

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

MAY 15, 2019

This meeting of the Governance, Personnel, and Ethics Committee of the Board of Trustees of the University of Illinois was held in Room 224, Student Union, 2251 Richard Wright Drive, Springfield, Illinois, on Wednesday, May 15, 2019, beginning at 2:02 p.m.

Trustee Ricardo Estrada, chair of the committee, convened the meeting and asked the secretary to call the roll. The following members of the committee were present: Mr. Kareem Dale; Mr. Ricardo Estrada; Ms. Patricia Brown Holmes; Mr. Edward L. McMillan; Mr. Trayshawn M. W. Mitchell,¹ student trustee, Urbana; and Mr. Darius M. Newsome, student trustee, Chicago. Ms. Jill B. Smart was absent. Ms. Naomi D. Jakobsson and Ms. Shaina Humphrey, voting student trustee, Springfield, attended the meeting as guests.

President Timothy L. Killeen was in attendance. Also present were Dr. Barbara J. Wilson, executive vice president and vice president for academic affairs; Dr. Robert J. Jones, chancellor, University of Illinois at Urbana-Champaign, and vice president, University of Illinois; Dr. Michael D. Amiridis, chancellor, University of Illinois at Chicago, and vice president, University of Illinois; Dr. Susan J. Koch,

¹ Mr. Mitchell arrived at 2:06 p.m.

chancellor, University of Illinois at Springfield, and vice president, University of Illinois; Dr. Avijit Ghosh, comptroller (and vice president/chief financial officer); Dr. Edward Seidel, vice president for economic development and innovation; Mr. Thomas R. Bearrows, University counsel; Ms. Dedra M. Williams, secretary of the Board of Trustees and of the University; and Mr. Thomas P. Hardy, executive director for University relations. Attached is a listing of other staff members in attendance at this meeting.

Mr. Estrada welcomed everyone to the meeting and thanked the trustees who are giving their time to serve as members of the committee. He then asked if there were any comments or questions regarding the minutes from the meeting that was held on March 13, 2019, and there were none. Mr. Estrada requested a motion to approve the minutes, and on motion of Mr. McMillan, seconded by Mr. Dale, 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 MAY 16, 2019

Mr. Estrada introduced the recommended items within the purview of this committee on the Board’s agenda at its meeting on May 16, 2019. All recommended items discussed at the meeting are on file with the secretary.

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

Mr. Estrada asked Ms. Williams to comment on the recommended appointments to the faculty, administrative/professional staff, and intercollegiate athletic staff. Ms. Williams explained that the appointments recommended in this item are thoroughly reviewed at the appropriate levels within the college, department, and unit, and she asked that members of the committee contact her with any questions.

Amend The General Rules Concerning University Organization and Procedure

Mr. Estrada asked Ms. Jami M. Painter, associate vice president and chief human resources officer, to discuss the recommendation to amend *The General Rules Concerning University Organization and Procedure*. Ms. Painter explained that this proposed change pertains to Article IV, Section 1, which concerns terms of employment of academic and administrative staff. She explained that academic appointments for postdoctoral research associates (post docs) are time-limited, usually around two years, and may not exceed five years. Ms. Painter explained that postdoctoral associates on a 12-month appointment accrue 24 vacation days each calendar year, which may roll over and accumulate to a maximum of 72 days, and that unused vacation leave, up to a maximum of 48 days, is paid to the separating post doc at the time of termination. She told the committee that the fringe termination rates that are intended to pay for terminal vacation payouts are insufficient to cover the vacation payouts for post docs. Ms. Painter said most peer institutions do not offer yearly vacation rollover or pay for unused vacation leave. She said the proposed amendment would change future post doc vacation

leave benefits from compensable to noncompensable. She said this was vetted across the University system and is consistent with other institutions in the Big Ten.

Committee members discussed practices at other institutions and asked if this could lower the University's competitiveness. Ms. Painter indicated it should not, noting that most post docs are not expecting the payout.

Amend "Services and Management Agreement" and "Operating Agreement" between the University and the University of Illinois Research Park, LLC, and Appoint Members to the University of Illinois Research Park Board of Managers

Mr. Estrada then asked Dr. Seidel to report on the recommendation to amend the "Services and Management Agreement" and "Operating Agreement" between the University and the University of Illinois Research Park, LLC, and appoint members to the board of managers. Dr. Seidel referred to the recent development of the Illinois Innovation Network and the Discovery Partners Institute and the relationship between these initiatives and the University of Illinois Research Park. He then asked President Killeen to comment. President Killeen said that this recommendation reflects the proposed move of the Research Park from the University of Illinois system to the University of Illinois at Urbana-Champaign, noting that this will still have Board oversight but would report through the Office of the Chancellor at Urbana. He said that the majority of faculty and staff at the Research Park are from the University of Illinois at Urbana-Champaign, and he referred to the development of an innovation ecosystem with the Illinois Innovation Network and the Discovery Partners Institute. Dr. Seidel

explained that the amended and restated services and management agreement reflects the change in reporting lines, and he added that the board of managers supports this change. Dr. Seidel asked Dr. Jones to comment, and Dr. Jones remarked on the importance of this transition, noting the tremendous success of the Research Park. He said it plays a critical role in the region and is an asset to the University. Dr. Jones commented on the goal to grow the impact of the Research Park and said he is excited about the opportunity. Dr. Seidel added that this recommendation comes as a result of extensive thought and consultation.

Mr. Estrada inquired about the hubs of the Illinois Innovation Network. Dr. Koch reported on Innovate Springfield and discussed increased membership and plans going forward. Dr. Amiridis discussed efforts to facilitate faculty and bring in capital at the University of Illinois at Chicago and referred to the development of West Loop Innovations, LLC, which aims to advance and commercialize intellectual property.

Dr. Seidel then provided information on the proposed members of the board of managers. Committee members discussed criteria for board members, including corporate expertise, a reputation for innovation, and diversity. Mr. McMillan noted the critical role of Fox/Atkins Development, LLC, who contributed to the Research Park's success.

Appoint Members to the Board of Managers of Illinois VENTURES, LLC

Dr. Seidel then discussed the recommendation to appoint members to the board of managers of Illinois VENTURES, LLC, and said this recommendation serves to reconfirm members of the board and add Mr. Guy Padbury as a new voting member. Dr. Seidel provided some information about Mr. Padbury's background and experience.

Transfer the Regional Economics Applications Laboratory from the
Institute of Government and Public Affairs, Urbana

Next, Mr. Estrada asked Dr. Andreas C. Cangellaris, vice chancellor for academic affairs and provost, Urbana, to discuss the recommendation to transfer the Regional Economics Applications Laboratory (REAL) from the Institute of Government and Public Affairs, Urbana. Dr. Cangellaris explained that REAL is a grant-funded laboratory focusing on the development and use of analytical models for urban and regional economic development, and that the transfer of REAL constitutes a good programmatic fit within the Department of Agricultural and Consumer Economics. He discussed the benefits and advantages of the proposed transfer.

Appoint Members to the Athletic Board, Urbana

Mr. Estrada then asked Dr. Jones to report on the recommendation to appoint members to the Athletic Board at Urbana. Dr. Jones described the role of the Athletic Board and said that Ms. Maureen Durack (alumna), Assistant Professor Neha Gothe (Applied Health Sciences), Ms. Julia Greuel (student), Clinical Assistant Professor Barry Houser (Fine

and Applied Arts), Mr. Christian Nielsen (student), and Mr. Caleb Reams (student) are being proposed for appointment.

There was no objection to the items listed above going forward to the full Board for voting.

PRESENTATIONS

Legislative Update

At 2:43 p.m., Mr. Estrada asked Ms. Jennifer M. Creasey, senior director of State relations, and Ms. Melissa S. Haas, associate director of federal relations, to give a legislative update. Ms. Creasey reported on State relations and described several State advocacy efforts and activities. She said that President Killeen, Dr. Wilson, and the three chancellors presented the system budget request to the Senate and House appropriation committees and noted that the Fiscal Year 2020 request reflects an increase from the current fiscal year but is below Fiscal Year 2015 funding in inflation-adjusted dollars. Ms. Creasey said the University hosted Lieutenant Governor Juliana Stratton in Urbana and Chicago to discuss student support programs for underrepresented minority students. Ms. Creasey reported on efforts to protect the University's mission as legislation is developed that could impact the University. She also discussed the importance of capital investment and described efforts to encourage support for capital funding, noting that there is a possibility that the State may pass a capital bill. Ms. Creasey said Illinois

Connection would be sending out a call to action to contact state legislators and ask them to support the University of Illinois.

Ms. Haas then gave a federal update and discussed funding of discretionary programs and Fiscal Year 2020 spending bills. She said the House Appropriations Committee approved an increase to the maximum Pell Grant award and funding to the National Institutes of Health. Ms. Haas gave an update on the reauthorization of the Higher Education Act and said bipartisan discussions are underway. She gave several examples of advocacy efforts on Capitol Hill and listed events in Washington, DC, and Illinois and said that much planning is underway for the summer and fall.

Mr. Estrada asked that future reports include the top three offensive and defensive areas with information about ways in which the Board can support the efforts of the Office of Governmental Relations. He asked Ms. Creasey to identify the next legislative priority, and Ms. Creasey referred to efforts to protect the University's mission.

OLD BUSINESS

There was no business presented under this aegis.

NEW BUSINESS

Mr. Estrada asked if there was any new business to discuss, and there was none. He announced that the next meeting of the Governance, Personnel, and Ethics Committee is scheduled for July 24, 2019, at 10:00 a.m.

MOTION FOR EXECUTIVE SESSION

At 2:39 p.m., Mr. Estrada requested a motion for an executive session to consider discussion of minutes of meetings lawfully closed under the Open Meetings Act. On motion of Ms. Holmes, seconded by Mr. Mitchell, this motion was approved. There were no “nay” votes.

EXECUTIVE SESSION

Mr. Estrada convened the executive session at 2:40 p.m. All committee members except Ms. Smart were present. The following were also in attendance: Ms. Shaina Humphrey, voting student trustee, Springfield; President Timothy L. Killeen; Mr. Thomas R. Bearrows, University counsel; and Ms. Dedra M. Williams, secretary of the Board of Trustees and of the University.

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

Mr. Estrada asked Ms. Williams to discuss the recommendation regarding the disclosure of minutes of executive sessions of the Governance, Personnel, and Ethics Committee held between September 2010 and November 2018. Ms. Williams outlined the

requirement within the Open Meetings Act for public bodies to review minutes, at least twice annually, for purposes of protection of public interest and in the interest of protection of any individual, and to consider whether a need for these materials to be held from release continues. She stated that she has undertaken this review in conjunction with Mr. Bearrows and recommend the release of minutes from November 14, 2018. Ms. Williams described the subject matter of these minutes and said that no other minutes are proposed for release at this time.

EXECUTIVE SESSION ADJOURNED

There being no further business, the executive session adjourned at 2:41 p.m.

AGENDA

At 2:41 p.m., the open session resumed. Mr. Estrada stated that there was one agenda item requiring action by the committee, and Ms. Williams 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 November 2018 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

November 14, 2018, Governance, Personnel, and Ethics Committee

Mr. Fitzgerald convened the executive session at 2:39 p.m. All committee members were present. The following were also in attendance: Dr. Stuart C. King; Ms. Shaina Humphrey, voting student trustee, Springfield; President Timothy L. Killeen; Mr. Thomas R. Bearrows, University counsel; Ms. Dedra M. Williams, secretary of the Board

of Trustees and of the University; Dr. Barbara J. Wilson, executive vice president and vice president for academic affairs.

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

Mr. Fitzgerald asked Ms. Williams to discuss the recommendation regarding the disclosure of minutes of executive sessions of the Governance, Personnel, and Ethics Committee held between September 2010 and May 2018. Ms. Williams outlined the requirement within the Open Meetings Act for public bodies to review minutes, at least twice annually, for purposes of protection of public interest and in the interest of protection of any individual, and to consider whether a need for these materials to be held from release continues. She stated that she has undertaken this review in conjunction with Mr. Bearrows and recommend the release of minutes from March 13, 2012, and November 15, 2017. She described the subject matter of these minutes and said that no other minutes are proposed for release at this time.

On motion of Ms. Holmes, seconded by Mr. Dale, this recommendation was approved by the following vote: Aye, Mr. Dale, Mr. Estrada, Ms. Holmes, Mr. McMillan, Mr. Mitchell, Mr. Newsome; Absent, Ms. Smart; No, none.

MEETING ADJOURNED

On motion of Mr. Dale, seconded by Ms. Holmes, the meeting adjourned at 2:42 p.m.

There were no “nay” votes.

Respectfully submitted,

DEDRA M. WILLIAMS
Secretary

RICARDO ESTRADA
Chair

EILEEN B. CABLE
Special Assistant to the Secretary