

Resolution No. 25-23

Approval of Employment Agreement with Joyce Estet, Ph.D.

WHEREAS, The Board of Trustees of Governors State University (the "Board" and "University," respectively) was created on January 1, 1996, by Public Act 89-4 to operate, manage, control, and maintain the University in accordance with the rights, powers, and duties vested by law in the Board;

WHEREAS, The Board is comprised of eight members, seven of whom are appointed by the Governor of Illinois with the advice and consent of the Senate, and one of whom is a University student selected by student peers;

WHEREAS, Pursuant to Sections 40 and 45(c) of the Illinois Governors State University Law ("IGSUL"), 110 ILCS 670/15, the Board has both the authority to enter into contracts and the authority to employ a President of Governors State University;

WHEREAS, The University's sixth president resigned effective March 1, 2025;

WHEREAS, The Board convened a cross-functional search committee and retained an external search firm to conduct a nationwide search for the University's seventh president;

WHEREAS, The Board finds that it is in the University's best interests to appoint Joyce Ester, Ph.D. as the University's seventh president;

WHEREAS, An employment agreement has been negotiated with Dr. Ester as a result of extensive arms'-length negotiations, which is attached hereto as Exhibit A ("Employment Agreement");

WHEREAS, Pursuant to Section 185(6) of the IGSUL, "[p]ublic notice, compliant with

the provisions of the Open Meetings Act, must be given prior to the final action on the formation, renewal, extension, or termination of the employment contracts of the president . . . and must include a copy of the Board item or other documentation providing, at a minimum, a description of the principal financial components of the president's . . . appointments"; and

WHEREAS, The proposed Employment Agreement was posted to the Board's webpage and to the University's principal office for public review.

Now, therefore, it is:

Resolved, that the Board appoints Joyce Ester, Ph.D. as the University's seventh president, effective July 1, 2025.

Resolved, that the Board approves the Employment Agreement in substantially the form attached hereto as Exhibit A with instructions to amend as necessary to correct any typographical or other immaterial errors.

Resolved, that the Board directs the Chair to execute the Employment Agreement (as corrected) on behalf of the University.

Resolved, that the Board directs the University to take all reasonable and necessary steps to otherwise effectuate this Resolution.

Approved this 24th day of April 2025

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Caren Nunn, Secretary