

Approved by the Board of Trustees  
March 11, 2021

Board Meeting  
March 11, 2021

APPOINT MEMBERS TO THE BOARD OF MANAGERS OF ILLINOIS VENTURES,  
LLC

**Action:** Appoint Members to the Board of Managers of Illinois VENTURES, LLC

**Funding:** No New Funding Required

At its meeting on April 13, 2000, the Board of Trustees of the University of Illinois (“Board of Trustees”) authorized the formation of Illinois VENTURES, LLC (“VENTURES” or “Company”) as a University Related Organization to promote the development of new companies commercializing technologies developed at the University and to assist companies in obtaining seed and venture capital funding, recruiting management talent, developing business plans, and acquiring other business services as needed. VENTURES is a limited liability company governed by an Amended and Restated Operating Agreement, revised March 15, 2012 (“Operating Agreement”). The VENTURES Board of Managers is responsible for the management and control of the business, affairs, and properties of the Company. Under the terms of the Operating Agreement, the Board of Managers shall consist of such number of individuals and with such qualifications, and may include voting and non-voting Managers, as may be determined from time to time by resolution adopted by the Board of Trustees as the “sole member” of VENTURES. A majority of the voting Managers shall be business and

industry leaders, and said leaders shall not include any employee of (or person financially dependent upon) the University of Illinois, the State of Illinois, or any agency thereof, or any member of the immediate family of such person. The Operating Agreement does not require the Board of Trustees to designate a Trustee to serve as a member of the Board of Managers, but the Board of Trustees has traditionally appointed a Trustee to serve as a Manager. Various University of Illinois System employees serve as *ex officio* non-voting members of the Board of Managers. Subject to these conditions, the Managers shall be appointed, and may be removed at any time, by resolution adopted by the Board of Trustees.

The Interim Vice President for Economic Development and Innovation, who is responsible for coordination and oversight of interactions between the University of Illinois System and VENTURES, recommends that the Board of Trustees confirm the following changes to the Board of Managers:

- 1) Approve Edward L. McMillan as a business and industry member of the Board of Managers. Mr. McMillan has served as the Board of Trustees representative on the Board of Managers for over a decade;
- 2) Approve Sara Phalen as a member of the Board of Managers to serve as a representative of the Board of Trustees;
- 3) Approve Deborah Paul as a member of the Board of Managers. Dr. Paul is a Governing Director on the University of Illinois Foundation Board of Directors. Dr. Paul worked for Abbott Laboratories for over three decades as a biochemist and director of business development and licensing;
- 4) Approve Jay Walsh as a non-voting member of the Board of Managers in his capacity as the Interim Vice President for Economic Development and Innovation; and

- 5) Update the titles of the Vice Chancellor for Research and Innovation at the University of Illinois Urbana-Champaign Dr. Susan Martinis and the Vice Chancellor for Research at the University of Illinois Chicago Dr. Joanna Groden.

Based on these recommendations from the Interim Vice President for Economic Development and Innovation and following consultation with the Office of University Counsel, the President now recommends that twelve managers of the Company be confirmed as voting members of the Board of Managers: one Board of Trustees representative (Sara Phalen); seven business and industry leaders (Edward L. McMillan, Deborah Paul, Guy Padbury, Dennis Hesch, Michael Liang, Michael Tokarz, and Anthony G. DiTommaso); the Vice Chancellor for Research at the University of Illinois Chicago (Joanna Groden) (*ex officio*) and the Vice Chancellor for Research and Innovation at the University of Illinois Urbana-Champaign (Susan Martinis) (*ex officio*); the Director of the Office of Technology Management at the University of Illinois Urbana-Champaign (Nathan Hoffmann) (*ex officio*); and the Director of the Office of Technology Management at the University of Illinois Chicago (Suseelan Pookote) (*ex officio*). In addition, it is recommended that five managers of the Company be confirmed as non-voting *ex officio* members: the Interim Vice President for Economic Development and Innovation (Jay Walsh); the Vice President/Chief Financial Officer and Comptroller (Avijit Ghosh); the University Counsel (Thomas R. Bearrows); the Senior Associate Vice President for Business and Finance (Michael B. Bass); and the VENTURES CEO/Managing Director (Nancy A. Sullivan).

The Board 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.