

**MINUTES  
OF THE BOARD OF TRUSTEES  
OF GOVERNORS STATE UNIVERSITY  
ANNUAL MEETING**

The annual meeting of the Board of Trustees of Governors State University (the “Board” and “GSU,” respectively), an Illinois body politic and corporate, was held in person and via videoconference communication at GSU’s University Park Campus in Engbretson Hall on August 5, 2022 at 9:00 a.m. The purpose of the meeting was to conduct the business described in the Agenda posted for public notice on August 3, 2022 before 8:00 a.m. in accordance with Section 120/2.02 of the Illinois Open Meetings Act. 5 ILCS 120/2.02. Before the meeting, each Trustee received a Board book with materials corresponding to action and discussion items, a copy of which is maintained with the Board records. Additional materials were distributed during the meeting.

**I. MEETING DETAILS**

Meeting Chair: Lisa Harrell, Board Chair

Minutes Recorded By: Therese King Nohos, General Counsel, on behalf of Jim Kvedaras, Board Secretary

**II. ATTENDEES**

Chair Harrell confirmed a quorum was present given the presence of the following six (6) Board members in attendance:

- Lisa Harrell, Chair
- Angela M. Sebastian, Vice Chair
- Jim Kvedaras, Secretary
- Kevin Brookins, Trustee
- Pedro Cevallos-Candau, Trustee
- Anibal Taboas, Trustee

President Cheryl Green, Ph.D., *ex-officio* Board member and chief executive officer of GSU, was present as were the following members of the President’s Cabinet:

- Joshua R. Allen, MPS, SHRM-SCP, Vice President of Human Resources
- Corey S. Bradford, Sr., Ph.D., Vice President Administration and Finance/ Board Treasurer
- Janelle A. Crowley, Ph.D., Chief of Staff, President's Office
- William A. Davis, MS, Vice President, Institutional Advancement, Marketing and Communications
- Paul McGuinness, MA, Vice President for Student Affairs and Enrollment Management
- Therese King Nohos, JD, Vice President, General Counsel/Board Chief Legal Counsel
- Beverly Schneller, Ph.D., Provost and Vice President for Academic Affairs

Finally, Dominick Demonica, AIA, NCARB, LLED of Demonica Kemper Architects was present, as were additional members of the GSU community and public. All above-named attendees appeared in person.

### **III. ABSENCES**

Trustee John Brudnak was absent, and the student trustee, who has yet to be seated to serve, also was absent.

### **IV. CALL TO ORDER**

**Meeting called to order by Chair Harrell at 9:01 am.**

### **V. CHAIR'S REMARKS**

Chair Harrell welcomed all in attendance, including those who have joined the University in the past year. She recognized shared governance leaders, Marquis Parks, President of the Student Senate, Brave Fung, President of the Civil Service Senate, Marlon Cummings, President of the Faculty Senate, and Mike Hart, President of the UPI chapter at GSU.

Chair Harrell announced that she will step down from the Board in January as she has become a GSU student, although the Board has confirmed with the Illinois Board of Higher Education that enrollment as a student does not preclude her continued service.

## VI. PUBLIC COMMENT

No public comment was made.

## VII. CONSENT AGENDA

Chair Harrell asked for a motion to approve the consent agenda. Trustee Kvedaras moved to approve the consent agenda. Trustee Cevallos-Candau seconded the motion. Upon a roll call vote, the Trustees **unanimously approved the consent agenda** without any motions to amend, change, or otherwise alter the items, thereby approving the:

- **June 10, 2022 Board Meeting Minutes**; and
- the **Agenda** for today's meeting.

## VII. PRESIDENT'S REPORT

Next, President Green gave the President's Report. She began by noting new and interim appointments to GSU: (i) Craig Schmidt, MBA (GSU '04) who will serve as the new Executive Director of the School of Extended Learning; (ii) Jason Zingsheim, Ph.D., who currently serves as the Interim Dean of the College of Arts and Sciences while a search for a permanent candidate is ongoing; and (iii) FeMia Norwood, who has been promoted from Assistant Director to Director of the Office of Sponsored Programs and Research.

President Green also reported that over 40 first-time, full-time students have participated in Jaguar Leap, an onboarding program that ensures greater engagement with new students.

She further reported that the College of Business is pursuing a significant grant opportunity regarding workforce development in the alternative energy production industry.

GSU was invited to participate in the Gardner Institute's Curricular Analytics Community Academy, which culminated in a presentation by the GSU's project team of Joi Patterson, Ph.D. (College of Education) and Gisela Grumbach, Ph.D., LCSW, PEL (College of Health and Human Services) regarding degree completion for select University licensure programs. The GSU team obtained insight into areas of improvement and ongoing assessment needed to

promote greater completion in GSU's licensure programs. The results will be published at a later date.

President Green reported that she has charged Provost Schneller with pursuit of the Baldrige Award for Excellence, a marker of academic quality. She further noted that Josh Allen was promoted to Vice President of Human Resources effective July 1, 2022. She welcomed several more newcomers to GSU, including: Janelle Crowley, Ph.D., Chief of Staff; Timothy Forde, Ph.D., Associate Vice Provost and Associate Vice President for Academic Affairs; and Robert Stanley, Ph.D., Executive Director of Institutional Research and Effectiveness.

Regarding service of others, President Green announced that, on September 12, 2022, GSU will host *Send Silence Packing*, a traveling public education display intended to raise awareness of and prevent suicide. She thanked Joan Johns Maloney of the Human Resources Department for heading up the event.

Regarding government and community affairs, on August 18, 2022, the University will host all GSU alumni who are serving, or have served, as public officials in the community for a luncheon. In addition, Executive Director of Government and Community Relations Maureen Kelly is working on an advocacy guide for the Board.

President Green gave the results of development efforts by the GSU Foundation, which raised \$1,277,00 in cash and pledges in fiscal year 2022, a five percent (5%) increase over last fiscal year's cash and pledges. She also reported on recent gifts and earned media for the year.

President Green reported that she has been named an honorary marshal of the Bud Billiken Parade, the oldest and largest African American parade in the US, which is scheduled for August 13, 2022. Students will be included in the event, and it is expected that the televised event will reach many viewers, thereby spreading the GSU name.

Next, President Green reported enrollment activity, noting that Prairie Place has a forecasted 77.3% occupancy rate for Fall 2022. Fall 2022 deposits for first-year students are up 15% compared to pre-pandemic levels of Fall 2019. Total new student enrollment has increased 14.7%.

Finally, President Green announced that Dr. Crowley has identified a strategic initiative intended to increase access and resources for students and employees with diverse abilities, which she will be heading on behalf of the Office of the President.

Trustee Sebastian commented that she is grateful for the advocacy guide in development.

Trustee Kvedaras commented that he is looking forward to hearing about the development of Dr. Crowley's initiative on access.

### **VIII. ACTION ITEMS**

Regarding Agenda Item 6.1, Chair Harrell asked for a motion to approve the Campus Master Facilities Plan dated July 21, 2022. Trustee Sebastian so moved. Trustee Brookins seconded. Vice President Bradford presented the resolution, highlighting information contained in the Executive Summary found behind Tab 3 of the Board Book relating to this topic and describing the due diligence the Board had conducted on this item previously, including devoting two hours to it at the June 10 meeting.

Chair Harrell then called for a roll call vote. **Resolution 23-01 to approve the Campus Master Facilities Plan dated July 21, 2022 passed on a unanimous roll call vote.**

Regarding Agenda Item 6.2, Chair Harrell asked for a motion to approve the reconstitution of an Academic Affairs Committee, to be renamed Student Affairs and Academic Affairs Committee, and a Budget and Finance Committee, to be renamed Budget, Finance and Audit Committee. Trustee Kvedaras so moved. Trustee Sebastian seconded. Vice President Nohos presented the resolution, highlighting certain information contained in the written recommendation found behind Tab 4 of the Board Book. Chair Harrell then called for a roll call vote. **Resolution 23-02 to approve the reconstitution of the two committees passed on a unanimous roll call vote.**

Regarding Agenda Item 6.3, Chair Harrell asked for a motion to elect Board officers for Academic Year 2022-2023. Trustee Brookins described the process for the elections. Chair Harrell requested each Trustee fill out an anonymous ballot to cast their vote and to hand their ballots to Vice President Nohos. Vice President Nohos tallied the results and announced that the slate as recommended by Trustee Brookins had been elected. Chair Harrell congratulated

the following Trustees who were elected to the following offices: (i) Angela M. Sebastian, Chair; (ii) Kevin Brookins, Chair, and (iii) Jim Kvedaras, Secretary. **Resolution 23-03 to elect the above-named trustees as officers for Academic Year 2022-2023 passed upon an anonymous, silent vote consistent with Board Bylaws and Governors State Law.** See 110 ILCS 670/15-25.

Regarding Agenda Item 6.4, Chair Harrell asked for a motion to elect committee members for Academic Year 2022-2023. Trustee Brookins presented the resolution. Chair Harrell then called for a vote. **Resolution 23-04 to elect committee members passed on unanimous roll call vote for the following committee structure:**

- **Student Affairs and Academic Affairs: Trustees Taboas (chair), Brudnak, and Kvedaras;**
- **Budget, Finance, and Audit: Trustees Kvedaras (chair), Brookins, Brudnak, Sebastian, Cevallos-Candau, and the student trustee (to be named).**

Regarding Agenda Item 6.5, Chair Harrell asked for a motion to elect appointees to other bodies for Academic Year 2022-2023. Chair Harrell called for a motion. Trustee Sebastian so motioned. Trustee Kvedaras seconded. Trustee Brookins presented the resolution. **Resolution 23-05 to elect appointees to other bodies passed on unanimous roll call vote, naming Trustee Brookins to serve as a liaison to the GSU Foundation Board and Trustee Cevallos-Candau to serve as an appointee to the State Universities Civil Service Board.** Trustee Kvedaras asked if there are other positions. Vice President Nohos advised that the two referenced in the resolution are set by statute and that if other members have been invited to serve on other boards, they advise her of the same.

## **IX. DISCUSSION ITEMS**

Vice President Allen advised the Board that the expert retained to assist the Board in developing a process for presidential review has timely completed his deliverables. A suggested timeframe entails (i) President Green drafting a 10-15 paged self-assessment report followed by (ii) a roundtable discussion by the Board followed by (iii) a vote by the Board to approve her review for the year.

Vice President Nohos advised the Board that the President has been notified in writing of the Board's intent to extend the term of her contract, a copy of which was included as Tab 9 behind the Board book. She further advised that the Board hire independent counsel to advise it on the contract negotiation process from the list of firms approved by the Illinois Public Higher Education Cooperative ("IPHEC").

Vice President Nohos then presented on the topic of Board Orientation. Trustees were provided with a copy of the AGB's *Top Strategic Issues for Boards 2022-2023*, and additional materials.

Vice President Nohos then advised the Trustees that they had been given written notice of their legal duty not to engage in "revolving door transactions" under the Illinois State Officials and Employees Ethics Act. She requested that each Trustee sign and return the notice to her to acknowledge receipt.

Vice President Nohos then advised the Board regarding timelines for succession planning. She advised that four trustees' terms expire on January 13, 2023. The law provides, however, that each office shall not be considered "vacant" until 60 days **after** the expiration of the office holder's term. If the Senate is not in session when the office becomes vacant, the Governor may appoint a "temporary appointment" until Senate session resumes. Once session resumes, the Governor has 60 more days to file a nomination for a permanent appointment. Thus, Vice President Nohos advised, it could be late spring before any Trustee's office becomes "vacant."

## **X. CLOSED SESSION**

Chair Harrell then entertained a motion to go into closed session pursuant to Illinois Open Meetings Act Sections 120/2(c)(2) to discuss labor issues and 120/2(c)(11) to discuss pending litigation. Trustee Cevallos-Candau so moved. Trustee Kvedaras seconded. **The motion passed on unanimous roll call vote.** Chair Harrell then closed the meeting to the public at approximately 10:28 a.m.

At approximately 11:40 a.m., Chair Harrell reconvened the open session of the meeting, and noted that no action had been taken in closed session.

**XI. ANNOUNCEMENTS**

President Green announced the retirement of Colleen Sexton, Ph.D., Associate Provost and Associate Vice President Academic Affairs after a lengthy career of dedicated service to the University and thanked her for her leadership. On behalf of the Board, Chair Harrell thanked Dr. Sexton for her years of service.

President Green thanked Chair Harrell for her leadership as well and presented her with a token of appreciation for her service.

**XII. ADJOURNMENT**

There being no further business, Chair Harrell asked for a motion to adjourn. Trustee Taboas so moved. Trustee Brookins seconded. The motion passed upon unanimous roll call vote.

Approved by: \_\_\_\_\_

Angela M. Sebastian  
Board Chair and Trustee

Approved by: \_\_\_\_\_

James Kvedaras  
Board Secretary and Trustee