

Meeting of the
NIU BOARD OF TRUSTEES
OF NORTHERN ILLINOIS UNIVERSITY
March 12, 2015

1. CALL TO ORDER AND ROLL CALL

The meeting was called to order at 9:04 a.m. by Chair John Butler in the Board of Trustees Room, 315 Altgeld Hall. Recording Secretary Linda Odom conducted a roll call of Trustees. Members present were Trustees Robert Boey, Anthony Iosco, Robert Marshall, Cherilyn Murer, Paul Julion, Vice Chair Marc Strauss, Chair John Butler. Trustee Wheeler Coleman and Board Liaison Mike Mann was absent. Also present were President Douglas Baker, Executive Vice President & Provost Lisa Freeman, General Counsel Jerry Blakemore, Greg Brady, Brett Coryell, Anne Kaplan, Al Phillips, Lesley Rigg, Eric Weldy, SPS Council representative Deborah Halitzer, OSC representative Jay Monteiro and UAC representative Bill Pitney.

2. VERIFICATION OF QUORUM AND APPROPRIATE NOTICE OF PUBLIC MEETING

John Butler indicated that Greg Brady from the office of the General Counsel is here to serve as our parliamentarian. Jerry Blakemore will be joining us soon.
Greg Brady indicated that appropriate notification of the meeting had been provided pursuant to the Illinois Open Meetings Act.

3. MEETING AGENDA APPROVAL

Cherilyn Murer made the motion to approve the agenda and Marc Strauss seconded along with a proposed amendment. He proposed to move the closed session after Item 7 in the published agenda and to create a consent agenda to be heard after public comment that would contain agenda Items 8.a. 2, 3, 4, 5, 7, 8, 11, 12, 13, 14, 15, 16, 17, 18, 19, 20, 21, 22, 23, 24, 25 and 26; and Items 8.b. 1, 2, 3, 4, 5, 6, 7, 8, 9, 10 & 11.
Robert Boey seconded the amendment. The motion was approved.

4. REVIEW AND APPROVAL OF MINUTES OF DECEMBER 4, 2014

Marc Strauss made the motion to approve the minutes of December 4, 2014 and Paul Julion seconded. The motion was approved.

5. CHAIR'S COMMENTS/ANNOUNCEMENTS

John Butler recognized the University Advisory Council representative Bill Pitney and asked if he had any statement at this time.

Bill Pitney replied on behalf of our shared governance bodies representing employee classifications here at NIU, we just wanted to express our thanks to President Baker for his memo dated March 11th that explained the university's opposition to proposed House Bill 403 which is the repeal of the university's 50% tuition waivers. We are grateful for that and thank you for moving our voices forward.

Deb Haliczzer responded that the SPS Council supports Bill's comments.

Jay Monteiro also agreed.

John Butler commented that he was grateful that we are coming together as a community in response to the concerns that we have about the state budget and appreciates all the work that everybody is doing in response to that. The closed session is being moved because there's some need for some members of the board to leave a bit earlier. The board will be taking up for a second reading from the Ad Hoc on Governance Committee three policies and four changes to the board bylaws. This was an extraordinary amount of work that benefited from the cooperation and participation of many people and I appreciate it greatly.

6. PUBLIC COMMENT*

John Butler indicated we had two forms brought forward for interest in making public comments. People who are interested in making appearances before the board fill out a form. The Board has a lot of business obviously to get to today so it is the chairs prerogative to put a time limitation on the comments. We also may have questions and there maybe some follow up comments. The comments warrant a time limit of about three minutes and I would ask that the first speaker who is John Craft come to the podium.

John Craft responded, Good morning. I would like to comment first on the chairs discretion your written and established and published rules says five minutes.

John Butler responded Mr. Craft if you want five minutes, you can have five minutes.

John Craft continued I don't need five minutes, I was just making a comment. I believe the person after me needs five minutes though. What I'm here to talk about today is I submitted a Freedom of Information Act request to the college asking on information about a person that is living in the dormitory and I was informed that they've lived there approximately a whole year, they're not paying any rent, they're an employee of the college. He's been living there since February 3, 2014 and the response stated, and I'm hoping you're going to address this later on, the response stated that he's staying in an unused staff apartment and I asked if he was paying rent and the response was well you know the staff apartment holds no value therefore we don't collect any rent. I'm asking if a 10 x 10 storage shed downtown holds value? I'm sure an apartment where you're providing electricity, you're providing water, presumably providing internet, cable TV, trash service; there's value there, and there's value in having a room to go to without having to pay rent downtown. I've got a copy of his W2 and it appears as that is not being reported as benefits to the IRS and I'm sure the IRS would consider that as value that should be reportable and taxes should be paid. I'm asking you to address that issue and either leave the room empty or make him pay rent all the way back to February 3, 2014. If you want the name I'll be glad to tell you. Thanks.

John Butler thanked Mr. Craft and asked if any trustees had any questions. Seeing none John asked Mr. Kirk Allen to come to the podium.

Kirk Allen responded, Thank you Mr. Chairman. The website had pointed out five minutes and I would appreciate if I could have five minutes. I'd prepared my statements accordingly.

John Butler responded, You may have five minutes.

Kirk Allen continued, Thank you sir. My name is Kirk Allen. I'm the co-founder of the Edgar County Watchdogs. If you're not familiar with us I would encourage you to research our most recent work with the College of DuPage. Our efforts are not political leanings left or right, liberal or conservative. It's about right and wrong. History has proven to us that the larger the public body, the less compliance with the law. What you do with the information we present in the future effects the very foundation of our society. Will you be proactive and listen and fix, or will you take the common path we see and cover up the wrong doing? I can assure you the latter will not work and you don't have to take my word for it. In approximately the last 30 months our work has attributed with 106 public officials either resigning or being removed from public office. Our work has been covered by Forbes, Huffington Post, NBC, Fox News, Illinois Review, Reboot Illinois, and many other media organizations on both political sides of the isle. Approximately 95% of the time our research into public bodies comes from cries for help from inside whistle blowers who know things are being done in violation of the laws and policies. We dig and expose wrong doing from the top to the bottom, big and small, and of which I assure you some of those matters are criminal. At the college level, the trustees are the ones responsible for insuring compliance with that law or with those laws. You can look at us two ways; a free resource pointing our violations of policy and law that you can take hold of and use as the tools to fix what is broken; or you can take the advice of

your administration which will soon try to convince you we are some right-wing activist group trying to destroy the reputation of the school. The latter is the path President Breuder at COD tried. You can rest assured that's not worked out well for him. Illinois is a Dylan's rule state. In short, you have the powers granted by statute. If you have an attorney telling you it's okay to do this or that because the law doesn't say you can't do it, get a new attorney. Although you may have the power to create rules and regulations on university property, those rules cannot be inconsistent with law. It is the opinion of your Office of General Council that there is no legal prohibition against the university allowing vehicles on sidewalks because the vehicle code does not include NIU. Using that explanation, your attorney, using the explanation your attorney used in that opinion, we could claim that since the criminal code does not specifically spell out NIU the criminal code doesn't apply. I don't think any board member will believe that, yet this is the essence of that opinion. On another note, I ask that you review your public speaking policy which is in direct violation of the Open Meetings Act, which if you're not aware violations of the Open Meeting Act is a Class A criminal misdemeanor. Your policy states, to be recognized the appearance request will include the name, address, position of the individual wishing to speak, the names of the organization, or group represented a concise summary of the presentation and whether the requestor has appeared earlier on the topic before any other meeting. Now granted you didn't make that requirement of me today and I appreciate that. Your policy is what people look at when they go to the website and the first deterrent is that you have to be here 45 minutes in advance of the meeting to sign up. I refer to binding opinion 2014 Pact 29739; therefore we conclude that requiring speakers to state home address prior to addressing public bodies violates 2.06G of the OMA. Even if such rule is established and recorded, as we see here, it goes on to state if the board member established and recorded a rule requiring speakers to provide their home address prior to speaking, we would conclude that such a rule would impermissibly exceed the scope of the rulemaking contemplated by section 2.06G. Binding opinion 2014 Pact 30194 states public bodies may generally promulgate reasonable time, place and manner regulations that are necessary to further a significant government interest. They also point out that the requiring speaker is to formally make an appearance request in advance. In this opinion to the County Administrator, in writing the subject matter imposes substantial obstacles for those who wish to speak at the board's meeting. They state the rules appear unreasonably restrictive to members of the public trying to exercise their statutory right to address the board. I ask that you amend your public comment policy to conform to the Open Meetings Act. Over the next several months you will be receiving numerous FOIA requests. I would encourage full compliance even if you know the records may expose criminal activity. In many cases the records have already been obtained from other sources and a FOIA denial for a record we know exists and have proof of is in fact a crime. I look forward to sharing numerous issues that need rectified and I pray this board has the courage and strength to hold its administration and others accountable to the law. I also encourage that when criminal acts are exposed you immediately request the State's Attorney's Office investigate as that is the only way to send a message to stop such matters in this state. Thank you Mr. Chairman.

John Butler thanked Mr. Allen and asked if any members of the Board had any questions for Mr. Allen.

Cherilyn Murer acknowledged Mr. Allen that as a private citizen she respected his sense of responsibility and his commitment to accountability.

John Butler added that we will examine our policies with respect to making appearances before the board.

Kirk Allen responded, Thank you sir. I appreciate that.

7. REPORTS OF BOARD COMMITTEES AND BOARD LIAISONS

a. Executive Committee

John Butler reported that the Executive Committee did not meet.

b. Academic Affairs, Student Affairs and Personnel Committee

Robert Marshall reported at the February 26, 2015 meeting of the Academic Affairs, Student Affairs and

Personnel Committee, there were four items approved for forwarding to the board at its next regular meeting which is today. Those items were the Nankai-Northern Illinois University International College. Secondly, a request for a new degree program for a Bachelor of Science in Hospitality and Tourism management. Third, a request for a new degree program responding to ISBE changes in middle school level educator licensure. Recommendations for faculty and supportive professional staff sabbatical leaves for the 2015 through 2016 academic year were approved by the committee for forwarding also. There were three information items presented including a faculty presentation on sabbatical leave; the 6th annual report on the outcomes of sabbatical leaves; and lastly we heard a presentation on curricular diversity. He asked for additional input from his fellow trustees on several items that have been suggested as topics for this committee. Among those suggested topics are the quality of student life and interface between campus and the community at large; assessment of learning outcomes; oversight of Greek life; further development of the general education program; an update review of our 2 plus 2 plan with community colleges; and possible action plans for increasing student retention by increasing extracurricular student activities and mentioned the student recreation center as one of the items to look at. That concluded his report.

c. Compliance, Audit, Risk Management and Legal Affairs Committee

Robert Boey reported the Compliance, Audit, Risk Management and Legal Affairs Committee, otherwise commonly known as the CARL Committee, met on Thursday, February 26, 2015. The minutes of the November 6, 2014 CARL Committee meeting were approved and a proposed agenda which included presentations by Sarah Cliffe on property insurance evaluation, Jim Guagliardo on gubernatorial changes on ethics expectations; and Michelle Danza on the enterprise risk management initiative. Related materials for these presentations are included in the board book for the trustees review and information. The next meeting of the CARL is scheduled for May 28, 2015. That concluded his report.

d. Finance, Facilities and Operations Committee

Marc Strauss reported the Finance, Facilities and Operations Committee also met on February 26th. There were 22 action items considered by the committee, each of which was endorsed and forwarded for consideration during today's meeting by the full board. Members of the committee were interested in the impact the expense items would have on both the FY15 and 16 budgets and voiced a concern that we continue the effort to accelerate the process for the setting of a budget for each fiscal year before we consider approving expenditures for that year. Major items that may be of interest are the recommendations concerning the student health insurance fee and associated contract; a request for new artificial turf for Huskie Stadium; the costs associated with the acquisition of EIGERlab assets and the FY16 student mass transit board campus bussing system contract renewal. The FFOC Committee is next scheduled to meet on May 28, 2015. That concluded his report.

e. Legislative Affairs, Research and Innovation Committee

Cherilyn Murer reported at the February meeting Mike Mann provided an update on the state's budget situation. Mike is in Springfield today representing the interests of NIU. We were presented with the IBHE budget recommendations, the IBHE's public university capital priorities list and the Governor's FY16 proposed budget all of which can be found in the university report. We are well aware that the governor is proposing a reduction in state funding for public universities. However we have organized a very strong lobby to support the needs of NIU led by President Baker and his team who have and will continue to speak with the house and senate appropriations committee and their staffs to make our case for attaining the funding to public universities. The federal relations update item provided information on key legislation including the higher education act reauthorization which we anticipate will be addressing congress at some point in the second half of 2015. In keeping with the structure of this committee, we try and have a topic focused model and Dr. Rena Cotsones discussed the launch of the NIU EIGERlab innovation network and spent a considerable amount of our committee time really going over the, not only the vision, but the implementation strategies as it relates to EIGERlab which is a Rockford based business and incubator and accelerator firm. Operating under the auspices of the Division of Research and Innovation Partnerships and the NIU Research Foundation, EIGERlab is being rebranded as the NIU EIGERlab Innovation Network. This is a very exciting endeavor for NIU and it also brings together NIU

and the Rockford community so this is a very positive aspect of the research that is being conducted at NIU and the commitment as a research university. Mr. Chair I would like to take the opportunity to recognize Ray Alden because I believe this is his last full board of trustees meeting and I'd like to recognize Ray for his work he's done in promoting research and innovation at NIU in his capacity both as provost and in his present capacity heading the international division. I'd like us as a board to recognize Ray's achievements here.

Robert Boey added, I too want to thank Ray for the exemplary work he did on the international front. In lieu of all the discussions on budgeting, etc. that certainly having enrollment in the direction in the international venue is a great help the university and you have done a wonderful job to literally starting from scratch Ray and our best wishes go with you. We are sure that whatever you do you will be successful. Thank you again for all your help.

Robert Marshall added, thank you.

John Butler added, Thank you Ray. When I joined the board shortly thereafter I became chair of the Academics Affairs Committee and we started working together. It was a really good experience. I think you're an outstanding administrator and I wish you luck in your future.

f. Ad Hoc Committee on Enrollment

John Butler indicated that the next two reports are from the Board's Ad Hoc Committees. The first is the Ad Hoc Committee on Enrollment which is chaired by Trustee Marc Strauss.

Marc Strauss reported, the Ad Hoc Committee on Enrollment met on January 16, 2015. The charge to this committee was to look at areas where board level action might be required in order to promote the development of a sustainable financial model by increasing enrollment. In this regard the committee's plan of work included becoming familiar with data regarding tuition and financial aid, academic programming and related costs and quality; the system of reward and recognition and capital commitments beyond presidential authority. At the first meeting of the committee in November 2014 there was a focus on enrollment and background trends, recruitment and retention efforts, and scholarship information. That meeting produced a number of requests for additional information. At the January 2015 meeting information on financial aid packaging and scholarships was received and there was discussion about the meaning of the data provided. Minutes of the January 2015 meeting have been distributed to all board members together with copies of the information provided to the committee at that time. The committee is next scheduled to meet March 27, 2015 at 9:30 a.m. here in Altgeld Hall. At that time Provost Freeman will lead a discussion of several topics related to the academic issues impacting enrollment. This concludes my report.

g. Ad Hoc Committee on Governance

John Butler reported, the Ad Hoc Committee on Governance met two times since the last regular board meeting in December; once on January 15, 2015 and a second time on February 5, 2015. I have provided the full board and other university leaders who joined the committee for our discussion draft minutes of those meetings as these discussions concern the chair's items that we are considering for second reading today. Thank you for all those who participated in preparing those minutes in a timely fashion particularly Linda Odom. Thank you very much for that work. From the original proposals accepted for a first reading in the December meeting, the committee has produced recommendations for three stand alone board policies and five amendments to the board bylaws; our records retention policy, a travel reimbursement policy, and a presidential succession policy. Bylaw amendments concern a proposed change in the elections procedures, provision concerning presidential housing, additional provisions concerning indemnification, the addition of a description of the position and duties of the board liaison, and additions to the section concerning the university president that concerns service on external boards. Each of these proposals immersed as sensible alterations to the original items presented for first reading. At the February 5th meeting the committee began its consideration of an interest disclosure policy what we had previously discussed as a conflict of interest policy. General Counsel Jerry

Blakemore and his OGC colleague Greg Brady provided a presentation on the evolution of conflict of interest policies for public university governing boards and distributed a booklet prepared on the subject by the Association of Governing Boards, the leading agency that assists boards in these and other matters. The policy will be the subject of the committee's subsequent meetings along with other policies we have previously described as category B and C matters. Category A matters are being considered for action today. The final subject of the committee's February 5th meeting concerned an update I provided on progress of developing a board self assessment protocol. This was one of the original purposes of the Ad Hoc Committee. The General Counsel and President's Office has assisted the committee in identifying a highly credible process used by the Association of Governing Boards who has an evaluation instrument and process for reporting results that is interactive and proven to satisfy boards across a variety of college and university profiles. Mr. Blakemore provided a summary of the services of the AGB which they can provide in this regard and I indicated the cost of such services. There were no objections to moving forward with this process from the committee members, but I'm still in the process of consulting with other members of the board. If this is something the board elects to do, I will provide a report on the scope and costs of the process at the next committee meeting and provide that information to the full board as well. I'm grateful to the committee and the university leaders who have dedicated many hours to attend and participate in these meetings. The OGC particularly deserves our collection appreciation. That's the Office of the General Counsel for all of those that don't know what OGC is, deserves our collection appreciation. We have had lively and intelligent discussions. Policy isn't the most exciting conversation if you're not concerned with the particulars of board procedure, but we've stayed focused on producing final recommendations for the board and we have more work to do, but the policies are a good start to our efforts to improve the performance of the board which is one of my major priorities as the chair of this board. That concludes my report.

h. Illinois Board of Higher Education

President Baker reported, the Board hasn't met but Presidents and Chancellors have been meeting and we've had IBHE representation at those meetings. As you might suspect the major topic of discussion has been around the budget at the state level and how the universities can work to address that. There's clear concern about a 31% proposed reduction from the Governor. Each of the presidents and chancellors are now going to their relative appropriations hearings. We've had some last week; we'll have some this week and I will be in Springfield next week with my first round of appropriations hearings. So we're working actively to show the case that higher education is a tremendous economic engine and benefits society and the state. We will see if we can make some progress there. I think we're going to have some successes.

i. Universities Civil Service Merit Board

Robert Marshall reported, the 195th meeting of the State Universities Civil Service Merit Board was held on February 25, 2015. Officer elections were held with Chair Montgomery, Vice-Chair Husera, Executive Board members Cole and Mitchell be re-elected. The new secretary replacing our retiring secretary is Ms. Anna Johnson. There were two discharge hearings heard with a result of one termination and one combination suspension and demotion. Update reports from the State Universities Civil Service Advisory Committee and the Human Resource Director's Advisory Committee were given. At that point we seemed to run out of a quorum so the agenda was not finished and hopefully we will have a full report at our next meeting.

j. NIU Foundation

Mike Malone reported, I'm pleased to report that one of our prime metrics being cash in the door that we are up \$1.6 million compared to same time last year and I'd just like to thank the staff in the alumni and development area. They're working as most of the university is right now, shorthanded. We're down to our lowest staffing levels in ten years and so they're taking on some additional jobs as is the case throughout the university but proud of their results this year. We had our annual Red & Black on Feb. 21st. We had approximately 200 e-mail addresses from the 440 attendees because many registered as couples so there was one e-mail address as opposed to two. We sent out surveys to those 200 and received 93 responses which is a pretty great response for an e-mail survey. I'll give you some of the

highlights there. They were asked to rate on a four box scale from most important to unimportant some of the program categories and not surprisingly, I think student presentations got a top two box rating of 99%. That's a keeper. We kind of knew that and students have become increasingly a more important part of the Red & Black program as well as being seated at almost all of the tables we had students in attendance. Award presentations received a 92%; a very important and important response which was gratifying. We've been really trying to get the essence of those awards out through videos and keep the actual remarks to a motivational minimum. Networking among alums was the other one that scored in the positive territory on the top two box responses with 64%. None of the other categories reached that level. Perhaps not a surprise to you, access to the administration was not one of the top gaining categories. Nobody really wants to talk to us. Location, we asked about, this was our first year in Chicago, so we asked a future Red & Black Chicago, suburbs, or DeKalb. Chicago got a 72% response favorable, suburbs 17 and DeKalb 11. And then would you attend the Red & Black again next year received a 100% positive response so we've very gratified by that as well. That concludes my report.

Cherilyn Murer responded, the cappella presentation was 101. It was an outstanding event. She was one of the co-chairs of the first Red & Black and they really have made great progress and the environment is absolutely exquisite. She congratulated Mike, his board, and all of the foundation. She also recognized Jamie and Harry Simmons who really have brought a new dimension with their son, Grant, and really have brought a professionalism to the Red & Black that takes us beyond the academic types of usual black tie events. It was a great event.

Mike Malone responded, it was very much a board led programming and planning. They have nine board members now on the Red & Black committee.

Robert Boey added, he didn't mention the most important act of the night, Melissa Dye, watching her on stage really brought back the memories because Melissa went to high school with his daughter and seeing her again on stage was a great feeling and marvelous reaction to all her accomplishments.

Mike Malone responded, they are actually very proud of that program element because it was an actual demonstration of alumni mentoring and the results were visible in the production and on stage. They felt that that was something the alumni association and alumni in general in particular are trying to encourage more of. It was great to be able to literally give it a spotlight.

Robert Boey indicated, absolutely. I hope it can continue in some form because it really connects everybody. Trustee Boey told Mike best wishes and asked him if it was his last meeting.

Mike Malone clarified, technically no. His retirement date is June 30th. Catherine Squires will be here May 1st officially but has planned another visit in advance to meet more people and get grounded in the operations.

John Butler added, Mike the only requirement I make is that you be here at the June meeting so that we have an opportunity to say some things about your service.

Mike Malone added, absolutely. Thanks.

k. Northern Illinois Alumni Association

John Butler indicated Joe Matty was not present so no report.

l. Northern Illinois Research Foundation

John Butler called on Vice President Leslie Rigg to speak on the Northern Illinois Research Foundation.

Dr. Rigg responded the NIRG board met on Tuesday, December 9, 2014. The board heard updates on the NIU and NIRF master IP agreement which was finalized in September. That allows NIU IP to be transferred to NIRF for the purpose of licensing and commercialization. We also asked Rena Costones to give a presentation to the NIRF Board on the then pending EIGERlab transaction similar to the one that

she gave here at the committee meeting on February 26. The Board approved resolution to move the transaction forward and we will be updating them on that at our next meeting on April 28, 2015.

Leslie Rigg highlighted a couple of the things that were facilitated through NIRF this year, and, in particular, one of our researchers in CEET who was success with and NSF Icorp proposal. This is a commercialization proposal. Chem Nova, one of our faculty members spin off companies, provided funding for GA positions back into chemistry along with a cash payment. As I said, we did sign the master IP agreement between NIU and NIRF and this lays the foundation for further technology and IP advancement. NIRF and NIU joined into a three-way agreement with Invictus, a company outside of Illinois, to further develop one our promising technologies associated with infant incubators. That's very exciting work. NIRF facilitated the acquisition of EIGERlab which some of you will have heard about and we're working with other agreements and other technologies through the agreement that we have between NIU and NIRF. One of our technologies was also successful in receiving and SBIR grant, a commercialization grant, through NSF. So it's been a very busy year for NIRF indeed but a very successful one. Thank you.

John Butler thanked Vice President Rigg and asked if she will be at the meeting in June.

Leslie Rigg replied her last day will be sometime in mid-May.

John Butler thanked her for the work she has done for the university and the time she has spent assuming the duties of the Vice President of Research and Innovation. Her report just outlined that she has achieved a lot in the time that she has been in that role and on behalf of his colleagues thanked her for time here at NIU. She has also been on the faculty since 1998.

Cherilyn Murer added she would be remiss to not speak on behalf of their permanent committee that started as an Ad Hoc Committee and started because of the great work of Leslie and Lisa. Together they helped create this committee into a permanent committee and it certainly has been a joy to chair it. It's really been a pleasure to work with Leslie and certainly we always look to ourselves and we regret the loss, but we also as a university look to the best interests of our students and our faculty and this is a great opportunity for her. Go with our great anticipation for wonderful things to happen to you in the future and we just ask that you keep in touch with us and let us know what great research projects that we may collaborate on with your new university and your old university.

Leslie Rigg replied as John said she has been here since 1998. She grew up here academically and working with everyone has been a privilege and an honor and appreciates what she has learned and hope to take those lessons with her and as Trustee Murer said she will be bringing back hopefully many collaborations. She will not let go of NIU.

CLOSED SESSION

John Butler concluded the committee reports and indicated the board will be going into closed session and would reconvene in approximately one hour. Consult with Linda Odom if you are a member of the public that is interested in knowing when the board comes back. John asked for a motion to close the public meeting to conduct a closed session to discuss the following subjects authorized the Illinois Open Meetings Act, 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; property matters as generally described under sections 2.c.5 and 6 of the Open Meetings Act. Marc Strauss made a motion to go into closed session. Robert Boey seconded.

John Butler called for a roll call to close the meeting.

Roll Call Vote was conducted by Linda Odom.

Trustee Robert Boey: HERE

Trustee Wheeler Coleman: ABSENT

Trustee Anthony Iosco: HERE
Trustee Robert Marshall: HERE
Trustee Cherilyn Murer: HERE
Vice Chair Marc Strauss: HERE
Trustee Paul Julion: HERE
Board Chair John Butler: HERE

Adjourned BOT to go into closed session: 9:54

MEETING RECONVENED

The meeting reconvened at 12:36pm

John Butler asked for a motion to approve the items on the consent agenda. Marc Strauss made a motion and Paul Julion seconded. John called for any discussion and there was none. There was no opposition and the consent agenda was approved. John continued with the President's report no. 96 and turned the table over to President Baker.

8. PRESIDENT'S REPORT NO. 96

UNIVERSITY RECOMMENDATIONS FORWARDED BY THE BOARD COMMITTEES

President Baker continued thanking the three individuals recognized this morning who are leaving the institution. Mike Malone who was celebrated at the Red & Black last week and who's been at NIU for 31 years. An amazing career that really moved the institution forward and it was wonderful to celebrate it at the Red & Black event two weeks ago. There was a great Foundation board meeting that Mike helped lead as well and really a lot of support leaning forward trying to help in these challenging times. He thanked Ray for all his hard work. Leslie Rigg who's served as the Vice President for Research and Innovations Partnerships; RIPS. He noted he has really enjoyed working with Leslie. She got us moving forward in many ways and the item today about the EIGERlab is one example of how we're thinking more broadly than just research but the impact of research and how we reach out and help communities around the state to thrive and grow, so congratulations to Leslie. Good luck in Calgary.

Agenda Item 8.a.(1) – Nankai-NIU International College.

Doug Baker continued NIU has had some contact with Nankai University over the years, but Ray and his crew have really worked hard over the last year to bring to fruition a collaborative program in political science that's really going to help NIU expand enrollments, but more important diversify our campus with quite a few students from China, essentially 2 plus 2 kind of program. He asked Ray if he wanted to share any details on the program.

Ray continued that NIU has been negotiating with Nankai leadership for much of the last year and this program will be largely a 2 plus 2 program although they will be sending faculty over to China to teach some of the students who cannot afford to come here. There are three degrees; two in political science one with a public administration focus which will also include people from the Department of Public Administration; one with international politics; and one with financial economics. These are the three degrees, but this is the start of what could be a very much expanded college. The Nankai leadership has indicated that once the Ministry of Education in China has approved the concept of the college they use the analogy that's the basket you put the fruit in; we have three pieces of fruit in the basket, once they approve the formation of the basket then we can fill it with whatever fruit both institutions feel have commonalities in degrees where we can offer these double degree opportunities and these students will be recruited from all over China since Nankai is a top ten university there and this will be English only with the destination being a degree from both Nankai and from a US institution, our institution, so we think it will have a lot of cache.

John Butler asked if there were any questions.

Doug Baker thanked Ray and said this is an excellent example about building pipelines rather than onesies and twosies of students, but building strong relationships with an excellent institution that should benefit both schools and students over time. Doug Baker then asked for approval for this item to support the Nankai Northern Illinois University College. Robert Boey motioned and Marc Strauss seconded. There was no opposition and the motion was approved.

Agenda Item 8.a.(2) – Request for New Degree Program for B.S. in Hospitality and Tourism Management - Consent Agenda

Agenda Item 8.a.(3) – Request for New Degree Programs Responding to ISBE Changes in Middle School Level Educator Licensure - Consent Agenda

Agenda Item 8.a.(4) – Recommendations for Faculty and Supportive Professional Staff Sabbatical Leaves for the 2015-2016 Academic Year - Consent Agenda

Agenda Item 8.a.(5) – Division of Information Technology – Fiber Optic Network Expansion - Consent Agenda

Agenda Item 8.a.(6) – FY 15 Physical Plant contracted Electrical Services-Open Order Amendment

Doug Baker continued to the next item for electrical services as needed and is an open order for things come across that need to be worked on. It's an amendment for a new order total of \$409,000. I would move for Board approval of the expenditure authority up to that level. Cherilyn Murer motioned and Paul Julion seconded. John Butler asked if there was any discussion on this item.

Marc Strauss asked for a roll call vote.

Linda Odom did a roll call vote.

Trustee Robert Boey: Yes

Trustee Wheeler Coleman: Absent

Trustee Anthony Iosco: Yes

Trustee Robert Marshall: Yes

Trustee Cherilyn Murer: Yes

Trustee Marc Strauss: Abstain

Trustee Paul Julion: Yes

Board Chair John Butler: Yes

John Butler asked for any other discussion, seeing none the motion passed.

Agenda Item 8.a.(7) – FY16 Transportation Services, Physical Plant & Finance, Facilities & Operations Motor Fuels - Consent Agenda

Agenda Item 8.a.(8) – FY16 NIU Foundation Professional Services Contract - Consent Agenda

Agenda Item 8.a.(9) – FY 16 Student Health Insurance Fee

Doug Baker continued with the next item, students may waive the health insurance fee if they show proof of comparable health insurance but for those who don't they are required to have health insurance. Last year's students paid \$759. This year after an extensive RFP process, the best bid came in at \$1,052. This significant increase reflects the impact of the Affordable Care Act. They looked at a variety of options trying to move up and down co-pays, deductibles and service coverages and this is the best price that we got looking at all those factors. He asked if there were any questions from the Board?

Robert Marshall asked if this is an annual event do we have the opportunity to broaden the number of vendors that will be working on it next year?

Doug Baker asked Eric Weldy how many vendors submitted RFP's this year. Eric Weldy responded, five.

Doug Baker responded that we can certainly try and get more. Michelle Danza our new procurement person is good at getting the word out broadly and we'll work with her to do that.

John Butler responded to Eric Weldy that he knows there have been some attention on this item by the student newspaper and so forth; John asked him if there is more detail he could provide as to what has led to the increase? Obviously it is the Affordable Care Act and the provisions under that act, but asked for more detail.

Eric Weldy responded that the main driving force behind the increase has to do with the Affordable Care Act and the requirements that institutions are asked to put forth in regards to coverage for students.

John Butler added the Affordable Care Act provides for a number of provisions, for example there would be no annual maximum cost which is a significant increase in the risk that the insurance company is taking. That would contribute to a substantial increase in the cost. John asked if that was correct.

Eric Weldy said that was correct.

John Butler asked if mental health parity figures into it as well?

Eric Weldy responded that Mental health as well as no pre-existing clause in regards to previous ailments as well. Hospitalizations, emergency services, lab services, and a number of other things are listed in regards to coverage.

John Butler asked if the Trustees had any other comments or questions on this item. We know that the Affordable Care Act is going to have a dramatic impact on a lot of what used to be low cost health insurance programs like this one. It's always been something we've been very pleased to be able to provide our students, and one of the reasons we've been so pleased is because it's been so reasonable, but the act does require us to provide a certain level of coverage and we don't have any choice around that.

Marc Straus made a motion to approve the recommendation. Robert Marshall seconded. John Butler asked if there was any discussion other than what's been talked about. There was none so the motion passed.

Agenda Item 8.a.(10) – FY16 Student Health Insurance

Doug Baker talked about the next item which is providing group health insurance funded by the insurance fee to students and their families. The RFP was done in November. The RFP proposals were opened, and have come up with this contract so we need to expend those authorities with Academic Health Plans in Texas. He asked for approval of the expenditure authority to pay the money to fill the contract. Marc Strauss made a motion and Paul Julion seconded.

John Butler asked if there was any discussion on this item. John asked Jerry Blakemore if there was any reason why we needed a roll call vote given Trustee Coleman's abstention in the committee meeting? Jerry responded no. John Butler asked for any opposition and there was none so the motion passed.

Agenda Item 8.a.(11) – FY16 Materials Management-Central Stores Commodities Contract Renewal - Consent Agenda

Agenda Item 8.a.(12) – FY15 Office of General Counsel-Open Order Amendment for Internal and External Investigations - Consent Agenda

Agenda Item 8.a.(13) – FY16 Architectural & Engineering Services and Physical Plant Open Orders - Consent Agenda

Agenda Item 8.a.(14) – FY16 Physical Plant Elevator Services and Maintenance Open Order contract - Consent Agenda

Agenda Item 8.a.(15) – FY16 International Programs Division Expenditures - Consent Agenda

Agenda Item 8.a.(16) – FY16 University Outreach Education Centers Catering Services Contract Renewals - Consent Agenda

Agenda Item 8.a.(17) – Division of Marketing and Communications Comprehensive Marketing Consultative Services - Consent Agenda
Agenda Item 8.a.(18) – FY16 ITS Document Services and Materials Management Printing Paper Open Orders Contract Renewal - Consent Agenda
Agenda Item 8.a.(19) – FY16 DOIT – Document Services Campus Copier Program Contract Renewal - Consent Agenda
Agenda Item 8.a.(20) – Office of the Provost Externally Funded Research and Scholarship Benchmarking - Consent Agenda
Agenda Item 8.a.(21) – FY16 Student Mass Transit Board Campus Busing System Contract Renewal - Consent Agenda
Agenda Item 8.a.(22) – Northern Illinois Research Foundation Expenditure Authority Amendment - Consent Agenda
Agenda Item 8.a.(23) – Intercollegiate Athletics/Facilities Replacement of Turf at Huskie Stadium - Consent Agenda
Agenda Item 8.a.(24) – Treasury Operations - Consent Agenda
Agenda Item 8.a.(25) – FY15 Office of General Counsel-Open Order Amendment for Outside Legal Services Regarding Civil Complaints - Consent Agenda
Agenda Item 8.a.(26) – College of Liberal Arts and Sciences Joint Appointment between NIU and Argonne National Laboratory - Consent Agenda

Agenda Item 8.a.(27) – Honorary Doctorate Recommendation

Doug Baker continued with the honorary doctorate, recommending an honorary doctorate honoring Dr. Nigel Lockyer. Dr. Lockyer is the Director of the Fermi National Accelerator Lab. He's an acclaimed physicist and has done extensive work on a particle known as the bottom quark. It's a major breakthrough in physics and he is the director of that lab and has been an outstanding person working across institutions on big science projects in physics. He is a very deserving candidate. We presented his credentials for consideration for this honorary doctorate.

John Butler asked for a motion to approve this. Robert Boey made a motion and Marc Strauss seconded. John asked if there was any discussion by the board members. There was none, the motion was passed.

Agenda Item 8.a.(28) – Main Campus Steam Tunnel Emergency Repair

Doug Baker continued with the main campus steam tunnel emergency repair. When they got into this project a number of things were found that went beyond what was originally thought it would be by a significant amount. He said Al had given the details if anyone would like them. It turns out when you get into steam tunnels and you fix one thing you see a bunch of other things that have to be repaired because of what you've uncovered; and that's what's happened in this case. He asked the board to approve the expenditure authority for this item for \$259,000 for steam tunnel repair. Marc Straus made a motion and Robert Boey seconded.

John Butler asked for any discussion. There was none, the motion was passed.

UNIVERSITY REPORTS FORWARDED BY THE BOARD COMMITTEES

Agenda Item 8.b.(1) – Faculty Presentation on Sabbatical Leave - Consent Agenda
Agenda Item 8.b.(2) – Sixth Annual Report on the Outcomes of Sabbatical Leaves - Consent Agenda
Agenda Item 8.b.(3) – Curricular Diversity - Consent Agenda
Agenda Item 8.b.(4) – Property Insurance Valuation – Sara Cliffe - Consent Agenda
Agenda Item 8.b.(5) – Gubernatorial Changes in Ethic Requirements – Jim Guagliardo - Consent Agenda
Agenda Item 8.b.(6) – Enterprise Risk Management Initiative – Michele Danza - Consent Agenda
Agenda Item 8.b.(7) – Quarterly Summary Report of Transactions in Excess of \$100,000 - Consent Agenda

Agenda Item 8.b.(8) – Periodic Report on Investments - Consent Agenda

Agenda Item 8.b.(9) – State Budget Update - Consent Agenda

Agenda Item 8.b.(10) – Federal Relations Update - Consent Agenda

Agenda Item 8.b.(11) – EIGERlab - Consent Agenda

Agenda Item 8.b.(12) – Tuition Remittance program for the Ph.D. in Health Sciences

Doug Baker asked Lisa to give a background on this. Lisa Freeman informed everyone that they will be preparing appropriate draft editions related to this item for the Board of Trustees regulations for presentations at the next board meeting for their approval. She reminded everyone that they may remember that both the Illinois Board of Higher Education and this board approved a very exciting program; an interdisciplinary Ph.D. in Health Sciences. A program that's truly cutting edge in its nature and that addresses both national and regional workforce needs by allowing people who are working as health professionals for example, physical therapists or nurses, other members of the health professions to pursue a doctoral degree to qualify them to be faculty and there is a significant faculty shortage in these areas. It's also a very exciting degree because it really shows our triangle strategic planning framework in action because the way the program is envisioned to function will have working health professionals sign up in these doctoral programs. They'll be in large part sponsored by their employers and most of the projects that will be done, not all of them, but many if not most of them will be projects that are either community action oriented research or an investigation of a hypothesis developed on the job where the employer and the doctoral student and the university are really partnering to support the doctoral research. This very new type of doctoral program made us think that we really needed to provide a new and different employee benefit to our employees who wanted to participate in this program so that their experience would be more like those of other doctoral students who are being sponsored by employers and so that the program would be sustainable over time and allow us to benefit from the training and development of growing our own doctoral prepared faculty in the health professions. So the way the program is envisioned to work, as always when an employee wants to seek a tuition benefit they'll be approval of a sponsoring unit and supervisor required and in this case that will be a relationship that's maintained throughout the doctoral program and part of the agreement for getting tuition remission will be that the doctoral student agrees to stay at NIU for a specified period of time after receiving the doctoral degree and it's envisioned that there would be one service credit equivalent year of employment in the sponsoring unit for every 33% of the cost of the program. Because this is a new benefit, a new way of doing tuition remission that we haven't done before for full time employees, it would require modification of the board regulations to accommodate this and so we wanted to let you know that this is coming forward. To date I've had very brief conversations with Professor Pitney as the Executive Secretary of University Council, Deborah Haliczner as the leader of the SPS Council and Jay Monteiro as the leader of Operating Staff Council. The initial reception was very positive and as of course we will continue to have discussions with our shared governance units between now and when this item comes to the board next. It's just an information item this go round but she wanted to hear comments or questions from the board.

John Butler asked the board if they had any questions.

Cherilyn Murer applauds this initiative. She thought on many levels it addresses some of the most critical issues. One, the replenishing of doctoral students within the healthcare environment, she thinks it's really important because when you have an industry that is as volatile as the healthcare industry, as was indicated you don't have the faculty positions because you don't have the doctorate. She thinks on that level, that's very important to our sector. She thinks it should entice faculty members to remain at NIU once they've received their PhD and thinks it is really a brilliant strategy because we want to retain the best of our faculty. Giving them an enhanced benefit in order to be able to achieve the goals of which we are – those are our pillars which is research and education. This is an excellent initiative. It's well thought out. She applauded them for the political acumen to seek out the support of our major stakeholders and constituencies internally here at the university and looks forward to hearing more about this.

John Butler said we can move now to items directly from the president.

ITEMS DIRECTLY FROM THE PRESIDENT

Agenda Item 8.c.(1) – Appointment of Treasurer

Doug Baker continued with Nancy Sutfenfeld's departure and hiring of Al Phillips we need to appoint him as the treasurer. He recommended in accordance with the university bylaws and Board of Trustees bylaws that the Board designate and appoint Dr. Alan Phillips to serve as the Treasurer of the Board of Trustees effective March 1st this year, provided that Dr. Phillips furnishes a fidelity bond to the Board in the amount of \$500,000 to be secured by the State of Illinois Department of Central Management Services. Marc Strauss made motion and Paul Julion seconded.

John Butler asked if there was any discussion, there was none so the motion passed.

Agenda Item 8.c.(2) – Appointment of Vice President of Administration & Finance

Doug Baker continued with the appointment of Alan Phillips as the Vice President for Administration and Finance and asked that he be officially appointed as of March 1, 2015. Marc Strauss made a motion and Paul Julion seconded.

John Butler asked if there was any discussion and asked Alan if he had had a chance to address the trustees. Alan said not officially. John told him he was welcome to offer any comments he would like.

Alan Phillips responded how excited he was to be here and be a part of the NIU family. Prior to being here he worked for the Board of Higher Education in that capacity and had the opportunity to work with NIU over the past four years. In that time he got to know a number of the people here, the senior leadership and very impressed with the individuals as well as the way the university was dealing with some very significant challenges that we currently face and try to work with. He is delighted to be here and thinks that NIU is a great institution. He is honored to be a part of this institution and certainly looks forward to working with the administration, the staff, the faculty, and the board to move NIU forward. Thanked everyone for giving him the opportunity to become a part of the NIU family.

John Butler asked if there was anymore discussion, there was none so the motion passed. John welcomed Alan Phillips.

Agenda Item 8.c.(3) – Appointment of Vice President of Advancement

Doug Baker mentioned at the last committee meeting Catherine Squires was here and gave a short introduction of herself. Her effective start date will be May 1st. Doug and Mike have talked about her being here just a little before that. We can do that on a contractual basis, we're asking that this officially be done on May 1st. If we have to come back and amend that for an earlier start we will. Ms. Squires has served as the Chief Advancement Officer for the American Red Cross in Greater Chicago and is currently at Tufts University School of Medicine. She went through a rigorous search process. We're very pleased to have her joining the university and I would move we appoint her as Vice President of Advancement and President of the NIU Foundation effective May 1st. Robert Boey made a motion, Robert Marshall seconded.

John Butler asked if there was any discussion on this item. Ms. Squires is not present so he did not ask her to address the Board. President Baker indicated she already has. There was no discussion so the motion passed.

Doug Baker indicated that concludes his items.

9. CHAIR'S REPORT NO. 69

Ad Hoc Committee on Governance Items

John Butler continued to the second reading of some policies and amendments to the Board of Trustees bylaws. The Board of Trustees has both policy, stand alone policies, that are published on its website and are given to trustees when they join the board and when they ask for them. We have policies within our

bylaws. The Ad Hoc Committee on Governance has been reviewing several policies that we either don't have already and we wish to have, or that we have in some form and we wish to change. What's on the screen represents, for example this policy that you're seeing here, the policy regarding retention of records of the Board of Trustees, looks as though it might be an amendment of an existing policy. This is an amendment of what was presented to the Board on first reading. So this policy does not exist currently and by this action item today we will be adopting this policy as it appears in this format. We will be accepting all of those edits and this policy will become permanent.

Agenda Item 9.a.(1) - Records Retention Policy

John Butler asked for a motion to approve the first policy regarding retention of records of the Board of Trustees. Marc Strauss made a motion, Paul Julion seconded.

John Butler asked for any discussion. There was none, the motion was passed.

Agenda Item 9.a.(2) - Travel and Expense Reimbursement Policy

John Butler continued with the next item which is not in the book but was e-mailed to Trustees earlier in the week. This is replacing an existing policy found on the Board website. The new policy is an entirely new draft even though it looks as though it's an edit of a prior draft, it's an edit of what was introduced on first reading. Marc Strauss made a motion, Paul Julion seconded.

John Butler asked for any discussion.

Cherilyn Murer asked if this is just the first reading.

John Butler responded this is the second reading.

Cherilyn Murer continued she wasn't sure how to deal with an issue because it's more procedural and it's the phraseology on the last page, first paragraph. It's not the intent, but it's the way it's phrased. Are we going to vote for the acceptance of this today?

John Butler responded that he would like to.

Cherilyn Murer noted that it says it's the first reading.

John Butler responded that it shouldn't say that. It was the first reading on November 26th.

Cherilyn Murer also noted that it says Trustees may accept invitations for discounted or complementary admissions, transportation, lodging and meals for themselves and a companion from private entities when the invitations are not closely related to their respective duties and responsibilities from the university. She added that the trustees have lives other than that, so the literal interpretation of this one sentence does not reflect that they have private lives as well. It says they cannot accept invitations that are not related to their work here. Certainly that's not the intent of that sentence, but she would like to see it modified in some way and doesn't know procedurally how it should be approached.

John Butler indicated there should be a clause at the beginning of the sentence of some kind. He asked Jerry Blakemore if he would like to address this. He understood Trustee Murer's concern. The policy is not intended to regulate the Trustees activity outside of their duties as board members.

Cherilyn Murer responded that she understood the intent and was reading the literal interpretation of this sentence and what it really says literally is that trustees can't accept invitations for private entities for activities that are non-related to the board. That's not what it should be intended to be. She said maybe the fix is that it's stricken because it's superfluous.

Jerry Blakemore had the following suggestion that could be done in one of two ways. He said, issues of clarification, the General Counsel's Office after the Board has authorized this can obviously go back and

look at this in other areas so long as there is no change in the substance or intent of the Board, we can make those what I would refer to as clarification or technical kind of changes. He continued, you could authorize us to do that. With respect to this specific provision however, what I would recommend is that at the end of this paragraph, we explicitly state that the purpose of this provision is exclusively related to those activities that are within the scope of the board members duties with respect to their responsibilities as trustee for Northern Illinois University. We can add that sentence which I think would address your concern. We can certainly do that and I would recommend that language, give me a little bit of leeway and I'll put it in English. You can take action with that caveat and we can add that.

Marc Strauss made a motion to amend his prior motion to reflect that the Office of the General Counsel has authority to make a conforming change to clarify that the second to last paragraph on page four of this proposal only applies to those activities within the scope of duties as a trustee.

Paul Julion seconded.

John Butler asked for any opposition. Seeing none, on the table is this proposal for second reading with the amendment offered by Trustee Strauss based on the concerns expressed by Trustee Murer. John asked if there are any other questions. He asked Trustee Murer if that satisfied her concerns and she answered yes.

John Butler asked again if there were anymore questions or concerns, there were none so the motion passed.

Agenda Item 9.a.(3) Presidential Succession Policy

John Butler continued there is no existing policy in this case. These are amendments made to the item after its first reading. Marc Strauss made a motion, Cheryl Murer seconded.

John Butler asked for any discussion or opposition, seeing none the motion was passed and we now have a Board of Trustees Presidential Succession policy.

Agenda Item 9.a.(4) - Elections Provision

Marc Strauss made a motion, Cheryl Murer seconded.

John Butler asked if there was any discussion. John preempted some discussion by indicating some of the history behind this provision. The existing provision which is not amended would call for the Board in the event that it was electing an officer if there was no majority in the first ballot, in other words no individual in that round received five votes or more, the Board would then strike from the second balloting all those but the two highest vote getters. This amendment was designed to widen that somewhat so that the striking would take place first by striking all of the members who received zero votes. That would leave then on the second ballot all Trustees who had received any votes and not indicate how many they received. This then takes us through that process with the subsequent striking of more trustees leading ultimately to a ballot of only the two highest vote getters. It provides a little bit more time for interest in trustees for offices to become identified and permits the board to see that as they are voting. Since this has been put together, there is at least one trustee that there was a desire perhaps for even more freedom. That proposal would involve the trustees going through three successive ballots in which they would have at their disposal or access to any trustees who are eligible for the position. So we would not strike any trustees. Is there an interest in that approach as opposed to the one that I previously described? Now the caveat of the second approach would be that in the fourth round we would ultimately put this to bed, in the fourth round we would narrow it down to the two highest vote recipients and either one of those two would win or the chair would declare an impasse which is currently in the status quo within the capacity of the chair to do after three rounds of voting.

Robert Boey supported the second version because it is less restrictive.

John Butler asked Trustee Boey to offer an amendment then to adopt that approach. John had already

written the amendment so that the trustees could see it and appreciated everybody's indulgence because he wanted to get this passed today. John read the amendment, "If a majority of votes cast is not achieved by one member for the office in the first balloting, a second balloting shall occur consisting of all eligible members for that office. If a majority of votes cast is not achieved by one member for the office in the second balloting, a third balloting shall occur consisting of all eligible members for that office. At no time during such successive ballots shall the General Counsel indicate the number of votes achieved by any member except if a majority of votes cast is achieved by one member. If no member achieves a majority of the full board during the third balloting, all but the names of the two members who received the most votes shall be dropped from the succeeding final ballot. A tie in the number of votes achieved may result in more than two members remaining eligible on the final ballot. If at the conclusion of the final round of voting no member achieves a majority of the full board, the board chair shall declare the election and impasse. In the event of an impasse expressions of interest, vision and willingness to serve are reopened and the next election will be conducted at the next regular business meeting or special meeting." John asked, is this Trustee Boey's motion?

Robert Boey answered, Yes.

Cherilyn Murer seconded.

John Butler said, "we are now going to vote on the motion to amend the motion. All those in favor of the motion to amend the proposal to this one say aye." There was no opposition so motion passed.

9.a.(5) - Board of Trustees Liaison

John Butler continued that this is an amendment to the section 6 of the board bylaws, duties of officers. This amendment would add a letter H with the title Board of Trustees Liaison and that position description and the parameters of that position is described on page 84 in the board packet in blue lines. This was deemed necessary in order to define a term used in the other policies that the board is adopting today. The board liaison is the keeper of the policy, the keeper of the keys, the owner of the policy. Because the board liaison is identified in the records retention policy as the owner of the policy, we're adopting this so that we actually define the board liaison. Up until this point the board liaison was not in any bylaws or board regulations. Is there a motion to approve?

Marc Strauss approved the motion. Robert Marshall seconded.

John Butler asked for any discussion. There was none, the motion was passed.

9.a.(6) - Duties and Responsibilities of the President

John Butler continued, this is an amendment to the bylaws article 7 titled President of the University. This began as an item that was in the same legislation as an item concerning the president's home. It was determined that this would be split out and make it instead an item that would be added to the president's duties as described in the Board bylaws.

Marc Strauss made a motion, Paul Julion seconded.

John Butler asked for any discussion or opposition. There was none, the motion was passed.

9.a.(7) - Mandate of Presidential Housing

John Butler mentioned this is also an amendment to article 7, the president of the university in the bylaws. This indicates that the president on a case-by-case basis, the Board shall determine if the president is going to be required to have his or her primary place of residency the university residency. This is necessary for a number of reasons. It's helpful for the president in his own personal accounting functions and so it was something that we needed to add to our bylaws. I would not consider it to be a particularly complex matter.

Robert Boey made a motion, Marc Strauss seconded.

John Butler asked for any discussion or opposition. There was none, the motion was passed.

9.a.(8) - Indemnification

John Butler continued this is also an amendment to the existing bylaws that concern indemnification. Indemnification is the obligation of the university to provide representation in the event of a number of different potential issues that can arise legally based on the service or activities that a board member or the president or a university employee engages in as part of their active duties to the university

Marc Strauss made a motion, Robert Marshall seconded.

John Butler asked for any discussion or opposition. There was none, the motion was passed.

John Butler added, Congratulations Trustees we just made a significant alteration in our governance documents and in my estimation have proven the productivity and the usefulness of the Ad Hoc Committee on Governance and I greatly appreciate your support and that concludes the items from the chair.

10. OTHER MATTERS

John Butler asked if there were any other matters that should come before the committee.

11. NEXT MEETING DATE

John Butler added that June 18, 2015 – 9:00am is the next regular meeting of the Board of Trustees.

12. ADJOURNMENT

John Butler asked for a motion to adjourn.

Marc Strauss made a motion, Anthony Iosco seconded.

John Butler asked for any opposition. There was none, the motion was passed.

Meeting adjourned at: 1:22

Respectfully submitted,
Linda Odom
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.