

**GOVERNORS STATE UNIVERSITY
BOARD OF TRUSTEES**

Minutes of the December 7, 2018 Meeting

Patrick Ormsby, Chair

CALL TO ORDER AND ROLL CALL

The Governors State University Board of Trustees meeting for Friday, December 7, 2018 was call to order by Chair Patrick Ormsby at 9:11 am. Roll call was taken and Trustees Lorraine Tyson, Bruce Friefeld, Anibal Taboas, Carney Barr, Cornelius Griggs, and Linda Coleman were in attendance. Trustee Masah SamForay was absent.

Also in attendance: Elaine P. Maimon, President; Elizabeth A. Cada, Provost and Vice President for Academic Affairs; W. Paul Bylaska, Vice President for Administration and Finance; Sarah Luke, General Counsel; David Golland, Faculty Senate President; Lester Van Moody III, Student Senate President; Sheryl Jones-Harper, Civil Service Senate President; Stephen Wagner, Vice President of GSU UPI Chapter 4100; Will Davis, Vice President for Institutional Advancement and CEO of the GSU Foundation; Aurélio Valente, Vice President for Student Affairs and Enrollment Management; Penny Perdue, Chief of Administrative Operations and Liaison to the Board; Catherine Balthazar, Interim Dean, College of Health and Human Services; Shannon Dermer, Interim Dean, College of Education; Andrae Marak, Dean, College of Arts and Sciences, and Dean, Graduate Studies; Jun Zhao, Dean, College of Business; Colleen Sexton, Associate Provost; Rosemary Johnsen, Associate Provost; Villalyn Baluga, Associate Vice President for Finance; Sandra Zurawski, Director of Budget and Financial Planning; James McGee, Director of Public Safety; Jim Zumerchik, Interim Associate Vice President for Facilities Development Management; Tracy Sullivan, Assistant Vice President of Procurement; Chuck Pustz, Associate Vice President for ITS; Zion Banks, Senior Writer; Professors Alli Cipra, Sasha Cervantes, Rashidah Muhammad, Dianne Galante, and Matt Cooney; Staff Members Heather Penn, Corey Williams, Sandra Alvarado, Lakia Colquitt, Paul McGuinness, and John Perry; Student Alexis Smith; and Kristoffer Evangelista, Chief Internal Auditor.

EXECUTIVE SESSION

Ormsby entertained a motion to go into Executive Session at 9:12 am. Coleman made a motion to go into Executive Session pursuant to Illinois Open Meetings Act Sections 2(c)1, 2(c)2, and 2(c)11 to discuss personnel, collective bargaining, and litigation. Tyson seconded. Roll call was taken and Ormsby, Tyson, Friefeld, Taboas, Barr, Griggs, and Coleman were present. President Maimon, Provost Cada, Vice President Bylaska, and General Counsel Luke remained in session. Maimon, Cada, and Bylaska exited the Executive Session at 10:03 am. Open Session resumed at 11:10 am. Ormsby reported no final action was taken.

Chair's Report

Mr. Patrick Ormsby

Chair Ormsby introduced Faculty Senate representatives in attendance: Barbara Winicki, Giesela Grumbach, Sayoni Bose, Carlos Ferran, Lara Stache, and Jelena Radovic-Fanta. Ormsby made the following remarks: I would like to welcome everyone to the last Board meeting of 2018; however, there may be a Special Board Meeting in a week or so that would purely be an Executive Session. The date, time, and location of that meeting will be publicly posted. After today's meeting the GSU community will join together for the annual holiday luncheon in the Hall of Governors. Today we will review items regarding deferred maintenance and expenditures for these repairs, and we will consider the redesign and reinstatement of several programs. I want to thank the faculty who creatively re-thought these programs to address student interest and community needs, and thank the administration for recognizing these creative improvements and recommending restoration of these programs. We will, of course, hear from our three senate presidents. Last month the Board had the pleasure of meeting with each of the senates. These meetings allow for an informality and broad conversation not always possible at a formal board meeting. The meetings were informative, and I hope the various senators enjoyed the conversations as much as the Board did. On Monday (December 3) President Maimon appeared with journalist Carol Marin before a crowd at the City Club. Dr. Maimon did a great job and represented GSU very well, with Jay Doherty, President of the City Club, calling the event "fabulous." A video of the conversation is available on the City Club website. In addition, this week Dr. Maimon was interviewed for a podcast produced by the Bill and Melinda Gates Foundation that can also be found online.

Because of logistical issues, we are postponing Dr. Maimon's formal assessment, but I want to take this occasion to thank her for all she is doing for GSU.

HUMAN RESOURCES

Carney Barr, Committee Vice Chair

Information Items

Presidential Assessment – postponed.

Report on the Civil Service Merit Board

Barr reported the Merit Board last met on November 29. He thanked Anne Gill and Sandra Alvarado, GSU Human Resources officers, for their participation. The Joint Commission on Administrative Rules (JCAR) recently approved a new furlough policy. Some scheduled audits have been postponed until late spring or early summer.

Action Items

Resolution 19—13: Termination of Employment

Barr called on General Counsel Luke to present, who explained the termination was discussed in Executive Session. Barr requested a motion to approve Resolution 19-13. Taboas made a motion. Ormsby seconded. The motion was approved by unanimous voice vote.

BUDGET AND FINANCE

Lorraine Tyson, Committee Chair

Tyson introduced Maimon, who introduced Bylaska.

Information Items

Report on Purchases \$50,000-\$99,999 for the period September 27, 2018 through November 25, 2018

The report is in the Board Book. There were no questions.

Budget to Actual Report as of November 30, 2018

The report is in the Board Book. Ormsby expressed his appreciation that the report indicates a surplus.

Report on FY17 Financial and Compliance Audits

Barr expressed frustration that the Board did not receive these reports, which add up to 200 pages, sooner in order to provide adequate time to review them. Bylaska reassured the Board that in the future the Audit Reports would be made available to the Trustees as soon as the Administration receives them. Maimon referred to the Executive Summary, which provides a snapshot of the reports. Barr acknowledged that, but pointed out that as a finance professional he prefers to analyze the full report. Taboas said he would welcome Barr's expertise in this regard. Barr asked if the audits were clean, to which Bylaska reported they were, with unqualified opinions providing useful suggestions for improvement. Ormsby pointed out the audit reports are issued almost 18 months after the close of the fiscal year, thus resulting in repeat findings. Bylaska added the University's Internal Auditor, Kristoffer Evangelista, is doing a very good job staying on top of these issues. Tyson asked for an overview of the findings, in particular the findings on the Perkins Loans and Child Abuse Reporting. Bylaska reported both findings have been addressed; in particular, the Child Abuse Reporting finding was due to the lack of a proper training program in place, which has been rectified. Tyson responded that as a mom, this concerns her greatly, and she would like more information on what steps have been taken to correct this. Bylaska agreed to provide that information. Ormsby asked if there were any financial findings, which Bylaska confirmed there were not.

Report on FY18 Mandatory and Discretionary Waivers

Bylaska referred to the Executive Summary, pointing out this is required reporting by the Illinois Board of Higher Education. There were no questions.

Internal Auditor's Annual Report

Bylaska introduced Chief Internal Auditor, Kristoffer Evangelista, and pointed out that this report is required annually by the Fiscal Control and Internal Auditing Act. There were no questions.

Update on Capital and Deferred Maintenance Projects

Bylaska summarized that following the sale of Certificates of Participation to fund some of GSU's backlog of deferred maintenance, the State issued emergency capital funding for the water pipe and roofing repairs. The Capital Development Board (CDB) will now manage those

projects. Because these two projects were in the preliminary planning stages, the CDB has agreed to reimburse the University for expenses incurred thus far. The remodel of the kitchen is contingent on the replacement of piping in that area, and due in part to requests from the Student Senate, the University is exploring various options for food service.

Action Items

Resolution 19—14: Approval of Internal Audit Plan 2019-2020

Trustee Tyson requested withdrawing this item from the agenda due to the fact the report was received by the Board just now. It will be brought before the Board at a later date.

Resolution 19—15: Approval to Amend Contract for Roadway Improvements

Tyson requested a motion to approve Resolution 19-15. Ormsby made a motion. Griggs seconded. Bylaska reported this is a unique experience in that an invoice was received after the project was completed, detailing expenses for unforeseen circumstance beyond the amount previously approved by the Board. This involved sub-surface conditions with a utility pipe located very close to the surface that had to be moved. Tyson recommended the invoice be paid given the low dollar amount (\$3,728.25). There was no objection. The motion was approved by unanimous voice vote to be placed for a Roll Call Vote at the Full Board meeting.

Resolution 19—16: Approval to Renew an Architect Master Contract

Tyson requested a motion to approve Resolution 19-16. Coleman made a motion. Griggs seconded. Bylaska reported this action would allow LCM architects to continue their work on the roof project. Griggs asked how the contract was originally procured, and Tracy Sullivan, Assistant Vice President for Procurement, reported through a QBS followed by Board approval, adding LCM is a qualified disability-owned firm. The motion was approved by unanimous voice vote for inclusion on the Consent Agenda.

Trustee Griggs exited the meeting.

ACADEMIC AFFAIRS

Anibal Taboas, Committee Chair

Dr. Taboas called on Maimon who introduced Cada.

Information Items

Program Accreditation Status Report

Cada provided a brief review of the report, which is in the Board Book. Taboas offered his congratulations on the very good job of addressing and maintaining accreditation standards. Cada thanked the faculty for their hard work in this regard.

Status Update on *Strategy 2025*

Cada provided a brief review, adding that with the use of informed data planning is on track.

Report on Partnership for College Completion's Illinois Equity in Attainment

Cada introduced Professor Matt Cooney and student Alexis Smith to present. Cooney explained he has worked with Ms. Smith on this for the past two years, while Professor Amy Vujaklija has worked closely with student Jarrell Harris and Crete-Monee High School. Ms. Harris has presented her work at Ohio State University. Trustee Taboas requested a copy of the presentation.

Action Items

Resolution 19—17: Approval of Honorary Degree Candidates

Cada reported she and Vice President for Development, Will Davis, Co-Chair the Committee. She gave a brief review of the nominees, whose bios are available in the Board Book. Tyson requested to abstain from the vote. Taboas requested a motion to approve Resolution 19-17. Friefeld made a motion to forward Resolution 19-17 to the Full Board for a roll call vote. Ormsby seconded. The motion was approved by voice vote with Tyson abstaining.

Resolution 19—18: Approval to Reinstate and Redesign Education Programs in Secondary Education and Special Education

Cada provided a brief review of the Executive Summary, explaining there is a serious teacher shortage in the area that motivated members of the College of Education to initiate this action. Maimon added that at the time these programs were tapped for a phase-out there was serious under-enrollment in these programs. However, in the intervening time period faculty have listened to its constituents and were quite innovative in redesigning the programs. In addition, the Illinois Board of Education has gotten involved in speeding up the undergraduate certification process. Coleman expressed how pleased she was by the continued efforts of the College of Education to reevaluate, redesign, and revisit this topic. Coleman made a motion to approve Resolution 19-18. Ormsby seconded. The motion was approved by unanimous voice vote for inclusion on the Consent Agenda.

FULL BOARD

President's Report

Dr. Elaine P. Maimon

President Maimon made the following remarks: I want to thank Chair Ormsby for your kind remarks about the City Club presentation. It is important to showcase GSU to many audiences. I wish to congratulate Trustee Tyson for being named by Crain's among Chicago's Notable Minority Lawyers. I want to thank the faculty of the College of Education for revamping its secondary education programs in biology, math, English, and special education so that these programs may continue to be offered. The faculty have done a remarkable job. This was a grass roots faculty effort indicating attentiveness to the changing circumstances of our area. We were quite happy to announce the State AIM HIGH scholarship program, which is based on merit and talent, and will inspire numerous pathway programs. It is exciting to take part in GSU's resurgence after the budget crisis as it gains momentum going into its 50th year. I want to wish happy holidays to all. As you enjoy time with your family, please reserve a few moments to reflect on 50 years of Governors State University, and your dedication to our mission and to our students.

Action Items

Approval of Minutes – October 12, 2018

Ormsby requested a motion to approve the Minutes of the October 12, 2018 meeting. Taboas made a motion. Barr seconded. The motion was approved by unanimous voice vote.

Approval of Consent Agenda

Board Secretary Maloney read the amended Consent Agenda:

Resolution 19—13: Termination of Employment

Resolution 19—16: Approval to Renew an Architect Master Contract

Resolution 19—18: Approval to Reinstate and Redesign Education Programs in Secondary Education and Special Education

Ormsby requested a motion to approve the Consent Agenda. Taboas made a motion. Friefeld seconded. The Consent Agenda was approved by unanimous voice vote.

Approval of Items Not on the Consent Agenda

Resolution 19—15: Approval to Amend Contract for Roadway Improvements

Ormsby requested a motion to approve Resolution 19-15. Tyson made a motion. Friefeld seconded. Roll call was taken and Ormsby, Tyson, Friefeld, Taboas, Barr, and Coleman voted aye. There were no nays. The motion passed.

Resolution 19—17: Approval of Honorary Degree Candidates

Ormsby requested a motion to approve Resolution 19-17. Friefeld made a motion. Taboas seconded. Tyson asked to abstain because she just received the information today. Roll call was taken and Ormsby, Friefeld, Taboas, Barr, and Coleman voted aye. There were no nays. The motion passed.

Resolution 19—19: Approval of Contracts for Legal Services

General Counsel Luke provided a brief explanation of the need for these services. Ormsby requested a motion to approve Resolution 19-19. Tyson made a motion. Taboas seconded. The motion was approved by unanimous voice vote.

Resolution 19—20: Release of Executive Session Minutes

Luke explained there were no Minutes warranted for release or destruction and therefore no vote was necessary.

Senate Reports

Dr. David Golland, Faculty Senate President

Dr. Golland made the following remarks: Thank you, Chairman Ormsby. Honorable trustees, President Maimon, Provost Cada, Vice President Bylaska, Ms. Luke, Ms. Jones-Harper, Mr. Moody, and esteemed colleagues, it is my pleasure to again report to you on behalf of GSU's distinguished faculty.

In a true example of strong shared governance, Provost Cada has approved and implemented a new weekly scheduling grid, the master schedule that governs when face-to-face classes are held on campus. This is the product of nearly three years of

work by the Senate's Scheduling Task Force, which included faculty from each college, students, and academic and non-academic administrators, and was led by Andrius Tamulis, Associate Professor of Mathematics. The Senate thanks Provost Cada, Professor Tamulis, and every member of the task force for their contributions. Among the changes: there will now be an "open hour" period without any classes scheduled, so that students can better engage in clubs and other organizations.

The Faculty Senate, Student Senate, and Civil Service Senate have each unanimously approved a resolution re-constituting the Student Disability Services Advisory Committee, which will commence activities next academic year. This committee will include multiple stakeholders from all colleges to ensure institutional support for the Director of Student Disability Services, Robin Sweeney.

The Faculty Senate Student Scholarship Fund has raised \$18,270 towards our endowment goal of \$26,000 as of Thanksgiving. It is our hope that we will meet our goal by the end of the academic year. Our donations are being matched dollar-for-dollar, thanks to a generous matching gift from Elaine and Mort Maimon. We awarded our first \$500 scholarships to two deserving students at our annual retreat and awards luncheon this past August. We also honored former Provost Bordelon via Skype, and gave out three awards to faculty for service significantly beyond the requirements for tenure.

The senate met with several of you at our biennial retreat last month and we appreciate your attendance. This was my third Board-Senate retreat and I think we are finally developing a format truly conducive to mutual understanding. After the meeting, Trustee Barr noted that we had failed to discuss a very important matter: what faculty wants from the board. I polled the Senate at our next meeting and would like to present the following five responses. I should note that this is not a formal resolution, simply what individual senators expressed to me at the meeting; I will do my best to add some context for each.

1. Bring back secondary Education programs. I am pleased to note that you have on your agenda today the restoration of four baccalaureate degrees and one graduate degree in teacher education. The decision to eliminate these programs in spring 2017 was shortsighted, as attested by the long line of faculty, students, alumni, and community members who spoke during open comment at that meeting. It was a trying time in the history of our beloved institution, but I have been heartened by the new spirit of unity and shared governance under the leadership of President Maimon, Provost Cada, and Vice President Bylaska.
2. Define shared governance. Faculty understand the history and importance of shared governance. But we understand that for many in our hierarchical social structure it is an alien concept. I would urge the board to form a task force, consisting of all stakeholders, to develop an institutional definition of shared governance for GSU. In my capacity as the university's shared governance watchdog, I would be honored to work with you on this.
3. Advocate for a faculty trustee. It would require a change to state law to add a second ex-officio member to the board, but we know that many of you have relationships with

members of the executive and legislative branches, and we urge you to advocate for this. It is not uncommon for faculty to serve on Boards of Trustees, although as with the student trustee, there are often restrictions on voting rights.

4. Ensure that all sides are heard on major decisions. One way you might accomplish this is by taking me up on my offer for you to use the faculty assembled before you as committee resources, and to use me and my successors as a resource for the full board. Even if *pro forma*, the chairs of the committees might ask for the input of the faculty reps on action items. Another possibility would be for the Board to include Senate resolutions as part of my report in the permanent minutes of your meetings.
5. Conduct the Senate-BOT retreat without administration present. This one is *impossible* under open meetings law. It also would stand in opposition to efforts to build a community of trust between faculty and administration. However, some sort of formal and confidential conduit to the board might be in order. At the retreat, Professor William Kresse (you know him as “Professor Fraud”) shared an interesting idea, based on his experience as a member of hospital boards: inviting the faculty senate president into all or part of your executive session.

Thank you! I’m happy to take questions, but please allow me to conclude by wishing all assembled a happy and healthy holiday season and a productive break.

Ms. Sheryl Jones-Harper, Civil Service Senate President

Ms. Jones-Harper made the following remarks: I would like to start by wishing everyone a very happy holiday season. I want to thank everyone involved in allowing us three days of paid time off during the winter break. I also want to thank the Board for holding the Senate Retreat on November 12. The Civil Service Merit Board has approved new human resources practices that will update outdated Civil Service position descriptions, reassess compensation, stacking issues, and skeleton crews. The Civil Service continues to embrace diversity across campus with our Annual Celebration now taking place in January. Human Resources continues to work with Civil Service employees on professional development and training. Finally, I would like to acknowledge the work of the Library staff, who collected hundreds of pounds of plastic to create a bench in honor of longtime Civil Service employee, Eric Nicholson, who was a very beloved member of our community. Thank you.

Mr. Lester Van Moody III, Student Senate President

Mr. Moody made the following remarks: The Student Senate is pleased with the accomplishments it has made this semester. The Senate and students in general have been very engaged, and political events in particular have been well attended. I have met with Provost Cada regarding the development of *Strategy 2025* to include a program in Black Studies. A course will be offered this spring, which we hope will be built into a program in the near future. I am happy to report that issues with spring break housing contracts, a topic brought up at the Senate Retreat with the Board of Trustees, has been rectified due to the efforts of many. Thank you and I wish you a very happy holiday season.

PUBLIC COMMENT

Stephen Wagner, Vice President, UPI Chapter 4100

Dr. Wagner made the following remarks: Thanksgiving is past, but a feeling of gratitude remains with me. I want to thank the Board of Trustees for granting three vacation days during the winter break. I want to express my gratitude to Dr. Sandi Estep, UPI Chapter President, who has spoken to the Board repeatedly on this topic. We appreciate you listening and for making this change, if only for this year. I am pleased to report that Dan Montgomery, UPI's state affiliate and head of the Illinois Federation of Teachers, has been named to Governor-Elect JB Pritzker's transition team. This will result in positive outcomes for all of us.

I would like to highlight the work of Professor Shirley Comer, our UPI Chapter grievance counselor who has helped our members time and again. She holds a Doctorate in Nursing Practice and a Doctorate in Juris Prudence, but it is her compassion that makes her a favorite. She recently organized a food drive that resulted in three huge bins of food collected for the GSU student food pantry. I would also like to thank Professor Mike Hart, who has worked tirelessly to get Unit B faculty members to join the UPI Chapter 4100. We hit a snag in November when we were notified of an arbitrary decision to refuse allowing the deduction of union dues signed with an electronic signature, which GSU stands alone in its refusal. Let me conclude by saying I'm thankful for working at an institution that can acknowledge mistakes and make appropriate solutions. We hope they reconsider the e-signature issue. I want to thank my colleagues, and wish you a happy and blessed holiday season.

Shannon Dermer, Interim Dean, College of Education

Dr. Dermer made the following remarks: I have been at GSU for 15 years, and I would like to thank you the Board, the faculty, and the administration for reconsidering the decision about the education programs. I realize it is hard, but the willingness to be flexible is commendable and I thank you.

TRUSTEE COMMENTS

Tyson thanked everyone that makes GSU run and for making the Board of Trustees look good. Thank you for fulfilling the mission of GSU. She also thanked President Maimon and her administration for bringing the winter break vacation subsidy suggestion to the Board's attention. Have a wonderful holiday.

Trustee Barr provided a handout to the Board, reminding them that a gift can be made to the GSU Foundation in one's will, trust, or estate. In addition, it is almost January 1, so please make a donation before the end of the year.

Ormsby thanked the whole GSU community for the great work everyone does, and wished everyone a great holiday season. He also emphasized the importance of giving to the GSU Foundation, which he served on for many years before being appointed to the Board of Trustees. There are many needy students that need the generousness of those scholarships. He also thanked Trustee Bruce Friefeld, whose term is up in January, and who has decided not to pursue another term after 23 years of serving the University.

Friefeld thanked the entire University community, stating this has been the most rewarding experience of his life. Serving since 1996 to today, he has been able to witness how far the University has come, and was able to work with outstanding presidents, faculty, staff, and students. It has been very rewarding to see how everyone pulls together for the success of GSU's students, and he will remember this experience forever.

Ormsby requested a motion to adjourn. Tyson made a motion. Friefeld seconded. The motion was approved by unanimous voice vote and the meeting of the Governors State University Board of Trustees adjourned at 12:48 pm.

Respectfully submitted,

Joan Johns Maloney