

Board of Trustees of Northeastern Illinois University
Meeting Minutes
November 17, 2022

A meeting of the Board of Trustees of Northeastern Illinois University was convened on Thursday, November 17, 2022 in the Lower-level Conference Room at the Carruthers Center for Inner City Studies located at 700 E. Oakwood Boulevard, Chicago, IL 60653. Jim Palos, Chair of the Board, called the meeting to order at 1:12 p.m.

The following Trustees were present: Carlos Azcoitia; Sherry Eagle; Marvin Garcia; Shyrice Howell; Ann Kalayil; Jim Palos; Charlie Serrano; and Jonathan Stein

Also present: Gloria Gibson, President; G. A. Finch, University Counsel; Mary Pat Burns, Board Counsel; Karl Voigt, Assistant Secretary to the Board; vice presidents; staff; and University community members

Approval of Past Meeting Minutes

Trustee Eagle, seconded by Trustee Azcoitia, moved to approve, by consent, the minutes of the following meetings: (i) the open and closed minutes from the September 22, 2022 Board meeting; (ii) the open minutes from the October 3, 2022 Finance, Buildings and Grounds Committee special meeting; (iii) the open minutes from the October 11, 2022 special Board meeting; (iv) the open minutes from the October 13, 2022 Academic/Student Affairs, Enrollment, and Technology Committee meeting; (v) the open minutes from the October 24, 2022 Audit Committee meeting; (vi) the open and closed minutes from the October 24, 2022 Finance, Buildings and Grounds Committee meeting, and to keep all closed minutes closed.

Discussion: there was no discussion

The motion carried by acclamation.

Opportunity for Public Comment in Accordance with P. A. 91-0715

Chair Palos announced the opportunity for public comment. There were 9 requests to speak. 7 speakers made comments.

1. **Dr. Nancy Wrinkle**, as Chair of the Faculty Senate
Topic: the no confidence vote outcome on President Gibson and looking ahead to what can be done to move forward
 2. **Dr. Olivia Perlow**, as Chair of the Sociology, African & African American Studies, Latina/o/x & Latin American Studies, and Women's, Gender and Sexuality Studies Departments
Topic: continued concerns regarding the direction of the University
 3. **Dr. Nancy Matthews**, as UPI Chapter President
Topic: Board responsibility for addressing the ongoing crisis at the University
 4. **Dr. Nikolas Hoel**, as self
Topic: addressing Trustee Serrano's comments at the September Board meeting as to what is going "right" at the University
 5. **Pepe Vargas**, as Founder and Executive Director of the International Latino Cultural Center
Topic: a proposal to build a Pan-Latino Cultural Center on the undeveloped parcels adjacent to the El Centro location
 6. **Dr. Rosita Lopez**, as representative of the El Centro Community
Topic: to advocate for El Centro Community inclusion in development plans for the undeveloped parcels adjacent to the El Centro location
 8. **Juan Villarreal**, as representative of Academia Salutis
Topic: to propose a development project on the undeveloped parcels adjacent to the El Centro location
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Shared Governance Presentation

Chair Palos invited Dr. Shreya Patel, Co-Chair of the University Advisory Council (UAC), to provide remarks to the Board. Dr. Patel provided an overview of the UAC and their charge, as a group, to address issues affecting the campus climate and welfare of the broader University community, and to find creative solutions that enhance the work of the University. The UAC's priorities from Academic Year 2021-2022 were to reexamine the council's role and membership makeup, supported a Student Government Association-led initiative for exploring the reintroduction of athletics at NEIU, and supported a faculty-led initiative on employee training for emergencies. In Academic Year 2022-2023, the council is formalizing community engagement with the university, hosting speakers of interest at business meetings, and working to improve accessibility and inclusion through the use of technology. Dr. Patel asked the Board to help the council find ways to address critical support solutions facing the University. Trustees engaged in a question-and-answer period with Dr. Patel and thanked her for her presentation.

Chair's and President's Remarks

Chair Palos offered congratulations to the upcoming graduating class. He congratulated the newest Audrey Reynolds Teaching Award finalists: Dr. Matthew Graham, Mathematics; Dr. Nabil Kahouadji, Mathematics; Vida Sačić, Art and Design; and Dr. Durene Wheeler, Educational Inquiry and Curriculum Studies, and African and African American Studies. The Board received a presentation during its luncheon by Brian Zucker, President of Human Resource Capital Corporation regarding enrollment and recruitment.

President Gibson encouraged students to finish the semester strong. She offered congratulations to the upcoming graduating class and invited all Trustees, faculty and staff to the December 11 commencement ceremony. U.S. Senator Dick Durbin will be the commencement speaker. Finally, Dr. Gibson wished everyone a safe and happy Thanksgiving holiday.

COMMITTEE REPORTS

Academic/Student Affairs, Enrollment, and Technology Committee

Trustee Kalayil reported that the Academic/Student Affairs, Enrollment, and Technology Committee met on October 13, 2022 in Golden Eagles Room on the main campus. The committee received several informational briefings and moved to present the following action item for consideration and approval by the full board:

Action Item I. A. Approval of Recommendation to Hire a Search Firm: Provost and Vice President for Academic Affairs Search

Trustee Eagle, seconded by Trustee Kalayil, moved to approve the recommendation of the Academic/Student Affairs, Enrollment, and Technology Committee to hire a search firm for the Provost and Vice President for Academic Affairs search.

Discussion: there was no discussion.

Roll was called and the vote was as follows:

Azcoitia: Yes	Garcia: Yes	Kalayil: Yes	Serrano: Yes
Eagle: No	Howell: Yes	Palos: Yes	Stein: Yes

The motion carried.

Audit Committee

Trustee Stein reported that the Audit Committee met on October 24, 2022 in the Golden Eagles Room on the main campus. The committee received an informational briefing from the University's Director of Internal Audits, Rita Moore. Additionally, the committee is recommending the following items for Board action today:

Action Item I. B. Approval of Recommendation to Accept and File the Internal Auditing Charter

Trustee Serrano, seconded by Trustee Eagle, moved to Accept and File the Internal Auditing Charter as presented.

Discussion: there was no discussion.

The motion carried by acclamation.

Action Item I. C. Approval of Recommendation to Accept and File the Statement of Auditor Independence

Trustee Serrano, seconded by Trustee Garcia, moved Accept and file the Statement of Auditor Independence.

Discussion: there was no discussion.

The motion carried by acclamation.

Finance, Buildings and Grounds Committee

Trustee Eagle reported that the Finance, Buildings and Grounds Committee held a Special Meeting on October 3, 2022 in the Golden Eagles Room on the main campus. The committee made recommendations on the revised FY23 Operating Budget and the revised FY24 Unrestricted Operating and Capital Budgets Request. Both items were voted on and approved at a Special Board Meeting held on October 11, 2022.

The Finance, Buildings and Grounds Committee held its regular committee meeting on October 24, 2022 in the Golden Eagles Room on the main campus. The committee received several informational briefings, as well as the following items presented today for action:

Action Item I. D. Approval of Recommendation for Purchases \$100,000 or Greater: Bond Underwriting and Investment Banking Services

Trustee Eagle, seconded by Trustee Azcoitia, moved to approve the recommendation of the Finance, Buildings and Grounds Committee to award five five-year contracts, each with five one-year renewal options, with the identified firms selected by the University through an RFP process for bond underwriting and investment banking services should the need arise in the future.

- Loop Capital Markets, LLC
 - BEP Subcontractor: Stern Bros & Co. (30%) (Caucasian Female)
- UBS Financial Services, Inc
 - BEP Subcontractor: Stern Bros & Co. (30%) (Caucasian Female)
- Stifel, Nicolaus & Company, Inc.
 - BEP Subcontractor: Valdes & Moreno, Inc. (30%) (Hispanic Male)
- Piper Sandler & Co.
 - BEP Subcontractors: Backstrom McCarley Berry & Co., LLC (15%) (African-American Male)
 - BEP Subcontractors: Estrada Hinojosa & Company, Inc. (15%) (Hispanic Male)
- Mesirow Financial, Inc.
 - BEP Subcontractor: Cabrera Capital Markets, LLC. (30%) (Hispanic Male)

Approval from the Board will prepare the University to proceed when market interest rates become favorable.

Discussion: The University would select any of the following firms based on the best terms presented for the services. Trustee Serrano noted the good mix of minority vendors. Trustee Azcoitia asked if there is any current financial commitment. There is no current financial commitment.

Roll was called and the vote was as follows:

Azcoitia: Yes	Garcia: Yes	Kalayil: Yes	Serrano: Yes
Eagle: Yes	Howell: Yes	Palos: Yes	Stein: Yes

The motion carried.

Action Item I. E. Approval of Recommendation to Consolidate Student Fees and Establish FY24 Fee Amount

Trustee Eagle, seconded by Trustee Azcoitia, moved to approve the student fees, other than parking, that the FY24 fees be consolidated as a general fee of \$85 per credit hour with an 'opt-in' parking fee of \$10 per credit hour for up to 16 credit hours.

Discussion: Trustee Howell stated that the Student Government Association (SGA) does not support this initiative and made a formal protest to the administration on November 15. Concerns expressed were how the consolidated fees funds would be used and how accounts will be split. VP Kumar stated that program funding structures would not change. Trustee Kalayil recommended that the administration meet with the SGA again to review the fee structure. Chair Palos asked that the administration, in furtherance of transparency, work with Trustee Howell on a memorandum to SGA that clearly states the objectives of the matter.

Roll was called and the vote was as follows:

Azcoitia: No	Garcia: Yes	Kalayil: Yes	Serrano: No
Eagle: Yes	Howell: No	Palos: Yes	Stein: Yes

The motion carried.

ITEMS FOR CONSIDERATION BY THE BOARD

Action Item I. F. Approval of Revisions to Board Regulations Regarding Bereavement Leave

Trustee Serrano, seconded by Trustee Kalayil, moved to approve the recommended revisions to the Board's Regulations regarding employee bereavement leave to align with the State of Illinois' Family Bereavement Act.

Discussion: there was no discussion.

Roll was called and the vote was as follows:

Azcoitia: Yes	Garcia: Yes	Kalayil: Yes	Serrano: Yes
Eagle: Yes	Howell: Yes	Palos: Yes	Stein: Yes

The motion carried.

Action Item I. G. Approval of 2023 Meeting Calendar

Trustee Garcia, seconded by Trustee Eagle, moved approve the 2023 Meeting Calendar are presented.

Discussion: Trustee Kalayil asked if the annual meeting at the Carruthers Center could be moved to an earlier date.

The motion carried by acclamation.

Trustee Eagle reported that at its October 24, 2022 regular committee meeting, two additional items were presented for possible action that subsequently did not receive a committee recommendation. The committee asks the Board to consider these two items as a “committee-of-the-whole.”

Action Item I. H. Approval of FY24 Tuition Recommendations

Trustee Stein, seconded by Trustee Palos, moved to approve the FY24 Tuition Recommendations.

Discussion: Trustees had a robust discussion about raising tuition, largely not in favor of doing so. VP Kumar presented other work the University is doing to bolster its finances including lobbying Springfield for additional appropriations, looking for cost savings, consolidating administrative and instructional operations where possible, among other efforts. The Board kept tuition flat in FY23 creating the need to raise tuition in FY24.

Roll was called and the vote was as follows:

Azcoitia: Yes	Garcia: Yes	Kalayil: Yes	Serrano: Yes
Eagle: Yes	Howell: Yes	Palos: Yes	Stein: Yes

The motion carried.

Action Item I. I. Approval to Transfer Funds Into the Strategic Planning Development Fund

Trustee Stein, seconded by Trustee Palos, moved to approve the transfer of funds in the amount of \$1,000,000 from the University’s Unrestricted Income Fund to the Strategic Planning Development Fund to support enrollment growth, as well as improve student engagement and retention as presented.

Discussion: Trustees would like more detail about how much is being allocated to each initiative.

Roll was called and the vote was as follows:

Azcoitia: Yes	Garcia: Yes	Kalayil: Yes	Serrano: No
Eagle: No	Howell: Yes	Palos: Yes	Stein: Yes

The motion carried.

Action Item I. J. Approval to Confer the University's Honorary Doctor of Humane Letters on the December Commencement Speaker

Trustee Kalayil, seconded by Trustee Azcoitia, moved to approve the President's recommendation to confer upon U. S. Senator Richard J. Durbin the University's honorary Doctor of Humane Letters at the December 11, 2022 Commencement.

Discussion: there was no discussion.

The motion carried by acclamation.

Action Item I. K. Approval of Award for Real Estate Brokerage Services RFP Relating to El Centro

Chair Palos deferred this item to a later Board meeting.

Motion to Convene in Closed Session

At 3:23 p.m. Trustee Azcoitia, seconded by Trustee Eagle, moved to convene in Closed Session to discuss personnel matters and to receive a litigation report citing exemptions 2(c)1 and 2(c)11 of the IL Open Meetings Act.

Discussion: Trustees moved to Seminar Room 408 for Closed Session.

Trustee Stein left the meeting at 5:02 p.m.

Motion to Reconvene in Open Session

At 5:02 p.m. Trustee Kalayil, seconded by Trustee Serrano, moved to reconvene in Open Session.

Discussion: there was no discussion

The motion carried by acclamation.

Legal Report

Chair Palos announced that Trustees had received a Legal Report from the University's Counsel in advance and had a chance to ask questions in Closed Session.

Past Closed Session Minutes / Past Closed Session Verbatim Records

Action Item I. L. Approval Regarding Semi-annual Review of Past Closed Session Minutes and Verbatim Records Pursuant to Section 2.06(c) and (d) of the Illinois Open Meetings Act

Trustee Eagle, seconded by Trustee Kalayil, moved that the confidential written minutes of the Closed Session portions of the following past Board of Trustees meetings no longer require confidential treatment and thus be made available for public inspection:

- March 29, 2019 Audit Committee meeting
- April 18, 2019 Regular Board meeting
- June 13, 2019 Regular Board meeting
- July 29, 2019 Executive Committee meeting
- August 27, 2019 Audit Committee meeting
- September 19, 2019 Regular Board meeting
- October 2, 2019 Executive Committee meeting

and that confidential written minutes from the Closed Session portions of the:

- October 31, 2019 Finance, Buildings and Grounds Committee meeting, and;
- November 14, 2019 Regular Board meeting

require confidential treatment and will remain confidential.

Discussion: there was no discussion

The motion carried by acclamation.

Trustee Eagle, seconded by Trustee Serrano, moved to approve the destruction of verbatim records from the Closed Session portions of the following past Board of Trustees meetings:

- September 18, 2018 Regular Board meeting
- November 15, 2018 Regular Board meeting
- February 14, 2019 Regular Board meeting
- March 29, 2019 Audit Committee meeting
- April 18, 2019 Regular Board meeting
- June 13, 2019 Regular Board meeting
- July 29, 2019 Executive Committee meeting
- August 27, 2019 Audit Committee meeting
- September 19, 2019 Regular Board meeting
- October 2, 2019 Executive Committee meeting

Discussion: there was no discussion

The motion carried by acclamation.

Old Business / New Business

Chair Palos asked if there was any old or new business. Trustees were reminded to complete their ethics training by next Monday. There was no further business.

Motion the Adjourn

At 5:14 p.m. Trustee Eagle, seconded by Trustee Serrano, moved to adjourn. The meeting was adjourned by acclamation.

Respectfully submitted,

Jim Palos, Chair of the Board
Karl Voigt, Assistant Secretary to the Board
Approved April 13, 2023