

MEETING OF THE BOARD OF TRUSTEES
AS THE SOLE MEMBER OF
WOLCOTT, WOOD AND TAYLOR, INC.

March 6, 2014

This meeting of the Board of Trustees of the University of Illinois as the sole member of Wolcott, Wood and Taylor, Inc., was held in Illini Rooms B and C, Illini Union, 1401 West Green Street, Urbana campus, Urbana, Illinois, on Thursday, March 6, 2014, beginning at 10:04 a.m.

Mr. Christopher G. Kennedy convened the meeting and asked the secretary to call the roll. The following members of the Board were present: Mr. Ricardo Estrada, Mr. Patrick J. Fitzgerald, Ms. Karen Hasara, Ms. Patricia Brown Holmes, Mr. Christopher G. Kennedy, Dr. Timothy N. Koritz, Mr. Edward L. McMillan, Mr. James D. Montgomery, Ms. Pamela B. Strobel. Governor Pat Quinn was absent. Mr. Michael A. Cunningham, voting student trustee from the Urbana campus, was present. The following nonvoting student trustees were present: Ms. Danielle M. Leibowitz, Chicago campus; Mr. Jamaal E. Hollins, Springfield campus. Also present were President Robert A. Easter; Mr. Lester H. McKeever, Jr., treasurer; Mr. Thomas R. Bearrows, University counsel; Dr. Susan M. Kies, secretary of the Board and of the University.

Mr. Kennedy asked the secretary to read the titles of the items on the agenda to be considered. Dr. Kies read: “Approve Appointments to the Board of Directors of Wolcott, Wood and Taylor, Inc.”

By consensus, the Board agreed that one voice vote would be taken.

(The record of the Board action appears at the end of the item.)

Approve Appointments to the Board of Directors of Wolcott, Wood and Taylor, Inc.

(1) Pursuant to Article II, Section 2.2(b) and Article III, Section 3.2 of the Bylaws of Wolcott, Wood and Taylor, Inc. (“WWT”), the Board of Trustees of the University of Illinois, as the sole member of WWT, has the authority to approve the appointment to the WWT Board of up to five individuals selected by the Interim Vice President for Health Affairs (the “VPHA”), at least one of whom shall be a person with financial expertise, elected annually by the sole member.

The WWT Bylaws require that the WWT Board consist of no less than seven individuals and no more than nine individuals. There are currently seven individuals serving on the WWT Board, including three individuals selected by the VPHA:

- Dimitri Azar, M.D., Dean of the College of Medicine and Chair of the WWT Board (*ex officio*);
- Jerry L. Bauman, PharmD, Interim Vice President for Health Affairs (*ex officio*);
- Lon Kaufman, Ph.D., Vice Chancellor for Academic Affairs and Provost (designee of the Chancellor/Vice President of the Chicago Campus of the University);

- Fady T. Charbel, M.D., Clinical Department Head and Chief of Service for Neurosurgery (selected by the Executive Committee of the MSP and elected by the sole member for a two-year term effective December 2, 2013);
- Bryan Neil Becker, M.D., Associate Vice President for Hospital Operations (selected by the VPHA and elected by the sole member for a one-year term effective September 12, 2013);
- Avijit Ghosh, Ph.D., Professor at the College of Business at Urbana-Champaign and Senior Advisor to the President (person with *financial expertise* selected by the VPHA and elected by the sole member for a one-year term effective September 12, 2013); and,
- Robert Winn, M.D., Associate Vice President for Community Based Practice (selected by the VPHA and elected by the sole member for a one-year term effective November 14, 2013).

Due to the resignation of Jaewon Ryu, M.D., J.D., the VPHA recommends Jeff Rooney, Interim Chief Financial Officer, University of Illinois Hospital, to be elected by the sole member to the WWT Board for a one-year term, effective immediately. Additionally, the VPHA recommends Patrick Tranmer, M.D., to be elected by the sole member to the WWT Board for a one-year term, effective immediately.

Brief biographical information of Mr. Rooney and Dr. Tranmer is attached (on file with the secretary).

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 The Board of Trustees policies and directives.

On motion of Dr. Koritz, seconded by Mr. Estrada, these appointments were approved.

MOTION TO ADJOURN MEETING

On motion of Mr. Estrada, seconded by Ms. Holmes, the meeting adjourned at 10:06 a.m.

There were no “nay” votes.