

**MINUTES OF
THE BOARD OF TRUSTEES OF GOVERNORS STATE UNIVERSITY
QUARTERLY MEETING OF THE COMMITTEE OF THE WHOLE**

A regular meeting of the Committee of the Whole of the Board of Trustees of Governors State University (the “Board” and “GovState,” respectively), an Illinois body politic and corporate, was held in person and via audio-videoconference at GovState’s University Park Campus in Engbretson Hall on October 27, 2025, beginning at approximately 9:00 am. The purpose of the meeting was to conduct the business described in the agenda posted for public notice before 9:00 am on October 25, 2025, in accordance with Section 2.02 of the Illinois Open Meetings Act. 5 ILCS 120/ *et seq.* Before the meeting, each Trustee received books with materials corresponding to the action items, copies of which are maintained with the Board records.

I. MEETING DETAILS

Meeting Chair: James Kvedaras

Minutes Recorded By: Therese King Nohos, General Counsel

II. ATTENDEES

Chair Kvedaras confirmed a quorum was present given the presence of the following

Trustees in attendance in person at the start of the meeting:

- James Kvedaras, Trustee and Chair
- Stacy Crook, Trustee and Vice-Chair (arrived at approximately 9:30 am)
- Karen Nunn, Trustee and Secretary
- Brett Porter, Student Trustee

- Judith L. Mitchell, Trustee
- Angelica Zuniga, Trustee

President Joyce C. Ester, Ph.D., *ex-officio* Board member and chief executive officer of GovState, was present, as were the following members of the President’s Cabinet who appeared in person:

- Joshua R. Allen, MPS, SHRM-SCP, Vice President of Human Resources;
- Villalyn Baluga, Associate VP for Finance and Chief Financial Officer;
- Janelle A. Crowley, PhD, Chief of Staff, President’s Office;
- William Davis, Vice President, External Affairs;
- Maureen Kelly, Executive Director, Government Relations;
- Paul McGuinness, MA, Vice President for Student Affairs and Enrollment Management;
- Joi F. Patterson, PhD, Chief of Institutional Engagement and Excellence;
- Therese King Nohos, JD, Vice President, General Counsel;
- Patricia O’Neal, Executive Assistant to the President; and
- Beverly Schneller, PhD, Vice President, Provost and Chief Academic Officer.

Mr. Joshua Sopiartz (Faculty Senate President), Ms. Susie Morris (Civil Service President), and Mr. Sean O’Brien (Student Senate President) were present as well.

III. ABSENCES

Frances Pao-Han Kao, Trustee
Anibal Taboas, Trustee

IV. CALL TO ORDER

The meeting was called to order by Chair Kvedaras at approximately 9:00 am. He welcomed the new Student Trustee, Brett Porter, who introduced himself.

V. LAND ACKNOWLEDGEMENT STATEMENT

The Land Acknowledgment Statement was read by Trustee Porter.

VI. PUBLIC COMMENTS

There was no public comment.

VII. CHAIR'S COMMENTS

Chair Kvedaras gave opening comments, including that it is a challenging time for higher education and that the Board was appreciative of President Ester's leadership.

VIII. APPROVAL OF PROPOSED AGENDA AND MEETING MINUTES

Chair Kvedaras asked for a motion to approve the proposed agenda. Trustee Mitchell so moved, seconded by Trustee Nunn. The motion passed unanimously. Chair Kvedaras then asked for a motion to approve the meeting minutes from June 16, 2025 as presented. Trustee Zuniga so moved, seconded by Trustee Mitchell. The motion passed unanimously.

IX. INFORMATION ITEMS

First, a representative from Old National gave a presentation on the University's investment account, which is actively managed. It is invested largely in government bonds, earns rates higher than certificates of deposit, is very liquid, and does not incur fees for early liquidation (unlike certificates of deposit). He then discussed the state of the economy. He reported that the balance of the account as of the end of September 2025 was \$25.7 million, which is about \$14 million less than when the account was opened. Questions from the Board ensued.

Second, Mr. Josh Sopiarsz, President of the Faculty Senate, reported on the Faculty Senate. His report included noting that the Faculty Senate is fully rostered and that he was re-elected to a two-year term as President.

Third, Civil Service President Sussie Morris reported on the activity of Civil Service Senate,

including that GovState hosted the state-wide annual conference for the Illinois state universities' civil service employees.

Fourth, Student Senate President Sean O' Brien reported on behalf of the Student Senate, including that the Senate is focused on addressing student concerns and strengthening collaboration with the Administration. A discussion ensued regarding progress on the soccer field, which Associate Vice President John Potempa addressed.

Fifth, Dr. Clare Tang gave an update on the University's efforts in drone innovation and research. A discussion ensued.

Sixth, Vice President Paul McGuinness gave an update on Fall 2025 enrollment figures; a copy of his report is attached hereto as Exhibit A. He reported that Fall 2025 was the second-largest freshmen class in University history, that retention was the highest it has been, and that housing is operating a full capacity. A discussion ensued regarding off-campus housing.

Seventh, Associate Vice President and Chief Financial Officer Villalyn Baluga gave the University's 5-Year Financial Report, which was included in the Board Book materials. An extended discussion ensued regarding use of reserves to pay for ordinary operational expenses and what actions were being taken to reduce expenses. The Board took a brief break at 11:20 and resumed its session at 11:30. Ms. Baluga continued her report, including an update on the most recent financial audit statements.

Finally, Chair Kvedaras gave an update on the Civil Service Merit Board, which met on August 19, 2025.

X. PROPOSED ACTION ITEMS

As otherwise set forth in the Agenda, the following action items were presented for discussion:

- Resolution 26-11: Approve Fiscal Year 2026 Operating Budget and Authorize Submission to the Illinois Board of Higher Education (IBHE);¹
- Resolution 26-12: Approve Fiscal Year 2027 Operating Resource Allocation Management Program (RAMP) Appropriations Request Budget and Authorize Submission to IBHE;
- Resolution 26-13: Approve Fiscal Year 2027 Capital RAMP Improvement Budget and Authorize Submission to IBHE;
- Resolution 26-14: Board Review and Approval of the University's Mission Statement;
- Resolution 26-15: Approve Faculty Emeritus Designation for Dr. Jessica Bonner, Communication Disorders;
- Resolution 26-16: Approve Proposal to Waive First Reading of Amendment to Board of Trustee Regulation II and Publish for Public Comment;
- Resolution 26-17: Approve Proposal to Waive First Reading of Amendment to Proposed Change to Board of Trustee Regulation III and Publish for Public Comment;
- Resolution 26-18: Approve Proposal to Waive First Reading of Amendment to Proposed Change to Board of Trustee Regulation V and Publish for Public Comment;
- Resolution 26-19: Approve the Request for Administrative Leave pursuant to the Board of Trustees Regulation Section II.E.8(a);
- Resolution 26-20: Approve Presidential Goals for Fiscal Year 2026; and
- Resolution 26-21: Approve appointment of Interim Chief Financial Officer/AVP of Finance, Ms. Villalyn Baluga, as Treasurer to the Board of Trustees.

XI. CLOSED SESSION

Chair Kvedaras asked for a motion to go into closed session to discuss (i) the appointment, employment, compensation, discipline, performance, or dismissal of specific employees or specific individual contractors pursuant to 5 ILCS 120/2(c)(1); (ii) collective bargaining pursuant to 5 ILCS 120/2(c)(2); and (iii) ongoing litigation pursuant to 5 ILCS 120/2(c)(11). Trustee Mitchell so moved

¹ Ms. Baluga noted a correction to the Executive Summary accompanying this Resolution, which erroneously stated that enrollment had declined 1% in Fall 2025 instead of 0.5%.

and Trustee Crook seconded. On roll call vote, the motion passed unanimously. The open session of the meeting adjourned at approximately 12:45 pm and reconvened at approximately 1:25 pm.

XII. ADJOURNMENT

There being no other old or new business, Chair Kvedaras then asked for a motion to adjourn. Trustee Mitchell so moved, and Trustee Zuniga seconded. The motion passed unanimously. The open session of the meeting adjourned at approximately 1:30 pm.

Approved this 5th day of December 2025



James Kvedaras, Chair



Karen Nunn, Secretary