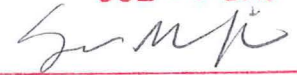


JUL 09 2015



SECRETARY OF THE BOARD

MEETING OF THE GOVERNANCE, PERSONNEL, AND ETHICS COMMITTEE

OF THE BOARD OF TRUSTEES OF THE UNIVERSITY OF ILLINOIS

APRIL 23, 2015

This meeting of the Governance, Personnel, and Ethics Committee of the Board of Trustees of the University of Illinois was held in Room 270, College of Pharmacy, 833 South Wood Street, Chicago campus, Chicago, Illinois, on Thursday, April 23, 2015, beginning at 1:00 p.m. Attendance via videoconference was also available in Room 1030, National Center for Supercomputing Applications, 1205 West Clark Street, Urbana campus, Urbana, Illinois; the Hatmaker Room, Room 550, Public Affairs Center, One University Plaza, Springfield campus, Springfield, Illinois; and Dean's Conference Room, 1601 Parkview Avenue, College of Medicine, Rockford, Illinois.

Trustee Patrick J. Fitzgerald, chair of the committee, convened the meeting and asked the clerk to call the roll. The following members of the committee were present: Mr. Patrick J. Fitzgerald, Dr. Timothy N. Koritz. Ms. Hannah Cave, student trustee from the Springfield campus, was present. Ms. Patricia Brown Holmes was absent. President Robert A. Easter was present.

Also present were Dr. Christophe Pierre, vice president for academic affairs; Mr. Walter K. Knorr, comptroller (and vice president/chief financial officer); Mr. Thomas R. Bearrows, University counsel; and Dr. Susan M. Kies, secretary of the Board

of Trustees and of the University. Attached is a listing of other staff members in attendance at this meeting, as well as some members of the media.

Mr. Fitzgerald asked if there were any comments or questions regarding the minutes from the meeting that was held on February 26, 2015, and there were none. He requested a motion to approve the minutes, and on motion of Dr. Koritz, seconded by Ms. Cave, the minutes were approved. There were no “nay” votes.

REVIEW OF RECOMMENDED BOARD ITEMS
FOR THE MEETING OF THE BOARD OF TRUSTEES
OF THE UNIVERSITY OF ILLINOIS ON MAY 7, 2015

Mr. Fitzgerald introduced the recommended items within the purview of this committee on the Board’s agenda at its meeting on May 7, 2015. All recommended items discussed at the meeting are on file with the clerk.

Appointments to the Faculty, Administrative/Professional Staff,
and Intercollegiate Athletic Staff

Dr. Kies explained that the appointments of faculty, administrative and professional staff, and intercollegiate athletic staff that are recommended in this item are thoroughly reviewed at the appropriate levels within the college, department, or unit, and that this item appears regularly on the Board’s agenda. Brief discussion followed, and President Easter and Mr. Scott E. Rice, Urbana campus legal counsel, provided additional information regarding the terms of the recommendation for an amendment to extend the multiyear agreement with the associate head football coach.

Appoint Chief Internal Auditor

Mr. Knorr discussed the recommendation to appoint Ms. Julie A. Zemaitis as chief internal auditor for a five-year appointment. Mr. Knorr explained that the appointment of an internal auditor to a five-year term is a statutory requirement, and said that Ms. Zemaitis's current appointment expires on July 1, 2015.

Appoint Members to the Athletic Board, Urbana

Mr. Rice gave background information on the athletic board at Urbana and said that campus senate bylaws require Board approval of athletic board members. He listed the proposed members to the athletic board and provided some information about each, noting that the agenda item recommends delegating authority to the chancellor to make the final student selection.

Approve Revisions to University of Illinois Policy, Federal Family and Medical Leave Act

Mr. Fitzgerald invited Ms. Maureen M. Parks, associate vice president for human resources, to discuss proposed revisions to the University's family and medical leave policy. Ms. Parks said that revisions to the University's policy are needed in order to comply with changes to the federal Family and Medical Leave Act. Ms. Jami M. Painter, assistant vice president for human resources, reviewed the proposed changes and stated that they have been vetted through the human resources departments on each campus.

REVIEW COMMITTEE ITEM

Discuss Recommendation to Disclose Certain Minutes
of Executive Sessions Pursuant to Open Meetings Act

Dr. Kies stated that under the Open Meetings Act, public bodies that go into executive session under exceptions provided in the Open Meetings Act must, at least every six months, determine whether the need for confidentiality still exists with respect to each item considered under any exception. She indicated that the recommendation regarding the disclosure of certain minutes of executive sessions will be discussed during the committee's executive session.

PRESENTATIONS

Cybersecurity

Mr. Fitzgerald asked Dr. Michael H. Hites, senior associate vice president of Administrative Information Technology Services (AITS); Ms. Donna McNeely, executive director of ethics and compliance; and Ms. Lauren E. Garry, director of security initiatives, to provide a report on cybersecurity (materials on file with the clerk). Dr. Hites provided some background information on cybersecurity and discussed risks to the University. He listed types and classification of data at risk and reported on incidents at the University and at other higher education institutions. He also referred to recent commercial incidents. Dr. Hites then listed the chief privacy and security officers at each campus and the hospital and described the University's approach to cybersecurity, stating

that it is a University-wide approach within a distributed model of responsibility. He described the ways in which the University is addressing cybersecurity and discussed its response to incidents. Lastly, he provided information on the implementation of information security programs underway at the Urbana and Chicago campuses.

Some discussion followed regarding the University's relationship with the federal government and communication of potential threats. Committee members also discussed potential risks related to departing employees and the types of security software that are available to students, faculty, and staff.

Update on the State Universities Civil Service System

At 1:27 p.m., Mr. Fitzgerald asked Ms. Parks and Ms. Jennifer M. Creasey, assistant director of governmental relations, to provide an update on the State universities civil service system (materials on file with the clerk). Ms. Parks gave an update on recent civil service activities and said that the State human resource directors conducted a survey to identify the top five issues, concerns, and barriers in the civil service system and presented these to the University Civil Service Merit Board. She listed the recommendations that were identified and described the merit board's response, which she said was generally positive. She presented outcomes and next steps, and she discussed additional civil service activities. Ms. Creasey commented on proposed legislation related to changes to the civil service system. Ms. Parks also informed the committee that the director of the civil service system announced his retirement.

OLD BUSINESS

Update on Governing Documents Review

President Easter commented on the governing documents review process and provided an update. He stated that proposed changes should appear on the Board's agenda for approval at its September 2015 meeting.

NEW BUSINESS

Mr. Fitzgerald announced that the next meeting is scheduled for Thursday, July 9, 2015, at 1:00 p.m., and that a Board retreat is scheduled for Wednesday, July 22. He then thanked Ms. Cave for her service to the committee, noting that this would be her last meeting as a student trustee.

MOTION FOR EXECUTIVE SESSION

At 1:43 p.m., Mr. Fitzgerald stated that a motion was in order to convene an executive session to consider the discussion of minutes of meetings lawfully closed under the Open Meetings Act. On motion of Dr. Koritz, seconded by Ms. Cave, this motion was approved. There were no "nay" votes.

EXECUTIVE SESSION

Mr. Fitzgerald convened this executive session at 1:45 p.m. Mr. Fitzgerald, Dr. Koritz, and Ms. Cave were present. Also present were Mr. Thomas R. Bearrows, University counsel, and Dr. Susan M. Kies, secretary of the Board of Trustees and of the University.

Discussion of Minutes of Meetings Lawfully Closed Under the Open Meetings Act

Dr. Kies stated that the Open Meetings Act requires that minutes from business conducted under exceptions specified in the Act must, at least every six months, be reviewed to determine whether the need for confidentiality still exists with respect to each item considered under such exception. Dr. Kies reported that she and Mr. Bearrows reviewed all sequestered items considered in executive session during meetings of the Governance, Personnel, and Ethics Committee and recommend that a portion of the executive sessions from October 30, 2014, be made available to the public. She said that this portion of minutes was regarding the discussion of minutes of meetings lawfully closed under the Open Meetings Act, and that all other matters will continue to be sequestered. Dr. Kies and Mr. Bearrows provided additional details regarding this recommendation, and there were no additional comments or concerns expressed regarding this recommendation.

EXECUTIVE SESSION ADJOURNED

There being no further business, the executive session adjourned at 1:49 p.m.

AGENDA

At 1:50 p.m., the open session resumed. Mr. Fitzgerald stated that there was one agenda item requiring action by the committee, and Dr. Kies read aloud the title of the item, "Disclose Certain Minutes of Executive Sessions Pursuant to the Open Meetings Act." The committee agreed that one roll call vote would be taken and considered the vote on the agenda item as listed below.

Disclose Certain Minutes of Executive Sessions Pursuant to Open Meetings Act

(1) Under the Open Meetings Act passed by the General Assembly, public bodies subject to the Act that conduct business under exceptions specified in the Act must, at least every six months, determine whether the need for confidentiality still exists with respect to each item considered under such exception.

An item from September 2010 through October 2014 that has been heretofore unreleased is recommended for release at this time.

The University Counsel and the Secretary of the Board, having consulted with appropriate University officers, recommends that the following matter considered in executive session for the time period above be made available to the public at this time.

The committee action recommended in this item complies in all material respects with applicable State and federal laws, University of Illinois *Statutes*,

The General Rules Concerning University Organization and Procedure, and Board of Trustees policies and directives.

The President of the University concurs.

Executive Session Minutes Released to Public

October 30, 2014, Governance, Personnel, and Ethics Committee

Ms. Strobel convened this executive session at 2:00 p.m. All committee members were present. Also present were Mr. Thomas R. Bearrows, University counsel, and Dr. Susan M. Kies, secretary of the Board of Trustees and of the University.

Discussion of Minutes of Meetings Lawfully Closed Under the Open Meetings Act

Dr. Kies stated that the Open Meetings Act requires that minutes from business conducted under exceptions specified in the Act must, at least every six months, be reviewed to determine whether the need for confidentiality still exists with respect to each item considered under such exception. Dr. Kies reported that she and Mr. Bearrows reviewed all sequestered items considered in executive session during meetings of the Governance, Personnel, and Ethics Committee and recommend that one matter discussed in executive session during the May 1, 2014, meeting be made available to the public.

Dr. Kies said this portion concerns the discussion of the release of minutes, and she and Mr. Bearrows recommend that all other matters continue to be sequestered. Mr.

Bearrows and Dr. Kies provided additional information about this process in response to

a question from Mr. Fitzgerald. There were no additional comments or concerns expressed regarding this recommendation.


On motion of Dr. Koritz, seconded by Ms. Cave, this recommendation was approved by the following vote: Aye, Mr. Fitzgerald, Dr. Koritz; No, none; Absent, Ms. Holmes.

(The student advisory vote was: Aye, Ms. Cave)

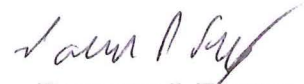
MEETING ADJOURNED

On motion of Ms. Cave, seconded by Dr. Koritz, the meeting adjourned at 1:52 p.m. There were no "nay" votes.

Respectfully submitted,



SUSAN M. KIES
Clerk



PATRICK J. FITZGERALD
Chair



EILEEN B. CABLE
Assistant Clerk