

Minutes of the  
**NIU Board of Trustees**  
**Of Northern Illinois University**  
**Special Meeting**

February 18, 2016

**CALL TO ORDER AND ROLL CALL**

The meeting was called to order at 3:25 p.m. by Chair Marc Strauss in the Board of Trustees Room, 315 Altgeld Hall. Recording Secretary Kathy Carey conducted a roll call. Members present were: Trustees Robert Boey, Robert Marshall, Tim Struthers, John Butler, Wheeler Coleman, Cherilyn Murer and Board Chair Marc Strauss. Also present: President Doug Baker, Board Liaison Mike Mann, General Counsel Jerry Blakemore, Executive Vice President and Provost Lisa Freeman, Vice President Al Phillips, Dean Derryl Block, Student Association President Nathan Lupstein, and UAC Representative Greg Long

**VERIFICATION OF QUORUM AND APPROPRIATE NOTICE OF PUBLIC MEETING**

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

**MEETING AGENDA APPROVAL**

Chair Strauss asked for a motion to approve the agenda to include an amendment to include a brief closed session between items 7.a. and 8. Trustee Butler so moved and Trustee Marshall seconded. The motion carried.

**CHAIR'S COMMENTS/ANNOUNCEMENTS**

Chair Strauss indicated he had no comments but recognized Greg Long, University Advisory Council representative in attendance.

Dr. Long commented, the UAC supports the movement to replace the student trustee vacancy. We work consistently in our respective governance bodies with the Student Association and their participation with us in shared governance on campus and on the Board of Trustees is very important, therefore, we encourage movement forward on that.

**PUBLIC COMMENT**

General Counsel Blakemore indicated that there is one request to speak from Student Association President Nathan Lupstein.

Mr. Lupstein began, ladies and gentlemen of the Board, thank you for having me today, the university administration and everyone in attendance. It's a pleasure to be able to speak in front of you and to preface my statement I just want to thank all of you for your continued support and collaboration with the Student Association moving forward. Today we're talking about the legislation being brought forward to replace the student trustee. As it's currently stated in the Student Association by-laws, it grants the President of the Student Association the power to appoint a student trustee with Senate confirmation to sit in the event of a vacancy which is what we're dealing with right now. I especially want to encourage all of you to consider this type of legislation for the Board the Trustees and your Board and to also state that this is a common practice that has been utilized throughout the course of the Board of Trustees. In 1996 when this Board of Trustees was established, this was the practice. The Student Association President would appoint a student trustee with the confirmation of the Senate and they would serve on

the Board being able to motion and be privy to all confidential information, and all such activity that occurs on this Board. Starting in 1999 there was a vote granted to the Student Trustee. So there was a state law saying that student members of each Board of Trustees of the university had a binding vote on every board across public universities. From this time in 1999 the process of the President appointing a student with Senate confirmation was still in place. We see about three times to where the Student Association president between 1999 and 2001 is appointing a student trustee with confirmation of the Senate that has a full legally binding vote on the Board. This is a common practice that we've seen throughout the history of the Board of Trustees. In fact a more relevant example, a vacancy occurred in October of 1999. The Student Association President was contacted by then President John LaTourette who said "inform us as soon as possible of the Student Association's designee as student trustee." And then four days later his appointment was sworn in to the Board of Trustees. So essentially what I want to say to all of you and encourage all of you to consider is that this is a common practice that we've seen here at Northern Illinois University for the event of a student trustee vacancy. I think this is essential to the shared governance between our Board of Trustees and our Student Association and I also want to support this idea by telling you that this process of appointment and confirmation is a practiced method that we use for a myriad of different reasons within the Student Association. Every member of my executive staff which are my directors and my chief of staff, they all face my appointment and the Senate confirmation; anyone that I appoint to the Supreme Court of the Student Association goes through the same process. It's very sophisticated. The same process happens when we approve our budgets for the Student Association or for any Student Association funded organizations. This is something that we, as an organization are very comfortable in doing and we choose with the upmost scrutiny. Having the time to prepare for this knowing that this was something that we were going to be dealing with moving forward for this semester, we've already been very diligent in compiling potential candidates for the student trustee position and vetting them as closely as possible to insure that we can get someone in that seat as soon as possible.

### **PRESIDENT'S REPORT NO. 103**

President Baker began, the items for approval are all topics that we've discussed earlier today so let me know if there is any discussion needed.

#### **Agenda Item 6.a.(1) Request for Deletion of Minor**

President Baker continued, the first issue is the request for deletion of a minor. The University request Board of Trustees approval for the deletion of a minor in dance education.

Chair Strauss called for a motion. Trustee Coleman so moved and Trustee Butler seconded. The motion was approved.

#### **Agenda Item 6.a.(2) Request for Deletion of Emphasis**

President Baker presented, the second is another deletion. The university requests the Board of Trustees approval for the deletion of an emphasis in Environmental Studies, the BA/BS emphasis non-government organizations.

Chair Strauss called for a motion. Trustee Boey so moved and Trustee Marshall seconded. The motion was approved.

#### **Agenda Item 6.a.(3) Request for Deletion of Specialization**

President Baker continued, the next item is yet another deletion. We request the Board approve the deletion of a specialization in Rehabilitation Counseling with the MA in Communicative Disorders.

Chair Strauss called for a motion. Trustee Butler so moved and Trustee Coleman seconded. The motion was approved.

#### **Agenda Item 6.a.(4) Request for New Degree Program**

President Baker continued, next we have an addition. The university requests Board of Trustees approval for a new degree program and an MS in Rehabilitation Counseling.

Chair Strauss called for a motion. Trustee Marshall so moved and Trustee Coleman seconded. The motion was approved.

#### **Agenda Item 6.a.(5) Request for New School**

President Baker presented the next agenda item is for a new school of Nursing. Earlier today there was consensus about the need, but there was a question about how it would be funded. Due to not filling many vacant positions and reallocation of funds, positions, etc., we have identified the funding for this project to address the concerns expressed earlier today. With that I would ask the Board of Trustees approve a new School of Nursing.

Chair Strauss called for a motion. Trustee Murer so moved and Trustee Boey seconded. The motion was approved.

#### **Agenda Item 6.a.(6) Request for New Minor and Emphasis**

President Baker continued, next is a request for emphasis of a new minor. The University requests the Board of Trustees approve a new minor in Business Analytics and a new emphasis in Entrepreneurship and Social Responsibility with a BS in Management.

Chair Strauss called for a motion. Trustee Boey so moved and Trustee Butler seconded. The motion was approved.

#### **Agenda Item 6.a.(7) Request for New Specializations**

President Baker continued, next is a new specialization in Adult Education, a new specialization in higher education, both within the MS/ED in adult and higher ed and a new specialization in Public Service Law and Management within the masters of Public Administration. We would request Board approval.

Chair Strauss called for a motion. Trustee Marshall so moved and Trustee Boey seconded. The motion was approved.

#### **Agenda Item 6.a.(8) Approval of Fermilab CRADA**

President Baker added, the next item is the approval of a CRADA or the Collaborative Research and Development Agreement with Fermilab, the accelerator lab, for the development of a joint program in Accelerator Science Research and Education. We ask for approval.

Chair Strauss called for a motion. Trustee Butler so moved and Trustee Boey seconded. The motion was approved.

#### **Agenda Item 6.a.(9) Differential Tuition Results**

President Baker presented, the next item is the differential tuition. We had a good discussion and Provost Freeman I think gave us good insight. Essentially we're approving what was approved last year for the differential tuition for the graduate professional program so we ask approval of that differential tuition.

Chair Strauss called for a motion. Trustee Murer so moved and Trustee Coleman seconded. The motion was approved.

### **Agenda Item 6.a.(10) New Residence Hall and Northern View Apartments (Capital Project Approval)**

President Baker continued, the next item is the new residence hall and as you've heard, twice as many students are eating there as they thought. The university requests the Board of Trustees approval to establish a project budget not to exceed \$1.9 million, the amount of excess construction funds available in the Series 2011 bonds, and authorize Collegiate Housing Foundation to complete the work in a timely manner selecting appropriate, competent licensed and bonded contractors and consultants.

Chair Strauss called for a motion. Trustee Coleman so moved and Trustee Marshall seconded. The motion was approved.

### **CHAIR'S REPORT NO. 73**

#### **Agenda Item 7.a. Student Trustee Vacancy and Proposed Bylaw Changes**

President Baker continued, the next item is approval of the trustee vacancy policy and the approval to adopt the principles contained in the Student Association constitution regarding the student trustee vacancy and approval of the proposed amendments to Article 2, Section 7 of the Bylaws of the Board of Trustees of Northern Illinois. The Ad Hoc Committee on Governance recommends that the Board of Trustees endorse the request for approval at this meeting.

Chair Strauss asked Trustee Butler, Chair of the Ad Hoc Committee on Governance, to provide some introductory comments and the opportunity to make whatever motion is appropriate here.

Trustee Butler waived the motion to suspend the provision of discussion of the item and continued, this is an item that we're receiving as a committee but I want to motion that we waive the portion of Article 10 of the Board Bylaws that requires the notice of the intention to amend the bylaws shall have been presented in writing at the regular or special meeting immediately preceding.

Trustee Coleman seconded the motion.

Trustee Butler added, I just want to make sure that I'm clear that the obvious advantage of suspending the provision is that it will permit the Board to discuss and adopt the amendment at this meeting and I think we're on very safe ground to do so. First, we'll be able to resume our conformity with the composition of the Board called for under state statute. Secondly, there's been ample notice and discussion of this matter with the Board members and our shared governance stakeholders so we are on good ground to suspend this provision.

Chair Strauss clarified, those comments go to both the motion before us now and what would be a subsequent motion to actually adopt this. The item before us now is to suspend the rule that would require this come back a second time. If there are any other comments related to the matter before us today.

Trustee Coleman asked for General Counsel Blakemore to weigh in on any additional issues.

General Counsel Blakemore began, on the questions of amending your bylaws, this is more than proper. You have met the spirit of your bylaws with respect to what we usually refer to as first and second reading. The Board has received from me an actual legal opinion regarding this sometime ago. Consistent with the comments made by Committee Chair Butler, you have more than ample authority. The student body president has spoken to the issue in terms of the history, but you have more, in my opinion, sufficient legal basis to actually make this appointment as well.

Chair Strauss called for a vote for the motion to waive the portion of Article 10 of the Board Bylaws and the motion passed.

Chair Strauss called for a motion to adopt the item presented. Trustee Murer so moved and Trustee Coleman seconded. The discussion continued.

Trustee Coleman asked, when can we anticipate a name or appointment from the student government?

Nathan Lupstein answered, as I previously stated we were notified of the previous trustee's resignation over winter break so we've had this whole semester to start gathering names. I would say within the next two weeks we should be able to have a name approved by the Student Association Senate and submitted to the Board of Trustees.

Trustee Butler added, at this point, I would like President Lupstein to meet with Jerry Blakemore as soon as possible before you make the appointment to go over some of the implications for the appointment for the person that you would appoint in terms of the Ethics Act. It's important that they understand those before they're seated on the Board for a period of four months.

Trustee Murer asked, this appointment will be for the vacancy, and that vacancy is up July 1, so this appointment is only for the period of time from March through the end of June? Would that person be eligible again?

General Counsel Blakemore responded, the statute requires that the student have an actual election and so this is exactly as you've indicated. It's replacement for that period of time ending June 30th. The replacement has nothing to do with who serves after that.

Trustee Murer confirmed, so we are voting just for this vacancy from March 1st to June 30th so to speak.

General Counsel Blakemore responded, exactly.

Chair Strauss called for a vote, and the motion carried.

## **CLOSED SESSION**

Chair Strauss asked for a motion to close the public meeting to conduct a closed session to discuss the following subjects authorized by the Illinois Open Meetings Act, as amended: litigation and risk management matters as generally described under sections 2c 11 and 12 of the Open Meetings Act. Trustee Murer so moved, seconded by Trustee Butler. A roll call vote of the Trustees to recess to Closed Session was as follows:

Trustee Robert Boey: yes	Trustee Wheeler Coleman: yes
Trustee Robert Marshall: yes	Trustee Cherilyn Murer: yes
Trustee Tim Struthers: yes	Vice Chair John Butler: yes
Board Chair Marc Strauss: yes	

The meeting is now closed and will re-open at the conclusion of the closed session in approximately 30 minutes. The Board adjourned for closed session at 3:43 p.m.

The Board of Trustees of Northern Illinois University reconvened on Thursday, February 18, at 4:16 p.m. Chair Strauss announced they were reconvening after the closed session and asked for a roll call.

Present: Trustees Robert Boey, Robert Marshall, Tim Struthers, John Butler, Wheeler Coleman, and Board Chair Marc Strauss. Absent: Trustee Cherilyn Murer.

## **OTHER MATTERS**

No other matters were discussed.

## **NEXT MEETING**

The next meeting of the Board of Trustees will be Thursday, March 17, 2016

## **ADJOURNMENT**

Chair Strauss asked for a motion to adjourn. Trustee Boey so moved and Trustee Struthers seconded. The motion was approved. Meeting adjourned at 4:17 p.m.

Respectfully submitted,

Kathleen Carey  
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.*