

Meeting of the  
**BOARD OF TRUSTEES**  
**OF NORTHERN ILLINOIS UNIVERSITY**  
March 17, 2016

**1. CALL TO ORDER AND ROLL CALL**

The meeting was called to order at 9:02 a.m. by Board 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, Wheeler Coleman, Robert Marshall, Cherilyn Murer, Tim Struthers, James Zanayed, John Butler 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, Vice President Anne Kaplan, and Interim Vice President Harlan Teller. University Advisory Council (UAC) Representatives Greg Long and Holly Nicholson.

**2. VERIFICATION OF QUORUM AND APPROPRIATE NOTIFICATION 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.

**3. SWEARING IN OF TRUSTEE JAMES ZANAYED**

The meeting began with the official swearing in of the newest member of the Board of Trustees. James Zanayed who was appointed and confirmed recently by the Student Association Senate. Although his service started at the time of appointment, Chair Strauss asked Mr. Zanayed to join him at the podium for the reading and signing of the official oath.

**NORTHERN ILLINOIS UNIVERSITY**  
**BOARD OF TRUSTEES**  
**TRUSTEE OATH OF OFFICE**

I, JAMES ZANAYED, 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.

James Zanayed  
Trustee Signature

March 17, 2016  
Date

Oath of Office administered by:  
Marc J. Strauss  
Signature  
Board Chair, Northern Illinois University Board of Trustees

March 17, 2016  
Date

Trustee Zanayed added, it is absolutely quite an honor to be here today. I'd like to start by thanking Student Association President Lupstein when he appointed me to replace former Trustee Chavez and I want to give my thanks to the Senate who confirmed me. It's a privilege to serve both the students and the university at such a high level and with such accomplished individuals, everyone in this room as well. I also want to take the opportunity today to commend former Trustee Chavez. She served this role

honorably and I told her that I plan to carry on her goals in representing the students and representing the University on this Board. I would also be remiss today if I didn't take this opportunity to thank NIU as a body for giving me all that it had. I met Jen the woman of my dreams here. I have made lifelong friends here at NIU. I'm going to get the opportunity in the next couple of years to see my little brother Tony graduate with a Kinesiology degree and my little sister Christina graduate with a pre-physical therapy degree. That's not even to mention the amount of experiences and the two degrees that I'm going to leave NIU with after seven and a half years. NIU has given me so much and I just hope that I can give back as much as it has given me and I hope that I at least can chip away at that with this job. Thank you very much everybody. I look forward to working with you all.

#### **4. MEETING AGENDA APPROVAL**

Chair Strauss asked for a motion to approve the meeting agenda and indicate there would be a motion later for a consent agenda of agenda items 9.a.1., 9.a.3. – 9.a.9., 9.a.11- 9.a.15.; 9.b.1. – 9.b.9; 9.b.11- 9.b.13. Trustee Murer so moved and Trustee Butler seconded. The motion passed.

#### **5. REVIEW AND APPROVAL OF MINUTES**

Chair Strauss noted at today's meeting we will be approving four sets of minutes. He began by asking for a motion to approve the minutes from November 12, 2015, Special Meeting of the Board of Trustees. Trustee Marshall so moved and Trustee Butler seconded. The motion passed.

Chair Strauss continued, asking for a motion to approve the minutes from December 10, 2015, Regular Meeting of the Board of Trustees. Trustee Coleman so moved and Trustee Butler seconded. The motion passed.

Chair Strauss called for a motion to approve the minutes of December 10, 2015, Executive Committee Meeting of the Board of Trustees. Trustee Butler so moved and Trustee Boey seconded. The motion passed.

Chair Strauss called for a motion to approve the minutes of December 17, 2015, Special Meeting of the Board of Trustees. Trustee Murer so moved and Trustee Butler seconded. The motion passed.

#### **6. CHAIR'S COMMENTS/ANNOUNCEMENTS**

Chair Strauss noted he had no comments or announcements and offered the opportunity to speak to representatives from the University Advisory Council.

Speaker Greg Long, Faculty Senate President and Executive Secretary of University Council, began, first I'd like to thank the Board for their support of shared governance and the work we're trying to accomplish at the University in these difficult times. And as follow-up to the ad hoc meetings from earlier in the year, I want to say that I do support certainly the continued emphasis on sabbatical leaves. I think they're very essential for faculty and staff. We've made excellent use of them in past. I would like also to voice my support for the Office of Assessment and our on-going efforts to improve and report the student learning that occurs on campus. The final point I'd like to make is just as an update on some of our shared governance work relative to the constitution and bylaws we are working on. Looking at that as kind of a three-prong issue of dealing with the threshold of the voting for bylaws, dealing with the specificity of the bylaws and then the overall structure; at our most recent University Council meeting we did have a second vote on the Article 22 with regard to the bylaws and we have been able to lower the voting threshold of the bylaws such that the bylaws changes require the presence of 60% of one plus one of the total voting membership of the Council to be available; and to become effective, an amendment must be approved by the greater of a) a majority of the total voting membership of University Council, or b) two-thirds of the voting members in attendance. This particular change will allow us to have much more flexibility as we move forward. I just wanted to give you an update on that and

we will continue to work with the General Counsel's Office to make sure that our efforts are in concert with the Board of Trustees regulations and work in collaboration in that regard.

Speaker Holly Nicholson, President, Operating Staff Council began, Good morning, yesterday in our Enterprise Risk Management session Dr. Stone asked us what risks keep us up at night? And there's probably many answers I should give, but the first thing that came to my mind was how frustrated faculty and staff are right now. I know that most of that can't be resolved until we have an appropriation from the State and news about the budget. In the meantime, everyone is working tirelessly to keep NIU open and to keep our jobs safe. We know that Provost Freeman and Dr. Phillips talk daily about salary and vacant positions, but on a smaller scale, people across campus are coming up with creative ideas to help faculty and staff and to boost morale. A recent example is from OSCs Morale Committee, who requested a staff advisor position similar to the SPS and faculty staff advisor position, and this was approved by the President and we just worked with Provost Freeman this week to finalize the details. The process was collaborative and it was obvious that the needs of staff are the priority and similarly, Provost Freeman and Dr. Phillips helped us work out some support for the staff councils, which includes clerical support and office space, and this will allow staff to participate in shared governance more easily. We have more ideas coming and we really appreciate the support. Continued transparency and honesty can only help as well. People often receive budgetary news with little context and rumors are flying constantly so it's important that decisions are made that are justifiable and we continue to communicate about them to the extent that's appropriate and helpful. Thank you.

## **7. PUBLIC COMMENT\***

General Counsel Blakemore indicated that there was one request for public comment from Michael Haji Sheikh

Speaker Michael Haji Sheikh began, welcome to the new trustee. I want to talk about a couple of quick things. One thing is that we will never have governance sharing when you don't have a faculty member on the Board of Trustees. Other top universities in this country do have that, so as long as we do not, the faculty do not have a voice beyond a secondary level with a single individual who happens to be a member of the University Council, we are basically not having shared governance. I just want to point that out. Secondly, I was very concerned about the way contracts have been run in this University. One of the things I found is that there was an individual, happened to be one of Ron Walter's friends, Jim Heid, who came in last year, actually in 2014, with (bold visions) and he's like a bad penny and hasn't been able to leave. I found the contract appears to have been, let's see, fixed to say nicely. He was in the selection for the QBS and RFQ Committee. He came up with the rules on how certain contracts were going to be given, and interestingly enough one of those contracts just happened to be this road that you had to give \$550,000 or \$560,000 to fix. If you cannot control how it is done and the way the state has been allocating it, the rules, then you're going to get things like a guy coming in, setting the rules, and then going and being a subcontractor for the architect. Setting the rules and then becoming a subcontractor, he was a subcontractor for Knight E/A for doing the core campus project; \$125,000 you guys approved last year, he was the sub-contractor. He got as much money as the contractor and another company called Civitas, a guy named Joe Hrudka and Mike Cannon were both NBBJ alumni with Ron Walters. They're still here; I mean they were here until the end of last year. You can't fix things unless you make the rules correct for everybody. The 14 people who, the total people, applying for the core contract, there are 14 companies that came in thinking they were on even footing and only one contract was given and that contract was given to the guy helped write the QBS and RFQ rules. We still have problems and I think we still need to fix these problems because they are what's going to drag us down. Millions of dollars were spent for nothing. We took Douglass Hall, we spent as much money as you do for five miles in interstate for that building and you're still trying to figure out what to do and find budget. Board I applaud that's a tough job I understand. My wife's on the county board, she has a tough job. It's a tough time. The State's got tough times, but you're telling the faculty that you can't do anything yet you go off and you spend as much money as five miles of interstate. It's hard for me, as faculty, to understand the logic behind collapsing buildings, laboratories that can't get funding, and we

build a road that's two lanes, too narrow and doesn't line up with the other road. That's ridiculous. Thank you.

## **8. REPORTS OF BOARD COMMITTEES AND BOARD LIASIONS**

### **a. Executive Committee**

Chair Strauss indicated the Executive Committee has not met so there will be no report.

### **b. Academic Affairs, Student Affairs and Personnel Committee (AASAP)**

Trustee Marshall reported at the February 18th meeting of the Academic Affairs, Student Affairs and Personnel Committee we did approve 8 items which were sent forward to the Special Board Meeting that same day for approval. Those items were a request to delete the minor in Dance Education; a request to delete an emphasis in non-governmental organization in Environmental Studies; a request to delete a specialization in Rehabilitation Counseling within the Master of Arts in Communicative Disorders; a request for a new degree program the Master of Science in Rehabilitation Counseling; a request for a new School of Nursing, a request for a new minor in Business Analytics and a new emphasis in Entrepreneurship and Social Responsibility; a request for a new specialization in Adult Education, Higher Education, and Public Service Law and Management; and recommendations for faculty and supportive professional sabbatical leaves for the 2016/2017 year. There were also three information items presented; an annual report on the outcomes of sabbatical leaves, a presentation from Professor Jon Briscoe on his sabbatical entitled "Crafting Career Interventions for Mid-Career Professionals" and a presentation on assessment of student learning at NIU.

### **c. Compliance, Audit, Risk Management and Legal Affairs Committee (CARL)**

Trustee Murer reported I'm pleased to provide the report of the Compliance, Audit, Risk Management and Legal Affairs Committee. The committee met on Thursday, February 18th. The minutes of the November 12th committee meeting were approved. The agenda for the February 18th meeting included both information and discussion items. The information and discussion items included an update on enterprise risk management initiative by Dr. Alan Phillips; and update on the Governor's Executive Order 1509, and statement of economic interest by our Special Counsel and University Ethics Officer James Guagliardo. Although no action was requested, the committee was advised of the university's effort to update the university's policies related to constitutional rights, responsibilities, privileges and obligations. The university provided a summary of the proposed freedom of expression policy. I'd like to give a special thank you to the President for initiating this timely policy review. There were no committee action items taken.

### **d. Finance, Facilities and Operations Committee (FFO)**

Trustee Butler reported, the Finance, Facilities and Operations Committee met on February 18, 2016 and considered several university recommendations for action. This included the approval of a collaborative research and development agreement, or CRADA, signed by Fermilab and the university; FY17 architectural and engineering physical plant open order contract renewals; the FY17 Document Services campus copier program contract renewal; the FY17 physical plant elevator services and maintenance open order contract; the FY17 International Programs division expenditures; the FY17 Student Mass Transit Board campus bussing system contract renewal; the FY17 transportation services; physical plant and finance and facilities and operations motor fuels; FY17 non-food food services related commodities; FY17 student health insurance; a signatory authorization; the results of the university's efforts to establish differential tuition rates and approval of those rates and approval of capital projects concerning the east and west heating plant, DuSable steam vault, new residence hall in Northernview Apartments, Gable Hall roof replacement, Stephenson Towers A and D roof replacement, and the Lucinda Avenue re-alignment project. We also received three more items that were of an information nature including a quarterly summary report for transactions in excess of \$100,000; a periodic report on investments; and the first iteration of a quarterly financial summary which the committee is looking forward to receiving on

a regular basis going forward. Action items concerning the CRADA with Fermilab, differential tuition and capital projects at the new residence hall and Northernview apartments were approved at the Board's Special Meeting held on February 18th. The remaining action items are before us today.

**e. Legislative Affairs, Research and Innovation Committee (LARI)**

Trustee Murer reported, on February 18th the Legislative Affairs, Research and Innovation Committee met and the report included four items, three of which were presented to the committee. Mr. Mann provided an update on the very difficult budget situation in Springfield and I think that President Baker will in his report continue to update us. In Dr. Quider's absence, Vice President Blazey gave a brief federal update. As part of our commitment to do an in-depth review of research programs within various colleges at the University we were very pleased to hear of programs within the humanities through the College of Education. Professor Marc VanOverbeke gave an overview of several of the programs and, his colleague, Professor Paul Wright focused on specific work being conducted within the College of Education. Although not reported verbally, I would like to mention that sponsored research in the second quarter of FY16 is on par with FY15 and included 33 awards totaling \$7.5 million.

**f. Ad Hoc Committee on Enrollment**

Chair Strauss, as Chair of the Ad Hoc Committee on Enrollment, reported, my colleagues received the unapproved copy of the minutes of that meeting but for the benefit of the rest of you in the audience I'll report that the Ad Hoc Committee on Enrollment met on February 4<sup>th</sup> and in summary we received reports on the 2016 spring semester 10<sup>th</sup> day enrollment; an update on the fall 2016 recruitment initiative; a report on new and special projects. There were calls for additional information showing which recruitment and retention initiatives have been successful, metrics showing historical trends and a comparison to peer institutions and information regarding graduate transfer and off-campus student recruitment and retention. We don't have a meeting date scheduled for the ad hoc committee yet, but the hope is that we'll manage to get that together at some point in April.

**g. Ad Hoc Committee on Governance**

Trustee Butler reported, the Ad Hoc Committee on Governance met on December 17th where we considered a presentation on Section 5, Subsection B.2.a of the Board Regulations concerning the circumstances under which the University is authorized to conduct its own purchasing activities. Particularly of interest was the area of commodities bid process through the Public Higher Education Cooperative or IPEC. What specifically was included in this category was discussed in response to the committee's inquiries into the types of purchases the university was authorized to conduct without having to bring those purchases before the Board. On that day, the committee also reviewed and took action on a proposed disclosure of interest policy, what we have previously referred to as a conflict of interest policy, and a proposed administrative leave policy. Today we are receiving the committee's recommendation in both respects. The committee requested some alterations to the disclosure of interest policy and moved that it be presented today for Board action as Item 10.b. The committee determined that an administrative leave policy should be developed at the University level and agreed on some parameters for that policy which we recommend for Board action today as an agenda item 10.a. In addition to these two action items the committee heard a report from Greg Long, the Faculty Senate President and Executive Secretary on the University Council, on a process for constitutional assessment and potential reform being undertaken by Dr. Long and his colleagues on the University Council. The committee expressed support for these efforts. Finally, we postponed discussion of a naming rights policy. At our meeting of February 4th, the committee considered proposed amendments to the Board Regulations concerning university level purchasing activity ultimately recommending two amendments which we have before us today in item 10.c. One amendment discontinues the exemption of IPEC purchases from the Board of Trustees purchasing approval and clarifies specific areas where exemptions are warranted. Another amendment addresses a long standing interest in adopting provisions governing procurement expenditures for sponsored research and other sponsored activities under grants and contracts to promote efficiency and timely project administration. I noted in the meeting and I'll note again now that in the Board's action item on May 28, 2015 where we articulated areas the Board wished

to address with policy reform we expressly mentioned provisions governing procurement expenditures for sponsored research and other sponsored activities under grants and contracts, and the amendment before us in this area carries this reform effort forward to action. On February 28th the committee also received an update on the University Council's efforts to reform the University Constitution. Dr. Long just reported on the change in voting thresholds related to bylaws, an important first step in this effort. The committee expressed our desire to continue our collaboration with Dr. Long and his UC colleagues indicating that we believe the process is a comprehensive opportunity to align our several governance and policy documents, address duplications and barrier to curricular change, and other basic challenges. The committee also considered a bylaw proposal to change the manner in which vacancies in the student trustee position should be addressed. The committee's recommendations in that regard were adopted by the Board at its Special Meeting of February 28, 2016, part of the sequence of events that led to the appointment of our new colleague, James Zanayed. The committee also postponed discussion of a naming rights policy for a second time and expressed our earnest desire to receive a university recommendation in that area as soon as possible.

#### **h. Illinois Board of Higher Education**

President Baker reported, Al Phillips and I attended the last board meeting in Chicago. At that time Tom Cross was announced as the new Executive Director of the Illinois Board of Higher Education replacing Lindsay Anderson who's taken another job. A good deal of discussion was had about the legislative budget and its impact on the viability of some of the institutions and, in particular, the affordability in attainment gaps for underrepresented groups. Also at the meeting, the University of Illinois presented an overview of their new medical school that has a focus on technology and engineering merging with medicine and hands on learning pedagogy.

#### **i. Universities Civil Service Merit Board**

Trustee Marshall reported that recently, the Executive Director of the Merit Board was able to come out to NIU and meet with staff in order to do some articulation on some of the current issues.

During the last meeting of the Merit Board on March 3<sup>rd</sup>, it was reorganization time when we elected new officers and just to name those folks and their positions; James Montgomery is the re-elected Chair, Karen Hasara is the re-elected Vice Chair, and Mr. Cole and Mr. Mitchell were elected for new terms to the Executive Committee. We held three discharge hearings that were completed for two employees from the University of Illinois at Chicago and one from the State University's Retirement System. For many who are not familiar with the Merit Board, in addition to the State University's System, we also cover a number of state agencies including the Community College Board, the Illinois Board of Higher Ed, SURS Retirement and others. On a biannual audit program, on reviewing some of the recent activities it was reported that the final audit reports have been completed and sent out with no findings being reported for the Illinois Board of Higher Ed, the Illinois Community College Board, and the Department of Specialized Care for Children. A report from the Human Resources Directors Advisory Council was given by Maureen Parks' representative and there was a very good report that also mentioned joint efforts with the Employee Advisory Committee and the Human Resource group. They held a meeting earlier in January and apparently had a lot of progress on making some things happen. That partner group that they met with, the Employee Advisory Committee, chaired by the newly re-elected Andy Small from NIU, gave a series of reports. Again, congratulations for working with other units to move things forward. Updates on proposed rulemaking: we've had discussion before on what does this rule of three mean. They had it as a rule for the merit board but the state legislature stepped in and it is now a statute which takes President over on any rule that would be published by the Merit Board. As I understand it, basically three top scores on a register would be working with candidates coming in with any of those top three scores. In the past it's my understanding if someone scored 98 and then the next one was 97 and then 96, you had a total of three people to interview. My understanding now is that if several people score in any one of the top three, you could have a large pool and I won't say it could be 9 or 10, but it certainly could be more than three. There was a Legal Counsel report. Our Executive Director updated the Merit Board regarding 33 written charges against people for purpose of discharge and apparently 9 employees

out of that group requested an appeal hearing before the Merit Board.

#### **j. Northern Illinois University Foundation**

President Baker reported, approximately two weeks ago both the Foundation and Alumni met in separate meetings. The Foundation Board has a good deal of good news. There were very strong results through February of this year for their annual fundraising. As of February, they'd raised \$15.6 million, 78% of the way toward their \$20 million goal and they're anticipating meeting or exceeding that goal. A number of key gifts were noted. A million dollar gift from Doug and Cindy Crocker to support the Crocker Endowed Scholarship program in the College of Business. Another million dollar gift in cash from the "Give Something Back Foundation" to fund 50 students from disadvantaged backgrounds, and a \$2.75 million plan gift for the College of Engineering.

A number of structural issues were also discussed as well as personnel. One notable election was that Jeff Yordon was chosen to be the Foundation Board Chairman beginning July 1st replacing Dennis Barsema at the end of his term. We thank Dennis for his excellent service and will do that formally as July approaches and welcome Jeff on board in that new role. The Board approved goals for FY17 and of note, the Foundation will begin this fiscal year developing a pre-campaign plan in conjunction with the University, the post-program prioritization priorities that immerse as well as university wide dialogs. Catherine Squires noted she'd be pleased to make a presentation to this Board on those activities as we move forward. I spoke about the on-going budget stalemate in Springfield and we discussed its implications for the University. We had two sets of outstanding presentations by students. One set of students were those who went to Mexico during the holiday season and spent time in a leadership academy. If you want to read more about it, it's on our front page this week. Really an amazing story with a huge impact on those students. Another group that presented was the investment class from the College of Business. They manage a piece of the portfolio for the University Foundation and do an outstanding job with it. Gina Nicolosi is the faculty advisor for that group and one of the students, Franz Varga, had the highest score in the world in the Bloomberg aptitude test on business and finances so I think we're in good hands with those students and Professor Nicolosi. Great presentations from them and it was the hands on learning experiences and internships right in front of us and it was wonderful to see.

#### **k. Northern Illinois University Alumni Association**

President Baker reported, the Alumni Association met the next day and I also spoke there about the ongoing budget stalemate and its implications. The Alumni Association has taken on a strategic assessment, a self-evaluation. They've got more than 1000 data points from interviews and surveys conducted by Board members. Their goals are to better understand how to engage alumni, develop plans and programs to encourage connections and engagement and also to insure the Association's providing support and activities and promotions of NIU. A variety of people have been interviewed including board members, university senior leadership, academic deans, current alumni association members, past board members, community leaders, foundation leaders, etc. I think they're well along the way to having a really good and thorough assessment of the Alumni Association and collecting data on how they can strategically move forward in the future.

#### **l. Northern Illinois Research Foundation**

Provost Freeman reported on behalf of Vice President Blazey, who is participating in a project review for the National Science Foundation in Washington, DC, that last week the Northern Illinois Research Foundation held their quarterly meeting at our Hoffman Estates Campus. The agenda included considerable policy housekeeping with the board considering an audit committee charter as well as policies related to accounting, protection of whistle blowers, and records retention. These policies are a part of a campaign that reflects the continued commitment to improve operations of the research foundation. The board also reviewed procedures under development by the Office of Innovation for selection of patents for prosecution. These procedures will help the staff select patents in an objective manner during difficult financial conditions. The board also heard an update on intellectual property developments in calendar year 2016. These included 30 pending patents and 3 awarded patents. The

next meeting of the Northern Illinois Research Foundation is June 2016.

## **9. PRESIDENT'S REPORT NO. 104**

Chair Strauss called for a motion to pass the consent agenda as given at the beginning of the meeting. Namely, published agenda items 9.a.1., 9.a.3. – 9.a.9., 9.a.11- 9.a.15.; 9.b.1. – 9.b.9; 9.b.11-9.b.13. Trustee Murer so moved and Trustee Butler seconded. The motion passed.

### **UNIVERSITY RECOMMENDATIONS FORWARDED BY THE BOARD COMMITTEES**

#### **Agenda Item 9.a.(1) – Recommendations for Faculty and Supportive Professional Staff Sabbatical Leaves for the 2016-2017 Academic Year – *Consent Agenda***

#### **Agenda Item 9.a.(2) – FY17 Architectural & Engineering and Physical Plant Open Orders Contract Renewals**

President Baker began, 9.a.2 is architectural and engineering plant open orders contract renewals. We request permission to issue open orders for labor and materials required for FY17 for electrical contractors, a general contractor, and an excavation road parking lot contractor. Services will be requested only on an as needed basis through the fiscal year. Elliot Wood Inc. was added for this coming fiscal year due to added anticipated projects. This is the first year of nine one-year contract renewal options based on a bid that was opened in May 28, 2015. The renewal awards will be advertised in the Illinois Procurement Bulletin and so we request approval of the expenditure authority not to exceed the \$2,025,000.00 limit.

Chair Strauss called for a motion. Trustee Murer so moved and Trustee Butler seconded. Chair Strauss called for a roll call vote.

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

The motion passed.

#### **Agenda Item 9.a.(3) – FY17 DOIT – Document Services Campus Copier Program Contract Renewal– *Consent Agenda***

#### **Agenda Item 9.a.(4) – FY17 Physical Plant Elevator Services and Maintenance Open Order Contract– *Consent Agenda***

#### **Agenda Item 9.a.(5) – FY17 International Programs Division Expenditures– *Consent Agenda***

#### **Agenda Item 9.a.(6) – FY17 Student Mass Transit Board Campus Busing System Contact Renewal– *Consent Agenda***

#### **Agenda Item 9.a.(7) – FY17 Transportation Services, Physical Plant & Finance, Facilities & Operations Motor Fuels– *Consent Agenda***

#### **Agenda Item 9.a.(8) – FY17 Multiple Departments – Non-Food, Food Service Related Commodities– *Consent Agenda***

#### **Agenda Item 9.a.(9) – FY17 Student Health Insurance– *Consent Agenda***

#### **Agenda Item 9.a.(10) – FY17 Student Health Insurance Fee**



President Baker continued, 9.a.10 is the student insurance health fee. The university provides group health insurance to our students and students may waive their participation in this plan if they have proof of other comparable health care insurance coverage. The insurance fee rate for the next year was not available at our last board and so we now have done the RFP and are requesting that we be given approval to not exceed the amount of \$1,045 per semester. The bid will be done through a competitive process. We have those bids in. The review is being finalized and the renewal rates will change based on our claims history in prior years of experience in the past. The university does request the board approval for the fiscal year 2017 health insurance fees not to exceed \$1,045 per semester. Staff will provide the board with information regarding the student health insurance fee once the process is completed and the final vendor coverage options selected.

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

Chair Strauss called for discussion. Trustee Marshall asked how many bids were received and President Baker responded, four bids were received.

Chair Strauss called for a roll call votes.

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

The motion passed.

**Agenda Item 9.a.(11) – Treasury Operations – Signatory Authorization– *Consent Agenda***

**Agenda Item 9.a.(12) – East and West Heating Plant – Boiler Assessment and Update (Capital Project Approval) – *Consent Agenda***

**Agenda Item 9.a.(13) – DuSable Hall Steam Vault Replacement (Capital Project Approval) – *Consent Agenda***

**Agenda Item 9.a.(14) – Gabel Hall – Roof Replacement (Capital Project Approval) – *Consent Agenda***

**Agenda Item 9.a.(15) – Stevenson Towers A & D – Roof Replacement (Capital Project Approval) – *Consent Agenda***

**Agenda Item 9.a.(16) – Lucinda Avenue Realignment (Capital Project Approval)**

President Baker continued, this is the Lucinda Avenue realignment capital project. We discussed this in our committee meeting. In early 2004 we received the allocation of a substantial Department of Transportation Highway Grant for the construction of property in the west campus. That grant was over \$8 million. The far west road projects are complete and there's a remaining balance of \$233,861 dollars in the grant fund. The legislative language when the initial appropriation was made limited the use of these funds to road improvements specifically on NIUs west campus. To avoid risk of losing these funds and having them withdrawn, we presented options on the Lucinda extension and Recreation Drive at the West Stadium Drive intersection to the Department of Transportation and the second one was to repave Recreation Drive. The proposed projects were submitted to DOT and approval was granted for the Lucinda Avenue extension alignment. If we are going to use this money we believe based on the DOT

approval, we need to spend it on that section of road. President Baker asked for Vice President Al Phillips to speak regarding agenda item 9.a.16.

Vice President Phillips responded, we went back and took a look at all of the numbers. The original estimate was done in December of 2014. The conceptual estimate for the project was \$550,000 with a 20% contingency. When we actually go to the design effort we anticipate the contingency will be cut to 10% through competitive bidding and the expected lower cost of the asphalt. We believe that we will be able to reduce another 10% which would reduce the cost of the project to \$440,000. In that case the federal funding piece would be \$233,000 or 53% of the project. NIUs share would be \$207,000 or less than half the cost of the project. So this would allow us to finish this at less than half of the cost of what it would be if we did not have the federal funding. As President Baker said, if we do not use the federal funding then we will lose it.

President Baker continued, the recommendation is for approval to establish a project budget not to exceed \$550,000, but we would anticipate it would be at least \$100,000 less, and begin the project in FY16 by engaging QBS to select an architectural engineering firm for the planning, design, and preparation of construction documents and specifications for bidding the work. The University further requests approval to establish a phase construction sequence over two or more fiscal years to implement the project as funding is available and the time is available. The University will provide the Board with periodic updates of the progress of the project.

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

Trustee Struthers noted, I'm struggling with the total cost. I look at this very practical, if we had a pile of money irrespective of whose money - our money, the State's money or the Federal Government's money, is this the best use of those dollars? Given the State economy and the University economy today, I struggle with the cost. I went out and looked at the physical project and I understand there's concern with the safety of the bus alignments and that sort of thing, I really struggle with the priority of this and cannot understand how it could cost \$550,000 to realign the road. I am happy to hear that, after further review, this amount is a high estimate and may come in much lower. However, I am uncomfortable about calling a vote that would have \$550,000 attached to it. I would like to see that number be \$400,000 which would put the University portion in the high 100's.

Trustee Coleman noted, my understanding is there's two types of funds that we're tapping into; the bond series 2010 fund. Can you explain the general use again of these funds? I understand the federal highway grant fund that, for the most part, cannot be used for fixing buildings or giving raises, etc. So for both of the funds that we're tapping into here, please explain the type of usage associated with those funds.

Vice President Phillips responded, the federal funds are very specifically tied to a project and the language stipulates what those can be used for and how much leeway you have. In this case, we had to submit a request to use the funds for potential projects and so these additional funds were specifically approved for this particular project. That limits specifically for the use of that money to this particular project because we had to request approval to spend the funds on this. In terms of bond funds, generally bond funds by definition, are funds that we borrow and generally they have to be used for typically auxiliary purposes or purposes that in some way, shape, or form generate funding necessary to pay off the bonds. Generally you see those, probably the best example would be student housing where we borrow money to build housing, the student fees cover the cost of paying off the bonds. We do use them for other facilities such as the Convocation Center that generates funding. Even the parking lots generate funding through parking fees. This particular project was funded as part of this effort. Lucinda Road was funded through the use of these funds and that whole project. This is a piece that was left out of that and since the 2010 bond funds were used on the Lucinda Avenue extension it was our decision to use those funds also for this piece of the project.

Trustee Murer commented, in keeping with the genre of the discussion thus far, and again just to assure

clarity, first of all these are restricted funds for physical improvements?

Vice President Phillips responded, typically bond funds are used for construction type projects. They cannot be used for other, like payroll.

Trustee Murer added, I think this Board is very sensitive and appreciative of the comments made by our faculty member, and the community at large that sees money as one would look at their own budget with discretion to move monies around. I want to be very clear about this, these are not funds that can be used for other purposes, operational purposes of the university. So if we don't use these funds that are available both from bonds and from federal grant, then those monies will be lost?

Phillips responded, the federal grant money we will lose. The bond funds we will still have and can use those for other projects. However through the use of our funds we would only be paying for 50% of the cost of the project which is why we were pursuing this. If we were doing this all with our own money it would cost us twice as much as the cost to NIU is projected to be.

Trustee Murer continued, in keeping with the question posed by Trustee Struthers, is it the opinion of the President and the Chief Financial Officer that the completion of this project is the most prudent use of those bond funds?

President Baker responded, I think given that this is a dangerous intersection and at some point needs to be done and that we've got federal money to help us complete it at this time, it seems prudent to put those two pieces of money together and get the project done rather than come back in a few years and have to have double the cost or whatever increase there is from construction costs over that period. We do think it's a good investment at this time.

Trustee Zanayed commented, I too struggle with the perception that we're saying that we do not have money for certain things with the State budget crisis and now we're going to go spend this kind of money realigning the road. I do understand that this is what this money is for, i.e. construction and in addition, there's a bond. I think that we need to combat the perception of the idea of wasting money especially with the students. I've heard students talk about this project and are asking questions. If we're going to talk about the budget all the time why are we spending money on realigning a road? I believe there is good reason to straighten out this road now, but we need to have a good public relations idea in telling the community that that's something we need to do and why we need to do it.

Trustee Struthers added, I look at the need for the realignment and I'm again somewhat dumbfounded by the fact of why that happened in the first place. Why the engineering firms didn't catch that alignment miss at the beginning. So with that, I would prefer strongly that the engineer that was involved in that original project and the contractors involved in that original project are excluded from the winning of this next piece should we move forward.

Chair Strauss clarified, Trustee Struthers you have the capacity to make a motion for an amendment for any purpose. The two that you've mentioned or any other, if you would like to make a motion to amend then we'll take that up for consideration.

Trustee Struthers moved to amend the motion to put a cap of a total of \$440,000 and a limitation that the engineer and/or architect involved in the original design would be excluded from the work in the next phase. Trustee Butler seconded the motion,

Trustee Murer asked, I have a question on that thought process because if the road, and this is certainly not my area of expertise on road construction, but if the road is not aligned I'm wondering if there has been discussion with the engineer and the contractor to determine why it was not aligned and has there been any discussion of how to mitigate a situation. Was there any negligence? So I don't know where our Legal Counsel is in this. Was there any negligence on this? And if there was no negligence has there been any consideration given by the group that initially established the road to fix the problems that we now

have. My comment here is I'm not anxious to immediately vote to discount the original engineer and contractor only because I don't know what their role was and also could that be more useful to NIU in terms of trying to get some level of consideration that would be less than someone coming in new to such a project.

Tom Wroblewski, Director of Architectural Engineering Services, responded, the roadway that's to the north of the Convocation Center was intended for the Convocation Center and because there was never any discussion or thoughts about trying to connect Lucinda to the Recreation Building by way of taking down Douglass, the road was never aligned to begin with. So the road that was built for the Convocation Center was built 35 feet further north than Lucinda Avenue. By taking down Douglass and extending the road to the west, the two roads don't align when we reach the Stadium West road. The engineers proposed aligning it, but it would have taken off the front door of Stevenson South. We would have had no entrance into Stevenson South dormitories if we would have aligned the road by making the curve in front of Stevenson. We felt it was prudent to go forward with a straight road and realign that section further west of Stevenson Towers.

Trustee Murer added, I think that this is a very important comment and I just again want to reiterate that the original engineer contractor addressed this issue, proposed a solution to the client, NIU. The client at the time, because there was a building in the middle, decided that that recommendation would not be followed to align the roads and that we had some type of detour or an unalignment of the roads. But what I've just heard you say is that the original architect, engineer and contractor did address the issue, recognized it, addressed it, proposed it, client decided not to move forward with that; and now because we have different circumstances and we took down a building that's why we're looking to alignment?

Mr. Wroblewski responded, yes. Actually we wanted to do the entire project together but didn't have the wherewithal to get the federal funds in place as we started the work of construction. It was our decision. It didn't make sense to not have a south entrance into Stevenson and we didn't have money to add another entrance so it was just decided that rather than having a dangerous exit or entrance into Stevenson that would exit right out onto the street, we would move the street. Basically the street is aligned with all of the rest of Lucinda through town.

Trustee Boey added, as I remember it, there was never a consideration of demolishing Douglass and when we decided to branch out the campus and take down Douglass, the problem came to light.

Mr. Wroblewski responded, correct.

Trustee Struthers asked, when was the road envisioned, was that following the demolishing of Douglass?

Mr. Wroblewski responded, the road was conceived as we made plans to take down Douglass.

Trustee Struthers clarified, but it was only in the context of Douglass being demolished because it runs right through the middle of Douglass Hall.

Mr. Wroblewski responded, correct.

President Baker clarified, the road couldn't be shifted over to align with the one that was going to the Convocation Center because it would have taken out the entrance to Stevenson. It had to stay where it is so that it would be safe for students coming in and out of the building. So that gets you to that stop sign and then the plan was to make this curve to do the alignment that's proposed here, but because of the timing of the Federal funding it couldn't all be tied into one the project.

Chair Butler asked, what would the impact of the motion be from the architect and engineering side? Is it the current plans to use the same firms or have they already done the design work? Is this just a matter now of the approval of the funds to actually do the construction?

Mr. Wroblewski responded, we needed permission from the Board to even begin the work with IDOT. So we have not spent any money except that the engineer that we had for the original section of the road provided us with the conceptual estimate that we're asking for approval of. The answer is no we haven't really started any work and IDOT has informed us, actually this week, that we'll need to go through what's called a qualification base selection and select an engineer to do the remaining portion of the work because IDOT will control, even though half of it is our funds, they're going to control the entire project.

Trustee Murer noted, I would ask Trustee Struthers to perhaps consider the fact if we had such a motion that specifically requested that we exempt and not include the original engineer, and given your response that they had identified the problem, provided a solution, client decided under good judgment not to move forward; that if it were in a public statement in a motion that is transcribed and available to the public, I would think that would reflect badly on that engineering firm and unnecessarily. They should go through the motions and go through the process as normally as anyone else and for us to have a motion to exclude them I feel is deleterious to them unnecessarily.

Trustee Struthers responded, fair statement. Let me clarify, will the bid for the engineering be a competitive bid? Will we put that out for a competitive bid?

Mr. Wroblewski responded, yes it would be. It's also necessary to state that excluding a vendor would violate procurement rules and we would not be allowed to do that.

Trustee Struthers amended his motion and Trustee Butler agreed.

Chair Strauss called the motion, in that case, what we would have in front of us is motion to amend to replace the \$550,000 project budget with \$440,000. The motion carried.

Chair Strauss continued, now we're back to the main motion as amended. Is there any further discussion on the main motion with the amendment to recommend that the figure of \$550,000 be stricken and replaced with \$440,000?

Chair Strauss called for a roll call votes.

Trustee Robert Boey: yes	Trustee John Butler: yes
Trustee Wheeler Coleman: yes	Trustee Robert Marshall: yes
Trustee Cherilyn Murer: yes	Trustee Tim Struthers: yes
Trustee James Zanayed: yes	Board Chair Marc Strauss: no

The motion passed.

Chair Strauss commented, for the same reasons I voted against this in the committee I'll vote no today as well. That motion carries. Let's move on to 9.b.10 please.

#### **UNIVERSITY REPORTS FORWARDED BY THE BOARD COMMITTEES**

**Agenda Item 9.b.(1) – Annual Report on the Outcomes of Sabbatical Leaves– *Consent Agenda***

**Agenda Item 9.b.(2) – Faculty Presentation on Sabbatical Leave– *Consent Agenda***

**Agenda Item 9.b.(3) – Presentation on Assessment of Student Learning at NIU– *Consent Agenda***

**Agenda Item 9.b.(4) – Quarterly Summary Report for Transactions in Excess of \$100,000–**

## ***Consent Agenda***

### **Agenda Item 9.b.(5) – Periodic Report on Investments– *Consent Agenda***

### **Agenda Item 9.b.(6) – Quarterly Financial Summary– *Consent Agenda***

### **Agenda Item 9.b.(7) – Update on Enterprise Risk Management Initiatives– *Consent Agenda***

### **Agenda Item 9.b.(8) – Update on Governor's Executive Order 15-09 and Statement of Economic Interest– *Consent Agenda***

### **Agenda Item 9.b.(9) – Constitutional Rights, Responsibilities, Privileges and Obligations Proposed Freedom of Expression Policy– *Consent Agenda***

### **Agenda Item 9.b.(10) – State Report**

Mike Mann reported, there have been several major developments since I last spoke to the Legislative Affairs and Research Committee. If I may, I'd like to refer to page 70 in your materials so that I can update you on a couple of pieces of legislation we discussed in February and then I would also update you on what's been happening this week. At our last committee meeting, I focused on three pieces of legislation and I will update you. Senate Bill 2043 was the so called higher education bill that contained no funding for public universities. It was dubbed the MAP bill even though it included funding for MAP and community colleges. Since we last met, that bill was vetoed by the Governor, the Senate overrode that veto and then the House failed to override the Governor's veto so that bill has been stopped in its tracks. The other two pieces of legislation, House Bill 4539 which funded NIU at a 20% cut, and Senate Bill 2269 which funded NIU at FY15 appropriation levels. Those are both still on first reading, and not moving. However, two weeks ago the House approved House Bill 2990 which would fund NIU at \$85.2 million. It's a 6.5% reduction from our FY15 final appropriation. It's the same amount of funding that was proposed and vetoed for us last May. In fact if you look at the table on page 71, and you look at the column that says vetoed, you see for Northern the funding level of \$85,171,700. That's the same level of funding that's included currently in House Bill 2990. As I said, the House approved that two weeks ago, it has moved to the Senate. The language from that bill was cut and pasted into Senate Bill 2059 and included in Senate Amendment One. That measure was approved yesterday by the Appropriations 1 Committee. Today I will be monitoring the situation the best I can but there is the expectation that the Senate will act on that bill today. Again, that includes funding for several human service agencies, Monetary Award Program at \$397 million, and the public universities at this 6 1/2 percent cut. There are indications that the Governor would very likely veto measure citing the lack of appropriate revenues to support this type of legislation. However, I would note that when this bill first passed the House, it received 70 votes on the initial vote and if there were an override situation it would only require 71 votes. There are rumblings that if this measure were vetoed there might be enough will to override the veto in both the House and Senate. Now I would like to just note that the Comptroller is currently sitting on 50,000 unpaid vouchers totaling about \$7 billion. It doesn't seem fair that since we're in the ninth month of the fiscal year without a budget that we would have to justify a budget by identifying revenues to support funding that we desperately need, but that's kind of the situation we find ourselves in now. There has not been a lot of discussion about revenues i.e. tax increases, but we are hearing that now that the primary elections have been held earlier this week that the focus will be on a tax proposal of some sort and we may at some point find ourselves in the position of being asked whether or not we support revenue increases as a means of supporting a budget for higher education.

### **Agenda Item 9.b.(11) – Federal Report– *Consent Agenda***

### **Agenda Item 9.b.(12) – Sponsored Programs Administration– *Consent Agenda***

### **Agenda Item 9.b.(13) – Research in the College of Education– *Consent Agenda***

## **ITEMS DIRECTLY FROM THE PRESIDENT**

### **Agenda Item 9.c.(1) – Honorary Degree Recommendations**

President Baker began, we had two outstanding recommendations for the honorary doctorate. Dr. James R. Fruchterman was nominated by Professor Gaylen Kapperman. Dr. Fruchterman is a world expert on literacy, human rights and environmental sustainability. He's worked extensively in the disability and technology community working with the blind, working to convert content of printed pages into audible text. He founded a non-for-profit Benetech. Ventures under Benetech include Bookshop, which provides accessible books for individuals who have no access to printed materials, and 3-D modeling for an array of educational applications to enhance the educational experience for blind students. He's provided drinking water in South America through his organizations and used technical skills to help humanitarian organizations. He's well thought of, a visionary working with interdisciplinary solutions to complex issues. He's a MacArthur Fellow and is a model of innovation, social justice, and interdisciplinary problem solving. His nomination is also supported by Dean Laurie Elish-Piper in the College of Education. An excellent nominee we believe.

President Baker continued, the second nominee is Dr. Eboo Patel who actually lives in Chicago. He was nominated by the NIU Interfaith Committee. Dr. Patel has emerged as a leading authority on interfaith relationships in the United States. US News and World Report named him as one of America's best leaders in 2009. He's the founder and president of the Interfaith Youth Core, a Chicago based organization, building the field of interfaith leadership particularly on college and university campuses. He's written a number of books. Our First Year Experiences has used one of those books called Acts of Faith and it's won a number of awards and was a very effective learning tool for two years with our First Year Experience. He's a columnist for the Washington Post, US Today, Hovington Post, NPR Sojourners, and The Chronical of Higher Education, CNN. He's very well respected across the country. Dr. Patel served on President Obama's Inaugural Advisory Council of the White House Office of Faith Based and Neighborhood Partnerships and holds a doctorate degree from Oxford University where he was a Rhodes Scholar. We would recommend that both of these individuals be approved for honorary doctorates in human letters.

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

### **Agenda Item 9.c.(2) –Appointment of Dean, College of Education**

President Baker asked Provost Freeman to present the next two items on the agenda.

Provost Freeman began, I think it's very important to recognize that despite the budget impasse, despite some of the morale issues, we are an excellent university and we have the capability of attracting talent and excellent leadership to our academic colleges. The first item 9.c.2 is the appointment of a Dean for the College of Education. Following a national search, Dr. Laurie Elish-Piper has accepted an offer to be the Dean of NIUs College of Education. Dr. Elish-Piper is well known to us. She's a Distinguished Teaching Professor and Presidential Engagement Professor in NIUs Department of Literacy and Elementary Education. She teaches graduate courses in Literacy Assessment and Instruction, Adult Literacy and Literacy Research. She's the Director of the Jerry Johns Literacy Clinic and Co-Director of the Center for Interdisciplinary Study of Language and Literacy. She has served as a Presidential Advisor and also as an Acting Deputy Provost in her time at NIU. I want to point out that the feedback that I have gotten from the college and alumni of the college since this announcement was made publically has just been astounding. I have heard from alumni, from cabinet members, from deans, from department heads, from faculty, from staff and from students thanking me for helping them bring such an excellent leader to the College of Education and thanking me for demonstrating that someone who has emerged as excellent as a teacher, scholar and leader at NIU stacks up so positively in a national search. The recommendation

to the Board from the President is that Dr. Laurie Elish-Piper be appointed Dean of the College of Education effective July 1, 2016.

Chair Strauss called the motion and Trustee Boey so moved. Trustee Butler seconded the motion. The motion passed.

### **Agenda Item 9.c.(3) – Appointment of Dean, College of Business**

Provost Freeman continued to agenda item 9.c.3, the appointment of a dean for the College of Business. Following a national search, Dr. Balaji Rajagopalan has accepted an offer to be the Dean of the NIU College of Business. He's recommended for the appointment at the rank of professor with the tenure in the Department of Operations, Management and Information Systems. Dr. Rajagopalan is the current head of the Black School of Business at Penn State University Campus at Behrend. As a leader of that school, he has oversight for an operational budget of approximately \$19 million, an endowment of approximately \$33 million supporting five endowed chairs, student scholarships, and accreditation by the AACSB. Some of the accomplishments that led the search committee on the campus to overwhelmingly support Dr. Rajagopalan as the first choice to be the dean of the College of Business was his history of strategically positioning the MBA at Penn State as a hybrid delivery program. His documented history of strengthening collaboration with the schools of engineering and business to grow interdisciplinary studies majors and his history of hiring outstanding faculty from top tiers university while also increasing diversity noting that 70% of the faculty he hired at Penn State increased the diversity of the college of business. I am pleased to recommend this excellent candidate by forwarding the President's recommendation that Dr. B Rajagopalan be appointed the Dean of the College of Business with rank of professor with tenure in the Department of Operations Management and Information Systems effective July 1, 2016.

Chair Strauss called the motion and Trustee Marshall so moved. Trustee Coleman seconded the motion. The motion passed.

## **10. CHAIR'S REPORT NO. 74**

### **Agenda Item 10.a. – Proposed Administrative Leave Policy**

Chair Strauss indicated there are three items on his report today. The first of which is the proposed administration leave policy item 10.a on the agenda.

Chair Strauss asked for a motion to approve. Trustee Murer so moved and Trustee Butler seconded.

Trustee Butler added, there was one issue I would like to address which is the original committee discussion included a desire for this motion to include a clause that indicated that the Board reserves the right to approve the policy as appropriate. This is a University level policy that we are asking the University to create, but I wanted to see if I can amend the motion to add the end of the #2 perhaps a semicolon, "the board reserves the right to approve the policy as appropriate", which would mean that if there were significant role for the Board in the execution of the policy we would formally be asked to approve the policy or we would at least see it and have the right to have some discussion and possibly change the policy and I would like to make a motion for an amendment.

Trustee Boey seconded the motion, followed by discussion.

Trustee Coleman asked for a repeat of the amendment.

Trustee Butler clarified, the amendment would perhaps be a semicolon at the end of University in #2, and it would add "the board reserves the right to approve the policy as appropriate."

Chair Strauss asked all those in favor of the amendment? Chair Strauss indicated that the amendment is approved, and now we'll return to the main motion. Any discussion on the main motion?



Trustee Murer began, I just wanted to make note to commend Trustee Butler on what appears to be a significant body of work and all of those who were involved in addressing these issues. It is really important that this structure was clearly identified in writing in a policy and that that policy has been reviewed as timely as we are doing it now. I also agree with the amendment that the Board should have that final responsibility to make any amendments. Also, this work is very timely, it's substantive, reflects great thought and input by many and I feel is a move in the right direction for us.

Trustee Butler commented, this is largely the work of the Office of the General Counsel and the President's Cabinet. There was a lot of thought that went into this. The committee made very little change to this, but I very much appreciated the extremely significant and substantial discussion that we had on this issue.

Chair Strauss called the motion and the motion carries.

### **Agenda Item 10.b. – Proposed Disclosure of Interest Bylaw Amendments (Conflict of Interest)**

Chair Strauss indicated 10.b is the proposed disclosure of interest bylaw amendment. The recommendation here is a little more complicated due to the fact that the process that we have for amending bylaws has a requirement that the amendment in writing be presented to the Board three days in advance of the meeting. In this case, the amendment did not get out three days before. That has led to the recommendation which is that the University requests approval from the full Board of Trustees for the first reading of the proposed disclosure of interest bylaw amendment and suspension of the bylaws by an affirmative vote of six members of the full Board pursuant to Article 10 of the bylaws in order to have the second reading and final approval of the proposed disclosure of interest bylaw amendment at the March 17, 2016 Board meeting. Approval for the elimination of the board's separate conflict of interest policy and delegation of authority to the President for the creation and implementation of an appropriate disclosure of interest policy for persons not covered by the proposed bylaw amendment. The activity behind the preparation of this recommendation arched over several meetings of the Ad Hoc Committee on Governance and considerable discussion, and the minutes of those meetings were timely provided to the members of this Board. The contents should come as no surprise although I don't ordain that the Board will see fit to waive the second reading, but I wanted to make explicit the full nature of what you're being asked to consider today. Can I have a motion consistent with the recommendation to take those actions?

Trustee Butler so moved and Trustee Struthers seconded. The motion carried.

### **Agenda Item 10.c. – Proposed Amendments to Board Regulations Related to Commodities and Sponsored Projects Authorization Levels**

Chair Strauss continued, the last item is proposed amendments to Board Regulations related to commodities and sponsored projects authorization levels. This matter also has received considerable discussion and numerous changes before the Ad Hoc Committee on Governance. Minutes of those have been provided on subsequent occasions as well. The recommendation is that given that this matter has been thoroughly discussed by the Ad Hoc Committee on Governance and that immediate action on this matter poses no harm to the University, but to the contrary, clarifies purchasing exemption guidelines and strengthens the university's ability to successfully pursue sponsored research and grant opportunities. The University seeks Board approval of the proposed revisions to the Board Regulations as detailed in the printed item furnished to you. The University also requests that the Board suspend the Regulations requirement to post notice of the intention to amend the regulations at least three days prior to a meeting. Can I have a motion to that effect please?

Trustee Butler so moved and Trustee Marshall seconded. The motion carried.

Meeting closed at 10:30 a.m.

## 11. 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: personnel matters as generally described under Sections 2,c,1, 2, 3, and 21 of the Open Meetings Act, collective bargaining matters as generally described under section 2,c,2 of the Open Meetings Act, litigation and risk management matters as generally described under sections 2,c,11 and 12 of the Open Meetings Act. Trustee Butler so moved, seconded by Trustee Coleman. A roll call vote of the Trustees to recess to Closed Session was as follows:

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

The meeting is now closed and will re-open at the conclusion of the closed session in approximately 2 hours. The Board adjourned for closed session at 10:30 a.m.

The Board of Trustees of Northern Illinois University reconvened on March 17, 2015, at 2:15 p.m. Chair Strauss announced they were reconvening after the closed session and asked for a roll call.

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

## 12. PRESIDENT'S REPORT NO. 104 (CONTINUED)

### Agenda Item 12.c.4. – Update and Amend Supplemental Retirement Plans

Chair Strauss noted, following the closed session we've reconvened in order to address agenda item 12 in President's Report No. 104 which is an update and amendment to supplemental retirement plans. Chair Strauss asked General Counsel Blakemore to make the presentation.

General Counsel Blakemore continued, this is actually a three part proposal on behalf of the university with respect to the IRS 403b and 457 plans. I would recommend to the Board that they take each of these items individually and I will give all three and then request that the Chair entertain motions with respect to them. First the university proposes that the Board adopt a retirement plan committee charter under which the Board delegates administrative and investment responsibilities to the University for the university supplemental plans under sections 403b and 457 of the Internal Revenue code. The charter committee would be appointed by this Board, and specifically, the Board would be appointing to the committee the Executive Vice President and Provost who would serve as chair, the Vice President for Administration and Finance, and the Senior Associate Vice President for Human Resources. That is one recommendation from the university.

General Counsel Blakemore continued, a second recommendation from the University is that in addition the Board adopt a Northern Illinois University deferred compensation plan effective July 1, 2013. The Internal Revenue code now requires that such plans be in writing and we would be complying with that and related IRS rules with respect to the 457 plan. Finally, the University recommends that you adopt Amendment Number One to the existing University 403 supplemental retirement plan, to add language required by the IRS to address the suspension of required minimum distribution in 2009. This change is technical, not substantive, there's no action. This action will not change anything that has been done, but it will bring us into compliance with the IRS regulation. I have distributed to you each of the documents related to these three items for your consideration.

Chair Strauss called for a motion to approve the NIU Retirement Plan Committee Charter under which the Board delegates administrative and investment responsibility of the university supplemental retirement plans under sections 403b and 457f of the Internal Revenue Code to a committee which would be composed of the Executive Vice President and Provost, the Vice President for Administration and Finance, and the Senior Associate Vice President for Human Resources. Trustee Murer so moved and Trustee Butler seconded. The motion carried.

Chair Strauss called for a motion to accept the NIU 457(f) Plan effective July 1, 2013. Trustee Butler so moved and Trustee Marshall seconded. The motion carried.

Chair Strauss called for a motion to approved Amendment Number One to the NIU Supplemental Retirement Plan Internal Revenue Code Section 403(b). Trustee Murer so moved and Trustee Butler seconded. The motion carried.

### **13. OTHER MATTERS**

No other matters were discussed.

### **14. NEXT MEETING DATE**

The next meeting of the BOT Committee will be on Thursday, May 19, 2016, at 9 a.m.

### **15. ADJOURNMENT**

Chair Strauss asked for a motion to adjourn. Trustee Marshall so moved and Trustee Butler seconded. The motion was approved. Meeting adjourned at 2:25 p.m.

Respectfully submitted,

Kathy 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.*