

**GOVERNORS STATE UNIVERSITY
BOARD OF TRUSTEES**

Final – Approved
10-26-21

**Governance and Nominations Committee
Minutes of the Friday, April 7, 2021 Meeting**

Note: As permitted by Illinois Governor Executive Order Number 2021-06, dated April 2, 2021, the April 7, 2021 Governance and Nominations Committee meeting was held via Zoom.

Call to Order and Roll Call

The video conference meeting of the Governance and Nominations Committee of the Board of Trustees of Governors State University for Wednesday, April 7, 2021 was called to order by Chair Kevin Brookins at 8:02am. Roll call was taken. Committee Members Kevin Brookins, Janine Latrice Koger, Angela Sebastian, and Anibal Taboas were in attendance.

Also in attendance:

Cheryl Green, President

W. Paul Bylaska, Vice President for Administration and Finance

Elizabeth A. Cada, Provost and Vice President for Academic Affairs

Therese King Nohos, VP, General Counsel

Penny Perdue, Chief of Administrative Operations and Liaison to the Board

Theresa Booker, Telecommunications Engineer, Information Technology Services

Marlon Cummings, Faculty, College of Education, Faculty Senate Representative

Will Davis, Vice President for Institutional Advancement and CEO of the GSU Foundation

Kristoffer Evangelista, Internal Auditor

David Golland, Faculty, College of Arts and Sciences, Faculty Senate President

Brenda Hannigan, Administrative Assistant to VP for Administration and Finance

Joan Johns Maloney, Coordinator of Benefits and Employee Relations, Human Resources

Rosemary Johnsen, Associate Provost and AVP of Academic Affairs

Maureen Kelly, Director of Government and Community Relations

Andrae Marak, Dean, College of Arts and Sciences

Rashidah Muhammad, Faculty, College of Arts and Sciences, Faculty Senate Representative

Alexis Sarkisian, Special Projects Manager, University Library

Colleen Sexton, Associate Provost and Associate Vice President of Academic Affairs

Josh Sopiartz, Associate Professor, University Library

Tracy Sullivan, Associate Vice President, Procurement and Business Services

Mark Tyler, Student Senate President

Kaitlyn Wild, Director of Compliance

Public Comment

There were no public comments.

Approval of Minutes

Chair Brookins asked for a motion to approve the open session minutes of the February 12, 2021 Governance and Nominations Committee meeting. Trustee Koger motioned. Trustee Sebastian seconded. The minutes were approved via a unanimous voice vote.

Information Items

Chair Brookins introduced the first information item: Update on Analysis of Distinction between Board of Trustees Policies and those Set by Administration, Faculty, or Staff. Therese King Nohos provided an update, stating that she is just beginning to meet with the various constituents and will have more to report at the next committee meeting.

Chair Brookins introduced the second information item: Illinois Secretary of State Statement of Economic Interests. Therese King Nohos informed the Committee of the need for them to complete this form by the May 3 deadline. There was no discussion.

Action Items

Chair Brookins requested a motion to place a resolution, Consideration and Possible Recommendation of Approval of Proposed Restatement of Board Bylaws, presented at the February 19, 2021 Board of Trustees meeting, on the May 7, 2021 board meeting agenda for the full Board's consideration and discussion. Trustee Koger motioned. Trustee Sebastian seconded. Therese King Nohos presented the resolution, noting that the committee can make substantive changes to the proposed bylaws up to ten days before the May 7, 2021 board meeting. A discussion ensued regarding the Bylaws and proposed changes thereto.

Chair Brookins called for a vote on the Consideration and Possible Recommendation of Approval of Proposed Restatement of Board Bylaws. The motion passed unanimously on a roll call vote.

Chair Brookins requested a motion to recommend the New President Emeritus Policy, first read at the February 19, 2021 Board of Trustees meeting, to the full Board. Trustee Sebastian motioned. Trustee Koger seconded. Therese King Nohos presented the resolution, noting that no substantive changes were requested by public comment. Discussion ensued regarding other types of honorariums. The motion passed unanimously on a roll call vote.

Old Business / New Business

There was no old business and no need for an executive session. Chair Brookins asked Trustee Taboas to open the discussion of whether Board Policy, Article VI (Honors and Awards) should be expanded to address items such as Trustee Emeritus status, Honorary Degrees, or other items. Trustee Taboas stated he was not proposing a Trustee Emeritus policy but believes that the

policy on Honorary Degrees should be codified, adding that the trustees approve names but are seldom updated on what happens afterward.

The meeting adjourned at 10:32 am with a motion from Trustee Taboas and a second from Trustee Koger. The motion was approved by unanimous voice vote.

Respectfully submitted,
Penny Perdue
Recording Secretary