

MEETING OF THE GOVERNANCE, PERSONNEL, AND ETHICS COMMITTEE
OF THE BOARD OF TRUSTEES OF THE UNIVERSITY OF ILLINOIS

NOVEMBER 11, 2020

This meeting of the Governance, Personnel, and Ethics Committee of the Board of Trustees of the University of Illinois was held via teleconference¹ on Wednesday, November 11, 2020, beginning at 2:00 p.m.

Trustee Ricardo Estrada, chair of the committee, convened the meeting and asked the secretary to call the roll. The following members of the committee were present: Mr. Ricardo Estrada; Ms. Patricia Brown Holmes; Mr. Edward L. McMillan; Mr. Austin Verthein, student trustee, Springfield. Mr. Kareem Dale and Ms. Jill B. Smart were absent. Mr. Donald J. Edwards, chair of the Board of Trustees, attended the meeting. Ms. Naomi D. Jakobsson attended the meeting as a guest.

Also present were Mr. Lester H. McKeever Jr., treasurer; President Timothy L. Killeen; Dr. Barbara J. Wilson, executive vice president and vice president for academic affairs; Dr. Michael D. Amiridis, chancellor, University of Illinois at Chicago, and vice president, University of Illinois; Dr. Karen M. Whitney, interim chancellor, University of Illinois at Springfield, and vice president, University of Illinois; Dr. Avijit Ghosh, comptroller (and vice president/chief financial officer); Dr. Joseph T. Walsh Jr., interim vice president for economic development and innovation; Mr. Thomas

¹ Per Governor J. B. Pritzker's Executive Order 2020-59.

R. Bearrows, University counsel; Mr. Thomas P. Hardy, executive director for University relations; and Mr. Gregory J. Knott, secretary of the Board of Trustees and of the University. President Killeen introduced Ms. Sandra De Groote, professor and scholarly communications librarian, Chicago, and chair of the University Senates Conference Statutes and Governance Committee. Attached is a listing of other staff members and some members of the media in attendance at this meeting.

Mr. Estrada welcomed everyone to the meeting and asked if there were any comments or questions regarding the minutes from the meeting that was held on September 9, 2020, and there were none. Mr. Estrada requested a motion to approve the minutes, and on motion of Mr. McMillan, seconded by Mr. Verthein, the minutes were approved by the following vote:² Aye, Mr. Estrada, Ms. Holmes, Mr. McMillan, Mr. Verthein; No, none; Absent, Mr. Dale, Ms. Smart.

REVIEW OF RECOMMENDED BOARD ITEMS
FOR THE MEETING OF THE BOARD OF TRUSTEES
OF THE UNIVERSITY OF ILLINOIS ON NOVEMBER 12, 2020

Mr. Estrada introduced the recommended items within the purview of this committee on the Board's agenda at its meeting on November 12, 2020. All recommended items discussed at the meeting are on file with the secretary.

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

² Per 5 ILCS 120/7(e), all votes are conducted by roll call.

Mr. Estrada asked Mr. Knott to comment on the recommended appointments to the faculty, administrative/professional staff, and intercollegiate athletic staff. Mr. Knott explained that the appointments recommended in this item are thoroughly reviewed at the appropriate levels within the college, department, and unit, and he asked that members of the committee contact him with any questions.

Approve Proposed Amendments to the University of Illinois *Statutes* and
The General Rules Concerning University Organization and Procedure

Mr. Estrada asked Dr. Wilson to report on the recommendation to approve proposed amendments to the University of Illinois *Statutes* and *The General Rules Concerning University Organization and Procedure*. Dr. Wilson gave some background on the process, which began in 2012 at the request of the Board. She stated that the majority of the changes reflect the adoption of the system/university nomenclature as well as updates to the titles and roles of various system-level and university officials. Dr. Wilson said several other changes reflect updates to current procedures, particularly in the area of intellectual property, with a few substantive changes proposed in the areas of the nondiscrimination statement and academic freedom. She said it also clarifies that both the University Senates Conference (USC) and the president may initiate modifications to the *Statutes*. Dr. Wilson described extensive consultation and review with the USC, university senates, legal counsel, and the president. She thanked Ms. Holmes and Mr. McMillan for their review and contributions, and she also thanked the faculty, especially

Dr. Nicholas C. Burbules, Edward William and Jane Marr Gutgsell Professor,
Department of Education Policy, Organization and Leadership, College of Education,
Urbana, for their efforts.

Mr. Estrada expressed appreciation on behalf of the committee and Board for the work leading to the completion of these revisions. Mr. McMillan referred to the benefits resulting from the proposed changes and said he supports the recommendation for approval. President Killeen remarked that this has been a Herculean effort and wished Dr. Wilson congratulations on shepherding the process to completion. President Killeen noted that these proposed changes involved much work by the faculty senates. Mr. Estrada also thanked Dr. Wilson and commented that the process is an example of successful shared governance.

PRESENTATION

Legislative Update

Next, Mr. Estrada asked Ms. Jennifer M. Creasey, senior director of State relations, and Mr. Paul Weinberger, director of federal relations, to give a legislative update. Ms. Creasey reported on advocacy efforts and issues impacting the University system. She gave an update on State election results and the impact on higher education. Ms. Creasey said the fair tax proposal was opposed by voters, and she commented on the negative effect of this and the pandemic on the State budget. She highlighted an increase in UI Caucus members and the growth of Illinois Connection advocates, and she described

approaches to advocating for funding in light of the State's budget challenges. Mr. Weinberger then discussed recent advocacy events at the federal level and commented the impact of federal election results on higher education.

Mr. Verthein remarked on the impact of the failure to pass the fair tax, and he asked Ms. Creasey to comment on approaches to the next legislative session. Ms. Creasey said they are relaying the message that it is the right time to invest in the University and commented on the impact of research and the potential for the University to assist in developing solutions to many of the State's problems. President Killeen remarked on the University's role in solving the State's problems and communicating the need to invest in the future. Additional discussion followed, and Ms. Creasey gave examples of the University's contributions. She also described advantages of virtual meetings, stating that it makes it possible to bring the right people together.

Mr. Estrada thanked Ms. Creasey and Mr. Weinberger for the report.

OLD BUSINESS

There was no business presented under this aegis.

NEW BUSINESS

Mr. Estrada asked if there was any new business to discuss, and there was none. He announced that the next meeting of the Governance, Personnel, and Ethics Committee is scheduled for January 20, 2021, at 2:00 p.m. at a location to be determined.

MOTION FOR EXECUTIVE SESSION

At 2:28 p.m., Mr. Estrada stated: “A motion is now in order to hold an executive session to consider the discussion of minutes of meetings lawfully closed under the Open Meetings Act.”

On motion of Ms. Holmes, seconded by Mr. McMillan, this motion was approved by the following vote: Aye, Mr. Estrada, Ms. Holmes, Mr. McMillan, Mr. Verthein; No, none; Absent, Mr. Dale, Ms. Smart.

EXECUTIVE SESSION

Mr. Estrada convened this executive session at 2:30 p.m. All committee members were present except Mr. Dale and Ms. Smart. Mr. Donald J. Edwards, chair of the Board, was in attendance. Ms. Naomi D. Jakobsson attended as a guest. Also present were President Timothy L. Killeen; Dr. Barbara J. Wilson, executive vice president and vice president for academic affairs; Mr. Thomas R. Bearrows, University counsel; Mr. Thomas P. Hardy, executive director for University relations; and Mr. Gregory J. Knott, secretary of the Board of Trustees and of the University.

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

Mr. Estrada asked Mr. Knott to discuss the recommendation regarding the disclosure of minutes of executive sessions of the Governance, Personnel, and Ethics Committee held

September 2010 through November 2019. Mr. Knott outlined the requirement within the Open Meetings Act for public bodies to review minutes, at least twice annually, for purposes of protection of public interest and in the interest of protection of any individual, and to consider whether a need for these materials to be held from release continues. He stated that he has undertaken this review in conjunction with Mr. Bearrows and recommends the release of minutes from November 13, 2019, which state the discussion of review at that time. Mr. Bearrows commented briefly on considerations used in performing the review and the types of topics discussed during executive sessions of this committee. No other minutes were proposed for release at this time.

EXECUTIVE SESSION ADJOURNED

The executive session adjourned at 2:31 p.m.

REGULAR MEETING RESUMES

The meeting resumed at 2:32 p.m., with all committee members recorded as being present at the start of the meeting in attendance. Mr. Estrada stated that there was one agenda item requiring action by the committee, and Mr. Knott 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. Pursuant to the Act, “[m]inutes of meetings closed to the public shall be available only after the public body determines that it is no longer necessary to protect the public interest or the privacy of an individual by keeping them confidential....” [5 ILCS 120/2.06(f)].

An item from September 2010 through November 2019 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

November 13, 2019, Governance, Personnel, and Ethics Committee

Mr. Estrada convened this executive session at 2:37 p.m. All committee members were present. Also present were President Timothy L. Killeen; Mr. Thomas R. Bearrows, University counsel; Ms. Dedra M. Williams, secretary of the Board of Trustees and of the University; and Dr. Barbara J. Wilson, executive vice president and vice president for academic affairs.

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

Mr. Estrada asked Ms. Williams to discuss the recommendation regarding the disclosure of minutes of executive sessions of the Governance, Personnel, and Ethics Committee held September 2010 through July 2019. Ms. Williams outlined the requirement within the Open Meetings Act for public bodies to review minutes, at least twice annually, for purposes of protection of public interest and in the interest of protection of any individual, and to consider whether a need for these materials to be held from release continues. She stated that she has undertaken this review in conjunction with Mr. Bearrows and recommend the release of minutes from May 15, 2019, which state the discussion of review at that time. No other minutes were proposed for release at this time.

Mr. Estrada then asked for the doors to be opened.

On motion of Ms. Holmes, seconded by Mr. Verthein, this recommendation was approved by the following vote: Aye, Mr. Estrada, Ms. Holmes, Mr. McMillan, Mr. Verthein; No, none; Absent, Mr. Dale, Ms. Smart.

MEETING ADJOURNED

On motion of Ms. Holmes, seconded by Mr. McMillan, the meeting adjourned at 2:34 p.m. by the following vote: Aye, Mr. Estrada, Ms. Holmes, Mr. McMillan, Mr. Verthein; No, none; Absent, Mr. Dale, Ms. Smart.

Respectfully submitted,

GREGORY J. KNOTT
Secretary

RICARDO ESTRADA
Chair

EILEEN B. CABLE
Special Assistant to the Secretary