

APPROVED BY THE  
COMMITTEE

JAN 07 2016

*Goran W.K.*

SECRETARY OF THE BOARD

MEETING OF THE GOVERNANCE, PERSONNEL, AND ETHICS COMMITTEE

OF THE BOARD OF TRUSTEES OF THE UNIVERSITY OF ILLINOIS

OCTOBER 29, 2015

This meeting of the Governance, Personnel, and Ethics Committee of the Board of Trustees of the University of Illinois was held in Room 270, College of Pharmacy, 833 South Wood Street, Chicago campus, Chicago, Illinois, on Thursday, October 29, 2015, beginning at 1:00 p.m. Attendance via videoconference was also available in Room 1030, National Center for Supercomputing Applications, 1205 West Clark Street, Urbana campus, Urbana, Illinois; the Hatmaker Room, Room 550, Public Affairs Center, One University Plaza, Springfield campus, Springfield, Illinois; and Dean's Conference Room, 1601 Parkview Avenue, College of Medicine, Rockford, Illinois.

Trustee Patrick J. Fitzgerald, chair of the committee, convened the meeting and asked the clerk to call the roll. The following members of the committee were present: Mr. Patrick J. Fitzgerald, Ms. Patricia Brown Holmes, Dr. Timothy N. Koritz. President Timothy L. Killeen was present.

Also present were Dr. Barbara J. Wilson, interim chancellor, Urbana campus, and vice president, University of Illinois; Dr. Michael D. Amiridis, chancellor, Chicago campus, and vice president, University of Illinois; Dr. Christophe Pierre, vice president for academic affairs; Mr. Walter K. Knorr, comptroller (and vice

president/chief financial officer); Mr. Thomas R. Bearrows, University counsel; and Dr. Susan M. Kies, secretary of the Board of Trustees and of the University. Attached is a listing of other staff members in attendance at this meeting, as well as some members of the media.

Mr. Fitzgerald asked if there were any comments or questions regarding the minutes from the meeting that was held on August 27, 2015, and there were none. He requested a motion to approve the minutes, and on motion of Ms. Holmes, seconded by Dr. Koritz, the minutes were approved. There were no “nay” votes.

REVIEW OF RECOMMENDED BOARD ITEMS  
FOR THE MEETING OF THE BOARD OF TRUSTEES  
OF THE UNIVERSITY OF ILLINOIS ON NOVEMBER 12, 2015

Mr. Fitzgerald introduced the recommended items within the purview of this committee on the Board’s agenda at its meeting on November 12, 2015. All recommended items discussed at the meeting are on file with the clerk.

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

Mr. Fitzgerald asked Dr. Kies to comment on the recommended appointments to the faculty, administrative/professional staff, and intercollegiate athletic staff. Dr. Kies explained that the appointments recommended in this item are thoroughly reviewed at the appropriate levels within the college, department, or unit, and she asked that members of

the committee contact her with any questions. There were no comments or questions regarding this recommendation.

Discuss Recommendation to Disclose Certain Minutes of Executive Sessions  
Pursuant to Open Meetings Act

Mr. Fitzgerald asked Dr. Kies to discuss the recommendation to disclose certain minutes of executive sessions pursuant to the Open Meetings Act. Dr. Kies stated that this pertains to the Open Meetings Act requirement that sequestered minutes be reviewed every six months to determine if the need for confidentiality still exists, and she said that this recommendation will be discussed in executive session later in the meeting.

Amend President's Appointment to Eliminate Deferred Compensation Component

Next, Mr. Fitzgerald asked Mr. Bearrows to provide information on the recommendation to amend the president's appointment to eliminate the deferred compensation component. Mr. Bearrows stated that President Killeen's employment agreement contains a deferred compensation component totaling \$225,000 upon completion of a five-year term. Mr. Bearrows said that President Killeen requested to eliminate this deferred compensation component. Mr. Bearrows and members of the committee commented that this is an honorable and commendable request.

### Amend Chicago Campus Chancellor's Appointment to Revise Housing Component

Next, President Killeen discussed the recommendation to amend the Chicago campus chancellor's appointment to revise the housing component and explained that the original item assumed the chancellor would not be living in the Jonasson House. President Killeen told the committee that the chancellor has been residing there for the past six months and that it is beneficial for both the chancellor and the University for the chancellor to continue to reside there. President Killeen said that this recommendation would revise the chancellor's appointment to require the chancellor to continue living in the Jonasson House and that the University would not provide a separate housing allowance to the chancellor.

### Appoint Vice Chancellor for Health Affairs, Chicago

Dr. Amiridis stated that this recommendation is not ready to be discussed at this time.

### Appoint Member to the Athletic Board, Urbana

Mr. Fitzgerald then asked Dr. Wilson to discuss the recommendation to appoint a member to the Athletic Board at Urbana. Dr. Wilson said that Professor James D. Anderson in the Department of Education Policy, Organization and Leadership is being proposed for the vacant faculty appointment to the Athletic Board, noting that he has served in this role in the past.

## Appoint Members to the Board of Managers of IllinoisVENTURES, LLC

President Killeen provided information on the recommendation to appoint members to the board of managers of IllinoisVENTURES, LLC. He discussed the composition of the board and listed its proposed members.

## Appoint Interim Dean, College of Public Affairs and Administration, Springfield

Dr. Lynn Pardie, vice chancellor and provost, Springfield, reported on the recommendation to appoint Dr. James W. Ermatinger, currently dean of the College of Liberal Arts and Sciences and professor of history at Springfield, as interim dean at the College of Public Affairs and Administration at Springfield. Dr. Pardie discussed Dr. Ermatinger's background and said he will serve as interim dean of the College of Public Affairs and Administration until a national search is complete.

There were no objections to the items listed above going forward to the full Board for voting.

## PRESENTATIONS

### Discussion Regarding Contacting Trustees

President Killeen referred to requests for access to trustees and proposed planning small group meetings, tours, and other informal gatherings that would give trustees opportunities to learn more about aspects of each campus and interact with faculty

members. He gave some examples of these and said that they would comply with Open Meetings Act requirements. Committee members spoke in favor of President Killeen's suggestion and said that these gatherings would be helpful.

#### Legislative Update

Mr. Fitzgerald asked Ms. Jennifer M. Creasey, assistant director of governmental relations, to give a legislative update. Ms. Creasey referred to the State budget impasse and the University's advocacy efforts. She reported on a crisis advocacy initiative and discussed advocacy efforts in support of higher education funding, including a letter that was signed by President Killeen and the presidents of several State universities. Ms. Creasey referred to the work of the University of Illinois Alumni Association's Illinois Connections advocacy program. She stated that the University is leading advocacy efforts on behalf of higher education in the State and that momentum is strong.

#### OLD BUSINESS

There was no business presented under this aegis.

#### NEW BUSINESS

Mr. Fitzgerald announced that the next meeting is scheduled for Thursday, January 7, 2016, at 1:00 p.m.

## MOTION FOR EXECUTIVE SESSION

At 1:31 p.m., Mr. Fitzgerald stated that a motion was in order to convene an executive session to consider the discussion of minutes of meetings lawfully closed under the Open Meetings Act. On motion of Dr. Koritz, seconded by Ms. Holmes, this motion was approved. There were no “nay” votes.

## EXECUTIVE SESSION

Mr. Fitzgerald convened this executive session at 1:34 p.m. Mr. Fitzgerald, Ms. Holmes, and Dr. Koritz were present. Also present were Mr. Thomas R. Bearrows, University counsel, and Dr. Susan M. Kies, secretary of the Board of Trustees and of the University.

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

Dr. Kies stated that the Open Meetings Act requires that minutes from business conducted under exceptions specified in the Act must, at least every six months, be reviewed to determine whether the need for confidentiality still exists with respect to each item considered under such exception. Dr. Kies reported that she and Mr. Bearrows reviewed all sequestered items considered in executive session during meetings of the Governance, Personnel, and Ethics Committee and recommend that a portion of the executive session from April 23, 2015, be made available to the public. She said that this portion of minutes was regarding the discussion of minutes of meetings lawfully closed

under the Open Meetings Act, and that all other matters will continue to be sequestered. Dr. Kies and Mr. Bearrows provided additional details regarding this recommendation and described reasons for releasing minutes and the rationale for keeping some sequestered. There were no additional comments or concerns expressed regarding this recommendation.

#### EXECUTIVE SESSION ADJOURNED

There being no further business, the executive session adjourned at 1:41 p.m.

#### AGENDA

At 1:42 p.m., the open session resumed. Mr. Fitzgerald stated that there was one agenda item requiring action by the committee, and Dr. Kies 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.

An item from September 2010 through July 2015 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**

#### **April 23, 2015, Governance, Personnel, and Ethics Committee**

Mr. Fitzgerald convened this executive session at 1:45 p.m. Mr. Fitzgerald, Dr. Koritz, and Ms. Cave were present. Also present were Mr. Thomas R. Bearrows, University counsel, and Dr. Susan M. Kies, secretary of the Board of Trustees and of the University.

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

Dr. Kies stated that the Open Meetings Act requires that minutes from business conducted under exceptions specified in the Act must, at least every six months, be

reviewed to determine whether the need for confidentiality still exists with respect to each item considered under such exception. Dr. Kies reported that she and Mr. Bearrows reviewed all sequestered items considered in executive session during meetings of the Governance, Personnel, and Ethics Committee and recommend that a portion of the executive sessions from October 30, 2014, be made available to the public. She said that this portion of minutes was regarding the discussion of minutes of meetings lawfully closed under the Open Meetings Act, and that all other matters will continue to be sequestered. Dr. Kies and Mr. Bearrows provided additional details regarding this recommendation, and there were no additional comments or concerns expressed regarding this recommendation.

On motion of Dr. Koritz, seconded by Ms. Holmes, this recommendation was approved by the following vote: Aye, Mr. Fitzgerald, Ms. Holmes, Dr. Koritz; No, none.

#### MEETING ADJOURNED

On motion of Ms. Holmes, seconded by Dr. Koritz, the meeting adjourned at 1:43 p.m. There were no “nay” votes.

Respectfully submitted,



SUSAN M. KIES  
*Clerk*



PATRICK J. FITZGERALD  
*Chair*



EILEEN B. CABLE  
*Assistant Clerk*

