



Special Meeting
of the
Board of Trustees

July 16, 2018

A G E N D A

**Special Meeting of the
BOARD OF TRUSTEES OF NORTHERN ILLINOIS UNIVERSITY
9:00 a.m. – Monday – July 16, 2018
Board of Trustees Room
315 Altgeld Hall**



1. Call to Order and Roll Call
2. Verification of Appropriate Notification of Public Meeting
3. Swearing in of Trustees Nathan Hays and Robert Pritchard
4. Meeting Agenda Approval..... *Action*.....i
5. Chair's Comments/Announcements
6. Public Comment
7. Chair's Report 85
 - a. Adjusted Presidential Search Process..... *Action*.....1
 - b. Authorization for Insurance Counsel to File Suite Related to Electrical, Steam and Other Damage under Normal Road..... *Action*.....4
8. Other Matters
9. Next Meeting Date
10. Closed Session
11. Adjournment

*Individuals wishing to make an appearance before the Board should consult the [Bylaws of the Board of Trustees of Northern Illinois University](#), Article II, Section 4 – *Appearances before the Board*. Appearance request forms will be available in the Board Room the day of the meeting. For more information contact Liz Wright, (ewright1@niu.edu) Acting Recording Secretary to the Board of Trustees, Altgeld Hall 300, DeKalb, IL 60115, 815-753-1273.

Anyone needing special accommodations to participate in the NIU Board of Trustees meetings should contact Liz Wright, (815)753-9501, as soon as possible.

ADJUSTED PRESIDENTIAL SEARCH PROCESS

Background: Pursuant to the Northern Illinois University Law, set forth at 110 ILCS 685/30-45, the Board of Trustees has the ultimate statutory authority to employ the President of Northern Illinois University. On June 15, 2017, the Board of Trustees of Northern Illinois University made a transition in the Presidency of the University and appointed Dr. Lisa C. Freeman as Acting President. The Board then went about the task of determining when and how best to conduct a search for the next president of the institution.

In November of 2017, the Board of Trustees authorized the establishment of a Presidential Search Planning Committee (PSPC), charged with the responsibility of benchmarking current practices and trends related to presidential searches and contracts, and the development of a Presidential Profile/job description along with a university "points of pride" document and related media. At its June 14, 2018 meeting, the Board received the final reports from the PSPC, which, among many other things, stressed the importance of shared governance in the presidential selection process and recommended a Presidential Profile that identified the qualifications, experiences and requirements for the next president of NIU.

The members of the Board of Trustees have carefully reviewed and considered the work of the PSPC. At the same time, the Board is in the process of performing the annual performance review of Acting President Freeman. Based upon this work, it is apparent that Acting President Freeman has the qualities, capabilities and proficiencies that the PSPC recommended for the University's next president.

As set forth in applicable NIU Board governance documents, the Board has the explicit authority to adjust the presidential search process for the best interests of the Board and the University, with appropriate consultation. Emphasizing the importance of meaningful, broad participation and inclusivity, Article VII, Section 2, of the *Board Bylaws* addresses "Presidential Selection" by providing that:

The Board of Trustees shall be solely responsible for the actual selection of the President of the University, the final determination of Presidential goals and priorities, and the final assessment of Board and Presidential performance and progress indicators.

The Board shall establish and be responsible for directing the Presidential search. Such searches shall be executed with due respect for the principles of fairness, equity, inclusiveness, and diversity. In addition, a Presidential search shall be conducted giving due consideration to University faculty and other participants in the shared governance process including, but not limited to, students, professional staff and civil servants. The Board, with appropriate consultation, may make adjustments to the search process to assure meaningful and broad participation.

The *Regulations of the Board of Trustees* repeat and amplify these themes. The *Regulations* Introduction, Article III, Section 3(C), addresses the "Board of Trustees Selection and Appointment of University President" and provides:

The Board shall have the responsibility for establishing and coordinating the search for the selection of a new president. Such searches shall be executed with due respect for the constituted university policies regarding presidential searches; for the best interests of the Board and the University with appropriate consultation, the Board may make adjustments to the search process. The Board shall carry out a periodic evaluation of presidential performance.

After consultations with members of the University Advisory Committee, Senior Roundtable and the Council of Deans, the following is a proposed adjusted presidential search process for consideration by the Board.

Proposed Adjusted Process: The Board of Trustees puts forth Dr. Lisa Freeman as the presidential candidate for consideration by the Board and University as the thirteenth president of Northern Illinois University.

Informational gathering sessions will be scheduled with multiple constituency groups of the University in order to elicit input and feedback on Dr. Freeman's candidacy. These groups, which represent diverse constituency groups and groups involved in University shared governance, will include, but not be limited to:

- Faculty Senate
- Operating Staff Council
- Supportive Professional Staff Council
- Student Association – Executive and Senate - and several student organizations
- The Council of Deans
- The Presidential Commissions (Status of Minorities, Interfaith Initiatives, Status of Women, Persons with Disabilities, and Sexual Orientation and Gender Identity)
- Representatives of the NIU Alumni Association
- Representatives of the NIU Foundation
- Municipal/City Officials

These information gathering sessions will be scheduled to take place in August and September of 2018. Sessions will be scheduled, to the greatest extent possible, to accommodate regular or special meetings of each entity listed above; and, each may, at their discretion, determine that a delegation of their design is appropriate to represent the group. The Board Chair is authorized to agree to information gathering sessions with other constituency groups not listed above, in the interests of the Board and/or University or to assure meaningful and broad participation in this process.

Based upon availability, one or two members of the Board of Trustees will attend each information gathering session to receive the feedback from each respective constituency group. The role of the trustees who attend the session will be limited to listening and collecting information provided by the constituency group. Trustees will not engage in any sort of deliberations at these sessions, will not engage in substantive discussions with the groups or among themselves, and will not provide initial recommendations to the other Trustees until a meeting of the full Board. Feedback that is gathered at each session will be brought back for consideration by the full Board at one of its future meetings, where discussion among Trustees regarding the hiring of the new President will take place.

In addition to these information gathering sessions, a University-wide forum will be scheduled so that faculty, staff, students and other members of the University community can hear directly from Dr. Freeman, as she will outline her vision for the future of the University and participate in a question and answer session. Institutional Communications will develop an appropriate mechanism for collecting feedback from participants at the University-wide forum, so that such feedback can be shared with the Board of Trustees.

The Chair, with appropriate individual consultations with other Board members, may authorize additional mechanisms of feedback or minor modifications to the proposed adjusted search process for efficiency and effectiveness. Any such additional feedback mechanisms or minor modifications to process will be reported to the members of the Board. Any substantial modifications to the search process will be presented to the full Board for review and consideration.

This proposed adjustment to the presidential search process provides more direct, meaningful, and broader participation for faculty, students, professional staff, civil servants and other participants in the University's shared governance process than what could be accomplished through an approximate 17-25 member search committee alone. At the same time, it will substantially reduce the expenditure of time, resources and money on a national search when an internal candidate who may meet the needs and wants of the

Board and University can be retained/appointed.

Recommendation for Approval: The Board of Trustees is being asked to approve the nomination of Dr. Lisa C. Freeman as the presidential candidate for Board and University consideration. The Board is also being asked to approve an adjusted presidential search process which will include information gathering sessions with multiple University constituency groups. These information gathering sessions will be attended by one or two members of the Board of Trustees, based upon availability, in order to receive direct input and feedback from each respective constituency group. The adjusted search process will also include a university-wide forum wherein Dr. Freeman will present her vision for the future of Northern Illinois University and participate in a question and answer session with faculty, staff, and students. An appropriate mechanism for receiving feedback from participants of the forum will be developed and implemented by Institutional Communications. Input and feedback from the information gathering sessions and the forum with Dr. Freeman will be brought back to a meeting of the Board of Trustees for deliberations and discussion by the members of the Board. Through this adjusted search process, the Chair would be authorized to approve additional constituency group sessions, other appropriate methods for feedback, or minor modifications of the process for efficiency or effectiveness. Substantial modifications to the process will be brought to the full Board for review and consideration. For further details on the adjusted presidential search process, please see the information in the Item above.

AUTHORIZATION FOR INSURANCE COUNSEL TO FILE SUIT RELATED TO ELECTRICAL, STEAM AND OTHER DAMAGE UNDER NORMAL ROAD

Summary: During a street repaving project on Normal Road managed and contracted by the City of DeKalb in July 2017, a contractor cut through a buried high voltage power line feeding LaTourette and Faraday Halls. The resulting damage to the high voltage electrical line required a complete replacement for this ~600-foot run of cable feeding the LaTourette and Faraday areas. Additionally, repairs to the adjacent steam tunnel were also required due to the saw cutting activity.

To restore electrical capability expeditiously, the University proceeded, in coordination with the City, to make the necessary repairs, amounting to approximately \$150K, while expecting eventual full reimbursement from the contractor(s)' liability insurance policies. The University's insurer, acting on behalf of the University, has been trying to obtain reimbursement from the contractor(s), but those attempts have been unsuccessful to date. After several attempts to contact the involved parties to resolve the claim out of court, the insurance company is prepared to enter a lawsuit with the involved contractors (Builder Paving LLC and Willett Hoffmann and Assoc. Inc., or any other involved contractors/companies) with the University as the named plaintiff.

While the University's insurance coverage will reimburse for costs exceeding a deductible of \$100K, the University does not believe it should be liable for any costs incurred to resolve this damage caused by contractor error, to the best of the University's knowledge and belief at this time.

Recommendation: The University requests the Board's authorization to allow insurance counsel to proceed with this lawsuit action to recover expenses caused by this incident.