

APPROVED

JUL 15 2011

*Michelle M. Thompson*

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

June 14, 2011

This meeting of the Governance, Personnel, and Ethics Committee was held on Tuesday, June 14, 2011, beginning at 3:35 p.m. via videoconference in Rooms 206 A and B, Chicago Student Center West, 828 South Wolcott Avenue, Chicago, Illinois; and the President's Conference Room, Room 364, Henry Administration Building, 506 South Wright Street, Urbana, Illinois; and Room 550, the Hatmaker Room, Public Affairs Center, One University Plaza, Springfield, Illinois. Trustee Strobel convened the meeting and asked the clerk to call the roll. The following committee members were present: Ms. Karen Hasara, Mr. James D. Montgomery, Mr. Daniel Soso (student trustee from the Urbana campus, and designated student trustee with official vote), and Ms. Pamela B. Strobel.

Also present were President Michael J. Hogan; Dr. Jerry Bauman, interim provost, Chicago; Mr. Thomas R. Bearrows, University counsel; Mr. Thomas P. Hardy, executive director for Univeristy Relations; and Dr. Lisa L. Troyer, chief of staff to the president.

Ms. Strobel welcomed committee members and thanked them for agreeing to meet. She then stated that the first item on the agenda was to consider approval of the minutes of the meeting held on May 25, 2011. On motion of Ms. Hasara, seconded by Mr. Montgomery, the minutes were approved unanimously.

REVIEW OF RECOMMENDATION FROM THE HOSPITAL COMMITTEE

Ms. Strobel reported to the committee that the Hospital Committee was recommending that the name of that committee be changed to University Healthcare System Committee, to reflect the scope of issues considered by that committee. She indicated that this recommendation was reached by the Hospital Committee as a consensus with no disagreement. Ms. Strobel asked Dr. Thompson to comment further. Dr. Thompson explained to the committee that the standing committees of the Board of Trustees are listed, along with a charger for each committee in the *and Bylaws of the Board of Trustees* and that changing the name of a committee would require action by the Board as a whole to amend the *Bylaws*. She also stated that the *Bylaws* require that any proposal to amend that document must be circulated to the entire Board at least 30 days in advance of the Board meeting at which a recommendation to amend the document might be made. Therefore, in order to change the committee name and make necessary changes to the charter of the committee, the proposed changes must be circulated to the Board as a whole very soon in order for action to be taken at the next Board meeting, scheduled for July 21, 2011. There was no disagreement with the proposal and Dr. Thompson stated that as secretary of the Board of trustees she would proceed to circulate this proposal.

#### CONSIDERATION OF PROPOSAL TO AMEND THE BYLAWS OF THE BOARD OF TRUSTEES

Ms. Strobel stated that a proposal had been made to change the time required for Board review of proposed amendments to the *Bylaw*, from 30 days to 15 days, and she asked Dr. Thompson to comment. Dr. Thompson said that the requirement that at least 30 days be provided for review of amendments to the *Bylaws* seemed excessive in most cases and that a minimum of 15 days seemed more reasonable. She indicated that this would be a minimum and that the Board could always provide more time for review of amendments. Inasmuch as the committee concurred

with this proposal and there was no member in disagreement, Mr. Bearrows suggested that the proposal to amend the *Bylaws* thusly be circulated to the Board along with the other propoes amendment discussed above. There was no disagreement with this; therefore, Dr. Thompson indicated that she would circulate the two proposed amendments to the entire Board for review prior to the next Board meeting.

OLD BUSINESS  
DISCUSSION OF PLANS FOR BOARD RETREAT, JULY 20, 2100

Ms. Strobel presented the draft agenda for the Board of Trustees retreat, July 20, 2011, and asked for discussion of this. The committee members discussed the topics suggested and the time allocations. They suggested minor changes regarding time allotted to various subjects and had no disagreeemnt with the plan in general. Ms. Strobel stated that it would be important for the chancellors to stress the linkages among the campuses that are being strengthened.

President Hogan told the committee that the report by interim vice president Garcia at the retreat on the health affairs organization would be quite different from the discussion about the needs of the hospital and clinics presented at the Board retreat in July 2010. He noted that the proposal for new facilities had been revised to a more modest proposal.

President Hogan commented that the subjects to be discussed at the Board retreat would lead to planning by the chancellors of a new strategic plan. He added that the current preparations for a Dashboard report by Dr. Avijit Ghosh and Dr. W. Randall Kangas and the staff in the Planning and Budget office would also provide a basis for analysis for a new strategic plan.

NEW BUSINESS  
ESTABLISHING A DATE FOR THE NEXT MEETING OF THE COMMITTEE

Ms. Strobel informed the committee members that they would be informed of the date of the

next committee meeting, which might be prior to the next Board meeting in the event that there are agenda items for that Board meeting that is pertinent to this committee. She said that if there are such agenda items then the committee would meet to review those before the Board meeting on July 21, 2011.

#### MOTION FOR EXECUTIVE SESSION

Ms. Strobel stated that a motion was in order to discuss University employment or appointment related matters. On motion of Mr. Montgomery, seconded by Ms. Hasara, this was approved. There were no nay votes.

#### EXECUTIVE SESSION *Candidates for Chancellor Urbana*



EXECUTIVE SESSION ADJOURNED

There being no further business, the executive session adjourned.

MEETING ADJOURNED

When the committee meeting resumed in regular session, Ms. Strobel requested a motion to adjourn. On motion of Mr. Montgomery, seconded by Mr. Soso, the meeting adjourned at 4:33 p.m.

Respectfully submitted,

Michele M. Thompson  
*Clerk*

Pamela B. Strobel  
*Chair*