsema so moved and Trustee Wasowicz seconded the motion. The motion was approved.

UNIVERSITY RECOMMENDATIONS FORWARDED BY THE BOARD COMMITTEES

Agenda Item 8.a.1. – Mass Transportation Inter-governmental Agreement Approval

President Freeman presented agenda item 8.a.1. The Finance, Audit, Compliance, Facilities and Operations Committee recommends Board of Trustees approval of the Mass Transportation Inter-Governmental Agreement. The Agreement would be between NIU and the city of DeKalb, anticipated to be completed by August 2018 with operations to begin January 2019. The committee is requesting authority, not to exceed \$3 million annually based on current projections for NIU's share of the costs and grant benefits.

Chair Coleman called for a motion to approve this agenda item. Trustee Herrero so moved and Trustee Struthers seconded.

Acting President Freeman asked Associate Vice-President of Facilities Management and Campus Services John Heckmann to provide detail on the involvement of the student association in the process of coming to this arrangement. He assured the board that the student representative had been involved during the entire process and will continue to be so in the new agreement. He also stated that the governance structure for the new agreement will be two pronged with the newly established relationship between NIU and the city of DeKalb as well as the existing relationship with the DeKalb-Sycamore Transportation Study planning organization. Trustee Struthers asked to revisit the agreement in August 2019 to evaluate the performance. Associate Vice-President Heckmann noted that other university cities have combined bus systems that they have been reviewing for best practices. He also confirmed the savings to the university to be \$1 million while the savings to the city is to be determined.

Chair Coleman called for a vote of the motion. The motion was approved.

Agenda Item 8.a.2. – Fiscal Year 2019 Campus Busing System Contract Extension

President Freeman presented agenda item 8.a.2. The Finance, Audit, Compliance, Facilities and Operations Committee recommends Board of Trustees approval of the Fiscal Year 2019 Campus Busing System Contract Extension. The extension will serve as a back-up plan to the Mass Transportation Inter-Governmental Agreement. Recommendation not to exceed \$2.3 million.

Chair Coleman called for a motion to approve this agenda item. Trustee Struthers so moved and Trustee Barsema seconded.

Chair Coleman asked for clarification that this is a six-month extension to fill the gap between existing services and the new service discussed in Agenda Item 8.a.1. Vice President for Administration and Finance Sarah McGill confirmed this, adding it has the potential to be extended to cover if the contract date is not met. Chair Coleman asked if the contract date is not met and the service must be extended, would a new proposal need to come forward. Vice President McGill said if the funding was exhausted, then yes; otherwise, the funding would be used to cover additional time.

Chair Coleman called for a vote of the motion. The motion was approved.

Agenda Item 8.a.3. - Fiscal Year 2019 Intercollegiate Athletics Secondary Student Health Insurance Contract Renewal

President Freeman presented agenda item 8.a.3. The Finance, Audit, Compliance, Facilities and Operations Committee recommends Board of Trustees approval of the Fiscal Year 2019 Intercollegiate Athletics Secondary Student Health Insurance Contract Renewal. FY 2019 will serve as renewal five of nine, one-year renewal options to be determined annually based on a request for proposal, opened on July 16, 2013. The renewal award will be advertised in the Procurement Bulletin. The amount requested is \$315,000 to Relation Insurance Services (formally known as Ascension Benefits

and Insurance Solutions), Mutual of Omaha as an agent.

Chair Coleman called for a motion to approve this agenda item. Trustee Butler so moved and Trustee Herrero seconded. The motion was approved.

Agenda Item 8.a.4. Fiscal Year 2019 Intercollegiate Athletics Air Charter Services For Football Team

President Freeman presented agenda item 8.a.4. The Finance, Audit, Compliance, Facilities and Operations Committee recommends Board of Trustees approval of the Fiscal Year 2019 Intercollegiate Athletics Air Charter Services for the Football Team. Services will be used for games at Florida State University, Tallahassee, Florida; Brigham Young University, Provo, Utah; and the University of Akron, Akron, Ohio, with services flying from Rockford, Illinois. An RFP will be developed and advertised in the Procurement Bulletin and will include potential renewal options. Vendor to be determined with spending authority at the amount of \$400,000.

Chair Coleman called for a motion to approve this agenda item. Trustee Herrero so moved and Trustee Butler seconded. The motion was approved.

Agenda Item 8.a.5. Fiscal Year 2019-2021 Division Of Information Technology Renewal of OnBase Software Maintenance

President Freeman presented agenda item 8.a.5. The Finance, Audit, Compliance, Facilities and Operations Committee recommends Board of Trustees approval of the Fiscal Year 2019-2021 Division of Information Technology Renewal of OnBase Software Maintenance. This is a renewal of a contract with Hyland Software for three, one-year renewals at the rates of: FY2019 - \$139,295, FY2020 - \$143,474, and FY2021 - \$147,778. This will result in a savings of \$31,677 over the three year term.

Chair Coleman called for a motion to approve this agenda item. Trustee Herrero so moved and Trustee Barsema seconded.

Trustee Barsema raised the question of what is being done to utilize this software over a larger part of the university. President Freeman responded that every department uses the software in some capacity. Over the eight years she has been with the university, the number of processes, departments, and functions that use OnBase has grown. The active OnBase user group talks about the potential uses of OnBase that have not been adopted. IT is supportive, as well as the instructional design and support center, in helping people figure out how to optimize their processes using OnBase. Trustee Barsema asked if specific applications have been driven to OnBase. President Freeman responded after early adopters such as the Graduate School and the General Counsel's office recognized the value of the program, suggestions were made through shared governance to take their processes and advance them. HR and Procurement are currently looking at other ways to create more electronic workflow with OnBase. Trustee Wasowicz asked who champions the use of OnBase. President Freeman asked Chief Information Officer Matt Parks to comment on the team within DoIT that oversees OnBase. IT is currently focused on mapping out the 175 workflows affecting approximately 25 departments across the campus to see what the workflows are and who the workflows touch. The next step will be to develop a one to three year plan of where to grow the use of OnBase. IT will also look at how PeopleSoft can be used in a workflow. Trustee Herrero asked for confirmation that the contract allows for growth and Chief Information Officer Parks confirmed. Trustee Butler inquired the need for the vote by the Board on this item. Vice President for Administration and Finance Sarah McGill said it is due to the amount exceeding \$250,000 total.

Chair Coleman called for a vote of the motion. The motion was approved.

Agenda Item 8.a.6. Fiscal Year 2019-2021 Division of Information Technology Blackboard Software License

President Freeman presented agenda item 8.a.6. The Finance, Audit, Compliance, Facilities and Operations Committee recommends Board of Trustees approval of the Fiscal Year 2019-2021 Division of Information Technology Blackboard Software License. Blackboard is the primary tool used to deliver course content and manage courses on-line. The recommendation is for a three year agreement at the rates of: FY2019 - \$342,000, FY2020 - \$345,420, and FY2021 - \$348,874 with advertisement in the

Illinois Procurement Bulletin.

Chair Coleman called for a motion to approve this agenda item. Trustee Herrero so moved and Trustee Struthers seconded.

Trustee Wasowicz called for a review of other software options in the future. Trustee Butler asked that any future decisions on the software used for these applications be reviewed by a user group. Chair Coleman called for the Finance, Audit, Compliance, Facilities, and Operations committee to examine future use of the software, realizing it will be a multi-year effort to make any changes.

Chair Coleman called for a vote of the motion. The motion was approved.

Agenda Item 8.a.7. Division of Information Technology Network Access and Security Refresh and Upgrade

President Freeman presented agenda item 8.a.7. The Finance, Audit, Compliance, Facilities and Operations Committee recommends Board of Trustees approval of the Division of Information Technology Network Access and Security Refresh and Upgrade. The recommendation is for a three year lease agreement totaling \$1.67 million, \$537,000 annually with \$60,000 going toward funding power upgrades in the building access layer switch rooms. The purchase of Cisco network and security equipment through vendor CDW will upgrade and install state-of-the-art security appliances.

Chair Coleman called for a motion to approve this agenda item. Trustee Barsema so moved and Trustee Wasowicz seconded.

Trustee Barsema thanked Chief Information Officer Matt Parks and the IT department for their work on these upgrades. He asked Chief Information Officer Parks about vendor discounts for products such as these. Chief Information Officer Parks responded NIU is a part of the IPEC contract with CDW. Through this, CDW offers a 43% discount off a list price. Another part of receiving the best price for a purchase of this size is Procurement meeting with them to bargain. He noted this purchase will also secure significant upgrades to enterprise grade security appliance infrastructure. Trustee Barsema noted when security products reach end of life, software updates are no longer taking place, which can lead to a security breach. Chair Coleman asked for a timeline of the updates. Chief Information Officer Parks stated replacing switches in buildings will begin sometime in August or September and take place over the course of FY 2019. Some of the closets containing the network gear will require power upgrades, so IT will work with Facilities Management and Campus Services on the power upgrades. The security appliance work is targeted for FY 2019 as well. The network modernization will take place over a student break so as to disrupt campus activity as minimally as possible.

Chair Coleman called for a vote of the motion. The motion was approved.

Agenda Item 8.a.8. Division of Information Technology Wireless Network Expansion and Upgrade – Phase 2

President Freeman presented agenda item 8.a.8. The Finance, Audit, Compliance, Facilities and Operations Committee recommends Board of Trustees approval of the Division of Information Technology Wireless Network Expansion and Upgrade – Phase 2. Phase 2 will continue to improve provision of mobile Wi-Fi access across the university community. This phase will cover approximately 650 Wi-Fi access points on campus to ensure complete coverage and data capacity. Total estimated cost for the project over a seven-year period is \$3 million with this recommendation costing \$425,000.

Chair Coleman called for a motion to approve this agenda item. Trustee Suthers so moved and Trustee Herrero seconded. The motion was approved.

Agenda Item 8.a.9. Fiscal Year 2019 NIU Foundation Professional Services Contract

President Freeman presented agenda item 8.a.9. The Finance, Audit, Compliance, Facilities and Operations Committee recommends Board of Trustees approval of the Fiscal Year 2019 NIU Foundation Professional Services Contract. The services contract for FY 2019 is assessed at \$743,600, which covers salaries and includes increments, benefits, and other expenses for designated employees as well as a portion of the programmatic services in accordance with contract obligations. The NIU Foundation and

NIU enter into this contract annually.

Chair Coleman called for a motion to approve this agenda item. Trustee Wasowicz so moved and Trustee Butler seconded.

Trustee Herrero inquired, and Vice President McGill provided clarification on the addition of support staff as aligning effort with cost in the agreement between NIU and the NIU Foundation.

Chair Coleman called for a roll call vote:

Trustee John Butler: Yes	Trustee Eric Wasowicz: Yes
Trustee Veronica Herrero: Yes	Vice Chair Dennis Barsema: Abstain
Trustee Giuseppe LaGioia: Absent	Chair Wheeler Coleman: Yes
Trustee Tim Struthers: Yes	

The motion was approved.

Agenda Item 8.a.10. Request to Transition Tenure Homes

President Freeman presented agenda item 8.a.10. The Academic Affairs, Student Affairs, and Personnel Committee recommends Board of Trustees approval of the Request to Transition Tenure Homes. The request had been received from the College of Health and Human Sciences as a result of the creation of the School of Interdisciplinary Health Professions within the college. This school was approved at the Board of Trustees special meeting on February 16, 2017, and is a part of a multi-year plan to construct departments that serve students and faculty needs in the college most effectively.

Chair Coleman called for a motion to approve this agenda item. Trustee Herrero so moved and Trustee Struthers seconded. The motion was approved.

Agenda Item 8.a.11. Request for New Degree Program – M.S. in Data Analytics

President Freeman presented agenda item 8.a.11. The Academic Affairs, Student Affairs, and Personnel Committee recommends Board of Trustees approval of the new M.S. in Data Analytics degree program. The Master of Science in Data Analytics will be offered on-line per on-campus authority and will be housed in the Department of Operations Management and Information Systems within the College of Business.

Chair Coleman called for a motion to approve this agenda item. Trustee Barsema so moved and Trustee Herrero seconded.

Trustee Butler questioned the “per on-campus authority” portion of the item. Acting Executive Vice-President and Provost Chris McCord explained that the Illinois Board of Higher Education still requires degree authority start from a grounded place, whether an online-only program or not, and then move out from that place.

Chair Coleman called for a vote of the motion. The motion was approved.

Agenda Item 8.a.12. Request for New Degree Program – B.S. in English

President Freeman presented agenda item 9.a.12. The Academic Affairs, Student Affairs, and Personnel Committee recommends Board of Trustees approval of the new B.S. in English degree program.

Chair Coleman called for a motion to approve this agenda item. Trustee Wasowicz so moved and Trustee Butler seconded.

Responding to questions from Trustee Barsema, Acting Vice President and Provost Chris McCord explained the decision to offer the B.S. option as two-fold. One reason is for those students who wish to take more math and science classes while earning their English degree. The second reason is for those students who are tracking in a B.S. degree pathway and decide to change their major to English. He added that many of the humanities programs have migrated to a B.A. or B.S. opportunity with social science programs still weighing heavier to B.S. degrees and humanities programs still weighing heavier to B.A. degrees. Initiative for the dual programs has been coming from the department level.

Chair Coleman called for a vote of the motion. The motion was approved.

Agenda Item 8.a.13. Request to Delete Emphases within Electrical Engineering

President Freeman presented agenda item 8.a.13. The Academic Affairs, Student Affairs, and Personnel Committee recommends Board of Trustees approval for the deletion of the two emphases within the B.S. in Electrical Engineering, (1) Electrical and Computer Engineering and (2) Biomedical Engineering. The deletion is to reduce redundancy as two new bachelor's programs, the Bachelor of Science in Mechatronics Engineering and the Bachelor of Science in Biomedical Engineering, have been created and are pending approval or have been approved.

Chair Coleman called for a motion to approve this agenda item. Trustee Struthers so moved and Trustee Butler seconded.

Trustee Butler asked for a timeline for the new degree program. Acting Executive Vice President and Provost Chris McCord answered that the Biomedical Engineering degree has been approved by the University and the Illinois Board of Higher Education and is waiting on catalog authority or date effectiveness. He added that protocols state that if only one emphasis exists in a degree program, you should not have an emphasis so thus, Electrical and Computer Engineering is becoming the degree. He noted the Mechatronics Engineering degree has been approved by the Board of Trustees and is awaiting approval at the Illinois Board of Higher Education.

Chair Coleman called for a vote of the motion. The motion was approved.

Agenda Item 8.a.14 Request to Delete Specialization in Art Education

President Freeman presented agenda item 8.a.14. The Academic Affairs, Student Affairs, and Personnel Committee recommends Board of Trustees approval for the deletion of the specialization in Art Education within the Ed.D. in Curriculum and Instruction. The university is proposing to delete this specialization in Art Education because it is redundant with the Ph.D. in Art and Design Education with no students having been enrolled in the Ed.D. specialization in over a decade.

Chair Coleman called for a motion to approve this agenda item. Trustee Herrero so moved and Trustee Struthers seconded. The motion was approved.

Agenda Item 8.a.15. Request for Deletion of Center Status

President Freeman presented agenda item 8.a.15. The Academic Affairs, Student Affairs, and Personnel Committee recommends Board of Trustees approval for the deletion of the Center Status for the University Writing Center (UWC). The deletion is for official Illinois Board of Higher Education Center Status only. The center will continue to function as an academic support unit, supporting the writing and writing-related activities of undergraduate and graduate students, faculty, staff, and departments.

Chair Coleman called for a motion to approve this agenda item. Trustee Butler so moved and Trustee Struthers seconded. The motion was approved.

Agenda Item 8.a.16. Marketing and Support for Undergraduate Recruitment

President Freeman presented agenda item 8.a.16. The Finance, Audit, Compliance, Facilities and Operations Committee recommends Board of Trustees approval of Marketing and Support for Undergraduate Recruitment. Request is for appropriated income funds not to exceed \$3.75 million at approximately \$750,000 per year for five years, effective FY 2019-2023 with a base funding in FY 2019 and for renewal opportunities. The recommendation from the university is a request for board approval of expenditure authority for FY 2019 base with four proposed renewal periods for a third party service provider that specializes in student search fulfillment and recruitment communication. Vendor to be determined.

Chair Coleman called for a motion to approve this agenda item. Trustee Wasowicz so moved and Trustee Barsema seconded.

Trustee Herrero voiced her approval of this item, but asked that the transfer applicant pool be invested in as well. Acting President Freeman assured her transfers have been and will remain a critical and important part of NIU's incoming class.

Chair Coleman called for a vote of the motion. The motion was approved.

Agenda Item 8.a.17. Differential Tuition for Master of Science and Certificate of Graduate Study in Data Analytics

President Freeman presented agenda item 8.a.17. The Finance, Audit, Compliance, Facilities and Operations Committee recommends Board of Trustees approval for Differential Tuition for the Master of Science and Certificate of Graduate Study in Data Analytics. Proposed differential tuition rate is \$400 per credit hour for the programs.

Chair Coleman called for a motion to approve this agenda item. Trustee Butler so moved and Trustee Struthers seconded.

Trustee Barsema asked what determines whether we charge more for one class than another from a differential pricing standpoint (market demand, surrounding area tuition rates). President Freeman clarified that while some classes do have higher fees based on the need for additional materials or laboratories, the item being discussed is differential tuition for classes within an academic program. Acting Executive Vice President and Provost Chris McCord explained that differential tuition is fairly new to NIU but is a long-standing practice at many universities. The decision to make a differential tuition is weighed with the cost of the program and the market of the program considered, making sure to not price NIU out of a market. Trustee Barsema asked where the request for the differential pricing comes from. Vice President and Provost McCord explained the Provost office will put out a call to programs to let them know the appropriate time to request the differential pricing, reiterating differential tuition is a new practice for NIU, with proposals evaluated by the Provost office before coming to the Board. Trustee Barsema asked if these programs are tracked. President Freeman noted they report annually on that to the Board.

Chair Coleman called for a vote of the motion. The motion was approved.

Agenda Item 8.a.18. Fiscal Year 2019 Internal Budget

President Freeman presented agenda item 8.a.18. The Finance, Audit, Compliance, Facilities and Operations Committee recommends Board of Trustees approval for the Fiscal Year 2019 Internal Budget. The budget presented includes state appropriation of \$83.6 million for FY 2019 and represents a balanced budget.

Chair Coleman called for a motion to approve this agenda item. Trustee Wasowicz so moved and Trustee Herrero seconded. The motion was approved.

Items Directly from the President

Agenda Item 8.c.1. Revised Recommendations for Faculty Tenure and Promotion 2018-2019

President Freeman presented agenda item 8.c.1. The University recommends Board of Trustees approval of the Revised Recommendations for Faculty Tenure and Promotion 2018-2019. 45 faculty members are recommended for tenure and promotion/promotion/tenure.

President asked for a round of applause for the faculty receiving tenure and promotion/promotion/tenure and then called up Vice Provost for Faculty Affairs Murali Krishnamurthi to talk about the tenure and promotion process.

Vice Provost Krishnamurthi began that each academic unit has requirements for tenure and promotion within the department, developed in consultation with faculty and administration. The teaching, research, scholarly activities, and service requirements are shared with tenure track faculty in the beginning of their appointment with the process viewed as a six-year process. Each departments conducts an annual progress toward tenure review of each faculty member with a letter stating their progress toward the tenure and promotion requirements. The faculty member submits application for tenure and promotion in the sixth year with the application and supporting documents often reviewed by outside peers from comparable institutions. The external reviewers provide feedback on the scholarship of the tenure track faculty. The applications are then reviewed at the department level by a faculty committee. The committee then makes recommendations to the department chair, who can agree or disagree with the

committee recommendations. Department recommendations are moved to the college level where they are reviewed by a college council personnel committee who makes recommendations to the dean. The dean can concur or not with these recommendations. College recommendations are sent to the university level and are reviewed by a fifteen member faculty committee, representing all colleges of the university. Recommendations from this committee are submitted to the Provost for review with the Provost having authority to concur or not with the university committee recommendations. The university level recommendations are then sent to the President for review with the President having authority to concur or not before submitting recommendations to the Board of Trustees for approval, with trustee approval of tenure resulting in a lifetime appointment according to Regulations of the Board of Trustees Section I, Subsection A, Item 12.a. He then called for questions.

Trustee Herrero asked about student feedback as a part of the teaching evaluation in the process. Vice Provost Krishnamurthi assured her that student feedback is the largest component of a teaching evaluation; however, curricular development is also reviewed during this portion. He also assured her review of student feedback and curricular development takes place at the department, college, and university levels. Trustee Herrero then asked about the rate of drop from the process by tenure track faculty. Vice Provost Krishnamurthi said the rate is usually 5% over the time of the entire process. Trustee Struthers asked for further clarification on the rate of tenure. Vice Provost Krishnamurthi said each year, roughly 40-45 applications for tenure and promotion are received with 1/3 for promotion only and 2/3 for tenure and promotion. Of those going for tenure and promotion, maybe two people will be denied somewhere in the process, usually as early in the process as possible. Trustee Wasowicz compared the process to an HR process. Vice Provost Krishnamurthi clarified it is an academic process with a human resource component where the goal is to give faculty proper notice, a year if possible, to find another employment opportunity.

Chair Coleman asked Vice Provost Krishnamurthi to explain his role in the process. Vice Provost Krishnamurthi explained his role begins when new faculty are hired, and he explains the process to them. He offers a workshop annually explaining the requirements, forms, and applications needed in the preparation of a tenure promotion. He is also available for questions for anyone in the probationary period. In his role with Faculty Development, he can refer someone to observe the candidate's teaching methods or refer them to other resources, such as writing circles, for professional development. During the review process, he facilitates the process, making sure all documents are available as needed from the department level review to the university level review. Chair Coleman then asked about behavior components in the tenure process. Vice Provost Krishnamurthi assured him if problems arise at any time involving a tenure promotion candidate, they are held to the same due process as any other employee of the University. Any behavior complaint can be brought forth at any level of review. Vice Provost Krishnamurthi answered no to Chair Coleman's question if any of the current recommended faculty had been brought up on behavior complaints. Chair Coleman then asked how many of this year's applicants did not pass the process, and Vice Provost Krishnamurthi answered that four faculty were given notice. Chair Coleman then asked for demographics of the people being promoted. Vice Provost Krishnamurthi assured him females and minorities are represented in this year's group and while he didn't have exact numbers with him, he would provide those numbers as well as the minority numbers for those in the tenure process to Chair Coleman. Chair Coleman asked him to share the minority information with Chief Diversity Officer Vernese Edghill-Walden as well.

Trustee Herrero again asked for clarification of the student evaluations in the process. Vice Provost Krishnamurthi responded that the application requires student evaluation numbers. President Freeman further explained the teaching component of the evaluation stating quantitative and qualitative data is used. The nature and size of courses, the rigor of courses, how many students participated in the evaluation of the teacher are looked at in the review process. The student evaluations over the course of the tenure track process will be looked at as well for patterns of improvement or concern. The responses of the applicant to feedback from student evaluations as well as response to faculty evaluations will be evaluated. Innovative and engaging applicants are noted as NIU strives to make sure tenured faculty are effective teachers, not just effective in research and artistry. President Freeman reiterated that the process is a timeline with each stage having the opportunity for remediation. She concluded she takes her role in the tenure review process seriously so as to make sure NIU has faculty able to ask challenging

questions, to challenge norms, and to pursue issues and questions without fear of retaliation from the university. Vice Provost Krishnamurthi added his assurance that reviewing committee members take the process seriously.

Trustee Barsema questioned the need for trustee approval to promote from associate professor to professor. President Freeman and Vice Provost Krishnamurthi explained it is part of the governing regulations. Trustee Barsema then asked for feedback regarding the names of those being recommended for tenure and promotion/tenure/promotion being submitted as one agenda item instead of individual items. President Freeman said when the agenda item first comes to the Academic Affairs, Student Affairs, and Personnel Committee and then when it comes to the full Board, the opportunity is there for any member of the Board to reach out and ask questions of the President, who is making the recommendation, or the Provost, who makes the recommendations to the President, regarding any of the applicants. While the Board has never questioned the ability of the university's leadership to administer the integrity of the process, she welcomed more interest and enthusiasm in learning about the great work of the faculty. Executive Vice President and Provost Chris McCord added that generally, boards are not actively involved in these processes unless they are contentious cases, potentially involving litigation. NIU has been fortunate to have avoided bringing any such cases to the Board recently. Vice Provost Krishnamurthi added that disagreements have come up that could not be resolved at lower levels before coming to the Board, but fortunately, it has been 10-15 years since that has happened.

Chair Coleman continued with comments. He first pointed out the belief in the university the Board has and the belief of the process. Concerns were raised with "maybe" 1% of those on the recommended list, thus driving the questions and concerns. He also acknowledged demographic concerns have been raised. Questions have been raised not in concern of promoting the individuals, but in trying to better understand the process. Trustee Butler pointed out that just as the university has evolved, so has the process of awarding tenure. He noted there are ways to address the concerns of demographics including approving resources over time to support post-doctoral visiting professorships and setting goals and priorities for various colleges and departments to recruit tenure track faculty who could later alter the demographics of the faculty. He pointed out he has no concerns with anyone appearing on the recommended list. President Freeman thanked the Board for their interest in understanding the process. She noted the university leadership is also concerned with recruiting and retaining minorities as faculty members. She mentioned a possible presentation at the next Academic Affairs, Student Affairs, and Personnel Committee meeting to address the minority concerns. Trustee Barsema raised the concern of addressing the issue in a committee meeting due to Open Meetings Act restrictions. Chair Coleman assured him since it is in the Academic Affairs, Student Affairs, and Personnel committee, more than two trustees can be present, and it is also an issue that can be taken to a closed session since it involves personnel matters.

Trustee Wasowicz raised the question of tenure being a "job for life". Vice Provost Krishnamurthi replied that while it is a job for life, regulations are in place for a termination should the actions warrant such.

Chair Coleman called for a motion to approve this agenda item. Trustee Butler so moved and Trustee Struthers seconded. The motion was approved.

Chair Coleman sent congratulations to all those who received tenure and promotions.

Agenda Item 8.c.2. – Authorization to Retain Executive Search Services to Support Components of a Search for the Next Dean of the College of Law

President Freeman presented agenda item 8.c.2. The University recommends Board of Trustees approval for the President to be authorized to select executive search firm services to support the search for the dean of the College of Law. Furthermore, it is suggested that a fee for service model be pursued, in order to allow the University to purchase selected components of the search process, thereby utilizing search firm services in a cost effective manner. It is also recommended that the President report back to the Board regarding the selection and status of this search.

Chair Coleman called for a motion to approve this agenda item. Trustee Struthers so moved and Trustee Butler seconded.

Trustee Wasowicz questioned the cost. Acting President Freeman said the cost varies with the search

model chosen. Typically, the cost of a full service model is about 1/3 the cost of the individual salary, but with additional academic search firms available, menus of services are available. This significantly decreases the cost with the recent search for the Engineering dean costing significantly less than 1/3 of the salary.

Chair Coleman called for a vote to the motion. The motion was approved.

Agenda Item 8.c.3. – Authorization to Retain Executive Search Services for the Appointment of a General Counsel

President Freeman presented agenda item 8.c.3. The University recommends Board of Trustees approval for the President to be authorized to select an executive search firm for the search for a General Counsel and that such selection be from the prequalified list or follow the appropriate procurement process and procedure. It is further recommended that the President periodically report back to the Board regarding the selection and status of such searches.

Chair Coleman called for a motion to approve this agenda item. Trustee Wasowicz so moved and Trustee Struthers seconded.

Trustee Barsema referenced the failed NIU directed search for the position and asked what was not liked about the process. Acting President Freeman responded that the applicant pool was not robust and that an executive search would be more likely to create a better pool due to confidentiality with a candidate, multiple positions being searched by the firm bringing in more qualified candidates, and the diversity of candidates available from an executive search firm. She assured the Board that ads were placed in all appropriate journals for the failed search. Vice President of Research and Innovation Partnerships Jerry Blazey spearheaded the failed search and added that while approximately 40 candidates applied, once they were tested against the criteria, the pool narrowed quickly. Vice President of Administration and Finance Sarah McGill confirmed the cost of the search is in the balanced budget presented.

Chair Coleman called for a vote to the motion. The motion was approved.

Agenda Item 8.c.4. – Instructors' Unit Memorandum of Understanding

President Freeman presented agenda item 8.c.4. Terms and conditions of this agreement are consistent with University policies and guidelines. The University recommends Board of Trustees approval of this memorandum of understanding. The Memorandum of Understanding will replace the existing "Appendix A. XIII. Multiple Preparations" and is as follows:

XIII. Multiple Preparations

1. If an Instructor's workload exceeds three (3) different preparations per semester or four (4) per year, an adjustment of 1 CUE will be awarded for each new preparation beyond these limits.

In counting preparations, the following shall not be included: KNPE activity classes, zero credit courses, cluster courses (see definition in Appendix A. III.1) laboratory sections of courses, studio instruction, practica, internships, independent study, nursing clinicals, student teaching, and other courses that do not require substantial preparation. Multiple-level courses (for example, 400/500 level courses) shall be considered as one preparation. NIU and UPI must agree before other types of courses that are not listed here can be excluded in counting number of preparations.

2. For any combination of KNPE activity courses for majors and non-majors, an adjustment of 0.66 CUE will be awarded for each different preparation beyond five (5) per semester or seven (7) per year.

Chair Coleman called for a motion to approve this agenda item. Trustee Butler so moved and Trustee Barsema seconded.

Vice Provost for Faculty Affairs Murali Krishnamurthi clarified that CUE is an acronym for Credit Unit Equivalent. He added the MOU will result in some increase in pay due to additional preparation by the effected instructors. The MOU is a result of an oversight when rewriting the current Collective Bargaining Agreement. Chair Coleman thanked Vice Provost Krishnamurthi and Union Chapter President Keith

Nyquist for their work on the new Collective Bargaining Agreement.

Chair Coleman called for a vote to the motion. The motion was approved.

Agenda Item 8.c.5. – Supplemental Tax Compliance Certificate and Agreement

President Freeman presented agenda item 8.c.5. The University requests Board of Trustees approval of the Supplemental Tax Compliance Certificate and Agreement. This agreement provides certification of relevant facts about the use of Build America bonds proceeds and the projects supported by those proceeds. The certificate and agreement are supplemental to the original certificate and agreement issued on December 16, 2010. Approval of this item will enable the university's legal firm, Chapman and Cutler, to issue the tax advice and guidance from their review of the bond agreements and tax implications.

Chair Coleman called for a motion to approve this agenda item. Trustee Wasowicz so moved and Trustee Herrero seconded. The motion was approved.

Agenda Item 8.c.6. – Higher Learning Commission Assurance Update

President Freeman presented agenda item 8.c.6. This informational item is an update on the Higher Learning Commission 2018 Assurance Argument. She thanked Vice Provost for Institutional Effectiveness Carolinda Douglass for all of the work she has done on the Argument and the university's accreditation process.

Vice Provost Douglass explained the purpose of completing the Assurance Argument is to maintain accreditation with the Higher Learning Commission, the regional crediting body. The Commission accredited NIU in 2014 with a full accreditation for ten years, with the next site visit and re-accreditation to occur in 2023-2024; however, another study is required at year four. 50 faculty, staff, and students have been involved in the process for the past 12 months, working on an electronic study not to exceed 35,000 words. The study is comprised of over 1,000 pieces of evidence, including minutes from Trustee meetings. The basic purpose of the Argument is to demonstrate quality assurance and continuous improvement of our institution as well as demonstrate compliance with federal mandates. HLC accreditation is important for quality approval, access to Title IV federal funding, transfer agreements, and showing compliance with the IBHE requirements. NIU chose the Open pathway, the least restrictive, of the pathways the HLC allows. Program Prioritization came from the 2014 visit and the finding of the poor relationship between our resource allocation and our mission and priorities. The 2018 Argument will show the evidence of working toward addressing the finding.

Five criteria are included in the Argument with three to five core components under each criteria. As all institutions do, strengths are highlighted within each criteria of the Argument, but also areas that might need improvement.

Criteria 1. Mission

Do we have a mission? Do we tell people about it? Do we live it? It was created through shared governance in 2012.

Criteria 2. Integrity: Ethical and Responsible Conduct

Beginning at the Trustee and President level and going down, this criterion deals with making decisions in the best interest of the institution at all times in service to our students, faculty, and staff. Examples of fair practices include tenure and promotion of faculty and course evaluations. This criterion also addresses the topic of being committed to the freedom of expression and the pursuit of knowledge and truth in teaching and learning.

Criteria 3. Teaching & Learning: Quality, Resources, Support

The third criterion deals with our education mission in teaching and learning. It addresses quality resources and support for students, from counseling, housing, and dining to cultural centers and academic support centers. It also looks at equality of on-line vs. on-campus teaching methods, as well as our general education program and its ability to enhance learning and culture.

Criteria 4. Teaching & Learning: Evaluation & Improvement

Program review is addressed in criterion four. It addresses student learning outcomes and retention

and graduation rates.

Criteria 5. Resources, Planning, & Institutional Effectiveness

Addressed in criterion 5 is our use of resources and planning. Do we have sufficient, well-managed resources and are they allocated to our mission and priorities? Do we have strategic planning? The report on Program Prioritization was embedded in this criterion

Working through the Argument was a great opportunity to reflect on changes from 2014 until now. Areas of highlight include Program Prioritization, the hiring of the Chief Diversity Office and all of the initiatives tied to diversity, NIU Plus, engagement through student activities and community outreach, and transparency. It was noted all of this took place within the context of the Illinois state budget crisis, which the reviewers will take into account during the review process.

The final steps in the process will begin June 15, the internal deadline to have all materials complete and ready for submission. This allows 10 days for any issues before the HLC submission deadline of June 25. The President, Executive Vice President and Provost, Chief of Staff, and Trustees will all receive completed copies of the report. Review of the report by a peer review team will take place from June 25 – July 23. During this period, the team is allowed to request additional pieces of evidence. The report is expected to be returned to NIU in early August. At this point, NIU cannot respond to the reviewers, but is expected to correct any errors of fact contained in the report and then resubmit. HLC will then review the report and notifies NIU of the outcome of the report between September and November 2018. The office of Institutional Effectiveness will notify the Board after the report has been received from the HLC. After the report has been received from the HLC, NIU is required to respond to the review in writing and will have the opportunity to dispute any discrepancies. The report is then reviewed by the Higher Learning Commission Institutional Actions Council and a final report is returned to NIU in fall or early winter with any actions needed. The Board will again be notified when the report is received.

There are three possible outcomes from the HLC review. The best option is “Met”, which means all 21 core components are met. This is the goal, but based on past peer reviewing experiences by Vice Provost Douglass, it is not a likely outcome. The worst option is “Unmet”, which means one of the components is not met and thus, a criterion is not met. This results in the institution not being reaffirmed. This scenario is unlikely as well. The likely outcome is “Met with Concern”. This is the most common outcome and is a result of a component being met with concern, most commonly assessment and resources and planning. The 2014 report showed the concern with resources and planning. Vice-Provost Douglass hopes to report back to the Board in Fall 2019 of a successful re-affirmation, effective until 2023-24.

Chair Coleman thanked Vice Provost Douglass for her work on the report.

Agenda Item 8.c.7. – Presidential Goals Update

President Freeman provided an update on Presidential Goal Four: Foster a culture that is ethical and accountable. She reminded everyone Presidential Goals cascade from Board Priorities, which cascade from the Mission and Values of the University. Each goal category contains subgoals, with a subgoal under the Board Priority above Presidential Goal Four to create a university-level compliance program. She reminded everyone that compliance is making people do right by using rules enforcement, while ethics is about people choosing to do right through a commitment to honesty, transparency, integrity, accountability, respect, excellence, and community. She noted she and the Board both agree NIU should strive to incorporate a culture of ethical behavior. She drew attention to NIU’s mission and values and the tie to ethics. The mission talks about excellence and you can infer ethical behavior and ethical standards are a component of excellence, while they are not specifically mentioned. This is typical for most universities. When looking at NIU’s value statements, related to ethics are our community, our climate of respect and dignity, commitment to students, to being socially conscious, to shared governance, and to a public purpose. NIU is unlike many peer institutions in not specifically mentioning ethical behavior or ethical standards in our value statement. She would like to revisit the value statement in the coming year with the shared governance leaders.

President Freeman moved to addressing the Metric of Presidential Goal 4: Decrease Critical Audit Findings.

- Decrease the number of critical financial and compliance audit findings.
 - Critical findings are described as timely reconciliation, resolution of repeat findings, findings related to documentation of SOPs. Two cycles will be allowed for resolution to allow for the time cycle of audits. The importance of internal audit to achieve the goal of decreasing the number of critical findings in our external audits was noted along with the need for a more positive reaction to internal audits from most members of the university community.
- Implement reports designed to increase university leadership’s awareness-of and responsiveness-to critical internal audit recommendations.
- Increase divisional responsiveness to requests from Internal Audit such that requested information that is available in an acceptable format is provided within 3 working days, and most other requested information is provided within 10 working days.
 - President Freeman worked with Director of Internal Audit Danielle Schultz to create a draft to present to members of the leadership team, resulting in a new internal audit agreement to satisfy the second and third bullet points. The agreement spells out the responsibilities of the internal auditor and the auditee in the event of internal audit process. Also created was a new reporting format, with thanks to Trustee Struthers for his assistance in creating the format. A graph was created with the X axis indicating the risk ranking, 1 to 45, and the Y axis indicating the audit opinion, green to red. Each division is represented by a box in one of three colors, based on the progress of their follow up to the internal audit. Various colors exist on the graph representing the audit’s opinion of findings and their need to be addressed. The ultimate goal for a division is to be a risk ranking of zero and satisfactory in the audit opinion. The graph is a great tool in assessing, between internal audit cycles, the risk each division holds.

President Freeman moved to addressing the Metric of Presidential Goal 4: Increase Transparent Practices. The following are the sub-goals under this Metric:

- Post President’s Travel and Hospitality Expenses to web (quarterly) starting in FY18.
 - Expenses have been posted to the website for each quarter. President Freeman thanked Gigi Beard and Liz Wright for their attentiveness in this reporting.
- Implement the University Budget Process recommended by Executive Budget Committee (EBC), including expectation that EBC will engage NIU’s Resource, Space, and Budget Committee, and thereby facilitates involvement of the larger NIU community in the budget process. Expectations is to have budget process 100% determined in FY18 and fully implemented for FY19.
 - The budget process was created in Fall 2017 and deployed in Spring 2018. After base revenue and expense forecasts were created and shared, divisions were tasked with creating scenarios used to inform preliminary targets. Scenarios were brought to and discussed at a meeting of members of the Senior Round Table, the leadership of the Resource and Budget Committee, and the Academic Planning Council. Based on feedback from that meeting, specific targets were finalized and implemented for each division. The university community was updated at critical decision points by the Acting Executive Vice President and Provost and the Vice President of Administration and Finance, co-chairs of the EBC. Refinements to the budget development process are forthcoming with the EBC making specific recommendations on phasing out separate process for unfunded requirements and integrating those with university priorities and needs in the annual budget development. The group has a long-range goal of integrating capital planning and space allocation into budget development as well as working towards multi-year budget development with an articulated goal of implementing multi-year budget development in FY 2020 for FY 2021 and beyond. More training for shared governance leaders, business managers, and financial representatives is planned to assure all are using the same language and on the same level in the budget development process. The timing of the budget development process will also be assessed.
- Decrease ambiguity associated with NIU policies and procedures by implementing policy library and university-level compliance program.
 - President Freeman tasked General Counsel Greg Brady and Senior Associate Vice President of Human Resources Laura Alexander with benchmarking Ethics and Compliance offices at similar universities. With these recommendations, a search was performed for an Ethics and

Compliance Officer position. After two failed searches, reorganization efforts resulted in a new organizational structure for the Ethics and Compliance Office. The Ethics and Compliance Officer will report directly to the President with the Director of Investigations, University Policy Librarian, Information Technology Accessibility Officer, and Records and Retention Officer reporting to the Ethics and Compliance Officer. Sarah Garner will serve as the Acting Ethics and Compliance Officer, effective July 1, until a successful search is performed. She will also serve in the role of Title IX Coordinator, reporting to the Executive Vice President and Provost under the Dear Colleague letter implemented under the Obama administration. Rebecca Hunt has been hired as the University Policy Librarian, and Katie Whitelaw hired as the Information Technology Accessibility Officer. The Director of Investigations position will be filled following the successful search for the Ethics and Compliance Officer. The Records and Retention Officer position will be filled at a later date.

President Freeman then called for questions. Trustee Struthers asked for the number of compliance positions embedded in the various department of the university. President Freeman replied that a compliance matrix has been constructed with many compliance areas included with HR functions residing under each. Trustee Struthers again advocated for a centralized reporting process versus an embedded process. President Freeman responded the current structure is good to test drive in the sense it creates unequivocal central responsibility. She also added she believes in the value of having compliance present in specialized areas to minimize risk.

Chair Coleman thanked President Freeman for her work on the update of one of her Presidential Goals.

Agenda Item 8.c.8. – Health Services Presentation

President Freeman presented agenda item 8.c.8. This informational item is an update on the transformation of NIU's Health Services, identified in the university's program prioritization process. In the past, a varied approach to Health Services was utilized by different student populations, i.e. student athletes used Health Services for some things but other providers for other things. Another problem was integration of student services with other insurance plans was not at the level it could have been. Stemming from program prioritization, two RFPs were issued in 2017 with neither successful in identifying a new service provider. A partnership with Northwestern Medicine, a community partner with a strong presence as the primary healthcare provider in DeKalb County and one of the top integrated health systems in the nation, was sought. Northwestern's ability to handle multiple insurance plans will simplify billing and make it easier for students to use campus clinic services. Northwestern Medicine, as a provider partner dedicated and focused on healthcare delivery, will help navigate the constantly changing healthcare industry. A letter of intent between the two parties has been signed. Negotiations are underway with Northwestern Medicine to deliver health services to NIU students through the management of Student Health Services, effective early 2019. A contract to provide Athletics medicine services has been executed, effective July 2018. The agreement is for one year with the expectation of rolling into a more formal comprehensive agreement in early 2019. President Freeman stressed the agreement is in the early stages. Needed are a thoughtful and thorough work plan, timeline and communications plans to provide greater operational definition in key functional areas, the financial model, the clinical services model, the infrastructure, and strong communications with alumni, donor, and the rest of our communities. Work to this point provides comfort and confidence that NIU will be able to come to an agreement that serves our students in a cost-effective manner to provide high quality healthcare with excellent customer satisfaction. President Freeman continued that the concerns from shared governance leaders regarding current Health Services employees are concerns that are shared by all. While still early in the development process, it is fully intended to support and assist current Health Services employees throughout the process. If it is necessary to seek other employment, career counseling, résumé assistance, and other services to help any displaced employee find other employment on campus will be offered. She pointed out the letter of intent does not serve as official notice of employment discontinuation. Any affected employees will be provided advance notice in accordance with each classification's requirements. The best possible outcome for the student and the university is the end goal of the agreement. President Freeman asked for questions.

Trustee Barsema asked that Key Performance Indicators are in place before the contract is in place to make sure the level of service does not decrease. President Freeman responded the healthcare industry has very well-established quality indicators and metrics that NIU can use to build-in an incentivized accountability. One of the attractive things with Northwestern Medicine is their comprehensive provider network and the ability to make transitions as seamless as possible, allowing for a greater quality of care.

Trustee Struthers thanked Midwest Orthopedics for the many years of athletic service they provided. President Freeman acknowledged the great partnership professionally and socially that NIU and Midwest Orthopedic Institute have had and hopes to maintain a social connection in the future.

Trustee Butler inquired as to the point at which student's private insurance carrier is charged for advanced services received at Health Services and if that will change with the new partnership. Without a fully negotiated contract, President Freeman was unable to answer specifically, but noted more comprehensive health services will be accessible. She called on Assistant Vice President of Student Affairs Mike Stang to answer additional questions. Assistant Vice President Stang clarified that in a clinic, certain functions are covered by the student health fee. Other services provided can be charged to their student health insurance or paid out of pocket through student account charges. Currently, NIU does not have a third party billing process, so if you don't have the student health insurance fee, NIU is unable to bill another insurance program. The connection with Northwestern should allow students to be able to use other insurance providers in addition to the student health insurance to receive certain levels of service at the clinic, with advance care referrals staying within the Northwestern network. Trustee Butler voiced his concern with using a third party provider and their understanding of NIU's reporting requirements and protocols in the cases of assault and sexual assault. President Freeman shared his concerns and expanded on reporting requirements to include Title IX and the Clery act as well as vaccination requirements and asked Assistant Vice President Stang to respond. Assistant Vice President Stang responded that all of these things are on the table in the negotiations. Management of student records is also being discussed along with a long list of others things. A number of operational agreements will be looked at to insure better information sharing, not less information sharing, for better integration.

Chair Coleman thanked President Freeman for her report. He called for a seven minute break of the meeting.

9. CHAIR'S REPORT NO. 84

Agenda Item 9.a. – Presidential Search Planning Committee Final Report

Chair Coleman presented Chair's Report No. 84 beginning with Agenda Item 9.a. – The Presidential Search Planning Committee Final Report. He asked Trustee Barsema to give the presentation.

Trustee Barsema stated the Presidential Search Planning Committee (PSPC) was formed under shared governance processes in late 2017. Trustee Barsema served as chair of the 13 member committee. The committee was charged with benchmarking best in practice presidential searches, benchmarking presidential contracts, specifically salaries, compensation, bonuses, and contract language, and finally, creating the presidential profile for the NIU Points of Pride. Trustee Barsema recognized the 13 members of the committee and thanked them for the outstanding job they did. The committee was divided into three smaller working groups, which met separately from the committee. The committee met once a month from January-May. Each working group presented reports and updates at the committee meetings with feedback allowed from the entire committee during these meetings. Three separate presentations were prepared in May for today's Board meeting. The benchmarking best practices for presidential searches presentation will be a recommendation. The presentation regarding presidential contracts will be informational for the Board of Trustees to help determine their offer to the next President. The Presidential Profile presentation will be a recommendation to the Board. Trustee Barsema thanked the members of the committee for their hard work and dedication to the committee. He also thanked the liaisons to each working group, Matt Streb, Laura Sala, and Abby Dean, for their work as well. He turned it over to Kendall Thu for the presentation on benchmarking presidential searches.

Professor Thu thanked the members of his working group, the three undergraduate and one graduate Anthropology students who assisted with the work of the working group, and Trustee Barsema for his leadership of the committee. The methods used in the research of benchmarking presidential searches

was web site searches of peer institutions, phone interviews with peer institution members who were involved in past searches, and email correspondence from peer institutions. Director of Decision Support and Analysis Jeff Reynolds was consulted to pull the Integrative Post-Secondary Education Data System (IPEDS) data set to determine peer institutions. 48 institutions were determined with the list narrowed down to 36 institutions who had conducted presidential searches in the past five years. After contacting all 36 institutions, 18 institutions responded to the contact initiated by email. Of the 18, two institutions had closed searches and, due to non-disclosure agreements, could not disclose information. Trustee Barsema contacted Illinois State University and the other 17 institutions were divided among the students and Professor Thu. People interviewed at each institution varied from BOT members to faculty members to administrators with a profile of 3 to 30 years' experience at their institution and involved in 1 to 4 searches. Interview questions were developed, which began with the interviewee's position at the university and their experience in the selection process. The questions then addressed the search process and included who was consulted during the search process, whether the search was open or closed, how they got stakeholders involved, how the selection was done, whether they used a search firm and how that operated, how they attended to diversity - both on the committee membership and in terms of the process, what, if any risks, should we be aware of, how students were involved, and, finally, what were the strengths and weaknesses of your particular search, and if you had to do it all over again, what would you do differently. Findings are as follows:

- Search Committee

Membership consisted of on-campus and off-campus community members with on-campus membership consisting of faculty, staff, BOT members, students, alumni, Foundation, shared governance members, and diversity groups while the off-campus membership included business community, city government, and civic organization leaders. The committee recommended a search committee size of 18 to 23 members, following Article 8 of the NIU Constitution concerning Presidential Search Committee Composition that requires at least 18 members. In addition to the 18 required members, the committee recommends five additional members: Chair of the committee appointed by the Board of Trustees, the Vice President of Diversity, an NIU Foundation representative, an Athletics representative, and a DeKalb community representative. Having a diverse committee is important and the committee has recommendations to ensure diversity. For the college representatives, the committee would like each college to submit a slate of two to four candidates. The committee recommended avoiding tokenism, one person embodying multiple diversities as well as the overall recommendation to build a committee that reflects the university. The next topic was open vs. closed search. An open search is termed as a confidential search until the final candidates are announced. A closed search does not disclose candidates during the process. The committee recommended an open search. They also recommended potential candidates only have communication through the search firm. Regarding final candidate campus visits, the committee recommends the use of anonymous in-person paper forms and online forms for finalist feedback. Executive Director of Extended Learning Jason Rhode assured the committee that utilizing Qualtrics for feedback would be a valid approach to avoid authentication problems. The committee recommends student voices and perspectives should be considered for the final candidate through public forum and public meetings participation. All of the institutions interviewed utilized a search firm except one institution who conducted an internal search. The recommendation was to use a search firm, but to make sure to thoroughly vet a search firm before hiring them as well as collaborating with the chosen search firm throughout the entire process to ensure our needs are met. The committee recommends the Board of Trustees to strongly consider a candidate with approval from stakeholders, including faculty, staff, and students, and avoid selecting candidates that lack support from those same groups. President Emeritus John Peters spoke to the committee to give a past candidate's perspective. He strongly suggested visiting the campus of a possible candidate during the search process. The committee has a list of contacts from interviewed institutions available to the Board if they are interested in follow up conversations.

Chair Coleman called for questions with none raised. Trustee Barsema thanked the members of the Search Committee work group for their work. He called for the presentation by the Presidential Contracts work group.

Dean of University Libraries Fred Barnhart introduced the other members of the working group: Katy Jaekel, Assistant Professor, Counseling, Adult and Higher Education; and Peter Garrity, NIU Alumni Association Board of Directors and began the presentation. The working group evaluated three components: compensation, incentives and bonuses, and termination clauses. Three groups of institutions were researched: national peers (the same IPEDS group generated for the search committee working group), MAC conference institutions, and other Illinois public institutions. All information was publicly available through state compensation databases, news articles, the Chronicle of Higher Education, and publicly available copies of contracts. Findings are as follows:

- Contracts

Elements of compensation included in findings were the base salary; supplemental compensation, usually performance based and including bonuses, deferred compensation, retirement benefits, and retention bonuses; and miscellaneous benefits including an automobile, moving expenses, housing or a housing allowance, and club memberships for fundraising assistance. The group compared base salaries and bonuses for the peer institutions, MAC conference institutions, and Illinois institutions. When evaluating base salaries of the peer institutions, the median and average salary were approximately \$20,000 difference, but the highest and lowest salaries had a greater than \$500,000 difference. When evaluating peer institutions that offer bonuses, the average is slightly higher than the median, but a large spread exists between the highest and lowest bonuses awarded. When evaluating base salaries of the MAC conference institutions (except the University of Akron who was unable to provide data due to a recent president resignation), base salary median and average were less than \$3,000 difference and the high and low salaries are just over \$100,000 apart. Bonuses within the MAC conference institutions had a large variance in median and average and high and low bonuses offered. Professor Jaekel continued the presentation with a look at the Illinois institutions. Chicago State University was excluded from the group due to a new presidential hire. When evaluating base salaries of all Illinois institutions, the median and average had a spread of approximately \$35,000 and the high and low salaries had a very large spread. When evaluating the bonuses of all Illinois institutions, the median and average were the same with a \$50,000 spread between the high and low bonuses. The group then did comparisons excluding the chancellors of SIU and the University of Illinois Presidents. When comparing salaries and bonuses of this group, the gap narrows from the comparison of all Illinois institutions. The group then did another comparison with the chancellor of SIU, the University of Illinois presidents, and the chancellor of UIUC excluded. Again, this narrowed the gap between medians and averages and highs and lows of salaries and bonuses. When the group evaluated supplemental compensation of contracts, they found it was often based on enrollment and retention with goals given to the presidents. Fundraising was another area for supplemental compensation opportunity. A trend noted by the group was in addition to the institutions giving compensation, foundations would often contribute funds to the additional compensations. Professor Jaekel then moved to terminations. The group found mainly four types of terminations including with cause, without cause, resignation, and death or disability. Addressing termination without cause, the group found severance packages were often given along with entitlement to various benefits including retirement. In addition to the president role, institutions may offer a faculty role and allowed a terminated president to return to faculty status with adjusted pay. When early resignation clauses were exercised, institutions required 6-12 month advance notice with some institutions offering benefits. A couple of contracts allowed a president to step down and become emeritus and continue fundraising for the university. When looking at death or disability clauses, every contract had about the same policy in that a president's contract would be terminated in the event of death or disability. When looking at with cause clauses, the passing of Illinois Bill SB3604, the Government Severance Pay Act, addresses this. In the bill, misconduct is understood as conscious disregard for operating not in the best interests of the employer including things like habitual tardiness, habitual absenteeism, deliberate violation of standards of the state. If you are found responsible of misconduct, there is no severance pay. According to the bill, if you are terminated without cause, severance pay would be limited to no more than 20 weeks' equivalent pay. All public universities and colleges are included in the Act. The Act applies to all new, renewed, and renegotiated contracts, but does

not apply to existing contracts. Professor Jaekel then asked for questions.

Trustee Barsema asked how many of the Illinois presidents or chancellor contracts contained bonuses. Professor Jaekel said it is becoming more common so newer contracts are more likely to contain them. Trustee Barsema said Illinois State has a bonus structure and asked if anyone else had them. Professor Jaekel said UIUC has them and it is usually corresponding with research classification and Carnegie classification. Professor Jaekel also noted Illinois institutions have a lower percentage of bonuses compared to MAC. Chair Coleman asked if bonuses are determined based on percentage of salary or a flat fee. Professor Jaekel said both existed with some indicated at 15% or 20% while others were a set amount. Trustee Barsema thanked the group.

Professor Linda Saborio thanked the members of her working group: George Slotsve, Associate Professor, Economics; Montel Gayles, NIU Foundation Board of Directors; Abigail Dean, Senior Director of University Marketing and Creative Services; and David Vogt, graduate student. She began her presentation with the group of universities reviewed to benchmark for the presidential profile. Two that stood out are Central Michigan University and Ohio State University. It was noted Ohio State University's university portrait was over 60 pages long, which was determined too long by the group. The group discussed information to be included on the NIU Presidential Search webpage. They provided a list to be included based on other institutions' information. Professor Saborio gave an overview of the Presidential Profile document. It includes five sections. The first section is an introduction to NIU including our mission and vision along with rankings and partnerships. It also includes the importance of shared governance and community engagement. The second section addresses leadership qualities and includes five initiatives - increasing scholarship opportunities and engagement, student engagement, strengthening our recruitment efforts for both students and faculty, increasing endowment efforts, and the need to implement a fiscally sustainable budget. The third and fourth sections address the personal characteristics and professional qualifications desired with input coming from Trustee visits to various shared governance groups. The fifth section addresses NIU's Key Institutional Success Indicators, which are a compilation of Board of Trustee goals, presidential goals, and input from the PSPC members. The Points of Pride document is still a work in progress. It will contain three themes throughout the document:

1. We provide upward social mobility to traditionally underrepresented student populations.
2. We offer several outstanding opportunities for student engagement such as undergraduate research assistantships, internships, and study abroad.
3. We are a research centered university with accomplished faculty in their fields.

Included will be feature stories highlighting NIU's numerous accomplishments, a campus map highlighting newly renovated buildings, and a section on shared governance and the Board of Trustees, and embedded video clips about NIU. She then asked for questions.

Trustee Barsema noted members of the Board had received a copy of the presidential profile and asked them to read it at their leisure. He noted the amount of feedback and input on the presidential profile and thanked the group for their work in compiling the document.

Trustee Barsema thanked all members of the PSPC. He encouraged trustees to ask any further questions they have for the committee by reaching out to them at their convenience. Chair Coleman thanked Trustee Barsema for his leadership of the committee and thanked the chairs of each working group and their members.

Agenda Item 9.b. – Fiscal Year 2019 Election of Board Officers and Civil Service Representative

Chair Coleman introduced Agenda Item 9.b, Fiscal Year 2019 Election of Board Officers and Civil Service Representative and turned the item over to General Counsel Brady.

General Counsel Brady stated the bylaws of the Board of Trustees provide for the process of election of the officers. The first ballots distributed will be for the Chair position. The election is done by secret ballot as provided by a Northern Illinois University law, with no ballot containing the names of Trustees. The

second ballot distributed will be for the Vice Chair position. The Vice Chair ballot will contain the name of each voting trustee because of an Attorney General opinion that requires open votes when another law does not provide for a secret vote. The third ballot distributed will be for the Secretary, which will be done by secret ballot in accordance with NIU law. The fourth ballot will be for the fourth member to the Executive Committee and the fifth ballot will be for the representative to the Civil Service Merit Board. The representative to the Civil Service Merit Board can be a repeat of the previous four positions, but the previous four positions are exclusive roles. Rules provide an opportunity for statements of interest for particular positions by members of the Board of Trustees. No statements were made. Clarification was made that the Student Trustee cannot serve as the Chair or Vice Chair, but is eligible to serve in the other elected positions.

Ballots were distributed for the Chair vote. After General Counsel Brady and the Recording Secretary Liz Wright counted the ballots, an over majority was reached and Chair Wheeler Coleman was re-elected Chair of the Board. Chair Coleman thanked the members for their support.

Ballots were distributed for the Vice Chair vote. After General Counsel Brady and Recording Secretary Wright counted the ballots, Vice Chair Dennis Barsema was re-elected Vice Chair of the Board.

Ballots were distributed for the Secretary vote. After General Counsel Brady and Recording Secretary Wright counted the ballots, Trustee John Butler was re-elected Secretary of the Board.

Ballots were distributed for the Fourth member of the Executive Committee vote. After General Counsel Brady and Recording Secretary Wright counted the ballots, Trustee Tim Struthers was elected as the Fourth member of the Executive Committee.

Ballots were distributed for the Civil Service Merit Board with a reminder that any trustee can fill this position. After General Counsel Brady and Recording Secretary Wright counted the ballots, Trustee John Butler was elected as the Civil Service Merit Board representative. Under the rules of the board, the Civil Service Merit Board representative serves as the fifth member of the Executive Committee. Since Trustee Butler is already a member of the Executive Committee, the fifth member position is at the discretion of the Chair. The decision will be made at a later time.

General Counsel Brady noted elections have now concluded.

Agenda Item 9.c. – Closed Session Minutes Review and Release

Chair Coleman asked General Counsel Brady to speak on the issue of closed session minutes review and release.

General Counsel Brady stated all closed session minutes have been reviewed and at this time, no minutes are recommended for release. Another review will take place in the second half of the year as required by law.

Chair Coleman called for a motion to approve this recommendation. Trustee Butler so moved and Trustee Struthers seconded. The motion was approved.

Agenda Item 9.d.

R E S O L U T I O N HONORING GIUSEPPE LaGIOIA

DISTINGUISHED SERVICE TO THE BOARD OF TRUSTEES OF NORTHERN ILLINOIS UNIVERSITY

WHEREAS, Giuseppe LaGioia has faithfully served as a student member of the Northern Illinois University Board of Trustees from July 1, 2017, through June 30, 2018; and

WHEREAS, prior to his appointment as Student Trustee, Giuseppe LaGioia served in a variety of leadership roles and on committees representing students and working to improve student life, including service as a member of the Student Association Senate, as President of the Student Association during the 2016-17 academic year, and as a member of the Student Conduct Board; and

WHEREAS, Giuseppe LaGioia is also a proud member of the Phi Sigma Kappa Fraternity and has served that organization as its President; and

WHEREAS, Giuseppe LaGioia has been recognized for his student success and leadership with numerous scholarships and honors, including being enrolled in the University Hours Program, graduating with Lower-Division Honors, and receiving the Kevin D. Knight Leadership Award for Junior Leadership; and

WHEREAS, Giuseppe LaGioia completed a Bachelor of Science in Management and a Certificate in Professional Selling in May 2018, and looks forward to a vibrant career in business; and

WHEREAS, as a member of the Board of Trustees, Giuseppe LaGioia contributed valuable insight and information regarding the student perspective during a particularly challenging fiscal year for public higher education in the State of Illinois, serving as an active and engaged member of the Board, and on the Academic Affairs, Student Affairs and Personnel Committee; Facilities, Audit, Compliance, Facilities and Operations Committee; and Research and Innovation, Legal and Legislative Affairs Committee; and

WHEREAS, we, as his colleagues on the Board of Trustees, want to express our appreciation for Giuseppe's service to the NIU students and community, congratulate him on his achievement of his undergraduate degree, and wish him continued success in his professional career.

NOW, THEREFORE, BE IT RESOLVED that the Board of Trustees of Northern Illinois University in formal meeting herein assembled extends its grateful appreciation to Giuseppe LaGioia for his leadership and service to Northern Illinois University and the Board of Trustees.

BE IT FURTHER RESOLVED that this **RESOLUTION** be presented to Giuseppe LaGioia and a copy of this document be placed in the official files of the Board of Trustees as part of the permanent record of the university and the great State of Illinois and as a lasting tribute to the accomplishments of Giuseppe LaGioia.

Adopted in a regular meeting assembled this **14th** day of **June 2018**.

BOARD OF TRUSTEES OF NORTHERN ILLINOIS UNIVERSITY

Wheeler G. Coleman, Chair

John R. Butler, Secretary



Chair Coleman called for a motion to approve the resolution. Trustee Butler so moved with the correction of "University Hours Program" to "University Honors Program". Trustee Struthers seconded. The motion was approved.

10. OTHER MATTERS

Trustee Wasowicz recognized two All-Americans from NIU in the past year: Sutton Smith, 2nd Team - Football, and Jehvania White, 1st Team – Indoor Track & Field. No other matters were discussed.

11. NEXT MEETING DATE

The next Board of Trustees meeting will be held on September 13, 2018.

12. CLOSED SESSION

Chair Coleman called for a motion to close the public meeting to conduct an executive session to discuss the following subjects authorized by the Illinois Open Meetings Act, as amended: Personnel Matters as generally described under Sections 2(c)(1)(2)(3) and (21); Collective Bargaining matters as generally described under Section 2(c)(2); Litigation and Risk Management matters as generally described under Sections 2(c)(11) and (12); Closed Session Minutes matters as generally described under Section 2(c)(21) of the Open Meetings Act; Student Disciplinary Cases, as generally described under Section 2(C)(9) of the Open Meetings Act.

Trustee Wasowicz so moved and Trustee Butler seconded. A roll call vote of the Trustees to recess to Closed Session was as follows:

Vice Chair Dennis Barsema: Yes	Trustee John Butler: Yes
Trustee Veronica Herrero: Yes	Trustee Tim Struthers: Yes
Trustee Eric Wasowicz: Yes	Trustee Giuseppe LaGioia: Absent
Board Chair Wheeler Coleman: Yes	

The meeting is now closed and will re-open at the conclusion of the closed session. The Board adjourned for closed session at 2:22 p.m.

Reconvene Meeting:

The Board of Trustees of Northern Illinois University reconvened on June 14, 2018 at 5:27 p.m. Chair Coleman announced they were reconvening after the closed session and asked for a roll call. A roll call of the Trustees was as follows:

Vice Chair Dennis Barsema: Absent	Trustee John Butler: Yes
Trustee Veronica Herrero: Yes	Trustee Tim Struthers: Yes
Trustee Eric Wasowicz: Yes	Trustee Giuseppe LaGioia: Absent
Board Chair Wheeler Coleman: Yes	

13. ADJOURNMENT

Chair Coleman asked for a motion to adjourn. Trustee Butler so moved and Trustee Struthers seconded. The motion was approved. Meeting adjourned at 5:28 p.m.

Respectfully submitted,

Liz Wright
Acting 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.

Minutes of the
NIU Board of Trustees
Of Northern Illinois University
Special Meeting
July 16, 2018

1. CALL TO ORDER AND ROLL CALL

The meeting was called to order at 9:01 AM by Chair Coleman in the Board of Trustees Room, 315 Altgeld Hall. Recording Secretary Liz Wright conducted a roll call. Members present were Trustees Dennis Barsema, John Butler, Nathan Hays, Bob Pritchard, Tim Struthers, Eric Wasowicz, and Wheeler Coleman. Member absent was Trustee Veronica Herrero. Also present: Acting General Counsel Greg Brady, Board Liaison Matt Streb, Acting Executive Vice President and Provost Chris McCord, Vice President for Administration and Finance Sarah McGill, Vice President for Outreach, Engagement and Regional Development Anne Kaplan, Vice President for Enrollment Management, Marketing and Communications Sol Jensen, and University Advisory Council (UAC) Representatives Catherine Doederlein, Therese Arado, and Kendall Thu.

2. VERIFICATION OF QUORUM AND APPROPRIATE NOTICE OF PUBLIC MEETING

Acting General Counsel Brady indicated the appropriate notification of the meeting has been provided pursuant to the Illinois Open Meetings Act. Mr. Brady also advised that a quorum was present.

3. SWEARING IN OF TRUSTEES NATHAN HAYS AND ROBERT PRITCHARD

Chair Coleman asked Trustee Pritchard to join him at the podium to take the oath of the Board of Trustees. He noted the honor it is to swear in new Trustees in his duties as chair and the honor in swearing in a man of great distinction, the former Representative, Robert Pritchard. The oath was administered as follows:

I, ROBERT W. PRITCHARD, DO SOLEMNLY SWEAR THAT I WILL FAITHFULLY SERVE, SUPPORT, PRESERVE, PROTECT AND DEFEND: THE CONSTITUTION OF THE UNITED STATES, AND THE LAWS THEREOF; THE CONSTITUTION OF THE STATE OF ILLINOIS AND THE LAWS THEREOF; AND THE CONSTITUTION, BYLAWS AND POLICIES OF NORTHERN ILLINOIS UNIVERSITY. FINALLY, I ACKNOWLEDGE THE FIDUCIARY RESPONSIBILITY THAT EACH MEMBER OF THE BOARD OF TRUSTEES HAS AND FURTHER SOLEMNLY SWEAR THAT I WILL DISCHARGE FAITHFULLY MY DUTIES AS A MEMBER OF THE BOARD OF TRUSTEES OF NORTHERN ILLINOIS UNIVERSITY TO THE BEST OF MY ABILITY.

Chair Coleman congratulated and welcomed Trustee Pritchard to the Board. Trustee Pritchard spoke on the honor and privilege it is to join the Board of Trustees. He looks forward to using his legislative experience working on educational issues while serving on the Board. He looks forward to working with the other members to continue working diligently on the issues facing the university and to take the university to the platform and direction of helping all students succeed and achieve the career vision they have. He formally supports the notion of transparency and openness and looks forward to having discussions of transparency and openness with various stakeholders in the coming months.

Chair Coleman asked Trustee Hays to join him at the podium and noted he will be sworn in as the student trustee, a position recommended by the student body of NIU. The oath was administered as follows:

I, NATHAN HAYS, DO SOLEMNLY SWEAR THAT I WILL FAITHFULLY SERVE, SUPPORT, PRESERVE, PROTECT AND DEFEND: THE CONSTITUTION OF THE UNITED STATES, AND THE LAWS THEREOF; THE CONSTITUTION OF THE STATE OF ILLINOIS AND THE LAWS THEREOF; AND THE CONSTITUTION, BYLAWS AND POLICIES OF NORTHERN ILLINOIS UNIVERSITY. FINALLY, I ACKNOWLEDGE THE FIDUCIARY RESPONSIBILITY THAT EACH MEMBER OF THE BOARD OF TRUSTEES

HAS AND FURTHER SOLEMNLY SWEAR THAT I WILL DISCHARGE FAITHFULLY MY DUTIES AS A MEMBER OF THE BOARD OF TRUSTEES OF NORTHERN ILLINOIS UNIVERSITY TO THE BEST OF MY ABILITY.

Chair Coleman congratulated Trustee Hays and welcomed him to the Board. Trustee Hays introduced himself as a current senior double majoring in Economics and Statistics. He previously served as the Student Association Treasurer and is honored to serve as the Student Trustee for 2018/2019. While he never expected to serve as the Student Trustee when first coming to NIU, after admiring the work done by the previous two Student Trustees, he looks forward to the coming year and working as a part of the Board of Trustees, playing a crucial role for the student body of NIU.

4. MEETING AGENDA APPROVAL

Chair Coleman asked for a motion to approve the meeting agenda. Trustee Butler so moved and Trustee Hays seconded. The motion was approved.

5. CHAIR'S COMMENTS/ANNOUNCEMENTS

Chair Coleman welcomed current University Advisory Committee members to the meeting. Current representatives are Therese Arado, Cathy Doederlein, Alex Gelman, Holly Nicholson, and Kendall Thu.

Cathy Doederlein shared comments from Holly Nicholson who was unable to attend the meeting. Holly apologized for being unable to attend today's meeting, but appreciated the opportunity to share comments. She welcomed the new board members and looks forward to working with them in the coming year. She expressed support for the proposal of putting forward Acting President Freeman as the presidential candidate. In the time she has worked with Acting President Freeman, Holly noted she has consistently demonstrated her support for staff and has proved herself to be a fair-minded, decisive, ethical and transparent leader, as well as a creative and diplomatic problem solver. Holly does not believe a national search would produce a more qualified candidate, nor someone who is as passionate about NIU and can represent NIU as well as Dr. Freeman has and will continue to. The stability President Freeman has brought to the university is crucial. NIU does not need the risks and years of transition that an unknown outside candidate would bring especially when a qualified, experienced candidate is already successfully fulfilling the role. Holly think it is very wise and fiscally responsible to adjust the search as proposed. She applauds the Board's efforts to be inclusive and transparent and your value to shared governance, and she looks forward to speaking with you more as this process unfolds. Cathy continued with her own comments and echoed Holly's comments. The Supportive Professional Staff Council held a meeting the day after Chair Coleman and Vice Chair Barsema's message was distributed and were able to discuss the topic. The council was generally supportive of the proposed plan. It was noted during the meeting that when Chair Coleman and Vice Chair Barsema visited SPS council last fall, many of them indicated that the only thing they wished for the presidential search was that the acting president would consider taking on the role longer term. Their sentiments remain, and they look forward to the process. SPS Council appreciates the Board's close consideration of the information from the Presidential Search Planning Committee, and they thank the committee for their work. SPS Council also appreciates the Board's ongoing support of and respect for shared governance that's made clear by their desire to meet again with our councils and other NIU entities to get additional feedback. They look forward to the SPS meeting in August. Council members are talking with colleagues to provide feedback to the Trustees. Cathy relayed comments from the recent SPS Council meeting including the consistency the proposed plan would bring in furthering efforts toward a stable and strong institution and the respect they have for Acting President Freeman and the work she has done and could continue to do, SPS noted the financial responsibility of the decision and noted that while the savings would be great, we would not be sacrificing quality of a leader. Cathy thanked them for their time and noted they look forward to further conversation to move the university forward in this direction. Chair Coleman thanked Cathy for her comments.

Professor Kendall Thu echoed the comments from Cathy. He expressed his appreciation for the way in which the board has cast this proposed adjustment in the search process within the context of shared

governance and appreciates the press release that the board put out with that point underscored. He has heard only support for President Freeman becoming the permanent president. Addressing comments that the Board is proposing the plan unilaterally, he thinks the Board has listened to stakeholder groups across campus and are acting accordingly. He thanked them for their response to stakeholder groups and fully supports the process moving forward. Chair Coleman thanked Professor Thu.

Therese Arado, new Faculty Senate President, welcomed the new Trustees. The faculty has not met to discuss the proposed plan, but she appreciates the inclusion of all shared governance in the process being put forward. Speaking as herself, she echoed the comments of her colleagues. Chair Coleman thanked Therese and welcomed her to her first meeting.

No other comments were presented.

6. PUBLIC COMMENT

Chair Coleman asked if any members of the public had complied with state law and Board of Trustees bylaws by registering a written request to address the board. Acting General Counsel Brady indicated that there was one request for public comment.

Virginia Naples - "Thank you for the opportunity for me to speak today and welcome to the two new board members and Therese Arado as a member of the Faculty Senate University Council. I look forward to the next year working with her and the other people. I had not anticipated that there would be a special board meeting, and I only returned late last night from Texas, so I'm kind of jet lagged and tired. There were, however, many other people with whom I spoke who were not able to return. So with their permission, I am speaking for a group of us, and we are rather concerned about the Board considering what would be a short circuit of the presidential search process by making the appointment based on a single candidate, no matter how qualified that individual is. This is absolutely not personal, I am looking at the issues involved with the process and not only the process, but the perception of what is going on in the process by the members of the public. Because NIU has had many problems in the past - I don't need to remind you of those sorts of things - we need not only to do everything exactly as it needs to be done according to policies and rules and regulations. We were just reminded of that in the swearing in process of our two new trustees, but we need to ensure that the public recognizes that we are doing that and that public perception is very positive and with us all along the way. If we want to regain the confidence of the public, we need to make sure that people who ought to be involved and who have been promised the opportunity to provide input are able to do so. And that includes additional input from faculty, staff, and students. The previous presidential searches were national and we did not necessarily have an open and transparent search that we needed and that was a flawed process that led to problems we might have otherwise avoided. What I would like to request today is to ensure that the present process is open and transparent. When you are considering appointing an individual without the vetting that goes through having a competition with other potential candidates, it may make that candidate appear to be weak. It is essential that such a candidate has the support of the entire university community and that support would be engendered by opportunities for many people to meet and talk to the candidate, learn what is their philosophy and the direction in which they will take NIU. I would ask that the Board of Trustees consider these concerns and make sure that everyone who would like to be able to provide input is able to do so. There have been many instances where a single candidate has been put forward for a variety of positions. I am of the age cohort where affirmative action resulted in the hiring of many women faculty who would not have otherwise been considered in biased and flawed searches for many positions. Unfortunately because those individuals were considered to be additional candidates or people who would not otherwise have been considered, they suffered from a second class feeling throughout their entire careers. This has affected many people's careers and I have heard many, many times people who were, granted expressing sour grapes, saying I would have had a job of such and such at institution X, Y, or Z except they had to hire a fill-in-the-blank person of minority status. So I would very much like to avoid that and I would like to see the university be able to have the entire community involved in this process and to come forward because leading a public university is a complex and difficult process. We need someone who can make the hard decisions and we need someone who also thinks outside the box. In many instances, I am aware of a lot of universities that simply look around

at other universities and say oh what are they doing, well we're going to jump on that same bandwagon. Jumping on a bandwagon isn't always a good thing and we need a leader who not only understands NIU, understands its history, but large public Midwestern universities and where we need to go and what we need to do. If we repeat the same patterns that were failures in the past, we may not get the decisions that we need to help us move forward in the direction that we wanted to. And I do remind you that one year, one month, and one day ago I spoke to this board in exactly the same position saying that a new broom sweeps clean and we need a new broom. This comment was actually picked up nationally and internationally in regard to what was going on at NIU. I want to just make sure that we are considering all of those aspects in this presidential search process so we can go forward with a very positive and unified vision of where NIU is going to go. Thank you for the opportunity to make my comments."

Chair Coleman thanked Virginia for her comments and noted the proposed process that the board has in play here will allow more participation than originally planned with a search committee.

7. CHAIR'S REPORT NO. 85

Agenda Item 7.a. Adjusted Presidential Search Process

Chair Coleman presented Chair's Report No. 85 beginning with Agenda Item 7.a. – Adjusted Presidential Search Process. After long and hard deliberation among the Board members, they have concluded that NIU has an Acting President that has done an outstanding job in a role she did not have to take on. A year ago, she was approached to become the Acting President, to help stabilize the university and move it forward. A year later, the Board feels she is the right person to lead the university going forward. However, the Board believes in shared governance. The Board has not only fiduciary responsibility, but also the responsibility of appointing and selecting the president of the university, a responsibility not taken lightly. With great consideration, the Board is proposing a new process. The Board of Trustees puts forth Dr. Lisa Freeman as the presidential candidate for consideration by the Board of the university as the 13th president of Northern Illinois University. Chair Coleman continued that informational gathering sessions will be scheduled in August and September and will include diverse constituency groups, NIU shared governance groups, and community and city officials. Chair Coleman outlined the sessions:

"The sessions will be scheduled to the greatest extent possible to accommodate regular or special meetings of each entity listed above and each may, at their discretion, determine that the delegation of their design is appropriate to represent the group. The Board Chair is authorized to agree to information gathering sessions with other constituency groups not listed above in the interest of the Board and/or university or to assure meaningful and broad participation in this process. Based on availability, one or two members of the Board of Trustees will attend each information gathering session to receive the feedback from each representative constituency group. The role of the trustees who attend the sessions will be limited to listening and collecting information provided by the constituency group. Trustees will not engage in any sort of deliberations at these sessions, will not engage in subtenant discussion with the group and among themselves, and will not provide additional recommendations to other trustees until a meeting of the full Board. Feedback that is gathered at each session will be brought back for consideration with the full Board at one of the future meetings, where discussions among trustees regarding the hiring of the new president will take place. In addition to these information gathering sessions, a university wide forum will be scheduled so that faculty, staff, students, and other members of the university community can hear directly from Dr. Freeman as she will outline her vision for the future of the university and participate in a question and answer session. Institutional communications will develop an appropriate mechanism for collecting feedback from participants at the university wide forum so that such feedback can be shared with the Board of Trustees. The Chair, with the appropriate individual consultation and with other Board members, may authorize additional mechanisms of feedback or minor modification to the proposed adjusted search process for efficiency and effectiveness. Any such additional feedback, mechanism, or minor modification to the process will be reported to members of the Board. Any substantial modification to the search process will be presented to the full Board for review and consideration. This proposed adjustment to the presidential search process provides more direct,

meaningful, and broader participation for faculty, students, professional staff, civil servants, and other participants in the university shared governance process than what could be accomplished through an approximately 17 to 25 member search committee alone. At this time, it would be a substantially reduced expenditure of time, resources, and money on a national search and win an internal candidate, who may meet the needs and wants of the board of the university, and can be retained and appointed.”

Chair Coleman continued that after the Presidential Search Planning Committee compiled the characteristics for a new president, Acting President Freeman looks exactly like the profile. He appreciates the hard work done to compile the profile. After working with President Freeman for a year, the Board feels she can help move the university forward. A national search would delay the process to move forward by a couple of years. He then read the recommendation.

Chair Coleman called for a motion to approve this agenda item. Trustee Wasowicz so moved and Trustee Pritchard seconded. The motion was approved.

Agenda Item 7.b. Authorization for Insurance Counsel to File Suit Related to Electrical, Steam and Other Damage under Normal Road.

Chair Coleman introduced Agenda Item 7.b – Authorization for Insurance Counsel to File Suit Related to Electrical, Steam and Other Damage under Normal Road and turned the item over to General Counsel Brady.

General Counsel Brady said last Thursday, his office was contacted by legal counsel for NIU’s insurance company. This is in relation to an event that occurred approximately one year ago when the City of DeKalb received permission from NIU to perform work on the sidewalk on Normal Road. The City’s contractor struck and cut electrical lines and damaged a steam tunnel, along with other damages, resulting in approximately \$150,000 in damage. NIU’s insurance company has been unable to work with the contractor and its insurance company, resulting in filing of a lawsuit. It is already filing the lawsuit to recover \$50,000 for the university, but is asking Board approval to approve the insurance counsel to sue for the additional \$100,000 of damage that was caused by the contractor. General Counsel Brady apologized for the timeliness of the item, but he was appreciative of today’s meeting and having the opportunity to present the item for Board approval.

Chair Coleman called for a motion to approve this agenda item. Trustee Pritchard so moved and Trustee Wasowicz seconded.

Trustee Barsema asked if fees paid to the legal firm will come from any judgment that is received and if there is no judgment, no out of pocket costs will be owed. General Counsel Brady affirmed this. The insurance counsel is working on a contingency basis so there is no upfront cost to the university. Any recovery of their costs will come from the recovery of damages or as the prevailing party to receive the attorney’s fees from a future vote. Trustee Barsema asked the percentage they will work on and General Counsel Brady responded it would be between 20 and 25 percent on the recovery. Trustee Wasowicz asked if construction companies have a bond put up they can draw from. General Counsel Brady said he is not familiar, but insurance counsel would be more familiar with that situation as that is the typical process insurance would go through.

Chair Coleman called for a vote to the motion. The motion was approved.

8. OTHER MATTERS

No other matters were discussed.

9. NEXT MEETING

The next regularly scheduled Board of Trustees meeting will be held September 13, 2018 at 9:00 AM.

10. CLOSED SESSION

Chair Coleman called for a motion to close the public meeting to conduct an executive session to discuss the following subjects authorized by the Illinois Open Meetings Act, as amended: Personnel Matters as generally described under Sections 2(c)(1)(2)(3) and (21); Collective Bargaining matters as generally described under Section 2(c)(2); Litigation and Risk Management matters as generally described under Sections 2(c)(11) and (12); Closed Session Minutes matters as generally described under Section 2(c)(21) of the Open Meetings Act; Student Disciplinary Cases, as generally described under Section 2(C)(9) of the Open Meetings Act.

Trustee Butler so moved and Trustee Struthers seconded. A roll call vote of the Trustees to recess to Closed Session was as follows:

Trustee John Butler: Yes	Trustee Nathan Hays: Yes
Trustee Veronica Herrero: Absent	Trustee Bob Pritchard: Yes
Trustee Tim Struthers: Yes	Trustee Eric Wasowicz: Yes
Vice Chair Dennis Barsema: Yes	Board Chair Wheeler Coleman: Yes

The meeting was closed and will re-open at the conclusion of the closed session. The Board adjourned for closed session at 10:04 a.m.

Reconvene Meeting:

The Board of Trustees of Northern Illinois University reconvened on July 16, 2018 at 1:04 p.m. Chair Coleman asked for a roll call. A roll call of the Trustees was as follows:

Vice Chair Dennis Barsema: Here	Trustee John Butler: Here
Trustee Nathan Hays: Here	Trustee Veronica Herrero: Absent
Trustee Bob Pritchard: Here	Trustee Tim Struthers: Here
Trustee Eric Wasowicz: Here	Board Chair Wheeler Coleman: Here

11. ADJOURNMENT

Chair Coleman asked for a motion to adjourn. Trustee Struthers so moved and Trustee Wasowicz seconded. The motion was approved. Meeting adjourned at 1:10 p.m.

Respectfully submitted,

Liz Wright
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.

**CHICAGO-BASED OFFICE LEASES FOR
THE EDUCATION SYSTEMS CENTER**

Summary: The NIU Division of Outreach - Education Systems Center has been in a lease since August 2016 providing a downtown Chicago presence to support the Center's operations. Expanding grant opportunities with the Center is creating a need for more space. Coincidentally, adjacent space leased by the NIU Alumni Association is underutilized and can meet the Center's requirements. Increasing the existing lease to include the additional desired space would raise the expense obligation from \$244,604 to approximately \$370,000. Approval is requested to execute a lease modification supporting an additional 1,895 square feet of space for the period of September 1, 2018 to February 15, 2021.

Background: The Education Systems program is collocated with the College of Business at this 105 W. Madison downtown location, and the two programs are able to share common areas for an effective consolidated presence for NIU. The Education Systems operation has been operating in Chicago since its inception in 2012 and interacts with Chicago-based state officials, advocacy organizations, and non-profits to develop and implement education-related legislation, apply for federal grants to promote educational initiatives, and administer education and workforce development programs. Funding for this program has come from direct revenues consisting of philanthropic, state agencies, and federal grant support. Sufficient funding exists from these sources to support this leasing agreement.

The existing lease for the Education Systems program involves 2,212 square feet of space at a cost of \$244,604 for the period of August 2016 to February 2021. The amended lease would increase the area to 4,107 square feet for the remainder of the lease period and bring the total lease cost to approximately \$370K.

Funding: Institutional – Local Funds - \$370,000 total for FY17-FY21

Recommendation: The Finance, Audit, Compliance, Facilities and Operations Committee recommends Board of Trustees approval of the Chicago-Based Office Leases for the Education Systems Center.