

MEETING OF THE GOVERNANCE, PERSONNEL, AND ETHICS COMMITTEE

OF THE BOARD OF TRUSTEES OF THE UNIVERSITY OF ILLINOIS
APPROVED BY THE COMMITTEE

December 6, 2010

JAN 18 2011

Michele M. Thompson
SECRETARY OF THE BOARD

This meeting of the Governance, Personnel, and Ethics Committee of the Board of Trustees of the University of Illinois was held in Room 213 A and B, Student Center West, 828 South Wolcott Avenue, Chicago, Illinois, on Thursday, December 6, 2010, beginning at 3:00 p.m. Attendance via videoconference was also available in Room 364, Henry Administration Building, 506 South Wright Street, Urbana, Illinois; and the Hatmaker Room, Room 550 Public Affairs Center, One University Plaza, Springfield, Illinois.

Trustee Pamela B. Strobel, chair of the committee, convened the meeting and asked the clerk to call the roll. The following members of the committee were present: Ms. Karen Hasara, Mr. James D. Montgomery, Mr. Daniel Soso, and Ms. Pamela B. Strobel. Also present at the Chicago site were: President Michael J. Hogan; Dr. Mrinalini C. Rao, vice president for academic affairs; Mr. Thomas R. Bearrows, University counsel; Mr. Thomas Hardy, executive director for University relations; Dr. Mo-Yin S. Tan, vice provost for faculty affairs, attending on behalf of the provost; Dr. Lisa L. Troyer, executive assistant to the president and chief of staff; and Dr. Michele M. Thompson, secretary. Dr. Edward Wojcicki, associate chancellor for constituent relations at Springfield attended the meeting via videoconference at the Springfield site. The following attended the meeting via videoconference at the Urbana site: Dr. Nicholas Burbules, Gutsell professor and director, Ubiquitous Learning Institute, College of Education, Urbana; Ms. Katherine Laing, executive director for governmental relations; and Ms. Margaret

O'Donoghue, associate chancellor, Urbana. Ms. Julie Wurth, a reporter for the *News-Gazette*, Champaign, also attended the meeting at the Urbana site.

Ms. Strobel asked if there were any comments or questions regarding the minutes from the meeting that was held on November 5, 2010, and Mr. Soso requested a correction to a misspelling of his last name that appeared on the last page of the minutes. On motion of Ms. Hasara, seconded by Mr. Soso, the minutes were approved as corrected.

DISCUSSION OF PROCEDURES FOR CONDUCTING SEARCHES

FOR MAJOR ADMINISTRATIVE POSITIONS: THE ROLE OF THE BOARD

Ms. Strobel stated that Chairman Kennedy asked this committee to evaluate the role of university boards in conducting searches for major administrative positions, and she thanked Dr. Thompson for her efforts in collecting data relevant to this topic. She then asked Dr. Thompson to summarize her findings on the role of university boards in searches for major administrative positions.

Dr. Thompson said she contacted seven peer institutions and inquired about the role of the board in searches for campus executive officers. She reviewed her findings and outlined the process that is utilized at each institution, and indicated that board involvement in high level searches varies greatly among these institutions. Ms. Strobel confirmed that no standard model and much variation appears to exist, and said it will be necessary to determine the best process for the University to use while working within *The University of Illinois Statutes (Statutes)*. Committee members discussed the section of the *Statutes* related to searches for campus executive officers, and Dr. Thompson stated that the *Statutes* dictate that a search for a chancellor involves a search committee selected by the campus senate. Additional discussion

included related procedures that are dictated by each campus senate, including the selection and composition of a search committee on each campus. It was mentioned that these procedures vary by campus and can be changed from one search to the next.

Ms. Strobel posed the question of the extent to which the Board should be involved in searches for major administrative positions at the campus, and referenced recent efforts to clarify and strengthen the leadership role of the president of the University. She said she would not advocate requiring the president to include trustees in the process by having them interview candidates or serve on search committees, and expressed trust that President Hogan would be cognizant of the Board's priorities in areas such as diversity. Mr. Montgomery mentioned the high involvement of the Board in previous searches for chancellors, and Ms. Strobel said that less involvement would emphasize the role of the president as chief executive officer. Ms. Hasara and Mr. Soso agreed. Ms. Hasara suggested that there could be some flexibility to allow the president to consult the trustees if needed. Committee members then discussed the process for selecting candidates already employed by the University, and President Hogan recommended input from University constituencies as part of a search committee to guide a review and screening process. Ms. Strobel said that the members of the committee appeared to have reached a consensus on the role of the Board in searches for major administrative positions and said she would recommend to Chairman Kennedy that the trustees be available to the president if needed throughout the search process, and would suggest not imposing a requirement to include the trustees in candidate interviews. There was no disagreement with this statement.

OLD BUSINESS

Ms. Strobel mentioned the questions and concerns that were raised during a session at the Board retreat on July 21, 2010, and said this will be the next project for the committee. Dr. Thompson thanked the colleagues who are developing responses to these questions, and expressed appreciation for the help of Dr. Stanley O. Ikenberry, who is focusing on questions concerning the role of the Board. She indicated she would provide the responses to President Hogan to add his thoughts, and estimated that a draft would be ready in about one month.

NEW BUSINESS

President Hogan stated that Dr. Rao completed the process of revising the Policy on Conflicts of Commitment and Interest six months ahead of schedule, and he asked Dr. Rao to report briefly on the changes that she discussed with the committee in September. Dr. Rao stated that the goals were to make the policy more compliant and to create an electronic system for submitting and managing reporting of conflicts. She expressed gratitude for the work of Dr. Michael Hites, associate vice president of administrative information technology services, in selecting a vendor to provide software, and said next steps include implementation and training. She also thanked the campus senates for making approval of the amendments to the policy a priority. President Hogan and Dr. Rao responded to questions from Mr. Soso regarding definitions of conflict of interest and conflict of commitment, and with no further questions, Dr. Rao stated that she planned to refer the amendments to this policy to President Hogan for recommendation to the Board.

Next, Ms. Strobel asked committee members to reserve the date of January 18, 2011, at 2:00 p.m. for the next committee meeting, and said they will be notified a week in advance if the meeting is scheduled to occur.

At 3:44 p.m., Ms. Strobel requested a motion to adjourn the meeting. On motion of Mr. Montgomery, seconded by Ms. Hasara, this was approved unanimously and the meeting adjourned.

Respectfully submitted,

Michele M. Thompson
Clerk

Pamela B. Strobel
Chair

Eileen B. Cable
Assisting