

Minutes of the
Northern Illinois University
PRESIDENTIAL SEARCH ADVISORY COMMITTEE MEETING
December 6, 2012

CALL TO ORDER AND OPENING REMARKS

The meeting was called to order By Chair Robert Boey at 12:15 p.m. in Room 315, Altgeld Hall. The Chair welcomed everyone to the second meeting of the Presidential Search Advisory Committee (PSAC). Since our last meeting, the Chair said, the Parker Executive Search firm has reviewed all comments related to the Presidential Position Description (PPD) and developed a draft for both PSAC and the Board of Trustees. Parker also distributed the PPD draft to the senior cabinet. Parker Search will share their thoughts with us when PSAC and the Board meet later today. We hope to finalize the PPD and maintain the schedule Parker Search has outlined. In regard to the timeline, we have to reschedule the January 4 meeting to January 11.

As a point of personal privilege, Chair Boey said, I would like to discuss the search committee photo booklet that is in your packets. I believe what we are doing is so critical to the future of NIU that we should be sure to acknowledge the participants and record what it is we are doing. I also believe that we should be transparent in our proceedings, yet take the necessary steps to ensure that we protect the confidences and confidentiality of potential candidates and members with whom we are privileged to serve. Therefore, I asked University Relations to develop the PSA Committee membership booklet, which is a means for us to get to know our fellow members, and for communication between fellow members. However, be careful of the confidentiality matter when you go beyond your fellow members' discussion.

I want to personally thank Kathy Buettner, Jerry Blakemore, Greg Brady, and Sharon Banks-Wilkins for their efforts in accomplishing this task. That is a lot of work they put together, and they did a great job. Kathy and the University Relations staff, particularly Mary Lou Read-Dryer, Joan Laurino and of course Pat Erickson, have been extremely helpful.

Before we begin the discussion on the proposed PPD, I have asked Greg Brady, Deputy General Counsel for Administration, to complete his legal presentation which was cut short at our last meeting, and to present some helpful guidelines for the committee. The PSA Committee is a creature of the Board of Trustees and, as such, is subject to the Illinois Open Meetings Act. More importantly, given the significance of our responsibilities, we thought it best to have a set of guidelines which will help us to conduct our business with a clear understanding of our legal and ethical responsibilities to the public, potential candidates and ourselves. Greg will provide some thoughts for discussion and, ultimately, this committee will determine the guidelines which will inform the conduct of our search. Finally, the Board of Trustees is now meeting in closed session, and I will join them in a few minutes.

Before I leave, I would like to address the matter of conferencing by telephone. There are three meetings that absolutely will be in-person meetings, and those are the three face-to-face meetings for candidate interviews. The people who are present will be the people who will conduct the interview and will vote. No votes will be handled by way of telecommunications. The three dates I am referring to are the March 1, March 7 and March 8 meetings. The other thing to remember is that because of the Open Meetings Act that Greg is going to discuss, not counting today's meeting, I am going to ask that going forward, no member of this search committee use more than two teleconferencing arrangements. So, keep that in mind as you are looking at your schedules. The preference is that you be here as much as possible so that we can do justice to all of our discussions. I understand we all have responsibilities and there are times we just cannot come, but please try to be here for those three meetings, because you cannot vote if you are not here.

TRANSFER OF GAVEL TO CO-CHAIR

Chair Boey passed the gavel to Co-Chair Alan Rosenbaum. At this point, Chair Boey and Trustee Anthony Iosco returned to the Board of Trustees Executive Session.

ROLL CALL

A roll call of the committee conducted by Assistant Recording Secretary Patricia Erickson was as follows:

<u>Present</u>		<u>Not Present</u>
Dennis Barsema	Rosita Lopez	Jeff Compher
Robert Boey (BOT)	Michael Malone	Janice Hamlet
John Bruce	William McCoy	Deborah Robertson
James Ciesla	Kathy McFadden	
Mark Cordes	Barbara Posadas	
Michael Duffy	Jennifer Rosato	
Lisa Freeman	Alan Rosenbaum	
Anthony Iosco (BOT)	Lee Shumow	
Millivoje Kostic	Andy Small	
Todd Latham	Pamela Smith	
Delonte LeFlore	Michael Theodore	
Amy Levin	Gregory Waas	

Present by Teleconference: Francine Pepitone

Also present was Deputy General Counsel Gregory Brady.

I want to remind the committee that the microphones you see on the tables are for the purposes of recording these meetings in keeping with the Open Meetings Act. Also, if you are going to speak, we have been asked to identify ourselves for the meeting transcript.

VERIFICATION OF APPROPRIATE NOTICE OF PUBLIC MEETING

Confirmation of Open Meetings Act notification compliance was given by Deputy General Counsel Gregory Brady.

PUBLIC COMMENT

Co-Chair Rosenbaum asked Deputy General Counsel Brady if any members of the public had registered a written request to address the committee in accordance with state law and the Board of Trustees *Bylaws*. Mr. Brady noted that no requests had been received to address this meeting.

APPROVAL OF AGENDA

Co-Chair Rosenbaum asked for a motion to approve the agenda. John Bruce made a motion to approve the agenda, seconded by Rosita Lopez. The motion was approved.

PRESIDENTIAL SEARCH ADVISORY COMMITTEE CONFIDENTIALITY REQUIREMENTS AND PROPOSED GUIDELINES

Dr. Rosenbaum asked Greg Brady to present the Proposed Operational Guidelines for Presidential Search Advisory Committee. Unfortunately, we were under a time crunch at our last meeting, and I was able to only give a quick summary of key housekeeping issues related to the Open Meetings Act and the Freedom of Information Act, Mr. Brady said. Today I have provided you with a printout of the PowerPoint presentation from that meeting, as well as the Proposed Operational Guidelines for the committee.

Mr. Brady stressed compliance with the Open Meetings Act. One of the things we need to stress as far as our compliance with the Open Meetings Act is the requirement for your in-person presence to review candidate credentials, rather than through a teleconference, he said. So for those meetings on March 1, March 7 and March 8, that are labeled "In-Person," that means it is mandatory that you physically attend the meeting. The Proposed Guidelines reflect that members who cannot attend those meetings in person would not be able to participate. For all other meetings, however, it still is very important to have physical presence because the Open Meetings Act requires a quorum of physically present members before the meeting can begin. As Trustee Boey indicated, knowing that members have other responsibilities and duties, going forward each member will be allowed two opportunities to use a teleconference or video conference means to participate in those meetings not requiring mandatory, in-person presence. Dr. Rosenbaum asked that the committee members notify Sharon Banks-Wilkins as quickly as possible of their unavailability for a meeting so that the meeting can be rescheduled if a quorum is not available. In regard to the March 7 and March 8 mandatory physical presence meetings, Dr. Rosenbaum stated that anyone who knows they might have a conflict should try to make arrangements in advance in order to attend those interview meetings.

Mr. Brady stated that the Open Meetings Act also requires that every meeting of this committee be recorded. There is another State law, not the Open Meetings Act, in relation to public governing bodies that requires us to post our recordings on line.

The smallest majority of a quorum for this committee is eight (8). That is a key number because we are prohibited by the Open Meetings Act from having eight or more members together contemporaneously communicating about State business outside of an official public meeting. So, if there is ever a situation where eight or more members are going to be together outside the context of regularly scheduled meetings, be very aware of the fact that we cannot have members speaking about the business of the committee, otherwise, it could run afoul of the Open Meetings Act. This includes, not just physical meetings, but teleconferences, e-mail communications, text messages and other electronic communications.

The Freedom of Information Act covers public records, which we discussed previously. It will cover each and every record in relation to this committee and the work that is done here, that is held by the university and each individual employee on this committee. It covers paper records as well as electronic records – e-mails, text messages, database entries, instant messaging. I want to caution the committee about what is put into writing. A FOIA request is a written request that comes to the institution. If you receive such a request, it should be forwarded immediately to the University Relations Division to Joan Laurino, the Deputy FOIA Officer. We have five business days to collect all of the records related to that request, review every one of those records, and also review the FOIA exemptions that might be applicable to those records. We then weigh what can be redacted out of these records before turning them over, appropriately, under the Freedom of Information Act. Another key distinction for when you have your personal laptops or personal cell phones, smart phones, iPads or whatever is that anything you type on these devices related to the business of the committee can be requested under FOIA. Again, all written requests for information, which are essentially our FOIA requests, need to be immediately referred to Joan Laurino who will then inform the Chair and the Co-Chair of what information requests are being made.

We also may receive information requests or other requests for comment from any number of sources that do not come in a written form. These are not FOIA requests. We recommend that you intake those requests and then refer them to the Chair and Co-Chair, as outlined in the confidentiality statements you signed at the first meeting.

At the last meeting, there was a question of how you communicate with your constituencies, and that also is reflected in these guidelines. Any restrictions on the release of information do not apply to the reasonable general updates that are provided to your constituencies to encourage communication to and from your constituencies in order to bring information back to the committee for consideration. Obviously, specific candidate information should not be released until approved and agreed upon by the whole body.

Pretty much anything that is said in any of our meetings that are open to the public and are recorded, Dr. Rosenbaum said, we would be able to transmit to our constituents. It is those closed meetings, once we begin discussing candidates by name, that we would ask people to maintain confidentiality and also the confidentiality of any statements made within the room by members of the committee.

There may be expenses related to travel or other duties of this committee. As such, those will be processed in accordance with university policies as well as State law on travel and expense reimbursement.

Mr. Brady asked that the committee adopt these guidelines to be used going forward. Dr. Rosenbaum entertained the motion. Barbara Posadas, so moved, seconded by Lisa Freeman. The motion was approved.

REVIEW OF SEARCH SCHEDULE AND PRESIDENTIAL POSITION DESCRIPTION

The January 4 meeting has been moved to Friday, January 11, Co-Chair Rosenbaum stated. The other scheduled meetings remain the same.

Some have found the distinction between in-person meetings and the teleconference meetings confusing because it implies that for one you have to be there in person and the other you do not. However, Greg has clearly pointed out to us that is not what was intended. The expectation is that we be present at all of those meetings with the exceptions already discussed. So when you look at the schedule a month from now and you see that it is a teleconference meeting and not an in-person meeting, try to remember that we need to be in attendance unless you absolutely cannot be here in which case we have those two meetings that you may participate via teleconference.

The Presidential Position Description will occupy us for the rest of this meeting and when we meet with the Board of Trustees. The last time we met, we gave a lot of information to Parker Executive Search, and they have come up with this draft that you all have been given with the descriptors, the preferred qualifications, and some statements about Northern Illinois University. Since we did this during our first meeting and did not have a tremendous amount of time for it, I also had hoped that the possibility remained for people to go back, think about it, speak to their constituent groups, come up with additional things, or would want to make further comments about it. Dr. Rosenbaum opened the floor for comments on the proposed draft or to introduce additional items, qualifications or to raise other issues.

NEXT MEETING DATE

The next meeting date of the Presidential Search Advisory Committee is scheduled for Friday, February 1, 2013 in Algeld Hall 315.

CLOSING REMARKS AND ADJOURNMENT

Co-Chair Rosenbaum asked for a motion to adjourn. Amy Levin so moved, seconded by Lee Shumow. The motion was approved. The meeting was adjourned at 1:20 p.m.

Respectfully submitted,

Sharon M. Banks-Wilkins
Recording Secretary

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