

Board of Trustees of Northeastern Illinois University

**Board Meeting Minutes**  
June 13, 2019

A regular meeting of the Board of Trustees of Northeastern Illinois University was convened on Thursday, June 13, 2019 at 1:08 p.m. in Alumni Hall at 5500 N. St. Louis Avenue, Chicago, IL. Jim Palos, Secretary of the Board, called the meeting to order.

**Roll was called and the following Trustees answered present:** Carlos Azcoitia, Sherry Eagle, Barbara Fumo, Ann Kalayil, Elena Molloy, Jim Palos, Charlie Serrano, and George Vukotich (via Skype).

**Trustees not present:** Marvin Garcia and Jonathan Stein

**Also present:** Gloria Gibson, President; Melissa Reardon Henry, Vice President for Legal Affairs and General Counsel; Karl Voigt, Assistant Secretary to the Board; Vice Presidents; staff, and community members.

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Trustee Vukotich had requested in advance to be able to participate remotely in today's meeting in accordance with the Board of Trustees' Bylaws, Section II. Meetings, A., 2., revised April 19, 2018. The submitted request meets the criteria for remote participation.

Trustee Azcoitia, seconded by Trustee Molloy, moved to approve the request for remote participation as stated.

**Discussion:** There was no discussion.

Roll was called and the vote was as follows:

Azcoitia – Yes	Fumo - Yes	Kalayil - Yes	Palos – Yes	Stein –
Eagle – Yes	Garcia –	Molloy – Yes	Serrano - Yes	Vukotich –

The motion carried.

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**Approval of the Minutes**

Trustees were presented the following minutes prior to this meeting: April 18, 2019 Academic/Student Affairs and Enrollment Management Committee meeting; all sessions of the April 18, 2019 regular Board of Trustees meeting; and the May 23, 2019 Finance, Buildings and Grounds Committee meeting. No additions or corrections were recommended and the minutes stand as written.

**Chair's Preliminary Announcements**

- Trustee Palos introduced the newly appointed Trustees
  - Dr. Ann Kalayil
  - Mr. Charles Serrano
- Trustee Palos asked Trustees to please consult Directorpoint for all board-related materials and information, including RSVPs to meetings.
- Trustee Palos asked Trustees to note the preliminary 2020 meeting calendar included with the meeting materials.

- Trustee Palos announced that the Trustee Conference scheduled for June 18 has been postponed until the fall.

### **President's Preliminary Announcements**

- Dr. Gibson acknowledged and thanked outgoing Acting Provost and Vice President for Academic Affairs, Dr. Wamucii Njogu for her many contributions to Northeastern Illinois University. Today marks her last Board of Trustees meeting before she retires.
- Dr. Gibson acknowledged incoming Provost and Vice President for Academic Affairs, Dr. Dennis Rome.
- Dr. Gibson acknowledged incoming Dean of the Libraries, Mr. Steven Harris.
- Dr. Gibson thanked Governor Pritzker and state legislators on their efforts in coming to an agreement on a state budget. Northeastern's appropriation was increased by 5% and includes expanded MAP funding and capital improvements funding. Alongside this news, the University has received \$42M for renovations, and a line item appropriation for planning for the new science building.
- Dr. Gibson and Trustee Palos presented resolutions to:
  - Outgoing 39<sup>th</sup> Ward Alderman and double alumna, Margaret "Marge" Laurino
  - Former Trustee and Board Chair, Wes Becton
  - Former Trustee, Bob Biggins (*in absentia*)

### **Opportunity for Public Comment in Accordance with Public Act 91-0715**

Trustee Palos announced the Opportunity for Public Comment. There were 4 requests received prior to this meeting.

1. **Alexandra Graff**; Student – self  
Topic: to thank the Board for their financial assistance in completing her studies
2. **Nancy Matthews**; Faculty – President NEIU UPI  
Topic: to address recommended responses to the IL budget including replacing lost staff and fair pay for employees
3. **Jeff Wade**; Staff – AFSCME Local 1989  
Topic: how NEIU's adherence to its Mission Statement impacts staff and students
4. **Chaelecia Cooper**; Staff – AFSCME Local 1989  
Topic: as local President, to highlight the importance of ongoing negotiations

### **Convene in Closed Session**

At 2:01 p.m., Trustee Palos asked to convene in closed session. Discussion in closed session may include personnel, real estate, and litigation matters. The roll was called and Trustees unanimously agreed to convene in closed session.

### **Reconvene in Open Session**

Trustee Vukotich and Trustee Kalayil left the meeting prior to re-convening in Open Session. At 4:11 p.m., Trustee Fumo, seconded by Trustee Azcoitia, moved that the board re-convene in open session. Roll was called and Trustees unanimously agreed to re-convene in open session.

## **Board Committee Reports**

### Executive Committee

Trustee Palos reported that the Executive Committee was scheduled to meet on June 3, 2019, but was unable to achieve a quorum and therefore the meeting did not take place.

### Academic/Student Affairs and Enrollment Management Committee

Trustee Palos announced that the Academic/Student Affairs and Enrollment Management Committee met this morning at 10:00 a.m.

The committee was briefed on the following items, two of which are presented today for Board Action and have the endorsement of the committee:

- Tenure and Rank recommendations for:
  - Dr. Dennis Rome, Provost and Vice President for Academic Affairs
  - Steven Harris, Dean of the Libraries
- Committee Metrics Dashboards
- Learning Management System, Desire2Learn (D2L) Contract
- Retention presentation by Dr. Frank Gaytan

Trustee Palos invited Dr. Kate Hahn to present on the recent change in agreement between the University and Desire2Learn (D2L), the University's learning management system. Since contracting independently with the University in 2012, D2L has become an IPHEC vendor. This change in designation means the University will no longer seek the board's approval to renew the vendor contract for one-year increments as was agreed to in the former contract. The University has entered into a three-year agreement with D2L.

Trustee Palos invited questions and discussion about these report items. There was no further discussion.

### Audit Committee

On behalf of the Audit Committee Chair, Trustee Stein, Trustee Palos reported that the Audit Committee had not met since April and is not presently scheduled to meet again until the fall.

### Finance, Buildings and Grounds Committee

Trustee Eagle reported that the Finance, Buildings and Grounds Committee met on Thursday, May 23 at 9:00 a.m. in the Student Union on the main campus. The minutes from this committee meeting are included in today's board materials.

The committee was briefed on the following items and five items presented for Board Action today have the endorsement of the committee:

- Purchases of \$100,000 or More: Detention Basin Expansion Project
- Purchases of \$100,000 or More: Master Agreement for Roof and Façade repairs
- Purchases of \$100,000 or More: Media Buyer Services
- Update from the President on the Vice President for Finance and Administration search and request to engage a search firm
- Preliminary FY2020 Operating Budget
- 3rd quarter budget to actuals
- Construction Report
- Purchases greater than \$50,000 but less than \$100,000

Trustee Eagle presented the following item as it was not ready in time for their May 23 meeting and asked Trustees if they had any questions:

- Purchases of \$100,000 or More: A'viands Food and Services Management contract renewal

Trustees asked for and were given assurance that the renewal met the standard of the state procurement rules. Vice President for Student Affairs, Daniel Lopez, further assured Trustees that the University had completed a customer satisfaction survey about A'viands, and sought input from the Student Government Association. The feedback was positive about the quality and good service provided by the vendor. Trustees expressed concern that this item was being brought for a vote without having had the opportunity for a more thorough understanding of the food service operations at Northeastern ahead of time.

Trustee Eagle invited any other discussion about these report items. There was no other discussion.

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Dr. Gibson asked the Acting Provost, Dr. Wamucii Njogu, to recognize the recently tenured and promoted faculty who were in attendance, and to receive their tenure pin.

#### **President's Report**

The entire President's Report is incorporated herein by reference.

#### **Action Item I. A. Approval of Tenure and Rank recommendation for the Provost and Vice President for Academic Affairs, Dr. Dennis Rome.**

Because the Student Trustee is not permitted to vote on matters of tenure, the remaining appointed Trustees present did not represent a quorum of the board; therefore this vote will be deferred to the September Board of Trustees meeting.

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#### **Action Item I. B. Approval of Tenure and Rank recommendation for the Dean of the Libraries, Mr. Steven Harris.**

Because the Student Trustee is not permitted to vote on matters of tenure, the remaining appointed Trustees present did not represent a quorum of the board; therefore this vote will be deferred to the September Board of Trustees meeting.

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#### **Action Item I. C. Expenditures of \$100,000 or More: Approval of Detention Basin Expansion Project**

Trustee Eagle, seconded by Trustee Azcoitia, moved to approve the expansion of the detention basin to accommodate the added storm water detention required for additional buildings such as the proposed College of Education and future buildings. The bid has now been updated, reviewed, and approved by the architect of record and the Chief Procurement Officer. The 2015 base bid was for \$608,428. The updated cost of the project is \$931,000.00 with the work to be completed by Accel Construction Services Group, LLC of Chicago, IL.

**Discussion:** There was no discussion.

**(Action Item I. C., con't.)**

Roll was called and the vote was as follows:

Azcoitia – Yes	Fumo - Yes	Kalayil -	Palos – Yes	Stein –
Eagle – Yes	Garcia –	Molloy – Yes	Serrano - Yes	Vukotich –

The motion carried.

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**Action Item I. D. Expenditures of \$100,000 or More: Approval of QBS Master Agreement for Roof and Façade Repairs**

Trustee Molloy, seconded by Trustee Eagle moved to approve the Master Agreement for Architectural/Engineering services for expenditures related to the Architectural/Engineering Vendors for future roof and exterior wall maintenance projects. This award is for an annual amount of \$100,000 per vendor. The contracts are for three years and will allow the University to utilize any of the three selected vendors on an as-needed basis without having to enter into a separate contract for each project.

**Discussion:** There was no discussion.

Roll was called and the vote was as follows:

Azcoitia – Yes	Fumo - Yes	Kalayil -	Palos – Yes	Stein –
Eagle – Yes	Garcia –	Molloy – Yes	Serrano - Yes	Vukotich –

The motion carried.

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**Action Item I. E. Expenditures of \$100,000 or More: Approval of Media Buyer Services Agreement**

Trustee Eagle, seconded by Trustee Molloy moved to approve the selection of Carnegie Dartlet LLC, to manage the purchasing of advertising for the University in an amount not to exceed \$1 million per fiscal year. The media buyer's primary functions are:

- to provide media buying services for multiple media campaigns
- to consult and recommend marketing strategies
- to capture data and metrics related to return on investment
- to allow the University to gain additional advertising and volume discounts through bulk purchasing

**Discussion:** Trustees asked clarifying questions about the total amount spent in the past and how the buyer structures its fees, along with how the University measures return on investment. Trustees asked for a more detailed overview of the marketing/applicant funnel at the next committee meeting.

Roll was called and the vote was as follows:

Azcoitia – Yes	Fumo - Yes	Kalayil -	Palos – Yes	Stein –
Eagle – Yes	Garcia –	Molloy – Yes	Serrano - Yes	Vukotich –

The motion carried.

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**Action Item I. F. Expenditures of \$100,000 or More: Approval of Preliminary FY2020 Operating Budget**

Trustee Serrano, seconded by Trustee Molloy moved to approve the FY2020 Preliminary Operating budget consisting of combined General Operating and Restricted Funds totaling \$148,352,200.00.

**Discussion:** There was no discussion.

Roll was called and the vote was as follows:

Azcoitia – Yes	Fumo - Yes	Kalayil -	Palos – Yes	Stein –
Eagle – Yes	Garcia –	Molloy – Yes	Serrano - Yes	Vukotich –

The motion carried.

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**Action Item I. G. Expenditures of \$100,000 or More: Approval of Concessionaire Contract Renewal for A’viands Food and Services Management**

Trustee Serrano, seconded by Trustee Molloy moved to approve the renewal of the contract between the University and A’viands Food and Services Management for the next four years.

**Discussion:** Trustees asked clarifying questions about the contract renewal term.

Roll was called and the vote was as follows:

Azcoitia – Yes	Fumo - Yes	Kalayil -	Palos – Yes	Stein –
Eagle – Yes	Garcia –	Molloy – Yes	Serrano - Yes	Vukotich –

The motion carried. Trustees reserved the right to revisit this matter.

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**Action Item I. H. Approval to Engage a Search Firm for the Vice President for Finance and Administration search**

Trustee Serrano, seconded by Trustee Eagle moved to approve the engagement of an external search firm to assist in employing a Vice President for Finance and Administration. This additional step helps overcome the failed internal search conducted over the past spring.

**Discussion:** Trustees asked what the University expects to spend on a professional search, and impressed that the winning firm should make extra efforts to reach the widest possible audience of qualified applicants.

Roll was called and the vote was as follows:

Azcoitia – Yes	Fumo - Yes	Kalayil -	Palos – Yes	Stein –
Eagle – Yes	Garcia –	Molloy – Yes	Serrano - Yes	Vukotich –

The motion carried.

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**General Counsel’s Report**

Trustee Palos announced that the General Counsel’s Report was distributed to the Trustees prior to the meeting. Trustees had an opportunity to ask questions during Closed Session and the report stands as submitted.

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### **Old Business**

Trustee Palos asked if there was any old business. No old business was raised.

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### **New Business**

Trustee Palos asked if there was any new business.

Trustee Palos read aloud a Board resolution honoring the outgoing Student Trustee, Elena Molloy, and President Gibson presented her with the framed document.

Trustee Azcoitia, seconded by Trustee Molloy, moved to approve the destruction of verbatim records from the executive session portion of the November 16, 2017 Board of Trustees meeting.

**Discussion:** There was no discussion.

Roll was called and the vote was as follows:

Azcoitia – Yes	Fumo - Yes	Kalayil -	Palos – Yes	Stein –
Eagle – Yes	Garcia –	Molloy – Yes	Serrano - Yes	Vukotich –

The motion carried.

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Trustee Molloy, seconded by Trustee Eagle, moved that the confidential written minutes of the executive session portion of the Finance Committee meeting held on May 14, 2018, and the executive session portion of the Board of Trustees meeting held on June 14, 2018 no longer require confidential treatment and are available for public inspection.

**Discussion:** There was no discussion.

Roll was called and the vote was as follows:

Azcoitia – Yes	Fumo - Yes	Kalayil -	Palos – Yes	Stein –
Eagle – Yes	Garcia –	Molloy – Yes	Serrano - Yes	Vukotich –

The motion carried.

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In February 2019, the former Board Chair, Wes Becton, left the board. At that time, Vice Chair George Vukotich became the Acting Chair. Today, Trustees considered how to proceed with officer elections. With the matter of the Chair election, and with two other Trustees not in attendance, Trustee Palos asked Trustees if they wished to proceed with Chair elections today. Trustees agreed to proceed with an election today.

Trustee Palos asked for nominations for the office of Chair of the Board. Trustee Serrano, seconded by Trustee Fumo nominated Jim Palos for the office of Chair. Trustee Palos accepted the nomination and called for any other nominations. There were no other nominations. Trustee Palos was named the new board Chair.

With Trustee Palos named as the new board Chair, the office he formerly held became vacant. Trustee Palos asked for nominations for the office of Secretary. Trustee Azcoitia, seconded by Trustee Fumo nominated Trustee Eagle. Trustee Eagle accepted the nomination. Trustee Palos asked for any other nominations. Seeing none, Trustee Eagle was named as Secretary. Board officer elections are slated to take place again in 2020.

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Chair Palos announced the following upcoming events:

▸ **Upcoming Events**

- **Chuck Kane Golf Outing** will take place at the Chevy Chase Golf Course in Wheeling, IL on Monday, August 5.
- **Next Board Meeting:** Thursday, September 19, 2019 at 1:00 p.m. on the Main campus.

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**Adjourn**

At 5:17 p.m., Chair Palos asked for a motion to adjourn the meeting. Trustee Molloy, seconded by Trustee Azcoitia moved to adjourn the meeting. The meeting was adjourned by acclamation.

Jim Palos, Chair  
Karl Voigt, Assistant Board Secretary  
approved September 19, 2019