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MINUTES OF THE SPECIAL MEETING OF THE BOARD OF TRUSTEES
SOUTHERN ILLINOIS UNIVERSITY
MAY 29, 2020

Pursuant to notice, a special meeting was called by the Chair of the Board of Trustees of Southern Illinois University, and the meeting convened at 10:04 a.m., Friday, May 29, 2020, in the Large Dining Room of the Stone Center, Southern Illinois University System Office, Carbondale, Illinois, and via Zoom videoconference. The meeting was called to order by Chair Gilbert. The following members of the Board were present:

Hon. J. Phil Gilbert, Chair
Dr. Ed Hightower, Vice Chair – via Zoom videoconference
Mr. Roger Tedrick, Secretary – via Zoom videoconference
Mr. Ed Curtis - via Zoom videoconference
Dr. Brione Lockett - via Zoom videoconference
Ms. Mackenzie Rogers - via Zoom videoconference
Dr. Subhash Sharma - via Zoom videoconference
Mr. John Simmons - via Zoom videoconference

The following Board member was absent:

Ms. Amy Sholar

The Executive Secretary reported and the Chair determined that a quorum was present.

Also present for the duration of the meeting were Dr. Dan Mahony, President; Mr. Lucas Crater, General Counsel; and Ms. Misty Whittington, Executive Secretary of the Board. Interim Chancellor John M. Dunn, SIUC; Chancellor Randall Pembroke, SIUE; and Dean and Provost Jerry Kruse, SIU School of Medicine; attended the meeting via Zoom videoconference.

The Chair asked that General Counsel Crater speak to the Open Meetings Act variation the Board was operating under pursuant to Governor Pritzker's directive. Mr.

Crater reviewed that the Open Meetings Act requires that a meeting of a public body must have a quorum physically present at the same location, and members are allowed to join by videoconference or teleconference for limited circumstances. Mr. Crater reported that Governor Pritzker's Executive Order 2020-07 suspended elements of the Open Meeting Act and allows a quorum to be established via videoconference or teleconference so as to allow public bodies to conduct business due to the COVID-19 pandemic. That Executive Order was extended, by a subsequent Order, through May 29, 2020.

At approximately 10:07 a.m., Chair Gilbert moved that the Board go into closed session to consider pending, probable or imminent court proceedings against or on behalf of the Board; matters relating to individual students; and information regarding appointment, employment, compensation, discipline, performance or dismissal of specific employees of the public body. The relevant sections of the Open Meetings Act Statute that allow for the closed session are 5 ILCS 120/2(c) (1), (10), and (11). The motion was duly seconded by Trustee Sharma. The motion carried by the following recorded vote: aye, Mr. Ed Curtis, Hon. J. Phil Gilbert, Dr. Ed Hightower, Dr. Brione Lockett, Ms. Mackenzie Rogers, Dr. Subhash Sharma, Mr. John Simmons, Mr. Roger Tedrick; nay, none. (G108 0 Tc 8)

APPROVAL OF SALARY AND APPOINTMENT: INTERIM DEAN,
COLLEGE OF MASS COMMUNICATION AND MEDIA ARTS, SIUC

Summary

Constituency Involvement

With the assistance of the search firm WittKieffer, a 23-person committee participated in a six-month national search, beginning with 26 candidates and nine semi-finalists, which resulted in three finalists. The committee was comprised of faculty, staff, students, and alumni representing the University's principal stakeholders. The two-day virtual interviews of the finalists involved much of the campus community, including the SIU

CHANCELLOR EMPLOYMENT AGREEMENT

This Chancellor Employment Agreement (“Agreement”) is made and entered into this _____ day of May, 2020 (hereinafter the “Effective Date”), by and between the Board of Trustees of Southern Illinois University, a body politic and corporate of the State of Illinois, hereinafter the “University,” and Dr. Austin Lane. The University and Dr. Lane may hereinafter be referred to, individually, as a “party” or, collectively, as the “parties.”

Article I

THE UNIVERSITY’S AGREEMENTS WITH THE CHANCELLOR

1.1 Employment. The University appoints and employs Dr. Austin Lane to be Chancellor of Southern Illinois University Carbondale, hereinafter “Chancellor.” The Chancellor shall serve as the chief executive officer of Southern Illinois University Carbondale, hereinafter “SIUC,” under the supervision and direction of the President of Southern Illinois University, hereinafter the

- i. At the direction of the President, represent SIUC in its relationship to external entities, including but not limited to local, state, and federal government;
- j.

5.8 Notices.

President Mahony spoke to Dr. Johnson's concerns about recent reports of Dr. Lane's record at Texas Southern University. He noted the referenced 28 percent increase was a cumulative increase and was not factually inaccurate, it was a different way to calculate it. He offered to share the calculation with others. The President reported that the news in the Houston Chronicle on the prior day was not new. The President noted that he reviewed a copy of a letter from the Texas Higher Education Coordinating Board that had investigated an anonymous claim; it found no irregularities, and the matter was closed. President Mahony noted that the report did not compare the three years during Dr. Lane's tenure to three years prior to his arrival. The President noted Dr. Lane's large retention rates were impressive, which to him seemed to be in conflict with the claim of allowing less qualified students at Texas Southern University. President Mahony reported that he did look at the matter thoroughly to see if there was anything to be concerned about, and there was not.

Chair Gilbert noted Dr. Lane would like to get started in mid-June to have some time with Chancellor Dunn.

Trustee Tedrick moved for approval of the item. The motion was duly seconded by Trustee Sharma. The motion passed by the following recorded vote: aye, Mr. Ed Curtis, Hon. Phil Gilbert, Dr. Ed Hightower, Dr. Brione Lockett, Ms. Mackenzie Rogers, Dr. Subhash Sharma, Mr. John Simmons, Mr. Roger Tedrick; nay, none.

Chair Gilbert thanked Chancellor Dunn for his service to the Carbondale campus on an interim basis over an 18-month period. President Mahony added his thanks to Chancellor Dunn and noted the Chancellor ended his tenure dealing with an unexpected pandemic, and the Chancellor had been very helpful to him in his transition to President.

Chair Gilbert presented outgoing Student Trustees Brione Lockett and Mackenzie Rogers with certificates for their service on the Board.

Chair Gilbert announced that the next Board of Trustees meeting was planned for July 9, 2020, at the Southern Illinois University School of Medicine in Springfield. He noted that the meeting format may be determined by whether Governor Pritzker extends the Executive Order to continue allowing Board meetings to be held remotely. The Chair expressed hope that the meeting format would return to normal by the September meeting. He reported that a news conference would be held upon adjournment of the meeting.

Trustee Tedrick made a motion to adjourn the meeting. Trustee Rogers seconded the motion. The motion passed unanimously by voice vote.

The meeting adjourned at 11:07 a.m.

Misty D. Whittington, Executive Secretary