

MEETING OF THE BOARD OF TRUSTEES

AS THE SOLE MEMBER OF

SHIELD T3, LLC

September 10, 2020

This meeting of the Board of Trustees of the University of Illinois as the sole member of Shield T3, LLC was held via teleconference<sup>1</sup> on Thursday, September 10, 2020, beginning at 8:06 a.m.

Chair Donald J. Edwards called the meeting to order asked the secretary to call the roll. The following members of the Board were present: Mr. Ramón Cepeda, Mr. Kareem Dale, Mr. Donald J. Edwards, Mr. Ricardo Estrada, Ms. Patricia Brown Holmes, Ms. Naomi D. Jakobsson, Dr. Stuart C. King, Mr. Edward L. McMillan, Ms. Jill B. Smart. Governor J. B. Pritzker was absent. Ms. Jocelyn Bravo, voting student trustee, Chicago, was present. The following nonvoting student trustees were in attendance: Mr. Ali Mirza, student trustee, Urbana, and Mr. Austin Verthein, student trustee, Springfield. President Timothy L. Killeen was present.

Also present were the officers of the Board: Mr. Lester H. McKeever Jr., treasurer; Dr. Avijit Ghosh, comptroller (and vice president/chief financial officer); Mr. Thomas R. Bearrows, University counsel; and Mr. Gregory J. Knott, secretary of the Board of Trustees and of the University.

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<sup>1</sup> Per Governor J. B. Pritzker's Executive Order 2020-52.

Mr. Edwards asked the secretary to read the titles of the items on the agenda to be considered. By consensus, the Board agreed that one roll call vote<sup>2</sup> would be taken.

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

Modify Shield T3, LLC Board of Managers  
by Increasing Size of Board and Appointing New Members

(1) On August 10, 2020, the Board of Trustees (“UI Board”) Executive Committee established a University-Related Organization (“URO”) known as “Shield T3, LLC” to facilitate the adoption and use of targeting, testing, tracing and related procedures regarding COVID-19 developed by researchers at the University of Illinois Urbana-Champaign. The UI Board is the sole member of Shield T3, LLC and appointed a board of managers to oversee Shield T3, LLC operations. The Shield T3, LLC Board of Managers, as created, consists of nine voting members duly appointed by the UI Board. At its August 10, 2020, meeting, the UI Board Executive Committee approved the appointment of eight voting members of the Shield T3, LLC Board of Managers, with one vacancy remaining unfilled.

The UI Board, as sole member of Shield T3, LLC, now wishes to increase the size of the board of managers to include two additional members at-large to be nominated by the president of the University of Illinois system, increasing the total

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

number of voting members to 11. The UI Board also wishes to fill all vacancies on the Board of Managers with the following appointments:

- Ricardo Estrada
- Steven L. Miller
- Dea Meyer

The UI Board delegates to the comptroller the authority to take any actions as may be necessary to carry out the directions set forth herein, including the amendment and execution of appropriate governing documents related to Shield T3, LLC.

The 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.

On motion of Ms. Smart, seconded by Ms. Jakobsson, this recommendation was approved by the following vote: Aye, Ms. Bravo, Mr. Cepeda, Mr. Dale, Mr. Edwards, Mr. Estrada, Ms. Holmes, Ms. Jakobsson, Dr. King, Mr. McMillan, Ms. Smart; No, none; Absent, Governor Pritzker.

(The student advisory vote was: Aye, Mr. Mirza, Mr. Verthein)

#### MOTION TO ADJOURN MEETING

On motion of Ms. Smart, seconded by Ms. Jakobsson, the meeting adjourned at 8:11 a.m. by the following vote: Aye, Ms. Bravo, Mr. Cepeda, Mr. Dale, Mr. Edwards, Mr.

Estrada, Ms. Holmes, Ms. Jakobsson, Dr. King, Mr. McMillan, Ms. Smart; No, none;  
Absent, Governor Pritzker.

(The student advisory vote was: Aye, Mr. Mirza, Mr. Verthein)