

Meeting of the  
**BOARD OF TRUSTEES**  
**OF NORTHERN ILLINOIS UNIVERSITY**  
September 15, 2016

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

The meeting was called to order at 8:03 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, Tim Struthers, Matthew Holmes, Cherilyn Murer, 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 Jerry Blazey, Vice President Anne Kaplan, and University Advisory Council (UAC) Representative 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. MEETING AGENDA APPROVAL**

Chair Strauss proposed that the following items be moved to a consent agenda: 9.a.1. – 9.a.4 and inclusive of 9.a.6., as well as 9.b.1. – 9.b.19. Trustee Holmes so moved and Trustee Butler seconded. The motion passed.

**4. REVIEW AND APPROVAL OF MINUTES OF MAY 19, 2016; JUNE 16, 2016; JULY 21, 2016**

Chair Strauss noted, at today's meeting we will be approving three sets of minutes. He began by asking for a motion to approve the minutes of the Special Meeting of May 19, 2016. Trustee Murer so moved and Trustee Boey seconded. The motion passed.

Chair Strauss continued, asking for a motion to approve the minutes from June 16, 2016, Regular Meeting of the Board of Trustees. Trustee Murer so moved and Trustee Struthers seconded. The motion passed.

Chair Strauss called for a motion to approve the minutes of July 21, 2016 Special Meeting of the Board of Trustees. Trustee Coleman so moved and Trustee Struthers seconded. The motion passed.

**5. PUBLIC COMMENT\***

General Counsel Blakemore indicated that there was one request for public comment.

Chair Strauss asked Derek Van Buer to address the group from the podium.

Derek Van Buer began, good morning. On Monday I sent each of the Board of Trustees a letter that I sent to the Attorney General's office. What it is it's my response for request for review of some of the redactions taken. In it, I'm arguing ultra vires means that you're doing stuff that you don't have authority to do and you find it using corporate law. You used to find it because when you set up a corporation a long time ago you had a specific purpose and if you went out of the specific purpose it was ultra vires. I'm making the same argument that when you look at redactions, you can't have an intra-agency discussion to make a decision on something that you don't have the power to do. The reason I bring it up because one area is, we've already talked about which is the John Street neighborhood. The other area

that I think we touched base on maybe, was the Hillcrest neighborhood which is about three-quarters of a mile north of us. I urge you to just read, there's four pages, it's a 29 page document. Pages 7-11 talks about Hillcrest. Over the weekend on the radio they were talking about the old campus cinema theater over in Hillcrest. And it's interesting because that's the exact same property that Bill Nicholas helped develop a proposal for Northern, Doug Robertson's company, and the City of DeKalb. And what's interesting is that the city has recommended not to approve the project. They really haven't really looked at the project, but they didn't come out and say Hah! NIU and Doug Robertson and us have a proposal. You know and that's what the question is and that's why the first couple pages talks about the Illinois Board of Higher Education. They have authority. You have to go to them when you want to do a new public service, when you want to add a new unit of instructions, or if you want to change something that's not reasonable or moderate you have to go for approval. When the university wants to do stuff they have to go to you guys and get approval. A course has to be approved by you guys. So we have this period of time, two years or more over in Hillcrest. There's never been any board discussion about it. So that's why I really urge you to look at it because again, it was in the paper, 5.5% drop in enrollment. For three years the focus of the administration has been in areas that they don't have authority to do, Hillcrest, College Town, John and Harrison Street. You will see in the thing that Anne Kaplan wrote that it was one of the most important initiatives of the university. Well how can it be one of the most important initiatives of the university when none of us have heard about it? And the only reason we know about it is because of FOIA. And so anyway, that's, you know you don't have to read the whole thing, but there's a few good pages to look at and to think about. Have we granted authority and if Baker comes up and says well it's OSU, Ohio State University. Yeah, but the Board of Trustees actually approved that. You know as we go up to the website on college partners and it says, "Board of Trustees Approved a Corporation." We've already talked about we had a not-for-profit that was set up within Northern. There was no board approval for that. So anyway I urge you to read it. It's an interesting read and it's fairly timely because of what's going on right now in the city. Thank you.

## **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.

Holly Nicholson began, thank you for the opportunity. I'm encouraged by the innovative academic programs and collaborations that were contained in the report today. But it's frustrating to see such a significant down turn in enrollment with other campuses experiencing an increase in enrollment when we have so much to offer our students and we've been working so diligently to position ourselves financially and keep operations stable despite pressures from all sides waving on hiring and raises and capital improvements. Last year the Operating Staff Council talked about how we and our constituents could help with retention and those numbers are very encouraging and so this year we will add recruitment to that conversation. We have Marketing and Communications coming in November and we'll invite Enrollment Management as well and we are very happy as a council to do anything we can to help with recruitment efforts.

Chair Strauss added, recruitment and retention involve everybody, all constituencies, and we're going to need assistance from everybody. The enrollment and retention issues are important to the Board.

## **7. TRUSTEE MATTHEW HOLMES COMMENTS**

Chair Strauss noted, when Trustee Holmes joined the Board he was sworn in at an Ad Hoc Committee and was not given an opportunity to address the group. At this time, I would like to give Trustee Holmes an opportunity to make a few remarks.

Trustee Matthew Holmes began, thank you Chair Strauss. Good morning everyone. I want to be brief because there's a full agenda today. It feels like it's been a long time since I was elected back in March. It's quite a long ways away even though this is a short term. I just want to take this time to publically

thank everyone that's helped me out so far; outgoing Student Trustee James Zanayed was very helpful in transitioning me into this role. He's one of the few people that understands what goes into this role. A lot of the Board members were very outgoing in approaching me and willing to show me what the Board does, how it works, and get me up to speed on everything they're up to speed on. Overall, I've just been impressed with how efficient and how well this Board's works. I've only been here for two months, but I've seen a lot of concise action and it's very impressive that this group can get together and do everything that it's been able to do so far. I'm looking forward to working with everyone on this Board and everyone in this room. Thank you.

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

### **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 August 25, 2016 meeting of the Academic Affairs, Student Affairs and Personnel Committee, we approved two items. Those items were the recommendation for a specialization in Community College Leadership which will be contained within the EDD. That will also be in Adult and Higher Education; and secondly, the collective bargaining agreement with the Metropolitan Alliance of Police. There were also three information items presented at that meeting. The first was the recognition of the 2015/16 emeritus professors. Secondly, a presentation on the NIU Fulbright Scholarship connection. Lastly, a presentation from the Institutional Aid Task Force.

### **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. This committee met on Thursday, August 25th. The agenda for the meeting included presentation of several substantive matters. First and foremost, Dr. Alan Phillips provided the committee the first written report from the task force. I want to commend Dr. Phillips for the with a report on the university's Enterprise Risk Management initiative including presenting the committee with work that he and his team have done and we look forward to coming to conclusion of this initial report in the next several months. Dr. Phillips then provided information on the university's insurance program including updates on insurance policies and changes. The university's Special Counsel and University Ethics Officer Jim Guagliardo provided the committee with a report on the annual ethics training required by state law. He reported that 100% of both the Board and the entire university complied with the ethics act training requirements and that compliance occurred within the specified time frame for compliance. This training involved 7,632 employees. Moreover, the scope of the training involved board training and new employee training, and annual employee training. I think, especially at this particular time of commitment to transparency, this is a very important activity. Finally, Mr. Guagliardo informed the committee about recent guidance issued by the Office of the Illinois Executive Inspector General regarding state employee's political activity. Specifically he provided highlights of the relevant provisions of the State Officials and Employees Ethic Act focusing on what constitutes prohibited political activity. Again, this was a timely discussion in light of our presidential election within the next six weeks.

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

Trustee Butler reported, the Finance, Facilities and Operations Committee met on August 25, 2016. We considered four action items, the FY2018 budget request guidelines, the FY2018 IBHE capital budget request, the Stevenson Towers B and C roof replacement project, and the Department of Information Technology FY2017 NIU Net Modernization project. We also considered information items. In particular we were presented two substantive reports. One by Vice President Brett Coryell regarding the road map and future for the central IT Division. The second was from Associate Vice President John Heckmann concerning an update on the five year repair and improvement planning update. We also received, although did not discuss, the following information reports; the FY2016 report of tuition and fee waivers,

the FY2016 report on capital activities, FY2016 annual report of transactions involving real property, the FY16 annual report of cash and investments, a quarterly summary report of transactions in excess of \$100,000, and an annual summary report of obligations of financial resources.

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

Trustee Murer reported, the Legislative Affairs, Research and Innovation Committee met on August 25th and discussed four items. Mike Mann provided an update on the difficult budget situation in Springfield. It's a continuing situation. There's some progress being made but the situation remains dire as well all know; and Dr. Anna Quider presented a federal update. Again, I think in light of the national election there's limited legislative activity in Washington and it provides us with the likelihood of a continuing resolution for FY17. We had a detailed report on sponsored programs administration from Ms. Dara Little. Cumulative, external funding through the end of the fiscal year was \$28 million. As part of our survey of NIU research, we heard from Dr. Jerry Blazey about policy and faculty support initiatives in the Division of Research and Innovation Partnerships.

**f. Ad Hoc Committee on Enrollment**

Chair Strauss reported, the Ad Hoc Committee on Enrollment met on July 21st. There were two main agenda items. The first was the consideration of equity gaps that equal outcomes, and the second related to International Affairs and Admissions. The next meeting is scheduled for October 20, 2016, 9 a.m., and following our discussion in July, I believe that agenda will include an overview of the Chance Program support programs that are available for academic issues, P20 issues, and the fall enrollment update which we're all of course interested in talking about.

**g. Ad Hoc Committee on Governance**

Trustee Butler reported, the Ad Hoc Committee on Governance met on July 21, 2016. Our committee received an update from Professor Greg Long on the on-going effort to reform the university's governance documents. We had a robust discussion of the existing board's structure with regard to standing committees and ad hoc committees and charters. We received a preliminary briefing on the effort to develop a policy on policies which is essentially a statement, a policy that outlines where responsibility lies for policy making, who then is responsible for managing and administering those policies and what we will do to make certain that these policies are available to all of the university through some sort of searchable policy library. Finally, we received an update on the university's policy regarding financial exigency. The next meeting of this committee is scheduled for October 20th.

**h. Illinois Board of Higher Education**

President Baker reported, I attended a meeting of the public university presidents along with the IBHE Board Chair Tom Cross and Secretary of Education Beth Purvis. We had a good conversation about a variety of issues facing higher education in Illinois and committed to keeping the lines of communication open and working together to advocate for more consistent and sustainable funding for higher education and to work collectively on non-budget issues such as procurement reform and unfunded mandates. Next Tuesday I'll attend the IBHE meeting at St. Xavier University in Chicago where the board will consider the Holmes Student Center project for approval. Non-instructional capital projects over \$2 million require the IBHE stamp of approval. You formally approved that project here and now it's on to the next step. The IBHE also scheduled a press conference in the morning prior to that meeting to announce the findings in the final report of the future of the Workforce Commission that I sat on last year. Finally, in October we'll meet with the IBHE staff to discuss the fiscal year 2018 budget outlook and the plan for moving forward.

**i. Universities Civil Service Merit Board**

Trustee Marshall reported, the Universities Civil Service Merit Board met on August 17, 2016 for an unusually long meeting but I think very productive. The board approved the recommended fiscal year 2018 agency budget presented at a number of \$1,232,200. Approval was also given to submit the

proposed furlough rule changes to the Secretary of State for the second notice period and final review by the state legislature. Since that time, I did receive an e-mail that, unfortunately, the proposal is temporarily stalled because of language disputes impacting the bargaining units. So that will still be an upcoming item. A new governance risk and compliance audit charter was passed and on that point we had to start almost from scratch because due to the budget crisis, audits of the universities and agencies associated with the Civil Service Commission had been halted. Approval was given for a new demonstration project that will implement an electronic position board that will show across the universities the current job positions. This project is scheduled to run for at least two years. Another one that definitely impacts our students, the board approved a second demonstration project that will funnel college seniors and recent alumni into open jobs at the university served by the system. This project will run for three years. Information items included a thank you to the University of Illinois for loaning the Merit Board dollars necessary for covering our omissions and insurance premiums. Results of the customer satisfaction survey were presented at the meeting and current salaries are being paid under court order. We still have unpaid vendors. There were no employee termination cases heard at this meeting. A new legal consultant is Daniel DeThorne. Incidentally a graduate of the NIU Law School, so we're in Springfield too. Clarification was given on employee suspensions relevant to those who are reinstated rather than being outright terminated. There had been a degree of confusion on suspension time served before the hearing actually took place, so that's being put in order. A new audit schedule was also announced and the university system did not receive an appropriation at that time for FY16.

**j. Northern Illinois University Foundation**

No report.

**k. Northern Illinois University Alumni Association**

No report.

**l. Northern Illinois Research Foundation**

Vice President Blazey reported, the NIRF Board met on June 14, 2016 at the NIU Hoffman Estates campus. The board was presented with a yearly financial report which in the future will be received by the newly formed audit committee. Since last meeting the audit committee has approved a new audit firm to represent NIRF and they have been working on that FY16 audit for us. The Office of Innovation presented the board with an update on partnerships, patents, and license activity. And the board is now engaged in discussions of possible future directions for NIRF including the support of earlier stage research to help us build the pipeline for future intellectual property at NIU. Our next meeting will be on September 28, about two weeks from now.

**9. PRESIDENT'S REPORT NO. 108**

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.4, 9.a.6; 9.b.1. – 9.b.19. Trustee Struthers asked for a roll call vote for agenda item 9.a.6. Chair Strauss asked for a motion to change the consent agenda to include items 9.a.1-9.a.5; 9.b.1-9.b.19. Trustee Boey so moved to change the items on the consent agenda and Trustee Butler seconded. Motion passed.

Chair Strass followed up that motion and asked for approval of the consent agenda as reconstituted. All members were in favor of the consent agenda as reconstituted and the motion passed.

**UNIVERSITY RECOMMENDATIONS FORWARDED BY THE BOARD COMMITTEES**

**Agenda Item 9.a.(1) – Request for New Specialization – *Consent Agenda***

**Agenda Item 9.a.(2) – Collective Bargaining Agreement – *Consent Agenda***

**Agenda Item 9.a.(3) - Fiscal Year 2018 Budget Request Guidelines – *Consent Agenda***

**Agenda Item 9.a.(4) – Fiscal Year 2018 IBHE Capital Budget Request – *Consent Agenda***

**Agenda Item 9.a.(5) - Stevenson Towers B & C – Roof Replacement – *Consent Agenda***

**Agenda Item 9.a.(6) – DoIT Fiscal Year 2017 NIU Net Modernization**

Chair Strauss began, let's now consider agenda item 9.a.6.

President Baker added, the recommendation to approve the expenditure authority for the purchase of the Sienna hardware and software and maintenance to upgrade the NIUNet and it will be purchased through Walker and Associates, Inc.

Chair Strauss asked for a motion to approve. Trustee Butler so moved, Trustee Holmes seconded. A roll call vote was taken as follows:

Trustee Boey – Yes  
Trustee Holmes – Yes  
Trustee Murer – Yes  
Vice Chair Butler – Yes

Trustee Coleman - Yes  
Trustee Marshall - Yes  
Trustee Struthers – Abstain  
Board Chair Strauss - Yes

Motion approved.

**UNIVERSITY REPORTS FORWARDED BY THE BOARD COMMITTEES**

**Agenda Item 9.b.(1) – 2015-2016 Faculty Emeritus Recognition – *Consent Agenda***

**Agenda Item 9.b.(2) – Presentation: NIU Fulbright – *Consent Agenda***

**Agenda Item 9.b.(3) – Institutional Aid Task Force Report - *Consent Agenda***

**Agenda Item 9.b.(4) – Fiscal Year 2016 Report of Tuition and Fee Waivers – *Consent Agenda***

**Agenda Item 9.b.(5) – Fiscal Year 2016 Report on Capital Activities – *Consent Agenda***

**Agenda Item 9.b.(6) – Fiscal Year 2016 Annual Report of Transactions Involving Real Property – *Consent Agenda***

**Agenda Item 9.b.(7) – Fiscal Year 2016 Annual Report of Cash and Investments -*Consent Agenda***

**Agenda Item 9.b.(8) – Quarterly Summary Report of Transactions in Excess of \$100,000-*Consent Agenda***

**Agenda Item 8.b.(9) – Annual Summary Report Obligation of Financial Resources - *Consent Agenda***

**Agenda Item 9.b.(10) –Road Map for Central IT – *Consent Agenda***

**Agenda Item 9.b.(11) – Five-Year Repair and Improvement Planning Update- *Consent Agenda***

**Agenda Item 9.b.(12) – Enterprise Risk Management Initiative Final Report – *Consent Agenda***

**Agenda Item 9.b.(13) – Northern Illinois University Insurance Policy Update– *Consent Agenda***

**Agenda Item 9.b.(14) – Ethics Training Report– *Consent Agenda***

**Agenda Item 9.b.(15) –OEIG Guide to State Employees' Political Activity– *Consent Agenda***

**Agenda Item 9.b.(16) - State Legislative Update – *Consent Agenda***

**Agenda Item 9.b.(17) - Federal Legislative Report – *Consent Agenda***

**Agenda Item 9.b.(18) - Sponsored Programs Administration FY16 Report– *Consent Agenda***

**Agenda Item 9.b.(17) - Division Wide Initiatives – *Consent Agenda***

## **10. OTHER MATTERS**

No other matters were discussed.

## **11. NEXT MEETING DATE**

Next regular meeting of the Board of Trustees is scheduled for December 15, 2016 at 9 a.m. Board of Trustees Committee meetings will be held November 17, 2016, beginning at 9 a.m.

## **12. CLOSED SESSION**

Chair Strauss asked for a motion to close the public meeting to conduct an executive session to discuss the following subjects authorized by the Illinois Open Meetings Act, as amended: personnel matters as generally described under sections 2.c.1, 2, 3 & 21 of the Open Meetings Act, and discussion involving internal control effectiveness as generally described under section 2.c.29 of the Open Meetings Act.

Trustee Boey so moved, seconded by Trustee Murer. 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 Cheryl Murer: Yes	Trustee Tim Struthers: Yes
Trustee Matthew Holmes: Yes	Board Chair Marc Strauss: Yes

The meeting is now closed and will re-open at the conclusion of the closed session in approximately three hours. The Board adjourned for closed session at 8:32 a.m.

Chair Strauss indicated that the meeting was closed and noted the following the closed session the board would resume for the purpose of adjournment only. No further business will be conducted.

The Board of Trustees of Northern Illinois University reconvened on September 15, 2016, at 3:10 p.m. Chair Strauss announced they were reconvening after the closed session and asked for a roll call. A roll call vote was taken as follows:

Present: Trustee Robert Boey, John Butler, Matthew Holmes, Robert Marshall, Tim Struthers, Board Chair Marc Strauss

Absent: Trustee Cheryl Murer, Wheeler Coleman

### **13. ADJOURNMENT**

Chair Strauss asked for a motion to adjourn. Trustee Boey so moved and Trustee Butler seconded. The motion was approved. Meeting adjourned at 3:11 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.*