

Minutes of the
NIU Board of Trustees
Of Northern Illinois University
Special Meeting
August 17, 2017

1. CALL TO ORDER AND ROLL CALL

The meeting was called to order at 2:16 p.m. by Chair Coleman in the Board of Trustees Room, 315 Altgeld Hall. Recording Secretary Kathleen Carey conducted a roll call. Members present were Dennis Barsema, Robert Boey, John Butler, Veronica Herrero, Giuseppe LaGioia, Tim Struthers, Eric Wasowicz and Board Chair Wheeler Coleman. Also present were Acting President Lisa Freeman, Chief of Staff and Board Liaison Matt Streb, Acting General Counsel Greg Brady, Acting Executive Vice President and Provost Chris McCord, and Acting Chief Financial Officer Larry Pinkelton. University Advisory Committee Members Linda Saborio, Barb Andree, Alex Gelman, Cathy Doederlein and Kendall Thu were also present.

2. VERIFICATION OF QUORUM AND APPROPRIATE NOTICE OF PUBLIC MEETING

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

3. SWEARING IN OF TRUSTEE GIUSEPPE LAGIOIA

Chair Coleman asked student trustee, Giuseppe LaGioia to join him at the podium to read the oath.

NORTHERN ILLINOIS UNIVERSITY
BOARD OF TRUSTEES
TRUSTEE OATH OF OFFICE

I, GIUSEPPE LaGIOIA, 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.

Giuseppe LaGioia
Trustee Signature

August 17, 2017
Date

Oath of Office administered by:

Wheeler Coleman
Signature
Board Chair, Northern Illinois University Board of Trustees

August 17, 2017
Date

Chair Coleman added, it is truly an honor to pin our new trustee. I know you've got a lot of good friends here with you for this special moment. I just want to simply say that it is a pleasure to have you as a student representative for the Board of Trustees. We're looking forward to your perspective on the many important issues that we have as a board to address and we're looking forward to your insight as we make key decisions. At this point in time, congratulations and if you have a few words please take the podium.

Trustee LaGioia began first and foremost, I just wanted to thank the student body for believing that I could obtain this role. It's such a humbling experience and a huge honor for me in my academic experience and I'm very excited to see what this year has in store for me. So a little bit about my background; as a first-year college student if you told me that I was going to be in college, or let alone serve on the Board of Trustees about six years ago, I wouldn't have believed you. So this experience in my academic journey so far has been an absolute blessing and I'm so excited to be here. I'm a management major with an emphasis in entrepreneurship and social responsibility and I'm a rising senior this year so I will be graduating after this May but I do plan on being involved in NIU for as long as I can after that. My background in leadership roles; I've been in student government since my freshman year. I was a student senator and served in that role for two years and then last year I had the honor in serving as Student Association President which is kind of the equivalent to student government president so I was really happy to do that role. It was a great experience. I met a ton of great people and a bunch of people from different organizations so I really feel like I can bring a new perspective to the board from that experience just with my experience with so many different student populations. Other than that, I've been involved in a variety of other roles on campus and various leadership roles and awards. But other than that, I also want to say how excited I am this year serving on the board. I feel like I can bring a really good perspective here especially with my relationship with different student organizations and student leadership as well as my relationship with Matthew Holmes who was the previous student trustee. He and I worked very well together. I was able to give him feedback. He gave me some perspective on what was going on in the university and together I think we were able to make great things happen, so I'm looking forward to doing that again this year. Again, I just wanted to thank the student body for this honor and I'm looking forward for the rest of this year.

4. MEETING AGENDA APPROVAL

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

5. CHAIR'S COMMENTS/ANNOUNCEMENTS

Chair Coleman welcomed the University Advisory Committee representatives to the meeting and offered an opportunity to make comments.

Linda Saborio began, I just like to take this opportunity to thank two of the trustees, Trustee Coleman and Trustee Barsema, for their willingness to seek input from all three shared governance groups; the Operating Staff Council, the SPS Council, and Faculty Senate regarding the presidential search process. I think this effort on your part demonstrates that the board values inclusiveness and participatory governance, and that you respect the opinions of faculty and staff. Although I may be premature in stating this because you actually haven't visited Faculty Senate yet, we remain hopeful you respect and value our opinion after that meeting. I do see this as a positive step toward establishing a meaningful and ongoing relationship with the Board of Trustees.

Barbara Andree added, I'm the newly elected president of the Operating Staff Council, and I'm honored to be part of this group. It's been a very steep learning curve, but I also am very happy to see more and more credence given to the shared governance process here on campus. It's very, very important to all of us.

Kendall Thu commented, I want to throw my complete support behind Dr. Judy Ledgerwood as the Acting Dean of the College of Liberal Arts and Sciences. I think Provost McCord made the right choice. I took over as chair of the Anthropology Department from Judy and she did a terrific job in leaving the department in a great state of affairs. She's a wonderful administrator. She has the respect and admiration of her fellow colleagues in the College of Liberal Arts and Sciences so I think she'll do a wonderful job. The second comment, Dara Little and Jerry Blazey shared with me their presentation on research and I wanted to pluck out one item from that report that I think needs a little bit of faculty context or perspective; and that is, as Dara will share with you, last year our research dollars from grants actually increased from the previous

year. That's pretty remarkable because last year we were in the middle of a budget crisis, although I'm not sure whether it's a crisis or not. Crisis denotes something that's temporary. I think last year a number of us thought that that was going to be the permanent state of affairs. But in the midst of that budget crisis which created the lowest morale that I have ever experienced at this university, faculty and staff continued to do their jobs and ratcheted up our productivity. That's pretty remarkable. It's also remarkable given the fact that there are fewer faculty at the university that we actually increase our research dollars. I want to give kudos to my colleagues and I'm very proud to be entering my 19th year at Northern and I look forward to continuing the progress that we've made.

Alex Gelman added, as I mentioned earlier this is my first time in this function here. First of all, I think I speak for my colleagues when I express my gratitude to both Dr. Freeman and Dr. McCord for stepping onto the bridge and taking on their respective challenging roles in this situation. I think many of us have a pretty good idea of how difficult their challenge is and those that don't should. So I think gratitude needs to be expressed and repeated. I spoke earlier at one of the committees about the need to address faculty salaries not just faculty but the entire NIU family. There's one aspect of it that I did not address that I'd like to stress a little further. In addition to the overall raises not having taken place over the course of the last several years, there is also another outcome that it has caused. As a department chair I've hired a number of faculty over these years and invariably found myself having to hire faculty at a higher salary than those that were hired the previous year and the year before that because the market is the market. As a result, this year there are two faculty members who will receive tenure, promoted to Associate Professor and with the raise their salary is lower than that of the most recently hired assistant professors who are by no means getting rich themselves. I believe the term for that is compression and over the next, well as immediate a future as possible, this would have to be addressed or the different complicated issues of morale will arise and hanging on to our recently tenured faculty is going to be increasingly difficult. They're at exactly the perfect place in their careers to get great jobs and they're committed to the institution, but as you know with each passing semester it must feel like an insult to each one of them when newer people who have contributed less to the institution by virtue of not having been here as long are compensated better. So I think that's worth keeping in mind in addition to considerations of just regular or across the board or merit raises.

Chair Coleman responded, I want to say we appreciate your comments and we want you to continue those comments. I'd like to briefly speak to the raises that Alex brought up. One of the priorities that I personally have and I talked to Dr. Freeman about this as well as others, is to find a way to give raises to our employees. Dr. Freeman and her staff are looking at the possibilities and will bring in front of this group a proposal to see what we can do. With that stated however, I also want to mention that there's some tough decisions that we have to make. There's some trade-offs. If we engage in on-going raises, then we need to also find a way to take costs out of operations to sustain those raises. Proposals are coming and we're excited to take a look at them and we will see them soon.

Chair Coleman continued, if there are no more comments I'd like to make some personal comments. So on a personal note, I'd like to reiterate my sincere appreciation to the Board for their faith in me in electing me chair. I don't take this responsibility for granted and I will do my very best to serve with dignity in the highest possible ethical standards. Former Chair Trustee Butler, I can't say enough about your dedication and commitment to NIU. After chairing for two and a half years and co-chairing for a year and a half in the last four years, I only have one question of you and that is how do you find the time to do what you do? You do it with a tremendous amount of dedication and leadership and we thank you and I also thank you for your personal support as I make this transition into the chairmanship role. I also want to congratulate the newly elected trustees. Many of you have new roles as well as many of you have volunteered to take on committee chairs and vice-chair positions. Many times folks do not realize all the countless hours that you give to NIU working with the administration and supporting functions and events. To all the board members I want to tell you I love your energy, your desire for greatness your willingness to serve and bring back Huskie pride which is a phrase that Dr. Freeman has been using frequently and recently around campus. Speaking of Dr. Freeman, we are excited to have her as our acting president and until we conduct

an active search for a permanent president, we are so lucky to have her as part of our leadership team and I want to publicly say so that this board supports her 110%. She's our president and we're going to support her and we're going to make sure she has all the resources necessary to carry out the duties of the presidency. In spite of the recent transition of our former president and the many challenges that we have at the national, state, and local levels, it's an exciting time to serve as a member of this great institution. We're going to hear today about some of the changes that we're going to make with our committee structure, we'll have the first reading. A couple things that we're doing differently related to our committee structure is that all board members have been assigned or elected to standing committees, however, they have the option to opt out. We also intend and will try to get out and visit the campus as we have some of our regular meetings and so our hope is to visit Neptune or visit Holmes Student Center and conduct regular meetings. We will make sure that we will post the location of our meetings so that the board members can find it as well as other members, but our hope is to get out, to explore, to be seen as well as to reach out to different areas of the campus.

6. PUBLIC COMMENT

No public comments were made.

7. PRESIDENT'S REPORT 116

Chair Coleman asked Acting President Freeman to begin with the President's Report 116.

Acting President Freeman began, Item 7a, the appointing of the Acting Dean of the College of Liberal Arts and Sciences. Dr. Thu has already spoken to the qualifications of Dr. Ledgerwood for this position and the respect that she commands around campus. I would be remiss if I didn't say that this is an excellent choice. We speak about and we've spoken today about NIU's value proposition as occurring at the intersection of the different aspects of our agenda; teaching and learning, research and scholarship, outreach and engagement. Dr. Ledgerwood is a presidential engagement professor. She's garnered national and international funding for the work that she does in cultural anthropology. She's been the director of the Center for Southeast Asian Studies; led, constructed and grown a bunch of youth leadership programs. I've had the pleasure of accompanying Dr. Ledgerwood both to Washington D.C. to meet with agencies and legislators, and to Myanmar to do a tour of universities to look at international engagement and I can think of nobody who's better positioned to lead the college as an acting dean. The university requests the Board of Trustees approve the appointment of Dr. Judy Ledgerwood as the Interim Dean of the College of Liberal Arts & Sciences effective August 17, 2017.

Chair Coleman asked for a motion. Trustee Wasowicz so moved and Trustee Butler seconded. The motion was approved.

Acting President Freeman continued, 7.a.2 is one that we looked at earlier in the committee meeting so I won't go into any detail unless you have questions. This item is related to student internship partnership/lease or license proposal and the recommendation brought forth from committee reads in its amended form as the university requests Board of Trustees reauthorization to enter into the proposed agreement with Discover consistent with the program goals. Once final details and terms are negotiated, such reauthorization shall be delegated to the president for final signature on the agreement provided the agreement conforms to the programming concept and framework described above. The agreement can be executed prior to the meeting of the board scheduled for December of 2017. The agreement includes no financial obligations in the aggregate of \$250,000 or more for the university. If a final agreement is not executed within the above completed parameters by the meeting of the board scheduled for December 2017, the board shall reassess the matter and if appropriate extend the authority authorization granted and delegate it pursuant to this board item.

Chair Coleman asked for a motion. Trustee Butler so moved and Trustee Herrero seconded. The motion was approved.

8. CHAIR'S REPORT 81

Chair Coleman continued, our next agenda item 8, Chair's Report 81. This is the first reading of the item before you put forth and approved earlier today by the Compliance, Audit, Risk Management and Legal Affairs Committee. The proposal is to amend the bylaws and the committee structure and will be forwarded to the September 14th meeting of the Board of Trustees for a second reading and final approval. The new committee structure will reduce the number of standing committees to four and roll up the ad hoc committees, the two ad hoc committees that we had, into the existing committee structure. May I have a motion to approve the proposed bylaws amendment and ask that it be forwarded to the full board for a second reading.

Trustee Wasowicz so moved and Trustee Struthers seconded the motion.

Trustee Butler added, I just want to get some clarity and if I'm incorrect about this our general counsel can correct me, but this is in fact what we're doing right now. This is the notice of intention to amend the bylaws?

Acting General Counsel Brady responded, yes, Trustee Butler this is the first reading. The notice in the board bylaws per article 10 states bylaws can be amended at a regular meeting of the board provided that notice of the intention to amend the bylaws shall have been presented in writing at the regular or special meeting immediately preceding. This is the special meeting immediately preceding and it is being presented today in writing so it meets the notice requirements. This is the first reading.

Acting General Counsel Brady added, that the document in the packets contain the changes here and if anybody would like to receive copies of those they can be received through the recording secretary or from my office. To the question, this is an action item in order to pass it to the next meeting for a second reading. It is not an action to be approved today.

Chair Coleman continued, so may I have a motion to approve the proposed bylaw amendments and ask that it be forwarded to the full board for a second reading.

The motion was approved.

9. OTHER MATTERS

No other matters were discussed.

10. NEXT MEETING

The next meeting of the Board of Trustees is September 14, 2017 at 9 a.m.

11. CLOSED SESSION

Chair Coleman 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 section 2(c)(1)(2)(3) and (21) of the Open Meetings Act; litigations and risk management matters as generally described under section 2(C)(11) and (12) of the Open Meetings Act; closed session meeting matters as generally described under section 2(c)(21) of the Open Meetings Act.

We do not plan to take up any new business following the closed session. Trustee Barsema so moved, seconded by Trustee Struthers. A roll call vote of the Trustees to recess to Closed Session was as follows:

Trustee Robert Boey: yes	Trustee John Butler: yes
Trustee Veronica Herrero: yes	Trustee Giuseppe LaGioia: yes
Trustee Tim Struthers: yes	Trustee Eric Wasowicz: yes
Vice Chair Dennis Barsema: yes	Board Chair Wheeler Coleman: yes

The meeting is now closed and will re-open at the conclusion of the closed session in approximately two hours. The Board adjourned for closed session at 2:45 p.m.

The Board of Trustees of Northern Illinois University reconvened on August 17, 2017, at 5:36 p.m. Chair Coleman announced they were reconvening after the closed session and asked for a roll call. Present: Trustees John Butler, Veronica Herrero, Giuseppe LaGioia, Tim Struthers, Eric Wasowicz, Dennis Barsema, Board Chair Wheeler Coleman. Absent: Trustee Robert Boey

12. ADJOURNMENT

Chair Coleman asked for a motion to adjourn. Trustee Wasowicz so moved and Trustee Barsema seconded. The motion was approved. Meeting adjourned at 5:38 p.m.

Respectfully submitted,

Kathleen Carey
Recording Secretary

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