

JAN 17 2018

Aleda M. Williams
SECRETARY OF THE BOARD

MEETING OF THE GOVERNANCE, PERSONNEL, AND ETHICS COMMITTEE

OF THE BOARD OF TRUSTEES OF THE UNIVERSITY OF ILLINOIS

NOVEMBER 15, 2017

This meeting of the Governance, Personnel, and Ethics Committee of the Board of Trustees of the University of Illinois was held in Michèle M. Thompson Rooms B and C, UIC Student Center West, 828 South Wolcott Avenue, Chicago, Illinois, on Wednesday, November 15, 2017, beginning at 2:01 p.m.

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; Mr. Edward L. McMillan; Ms. Jill B. Smart; Mr. Trayshawn M. W. Mitchell, student trustee, Urbana; Ms. Karina Reyes, voting student trustee, Chicago; and Mr. Edwin Robles,¹ student trustee, Springfield. President Timothy L. Killeen was in attendance.

Also present were Dr. Barbara J. Wilson, executive vice president and vice president for academic affairs; Dr. Robert J. Jones, chancellor, University of Illinois at Urbana-Champaign, and vice president, University of Illinois; Dr. Michael D. Amiridis, chancellor, University of Illinois at Chicago, and vice president, University of Illinois; Dr. Susan J. Koch, chancellor, University of Illinois at Springfield, and vice president,

¹ Mr. Robles arrived at 2:06 p.m.

University of Illinois; Dr. Avijit Ghosh, interim comptroller (and vice president/chief financial officer); Dr. Edward Seidel, vice president for economic development and innovation; Mr. Thomas R. Bearrows, University counsel; Mr. Thomas P. Hardy, executive director for University relations; and Ms. Dedra M. Williams, secretary of the Board of Trustees and of the University. Attached is a listing of other staff members in attendance at this meeting.

Mr. Fitzgerald asked if there were any comments or questions regarding the minutes from the meeting that was held on September 6, 2017, and there were none. He requested a motion to approve the minutes, and on motion of Dr. Koritz, seconded by Ms. Smart, 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 NOVEMBER 16, 2017

Mr. Fitzgerald introduced the recommended items within the purview of this committee on the Board’s agenda at its meeting on November 16, 2017. All recommended items discussed at the meeting are on file with the clerk.

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

Mr. Fitzgerald asked Ms. Williams to comment on the recommended appointments to the faculty, administrative/professional staff, and intercollegiate athletic staff. Ms. Williams explained that the appointments recommended in this item are thoroughly reviewed at the

appropriate levels within the college, department, and unit, and she asked that members of the committee contact her with any questions. There were no comments or questions regarding this recommendation.

Appoint Interim Vice Chancellor for Research, Urbana

Mr. Fitzgerald then asked Dr. Jones to discuss the recommendation to appoint Dr. Susan A. Martinis, currently professor and head of biochemistry; Stephen G. Sligar Professor, School of Molecular and Cellular Biology; and departmental affiliate in chemistry, School of Chemical Sciences, College of Liberal Arts and Sciences, as interim vice chancellor for research at Urbana. Dr. Jones discussed Dr. Martinis's background, experience, and proposed salary. Mr. McMillan inquired about a long-term plan for the position, and Dr. Jones discussed the unique skillset needed for this role. Dr. Jones indicated that a search will be initiated after Dr. Martinis has served in this position for two years.

Appoint Directors, Prairieland Energy, Inc.

Next, Mr. Fitzgerald asked Mr. Michael B. Bass, senior associate vice president and deputy comptroller, to report on the recommendation to appoint directors to Prairieland Energy, Inc. Mr. Bass said that it is recommended that Dr. King serve as a Prairieland Energy, Inc., director and chair to replace former Board member Ms. Karen Hasara. He said it is also recommended that Dr. Ghosh serve as Prairieland Energy, Inc., director to

replace Mr. Walter K. Knorr, who recently retired. Mr. Bass told the committee that Dr. Ghosh is the designated treasurer for Prairieland Energy, Inc., according to the Prairieland Energy, Inc., bylaws, based on his University position as interim comptroller. Lastly, Mr. Bass said that it is recommended that he be reappointed as a Prairieland Energy, Inc., director and vice chair, and that Mr. Larry Altenbaumer be reappointed as an independent Prairieland Energy, Inc., director. Mr. Bass reported that the Board of Trustees would be meeting the following day as the sole member of Prairieland Energy, Inc.

PRESENTATIONS

Legislative Update

Next, Mr. Fitzgerald asked Ms. Jennifer M. Creasey, director of State relations, Office of Governmental Relations, to give a legislative update. Ms. Creasey told the committee that the fall veto session ended the previous week and that the next session begins in January. She reviewed issues that impact the University and referred to a higher education working group that has been established. Ms. Creasey discussed the need to be more proactive in providing education on the role of the University in the State. She said that advocating for University of Illinois Investment, Performance, and Accountability Commitment (IPAC) legislation will be a priority in 2018, and she commented on the impact this legislation would have on redefining the relationship between the University and the State. Ms. Creasey also referred to the University's role in shaping the economic

future of Illinois and in promoting economic development. Lastly, she commented on federal relations and work that is underway to communicate the impact of tax reform on higher education, and she said that they are working with Illinois Connections and others communicate the negative impact of these changes.

OLD BUSINESS

There was no business presented under this aegis.

NEW BUSINESS

Mr. Fitzgerald asked if there was any new business to discuss, and there was none. He announced that the next meeting of this committee is scheduled for January 17, 2018, at 2:00 p.m.

MOTION FOR EXECUTIVE SESSION

At 2:15 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. Smart, this motion was approved. There were no "nay" votes.

EXECUTIVE SESSION

Mr. Fitzgerald convened this executive session at 2:17 p.m. All committee members were present. Also in attendance were President Timothy L. Killeen; Mr. Thomas R. Bearrows, University counsel; and Ms. Dedra M. Williams, secretary of the Board of Trustees and of the University.

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

Ms. Williams 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. Ms. Williams 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 February 21, 2011; May 25, 2011; August 25, 2011; November 17, 2011; and May 10, 2017, be made available to the public. She discussed the contents of the minutes recommended for release and said that all other matters will continue to be sequestered. There were no additional comments or concerns expressed regarding this recommendation.

EXECUTIVE SESSION ADJOURNED

There being no further business, the executive session adjourned at 2:20 p.m.

AGENDA

At 2:20 p.m., the open session resumed. All committee members previously recorded as being present were in attendance. Mr. Fitzgerald stated that there was one agenda item requiring action by the committee, and Ms. Williams 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.

Items from September 2010 through May 2017 that have been heretofore unreleased are 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

February 21, 2011, Governance, Personnel, and Ethics Committee

Ms. Strobel welcomed Dr. Douglas Beck, professor of physics at Urbana, to the meeting and expressed great appreciation for his work as chair of the search advisory committee conducting a search for the vice president and chancellor of the University of Illinois at Urbana-Champaign. Dr. Beck said that the committee's goal is to recruit the best person in the country for the position, and he described the timeline for the search and listed the members of the search committee. He said that the search firm Isaacson, Miller has been engaged to assist the search committee in identifying prospects for this position, and that Ms. Jami Painter, director of employee relations and human resources for University administration, is servicing as staff to the committee. He said that a day and a half of scoping interviews and information gathering by the search firm were recently conducted, and stated that the white paper and position advertisement are both complete, noting that the preferred date for the full consideration of individuals who are nominated or who apply is April 15, 2011. He emphasized the importance of the white paper, and told the committee that many nominations from several sources have been gathered over the past two months. He then described the timeline for meeting with Isaacson, Miller to review

the potential candidates and to narrow the field, and said that at some point in the future, it may be helpful to have some trustees encourage a small number of potential candidates to seriously consider the position of vice president/chancellor at Urbana. Ms. Strobel expressed appreciation for the work of the search committee and leadership of Dr. Beck, and indicated that she and other trustees are willing to provide support as needed. With no other questions or comments, Dr. Beck concluded his comments to the committee and departed the meeting.

Next, President Hogan provided an update on identifying individuals to assume responsibilities for several positions at the University. He stated that at the next Board meeting on March 23, 2011, he would recommend the appointments of Dr. Joe G. N. "Skip" Garcia as vice president for health affairs and Dr. Lawrence B. Schook as vice president of research. He said that both Dr. Garcia and Dr. Schook are distinguished scholars, and stated that the response to the announcements on the campuses regarding their appointments has been positive. He said that the appointments of Ms. Maureen Parks as executive director of human resources, Mr. Steve Veazie as executive director of employee and labor relations, and Dr. Michael Hites as executive chief information officer will also appear on the agenda at the meeting, and he provided some background information about these individuals. He noted that these would all be promotions from within the University, and said that while this will address an issue with governance within the University, implementation involving assumption of all responsibilities will likely take another year.

President Hogan also updated the committee on the resignation of Dr. Joseph Flaherty, dean of the college of medicine at Chicago, and said that Vice President/Chancellor Paula Allen-Meares is currently working to appoint an interim dean, whose appointment will also appear on the agenda at the Board meeting on March 23, 2011. He then told the committee that Dr. Avijit Ghosh, who previously held the position of vice president for technology and economic development, will continue working on implementing the recommendations of the Administrative Review and Restructuring (ARR) report, a role that was previously filled by Dr. Stanley O. Ikenberry, President Emeritus. Lastly, the president provided an update on the search for a vice president and chancellor of the University of Illinois at Springfield, and said he may ask some trustees to meet with a small number of candidates for that position at a later date.

May 25, 2011, Governance, Personnel, and Ethics Committee

Ms. Strobel welcomed Dr. Beck to the meeting and asked him to provide an update from the search advisory committee conducting a search for the vice president and chancellor of the University of Illinois at Urbana-Champaign. Dr. Beck provided a brief overview of the work of the committee from December 2010 through the present and described the committee's composition. He stated that the search is being staffed by Ms. Jami Painter, director of employee relations and human resources for University administration, and said that the committee is also working with the search firm, Isaacson, Miller. He reported that there were over 100 applicants for this position, of which the committee pursued approximately four dozen. He said they engaged in more serious conversations

with twenty potential candidates, and have now selected ten for airport interviews. He provided some demographic and background information about these individuals, and he stated that the committee will select finalists to recommend to President Hogan after they conduct the interviews.

Dr. Beck said that he is pleased with the progress of the search, and indicated that he had hoped to receive more interest from candidates from underrepresented groups. He stated that he is unsure how many finalists the committee will select, noting that committee members plan to only select those that they can recommend wholeheartedly. President Hogan asked Dr. Beck to provide the names and current positions of the ten potential candidates, and Dr. Beck provided this information, with the exception of the name and position of one candidate who had expressed great concern about confidentiality. Some discussion followed, and Dr. Beck said the committee will provide a list of finalists to President Hogan shortly after the completion of the airport interviews. President Hogan stated that after interviewing the finalists, he would probably reduce the number to three or four ask some Board members to also meet with these individuals. Ms. Strobel expressed gratitude for the work of Dr. Beck and the committee, and Dr. Beck said he would pass her words of appreciation on to the other members of the committee.

August 25, 2011, Governance, Personnel, and Ethics Committee

Ms. Strobel asked President Hogan to provide an update on recent searches and recommendations for administrative appointments. President Hogan referred to the

recommended appointments for the vice president of the University of Illinois and chancellor at Urbana and the director of intercollegiate athletics, and said that he also planned to recommend to the Board the permanent appointment of Dr. Lawrence A. Schook as vice president for research, who is now service in that position on an interim basis. He provided an update on the search for the vice president for academic affairs and provided some information about the candidate who he expects to recommend for the position. Dr. Thompson mentioned the recommended appointment of the dean of the College of Applied Health Sciences at Chicago, and President Hogan stated that he is confident that this individual will succeed in the position. President Hogan then left the meeting.

Next, Ms. Strobel asked Dr. Thompson to summarize Board members' comments regarding the president's performance and his self evaluation report that were discussed in telephone calls made to trustees by members of the Governance, Personnel, and Ethics Committee. Committee members discussed these comments, the essence of which will be shared with the president at a later time.

November 17, 2011, Governance, Personnel, and Ethics Committee

Mr. Montgomery asked Dr. Thompson to provide some information about the items to be discussed in closed session. Dr. Thompson referred to the item that will appear on the Boards agenda at its meeting on December 2 regarding Dr. Robert A. Easter's recommended appointment as interim vice chancellor for research at Urbana, and stated that the salary is the maximum allowed as a retiree of the University of Illinois. She also

informed the committee that Board policy allows for the reappointment of retirees in urgent circumstances. President Hogan provided some comments regarding this recommended appointment and stated that he delayed initiating a search for a vice chancellor for research because he wanted the newly appointed Vice President/Chancellor Phyllis A. Wise to conduct the search for a permanent replacement. HE said that he expects that there will be a permanent placement in this position in early July.

Next, Mr. Montgomery asked President Hogan to comment on the search for the dean of the College of Medicine. President Hogan stated Dr. Dimitri Azar, who is currently serving as interim dean of the College of Medicine, is being recommended to serve in that role on a permanent basis. He discussed Dr. Azar's qualifications and reputation as a distinguished scholar, and he said that Vice President/Chancellor Allen Meares decided to recommend his appointment after great consultation. Committee members discussed the recommended appointment, and President Hogan stated that while his salary will be higher than the salary of the previous dean of the College of Medicine, the figure was derived from benchmarking comparable institutions. HE also stated that many other institutions are likely to have an interest in Dr. Azar.

There was no objection to bringing these items before the full Board.

May 10, 2017, Governance, Personnel, and Ethics Committee

Mr. Fitzgerald convened this executive session at 9:59 a.m. Dr. Timothy N. Koritz, Mr. Edward L. McMillan, Ms. Jill B. Smart, and Mr. Nathan C. Hoffman were present. Mr.

Fitzgerald attended via telephone. Also present were Mr. Collin T. Schumock; President Timothy L. Killeen; Mr. Thomas R. Bearrows, University counsel; and Ms. Dedra M. Williams, secretary of the Board of Trustees and of the University.

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

Ms. Williams 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. Ms. Williams 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 May 5, 2016, and November 9, 2016, 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. There were no additional comments or concerns expressed regarding this recommendation.

On motion of Mr. Mitchell, seconded by Ms. Reyes, this recommendation was approved by the following vote: Aye, Mr. Fitzgerald, Dr. Koritz, Mr. McMillan, Ms. Smart, Mr. Mitchell, Ms. Reyes, and Mr. Robles; No, none.

MEETING ADJOURNED

On motion of Ms. Smart, seconded by Ms. Reyes, the meeting adjourned at 2:21 p.m.

There were no "nay" votes.

Respectfully submitted,


DEDRA M. WILLIAMS
Clerk


PATRICK J. FITZGERALD
Chair


EILEEN B. CABLE
Assistant Clerk

