SPECIAL BOARD MEETING ~ 7:00 P.M.

AGENDA

1. CALL TO ORDER

2. PLEDGE OF ALLEGIANCE

3. ROLL CALL

4. PUBLIC COMMENT

5. FOR INFORMATION
   a. 9/10/14 CODFA Vote of No Confidence Resolution
   b. 5/15/15 Higher Learning Commission Letter
   c. 10/10/15 Higher Learning Commission Team Report + Cover Letter
   d. 11/12/15 Collins letter to Higher Learning Commission
   e. 12/16/15 Higher Learning Commission Action Letter
   f. Initial Draft January 21, 2016 Plan of Action

6. CONSENT AGENDA
   a. Ratification of New Employment Contracts
   b. Approval of Non-Renewal of Faculty Appointments
   c. Approval of Programming Agreement with Chicago Public Media, Inc.
   d. Approval of 40 additional consulting service hours by Robert E. Dickeson.
   e. Facility Master Plan—Approval of Perkins & Will for Architectural Services
   f. Facility Needs Analysis—Approval of Perkins & Will for Architectural Services
   g. Bid for MAC Electronic Theater Control System
   h. Approval of Payments
      1. Legal Fees
      2. Consulting Service Fees
7. **APPROVAL of Independent Investment Management Firm for College Funds**

8. **PRESENTATION: Faculty Response to the Higher Learning Commission Action Letter; Prior Faculty Vote of No Confidence**
   a. COD Faculty Association
   b. COD Adjunct Association
   c. Further open faculty comment
   d. Discussion

9. **UPDATE: Introductory Overview of In-House Legal Counsel (Presentation #1 by Administration Representatives)**

10. **APPROVAL of Perkins & Will for SSG Miller Honorarium and Commemorative Displays**

11. **TRUSTEE DISCUSSION**

12. **Calendar Dates / Campus Events**
   - Thursday, March 3, 2016 – Special Board Meeting – SRC-2000 at 7:00 p.m.

13. **CLOSED SESSION (without reconvening in open session)**

14. **ADJOURN**

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FUTURE MEETINGS

7:00 p.m. – Special Board Meeting – SRC-2000
Thursday, March 3, 2016

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FINAL AGENDA SUBMITTED AND POSTED pursuant to Board Policy No. 5-60; 5-65; 5-120; 5-130 and Administrative Policy No. 15-205.

Deanne M. Mazzochi, Vice Chair/Acting Chair

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POSTED:

2/23/16
(Date)
INFORMATION

a. 9/10/14 CODFA Vote of No Confidence Resolution

b. 5/15/15 Higher Learning Commission Letter

c. 10/10/15 Higher Learning Commission Team Report + Cover Letter

d. 11/12/15 Collins Letter to Higher Learning Commission

e. 12/16/15 Higher Learning Commission Action Letter

f. Initial Draft January 21, 2016 Plan of Action
RESOLUTION

NO CONFIDENCE IN DR. ROBERT L. BREUDER,
PRESIDENT OF THE COLLEGE OF DUPAGE

DECLARED BY THE COLLEGE OF DUPAGE FACULTY

September 10, 2014

We, the faculty of the College of DuPage, hereby inform the Board of Trustees that we lack confidence in the leadership of Dr. Robert L. Breuder. He has shown repeatedly that he lacks the basic qualities and skills necessary to lead the institution ethically and responsibly.

WHEREAS, we expect that the President would be a person:

* who is able to establish fiscal priorities that are consistent with the College’s mission to educate and a respect for the College’s responsibility to the taxpayers

* who has a high level of skill in academic leadership, management, and administration, and an ability to balance those roles

* who is capable of implementing effective change by building trust in a community of sometimes strongly divergent views

* who is an inspirational leader with a clear vision and the ability to rally support for his ideas; and

WHEREAS, we require that the President must:

* be a person of great integrity

* treat everyone (board members, faculty, staff, students, citizens of the district) with respect and dignity

* be willing to put together the best possible team of leaders, inspire those leaders, and have the courage to remove ineffectual leaders

* believe in shared governance, seek input from various groups, use that input in making timely decisions, and be both patient and expedient

* have extensive teaching and administrative experience, understand and respect the unique culture of community colleges, and believe strongly in the Community College mission of the State of Illinois; and
WHEREAS, we deserve a President who:

* fosters excellence in people and academic programs

* can appreciate the history, culture, and the core ethical values of the College of DuPage and its community; and

WHEREAS, it is beyond dispute that these are the fundamental qualities a community college president should have; qualities that are essential to the performance of the job, it is clear that Dr. Robert L. Breuder has shown over his six year tenure that he has lacks these basic qualities and has repeatedly failed to live up to the most basic requirements of his job.

NOW, THEREFORE, BE IT RESOLVED,
That the College of DuPage Faculty have no confidence in the leadership of Dr. Robert L. Breuder, President of the College of DuPage, and that we ask the Board of Trustees of Community College District 502 to seek new leadership for the College. Furthermore, this statement of resolution has been published to the faculty prior to their vote of support for it. Facts and dates for particular actions by the president causing this lack of confidence are enumerated below.

Last July, a local taxpayer transparency group obtained an email dated May 9th that was sent by Dr. Breuder to the Board of Trustees. The email detailed a plan to press Governor Quinn for money that had been slated to the college for a building project that had already been completed. In the e-mail, Dr. Breuder states: "There is always the option of telling the Governor we want the money, will bank it until we figure out how to use it, and then build something,” As well as acknowledging that there is, "Perhaps no real need" and that it’s "Politically attractive” The local and national press republished the story resulting in negative publicity for the school and additional problematic fallout. Though the revelation of Dr. Breuder’s email has caused a crisis at the College of DuPage, it is only the latest in a long list of dubious actions that calls into question his ability to continue to lead this College. Taken together, the actions demonstrate beyond a doubt that he lacks the basic qualities and skills necessary to lead the College of Dupage ethically and responsibly. The following is a partial list of these actions.

1a. For six years, Dr. Breuder has failed to establish fiscal priorities that are consistent with the College’s mission of educating the District 502’s residents and a respect for the College’s responsibility to the taxpayers and students. He has squandered large portions of $550 million dollars slated to renovate and rebuild the College over the last six years by spending money on projects not associated with the academic mission of the College. These vanity projects diverted funds needed to renovate and expand the classrooms and spaces related to the academic mission of the College.

- He directed a massive expenditure of tax dollars on building and refurbishing that failed to address the college’s most pressing need in fulfilling its mission: sufficient instructional space.
- He shifted 30 million dollars from the reserve fund, built up from deliberately underspent operational budgets, to build a Teaching and Learning Center. He did so to attempt to “shake loose” 20 million dollars more in previously promised but undelivered State funding. (May 9, 2014)
- He de-annexed the College from Glen Ellyn, creating unnecessary lawsuits and expenses as well as bad blood between the College and Glen Ellyn. (2011 - 2012)
- Under his leadership, the LEEDS bioswales were destroyed. These LEEDS certified, sustainable, landscape elements were installed in 2006 – 2007 to remove silt and pollution from surface runoff water as a part of Phase 2 of the College’s Roadway, Parking Lots and Associated Landscape Improvements at a cost of $16 million dollars. (2009 - 2010)
- He has authorized extensive non-native and non-sustainable landscaping on campus because he claims, without support, that this is the best way to attract new students to campus. No cost benefit analysis was done before this authorization nor has one been done since. (2009 - present)
- He authorized and supervised the planting of expensive, adult non-native trees at the cost of at least $8,000 a tree. Nonnative plants and nonrenewable flower islands have driven up initial landscaping costs and ongoing maintenance costs for the college campus. (2009 - present)
- As a result of the massive planting of non-native species on campus and the destruction of the College’s natural prairie spaces, upkeep of the campus has become very labor intensive with the need to constantly mow, water, and prune non-native species and plant large numbers of annuals each year. This expensive and time consuming upkeep will need to continue into the future. Our natural areas allowed the College to conserve on spending in the past and he has destroyed this possibility for the future without any rational explanation or justification.
- He installed a campus wide irrigation system in order to water nonnative plants and trees. In 2012, water budget was at least $100,000 to maintain non native plants. (2013 - 2014)
- He claimed the hill to the East of the Physical Education building looked better covered in sod than in prairie plants and so authorized the sodding of the hill despite the initial expense of sodding and ongoing upkeep of the sod.
- Under his direction, parking lots have been paved and re-paved redundantly (2009 - present)
- Without faculty input and without regard for campus needs, he commissioned a 29 foot waterfall sculpture from John Medwedeff for a total cost of $500,000. Medwedeff created a 27 foot waterfall sculpture for Harper College’s campus at the time Dr. Robert Breuder was President of Harper showing that the waterfall does not represent a unique vision for renovations at the College of Dupage. It also clearly fails to serve the needs of the students who are more concerned with tuition and expenses than with decorative waterfalls. (2012 - 2013)
- He spent millions of Facility Referendum revenue to build, decorate and equip Waterleaf Restaurant and its wine cellar. The for-profit restaurant does not support the academic mission of the College and competes directly with local restaurants.
- He built and furnished a Boutique Hotel that competes with comparable local hotels with below market prices. The hotel serves no educational purpose.
Under his direction, the Berg Instructional Center [BIC] architect announced to an internal visioning committee made up of faculty and administrators, that money is to be redirected from the BIC plan and be reappropriated into Culinary and Hospitality buildings. As a result, the BIC building, which contains the largest percentage of classroom and faculty office spaces on campus, had to change its plans for classroom, faculty, and departmental renovations, because money was siphoned off to pay for massive changes to the Culinary and Hospitality buildings, including the building of Waterleaf restaurant and the Boutique Hotel. (April 2009)

Under his tenure, the campus renovation plans have been changed abruptly and without reason. Buildings have been designed, built, and renovated with insufficient cost/benefit analysis. (2009 - present)

Because of his poor planning, money diversion, and lack of faculty input, there is now insufficient classroom space during peak class hours. (2009 - present)

Under his direction, spaces in the BIC that had been classrooms have been converted into administrative office suites with conference rooms, offices, and office suites, which serve no academic function. (2009 - present)

Under his direction, the presidential suite has been remodeled twice and expanded in size at great expense. This suite serves no academic function. (2009 - present)

Under his direction, classrooms have been designed without sufficient input from faculty. There are now inefficiently designed specialty area classrooms, such as those in homeland security and culinary arts. Despite the large amounts of money spent on renovation, there are now an insufficient number of computer classrooms and insufficient money has been spent updating the technology in classrooms. Smart classrooms have insufficient sound damping and light management. Classrooms, particularly in the BIC have been badly designed for academic use as a result of the lack of faculty input into the process. Dr. Breuder has treated classroom space as an afterthought and failed to understand its importance to students and faculty. (2009 - present)

Dr. Breuder has also diverted large amounts of money from academic endeavors in order to support the projects listed above as well as to build up a $200 million balance fund:

He instructed the Deans that academic budgets are only spent to 90%. The remaining amount has been shifted for six years into the balance fund. Expenditures for supplies, professional development, curriculum development, the honors program, technology and the library were reduced for 2009 - 2011. These were partially restored in 2011, but at much reduced levels. (2009 - present)

He has stated in an article in *The Community College Journal* that was excerpted in the *Community College Times* that his “solvent plan includes raising tuition, growing enrollment and cutting expenses by replacing full-time faculty with part-time adjuncts.” All departments, at the college, particularly those teaching general education requirements have seen an increase in part-time faculty. (July 2011). He later requested a retraction of the above statement.
Under his leadership, academic deans have been instructed to hire as low as possible on the salary matrix rather than focus on quality.

He commissioned a $54,000 mascot statue to be paid for 51% out of student activity fees and 49% out of the construction budget. (September 17, 2012)

He put into the Board Policy manual the possibility for alternate tuition for select programs. This led to the doubling of tuition for nursing and dental hygiene students. (March 2009). He instituted the idea of “variable tuition” for the Pharmacy Technical Program. (2012)

He raised tuition to support the now depleted educational fund while blaming faculty salaries for financial problems and the depletion of the educational fund. At no time did he mention publically the diversion of money from the educational fund to support the new Waterleaf restaurant and boutique hotel, nor was their any mention of the underspent academic budgets to build up the reserve fund. At the July 2014 board meeting, he reduced tuition after claiming the need to raise it just three months before. (2009 - 2014)

Under his direction, the College built and now runs a for profit restaurant that operates at a loss with consumables paid for out of academic funds. Restaurant employees, including waitstaff and dishwashers, report to an Academic Dean. Few students work at or benefit from Waterleaf.

Prior to the opening of Waterleaf, an event was held at the Country Bistro (the restaurant run by Jean-Pierre Leroux, manager-to-be of Waterleaf) that cost $8,445.94. (Aug. 24, 2010 receipt)

Under his direction, the College built and now runs a for profit hotel operated out of academic funds. Employees report to an Academic Dean.

He spent an additional $2,207,750 to install a waterfall on Compass Hill after it had been recently re-landscaped. (Courier, November 4, 2011)

2. He has shown repeatedly that he does not possess the skill necessary to balance his roles in academic leadership, management, and administration.

He has behaved repeatedly in a way that has caused negative national attention to be brought to the College. July 25, 2014 Inside Higher Education’s lead headline was “A careless email has cost one community college president $20 million, and potentially saved Illinois taxpayers that same amount.” The article details the fallout from his May 9, 2014 email to the board.

His repeated efforts to justify his email and his approach to gaining the funding has prompted the executive director of the Illinois Community College Board, Karen Anderson, to describe the College as out of step with other community colleges in the state of Illinois: “I think all the other colleges would approach these requests much differently. It’s not a typical system approach,” and a spokesperson for the Governor to characterize the actions as “extremely alarming” (July 25, 2014)

He has maintained a strict focus on building, while delegating many of the internal responsibilities to a newly created Executive Vice-President. Little attention has been paid to the academic institution itself or the costs for long-term upkeep and maintenance of new spaces and buildings.
• He destroyed some of the natural prairie throughout campus. The prairie is an important outdoor learning space that attracts the public and future students, provides good public relationships through highlighting our active stewardship of the land, refuge for wildlife, and flood control. Care of the natural prairie had been very inexpensive largely limited to mowing of walking path once or twice a year. The public universities in our state are emphasizing their green efforts. Nationally, colleges and universities are scrambling to add sustainable green space and community gardens and his action regarding green spaces on campus demonstrate that he is unaware of national trends regarding green efforts and care of natural resources.

• He restructured the office of public relations and renamed it the COD News Bureau. The Bureau’s purpose is to propagate his political perspective and opinion on internal issues through weekly newsletters, management of the college’s website, and strategically placed articles in local newspapers. The student newspaper, the Courier, is now a branch of this office, with the same oversight and with a restriction on their rights to print freely. In short, he has created a “Ministry of Propaganda,” which he alone oversees.

• He has made numerous inappropriate comments in media indicating that he is completely out of touch with current standards of professional courtesy and decency. The Courier quotes him defending the money he spent on the campus appearance, saying to a Student Leadership Council Representative: “If I was a guy looking for a lady, I’m going to make that judgment call before I even go over to talk to her.” (Courier, Sept 14, 2012)

• He is quoted swearing in a widely distributed and read national publication of higher learning. The article, about the email of May, 2014, quotes him saying “[But] if you build...you’re shit out of luck.” The national embarrassment of the underhanded nature of the email is compounded by the inappropriate profanity. (Inside Higher Ed. July 25, 2014)

• At the Fall 2012 convocation Breuder told faculty that he drank so much the night before at a Waterleaf restaurant event that he had to stay in the campus’ hotel. This projects a negative image of both the school and Dr. Breuder.

• At the Spring 2014 convocation Breuder told faculty that he didn’t see the end of the BCS national championship game because he “drank a bottle of Jim Beam Honey Bourbon and fell asleep.”

3. For six years Dr. Breuder has destroyed trust internally at the college and externally with the College District and so cannot implement effective and responsible changes within the College nor between the College and the district it serves.

• He initiated a protracted and expensive dispute with the Village of Glen Ellyn beginning in 2011 that demonstrated lack of regard for the community. Mediation was eventually required to resolve this dispute, with legal fees on both sides running to several hundred thousand dollars that has been borne doubly by the taxpayers.

• He met with faculty to extract concessions from the faculty’s existing contract. During this session he promised confidentiality to those present. However, he then reported on the meeting
to the press before the topics of the concessions were discussed among the faculty. As a result of breaking this confidentiality, he and his assurances are no longer trusted by the faculty. (May 4, 2010)

- He announced in a *Daily Herald* article that the College had hired him before the Board had finished interviews and before the board had released their decision publically. (October 28, 2008)

- He directed the use of the College’s main web page as a propaganda tool during negotiations with faculty and with the Village of Glen Ellyn. This misuse of College resources prompted at least three board members to call for a halt to the practice. (April 2012) Several faculty indicated that these actions destroyed faculty morale, damaged relationships with faculty, and damaged the reputation of the College.

- He led the entire administration in not showing up to a bridge-building meal with faculty, administrators and the board of trustees by rescinding their invitations the day of the event. (April 2012)

4. Dr. Breuder is a coercive, authoritarian and secretive rather than an inspirational and collaborative leader. Tactics of intimidation and isolation, up to and including threats of dismissal have become commonplace during his tenure, creating a hostile and toxic workplace environment throughout the College. He lacks vision beyond the next building project and so does not bother to rally support from the College community for his ideas.

- He created a workplace environment that the faculty have identified as operating coercively through several key measures on the nationally normed PACE Survey given to all employees by administration. (Spring 2014)

- The culture of intimidation and threats created by his management style has generated a record number of formal grievances, arbitrations, and unfair labor practice claims against the College. He and his management team consistently and willfully violate or misinterpret the faculty’s contract. Rather than working with the faculty to create an exceptional educational experience, he has worked to undermine them at every turn and create conflict where there should be cooperation.

- Under his direction, recent Memos of Understanding crafted as addendums to the faculty contract are interpreted in ways that were not part of the agreement just signed by both sides, which has led to more formal faculty grievances.

- He has publicly attacked individual faculty members and censured them through Human Resources for asking direct questions in open forums. He has created an environment where his word cannot be questioned.

- For purely personal motives and with no justifiable reason, he insisted that the popular student and faculty-supported Community Farm be relocated from its position on the east campus to two temporary sites on the west campus, neither of which were appropriate for the project. These
moves not only disrupted the self-sustaining Farm’s operations but also incurred significant, unnecessary costs to the College.

5. Over the course of his employment at the College of DuPage, Dr. Breuder has demonstrated a pattern of behavior that seriously draws into question his commitment to the College’s core ethical values of honesty, integrity, respect, and responsibility. Individual faculty members, staff, board members, students, and citizens of the district have publicly commented about being treated by him with a lack of respect and dignity.

- He released publically details of his contract with the College prior to the board approval of his hiring. (October 2008)
- He communicated with the press regarding “concessions” made by the faculty in a closed door session of contract discussions. During this session he promised his confidentiality to those present. (May 4, 2010)
- He has censured faculty members for asking questions during public forums. In one case, 204 faculty members signed petitions of support for the censured faculty member. (December 2011)
- He referred to Glen Ellyn as “Shucking and jiving” in the COD This Week and in the aftermath then denied the racist and historical implications of this remark. (July 2011)
- He referred condescendingly to the College as looking like the “Little House on the Prairie” prior to his arrival and that “No seventeen year old wants to move in with Laura Ingalls.” (Crain’s Chicago Business, October 28, 2013)
- He inappropriately joked about the eating habits of a large student athlete during a board meeting. (2009)
- He has exhibited a pattern of arriving late for meetings, showing disregard for the time of staff members, faculty, administrators, and visitors.
- He has walked around and whispered to administrators during Board Meetings to signal dismissal of comments by faculty, the community, and trustees. (June, July 2014)
- He has shown an ongoing pattern of disregard for faculty and student events and performances. He has never attended a Martin Luther King Jr. breakfast, frequently shows up an hour late to student receptions, including a recent scholarship reception. He has never attended the Outstanding Faculty presentation and speech and ignores recipients at the luncheon. When attending honors events, he ignores students. He has exhibited a pattern of writing and whispering during student presentations at board meetings.
- He has shown an ongoing pattern of disregard for faculty at events. For example, directing the cancellation of administrative attendance of the annual Board/Faculty dinner on the day of the event. (April 25, 2012)
- According to negotiators for the Board, he became unreachable for a period of five hours on the last day of contract negotiations with faculty on May 25-26, 2012. This necessitated both the negotiation teams, including the College’s externally hired lawyer, staying at the college until
2:00 AM to complete and sign the new contract. The agreement nearly fell apart because of his disappearance and his micromanagement of the board negotiation team.

6. He has not put together the best possible team of upper level administration, but instead, has hired administrators at very high salaries without comprehensive job searches, contrary to Board Policy 15-5, leading to accusations of cronyism.

- He brought administrators with him from Harper College: Mia Igyarto, Earl Dowling, and Catherine Brod, leaving the impression he is more interested in hiring those who will do what he directs than finding the most qualified person for the job.
- He has hired other senior administrators who have little or no experience at community colleges. Tom Glazer (previously worked at Stroger Hospital) Jim Bente (previously worked at hospitals) Linda Sands-Vankerl, and Lynn Sapyta (previously worked at the Chicago Transit Authority).
- He hired his former parish priest, Fr. Patrick Brennan, as a speaker and as a consultant. (August 20, 2009 and January 19, 2012)
- He hired Jean-Pierre Leroux, a personal friend of the president at the Country Bistro in Barrington, to be the general manager of the Waterleaf and Inn at Waters Edge.
- He hired Diana Martinez to be the new director of the MAC Arts Center, and bragged at the August 21 board meeting that he wooed her personally.
- **He nearly doubled the size of the upper administration.** In 2008, according to the organization chart in the College’s CAFR report there were 7 vice presidents, associate vice presidents, and assistant vice presidents. The organization chart effective July 25, 2013 indicates 13 vice presidents. This does not take into consideration the various directorships.
- Under his leadership there has been a high turnover rate among low-level administrators, which has given us a bad reputation nationally. Faculty on search committees report difficulty filling positions that are nationally very competitive, such as the Associate Dean of Fine and Applied Arts, because of too few applications. This turnover is due to his heavy-handed management style, and it destabilizes the institution.
- He has imposed a business model, wherein associate deans are seen as managers instead of academic leaders and programs are led by managers rather than faculty or educators. He has approved the hiring of associate deans with minimal or no full-time teaching experience.
- He has created a disproportionate salary system for upper administrators and given bonuses to upper level administrators out of education funds. Vice presidents recently hired by him, including Development and Grants, Public Information, and the CFO, earn nearly twice the average salary reported for those positions by the ICCB, as does the vice president of Data Processing. The Chief Academic Officer has the highest reported salary for that position in the state community college system. (*Fiscal Year 2014 Salary Report for the Illinois Public Community Colleges*)
7. He does not demonstrate a commitment to shared governance of the institution with faculty and other constituencies, so does not seek real input from various groups when making decisions. Rather than undertake true efforts at communication with the faculty, the President chooses to “communicate” through weekly missives vetted through Public Relations.

- He does not engage with any group other than his created Senior Management Team. Instead, Dr. Joseph Collins, Executive Vice President, runs the monthly constituency meeting in his place, insulating the President from any valuable input. Instead of engaging with faculty across a wide range of existing formal and informal networks, he created an alternative faculty group that circumvents the role of elected faculty leadership.

- He dissolved Leadership Council after he was hired, the shared governance council that managed the College’s issues through a meeting of faculty and administrators. The current iteration of Shared Governance Council is a hierarchical body that communicates management initiatives to staff and makes recommendations only on constituent initiatives to the president. Governance issues are not brought to the Council. He, alone, dictates all decisions.

- An administrative “white paper” was accidentally sent to faculty leadership that outlined drastic changes to how our counseling colleagues would do their jobs. After the leak, the administration responded by stating that the white paper was just a brainstorming exercise. They then formed the ReSET committee to “enhance the student experience” (Courier, October 7, 2011). This committee was tasked with exploring every avenue in their quest to improve the student experience. At the end of the process the results were written up by several administrators who kept the faculty on the committee in the dark until the last possible minute. The “white paper” recommendations were all included despite the strong objections of the counseling faculty. At the roll out meeting, attended by over 200 faculty members no questions were allowed. (January 2011) One faculty member was censured by the President for attempting to ask a question at this meeting.

- Under his leadership, there have been ongoing changes in policies that affect student enrollment and completion in classrooms without any faculty input into these changes, which include student class withdrawal, incomplete, add and refund policies. With insufficient input, cost analysis and effect on the students’ education could not be completed and so decisions that have a large effect on students and classroom were made improperly.

- He rewrote the board policy manual by himself even thought it had just been revised by a committee of board members. (February 2009)

- He has marginalized faculty leadership. He has repeatedly attacked faculty leadership at board meetings and in his weekly internal missive to employees, COD This Week.

- Rather than answer a question directly addressed to him, he will direct his vice presidents to respond. For example, at a board meeting, Jim Bente, responded condescendingly to Glenn Hansen’s earlier question about the PACE survey results. (June 2014)
• He told a Faculty Senate vice president that he was going to marginalize the vice president. A Unfair Labor Practice against him was filed resulting in an agreement that required him to treat faculty leadership with respect.
• He has censured faculty members for asking about the direction of the institution.
• He reprimanded a faculty member for analyzing COD’s budget figures at a Board of Trustees meeting. They were COD’s own numbers that it published and misinterpreted.
• The administration unveiled “Critical Program Review” or CPR which has been used to silence the faculty advisor for the Courier and to fire a faculty member who was not towing the Breuder line. (Spring 2011)

8. Dr. Breuder neither understands nor respects the unique culture of community colleges and has, through his actions shown that he does not understand the Community College mission of the State of Illinois.

• Under his leadership, College of DuPage has made no significant commitment to developing our online infrastructure or training online instructors. Instead, budgets for online development have shrunk. There are still no budgets for online curriculum development, which will cover the costs of embedded technology in courses, now a standard practice in higher education when a college commits to online education development.
• Under his leadership, the College of DuPage went from being a college that prided itself on its flexibility and innovation to meet its unique, nontraditional student body’s needs to a college with “prime classroom hours,” and a push for enrolling a traditional student body.
• He does not understand that we are a teaching institution and that our value comes through the great teaching that has long been a tradition at the College of DuPage. He has taken every opportunity to devalue and degrade teaching and demoralize teachers.
• Community Colleges, especially the College of DuPage, are the most economically and ethnically diverse colleges in the country. College of DuPage, under Dr. Breuder’s leadership has gone backwards, not forward, in promoting diversity and understanding the economic and social hardship faced by our students. When he became President, all upper level administrators of color either left or were reassigned and not replaced by anyone of color. (2009)

9. He does not foster excellence in academic programs.

• He has eliminated functional academic programs like Graphic Arts Technology and Journalism. Popular community-based programs such as the Community Farm, Buffalo Theatre Ensemble, New Classic Singers, Arts Center Jazz Ensemble have been eliminated despite vocal support from the community for such programs.
• He has redirected the operations of the MAC to support revenue through lowest common denominator entertainment instead of academically significant high quality programming. His
goal appears to be dinner and a show for the well to do, rather than educational and cultural opportunities for the students and community.

- When full-time faculty have retired or resigned, their positions have not been refilled with another full-time faculty member in programs including Photography, Journalism, Foreign Languages, English, and Math. This reduction in full-time faculty members has had a significant impact on student advising, program development, and curriculum development.

- Faculty who coordinate and direct programs teach fewer classes because of the time spent organizing and running the program. They spend most of their time doing administrative work for the program and so teach fewer classes than other faculty members. Under Dr. Breuder’s direction, program directors and coordinators must teach more classes while still maintaining the programs. The extra workload for the faculty member reduces the time the faculty can spend directing the program, reducing overall program quality and student experience.

- Faculty members do not oversee transfer disciplines because he has never implemented Area Coordinators.

- Programs are now run by Classified Personnel Program Specialists, instead of faculty who control the curriculum and serve the academic mission of the college. Program specialists do not meet the same educational requirements that faculty must and the educational integrity of programs has been ignored and severely compromised.

- He reduced all academic budgets while improperly directing operational savings into the Balance Fund: $180,000,000.

- New faculty have been hired at lowest steps of the salary schedule without regard for experience or credentials. This reduces morale and promotes turnover.

- He has directed the reduction of full-time faculty over the last five years from 315 down to 281, negatively affecting the overall student educational experience. (2013 CAFR Report)

- He created a climate that led to more than 60 faculty members leaving in the last 3 years, many taking the early retirement option at a “cost savings” that has resulted in a major “brain drain” at the College.

- Adjuncts are now overseen by two Assistant Deans, not the Deans or faculty of the discipline they are hired to teach. This has negative consequences for the students because academic standards and curricular integrity are not be prioritized outside of the academic discipline.

- The Honors program was reduced and reconfigured by Administration with very little faculty input. The faculty coordinator was told she was being removed from the position by Administration at a meeting.

- Retired full-time faculty members are no longer hired to teach part-time as they had traditionally been. College of DuPage is now one of the few Illinois colleges to not recognize the value of retirees. Dr. Breuder responded to SURS Return to Work legislation with a no-hire policy except with his personal approval.

- In order to get additional funding from the academic fund, programs are made to compete with each other for "Excellence," which is measured through enrollment growth and the ability of the program to make money for the college. This is essentially an internal grant program that pits
programs against each other for resources with no consideration for students served or academic integrity.

- He directed the deans to deny faculty access to negotiated faculty development funds, leaves and sabbaticals, and travel reimbursements for professional conferences in order to underspend their budgets. At the same time, he spent a reported $24,000 on a shooting club membership for himself.
- Corporate speakers touting for-profit education are brought in to speak to faculty regularly and paid for out of professional development funds.
- Under his leadership the Board of Trustee negotiations team negotiated not with the goal of reaching an agreement satisfactory to both sides but to squeeze the faculty without regard to the consequences to academic standards of the College. The result is a loss for both sides and enduring anger on the side of those harmed by this contract.
  - Online class loads were increased to 35 students
  - Program review is no longer in the hands of faculty
  - Class loads for English Composition classes were increased

10. **Dr. Breuder has shown a total lack of respect for the history, culture, and the core ethical values and mission of the College of DuPage and its community by systematically destroying and replacing them with his preferences and vanity projects.**

- He has repeated the false assertion that he is bringing "real management" to the College and that it never had that previously. He made the insulting claim that previous administrations and boards were never “at the table” of previous negotiations.
- He directed the redesign of the Chaparral mascot from a loveable, cartoonish trickster to an angry predatory bird.
- Retired full-time faculty are no longer valued for their experience and cultural memory. Almost every other institutions of higher education in the State of Illinois reworked their human resources systems so they could retain their emeritus and retired faculty members. (Spring 2014)
- He directed a $290,000 “re-branding” campaign for the “New School of Thought” without first showing sufficient need. He hired the outside firm Ologie LLC to create the brand without input from faculty. The end result is an ambiguous “brand” that overlaps with other colleges, such as New York’s famous New School Of Social Thought and a logo that resembles that of the current, popular, and well-known brand H&R Block. (Commissioned Feb 2013; Revealed Spring 2014)
- He tore down the Kent State Memorial without consulting faculty or student leadership. This memorial had been in place for forty years and was a symbol, not only of our College’s concern over the killing of the students at Kent State and Jackson State, but of the kind of collaboration between administration, faculty and the student body we no longer have. (May 2010)
- He eliminated the Buffalo Theater Ensemble, the faculty-led professional theatre in residence, which had a twenty-six year relationship with COD, on the pretext it was “too expensive.”
claimed it cost $80,000 per year and had limited involvement with students, despite a petition signed by several hundred students and letters of support from community members.

- He never restored student/faculty art from public spaces in the College after renovations and instead spent money buying new art pieces with no connection to the students and faculty. For example, the mural from the P.E. building was removed despite support for it from members of the board and community and the removal of the collection of film posters from the library.

We the faculty see the College as a having a fiduciary responsibility to the taxpayers and that fiduciary responsibility has been breached most egregiously by its president, Dr. Robert L. Breuder.

While the recent events detailed in the Chicago Tribune’s editorial, “Use it or lose it,” recount just one example of a coercive style of leadership, overstepping administrative boundaries, and communications of questionable ethics, the faculty have, regrettably, noted, often publicly, a pattern of such behavior throughout the term of the president. The actions listed above exemplify an unnecessarily adversarial style of leadership that overshadows achievements by the current administration. The President’s actions and attitudes have created a level of distraction from the core mission of the College—teaching and learning—that is no longer sustainable for the faculty, students, or community the college is meant to serve.

We the faculty of the College of DuPage feel a responsibility to the taxpayers to protect their investment in the College. We respect the families who have sacrificed so much to support the College and we believe that they deserve to see the traditions of the community college mission respected. Many of the families in this community struggle to meet their responsibilities and have been justifiably upset by what they’ve seen as a squandering of their hard-earned money by Dr. Robert L. Breuder. As with any investment there has to be a return on the investment; money earmarked for education cannot and should not be squandered. We want the college to achieve excellence in all it does to serve students and community and in order to do that, priorities need to be established consistent with the College’s educational mission and the taxpayers’ trust.

Over the past six years, the leadership of CODFA, individual faculty, and concerned retirees have spoken to the College of DuPage Board of Trustees on multiple occasions, both publically and privately, seeking to reveal and resolve these issues, yet the Board has shown little to no interest in investigating the issues repeatedly brought to its attention, and the Board has not issued an official response to the faculty’s direct request for an investigation into the most recent of offences related to the email of May 9, 2014. Therefore, we, the faculty of the College of DuPage, state unequivocally to the Board of Trustees that we lack confidence in the leadership of Dr. Robert L. Breuder. He has shown repeatedly that he lacks the basic qualities and skills necessary to lead the institution ethically and responsibly. As a result of a ballot vote held by the College of DuPage Faculty Association, we ask Dr. Breuder to resign for the good of the College and the district that we serve, and the board to select a new president who is an educator that shares the core ethical values of the College and whose beliefs are aligned with our educational mission as a community College in the state of Illinois and our responsibility to those we serve.
May 5, 2015

Dr. Robert Breuder, President
Dr. Joseph Collins, Executive Vice President
College of DuPage
425 Fawell Blvd.
Glen Ellyn, IL 60137-6599

Dear Dr. Breuder and Dr. Collins:

The Higher Learning Commission is aware of media reports indicating that the College of DuPage is currently under state and federal civil and criminal investigations related to institutional finances, ethics violations, and changes to assigned credit hours for courses offered through the Suburban Law Enforcement Academy. In addition to these investigations, media outlets, primarily the Chicago Tribune, have reported on these issues on several occasions. The following list represents some of the specific facts related to these investigations and the allegations they are reviewing:

- On March 6, 2015, the Tribune reported that the College has spent “nearly $190,000 on close to 500 occasions” at the restaurant it owns and operates. Further, the restaurant has not achieved profitability and rather appears to be losing approximately $500,000 on an annual basis.
- On March 27, 2015, the Tribune reported that a member of the Foundation Board has received $630,000 over four years for work purportedly architectural in nature; that the contracts were not awarded through a competitive bidding process, and that the individual in question is neither a qualified architect nor owns a firm that provides such services. Please note that the Commission does not consider the Foundation as part of the accredited entity, but the exchange between the Foundation and the College appears to be part of a broader pattern of issues related to the College’s activities.
- On March 31, 2015, the Tribune reported that the College received its third subpoena since February 2015 from a DuPage County grand jury for spending records.
- On April 1, 2015, the Tribune reported that the Suburban Law Enforcement Academy changed the award of credits for students in its program from 13 to 22 credit hours without making changes to the curriculum or increasing instructional time.
- On April 9, 2015, the Tribune reported that an individual who was convicted in 2012 of using a corporation to embezzle funds from Elmhurst College was employed by WDCB, a radio station the College owns, for two years subsequent to that conviction and while on probation for that conviction. The employee was recently charged with stealing approximately $100,000 from the College.
- On April 17, 2015, the Tribune reported that many of the College of DuPage Foundation board members are also leaders at corporations and organizations with which the College has conducted business and which have donated to the Foundation.

Commission policy on Special Monitoring (INST.F.20.010) allows the Commission President to approve the scheduling of special monitoring for an institution when it is undergoing “serious legal, financial, or ethical investigations.” In this case, the information outlined in media reports calls into question whether the College...
continues to meet the Commission’s Criteria for Accreditation. Special monitoring may take place through the filing of a report or through an on-site evaluation visit, known as an Advisory Visit to the President and the Commission. I have determined that in this case an immediate on-site evaluation is appropriate. The focus of the evaluation will be the institution’s compliance with the following Criteria for Accreditation and Core Components:

- **Criterion One, Core Component 1.D**, “the institution’s mission demonstrates commitment to the public good,” and specifically Core Component 1.D.2, “the institution’s educational responsibilities take primacy over other purposes, such as generating financial returns for investors, contributing to a related or parent organization, or supporting external interests,” with regard to public concerns about whether the College is appropriately dedicated to its mission and demonstrating commitment to its mission by ensuring that educational responsibilities are primary rather than secondary to supporting other interests.

- **Criterion Two, Core Component 2.A**, “the institution operates with integrity in its financial, academic, personnel, and auxiliary functions; it establishes and follows policies and processes for fair and ethical behavior on the part of its governing board, administration, faculty, and staff,” because it is not clear based on these reports that the College has or follows effective policies and processes to support its operations and decision-making. Because of this concern, I am also asking that the team review Assumed Practice A1, “the institution has a conflict of interest policy that ensures that the governing board and the senior administrative personnel act in the best interest of the institution.”

- **Criterion Two, Core Component 2.C**, “the governing board of the institution is sufficiently autonomous to make decisions in the best interest of the institution and to assure its integrity,” and specifically Core Component 2.C.3, “the governing board preserves its independence from undue influence on the part of donors, elected officials, ownership interests, or other external parties when such influence would not be in the best interest of the institution,” because of concerns about apparent conflicts of interest and self-dealing. These allegations raise questions regarding whether the Board has sufficient autonomy to act outside the agendas of individual Board members and consistently acts in the interest of College constituents or whether the Board is influenced by other interests.

- **Criterion Three, Core Component 3.A**, “the institution’s degree programs are appropriate to higher education,” due to information regarding the change in assigned credit hours for a program without a concomitant change in instructional or educational program requirements.

- **Criterion Four, Core Component 4.A**, “the institution demonstrates responsibility for the quality of its educational programs,” related to the questions raised regarding the Suburban Law Enforcement Academy, the changes to its program, and resulting changes to College data points such as enrollment of students based on full-time equivalency.

- **Criterion Five, Core Component 5.B**, “the institution’s governance and administrative structures promote effective leadership and support collaborative processes that enable the institution to fulfill its mission,” and specifically Core Component 5.B.1, “the governing board is knowledgeable about the institution; it provides oversight of the institution’s financial and academic policies and practices and meets its legal and fiduciary responsibilities,” because it is not clear that the Board and administration have provided effective leadership.

While the Advisory Visit team members will begin their review with these particular Core Components and Assumed Practice, they may determine that other Core Components and Assumed Practices are implicated by these or other issues the team identifies during the visit.
The visit will advise the Commission Board of Trustees and me whether the College is in compliance with all Commission Criteria for Accreditation and requirements or, if not, what action, including an action for sanction, would be appropriate.

This visit will take place as soon as possible. In the near future, you will receive an Evaluation Summary Sheet with information about the visit and team members. You should expect the team chair to be in contact with you shortly after you receive the Evaluation Summary Sheet.

The Commission will provide the visiting team with materials from the College’s file related to the most recent ten years of accreditation history as well as the articles referenced in this letter. You should provide any other documents or information you believe will help the team better understand the University’s practices in the areas of concern identified in this letter. Please plan to make this information available to the team and to the Commission no later than May 25 or one week before the evaluation visit, whichever comes first.

While the Commission is considering these issues, the pending action to reaffirm the institution’s accreditation has been placed on hold; the Commission’s Institutional Actions Council will not be considering this action at its upcoming meeting.

Please contact your liaison, Dr. Barbara Johnson, if you have any questions about this visit.

Sincerely,

Barbara Gellman-Danley
President

cc: Mr. James Bente, Vice President for Planning & Institutional Effectiveness, College of DuPage
Dr. Barbara Johnson, Vice President for Accreditation Relations, Higher Learning Commission
Ms. Karen Solinski, Vice President for Legal and Governmental Affairs, Higher Learning Commission
October 15, 2015

Dr. Joseph Collins, Acting Interim President
College of DuPage
425 Fawell Blvd.
Glen Ellyn, IL 60137-6599

Dear Dr. Collins:

I am writing with regard to the special monitoring of College of DuPage (“the College”). On April 29, 2015, I wrote to notify you that the Higher Learning Commission (“HLC”) was sending an Advisory Visit team to investigate allegations related to institutional finances, ethics violations, changes to assigned credit hours for courses offered through the Suburban Law Enforcement Academy, and other matters at the College. I further notified you that, although the team had the authority to review the College’s compliance with all of the Criteria for Accreditation, it was specifically charged with reviewing the College’s compliance with the following:

- **Criterion One, Core Component 1.D**, “the institution’s mission demonstrates commitment to the public good,” including but not limited to Core Component 1.D.2, “the institution’s educational responsibilities take primacy over other purposes, such as generating financial returns for investors, contributing to a related or parent organization, or supporting external interests,” with regard to public concerns about whether the College is appropriately dedicated to its mission and demonstrating commitment to its mission by ensuring that educational responsibilities are primary rather than secondary to supporting other interests;

- **Criterion Two, Core Component 2.A**, “the institution operates with integrity in its financial, academic, personnel, and auxiliary functions; it establishes and follows policies and processes for fair and ethical behavior on the part of its governing board, administration, faculty, and staff,” because it is not clear based on these reports that the College has or follows effective policies and processes to support its operations and decision-making. Because of this concern, I am also asking that the team review Assumed Practice A1, “the institution has a conflict of interest policy that ensures that the governing board and the senior administrative personnel act in the best interest of the institution;”

- **Criterion Two, Core Component 2.C**, “the governing board of the institution is sufficiently autonomous to make decisions in the best interest of the institution and to assure its integrity,” including but not limited to Core Component 2.C.3, “the governing board preserves its independence from undue influence on the part of donors, elected officials, ownership interests, or other external parties when such influence would not be in the best interest of the institution,” because of concerns about apparent conflicts of interest and self-dealing. These allegations raise questions regarding whether the Board has sufficient autonomy to act outside the agendas of individual Board members and consistently acts in the interest of College constituents or whether the Board is influenced by other interests;

- **Criterion Three, Core Component 3.A**, “the institution’s degree programs are appropriate to higher education,” due to information regarding the change in assigned credit hours for a program without a concomitant change in instructional or educational program requirements;
Dr. Joseph Collins, Acting Interim President
College of DuPage
October 15, 2015

• Criterion Four, Core Component 4.A, “the institution demonstrates responsibility for the quality of its educational programs,” related to the questions raised regarding the Suburban Law Enforcement Academy, the changes to its program, and resulting changes to College data points such as enrollment of students based on full-time equivalency; and

• Criterion Five, Core Component 5.B, “the institution’s governance and administrative structures promote effective leadership and support collaborative processes that enable the institution to fulfill its mission,” and specifically Core Component 5.B.1, “the governing board is knowledgeable about the institution; it provides oversight of the institution’s financial and academic policies and practices and meets its legal and fiduciary responsibilities,” because it is not clear that the Board and administration have provided effective leadership.

The Advisory Visit took place on July 21-22, 2015. The team subsequently compiled its findings regarding the College’s compliance with Commission requirements in a report. As is typical with an Advisory Visit, the report makes no recommendation regarding Commission action. With this letter I am providing you with the Advisory Visit Team Report to you along with the options available to the Board in policy based on the findings of the team.

The evaluation team determined that the College does not currently meet Core Component 2.A related to issues of integrity; and Core Component 5.B related to issues of effectiveness of administration and governance. In addition, the evaluation team determined that the College meets Core Components 1.D, 2.C, 3.A, and 4.A but with concerns.

Because the team has found that one or more Core Components are not met, the Board will consider imposing the sanction of Probation. The Board may also consider the sanction of Notice if the Board concludes that these Core Components are met but with concerns.

The sanction of Probation is disclosed publicly by HLC and indicates that an institution is not in compliance with one or more of the Criteria for Accreditation. An institution that is placed on Probation must host a comprehensive evaluation visit within no more than two years from the date the sanction is imposed to demonstrate that it meets all the Criteria for Accreditation and has remedied all the issues that led to the imposition of the sanction. At the end of the Probation period, HLC’s Board of Trustees determines whether to remove the institution from Probation or withdraw its accredited status. (See Commission policy INST.E.10.010 for more information about sanctions, Show-Cause and related policies.) It is important to note that an institution on Probation remains accredited. The Board, at its discretion, may determine based on the findings of non-compliance that a Show-Cause Order is warranted instead of Probation.

Alternatively, the Board may conclude the College meets these Core Components but is at risk for non-compliance in the future if these issues are not immediately resolved and may impose the lesser sanction of Notice. The Board may also determine that the HLC should continue to monitor the institution but not impose either a sanction or show-cause.

The report of the Advisory Visit team is enclosed for your review. You have the option of providing a response to the report and to this recommendation, which I will need to receive no later than October 29, 2015. In that response, you should identify any errors of fact in the evaluation team report as well as respond to the substantive findings. The Board will consider the team report, its options for action as noted above, and your response at its next meeting in November 2015, or at subsequent follow-up meeting. The action of the Board will be communicated to you following its meeting.
If you have any questions, please contact your staff liaison, Dr. Barbara Johnson.

Sincerely,

Barbara Gellman-Danley
President

Enclosure

Cc: Mr. James Bente, Vice President for Planning & Institutional Effectiveness, College of DuPage
    Dr. Barbara Johnson, Vice President for Accreditation Relations, Higher Learning Commission
REPORT OF AN
ADVISORY VISIT

TO
COLLEGE OF DUPAGE
Glen Ellyn, IL
July 21-22, 2015

Higher Learning Commission

EVALUATION TEAM

James O. Smith, Department Chair for Accounting & Office Administration, Ivy Tech Community College of Indiana, Bloomington, IN, 47404

David Wendler, Vice President for Academics Emeritus, Martin Luther College, Courtland, MN 56021

Sam Kerr, former Chief Operating Officer, National American University, Rapid City, SD 57702 (Chair)
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I. CONTEXT AND NATURE OF VISIT

A. Purpose of Visit

This Advisory Visit to the College of DuPage was conducted July 21-22, 2015, at the direction of Higher Learning Commission President Barbara Gellman-Danley. In correspondence dated May 5, 2015, Dr. Gellman-Danley informed the College that the Advisory Visit was prompted by various media reports “indicating that the College of DuPage is currently under state and federal civil and criminal investigations related to institutional finances, ethics violations, and changes to assigned credit hours for courses offered through the Suburban Law Enforcement Academy. In addition to these investigations, media outlets, primarily the Chicago Tribune, have reported on these issues on multiple occasions.”

Therefore, pursuant to Commission policy on Special Monitoring (INST.F.20.010), Dr. Gellman-Danley approved the scheduling of a special monitoring visit for College of DuPage because the institution was undergoing “serious legal, financial, or ethical investigations.” As outlined in Dr. Gellman-Danley’s May 5, 2015, correspondence, the focus of this Advisory Visit was in connection with the institution’s compliance with the following Criteria for Accreditation and Core Components:

• Criterion One, Core Component 1.D, “the institution’s mission demonstrates commitment to the public good,” and specifically Core Component 1.D.2, “the institution’s educational responsibilities take primacy over other purposes, such as generating financial returns for investors, contributing to a related or parent organization, or supporting external interests,” with regard to public concerns about whether the College is appropriately dedicated to its mission and demonstrating commitment to its mission by ensuring that educational responsibilities are primary rather than secondary to supporting other interests.

• Criterion Two, Core Component 2.A, “the institution operates with integrity in its financial, academic, personnel, and auxiliary functions; it establishes and follows policies and processes for fair and ethical behavior on the part of its governing board, administration, faculty, and staff,” because it is not clear based on these reports that the College has or follows effective policies and processes to support its operations and decision-making. Because of this concern, I am also asking that the team review Assumed Practice A.1., “the institution has a conflict of interest policy that ensures that the governing board and the senior administrative personnel act in the best interest of the institution.”
• Criterion Two, Core Component 2.C, “the governing board of the institution is sufficiently autonomous to make decisions in the best interest of the institution and to assure its integrity,” and specifically Core Component 2.C.3, “the governing board preserves its independence from undue influence on the part of donors, elected officials, ownership interests, or other external parties when such influence would not be in the best interest of the institution,” because of concerns about apparent conflicts of interest and self-dealing. These allegations raise questions regarding whether the Board has sufficient autonomy to act outside the agendas of individual Board members and consistently acts in the interest of College constituents or whether the Board is influenced by other interests.

• Criterion Three, Core Component 3.A, “the institution’s degree programs are appropriate to higher education,” due to information regarding the change in assigned credit hours for a program without a concomitant change in instructional or educational program requirements.

• Criterion Four, Core Component 4.A, “the institution demonstrates responsibility for the quality of its educational programs,” related to the questions raised regarding the Suburban Law Enforcement Academy [SLEA], the changes to its program, and resulting changes to College data points such as enrollment of students based on full-time equivalency.

• Criterion Five, Core Component 5.B, “the institution’s governance and administrative structures promote effective leadership and support collaborative processes that enable the institution to fulfill its mission,” and specifically Core Component 5.B.1, “the governing board is knowledgeable about the institution; it provides oversight of the institution’s financial and academic policies and practices and meets its legal and fiduciary responsibilities,” because it is not clear that the Board and administration have provided effective leadership.

While the Advisory Visit team reviewed the above-referenced Core Components and Assumed Practice, it also was given latitude to determine whether other Core Components and Assumed Practices are implicated by the issues identified in Dr. Gellman-Danley’s correspondence or other issues the team may have identified during the visit.
B. Accreditation Status

The College of DuPage (COD) was first accredited as Lyons Township Junior College by the Commission in 1932. The accreditation of Lyons Township Junior College was transferred to COD in May of 1967.


Since admission to AQIP, the institution has officially declared and attempted 14 individual Action Projects, and has provided Annual Updates of ongoing projects and received Annual Update Feedback Reports on these.

COD was one of only seven institutions initially approved by the Higher Learning Commission to pilot the AQIP-Baldrige option for reaffirmation. In May 2012, the College submitted a Baldrige-based application to Illinois Performance Excellence (ILPEX) and, as part of the pilot, used the application and feedback report in place of a Systems Portfolio. An Assurance Narrative Index was submitted to the Commission in May 2013, and the College received a Systems Appraisal Feedback Report (Baldrige Option) from the Commission on July 2, 2013.

AQIP conducted a Quality Checkup visit to the institution on May 7-9, 2014, and provided a report of the findings of the visiting team in a reported dated October 27, 2014. The Institutional Actions Council (IAC) later scheduled the team’s recommendation for review. However, Dr. Gellman-Danley advised the institution that while the Commission is considering the issues identified in the May 5, 2015, correspondence, the pending IAC action to reaffirm the institution’s accreditation has been placed on hold.

C. Organizational Context

The College of DuPage is a public, open-door, comprehensive community College located in Glen Ellyn, IL. The College serves a diverse student body and offers a wide range of credit programs and non-credit courses and training certificates. The College is governed by a seven member Board elected by the local community college district to serve six-year terms. There is also one student trustee member who does not have voting rights on the Board. As an Illinois public community college, the College’s funding is provided from a number of sources, including state and local community financial support.
The Advisory Visit was prompted by a number of recent allegations made through various media (and other sources) over a period of approximately 15 months beginning summer 2014 (and continuing through spring and summer 2015). A brief summary of some of the more salient events as reported in local and national media, many of which were based on information discovered through FOIA requests of the College’s financial and other records, will provide some context for the remaining sections of this report.

President’s Email

Beginning in summer 2014, media scrutiny of College of DuPage began through a series of news stories in connection with a $20 million state construction grant. More specifically, a May 9, 2014, email from then-President Dr. Robert Breuder to the COD Board of Trustees set out actions the President intended with respect to obtaining the state grant.

Since the grant was originally to support the construction of the College’s new Homeland Security Building, which had been completed without the grant, the President detailed for the Board potential “options” to obtain the grant funds for construction not yet identified. Those actions detailed in Dr. Breuder’s May 9, 2014, email included the following:

- “We have been working with the Governor’s Office (seemingly forever) to secure our $20 million. Initially the money was to be used for our Homeland Security initiative. When we accomplished our Homeland agenda without state funding, we changed the focus to building demolition. With that initiative soon to be history we need an alternative.”

- “I needed to identify a project that would help release our state funding. My idea: a Teaching and Learning Center. Several Board members want to weigh in on the need for such a facility. I have no problem with that; however, not being able to say how we would use the state’s money (perhaps no real need) could lessen our chances to break the money loose at this time (the political moon is rising). A building that focuses on teaching and learning is politically attractive; more so than let’s say a student center, PE facility, etc.”

- “My having to dance around the issue of how we would use the money attenuates our ask. When I introduce Governor Quinn at commencement, I want to help our cause (getting the $20 million released sooner rather than later) by thanking him for his commitment in front of 3,500 people. There are many voters in our District. Please keep November 4 in mind. The limited state dollars for capital projects will go somewhere in this heightened political
season. Why not College of DuPage?"

• “There is always the option of telling the Governor we want the money, will bank it until we figure out how to use it, and then build something. And is it not better to match money than to provide 100%?”

• “Bottom line: I need some room to breathe on this matter so I can enhance the likelihood we get the $20 million, soon.”

When the May 9, 2014, email was released through a Freedom of Information Act (FOIA) request, the Governor’s office withdrew the state construction grant citing the President’s proposed actions.

Censure of Board Trustee

As shown in the video archive of the regular Board Meeting on August 21, 2014, four Board Trustees voted to censure Trustee Hamilton, who at the time served as the Vice-Chair. Among the numerous findings in Section 2 of the Board’s resolution, the Board cited in detail the Board’s various activities (and Trustee Hamilton’s activities and responses) in connection with the proposed Teaching and Learning Center.

The resolution also cited Trustee Hamilton’s “public embarrassment” of the Board and administrators “by making erroneous statements reflecting negatively against her fellow Board members and the administration in an inflammatory, insulting, discourteous and defamatory manner.”

The resolution further cited that, during the July 17, 2014, meeting, “after Chair Birt made a statement relating to Trustee Hamilton’s prior misrepresentations, Trustee Hamilton intentionally turned off her microphone to prevent her statements from being recorded and stated ‘What goes around, comes around. I will get you.’” According to the resolution, these comments were “apparently calculated to intimidate and threaten the chair.”

The single dissenting vote for the resolution came from Trustee Savage, who also made several comments during the meeting in connection with her decision to vote against the resolution. These comments included the following: “There must be an underlying sense of respect and trust for other members of the team [Board] even when we do not all agree. We can never lose sight of the fact that students are the reason we are here. A foundation of trust within the Board does not exist and little has been done to develop a collaborative working relationship or trust among Board members.”
In response to the resolution, Trustee Hamilton claimed a violation of the Illinois Open Meetings Act and stated, among other things that, “This censure represents a tremendous need for reform on this Board.”

On August 22, 2014, Trustee Hamilton stated in the Illinois Review, "I'm looking for three other qualified individuals to run for the Board in eight months," she said. "Please tell anyone interested to contact me on my Facebook page or at www.ElectKathyHamilton.com. We can reform this Board and make it accountable to the voters."

Faculty Vote of No Confidence

Citing longer-term issues at the College dating back to 2009, the faculty issued a resolution on September 10, 2014, advising the COD Board of Trustees that the faculty lacked “confidence in the leadership of Dr. Robert L. Breuder.”

The resolution provided many examples for the faculty’s vote of no confidence, including the following:

- The building, decorating, and equipping of the Waterleaf Restaurant, which the faculty indicated “does not support the academic mission of the College”;
- The President’s attempts to secure the $20 million dollar state construction grant;
- The extended dispute between the College and the Village of Glen Ellyn resulting in several lawsuits;
- The “culture of intimidation and threats created by the [President’s] management style” leading to a significant increase in formal grievances, arbitrations, and unfair labor practice claims against the College; and
- The President’s lack of commitment for shared governance.

The faculty’s resolution concludes by stating that “[o]ver the past six years, the leadership of COD Faculty Association, individual faculty, and concerned retirees have spoken to the College of DuPage Board of Trustees on multiple occasions, both publically and privately, seeking to reveal and resolve these issues, yet the Board has shown little to no interest in investigating the issues…”
Radio Station Employee

Questions of financial oversight were also raised in connection with a long-time employee who served as an engineer for the College’s radio station (WDCB-FM 90.9). For approximately 10 years, the College paid hundreds of thousands of dollars to the employee’s private company for equipment and repairs that were not needed.

The employee also worked for another local college, Elmhurst College, and engaged in the same sort of activities. Officials at Elmhurst College notified COD when Elmhurst officials became aware that the employee also worked for COD. Despite at least one official at COD being made aware of the employee’s conduct, the charges to COD for equipment and repairs continued for a long period of time. Ultimately, the employee resigned from COD and now is subject to criminal penalties.

Administrative Expenses

Additional questions of financial oversight were raised when media and watchdog group coverage began to focus on various administration expenditures, including expenses for alcohol and food at the College’s fine dining establishment (the Waterleaf) for Board members and senior administrators, as well as other expenditures as mentioned below.

Hundreds of receipts obtained through FOIA requests indicate that the Board, President, and senior administrators utilized assigned “house accounts” at the Waterleaf to expense thousands of dollars in alcohol for lunches, dinners, and after-work events. These charges were separate and apart from College-sponsored community activities hosted by the College (i.e., the “Community Night” program used to engage community members in dialogue concerning how the College can better support the needs of the community).

Additional claims of financial excesses included dues for the President’s private shooting club, charges for a limousine ride, purchases for bottles of wine, and global satellite phones. It appears from the Board meeting records, various interviews, and supporting evidence, that the Board approved large sums of invoices from vendors, etc., but did not have specific detail as to what many of those expenses entailed.

President’s Contract

Additional controversy in connection with the current state of affairs at the College of DuPage centered on the contract “buyout” agreement for Dr. Breuder.
According to information provided during the January 28, 2015, COD Board of Trustees’ special meeting, that was held to take a second vote on the Fourth Amendment to Dr. Breuder’s contract, discussions with Dr. Breuder regarding his retirement started in Spring or early Summer 2014. Prior to approval of the Fourth Amendment, Dr. Breuder’s contract was to provide continuous employment to 2019. The Fourth Amendment reduced the employment period through March 31, 2016, and the payout outlined in the contract amendment amounts to approximately $762,000.00. According to the then-Board Chair Birt, the amount represented approximately eighteen months of salary and benefits.

During the January 28, 2015, Board meeting, the Board of Trustees (BOT) voted 6-1 to approve the contract amendment, with Trustee Hamilton, who at that time served as the Vice-Chair, voting against the amendment. With respect to the contract amendment, Trustee Hamilton sent her remarks in opposition to the amendment to the Illinois Review, a blog, self-described as the “crossroads of the conservative community,” prior to the January 28, 2015, Board meeting.

In those remarks, Trustee Hamilton indicated that the buyout “stinks to high heaven. And there are only two kinds of folks about it: Those who have the guts to say it is wrong – and the silent rubber stamps, in the darkness of Breuder’s drawer.” Community comment (from, among others, community members, students, and faculty) during the January 28, 2015, Board meeting overwhelmingly voiced opposition to the contract amendment.

The Board’s action also drew the attention of members of the state legislature, several of whom spoke in opposition to the buyout prior to and during the Board meeting. One legislator stated prior to the January 28, 2015, Board meeting that, with respect to the pending vote on the contract amendment, “If they want to play fast and loose with our tax dollars, I’m going to make sure there is a price to pay.” Another legislator said during the meeting, “This Board has betrayed the public trust of this community.” He went on to say that, “your entire county is against you. Please change your mind, turn this down, and let’s start this process over.”

April COD BOT Election

Prior to and during the negotiations in connection with the amendment to Dr. Breuder’s contract, the Board was made up of a “majority” and a “minority,” with then-Vice-Chair Hamilton, generally casting the lone dissenting vote. During the January 28, 2015, Board meeting, in connection with the COD Board of Trustees’ vote on the fourth amendment to Dr. Breuder’s contract, Trustee Hamilton stated that,
“Every voter in the College of DuPage District 502 should watch this vote very, very carefully.” The Board’s vote set in motion an active spring Board election process prior to the April election.

Of the twelve candidates for three vacant seats on the COD Board of Trustees, three candidates were part of the “Clean Slate” platform. According to the platform’s website (cleanslateforcod.com), “The Clean Slate, at ballot positions 6, 7 and 8, will reform the College of DuPage. It will end the Breuder era of corruption and institute reforms based on openness, transparency and inclusion. COD reform trustee Kathy Hamilton backs the Clean Slate. Together, Charles Bernstein, Frank Napolitano, Deanne Mazzioci and Kathy Hamilton will make a new majority on the COD Board – that will be accountable to you, all taxpayers and students.”

The Clean Slate website also reported that, "COD Trustee Kathy Hamilton, who opposed Breuder’s buyout and whose term doesn’t expire until 2019, got involved in the race by endorsing Mazzioci, Bernstein and Napolitano” and that “Hamilton said she will ‘claw back’ the Breuder deal if she and the three-candidate slate gain control of the seven-member Board."

During campaign forums, most candidates called for reform at the College, including the Clean Slate platform. All three “Clean Slate” candidates were elected. At the April 30, 2015, organizational meeting, the new “majority” on the Board voted (4-3) to have Trustee Hamilton serve as the chair.

**Foundation Board Member Vendor Contracts**

Construction and other projects awarded by the College to vendors either owned by or associated with COD Foundation Board members also came under media and watchdog group scrutiny. Concerns about the awarding of contracts to Foundation Board members in a non-competitive bid process arose some time ago. As far back as the December 19, 2013, Board of Trustees meeting, one Trustee questioned the propriety of such contracts and so-called “pay for play” implications.

During the July 21, 2015, Board Meeting with the visiting team, one Trustee indicated that the upcoming Illinois Auditor General’s Office “performance audit” will help determine, through an independent assessment, which contractual agreements with vendors associated with Foundation Board members, if any, were improper.
Credits for Suburban Law Enforcement Academy

The increase of credit hours given to students enrolled in the College’s law enforcement training program also raised concerns.

The Illinois Law Enforcement Training and Standards Board (ILETSB) established six basic law enforcement officers’ training academies, one of which in 1994 was located at the College of DuPage (COD) and is known as the Suburban Law Enforcement Academy (SLEA). The purpose of these police training academies is to train area police departments’ recruits. The police departments pay the costs for these recruits (cadets) to attend these academies. ILETSB sets the tuition for SLEA and the other academies. ILETSB also establishes the non-credit curriculum with a specific number of clock hours dedicated to each of the instructional units. Units include instruction in control and arrest tactics, crisis intervention, fundamentals of investigation, police citizen relations/cultural diversity, fingerprinting, etc. The curriculum also includes “practicals” such as strength and aerobic training, firearms training, and practical scenarios that include role playing activities such as handcuffing, crimes in progress, field sobriety testing, courtroom testimony, etc. The SLEA list of instruction units with clock hours totals 496 hours with “practicals” included.

SLEA instructors apply to and are approved by the ILETSB to teach instructional units in the police academies. COD then hires these ILETSB-approved instructors. The 61 different instruction units potentially could have a different instructor for each unit. In addition to law enforcement-related experience, instructors’ academic credentials range from associate degrees to the Ed.D. degree. In sum, SLEA is an ILETSB program—not a program controlled by the College of DuPage.

The College of DuPage gives 22 credits to SLEA cadets who complete the SLEA curriculum. For some time the College gave 13 college credits to SLEA cadets and this was recently increased to 22 credits. The College courses for which the cadets are given credit follow. The last three criminal justice courses listed are the additional courses given credit beginning fall 2014.

<table>
<thead>
<tr>
<th>Section Name</th>
<th>Section Short Title</th>
<th>Number of Credits</th>
</tr>
</thead>
<tbody>
<tr>
<td>PHYS 1101</td>
<td>Aerobic Fitness Lab I</td>
<td>1</td>
</tr>
<tr>
<td>PHYS 1831</td>
<td>Marksmanship</td>
<td>1</td>
</tr>
<tr>
<td>PHYS 1751</td>
<td>Personal Defense</td>
<td>1</td>
</tr>
<tr>
<td>HLTHS 1150</td>
<td>CPR-Basic Life Support</td>
<td>1</td>
</tr>
<tr>
<td>CRIMJ 1110</td>
<td>Police Operations &amp; Procedures</td>
<td>3</td>
</tr>
</tbody>
</table>
As discussed later in this report, the amount of credit awarded, as well as the process in which the credit hours were determined, raises concerns in connection with several Criteria and Core Components.

Investment Funds

In early June 2015, two COD senior administrators (the Senior Vice President of Administration/Treasurer and the Assistant Vice President of Financial Affairs/Controller) were placed on administrative leave for failing to follow Board policies in connection with the College’s investment policies. An internal audit, dated May 4, 2015, was conducted over a number of months before the administrative leave was ordered. The report indicates there were serious breaches by the College, including the fact that "the investment portfolio has several areas of non-compliance including exceeding the limits of specific types of investments that do not meet dollar, maturity or asset quality thresholds of Board Policy." In particular, the College’s investments in the Illinois Metropolitan Investment (IMET) Fund, as of September 30, 2014, represented 29.2% of the College’s investment portfolio. Yet, the Board's policy limits investments in local government investment pools to 5% percent of the College’s portfolio.

In addition to the 5% limitation, the Board’s policy also requires any local government investment pool to be rated at the time of the investment by at least two of the nationally recognized rating services. The College's two investments in such pools were both rated by only one rating service. According to the internal audit report, the College’s management, when interviewed as part of the internal audit, stated that "although this requirement was not met, the Board of Trustees still approved the resolution [at their April 17, 2014, meeting] to invest in the IMET Fund." However, the resolution did not include any information on the rating agencies. Because of irregularities within the IMET Fund (defaults on certain guaranteed loans), the College's heavy investment resulted in over $2 million in frozen assets that were potential losses to the overall portfolio.

The May 2015 internal audit report identified other irregularities, including the College’s investments in mutual funds and bonds and a number of other administrative and procedural errors. The internal audit report also
contained a number of recommendations for remedial action. These recommendations ranged from divesting mutual fund investments, reviewing internal controls, establishing a verification system, obtaining missing documentation, and "preparing a quarterly report to the Board of Trustees detailing the required information in Board Policy 10-55." The internal audit report indicates that management did not respond to any of the recommendations. Finally, the internal audit report indicated that the Treasurer's Advisory Committee, provided for in Administrative Procedure 10-55, had met only twice between January 1, 2013, and May 4, 2015 (the date of the internal audit report). At the November 2014 meeting, the committee advised the Treasurer "to make sure the College is not violating the Investment Policy since it would open the College to criticism."

The administration proposed changes to the Board's investment policy that would have permitted increased investment percentages and allowed the Treasurer authority to even exceed the new thresholds to maximize returns. These policy recommendations were included in the April 16, 2015, Board packet, after the substantial investment losses became public. However, that meeting was cancelled.

Amid all the issues briefly summarized here (as well as others), state and federal investigations ensued. Multiple subpoenas were issued by various agencies. A number of these investigations continue. In addition, an Illinois Auditor General's Office audit of the College of DuPage is pending.

D. Unique Aspects of Visit

The aforementioned organizational context in connection with circumstances that put into question the ability of College of DuPage to satisfy the Criteria and Core Components identified in the Higher Learning Commission President's May 5, 2015, correspondence comprise the contents of this report.

Given the number of external criminal and other investigations related to the College, the team was not able to conduct interviews with certain employees, including the Senior Vice President of Administration/Treasurer and the Assistant Vice President of Financial Affairs/Controller, who were on administrative leave at the time of the visit. Likewise, the President, who was on FMLA at the time of the visit and who was also subject to administrative leave by Board action, was not interviewed. [See President Gellman-Danley letter dated September 8, 2015.] The team was able to conduct all other interviews as requested, and the team was given access to a large volume of documents in preparation for the visit. The interviews conducted and the
documentation provided were sufficient to evaluate the Core Components.

The visit took place on the College’s main campus in Glen Ellyn. Given the nature of the visit, the team did not visit or conduct any interviews at any other College of DuPage locations. Several interviews of foundation board members were conducted by telephone after the visit.

E. Interactions with Organizational Constituencies

The team visit took place in various meeting rooms at the College’s main campus in Glen Ellyn. Individuals and groups who met with the team included the following:

Acting Interim President
VP Planning & Institutional Effectiveness
VP for Development/Executive Director of COD Foundation
VP Information Technology
Interim Chief Financial Officer (ALIX Partners)
Interim Controller (ALIX Partners)
VP Student Affairs
VP Academic Affairs
Director Legislative Relations & Special Assistant to the President
VP Marketing & Communications
VP Human Resources
President, COD Foundation
Foundation Board Members (3)
Director, Internal Audit
Executive Director of the Illinois Community College Board
President of Faculty Association
COD Curriculum Committee
Dean of Continuing Education
Associate Dean/Director Homeland Education Center
Manager, Homeland Security/SLEA
Deans
Associate Deans
Faculty Program Coordinators
Faculty (54)
Board of Trustees
Assistant Financial Controller
Budget Manager
Students (16)
SLEA Faculty
Criminal Justice Full-Time Faculty
General Manager, Waterleaf Restaurant
Associate Dean, Business
F. **Principal Documents, Materials, and Web Pages Reviewed**

The team requested the College provide a secure electronic site to house various documents the team requested prior to, during, and after the visit. Documents requested by the team (or provided to the team during the visit or by the Commission) included the following:

- COD Administrative/Academic Policies Regarding Faculty Governance
- CODFA Agreement
- COD Board of Trustee Policies
- COD Employee Guidebook
- Academic Policies and Processes Related to Course Revisions
- COD Guide to Curriculum
- Copies of the SLEA Curriculum
- Basic Police Training Curriculum
- Hourly Allocation
- COD Organizational Chart
- Latest SLEA Program Review
- The Federal Compliance Worksheet for SLEA Credit Hour Calculations
- COD Credit Hour Policy
- Recap of ICCBs Visit Regarding SLEA Credit Hours dated 4-27-2015
- Various Media Reports
- Websites Related to Trustee Election
- COD BOT Conflict of Interest Policy
- COD BOT Ethics Policy
- COD BOT Ethics Ordinance
- COD BOT Policy Re: Credits by Demonstrated Competency
- COD Foundation Bylaws
- COD Foundation Conflict of Interest
- COD Foundation Statement of Values and Code of Ethics
- IL Open Meetings Act
- IL Governmental Ethics Act
- Various Contracts - Foundation Members and COD
- COD Internal Audits
- ICCB Program Approval Manual
- Alix Partners Services Contract (financial)
- Employees Foundation Job Descriptions
- Payroll Records for COD Employees with Foundation Duties
COD President Breuder - Contract and Benefits
COD Financial Audits (last 3 years)
COD Response Letter
COD Response to Media Stories and Related Documents
ILPEx Feedback Report (2012)
COD Quality Highlights Report-October 2014
2014 HLC Quality Checkup Report
HLC Institutional Reports/Correspondence
COD Website
COD BOT Board Agendas/Minutes
COD BOT Meeting Videos
Ethics Training Slides (11/2006)
Various Syllabi for COD Courses
Foundation Board Roster
Gift Acceptance Policy
Resumes for Various COD Faculty and Academic Administration
Institutional Outcomes Reports
SLEA Instructional Units
MOU - COD and COD Foundation
Information Related to Non-Credit Real Estate Training
SLEA Instructor Information
Auditor Annual Plans
COD Professional Development Documents
Documents Related to COD “Transition Team”
COD Investment Fund Compliance Document
Continuing Education Catalog
Continuing Education Division Course Offerings
COD Faculty Qualifications/Guidelines for Criminal Justice Faculty
Waterleaf House Account Documents
Outcomes Reports
ICCB Executive Director and Staff Member

II. AREA(S) OF FOCUS

The Areas of Focus in the team’s report address the Statement of Concerns identified by the Commission’s President (as listed in the May 5, 2015, correspondence to College of DuPage) as well as additional concerns identified by the team during the July 21-22, 2015, Advisory Visit.

A-1. Criterion One. Mission. The institution’s mission is clear and articulated publicly; it guides the institution’s operations.

B-1. Statements of Evidence

Evidence demonstrates that further organizational attention and Commission follow-up are required.

College of DuPage (COD) has matured into a very modern campus containing assignable floor space of approximately 1.5 million square feet educating some 29,500 students as indicated in the Institutional Outcomes Mid-Year Report for Fiscal Year 2015. The team could observe the quality of its facilities, classrooms with instructors teaching students, and the necessary supporting infrastructure to ensure overall student success. The COD website posits “From our faculty through to our Board of Trustees, we understand the importance of remaining relevant on multiple levels: interpersonal, academic, civic, cultural and economic. With a steady eye on regional, national and international developments, College of DuPage fulfills its mission as an educational and economic agent of change for the residents it serves.” Nonetheless, fissures in the linkages among the stakeholders of this academic community are visible. The most poignant of these observations was a quote from a COD student, recently elected by the student body as the student representative on the Board of Trustees, “Many times the discussion progresses and falls into a political or financial debate accompanied by bickering that focuses on the past and rarely the future.”

A synthesis of the American Association of Community Colleges (AACC), The Association of Community College Trustees (ACCT), and the Association of Governing Boards of Colleges and Universities (AGB) suggest similar roles and responsibilities for college and university governing boards. While not a part of the HLC Criteria for Accreditation, these organizations provide research, models, and best practices that serve to guide thousands of colleges and university boards. For example, Effective Governing Boards published by the AGB in 2011 defined ten basic responsibilities for boards:

1. Establish, disseminate, and keep current the institution’s mission;
2. Select a chief executive to lead the institution;
3. Support and periodically assess the performance of the chief executive and establish and review the chief executive’s compensation;
4. Charge the chief executive with the task of leading a strategic planning process, participate in that process, approve the strategic plan, and monitor its progress;
5. Ensure the institution’s fiscal integrity, preserve and protect its assets for posterity, and engage directly in fundraising and philanthropy.

6. Ensure the education quality of the institution;

7. Preserve and protect institutional autonomy and academic freedom;

8. Ensure that institutional policies and process are current and properly implemented;

9. In concert with senior administration engage regularly with the institution’s major constituencies;

10. Conduct the board’s business in an exemplary fashion and with appropriate transparency, adhering to the highest ethical standards; ensure the currency of board governance policies and practices; and periodically assess the performance of the board, its committees, and its members.

Effective Governing Boards suggest that a board works best when its members are “confident that (1) the president displays true leadership; (2) the board remains focused on institution's strategic priorities; (3) the board chair and the president have a good working relationship; (4) the president's cabinet is regularly welcomed into board conversations; (5) the faculty are meaningfully engaged in institutional governance; and (6) the board operates in a culture of cohesiveness, candor, transparency, and high ethical standards. Again, these guidelines provide best practices in college and university governance.

With the recent election of three new members in April 2015, there was no evidence presented of an orientation training session for the new Board members other than a tour of the campus and meeting selected stakeholders. Collaterally, there was no evidence presented that Board members participate in sustainable, structured professional development training. Further, no evidence was presented that the current Board espoused by policy or practice an overall organizing principle. While the Board appears to not traditionally organize themselves into committee structures, there exists four recently established subcommittees for budget, presidential search, audit, and a special committee for the Waterleaf Restaurant.

With the most recent April 2015 election, the Board Chair is described as a reformer with the “Clean Slate” coalition. This election shifted the voting balance for the Board from one “majority” to another with the current Board Chair now in a majority position. As discussed within this report, evidence arose that the new Board is “very hands-on” and the Board Chair characterized herself to the Acting Interim President as “the boss.” Interviews with administration noted the Board is undertaking policy
formulation without appropriate administrative review to at least determine the workability of the new policies.

During the interview with the General Manager of the Waterleaf and the appropriate Dean and Associate Dean responsible for the hospitality areas, the vision was to create a destination restaurant that also served as a place for student learning. As a result of the public controversy over the Waterleaf and with the election of the new Board majority, Trustee Bernstein in particular has been actively engaged in investigating the restaurant. The General Manager indicated that he was interviewed by Trustee Bernstein in the presence of others about past operations. During the interview, it was stated that Trustee Bernstein had provided three options to the Business Dean regarding its future. The General Manager was not presented with any such options. It is clear from interviews with culinary students and the General Manager of the Waterleaf that students had access to the Waterleaf facilities on Mondays and Tuesdays but the facility was not available to students the rest of the week. Based on the interview with the General Manager and academic personnel, it does not appear that the General Manager and the academic administration were involved in a collaborative process to present options to the leadership and Trustees of the College. Rather, the evidence indicates that the Board engages in a pattern of activity that are within the purview of the administration.

In an interview with a COD Foundation Board member, the Board member suggested that the Board of Trustees chair intends to direct the Foundation Board. At a minimum, the Board member asserted that the Board of Trustees chair wants a particular Foundation Board member removed.

While the tradition of COD is to allow occasional individual faculty and program presentations to the Board of Trustees, the team notes that the Vice President of Academic Affairs has not directly given to the Board a presentation in the three years of her tenure at the College. While individual presentations of faculty and programs can be quite enlightening, there is no evidence presented that a core leader of the College – the Vice President of Academic Affairs – has presented a strategic or operational view of this important area as a whole. Of course, a key responsibility of the Board is to monitor and make reasoned decisions relative to academic programs and support services. Such a responsibility normally is carried out with direct input and analyses from the chief academic officer of the institution. A mere report reflecting various institutional outcomes does not serve as an appropriate substitution for the Board’s full engagement with the chief academic officer, including discussions of academic program reviews and the assessment of student learning outcomes.
A review of past videos of Board of Trustees meetings and the interactions among Board members during the televised team interview of the Board illustrate the lack of communication and trust among Board members. Some members of the Board asserted the College entered into several professional contracts without all members being consulted appropriately. It is unclear whether Board members were unaware prior to these votes or were aware but disagreed about hiring these additional firms. Lack of transparency claims by some Board members include the hiring of Alix Partners to handle the College's financials; Schulyer, Roache & Crisham to handle litigation matters revolving around investigations by outside agencies; and Rathje & Woodward to handle other parts of the Board’s internal investigations. During the team’s interview of the Board, Board members’ comments included “I don’t feel I can trust her,” “I’ve been trying to talk to the chair,” “I think that things need to change on this Board,” and “I phone her. She hangs up the phone on me.” The Board chair described the Board’s interactions by saying, “It’s acrimony.” Board members talking over one another and a general lack of civility and professionalism confirmed this during the team’s interview. All Board members should be fully informed and should work harmoniously to carry out the duties the Board has in serving the public good.

C-1. Team Determination on Criterion One, Core Component 1.D:

_ Core Component is met
✓ Core Component is met with concerns
_ Core Component is not met

Summary Statement on Criterion One, Core Component 1.D:

The COD Board of Trustees would benefit from an enriched professional development program focusing on governance within higher education, duties of board members, and communication both during and outside of Board meetings. The lack of appropriate training and ongoing strife that exists among the Board members serves to impede the Board’s ability to serve the public good. Further, the role of operations should be delegated to the President and College staff. Therefore, the team finds that the evidence demonstrates that further organizational attention and Commission follow-up are required.

A-2. Criterion Two. Integrity: Ethical and Responsible Conduct. The institution acts with integrity; its conduct is ethical and responsible.
Core Component 2.A: The institution operates with integrity in its financial, academic, personnel, and auxiliary functions; it establishes and follows policies and procedures for fair and ethical behavior on the part of its governing board, administration, faculty, and staff.

B-2. Statements of Evidence

Evidence is insufficient and demonstrates that Commission sanction is warranted.

Criterion Two, Core Component 2.A. addresses the integrity by which a range of academic and business functions are carried out within a higher education institution. More specifically, the Core Component provides that an institution must operate with integrity in its financial, academic, personnel, and auxiliary functions and, further, that it has established and follows policies and procedures for fair and ethical behavior on the part of its governing board, administration, faculty, and staff. In that regard, Core Component 2.A. has been implicated in many recent media reports that, in part, prompted the current Advisory Visit to the College of DuPage, including, among other things, administrative expenses, employee misconduct, administrative oversight, and investment practices.

College of DuPage recognizes the duty to establish ethical policies and procedures for its governing board, administration, faculty, and staff. Such policies are set forth in the COD BOT Policy Manual, COD Administrative Procedures Manual, and Employee Guidebook. The College also has adopted the state of Illinois ethical rules. The policies are published on the College’s website. These policies include a conflict of interest policy.

However, according to information provided by the College’s Human Resources Department, there is no current ethics training program for the faculty, administrators, and staff. Although all employees are required to sign and date the College of DuPage Employee Guidebook & Board Policies Acknowledgement form, there is no formal, ongoing program to train on the topic. According to the College’s Human Resources Department’s written reply to a team inquiry on ethics training, employees are “encouraged to read and become familiar with the board policies.” As part of the annual appointment process, full-time faculty and administrators sign and date an appointment letter.

Given the importance of an institution to operate with integrity in its financial, academic, personnel, and auxiliary functions and, further, that the institution establish and follow policies and procedures for fair and ethical behavior on the part of its governing board, administration, faculty, and staff, a formal ethics training program would provide an appropriate
grounding for all internal constituents in appropriate behavior and expectations and would assist in communicating to the College’s internal constituencies the importance of following (and reporting violations of) all ethical policies and procedures.

In addition, the following evidence raises concerns regarding whether College of DuPage operates with integrity and/or follows its own policies and procedures for fair and ethical behavior.

- A former long-time employee working for the College’s radio station is accused, and currently is awaiting criminal prosecution, of engaging in fraudulent activity in which thousands of dollars were paid by the College to the former employee’s separate business for equipment and services the College did not need. Information about the fraudulent behavior was provided some years ago to a College employee (by another local college that was also subject to the same type of behavior), who apparently did not inform any other College personnel.

- Charges for alcohol at the College’s fine dining establishment, the Waterleaf, in connection with administrative and board gatherings were (as confirmed by senior administration during the team’s visit) in violation of board policy and administrative procedure in most circumstances, with the exception of community meetings and gatherings. According to the College’s Interim Chief Financial Officer, a number of the charges that were in violation of the College’s Board Policy and Administrative Procedures were actually paid out of the College’s operating account beginning some time in September 2014.

- The College of DuPage Foundation is a separate legal entity from the College of DuPage and operates under its own governing board and policies. The Foundation and College operate under a Memorandum of Understanding (MOU) dated June 22, 2009. Over the last number of years, the College entered into a number of competitive and non-competitive bids with vendors whose owners (or persons who work for the vendors) also serve on the COD Foundation Board. Questions have arisen around whether or not such activity, especially with respect to the awarding of non-competitive bids to such vendors, was proper or permitted. There is also the question of whether the awarding of such contracts avoided potential conflicts of interest or even the appearance of such conflicts of interest. Investigations by some external entities and by attorneys retained by the College are ongoing. In addition, the College itself identified one particular contract as being improper. During an interview with the internal auditor, the team
was advised that a contract with Herricane Graphics was entered into after the contract deadline. According to the internal auditor, this contract was therefore invalid. Yet, despite knowledge of this clear violation, the contract was still accepted by the College.

- The College's internal audit report in connection with the investments of College assets indicates there were serious breaches by the College, including the fact that "the investment portfolio has several areas of non-compliance including exceeding the limits of specific types of investments that do not meet dollar, maturity or asset quality thresholds of Board Policy." In particular, the College's investments in the Illinois Metropolitan Investment (IMET) Fund, as of September 30, 2014, represented 29.2% of the College's investment portfolio. Yet, the Board's policy limits investments in local government investment pools to 5% percent of the College's portfolio. There were a number of other failings with respect to the fund investments and lack of controls over the fund investment process. As indicated previously, the College was subject to losses of over $2 million on its investment portfolio. Further, two top administrators were placed on administrative leave and are subject to further internal and external investigations. The team was advised during several interviews with administrators that the Board was not provided full information regarding the specific investment percentages.

Moreover, other employees within the Financial Affairs office (including the Assistant Controller) received investment reports in the regular course of business (these reports clearly indicated that certain investments were beyond the Board’s policy thresholds) but did not bring the matter to anyone’s attention. In fact, the Assistant Controller indicated that he did not see any reason to alert anyone at the College since his supervisor, the Assistant Vice President for Financial Affairs/Controller, also received the report, even though there was access to an internal ethics telephone number to report such violation, as well as an internal auditor.

As stated earlier, while the Board received information in connection with the College’s investments, the reports were not detailed enough to provide information on the specific percentage of each investment. An attempt by the administration in spring 2015 to modify the Board’s policy in connection with fund investments (after the loss was incurred) was ultimately never introduced to the full Board. According to comments made by then-Chair Birt, the President and the Senior Vice President of
Advisory Visit Team Repo
College of DuPage/16AV1084

Administration/Treasurer recommended the policy changes but did not advise her of the current status of the investments.

• At the time of the visit, the internal auditor advised the team during an interview that he reported directly to the President. Over the last three years, there were 43 separate internal audits conducted by the internal auditor. Many of the audits were conducted pursuant to the College’s audit plan. In that regard, some of the audits were conducted pursuant to state law while other audits were conducted pursuant to Board policy, as outlined in the plan. Additional audits were conducted upon reports (e.g., through the ethics hotline) of alleged illegal or unethical conduct or suspected violations of College policy or procedure. All final audit reports were provided to the President and only to the President. The internal auditor could not speak to any actions the President, or other College personnel, took as a result of the audit reports. No internal audits were conducted in relation to the alleged abuses by senior administrators at the Waterleaf restaurant. Finally, there was an internal audit of the SLEA credits but the report only stated that the Illinois Community College Board (ICCB) approved the change, which was not entirely accurate as revealed in an interview with the Executive Director of the ICCB, which is discussed further in the section addressing Core Component 3.A.

The evidence indicated that some audit reports pointing to ethical violations at the College were not acted upon. For example, the audit conducted in connection with the College’s investments in certain funds recommended remedial action. When a draft of this report was sent to the Financial Affairs department for response, it was ignored for approximately 7 weeks. The internal auditor completed the report without any input from that department. The internal audit was later leaked to the local media. An internal audit was also prepared based on allegations that the current Board Chair violated College rules in connection with the April Board of Trustees’ election. There was no evidence that the report was ever shared with the Board of Trustees during a board meeting.

C-2. Team Determination on Criterion Two, Core Component 2.A:

_ Core Component is met
_ Core Component is met with concerns
✓ Core Component is not met
Summary Statement on Criterion Two, Core Component 2.A:

While the College has recently proposed and adopted a number of policies ostensibly designed to tighten financial and other controls and, also, has initiated several internal investigations, it is still too early to demonstrate sufficient evidence of meeting the standards in connection with this Core Component nor is there sufficient evidence to show that such actions have resulted in moving the College forward.

Each of these circumstances, taken alone, might be determined to be the action(s) of a single individual or group of individuals; however, taken in the aggregate, the team has determined that the evidence is insufficient to demonstrate that the College follows its policies and processes to support its operations and decision-making in compliance with Core Component 2.A. and, therefore, indicates that Commission sanction is warranted.

A-3. Criterion Two. Integrity: Ethical and Responsible Conduct. The institution acts with integrity; its conduct is ethical and responsible.

Core Component 2.C. The governing board of the institution is sufficiently autonomous to make decisions in the best interest of the institution and to assure its integrity.

B-3. Statements of Evidence

Evidence demonstrates that further organizational attention and Commission follow-up are required.

Criterion Two, Core Component 2.C. speaks directly to the independence of the governing board and requires that the governing board be “sufficiently autonomous to make decisions in the best interest of the institution to assure its integrity.” The sub-components underscore areas in which autonomy can be exhibited: (1) that deliberations reflect priorities to preserve and enhance the institution; (2) that the governing board considers the interests of varied stakeholders during deliberations; (3) that the governing board preserves its independence from undue influence; and (4) that the governing board delegates institutional management to the administration and oversight of academic matters to the faculty.

A review of the Board of Trustees’ meeting agendas dating back more than a year provide evidence that the Board’s deliberations do not always appear to reflect priorities to preserve and enhance the institution and
raises questions about whether the Board’s conduct is responsible in terms of its oversight of the institution.

As referenced elsewhere in this report, the newly-elected student Board Trustee, who took office during the April 30, 2015, Board organizational meeting, provided insight to the team during the Advisory Visit by sharing a portion of her written personal notes she took during a recent Board meeting. Her full note indicated “I do not believe the Board always keeps the students in their best interest. Many times the discussion progresses and falls into a political or financial debate accompanied by bickering that focuses on the past and rarely the future. This Board sometimes operates as two separate entities and I am pleased to say but disheartened that I have to be there to remind them that we are here for the students first.” The Board of Trustees’ meeting records, including the video record, are replete with admonitions of members from the student body, faculty, and community members regarding the dysfunctional nature in which the Board operates. Board Trustees have even used the public comment portion of the Board meetings (under the auspices of being private citizens) to carry out their various disputes (as happened during the August 13, 2015, meeting).

These statements are borne out time and time again through numerous interactions among the Board members during Board meetings in which rules of order and decorum appear to be replaced with what students, faculty, and community members have publically stated as, among other things, “bickering” and unproductive behavior. Electronic recordings of Board meetings clearly show Board Trustees talking over each other, rolling eyes, whispering, and demonstrating other negative verbal and non-verbal behavior. Despite numerous public admonishments from the College’s constituencies about the Board (including community members, students, and faculty), the team saw little evidence that the Board will be able to fully function in the manner expected and needed to enhance the College without appropriate board development and relationship building. In fact, the team witnessed this ongoing dysfunction during the Board’s special meeting held on July 21, 2015.

During the July 21, 2015, special board meeting, one Board Trustee said, "When the Clean Slate won [during the April 2015 election], we had an organizational meeting that was a fait accompli before we were ever seated. There were engagements of attorneys with letters to the chair before she had ever been elected the chair. . . We have conflicts of interest all around us. We have individuals being hired here on campus who have personal and political affiliations with various members of this board. I am very disturbed about that.”
At the same meeting, another Board Trustee indicated that there is a lack of trust and a lack of rapport on the Board. She also said there is a lack of information for Board Trustees who are part of the “minority.” While the current Board Chair indicated that some activities would be planned to enhance Board of Trustee relationships (e.g., a potential Board of Trustee trip to a soup kitchen), there has been no substantive attempt by the Board to engage in formalized, substantive professional development activities despite the College’s membership in the Association of Community College Trustees (ACCT).

Shortly after the visit, and while the team was still interacting with the College to follow up on various team requests, the team became aware that several Board members filed Freedom of Information Act (FOIA) requests in connection with their own Board. In that regard, Trustees Birt and McGuire filed two Freedom of Information Act (FOIA) requests each on July 23 and 27, 2015, detailing a total of 24 requests including communications to attorneys, information on internal investigations, financial reports and invoices. Whether or not these requests were warranted, they serve as evidence of the serious dysfunction among the Board members.

As indicated above, during the July 21, 2015, special board meeting, the team observed a response from one Board Trustee in particular regarding her claim of the lack of information from the board leadership. This Board member cited several instances in which she felt information was not forthcoming, including financial statements, timely notice of Board issues, and agenda items. The Acting Interim President also indicated during an interview that there is an inconsistent manner in which “minority” Board members are provided information.

More recently, the Board has begun termination proceedings against the College President. Board Trustee McGuire said in an August 19, 2015, Chicago Tribune article that she was unaware that the August 20 Board agenda would include an item about the President’s employment until told so by the Chicago Tribune. She stated that the Board Chair called her after the agenda was posted online. Trustee McGuire was quoted in that article saying that she had “absolutely no knowledge of the basis for this action, which is not surprising given the reluctance or outright refusal of our chair to share critical information with all members of the Board. . . . It is a further testimony to the dysfunctional and unprofessional behavior of our Board leadership.”

During a second interview with the Acting Interim President, the team pointed out that a discrepancy existed between what the team was told by Board Trustees during the special board meeting on July 21, 2015, and what the administration told the team earlier the first day of the visit in
connection with whether any College board orientation program was provided to the new Board members. The administration indicated that no new Board Trustee went through a formal orientation program put on by the College. This assertion was supported by the lack of any documentation asked for by the team indicating what, if any, orientation program was provided to new Board Trustees. (It should be noted that Trustee Mazzochi attended a state-run board of trustee member orientation program.) However, during the July 21, 2015, Board meeting, several new Board of Trustee members indicated that they had gone through such a program. Yet the Acting Interim President indicated during a follow-up interview that there is no Board orientation program at the College. Two new Board Trustees were provided a tour and met various department personnel. Again, no formal orientation program was provided nor does one exist at the College according to the administration. To address the inconsistency raised by the team, the Acting Interim President advised the team that the Board “said what you [the visiting team] wanted to hear” during the July 21, 2015, special board meeting.

Board members have a duty to represent all the people of the state and no particular interest, community, or constituency. In accordance with the Association of Governing Boards of Colleges and Universities (AGB), each Trustee of the Board must fully and faithfully carry out the duty of care, duty of loyalty, and duty of obedience free from any influence by inside or outside constituencies or other persons or entities, including affiliations the Board Trustees may have outside the College setting. It became apparent during the team’s visit that one concern centered around whether certain watchdog groups or others, and their apparent association with one of more members of the Board of Trustees, could be construed as “undue influence.” And further, whether the Board of Trustees could attempt any undue influence on other governing entities connected to the College.

The potential influence from outside groups was alleged by the then-President in a September 2014 newsletter. In that newsletter, the President stated that: “Trustee Hamilton has aligned herself with a political action group, ‘For the Good of Illinois’ and apparently the Tea Party. For the past several months, about two dozen supporters have attended Board meetings and severely criticized the College, members of the Board and the administration. Their emotional, inflammatory rhetoric is often laden with misrepresentations of the facts, a distortion of the truth, and uncivil.”

During the Board election process, attention paid to the Clean Slate ticket, backed publically and financially by Trustee Hamilton, enjoyed favorable coverage and support by several watchdog groups. The team also heard
assertions during various interviews that Edgar County Watchdogs and Open the Books have been Chair Hamilton’s staunchest supporters. During an interview, the Acting Interim President indicated that the Board Chair is “good friends” with one of the watchdog groups. There were also comments during interviews (and during past Board of Trustee meetings) that the attorneys retained by the Board immediately following the April 2015 election represented the current Board Chair in prior matters involving the College and that these attorneys also represented one or more of the local watchdog groups in matters involving the College.

Additional information provided to the team from a Trustee indicated that “[T]here are also external groups operating just below the surface. For the Good of Illinois, the Edgar County Watchdog group, the Tri-County Tea Party, and, occasionally, a representative from America for Prosperity. They are all present at our meetings, file hundreds of FIOA requests, and speak during our two public comment portions of the meeting. How influential these groups are with the current Board leadership would have to come from Chair Hamilton.”

With respect to the delegation of day-to-day management, the administration’s role under the new Board of Trustees (constituted after the April 7, 2015, election and subsequent Board vote seating the new Board Chair) is questionable. In that regard, a number of internal constituencies advised the team during the visit that the Board is quite “hands on” in connection with the College’s operations. For example, during a second interview on July 22, 2015, the Acting Interim President advised the team that the Board Chair is “hands on,” and that the Board is “operational more than normal.” He further indicated that the Board Chair is “micromanaging” the College and calls “very often” with instructions for the Acting Interim President, such as “call around and hire attorneys.”

As stated earlier, the Board Chair also instructed the Acting Interim President to hire an employee to report to the Acting Interim President. According to the job description, this new temporary position at the College is called the “Assistant to the President for Institutional and Transition Affairs.” The team requested a copy of the job description, which lists three duties: “participate on and provide counsel to COD transition team, work with Board of Trustees as appropriate, and other duties as assigned.” Under the “experience and education,” the job description simply indicates “N/A.” The Acting Interim President told the team that this position was not advertised and that no interviews were conducted. In fact, the Acting Interim President was directed by the Board Chair to hire a particular individual, Chris Robling. When asked what the individual would do for the President, the team was advised that the temporary employee would work for the Board Chair. The team was also advised (during this interview and from other information provided to
the team) that this person worked with the “Clean Slate” candidates during the April 2015 Board election and also is connected with the Board Chair. A Board Trustee also questioned the employment of this individual during several Board meetings.

The Board’s recent actions on policy development and approval serve as another example of the Board’s apparent unwillingness to acknowledge the role of the administration within the governance structure of the College. In that regard, the Acting Interim President indicated that the administration had no involvement whatsoever in connection with the recent adoption of Board policy. While Board policy is certainly within the purview of the Board, the lack of administrative input and insight can be wrought with difficulties. During an interview, the Acting Interim President referenced the new Board policy in connection with the internal auditor. The College’s internal auditor reports directly to the College President. The College’s Board approves the annual internal audit plan. However, all internal audit reports are only provided to the President. The Board’s new policy would require the internal auditor to report to the Board. The administration does agree with the reporting structure under the proposed new policy but prefers that audit reports would be provided to the President and the Board. The administration did not know of the new policy recommendation until provided with the packet for a scheduled Board meeting. In fact, according to the Acting Interim President, the administration has not been notified or consulted on any new policy recommendation. Administrative involvement in policy development is a matter of course and sound practice in higher education institutions. Moreover, such a practice helps the governing board ensure that institutional policies and processes are current and can be properly implemented and supported.

Other recent policies adopted by the Board also raise questions on the respective roles of the Board and the President and administration to govern the College. The current Board Chair provided the team with a document, prior to the July 21, 2015, special board meeting, that summarized the Board’s actions since April 30, 2015, including a list of approved and pending Board policy changes. For example, Board Policy 5-15 was revised in May 2015. This policy describes the responsibilities of the Board of Trustees. The Board Chair’s comments accompanying the description of the policy change included the following: “We recognize that the College President has a very important role to play at the College of DuPage. We do not wish to marginalize that office. However, the Board of Trustees must NEVER AGAIN delegate its powers, or surrender is [sic] responsibility to govern the College President or anyone else.”
Board Policy 5-90 was also revised to provide that “The Board delegates to the President the responsibility (and the President is required) to develop, implement, propose and modify procedures as necessary to carry out the Board’s policies, rules, and actions. However, all procedures shall be subject to final Board approval, and the Board may modify or revoke any procedures at any time.” The Board’s new authority to modify or revoke an administrative procedure at any time blurs the lines between the board’s stewardship of the institution and the administration’s responsibility to carry out day-to-day oversight and management. In that regard, the administration’s expertise and resources in carrying out Board policy and effectively managing the institution is now subject to immediate revocation or modification. These policy changes appear to be in line with the current Board Chair’s statement in late May 2015 that the “administration has too much authority and the Board has less authority.”

As indicated earlier, the interview with academic personnel and the Waterleaf general manager indicated a level in involvement by a Board Trustee not normally seen within the governance structure. During an interview with academic personnel regarding the use of the Waterleaf restaurant (as well as the potential future of the facility), the team was advised that plan options for the Waterleaf were presented by Trustee Bernstein rather than from the faculty or academic administrators. In fact, the team was advised that academic personnel were not involved in creating the plan options.

During separate interviews with Foundation Board members, the team became aware of certain activities that call into question the relationship between the Foundation and the College. In a recent meeting between members of the Foundation Board executive committee, the Board Chair, and the newly hired Assistant to the President for Institutional and Transition Affairs, the Board Chair described a transition committee that will be established to review foundation activities and recommend “best practices.” If such a committee were to be developed by College officials, it could create a number of issues in connection with the Foundation’s independence as a 501(c)(3) entity and would appear to exist beyond the scope of the Memorandum of Understanding between the College and Foundation. According to information the team received, it was also suggested during this meeting that the Foundation Board remove one of its members from the board. While the Foundation is a separate entity, the creation of a transition committee by the College places into question the lines of authority that must necessarily exist between the two legal entities. The College’s attempt to exert some form of oversight on the Foundation through this process again blurs the lines in connection with Board of Trustee stewardship. Such an action further serves to illustrate the Board’s apparent unwillingness to recognize the proper roles of governing bodies, even one that is part of a separate legal entity.
C-3. Team Determination on Criterion Two, Core Component 2.C:

- Core Component is met
✓ Core Component is met with concerns
- Core Component is not met

Summary Statement on Criterion Two, Core Component 2.C:

Members of governing boards of colleges and universities owe a fiduciary duty to the institution. The lack of an effective orientation program and ongoing professional development deprives board members of the knowledge and appreciation of the duties of service and, further, that the board should act in good faith and in the best interests of the institution. Among other responsibilities, governing boards must conduct the board’s business in an exemplary fashion. From dysfunction in the boardroom to airing out differences in the media, that has not been the case at the College of DuPage.

Although the process to seat community college trustees is fundamentally a political process in Illinois, the primary focus of the electorate should be the placement of the most able, experienced, and deserving citizens to serve on governing boards. Reform is sometimes necessary and welcome at higher education institutions; however, such initiatives must be pursued solely in the best interests of the institution and its constituents. The Board of Trustees would be well served to engage in professional development activities that expand Trustee understanding and appreciation for the Board’s duties and responsibilities, as well as its relationships with external entities.

The Board of Trustees has not yet balanced its role as a governing body against the role of the administration (and other entities tied to the College) in handling the day-to-day management of the College.

Taken together, the team finds that the evidence demonstrates that further organizational attention and Commission follow-up are required.


Core Component 3.A: The institution’s degree programs are appropriate to higher education.
B-4. Statements of Evidence

Evidence demonstrates that further organizational attention and Commission follow-up are required.

Sometime in the summer or fall of 2014 College of DuPage administrators compared the number of credits they were giving to SLEA cadets with the number of credits given by other police training academies within the state of Illinois. Interviews and copies of emails show that the Dean of Continuing Education/Extended Learning encouraged the SLEA Director to complete a crosswalk between the SLEA instruction units and the objectives of criminal justice courses to determine if COD could give cadets credit for additional criminal justice courses. COD was already giving SLEA cadets nine criminal justice credits and four physical education credits. While news articles speculate that the motive for the Dean’s directive was to increase enrollment figures, the team could not definitively confirm this.

Within the context of this issue, the team found the following. September 2014 copies of email correspondence between the Executive Vice President and the Dean of Continuing Education/Extended Learning emphasized enrollment numbers for the official enrollment report on the 10th day of the fall semester. Comments in the emails praise continuing education for the increase, specifically dual credit and “The SLEA Academy equity increase adds 6% to the total.”

The SLEA Academy Director informed the team that he did not know how the academic process worked so he received help from the Associate Dean of Social and Behavioral Sciences to determine if cadets could be given credit for additional criminal justice courses. Email correspondence from the Dean of Continuing Education/Extended Learning refers to this work as the Associate Dean/Academy Director’s Equity Initiative. After the Associate Dean and the Academy Director completed a crosswalk between the SLEA curriculum and criminal justice courses, they determined that SLEA cadets could receive credit for three additional criminal justice courses (nine credits). The Dean of Continuing Education/Extended Learning submitted the request for granting additional credit to the Vice President for Academic Affairs. After the Vice President for Academic Affairs’ approval, the number of criminal justice credits awarded to SLEA cadets increased from 13 to 22 credits without any increase in instructional time and without any changes to the SLEA curriculum. This increase began with the fall 2014 semester.

The SLEA Director is a retired U.S. Department of Justice agent who holds a Bachelor of Arts degree in criminal justice while the Associate
Dean of Social and Behavioral Sciences holds a master’s degree in experimental psychology - developmental.

Interviews with faculty and administrators revealed that in 1994 a full-time former professor of criminal justice and coordinator of the criminal justice degree program agreed to award nine criminal justice credits to police recruits in SLEA (CRIMJ 1110 Police Operations & Procedures, CRIMJ 1120 Traffic Law & Investigation, CRIMJ 1152 Criminal Law). COD could not provide any institutional paperwork of the process that was used to determine how these nine criminal justice credits match the SLEA curriculum. While documents from 1994 were difficult to locate, nonetheless this action put into motion what has now manifested into an increase in credit hours.

Clock hours devoted to the four physical education credits awarded to SLEA cadets are 30.5 for Aerobic Fitness, 48 for Marksmanship, 44 for Personal Defense, and 32 for CPR-Basic Life Support. Beginning in 1994, COD awarded SLEA students nine criminal justice credits and four physical education credits for a total of 13 college credits.

According to interviews and copies of email correspondence, before the fall 2014 semester began, the SLEA Academy Director and the Associate Dean of Social and Behavioral Sciences completed a crosswalk between the SLEA instruction units and the objectives of three additional criminal justice courses, namely, CRIMJ 1135 Gangs and Criminal Justice Law, CRIMJ 2230 Criminal Investigations, and CRIMJ 2240 Juvenile Delinquency. Through the Dean of Continuing Education/Extended Learning, the crosswalk to these criminal justice courses was sent to the Vice President for Academic Affairs who approved the awarding of these nine additional criminal justice credits without any increase in instruction or clock hours. Beginning in Fall 2014, SLEA cadets were automatically given 22 college credits, 18 in criminal justice and four in physical education. The 22 college credits represents 825 clock hours, which neither the faculty nor the administration were able to substantiate.

August and September 2014 email correspondence details administrators’ communication asking for syllabi to be created in Blackboard for these SLEA-criminal justice courses and asking the SLEA Program Manager to record grades for these courses. By the middle of October 2014, administrators made the decision to change two of the criminal justice courses that would be granted credit. Gangs and Criminal Justice Law and Juvenile Delinquency were dropped and CRIMJ 1153 Rules of Evidence and CRIMJ 2150 Multiculturalism and Diversity in Criminal Justice were given credit instead. The SLEA Program Manager questioned the granting of additional credit for these courses, refused to
enter grades for these new courses, and subsequently resigned in December 2014.

An interview with the Executive Director of the Illinois Community College Board (ICCB) revealed that ICCB academic personnel reviewed the SLEA - criminal justice crosswalk for CRIMJ 1153 Rules of Evidence, CRIMJ 2150 Multiculturalism and Diversity in Criminal Justice, and CRIMJ 2230 Criminal Investigation and found it reasonable. While this was a tentative assessment of the ICCB, the team’s review of the crosswalk calls that preliminary assessment into question. Following are three examples that contribute to the team questioning that assessment.

1. Police Citizen Relations/Cultural Diversity is a SLEA instruction unit that is covered in 8 clock hours with “practicals” included. It is used to justify five of 10 objectives for the CRIMJ 2150 Multiculturalism and Diversity in Criminal Justice course.

2. Crime Scene Identification is a SLEA instruction unit that is covered in 12 clock hours with “practicals” included. It is used to justify the objective, “Analyze the fundamental principles underlying evidentiary case development phases of police activity” of CRIMJ 1153 Rules of Evidence and to justify the objective, “Interpret the basic techniques of physical, chemical, and instrumental methods of evidence analysis” of CRIMJ 2230 Criminal Investigation.

3. Vehicle Stops - Racial Profiling is a SLEA instruction unit that is covered in 2 clock hours. It is used to justify the objective, “Explain, evaluate and apply important theories and policies regarding cultural diversity issues” of CRIMJ 2150 Multiculturalism and Diversity in Criminal Justice.

The ICCB Executive Director referred to the non-credit SLEA program converting to criminal justice credits as a Prior Learning Program, but cautioned that ICCB is still conducting a targeted audit. The College’s Vice President for Academic Affairs likewise referred to it as Prior Learning Program credit. The College, however, does not have a Prior Learning Program policy even though some individual areas grant credit for prior learning. The Dean of Continuing Education/Extended Learning, Associate Dean/Director of the Homeland Education Center, and the SLEA Academy Director said they never thought of SLEA as prior learning, but rather as giving credits for regular courses. This lack of understanding raises concerns as to the College’s ability to ensure its degree programs are appropriate for higher education and credit awarded for prior learning.

Also in the interview with the Dean of Continuing Education/Extended Learning, Associate Dean/Director of the Homeland Education Center,
and the SLEA Academy Director, the team learned that indeed the 22 credits are treated like regular courses since an additional section of each of the courses for which SLEA cadets receive credit is added and the cadets are automatically enrolled in them. Transcripts confirm that SLEA cadets are enrolled in the non-credit ILETSB SLEA program and in criminal justice and physical education courses simultaneously. While the Associate Dean/Director of the Homeland Education Center is the instructor of record for the criminal justice courses and enters students’ grades, he does not teach in the SLEA program.

College of DuPage lists the number of clock hours for the SLEA program as 480. A SLEA credit worksheet provided to the team states that “cadets attend the Academy five days a week, nine hours a day for 12 weeks.” These calculations equal 540 clock hours. The SLEA curriculum document that lists instruction units with clock hours for each unit totals 496 clock hours which includes four hours for course orientation and three hours for graduation rehearsal and ceremony. While the College does not claim that all of the instruction units apply to criminal justice courses or physical education courses, it does assert that completion of the SLEA curriculum warrants 22 credits.

The College of DuPage credit hour policy is stated in the Educational Programs - Instructional Policy - 25-76. Assignment of Credit Hours. It reads as follows:

College of DuPage will equate its learning experiences with semester credit hours using practices common to institutions of higher education. The lengths of academic programs shall be comparable to similar programs found in accredited institutions of higher education.

The federal Department of Education’s Dear Colleague letter, GEN-11-06. March 18, 2011, defines a credit hour on Page 5 of 15 - Credit Hour, Enclosure A. Regulatory Language

In 34 CFR 600.2 of the final regulations, we defined a credit hour for Federal programs, including the Federal student financial assistance programs, as--

An amount of work represented in intended learning outcomes and verified by evidence of student achievement that is an institutionally established equivalency that reasonably approximates not less than:

1. One hour of classroom or direct faculty instruction and a minimum of two hours of out-of-class student work each week for approximately fifteen weeks for one semester or trimester hour of
credit, or ten to twelve weeks for one quarter hour of credit or the equivalent amount of work over a different amount of time; or

2. At least an equivalent amount of work as required in paragraph (1) of this definition for other academic activities as established by the institution, including laboratory work, internships, practica, studio work, and other academic work leading to the award of credit hours.

In the case of a program subject to the clock-to-credit-hour conversion requirements, institutions must determine the credit hours to be awarded for coursework under those requirements. (See 34 CFR 668.8(k) and (1).) [An example of clock-hour conversion on page 8: The conversion of 900 clock hours to 24 semester hours is appropriate under the conversion standard of 37.5 clock hours per semester hour under 668.8(1)(1) of the October 29 regulations.]

The federal credit hour policy of 37.5 clock hours equaling one credit calls into question how the SLEA program can yield 22 credits. Whether SLEA cadets spend 480, 496, or 540 clock hours completing the ILETB curriculum and whether they might spend a few more hours studying or practicing outside of class, according to the federal definition of a credit hour, 22 credits is not justified. To earn 22 credits, 825 clock hours are required.

Because College of DuPage is enrolling SLEA cadets in criminal justice courses, they are counted as students. While currently the police forces that recruit the prospective police officers pay for all of their training in the SLEA, these “students” could be eligible for Title IV financial aid. Therefore, there is the potential for these “students” to receive federal and state financial aid for 22 credits in violation of the federal credit hour definition. The federal definition of credit hour is the standard for all of higher education. COD’s practice of awarding this number of credits for SLEA participation is not appropriate to higher education.

C-4. Team Determination on Criterion Three, Core Component 3.A:

- Core Component is met
✓ Core Component is met with concerns
- Core Component is not met

Summary Statement on Criterion Three, Core Component 3.A:

The charge for the team was to look in detail at the non-credit SLEA program with respect to this Core Component. In sum, College of DuPage is giving 22 college credits for the non-credit SLEA program
by simultaneously enrolling students in college courses and in the non-credit program. The crosswalk between SLEA instruction units and the objectives of the three recently added criminal justice courses does not show that adequate attention is given to the criminal justice courses’ objectives. In addition, the institution made a concomitant change in credit hours without an increase in the hours of instruction and was not able to justify the number of credit hours. Likewise, the clock hours allocated to the SLEA curriculum and the credits awarded do not follow the federal definition of a credit hour. Therefore, the team concludes that the evidence demonstrates that further organizational attention and immediate Commission follow-up are required.

A-5. Criterion Four. Teaching and Learning: Evaluation and Improvement. The institution demonstrates responsibility for the quality of its educational programs, learning environments, and support services, and it evaluates their effectiveness for student learning through processes designed to promote continuous improvement.

Core Component 4.A: The institution demonstrates responsibility for the quality of its educational programs.

B-5. Statements of Evidence

Evidence demonstrates that further organizational attention and Commission follow-up are required.

Subcomponent 1 speaks to program review. College of DuPage has a thorough program review process. A schedule of review ensures that all programs are reviewed. A template is used that includes assessment methods, environmental scans, program cost, improvements since last review, and plans for future improvement. Annual updates include the status of the current Student Outcome Assessment Project that gives details on assessment measures, assessment results, use of results, and effect on program, discipline, and course.

The SLEA program review submitted to the team did not follow the normal College program review template. The areas addressed in the two-page document are Program Need, Cost-Effectiveness and Quality, Program Improvements over the Past Five Years, and Future Improvements. Administrators in the Homeland Security Training Institute completed the review. The document focuses on the financial aspects of the program. No academic assessment data or results are evident. Normally, program review involves faculty and assessment of student learning information.
Subcomponent 2 speaks to evaluating the credit a college transcripts. College of DuPage administrators did a crosswalk between the non-credit SLEA curriculum and some of its credit-bearing criminal justice courses. The College’s determination was that an increase from 13 credits to 22 credits without the addition of clock hours was warranted. As discussed in 3.A., the team does not believe 22 credits are justified. While the team believes the College came to an erroneous conclusion, the College did follow an evaluation process for placing 22 credits on SLEA cadets’ transcripts.

Subcomponent 4 speaks to institutions maintaining and exercising authority over the rigor of courses, expectations for student learning, etc. The SLEA Academy Director is hired by the College of DuPage. The Academy Director reports to an Associate Dean and to the Dean of Continuing Education/Extended Learning. ILETSB determines the SLEA curriculum and approves all instructors. While the College of DuPage does have quasi-supervision through the Academy Director, it does not have authority over the SLEA curriculum or complete autonomy in hiring the instructors, yet the College gives 22 college credits to the SLEA cadets simultaneously while students are enrolled in the academy.

C-5. Team Determination on Criterion Four, Core Component 4.A:

_ Core Component is met
✓ Core Component is met with concerns
_ Core Component is not met

Summary Statement on Criterion Four, Core Component 4.A:

COD has a program review process. The SLEA program is part of that process. However, administrators rather than faculty conducted the review and learning outcomes are not included for the SLEA program. To demonstrate its responsibility for the quality of its educational programs, more attention needs to be given to ensuring that SLEA cadets fulfill the College course objectives for which they are being given credit. Therefore, the team finds that the evidence demonstrates that further organizational attention and Commission follow-up are required.

The institution’s resources, structures, and processes are sufficient to fulfill its mission, improve the quality of its educational offerings, and respond to future challenges and opportunities. The institution plans for the future.
Core Component 5.B. The institution’s governance and administrative structures promote effective leadership and support collaborative processes that enable the institution to fulfill its mission.

B-6. Statements of Evidence

Evidence is insufficient and demonstrates that Commission sanction is warranted.

As of the July 2015 meeting, the Board had not been presented financial statements for May, June, and July 2015 presumably because of reporting changes requested by the Board Chair. In interviews with senior administrators, the team learned that the current Board Chair and Vice Chair did not “trust” the financials that were being presented to the Board and determined that no further financial reports would be presented until a complete review had been completed and changes made to the reports. In an interview with Financial Affairs staff, representatives indicated the financials were, in fact, prepared but not presented pending a review. During more than one meeting of the Board of Trustees, several Trustees have complained that the lack of financial statements have prevented the Board from providing financial oversight.

Further, as explained elsewhere in this report, investment portfolios were placed in assets contrary to Board of Trustee policy with the Board seemingly unaware of this condition. These investment transactions were contrary to policy stipulations and eluded the Board because of a lack of detail in financial reporting. Losses were estimated to have been over $2.2 million. As discussed earlier, there were also issues raised in connection with the Board’s direct involvement in matters normally delegated to the administration (i.e., the Board’s meeting with academic and Waterleaf personnel regarding plans for the restaurant’s space), as well as the Board’s direction to hire a specific person to work with the Board. Other circumstances placing the College’s governance and administrative structures into question in relation to effective leadership and oversight were discussed in connection with Core Component 2.A.

There are several College of DuPage policies and procedures that address the faculty’s role in curriculum decisions, including the Contractual Agreement between the Board of Trustees of College of DuPage and College of DuPage Faculty Association IEA/NEA (2012-2015 with extension through 2017), Guide to Curriculum: Curriculum Process and Development Update – 2009, and Administrative Procedure Manual. In addition, the 2013 Assurance Narrative Index that College of DuPage submitted to the Higher Learning Commission stated that “[A]ll new and updated courses are reviewed internally by the Divisional Curriculum Committee and the College-wide Curriculum Committee before going to
the Illinois Community College Board for review and approval." Higher Learning Commission Assumed Practice B speaks to Teaching and Learning: Quality, Resources, and Support. Specifically, Assumed Practice B.2.c. states “Faculty participate substantially in:

1. Oversight of the curriculum—its development and implementation, academic substance, currency, and relevance for internal and external constituencies;
2. Assurance of consistency in the level and quality of instruction and in the expectations of student performance;
3. Establishment of the academic qualifications for instructional personnel;
4. Analysis of data and appropriate action on assessment of student learning and program completion.”

However, during an interview, criminal justice faculty complained they were not consulted about the recent change in the number of credits for the SLEA program. These faculty members provided a history of the awarding of nine criminal justice credits as the work of administrators and one former criminal justice faculty member in 1994. At that time, the faculty disagreed with the awarding of the original nine criminal justice credits.

Moreover, SLEA instructors indicated they, too, were not involved in the recent decision to increase the criminal justice credits awarded saying they “know nothing about it.” SLEA instructors said they have not seen the criminal justice objectives or the crosswalk completed by administrators. In fact, they teach the ILETSB curriculum (discussed above in connection with Core Component 3.A.).

The Vice President for Academic Affairs stated during an interview that faculty should be involved whenever there is a change in credits such as a change from “3 to 4 credits for a course.” When asked if the faculty was involved in the decision to change the number of credits awarded from 13 to 22, she replied that they were not. When asked why she approved the change in credits, she replied that she thought the faculty were involved since the Associate Dean for Social and Behavioral Sciences brought it to her for approval.

From a broader perspective, fifty-four faculty members attended the open session with faculty. Without a dissenting voice, faculty members indicated they were upset that the administration had increased the number of criminal justice credits awarded to SLEA cadets without faculty involvement. They expressed concern that administration would repeat this action in other programs citing the Carpenter's Apprenticeship
Program, Pharmacy Technician, Real Estate, and Massage Therapy as potential examples. Faculty also asserted the College’s alternative credit peer review or Prior Learning Assessment is distorted. Administration and faculty agreed in separate interviews that COD had no consistent format for evaluating prior learning. For example, SLEA and the carpenter’s union credit program were handled in different ways by College faculty and staff. Faculty also felt that a “crossover” program was going to be increased to turn more non-credit courses into awards for credit. At this point, the College maintains that only two above-referenced programs exist of this kind.

As a whole, faculty held a generally unfavorable review of the Division of Continuing Studies. Individual faculty felt that Continuing Studies were naming their non-credit programs similar to credit, accredited program in order to “confuse” students that appears to have an effect of driving down enrollments within Academic Affairs. Faculty cited examples that include medical assisting, pharmacy tech, and medical coding classes which appear in the Ed2Go portion of their catalog.

Finally, during the team’s interview with the Board, it was reported to the team that the Board felt faculty relations between the College and the faculty were good. However, the faculty asserted that even with the President on administrative leave, the “next level down in the hierarchy” have not addressed concerns faculty raised in the vote of no confidence (discussed earlier in this report). In fact, the faculty complained that practices involving “bullying and corruption” continued. During the open faculty interview, the faculty as a whole felt they were the “B-team.” This particular issue was noted by a visiting team in 2007. Yet, it does not appear that circumstances have improved since that time. In fact, the vote of “no confidence” indicates that matters involving the faculty continued to deteriorate. This is consistent with faculty comments regarding the lack of a true shared governance structure.

While the College has a Shared Governance Committee, Division Curriculum Committees, and College Curriculum Committees, the overall ethos of this community seemingly lacks trust. Senior administration (and particularly the Vice President for Academic Affairs) noted that faculty “owned” the College and that the faculty’s primary interest were their “own benefits and money.” The Acting Interim President indicated during his interview that he feels there is still a lack of trust between the faculty and administration. He further stated that the current Board of Trustees has not helped this situation because they have been consistently critical of the administration. That negativity has not served to enhance relations between the administration and faculty.

C-6. Team Determination on Criterion Five, Core Component 5.B:
Core Component is met
Core Component is met with concerns
Core Component is not met

Summary Statement on Criterion Five, Core Component 5.B:

The team’s overall impression is that the governing ethos that engages COD’s internal constituencies is fragile. There has been an absence of financial statements actually being presented to the Board and a lack of proper oversight of the College’s investment portfolio. In addition, as indicated in connection with the discussion of Core Component 2.C., the Board does not sufficiently engage with academic leaders in meaningful ways in connection with teaching and learning at the College. The governance at the College has also failed in several respects to provide leadership and oversight for the College’s financial well-being (as discussed in connection with Core Component 2.A.).

Further, the institution does not uniformly employ policies and procedures to engage its internal constituencies in the institution’s governance. Specifically, the College has not permitted the faculty to participate substantially in the development and implementation of curriculum. There is ample evidence of the lack of faculty engagement in the SLEA prior learning assessment process. College faculty do not have oversight of the SLEA curriculum, instruction, instructor qualifications, or assessment. There is a disconnect among the faculty who teach credit-bearing courses and the faculty who teach non-credit bearing courses in Continuing Education with their respective roles and responsibilities. Because administrators, without faculty involvement, increased the number of credits awarded to SLEA cadets from 13 to 22, the team has determined that Assumed Practice B.2.c. is not met.

Therefore, the team finds that the evidence is insufficient and demonstrates that Commission sanction is warranted.

D. Other comments

This Advisory Visit to the College of DuPage was conducted July 21-22, 2015, at the direction of Higher Learning Commission. Given the team’s charge as outlined in the Commission’s May 5, 2015, correspondence to the institution, the team found that Core Component 1.D. is met with concerns, Core Component 2.A. is not met, Core Component 2.C. is met with concerns, Core Component 3.A. is met with concerns, Core Component
Component 4.A. is met with concerns, and Core Component 5.B. is not met.
November 11, 2015

Dr. Barbara Gellman-Danley  
President, Higher Learning Commission  
230 South LaSalle Street, Suite 7-500  
Chicago, IL 60604-1411

Dear Dr. Gellman-Danley:

Thank you for the opportunity to respond to the Higher Learning Commission’s Report of an Advisory Visit to College of DuPage. We are very appreciative to you and the Board of Trustees for granting us additional time to prepare this response, and we realize you had no obligation to do so. In this response we would like to correct a number of errors of fact in the evaluation team report, as well as provide you and the HLC Board of Trustees with additional information on actions the College has already taken to address the substantive findings in the report. We appreciate your consideration of this response prior to the HLC Board of Trustees taking any action in regard to College of DuPage’s accreditation status.

A. Errors of Fact in the Advisory Team Report

1. Related to Core Component 2.A: The report (page 23) states “Charges for alcohol at the College’s fine dining establishment, the Waterleaf, in connection with administrative and board gatherings were (as confirmed by senior administration during the team’s visit) in violation of board policy and administrative procedure in most circumstances...” The current Board Policy Manual was completely revised in 2009, and since that time there has been no Board Policy prohibiting the use of College funds to pay for alcohol. So at the time of the charges for alcohol at the Waterleaf, there was no violation of Board Policy as the evaluation team claims. The Board has since corrected this issue as explained later in this response.

2. Related to Core Component 2.A: The report states on pages 23 & 24 that “During an interview with the internal auditor, the team was advised that a contract with Hrricane Graphics was entered into after the contract deadline. According to the internal auditor, this contract was therefore invalid. Yet, despite knowledge of this clear violation, the contract was still accepted by the College.” This statement is not correct as written. Our internal auditor did discuss the issue of Hrricane Graphics with the reviewers and they had a copy of the internal audit report he issued to Dr. Breuder on 2/9/15. The internal auditor told the team what the report stated, i.e. that aspects of the RFP process did not appear to be in compliance
with the College’s procedures so he advised that Dr. Breuder get a legal opinion as to whether the College should have accepted the proposal. Without that predicate legal opinion, the internal auditor, a non-attorney, did not believe he was authorized to issue a formal legal opinion that the contract was therefore invalid as a matter of law. Also, the reviewers state that the College, via the Board, accepted the proposal after knowing there were issues with the RFP, but that is also not true as written, in that the internal auditor performed his review of this contract in early 2015 and discovered the possible issue with accepting a proposal that was received after the deadline, but did not discover this issue until after the time when the College had already provided notice of acceptance of the proposal. In other words, at the time of acceptance, the Board did not yet possess the internal auditor’s opinion that there was a problem.

3. Related to Core Component 2.A: The team reported “there was an internal audit of the SLEA credits but the report only stated that the Illinois Community College Board (ICCB) approved the change, which was not entirely accurate as revealed in an interview with the Executive Director of the ICCB”. This statement is not correct. The internal auditor did discuss the SLEA issue with the reviewers and they had the memoranda issued to Dr. Breuder on 4/27/15 and 4/28/15. However, there was no audit performed of the SLEA activities. Dr. Breuder limited the scope of the internal auditor’s role solely to serving as the liaison to ICCB during their visit on 4/27/15. The memoranda the internal auditor prepared were limited by Dr. Breuder to conveying to Dr. Breuder what Ellen Andres, Chief of Staff at ICCB had told him at the conclusion of their visit. The internal auditor had already informed Dr. Breuder of that conversation verbally; Dr. Breuder subsequently asked him to put it in writing in the form of a memo.

4. Related to Core Component 3.A: On page 36 the report states “The ICCB Executive Director referred to the non-credit SLEA program converting to criminal justice credits as a Prior Learning Program, but cautioned that ICCB is still conducting a targeted audit. The College’s Vice President for Academic Affairs likewise referred to it as Prior Learning Program credit.” SLEA submitted a request for additional credit hours based on students being concurrently registered in a number of courses. We have never attempted to justify this credit as credit for prior learning.

5. Related to Core Component 3.A: On page 38 the report states "Because College of DuPage is enrolling SLEA cadets in criminal justice courses, they are counted as students." The report then goes on to refer to the cadets as “students” with the quotation marks, implying that we are falsely categorizing them as actual students. In fact, though, all individuals enrolled in College programs are counted as students, whether they take classes for credit or for non-credit.

6. Related to Core Component 5.B: On page 43, the report states “Senior administration (and particularly the Vice President for Academic Affairs) noted that faculty "owned" the College and that the faculty's primary interest were their "own benefits and money." The VPAA states that she was misquoted. When asked who owns the curriculum, she recalls saying “the faculty”, but she was not asked and did not say
they owned the College, nor does she believe she said or otherwise attempted to imply that faculty were only interested in their “own benefits and money”.

7. Related to Core Component 5.B: On page 44, the report states “Specifically, the College has not permitted the faculty to participate substantially in the development and implementation of curriculum.” This unqualified statement by the evaluation team is grossly inaccurate. The College develops and implements curriculum in accordance with the Guide to Curriculum Development. This document clearly states that “Full time faculty are responsible for curriculum development. Faculty and academic administrators collaborate to review, evaluate, and update the curriculum and oversee initiation, design, development, modification, and discontinuance of courses and programs.” In addition, the Contractual Agreement between the Board of Trustees and the COD Faculty Association states that duties of faculty include “develop and update courses in existing degree/ certificate programs” and “perform a significant role in developing and evaluating all of the institution’s educational programs.” If the College did not follow this contractual requirement, the recourse for the faculty is to file a grievance. There is no pending grievance currently related to this issue.

*Based on these errors of fact, we respectfully ask that you and the HLC Board reconsider the evaluation team’s determination that we do not meet Core Component 2.A and 5.B, as the determination was made on incorrect information about our College as a whole.*

B. Actions Taken by College of DuPage in Response to the Substantive Findings

Related to Core Component 1.D and 2.C:

At a Special Meeting of the College of DuPage Board of Trustees, conducted on November 5, 2015, the Board approved several measures specifically designed to address concerns and criticisms raised by the evaluation team. Those concerns generally related to disharmony among the Trustees, a lack of training and orientation for Trustees, interference by the Board with College operations that should be delegated to the administration, as well as new policies ensuring appropriate dissemination of privileged information to and among the Board members. At the November 5, Special Meeting, the Board voted to organize a retreat in which all members will participate and also to establish an augmented, comprehensive orientation program for all new members of the Board to allow the Board to more effectively conduct business for the good of the College.

*Based on the actions as detailed above, we respectfully request that the HLC Board finds that College of DuPage fully meets Core Component 1.D and 2.C.*
Related to Core Component 2.A:

1. The evaluation team points out that the College currently has no ethics training program for the faculty, administrators, and staff. Upon receipt of the evaluation team report on October 15 the administration immediately identified a comprehensive ethics training program provided by Workplace Answers, which currently provides other training programs for College of DuPage. The ethics training is specifically for institutions of higher education and it will be tailored to address our specific policies and procedures. All administrators, faculty, and staff, both full- and part-time, will be required to complete this training by April 1, 2016 and then on a biennial basis thereafter.

2. The report cites the issue with an apparent case of deliberate fraud undertaken by an employee who had a supervisor who did not properly oversee the employee. The supervisor was the second signer on all the questionable purchases, but did not appear to actively review paperwork. Both of these individuals no longer work for the College. Certainly at least one of these individuals did not operate with integrity, but it isn’t accurate to conclude the entire College does not meet Core Component 2.A. from this incident. One outside investigation concluded that the College in general acted quickly and appropriately once the actions were discovered. To the extent internal controls in response to the evidence of fraud were not put in place by the responsible employee, such employee has been terminated. The interim Controller and interim CFO have improved the internal controls based on lessons learned from this experience. This isolated action by one employee and inadequate response by a now-former employee does not support the reviewers’ conclusion that the College going forward does not meet Core Component 2.A., particularly given the subsequent remedial measures taken.

3. Regarding the alleged improper reimbursement for alcohol at the Waterleaf, it was pointed out previously that the evaluation team erroneously believed all alcohol expenditures were in violation of an express Board Policy. Regardless, the Board on April 30, 2015 resolved to suspend all such reimbursements and/or efforts to avoid internal controls via house accounts or their functional equivalent (whether on or off campus) for trustees, administration, faculty and staff alike. Waterleaf has been converted to a purely instructional operation, and the only alcohol now available there is the wine that is served in conjunction with instructional class meals. The president who oversaw the creation of the Waterleaf has been terminated by the Board. The interim CFO and interim Controller have improved the controls for purchasing and reporting of auxiliary units based on lessons learned from the Waterleaf experience. Further, the Board enacted Board Policy 10-45, which prohibits internal funds transfers from, e.g., the education fund to auxiliary units without advance approval from the Board.

4. Regarding potential conflicts of interest in awarding contracts to vendors with ties to the College or the College Foundation, it was pointed out earlier that the evaluation team erroneously believed that there was an instance where the Board knowingly accepted a contract while knowing it had been submitted after the contract deadline. In addition, when awarding contracts the College adheres to Section 3-27.1 of
the Illinois Community College Act. *The Act does not prohibit entering into a business relationship with a Foundation Board member, or prohibit a Foundation Board member from responding to a bid for supplies, materials or work.* To date, both the College and the Illinois Auditor General’s office investigation into this issue remains ongoing. Regardless, the Purchasing Department is now requiring vendors to disclose potential conflict relationships in their bids, including with any individuals or entities associated with College of DuPage, including relationships with the Foundation. Further, certain Board professional services contracts that had involved members of the Foundation Board have ceased. The Board passed Board Policy 10-65, which places expenditures online which will further make it easier to detect possible conflicts that might otherwise escape notice and/or which a vendor may have deliberately concealed. In the past six months, no further allegations have been raised regarding improper business relationships between the Board and the Foundation Board or its members.

5. Regarding the violation of Board Policy in the investment of College funds in the Illinois Metropolitan Investment fund, the individuals responsible for this violation have been terminated. Similar to the radio station incident, this was the action of individual employees and once the new leadership at the College became aware of this action, the employees were put on leave and eventually terminated. Again, it isn’t accurate to conclude the entire College does not meet Core Component 2.A., particularly going forward, based on the actions of individuals who have since been terminated.

6. Regarding the issue that the internal auditor reported only to the (recently terminated) president, the Board has created Board Policy 5-220, which establishes a Board Audit Committee. The internal auditor now has a dual reporting role to both the acting interim president and the Board Audit Committee. Moreover, both the Financial and Purchasing departments have proactively sought to review and educate staff on procedures and further enhance compliance with such procedures within the institutional culture, to ensure adherence to existing policies and procedures.

*Based on the errors cited previously and the subsequent strong and decisive actions as detailed above, we believe the conclusion drawn by the evaluating team was based on an inaccurate view of the College’s operations, and that the issues cited above have all been fully remediated. Therefore, we respectfully request that the HLC Board finds that College of DuPage fully meets Core Component 2.A.*

**Related to Core Components 3.A and 4.A:**

All the statements of evidence in the evaluation team’s report related to these two Core Components are directly related to the awarding of credits for the Suburban Law Enforcement Academy (SLEA) and the consideration of the SLEA program as an academic program. In order to remove any doubt about the appropriateness of awarding credit to SLEA cadets, College of DuPage has ceased the awarding of any academic credit to SLEA cadets, effective October 29, 2015. The program has been moved from the educational unit to the auxiliary unit, completely
separating it from all academic processes and approvals. Likewise, the College is committed to ensuring, going forward, that no Continuing Education classes (e.g., Carpenter’s Apprenticeship; Pharmacy Technician; Real Estate) will be associated with or otherwise “cross-walked” to academic credit outside the existing Guide to Curriculum Development, the Contractual Agreement between the Board of Trustees and the COD Faculty Association, and without faculty support.

Since the only statements of evidence provided by the evaluation team regarding Core Components 3.A and 4.A involved the awarding of academic credits to the SLEA cadets, our decisions to discontinue this practice and to move the SLEA program from the educational unit to the auxiliary unit fully remediates this issue in its entirety and we respectfully request that the HLC Board finds that College of DuPage fully meets Core Components 3.A and 4.A.

Related to Core Component 5.B:

1. Regarding the issue of the May, June and July financial statements not being presented to the Board, the interim CFO and interim Controller were in highly unusual circumstances; and were obligated to behave in accordance with their own professional standards regarding making public representations regarding the institution to the Board. Both have resolved the reporting format in a way that provides the necessary financial information to the Board in a more understandable and complete format, and all financial statements through October have been presented to the Board as is required by Board Policy.

2. Regarding the issue of the investment transactions contrary to Board Policy, that issue has been resolved as explained earlier. In addition, the Board has issued an RFP for an independent investment firm to manage the institutional portfolio, rather than delegate this responsibility to existing staff. This action will result in more safeguards against improper financial actions by our employees.

3. Regarding the issues related to SLEA, those issues have been fully remediated as explained earlier.

4. Regarding the issue of the faculty holding an unfavorable view of the Continuing Education (CE) division, members of the faculty have expressed concerns with the CE division offering non-credit courses that compete with their credit courses. CE staff members have been meeting with the faculty to discuss conflicts and reasonable solutions to the CE department’s desire to serve students in a non-credit venue and the faculty’s desire to maintain their academic curriculum according to College standards. Examples of where tension has occurred include music, health sciences, and computer science. One of the issues raised by faculty is the practice of CE offering a certificate of completion for certain modules of a program. The concern is that these may be confused with the certificates awarded in the credit programs. CE staff has not been purposely competing with academic programs, and they have met with several departments to discover ways to eliminate overlap and encourage transitions from non-credit to the credit programs.
Regardless, the CE division has recently agreed to stop offering certificates of completion in order to work more cooperatively with the academic programs.

5. Regarding the issue that the faculty asserted that the “next level down in the hierarchy have not addressed concerns raised in the vote of no confidence” in the previous president, the current acting interim president and academic administrators have worked with the president of the Faculty Senate and other faculty representatives to collaborate on a number of actions, such as:
   - elevating the Shared Governance Council (SGC) to a prominent role in institutional decision-making;
   - re-establishing a prominent role for the SGC in the College’s strategic planning process;
   - re-establishing the Quality Improvement Council, consisting of the SGC and the Institutional Effectiveness Council, to oversee the AQIP Action Project selection and implementation;
   - conducting a series of Friday meetings with key faculty and administrators to discuss the faculty concerns expressed on our employee satisfaction (PACE) survey;
   - enacting all the recommendations of the PACE group;
   - expanding membership in the Constituency Leaders monthly meetings;
   - revising the faculty communications meeting to include faculty-elected representatives from the Faculty Senate;
   - settling a number of grievances, complaints, five Faculty Administrator Review Board appeals, and an unfair labor practice charge in an amicable agreement with the Faculty Association;
   - meeting with the Welfare Committee of the Faculty Association to hold some frank discussions about the future of the College and to discuss our pre-grievance process in order to resolve issues before the formal grievance process begins (it should be noted that no grievance have been filed yet under the new administration, so there is evidence of issues being resolved collaboratively);
   - working with the president of the Faculty Senate to plan a facilitated retreat between faculty and administration to work on resolving our differences;
   - agreeing in principle to adding memoranda of understanding to the current agreement regarding compensation for program review, compensation for certain forms of learning communities, and the tenured faculty evaluation process;
   - establishing a regular monthly meeting between five faculty senators and five academic administrators;
   - the charging of the Instruction Committee to resolve issues of concern to the Vice President of Academic Affairs and faculty;
   - the creation of task forces to examine issues with parking and the hiring of retirees; and
   - a general approach to being communicative, cooperative and collaborative in our actions.
These changes won’t produce overnight resolution of all outstanding issues and concerns, but the previous style of management has been replaced with a more democratic, open style. Over time we believe this will resolve many of the issues raised by our faculty in the July visit with the evaluation team.

*Based on the errors cited previously and the subsequent strong and decisive actions as detailed above, we believe the conclusion drawn by the evaluating team was partially based on an inaccurate view of the College’s operations, and that the issues cited above have all been remediated or are in the process of being remediated, particularly as to faculty relationships. Therefore, we respectfully request that the HLC Board finds that College of DuPage fully meets Core Component 5.B.*

College of DuPage has been a participant in the AQIP program since its inception. We were in the first group of colleges to receive accreditation under the AQIP model in 2008. Last spring we had our Quality Checkup Site Visit at the end of our second cycle under AQIP, and the evaluation team found that the College met all Core Components fully and completely. Based on a number of articles written about the College, the HLC sent an Advisory Team to investigate. We take the concerns the HLC raised with the utmost seriousness. We appreciate that the HLC has recognized the unusual circumstances that have occurred which prompted increased HLC oversight, including the advisory team visit. We hope that the HLC will recognize that in a matter of a few short months the College has likewise taken extraordinary steps in response. In addition, under new College leadership, most of the other issues, such as the lack of ethics training and the SLEA credit concern, have been quickly and effectively remediated. The issues that remain are all being addressed in complete cooperation between our Board, the administrators, the staff, and the faculty. I appreciate the opportunity to provide this additional information for the HLC Board to consider as it deliberates on and decides any potential action affecting the accreditation status of College of DuPage.

Sincerely,

Joseph E. Collins, Ph.D.
Acting Interim President
College of DuPage
December 16, 2015

BY CERTIFIED MAIL

Dr. Joseph Collins, Acting Interim President
College of DuPage
425 Fawell Blvd.
Glen Ellyn, IL 60137-6599

Dear Dr. Collins:

This letter is formal notification of action concerning College of DuPage (“the College”) by the Higher Learning Commission (“HLC” or “the Commission”) Board of Trustees (“the Board”). At its teleconference meeting on December 9, 2015, the Board placed the College on Probation because the College is out of compliance with the Criteria for Accreditation and Core Components identified in the Board’s findings as outlined below. This action is effective as of the date action was taken. In taking this action, the Board considered materials from the July 2015 Advisory Visit, including the materials submitted by the College relative to the Advisory Visit, the report from the Advisory Visit team, the report from the most recent Quality Checkup team, the institution’s responses to these reports, and other materials relevant to the evaluation.

The period of Probation mandated by the Board is two years at the end of which the Commission will evaluate the College again. Therefore, the Board requires that the College file with the Commission an Assurance Filing no later than February 2017, or eight weeks prior to a comprehensive evaluation scheduled for no later than April 2017. The Assurance Filing should provide evidence that the College has ameliorated the findings of non-compliance identified in this action that resulted in the imposition of Probation and that the College meets all the Criteria for Accreditation, the Core Components, Federal Compliance Requirements, and the Assumed Practices. While the College must address all of these requirements in its Assurance Filing, its particular focus should be on integrity, governance, the role of the Suburban Law Enforcement Academy in the College and its intersection with the criminal justice program, and effectiveness of governance and administration.

The April 2017 comprehensive evaluation will consider the institution’s compliance with all the Criteria for Accreditation including those Criteria for Accreditation cited as Not Met or Met with Concerns in this action, Core Components, Federal Compliance Requirements, and the Assumed Practices.

The Board will review the team report and related documents at its November 2017 meeting to determine whether the institution has demonstrated that it is now in compliance with all Criteria for Accreditation and related requirements and whether Probation can be removed, or if the College has not demonstrated compliance, whether accreditation should be withdrawn. If the findings of non-compliance and other concerns identified in this action have not been fully ameliorated or if the
institution is unable to demonstrate that it fully meets the Criteria for Accreditation and related requirements such that Probation may be removed, the Commission shall withdraw accreditation.

The Board based its action on the following findings made with regard to the College:

The College is out of compliance with Criterion Two, Core Component 2.A, “the institution operates with integrity in its financial, academic, personnel, and auxiliary functions; it establishes and follows policies and processes for fair and ethical behavior on the part of its governing board, administration, faculty, and staff,” for the following reasons:

- As documented in the College’s internal audit report, there have been regular breaches of the College’s investment policies including exceeding the limits of specific types of investments that do not meet dollar, maturity, or asset requirements required by the Board Policy, and employees in the Financial Affairs Office, although regularly notified about this situation, failed to bring these matters to the attention of appropriate individuals;
- The College’s internal auditor brought 43 separate internal audits over the last three years about alleged illegal or unethical conduct or violations of College policy to the attention of senior administration at the College pursuant to the College’s audit plan, but the College could not document College actions taken in response to such information or that such information was regularly shared with the College’s Board;
- Other incidents at the College raise questions about whether the institution follows its own ethics policies and operates with integrity including: charges for alcohol at the Waterleaf restaurant that violated administrative procedures; monies paid to a former employee to his own private bank account for equipment and services not needed by the College; and awarding of non-competitive bid contracts to vendors whose owners were on the College of DuPage Foundation Board without a clear determination of whether such awards raised conflict of interest issues and in one case even though the contract was entered into after the stated contract deadline;
- The College provides limited or no robust ethics training programs for faculty, staff and students;
- These incidents have demonstrated a lack of integrity in the College’s operations and lack of adherence to established policies and procedures at the College; and
- While the College has taken steps to address these longstanding issues, such as instituting an ethics training program, it has not yet demonstrated that such steps are effective in ensuring that the institution has an established practice of following its policies and procedures and operating with integrity, as required by this Core Component.

The College is out of compliance with Criterion Five, Core Component 5.B, “the institution’s governance and administrative structures promote effective leadership and support collaborative processes that enable the institution to fulfill its mission,” for the following reasons:

- The Board of Trustees of the College did not provide effective leadership in the following circumstances:
  o when it did not regularly receive and review financial statements in May-July of 2015; such statements had been prepared by financial staff in their regular course of work, but they were not presented to the full Board pending a complete review of, and changes made to, the reports;
• Faculty governance did not function effectively at the College when neither the criminal justice faculty at the College nor Suburban Law Enforcement Academy instructors were consulted about or approved the increase in credit hours provided for non-credit courses taken in the Law Enforcement Academy;
• The administration of the College did not perform effectively when the faculty took a vote of no confidence, but the administration took no actions to address the concerns that led to the vote, and practices that led to faculty concerns continue unchanged; and
• While the College has taken steps to address these longstanding issues, such as updating the financial reporting format to the Board or issuing an RFP for an independent investment firm to advise the Board, it has not yet demonstrated that such steps are effective in ensuring that the College is administered and governed effectively, as required by this Core Component.

In addition, the College meets other Core Components but with concerns, as noted below.

The College meets with concerns Criterion One, Core Component 1.D, “the institution’s mission demonstrates commitment to the public good” and Criterion Two, Core Component 2.C, “the governing board is sufficiently autonomous to make decisions in the best interest of the institution and to assure its integrity” because the Board of the College has not worked cooperatively with the administration of the College or with fellow Board members. In addition, the Board has not properly respected the role of the administration in providing appropriate operational oversight of the College, thus impeding the College’s ability to serve the public good and make decisions in the best interest of the College.

The College meets with concerns Criterion Three, Core Component 3.A, “the institution’s degree programs are appropriate to higher education” because the College has inappropriately awarded college credits in criminal justice for the non-credit Suburban Law Enforcement Program (“SLEA”) without clear alignment with the College’s criminal justice program or a clear protocol for reviewing it as prior learning if it was intended as such and further increased this award without any increase in instruction or clock hours.

The College meets with concerns Criterion Four, Core Component 4.A, “the institution demonstrates responsibility for the quality of its educational programs” because the College lacked appropriate oversight over the SLEA curriculum and did not, therefore, include the program in its regular academic program review process, which ensures that students in this program are meeting the learning objectives of the College’s criminal justice program, even though the College simultaneously awarded credit in its criminal justice program for the non-credit SLEA program credits.  

While the College noted in its response that it has moved the program from its educational to its auxiliary unit, it is not clear from the information in the institution’s response what actions the College has taken to ensure the welfare of current or former students in the SLEA program related to this action, and thus the concern remains about how the institution is ensuring the quality of its academic programs.
The Board action resulted in changes to the affiliation of the College. These changes are reflected on the Institutional Status and Requirements Report. Some of the information on that document, such as the dates of the last and next comprehensive evaluation visits, will be posted to the HLC website.

Information about the sanction is provided to members of the public and to other constituents in several ways. HLC policy INST.G.10.010, Management of Commission Information, anticipates that HLC will release action letters related to the imposition of a sanction to members of the public. HLC will do so by posting this action letter to its website. Also, the enclosed Public Disclosure Notice will be posted to HLC’s website not more than 24 hours after this letter is sent to you.

In addition, HLC policy COMM.A.10.010, Commission Public Notices and Statements, requires that HLC prepare a summary of actions to be sent to appropriate state and federal agencies and accrediting associations and published on its website. The summary will include HLC Board action regarding the College. HLC will simultaneously inform the U.S. Department of Education of the sanction by copy of this letter.

HLC policy INST.E.20.010, Probation, subsection Public Disclosure of Probation Actions, requires that an institution inform its constituencies, including Board members, administrators, faculty, staff, students, prospective students, and any other constituencies about the sanction and how to contact HLC for further information. The policy also requires that an institution on Probation disclose this status whenever it refers to its HLC accreditation. HLC will monitor these disclosures to ensure they are accurate and in keeping with HLC policy.

If you have questions about any of the information in this letter, please contact Dr. Barbara Johnson who will remain the institution’s liaison during the period of Probation. I ask that you copy Dr. Johnson on emails or other communications to students and the public regarding the sanction and provide her with a link to information on your website and samples of related disclosures.

On behalf of the Board of Trustees, I thank you and your associates for your cooperation.

Sincerely,

Barbara Gellman-Danley
President

Enclosure: Public Disclosure Notice

cc: Chair of the Board of Trustees, College of DuPage
Mr. James Bente, Vice President for Planning & Institutional Effectiveness, College of DuPage
Dr. Barbara J. Johnson, Vice President for Accreditation Relations, Higher Learning Commission
Ms. Karen L. Solinski, Executive Vice President, Higher Learning Commission
Mr. Herman Bounds, Accreditation and State Liaison, Office of Postsecondary Education, U.S. Department of Education
January 21, 2016

MEMO TO: College of DuPage Stakeholders
FROM: Acting Interim President Joseph Collins
RE: Corrective Plan of Action

On December 16, 2015 we received a letter of formal notification of action concerning College of DuPage by the Higher Learning Commission (HLC). The HLC explained in the letter that the College has been placed on Probation. The conditions for this sanction can be found at the following web address: http://policy.hlcommission.org/Sanctions-Adverse-Actions-and-Appeals/probation.html

The College is required to file an Assurance Filing no later than February 2017. This Assurance Filing “should provide evidence that the College has ameliorated the findings of non-compliance identified in this action that resulted in the imposition of Probation and that the College meets all the Criteria for Accreditation, the Core Components, Federal Compliance Requirements, and the Assumed Practices. While the College must address all of these requirements in its Assurance Filing, its particular focus should be on integrity, governance, the role of the Suburban Law Enforcement Academy in the College and its intersection with the criminal justice program, and effectiveness of governance and administration.”

The purpose of this memo is to communicate our corrective plan of action for ameliorating the concerns cited by the HLC in the December letter. It is my belief that the actions that the administration has already taken, combined with the actions that we plan to take, will fully address the concerns expressed by the HLC other than those issues cited in the letter that will require a response from the Board of Trustees.

In this memo, I have included as italicized text the exact language from the HLC that was cited as a finding of non-compliance. This is then followed by bold text that lists the actions the administration has taken and/or a plan for future actions that address those concerns. Each response is listed under the HLC Criteria for Accreditation and associated Core Component for which we have been deemed out of compliance.
Criterion Two, Core Component 2.A, Not Met

1. As documented in the College’s internal audit report, there have been regular breaches of the College’s investment policies including exceeding the limits of specific types of investments that do not meet dollar, maturity, or asset requirements required by the Board Policy. The individuals responsible for this breach of Board Policy have been terminated. The Board has issued an RFP for an independent investment firm to manage the institutional portfolio. The firm will be required to follow Board Policy and the Office of Internal Audit will annually audit the firm to review its compliance.

2. Employees in the Financial Affairs Office, although regularly notified about this situation, failed to bring these matters to the attention of appropriate individuals. All College employees will be required to undergo regularly scheduled ethics training. In addition, specific sensitive areas of the College, e.g. those that deal with financial matters, will be required to complete an additional level of training to further ensure they understand their obligations, including the proper reporting of any suspected compliance issues. The College has a whistleblower program in place, and this will also be included in the ethics training required for all employees.

3. The College’s internal auditor brought 43 separate internal audits over the last three years about alleged illegal or unethical conduct or violations of College policy to the attention of senior administration at the College pursuant to the College’s audit plan, but the College could not document College actions taken in response to such information or that such information was regularly shared with the College’s Board. Some of the 43 internal audit reports dealt with alleged unethical conduct, but many of them dealt with routine audits such as apportionment reviews, referendum-funded construction projects, and reviews of College programs and processes. Internal auditing is an additional voluntary function used by the College to improve the accuracy of our processes. Only three other community college districts in the state have this function. Nevertheless, the concerns cited by the HLC will be fully ameliorated now that the Board has created Board Policy 5-220, which establishes a Board Audit Committee. The internal auditor now has a dual reporting role to both the president and the Board Audit Committee. The Board Audit Committee will be responsible for documenting that proper actions have been taken in response to internal audit reports, and that the Board as a whole is informed of these actions.
4. Other incidents at the College raise questions about whether the institution follows its own ethics policies and operates with integrity including: a) charges for alcohol at the Waterleaf restaurant that violated administrative procedures. The previous president approved the charges for alcohol at the Waterleaf. He has been terminated and the leadership philosophy on alcohol reimbursement has changed. The Waterleaf has been converted to a purely instructional operation. The prohibition of expensing alcohol to the College will be reinforced in the ethics training. b) monies paid to a former employee to his own private bank account for equipment and services not needed by the College. This employee is facing criminal charges for defrauding the College. He had a supervisor who was the second signer on most of the questionable purchases. These two individuals no longer work for the College. An outside investigation concluded that the administration acted quickly and appropriately once the actions were discovered in 2013. Alix Partners (interim finance officers) have strengthened the internal controls based on lessons learned from this experience. c) awarding of non-competitive bid contracts to vendors whose owners were on the College of DuPage Foundation Board without a clear determination of whether such awards raised conflict of interest issues and in one case even though the contract was entered into after the stated contract deadline. When awarding contracts the College adheres to Section 3-27.1 of the Illinois Community College Act. The Act does not prohibit entering into a business relationship with a Foundation Board member, or prohibit a Foundation Board member from responding to a bid for supplies, materials or work. Nevertheless, the Purchasing Department now requires a Conflict of Interest Disclosure form from all non-construction vendors for contracts of $25,000 or greater, and from construction vendors for contracts of $50,000 or greater. Purchasing includes the Conflict of Interest Disclosure form with all bids, RFPs, RFQs, etc. It is clearly stated that failure to provide a completed form with the response could result in disqualification. At least annually, Purchasing will receive a list of Foundation Board members and their disclosed relationships from the Finance Department. This list will be checked against our current contracts to ensure the appropriate documentation is on file. If any conflict of interest is disclosed through the above actions, the information will be reviewed with the appropriate parties, including the College’s Chief Financial Officer, prior to contract award or immediately upon notification of such conflict.

5. The College provides limited or no robust ethics training programs for faculty, staff and students. The administration has identified a comprehensive ethics training program provided by
Workplace Answers, which currently provides other training programs for College of DuPage. The ethics training is designed for institutions of higher education and it will be tailored to address our specific policies and procedures. All administrators, faculty, staff, and student employees, both full- and part-time, will be required to complete this training by July 1, 2016 and then on a biennial basis thereafter.

Criterion Five, Core Component 5.B, Not Met

1. The Board of Trustees of the College did not provide effective leadership in the following circumstances:
   a. when it did not regularly receive and review financial statements in May-July of 2015; such statements had been prepared by financial staff in their regular course of work, but they were not presented to the full Board pending a complete review of, and changes made to, the reports.
   b. when it did not enforce Board policies related to investments that had been placed in assets contrary to Board policy but were not apparent to the Board because of lack of detail in financial reporting.
   c. when the Board or its members directly involved itself in matters appropriately delegated to the administration including management of the Waterleaf restaurant and hiring administrative staff.

2. Faculty governance did not function effectively at the College when neither the criminal justice faculty at the College nor Suburban Law Enforcement Academy instructors were consulted about or approved the increase in credit hours provided for non-credit courses taken in the Law Enforcement Academy. The administration acknowledges that it erred in not including faculty in the decision to increase the number of Criminal Justice credits from nine to 18 for cadets in the Suburban Law Enforcement Academy (SLEA). In order to remove any doubt about the appropriateness of awarding credit to SLEA cadets, College of DuPage has ceased the awarding of any academic credit to SLEA cadets, effective October 29, 2015. The program has been moved from the educational unit to the auxiliary unit.

3. The administration of the College did not perform effectively when the faculty took a vote of no confidence, but the administration took no actions to address the concerns that led to the vote, and practices that led to faculty concerns continue unchanged. Over the past 12 months, the
acting interim president and academic administrators have worked with the faculty leadership to collaborate on a number of actions, such as:

- elevating the Shared Governance Council (SGC) to a prominent role in institutional decision-making;
- re-establishing a prominent role for the SGC in the College’s strategic planning process;
- re-establishing the Quality Improvement Council, consisting of the SGC and the Institutional Effectiveness Council, to oversee the AQIP Action Project selection and implementation;
- conducting a series of meetings with key faculty and administrators to discuss the faculty concerns expressed on our employee satisfaction (PACE) survey;
- enacting all the recommendations of that same PACE survey group;
- expanding membership in the Constituency Leaders monthly meetings;
- revising the faculty communications meeting to include faculty-elected representatives from the Faculty Senate;
- settling a number of grievances, complaints, five Faculty Administrator Review Board appeals, and an unfair labor practice charge in an amicable agreement with the Faculty Association;
- meeting with the president of the Faculty Senate to discuss a facilitated retreat between faculty and administration to work on resolving our differences;
- establishing a regular monthly meeting between five faculty senators and five academic administrators; and
- the creation of task forces to examine issues with parking, the hiring of retirees, the hiring of program advisors, and a review of our ESEIP project.

Criterion One, Core Component 1.D and Criterion Two, Core Component 2.C, Met with Concerns

1. *The Board of the College has not worked cooperatively with the administration of the College or with fellow Board members.*

2. *The Board has not properly respected the role of the administration in providing appropriate operational oversight of the College, thus impeding the College’s ability to serve the public good and make decisions in the best interest of the College.*
Criterion Three, Core Component 3.A, Met with Concerns

1. The College has inappropriately awarded college credits in criminal justice for the non-credit Suburban Law Enforcement Program (“SLEA”) without clear alignment with the College’s criminal justice program or a clear protocol for reviewing it as prior learning if it was intended as such and further increased this award without any increase in instruction or clock hours. This was addressed above in Criterion Five, Core Component 5.B, #2. The College has ceased the awarding of any academic credit to SLEA cadets, effective October 29, 2015.

Criterion Four, Core Component 4.A, Met with Concerns

2. The College lacked appropriate oversight over the SLEA curriculum and did not, therefore, include the program in its regular academic program review process, which ensures that students in this program are meeting the learning objectives of the College’s criminal justice program, even though the College simultaneously awarded credit in its criminal justice program for the non-credit SLEA program credits. This was addressed above in Criterion Five, Core Component 5.B, #2. The College has ceased the awarding of any academic credit to SLEA cadets, effective October 29, 2015.

It is my firm belief that the actions described in this memo will fully ameliorate the accreditation concerns cited by the HLC. However, I also believe that we must all work together to restore the public’s trust. As the College works through these difficult times, I know I can count on your support. I appreciate your commitment to our mission, and all you do for our students.
CONSENT AGENDA

a. Ratification of New Employment Contracts

b. Approval of Non-Renewal of Faculty Appointments

c. Approval of Programming Agreement with Chicago Public Media, Inc.

d. Approval of 40 additional consulting service hours by Robert E. Dickeson

e. Facility Master Plan – Approval of Perkins & Will for Architectural Services

f. Facility Needs Analysis – Approval of Perkins & Will for Architectural Services

g. Bid for MAC Electronic Theater Control System

h. Approval of Payments
1. **SUBJECT**

Ratification of Interim Administrator Appointments.

2. **REASON FOR CONSIDERATION**

Board Action is required to ratify and approve administrator appointments.

3. **BACKGROUND INFORMATION**

In accordance with Board Policy 15-235, the Board of Trustees approved the employment of Kim Michael-Lee as Interim Vice President Administration and Treasurer on February 18, 2016 and the employment of Scott Brady as Interim Controller on February 3, 2016.

4. **RECOMMENDATION**

That the Board of Trustees ratifies the appointments of Kim Michael-Lee as Interim Vice President Administration and Treasurer and Scott Brady as Interim Controller.

Staff Contact: Linda Sands-Vankerk, Vice President Human Resources
Dear Ms. Michael-Lee:

This letter will confirm your offer of employment for the position of Interim Vice President - Administration, with a start date of 02/22/2016. This offer is contingent upon passing results of a background and drug screen and is also contingent upon Board of Trustees approval.

Your annualized salary for this position will be $160,000. For the current fiscal year, your appointment begins 02/22/2016 and will end 6/30/2016 unless terminated earlier at the discretion of the College.

The following is a link to the HR website addressing the benefits for which you are eligible:


Please come to Human Resources on or before your first day to finalize new hire paperwork.

As an employee of College of DuPage, you will be participating in the State Universities Retirement System (SURS). Employees contribute 8% of their gross compensation to SURS pre-tax. Employees of College of DuPage do not pay into Social Security except for the 1.45% contribution toward Medicare. For more information regarding SURS retirement information, please visit their website at www.surs.org. If you are not a current SURS Annuitant, but your status changes, you are required to immediately notify Human Resources. Failure to do so may result in penalties, up to and including termination of employment.

If you wish to accept the offer, please login to https://codhiretouch.com/applicant-login and click on 'Start' across from 'Job Offer'. If you have any questions regarding your employment, please feel free to contact me at 630-942-2621.

Sincerely,

[Signature]

Linda Sands-Vankerk
Vice President, Human Resources
February 19, 2016 Revised

Kim Michael-Lee

Dear Ms. Michael-Lee:

We are pleased to confirm your appointment to the administration at College of DuPage as Interim Vice President - Administration for the stated period as approved by the Board, subject to the laws of the State of Illinois, and the policies, procedures and regulations of District 502. Your annual salary for this position is $160,000. This appointment begins 2/22/2016 and will end 6/30/2016 unless terminated earlier at the discretion of the College.

The conditions of this appointment are that you will faithfully discharge the duties prescribed by the Board and Administration including adhering to the policy and procedures of the College of DuPage.

Please sign both copies of the letter of appointment in the space provided below, and return one copy to Michelle Olson Rzeminski in Human Resources within ten (10) days.

Signed: 
Acting Interim President of College of DuPage

I accept this appointment and the conditions as stated this 23 day of February, 2016.

If you have not already done so, please have official transcripts sent directly to Human Resources as soon as possible.

Signed: Administrator

Equal Employment Opportunity/Affirmative Action Employer
February 4, 2016

Scott Brady

Dear Mr. Brady:

This letter will confirm your offer of employment for the position of Interim-Controller, with a start date of 02/08/2016. This offer is contingent upon passing results of a background and drug screen and is also contingent upon Board of Trustees approval.

Your annualized salary for this position will be $140,000. For the current fiscal year, your appointment will begin on 02/08/2016 and will end 6/30/2016 unless terminated earlier at the discretion of the College.

The following is a link to the HR website addressing the benefits for which you are eligible:


Please come to Human Resources on your first day to finalize new hire paperwork.

As an employee of College of DuPage, you will be participating in the State Universities Retirement System (SURS). Employees contribute 8% of their gross compensation to SURS pre-tax. Employees of College of DuPage do not pay into Social Security except for the 1.45% contribution toward Medicare. For more information regarding SURS retirement information, please visit their website at www.surs.org. If you are not a current SURS Annuitant, but your status changes, you are required to immediately notify Human Resources. Failure to do so may result in penalties, up to and including termination of employment.

If you wish to accept the offer, please login to https://cod.hiretouch.com/applicant-login and click on 'Start' across from 'Job Offer'. If you have any questions regarding your employment, please feel free to contact me at 630-942-2621.

Sincerely,

[Signature]

Linda Sands-Vanker

Vice President, Human Resources
February 4, 2016 Revised

Scott Brady

Dear Mr. Brady:

We are pleased to confirm your appointment to the administration at College of DuPage as Interim Controller for the stated period as approved by the Board, subject to the laws of the State of Illinois, and the policies, procedures and regulations of District 502. Your annual salary for this position is $140,000. This appointment begins 2/8/2016 and will end 6/30/2016 unless terminated earlier at the discretion of the College.

The conditions of this appointment are that you will faithfully discharge the duties prescribed by the Board and Administration including adhering to the policy and procedures of the College of DuPage.

Please sign both copies of the letter of appointment in the space provided below, and return one copy to Michelle Olson Rzeminski in Human Resources within ten (10) days.

Signed: [Signature]
Acting Interim President of College of DuPage

I accept this appointment and the conditions as stated this 23rd day of February, 2016.

If you have not already done so, please have official transcripts sent directly to Human Resources as soon as possible.

Signed: [Signature]
Administrator

Equal Employment Opportunity/Affirmative Action Employer
1. **SUBJECT**

   Non-Renewal of Faculty Appointment

2. **REASON FOR CONSIDERATION**

   Board Action is required for the non-renewal and/or dismissal of a non-tenured faculty to comply with state statute.

3. **BACKGROUND INFORMATION**

   The Board must approve the non-renewal and/or dismissal of a member of the non-tenured faculty as noted in the following resolution.

4. **RECOMMENDATION**

   That the Board approves the following resolution authorizing the non-renewal of Elizabeth Anderson as a probationary employee and the dismissal of Elizabeth Anderson as an employee at the end of the Spring Semester, 2016.

   Staff Contact: Dr. Jean V. Kartje, Vice President for Academic Affairs
RESOLUTION OF NON-RENEWAL AND DISMISSAL

WHEREAS, Elizabeth Anderson is not tenured and has been employed on a full-time basis for a period of less than three full consecutive years; and

WHEREAS, the Board of Trustees has received reports and recommendations from members of the Administration regarding the performance and qualifications of Elizabeth Anderson; and

WHEREAS, based upon these reports and recommendations, the Board of Trustees has determined that Elizabeth Anderson shall be dismissed effective May 20, 2016, and not re-employed for the 2016-2017 school year.

NOW, THEREFORE, Be it resolved by the Board of Trustees of Community College District No. 502, Counties of DuPage, Cook and Will, State of Illinois, as follows:

Section 1: Elizabeth Anderson is hereby not renewed as a probationary employee of this Community College District, and Elizabeth Anderson is dismissed as an employee of this Community College District, effective May 20, 2016.

Section 2: That the Chairman and Secretary of the Board of Trustees are hereby authorized and directed to send the employee written notice of dismissal and non-reemployment by registered mail not later than March 1, 2016, which notice shall be substantially as set forth in the Exhibit attached hereto.

Section 3: That the President or his designee also shall personally deliver a copy of said notice to the employee.

Section 4: That this Resolution shall be in full force and effect forthwith upon its passage.

ADOPTED this 25th day of February 2016, by the following vote:

AYES:  
NAYS:  
ABSENT:  

______________________________
Chairman, Board of Trustees

ATTEST:

______________________________
Secretary, Board of Trustees
February 26, 2016

Via Registered Mail and Hand Delivery

Ms. Elizabeth Anderson

Dear Ms. Anderson:

Pursuant to 110 ILCS Chapter 122, Section 805/3B-3, I hereby advise you that the Board of Trustees of Community College District 502, Counties of DuPage, Cook, and Will, State of Illinois, commonly known as the College of DuPage, (the “College”) by resolution duly adopted on February 25, 2016 has resolved that you will not be renewed as a probationary employee of the College and your employment with the College is terminated, and you are dismissed from employment effective May 20, 2016.

Very truly yours,

Board of Trustees
Community College District 502
Counties of DuPage, Cook, and Will,
State of Illinois

By: ________________________________
    Deanne M. Mazzochi, Chairman
1. **SUBJECT**

   Programing Agreement between Chicago Public Media, Inc. and Community College District No. 502.

2. **REASON FOR CONSIDERATION**

   Seeking authorization by College of DuPage Board of Trustees of a Programing Agreement with Chicago Public Media, Inc.

3. **BACKGROUND INFORMATION**

   In August 2014, the College of DuPage jazz radio station, WDCB 90.9 FM, began receiving complaints from listeners in the city of Chicago about signal interference coming from a new Chicago Public Media signal, Vocalo 91.1 FM. The College brought the interference to Chicago Public Media’s attention but was ultimately forced to file a complaint with the Federal Communications Commission. In September 2014, the FCC temporarily reduced Vocalo’s signal from 99 watts to 10 watts, but did not release a final judgment on the matter.

   The FCC has yet to make a final ruling and has encouraged both parties to find a mutually agreeable solution. Under the attached agreement, Chicago Public Media will be able to operate their Vocalo 91.1 FM signal at 50 watts (thus reducing interference to WDCB as compared to the original 99 watts) and, additionally, granting WDCB the long-term use the signal of WRTE, a six-watt station they possess in Chicago’s West Loop area at 90.7 FM.

   Thorough testing performed cooperatively by both stations since November 2015 has shown that with this new agreement in place the two stations – WDCB and Vocalo - can each now properly serve their audiences without a significant level of damaging interference, while the additional 90.7 FM signal has strengthened WDCB’s downtown Chicago signal coverage to a level greater than prior to the disagreement.

4. **RECOMMENDATION**

   That the Board of Trustees authorizes the Programing Agreement with Chicago Public Media, Inc.

Staff Contact: Joseph Moore, Vice President Marketing & Communications
PROGRAMMING AGREEMENT

This Programming Agreement ("Agreement") is made as of January ____, 2016 (the "Execution Date") between Chicago Public Media, Inc. ("CPM"), and College of DuPage, District 502 (the "College").

RECITALS

WHEREAS, CPM is the licensee of noncommercial educational radio Station WRTE, Channel 214D (90.7 MHz) (the "Station") and of translator station W217BM, Chicago, Illinois (the "Translator"); and

WHEREAS, the College is licensee of noncommercial radio station WDCB, Channel 215A (90.9 MHz), Glen Ellyn, Illinois; and

WHEREAS, the parties wish to resolve a dispute involving interference of the Translator to reception of WDCB; and

WHEREAS, the College wishes to broadcast on the Station the programming broadcast on WDCB (the "Programming"); and

WHEREAS, CPM wishes to reach a wide, diverse audience by rebroadcasting a service such as its Vocalo format on the Translator; and

WHEREAS, the parties wish to enter into a relationship that will benefit both them and the public by permitting the College to broadcast the Programming on the Station and by resolving objections concerning the Translator.
NOW, THEREFORE, in consideration of the mutual promises, undertakings, covenants, and agreements of the parties contained in this Agreement and intending to be legally bound, the parties hereby agree as follows:

ARTICLE I
PROGRAMMING

1.1 Programming.

(a) General. Beginning on January ___, 2016 (the “Commencement Date”) the College shall provide the Programming to CPM and CPM shall broadcast the Programming on the Station. The Programming shall be selected to serve the public interest and shall be the same programming the College broadcasts on WDCB. As between CPM and the College, all right, title, and interest in and to the Programming, and the right to authorize the use of the Programming in any manner and in any media whatsoever, shall be and remain vested at all times solely in the College. As of the Commencement Date, CPM grants the College the right to broadcast the Programming on the Station and to use the call sign and associated goodwill of the Station in connection with the Programming. As between the College and CPM, the College shall own all other trademarks, service marks, trade names, characters, formats, jingles, promotional materials, logos and positioning statements that the College develops for the Programming.

(b) Format. The Programming is a predominantly jazz format with a mixture of other genres, such as folk, blues, and ethnic music, as well as news and other talk programming, which in CPM’s view, serves the public interest. The College shall comply with all FCC regulations and policies and other applicable laws in the provision of the Programming.
and, in consultation with CPM, shall assure that the Programming serves the ascertained needs and interests of the Station’s community of license.

(c) **CPB Funding.** CPM and the College will each employ its best efforts to maintain the Community Service Grant (“CSG”) currently granted to CPM from the Corporation for Public Broadcasting (“CPB”) so that CSG grant funds to CPM can be applied to Station operations.

1.2 **Ascertainment.** CPM will retain responsibility for ascertaining of the programming needs of the community of license and service area. The parties will assure that the Programming includes programs that respond to these needs. Based on its review of the College’s current programming, CPM acknowledges that the Programming is currently responsive to community needs.

1.3 **Preemption.** CPM reserves the right to preempt the Programming in order to broadcast CPM programs responsive to issues of national or local concern, and to reject Programming that CPM, in good faith, believes to violate FCC regulations, policies, or other applicable law. To the extent practicable, CPM will give the College advance written notice of the rejection or preemption of any Programming, and the reasons therefore, and provide the College a reasonable opportunity to modify the Programming to respond to such issues or avoid any such violations. In no event shall CPM be required to broadcast Programming CPM, in good faith, believes to violate applicable law or be contrary to the public interest. CPM represents and covenants that preemption pursuant to this section will occur only to the extent CPM deems necessary to carry out its obligations as an FCC licensee.
ARTICLE II
RESOLUTION OF TRANSLATOR DISPUTE

2.1 Dismissal of Objections. As of the Execution Date, the College shall dismiss all objections filed by the College against grant of the application (FCC File No. BLFT-20140804ACU) to license the Translator at 99w Effective Radiated Power (“ERP”).

2.2 Modification of Translator. As of the Execution Date, CPM shall file an application that proposes to reduce the Effective Radiated Power (“ERP”) of the Translator to a level the parties mutually agree to be acceptable (the “Modification Application”) and shall seek special temporary authority (“STA”) to continue operating at the mutually agreed power level. The application shall contain as an exhibit a declaration by the College, which indicates that the ERP specified is acceptable to the College. Until the FCC grants the STA or the Modification Application, CPM shall continue to operate the Translator at 50w ERP or such other power level as the FCC may authorize.

2.3 Resolution of Future Complaints. The parties shall cooperate with each other in resolving any complaints that the Translator impairs reception of WDCB after the ERP of the Translator is reduced to a mutually acceptable level. The College will then refrain, so long as this Agreement is in effect, from filing or encouraging the filing of interference complaints and will promptly share any listener complaints with CPM.

ARTICLE III
OPERATIONS

3.1 Compliance with FCC Regulations. CPM will, at all times, maintain ultimate control over the Station facilities, including control over the Station’s finances, personnel, and
programming. CPM will retain responsibility for compliance with all FCC regulations, including the technical regulations governing the operation of the Station and programming content requirements; maintenance of a main studio and provision of a meaningful managerial and staff presence at that main studio; maintenance of the Station’s public inspection file; ascertainment of, and programming in response to, community needs and concerns; political programming laws and regulations; preparation and filing of all EEO reports or other employment information required by the FCC with respect to CPM employees; and all other FCC requirements and duties of station licensees, including preparation and filing of the Station’s renewal applications, ownership reports, and such other FCC filings as may be required. The Station will broadcast station identification hourly in accordance with the FCC’s station identification rules, identifying Chicago as the community of license and stating that the Programming is provided as a service of the College. On or before each December 1 during the Term, the College shall submit to CPM for approval a proposed plan for the forthcoming year to ensure ongoing compliance with all applicable laws and the rules and policies of the FCC.

3.2 Station Staffing. CPM shall have sole discretion to make and effectuate all decisions for the Station relating to staffing.

3.3 Station Maintenance. CPM shall retain operational control over the Station and shall retain full responsibility for ensuring compliance with all FCC technical rules.

ARTICLE VI
FINANCES

4.1 Programming and Equipment Costs. Except as otherwise described below, the College will be responsible for all costs of producing the Programming and securing all licenses.
and clearances necessary to perform any copyrighted music contained in the Programming. If new Station equipment is required by FCC mandates for FM stations, the College will reimburse CPM 50% of the capital costs for that equipment. Reimbursement will be made on an amortized basis, so that the payments by the College will cover only the present value of the equipment actually used by the College during the Term. CPM will at all times maintain ownership of the Station’s transmission facilities, insure them against casualty damage and pay for replacement in the event of a catastrophic failure of the transmitter. Notwithstanding the foregoing, the College shall bear the responsibility for and cost of any equipment needed to produce the Programming and to transmit the Programming to the Station.

4.2 Revenues. The College shall devote any revenues derived from broadcasting the Programming on the Station to the cost of producing that Programming and transmitting the Programming to the Station.

4.3 Consideration to CPM. In consideration for CPM’s agreement to broadcast the Programming on the Station pursuant to the terms of this Agreement, the College shall deliver the Programming to the Station’s transmitter site, free of any charge to CPM, and shall reimburse CPM a portion of certain equipment costs as set forth in Section 4.1 above.

ARTICLE V
TERM AND ASSIGNABILITY

5.1 Term. Subject to the provisions for early termination set forth below, the initial term of this Agreement shall begin on the Commencement Date and shall expire on December 1, 2020. Thereafter, the term of the Agreement shall automatically be renewed for successive periods which shall run concurrently with the term of the Station’s license, unless, at least 90
days before the expiration of the initial term or any renewal term (collectively, the “Term”), either party shall notify the other of its election to terminate the Agreement as of the end of the current term. The basis for that determination shall be set forth in the notice.

5.2 **Termination**

(a) **By CPM.** CPM may terminate this Agreement: (1) upon the failure of the College, after written notice and a 15-day cure period, to comply in a substantial and material manner in the provision of Programming to the Station within the rules, regulations, and policies of the FCC; (2) upon the issuance of an FCC order to reduce the operating power of the translator to an effective radiated power of less than 50 watts at the current height and location of its antenna; (3) upon CPM’s execution of an agreement to assign the license of WRTE to a third party; (4) upon the execution of an agreement to assign the license of the Translator to a third party; (5) upon the surrender of the Translator license for cancellation by the FCC; or (6) upon the College’s material change in the format of the Programming. By way of example, a change in the format of the Programming from a predominantly jazz to a predominantly news format would be a material change. The basis for CPM’s decision to terminate for any of the reasons set forth above shall be set forth in its notice of termination. Upon such termination, CPM shall be relieved of all obligations to the College under this Agreement pursuant to subsection (a), and otherwise the parties shall be relieved of all obligations to each other.

(b) **By the College.** The College may terminate this Agreement upon the issuance of an FCC order to terminate operations or reduce the operating power of WRTE to an effective radiated power of less than 6 ERP at the current height and location of its antenna.
The basis for the College’s decision to terminate shall be set forth in its notice of termination. Upon termination, the College shall be relieved of all obligations to CPM under this Agreement.

(c) **Notice of Intent to Sell.** Before terminating this Agreement pursuant to Section 5(a)(3), CPM shall give the College written notice and shall provide the College an opportunity to submit an offer to acquire the WRTE license and assets.

5.3 **Rights of the College in the Event of CPM Refusal to Transmit Programs.** In the event that, for either 48 consecutive hours or one hour in each day in any period of 5 consecutive days, CPM fails to broadcast the Programming as provided herein, the College shall have the right, exercisable at any time within 30 days after the end of such period, to terminate this Agreement as of a date not less than 30 days after the date the College notifies CPM of its election to terminate this Agreement; *provided, however,* that if the failure to broadcast the Programming is caused by acts of God, force majeure, or reasons beyond CPM’s control, no right to terminate will arise. Upon termination pursuant to this Section 5.3, the College shall be relieved of all obligations to CPM under this Agreement.

5.4 **Termination Related to Translator Interference.** If the parties are unable to resolve complaints that the Translator impairs reception of WDCB and the FCC orders CPM to cease operating the Translator or to reduce the Translator’s ERP to a level below the level to which the parties have mutually agreed, either party shall have the right, after written notice and a 15-day cure period, to terminate this Agreement. Upon such termination, each party shall be relieved of its obligations to the other.
5.5 **Effect of Termination.** Upon the termination of this Agreement, CPM will immediately assume complete responsibility for programming the Station.

5.6 **Assignability.** This Agreement shall inure to the benefit of CPM and the College, and shall bind any CPM affiliate or successor-in-interest that is owned or controlled by CPM, but shall not bind a third-party successor to CPM as licensee of WRTE, absent the assumption of the Agreement by CPM’s successor licensee. The Agreement may not be assigned by the College other than to an assignee of the license for WDCB.

**ARTICLE VI**

**REGULATORY MATTERS**

6.1 **Renegotiation Based Upon FCC Action.** If at any time during the term of this Agreement the FCC issues a statement of general applicability that would preclude performance hereunder, or the FCC determines that this Agreement is inconsistent with CPM’s licensee obligations or is otherwise contrary to FCC policies, rules, or statutes, the parties shall renegotiate this Agreement in good faith and recast this Agreement in terms that are likely to cure the defects perceived by the FCC. If, after such good faith negotiations, either party reasonably determines that recasting this Agreement to meet the defects perceived by the FCC is financially impracticable, either party may terminate this Agreement without further liability upon 30 days’ prior written notice (or such shorter time as the FCC may order) provided that FCC consent for a wind-down period of such length is obtained. If termination shall occur pursuant to this Section 6.1, such termination shall extinguish and cancel this Agreement without further liability on the part of either party to the other, and the parties shall return to the *status quo ante.*
6.2 **FCC Approvals.** Each party independently has determined in good faith that this Agreement can be entered into and implemented without filing any application or other FCC request other than the Modification Application described in Section 2.2 and the College’s dismissal of objections to the pending Translator license application set forth in Section 2.1.

**ARTICLE VII**
**REPRESENTATIONS AND WARRANTIES, COVENANTS**

7.1 **CPM’s Representations and Warranties.** CPM represents and warrants to the College as follows:

(a) **Organization.** CPM is a nonprofit corporation duly organized, validly existing, and in good standing under the laws of the State of Illinois. CPM has the full power and authority necessary to carry out the transaction contemplated by this Agreement.

(b) **Compliance with Law.** CPM has materially complied with and is now materially complying with all laws, rules, and regulations governing the business, ownership, and operations of the Station that are material in any way to this Agreement. Except as otherwise stated herein, no consent, approval, or authorization by or filing with, any governmental authorities on the part of CPM is required in connection with the transactions contemplated in this Agreement. All attendant contracts and undertakings, as well as the carrying out of this Agreement, will not result in any violation of or be in conflict with any judgment, decree, order, statute, law, rule, or regulation of any governmental authority applicable to CPM.

(c) **Authority.** All requisite CPM resolutions and other authorizations necessary for the execution, delivery, performance, and satisfaction of this Agreement by CPM
have been duly adopted and complied with, have not been modified, and are in full force and effect.

(d) **Authorizations in Good Standing.** CPM is the holder of the authorizations related to the Station and the Translator and holds each authorization in good standing. At the Commencement Date, CPM’s authorizations for the Station shall be in full force and effect and unimpaired by any acts or omissions of CPM or its employees or agents, and there shall be no complaint, condition, event, defect, or occurrence existing or, to the knowledge of CPM, threatened against those authorizations that would materially threaten their retention or renewability. In addition, as of the Commencement Date, the FCC shall have granted an STA or construction permit that permits CPM to operate the Translator at an ERP that is mutually acceptable to the parties.

(e) **Maintaining Operations and Condition of Assets.** CPM shall comply in all material respects with all laws affecting the Station’s operation and otherwise maintain the Station’s Assets in good operating condition.

7.2 **The College’s Representations and Warranties.** The College represents and warrants to CPM as follows:

(a) **Organization.** The College is a public community college, duly organized, validly existing and in good standing under the laws of the State of Illinois and has full power and authority to own its property and to carry out all of the transactions contemplated by this Agreement.
(b) **Compliance with Law.** Except as otherwise stated herein, no consent, approval, or authorization by, or filing with, any governmental authorities on the part of the College is required in connection with the transactions contemplated herein. The carrying out of this Agreement will not result in any violation of or be in conflict with the College’s governing law or any existing judgment, decree, order, statute, law, rule, or regulation of any governmental authority applicable to the College.

(c) **Authority.** All authorizations necessary for the execution, delivery, performance, and satisfaction of this Agreement by the College have been duly obtained, and are in full force and effect.

7.3 **CPM’s Affirmative Covenants.** CPM covenants as follows:

(a) **Compliance with Law.** CPM will comply in all material respects with all applicable federal, state and local laws, rules and regulations (including, without limitation, all FCC rules, policies, and regulations) and pertinent provisions of all contracts to which it is a party or is otherwise bound that relate to this Agreement.

7.4 **The College’s Affirmative Covenants.** The College covenants as follows:

(a) **Compliance with laws.** The College will comply in all material respects with all applicable federal, state, and local laws, rules, and regulations (including, without limitation, all FCC rules, policies, and regulations) and pertinent provisions of all contracts to which it is a party or is otherwise bound that relate to this Agreement.

(b) **Compliance with Copyright Act and Program Licensing Agreements.** The College represents and warrants that all Programming provided to CPM for broadcast on the
Station will comply with the U.S. Copyright Act and the rights of any person under the U.S. Copyright Act. The College shall assume and pay all copyright royalties and liabilities that may arise as a result of the broadcast of the Programming on the Station. The College further represents and warrants that it has or will enter binding agreements with all program sources necessary to authorize the broadcast of the Programming on the Station.

ARTICLE VIII
MISCELLANEOUS

8.1 **Force Majeure.** Notwithstanding anything contained in this Agreement to the contrary, neither party shall be liable to the other for failure to perform any obligation under this Agreement (nor shall any charges or payments be made in respect thereof) if prevented from doing so by reason of natural disasters or calamities, labor unrest, embargoes, civil commotion, rationing or other orders or requirements, or acts of civil or military authorities, and all requirements as to notice and other performance required hereunder within a specified period shall be automatically extended to accommodate the period of such contingency which shall interfere with such performance.

8.2 **Notice.** All necessary notices, demands, and requests required or permitted to be given under the provisions of this Agreement shall be deemed duly given if and when delivered personally or by prepaid overnight courier or by certified or registered mail, return receipt requested, postage prepaid addressed as follows:
If to CPM:

Chicago Public Media, Inc.
Attn.: Goli Sheikholeslami, President and CEO
848 E. Grand Avenue
Navy Pier
Chicago, IL  60611 - 3428
E-mail: goli@chicagopublicmedia.org

With a copy (not constituting notice) to:

John Crigler, Esq.
Garvey Schubert Barer
Flour Mill Building, Suite 200
1000 Potomac Street N.W.
Washington, D.C. 20007-3501
E-mail: jcrigler@gsblaw.com

If to the College:

College of DuPage, District 502
Attn. Dan Bindert, WDCB General Manager
425 Fawell Boulevard
Glen Ellyn, IL  60137-6599
E-mail: bindertd@cod.edu

With copies (not constituting notice) to:

Lawrence M. Miller, Esq.
Schwartz, Woods & Miller
2001 L Street, N.W. – Suite 900A
Washington, D.C.  20036-4940
E-mail: miller@swmlaw.com

or such other addresses as the parties may from time to time designate by giving notice pursuant hereto. Notice is deemed given and received the day of actual delivery. The parties are encouraged to send advance copies of notices by e-mail, but such copies do not constitute effective notice.

8.3 **Severability.** If any provision of this Agreement is held to be invalid, illegal, or unenforceable, the validity, legality, and enforceability of the remainder of this Agreement shall
not be affected thereby, and the parties agree to use their best efforts to negotiate a replacement provision that is valid, legal, and enforceable and that will preserve the relative positions of the parties.

8.4 **Amendment of Agreement.** This Agreement supersedes all prior agreements and understandings of the parties, oral and written, with respect to its subject matter. This Agreement may be modified only by an agreement in writing executed by both of the parties hereto.

8.5 **Payment of Expenses.** CPM and the College shall each pay its own expenses incident to the preparation and carrying out of this Agreement, including but not limited to legal fees.

8.6 **Counterparts.** This Agreement may be executed in counterparts, each of which shall be deemed an original, and both of which together shall constitute one and the same instrument.

8.7 **Headings.** The headings in this Agreement are for the sole purpose of convenience of reference and shall not in any way limit or otherwise affect the meaning or interpretation of any of the terms or provisions of this Agreement.

8.8 **Dealings with Third Parties.** Neither party is nor shall hold itself out to be vested with any power or right to bind contractually or act on behalf of the other as its contracting broker, agent, or otherwise for committing, selling, conveying, or transferring any of the other party’s assets or property, contracting for or in the name of the other party, or making any representations contractually binding such party.
8.9 **Indemnification.**

(a) In the event of claims, demands, causes of action, loss, investigations, proceedings, damages, penalties, fines, expenses, or judgments, including reasonable attorneys’ fees and costs, arising directly or indirectly out of the negligence or willful misconduct of a party, or its agents or employees, in connection with the performance of this Agreement, or arising out of or resulting from any inaccuracy, misrepresentation, or breach of any representation, warranty, or covenant contained herein, such party shall forever, to the fullest extent permitted by law, protect, save, defend, and keep the other party harmless and indemnify said other party. The indemnified party agrees not to settle any such claims without the consent of the indemnifying party, which consent shall not be unreasonably withheld.

(b) The College shall indemnify CPM and hold CPM and its officials, directors, and employees harmless against any liabilities, including any reasonable costs incurred in responding to any claims that the Programming causes any injury to reputational, intellectual property, or copyright interests; or results in any FCC investigations or the issuance of FCC forfeitures related to the Programming or to any underwriting announcements incorporated into the Programming by the College. CPM agrees to contest any such fines or forfeitures, at the College’s expense, in proceedings at the FCC or in any court, to the extent desired by the College provided that CPM in its good faith judgment concludes that there are contestable issues. The College agrees to indemnify CPM against any petitions to deny, petitions for revocation, petitions for orders to show cause, or other challenges brought by parties unrelated to and unaffiliated with CPM to the extent that such challenges are based on the Programming. The College further agrees to support CPM vigorously by filing FCC pleadings in support of CPM in
the event that any petitions to deny, petitions for revocation, petitions for orders to show cause, or other challenges are filed that concern the existence or operation of this Agreement.

(c) The College shall, to the fullest extent permitted by law, protect, save, defend, and keep CPM and its officials, employees, and agents and each of them harmless and indemnify them from and against all loss, damage, liability, or expense, including reasonable attorneys’ fees, resulting from any claim of libel, slander, defamation, copyright infringement, idea misappropriation, invasion of right of privacy or publicity, or any other claim against CPM arising out of the College’s performance of its obligations under this Agreement, provided that CPM gives the College prompt notice of any claim and cooperates in good faith with the College in defending against any such claim, including attempts to resolve and settle any such claim. CPM agrees not to settle any such claims without the consent of the College, which consent shall not be unreasonably withheld.

8.10 Governing Law and Venue. This Agreement shall be construed under and in accordance with the laws of the State of Illinois and any legal actions taken by the parties with respect hereto shall be brought in the Courts of Illinois.

8.11 Cooperation. The parties shall promptly sign all documents, perform all acts, and take such other actions as are necessary to effectuate this Agreement.
IN WITNESS WHEREOF the parties hereto have executed this Agreement as of the date first above written.

CHICAGO PUBLIC MEDIA, INC.  THE COLLEGE OF DUPAGE, DISTRICT 502

By: _________________________  By: _________________________
Printed: _____________________  Printed: _____________________
Title: ________________________  Title: ________________________
1. SUBJECT

Approval that Robert C. Dickeson is authorized to perform 40 additional consulting hours in connection with the work of the Presidential Search Committee.

2. REASON FOR CONSIDERATION

To assist the Presidential Search Committee with conducting interviews of Presidential candidates.

3. BACKGROUND INFORMATION

On November 19, 2015, the Board approved a resolution to retain William E. Hay & Co. to provide assistance to the Board in connection with the search, selection and hiring process for positions including the College President; and further authorized William Hay & Co. to partner with an educational search firm to assist in its efforts.

William Hay & Co. has partnered with Robert C. Dickeson, an educational search leader, to assist in the search. Mr. Dickeson was originally retained on December 7, 2015 for this purpose, at a rate of $375/hour for an amount not to exceed $15,000.00 without prior Board approval.

Given the considerable interest in candidates for the Presidential position, the Presidential Search Committee has issued a request to the Board that Mr. Dickeson be authorized by the Board to participate in the process of interviewing approximately 20 College President candidates and assisting the Presidential Search Committee in narrowing the scope of candidates under consideration from 20 to 8-12. The Presidential Search Committee estimates this will require approximately 40 hours of Mr. Dickeson’s time, plus associated travel expenses, if any.

4. RECOMMENDATION

That the Board of Trustees approve the Presidential Search Committee’s request to use the consulting services of Robert C. Dickeson for an additional 40 hours of time, at his current consulting rate, plus expenses incurred for recruiting.
1. SUBJECT


2. REASON FOR CONSIDERATION

Architectural services require the approval of the Board of Trustees.

3. BACKGROUND INFORMATION

In preparation for the ICCB Recognition Evaluation occurring in 2016, the College needs to have an updated Facilities Master Plan. Our current Facilities Master Plan was last updated in 2010 in preparation for the 2011 ICCB Recognition Evaluation. This work will include evaluating our current FMP and adding projects completed since 2010 as well as evaluation of data maintained by the College associated with enrollment, scheduling, strategy, goals, trends, and recommendations resulting from the data evaluations. The updated Facilities Master Plan will be in a form acceptable to the ICCB and will serve as a foundation for future comprehensive planning to occur following the selection of the next College President.

In July 2015, the Facilities Planning and Development Department in collaboration with the Purchasing Department, in accordance with Illinois Qualifications Based Selection (QBS) guidelines, issued a Request for Qualifications (RFQ) for Professional Services to Update the Facilities Master Plan. This request sought local metropolitan area firms with extensive master planning experience and a reputation for performing high quality work and client satisfaction. A legal notice was published and sixteen (16) responses were received. A Selection Committee of five (5) College of DuPage personnel with project planning and management experience, operations expertise and purchasing leadership evaluated all sixteen (16) qualifications submittals and selected five (5) firms to be interviewed by the Selection Committee.

The results of the qualifications submittal reviews and interviews are noted in the following table:
<table>
<thead>
<tr>
<th>Selection Criteria</th>
<th>Weighted Percentage</th>
<th>Holabird &amp; Root</th>
<th>Perkins &amp; Will</th>
<th>SCB</th>
<th>SmithGroup</th>
<th>JJR</th>
<th>VOA</th>
</tr>
</thead>
<tbody>
<tr>
<td>Firm Resources and Project Team</td>
<td>30%</td>
<td>2.46</td>
<td>2.64</td>
<td>2.46</td>
<td>2.16</td>
<td>2.16</td>
<td></td>
</tr>
<tr>
<td>Overall Relevant Experience/Qualifications</td>
<td>25%</td>
<td>2.05</td>
<td>2.20</td>
<td>2.00</td>
<td>1.85</td>
<td>1.95</td>
<td></td>
</tr>
<tr>
<td>Satisfactory Client Performance</td>
<td>15%</td>
<td>1.17</td>
<td>1.23</td>
<td>1.17</td>
<td>1.14</td>
<td>1.08</td>
<td></td>
</tr>
<tr>
<td>Proposed Completion Schedule</td>
<td>15%</td>
<td>1.20</td>
<td>1.29</td>
<td>1.11</td>
<td>1.02</td>
<td>1.23</td>
<td></td>
</tr>
<tr>
<td>Project Understanding &amp; Methodology</td>
<td>10%</td>
<td>0.80</td>
<td>0.80</td>
<td>0.76</td>
<td>0.70</td>
<td>0.72</td>
<td></td>
</tr>
<tr>
<td>Financial Stability</td>
<td>5%</td>
<td>0.33</td>
<td>0.42</td>
<td>0.35</td>
<td>0.40</td>
<td>0.33</td>
<td></td>
</tr>
<tr>
<td>Total Points (scale 1-10)</td>
<td>100%</td>
<td>8.01</td>
<td>8.58</td>
<td>7.85</td>
<td>7.27</td>
<td>7.47</td>
<td></td>
</tr>
</tbody>
</table>

**Recommended award in bold**

Based on the review of the qualification submittals and the firm interviews, the Selection Committee recommends that the Board of Trustees authorizes the Administration to enter into a contract with Perkins & Will Architects, 330 North Wabash Ave., Chicago, IL 60611, to provide Professional Services to Update the Facilities Master Plan for a not to exceed fee of $59,750.00 plus an allowance for reimbursable expenses of $1,500.00, for a total not to exceed expenditure of $61,250.00.

This purchase complies with State Statues, Board Policy and Administrative Procedures.

4. **RECOMMENDATION**

That the Board of Trustees authorizes the Administration to enter into a contract with Perkins & Will Architects for a not to exceed expenditure of $61,250.00, to update the College of DuPage Facilities Master Plan.

Staff Contact: Bruce Schmiedl, Director of Facilities Planning and Development
1. **SUBJECT**

Additional Architectural Services for providing a Facilities Needs Analysis as part of the Updating of the College of DuPage Facilities Master Plan (FMP).

2. **REASON FOR CONSIDERATION**

Architectural services require the approval of the Board of Trustees.

3. **BACKGROUND INFORMATION**

In preparation for the ICCB Recognition Evaluation occurring in 2016, the College needs to have an updated Facilities Master Plan. Our current Facilities Master Plan was last updated in 2010 in preparation for the 2011 ICCB Recognition Evaluation. This additional work will include combining the results or the FMP update process with an analysis of existing facility utilization in relation to data maintained by the College associated with occupancy, enrollment, regional demographics, strategic inputs, trends, projected growth and recommendations resulting from the data evaluations. The Facilities Needs Analysis, together with the updated Facilities Master Plan will serve as a foundation for future comprehensive planning to occur following the selection of the next College President.

During the Qualifications Based Selection (QBS) process utilized in the selection of a firm most qualified to update the FMP, the presentations of each of the five finalist firms contained qualifications for conducting a Facilities Needs Analysis. A recap of the Selection Committee results is provided in the following table for reference.

<table>
<thead>
<tr>
<th>Selection Criteria</th>
<th>Weighted Percentage</th>
<th>Holabird &amp; Root</th>
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<tr>
<td>Proposed Completion Schedule</td>
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<td>0.70</td>
<td>0.72</td>
<td></td>
</tr>
<tr>
<td>Financial Stability</td>
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<td>0.33</td>
<td><strong>0.42</strong></td>
<td>0.35</td>
<td>0.40</td>
<td>0.33</td>
<td></td>
</tr>
<tr>
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<td><strong>8.58</strong></td>
<td>7.85</td>
<td>7.27</td>
<td>7.47</td>
<td></td>
</tr>
</tbody>
</table>

*Recommended award in bold*
Perkins & Will Architects proposed a not to exceed fee for these additional services of $46,872.00 plus projected reimbursable expenses of $4,400.00, if the Facilities Needs Analysis is conducted concurrently with the Facilities Master Plan update. If the Facilities Needs Analysis is conducted at a later date than the Facilities Master Plan update, their not to exceed fee would be $52,080.00. As a result, we recommend that the Board of Trustees authorize additional services for a Facilities Needs Analysis to be conducted by Perkins & Will Architects concurrently with their work to Update the Facilities Master Plan.

This purchase complies with State Statues, Board Policy and Administrative Procedures.

4. **RECOMMENDATION**

That the Board of Trustees authorizes the Administration to authorize Perkins & Will Architects to perform additional architectural services for providing a Facilities Needs Analysis concurrently with the Updating of the College of DuPage Facilities Master Plan (FMP), for a not to exceed expenditure of $51,272.00 which includes reimbursable expenses.

Staff Contact: Bruce Schmiedl, Director of Facilities Planning and Development
1. **SUBJECT**

Bid for the McAninch Arts Center (MAC) Electronic Theatre Control System.

2. **REASON FOR CONSIDERATION**

All bid items that exceed the statutory limit of $25,000 must be approved by the Board of Trustees.

3. **BACKGROUND INFORMATION**

<table>
<thead>
<tr>
<th>Year</th>
<th>Budget</th>
<th>YTD Spend</th>
<th>Variance</th>
</tr>
</thead>
<tbody>
<tr>
<td>FY16</td>
<td>$120,000.00</td>
<td>$0.00</td>
<td>$120,000.00</td>
</tr>
</tbody>
</table>

This equipment is being requested in order to replace existing outdated components and software. The existing equipment utilizes Windows 95 based software which is no longer supported by the vendor. In addition, replacement parts for the associated equipment are difficult to obtain and in some cases, no longer available. As a result, the existing software cannot be modified to meet the current needs of theater productions and the associated equipment is extremely difficult to repair.

One trade bid package was published for the Electronic Theatre Control Systems for McAninch Arts Center (MAC) Project, which included electronic equipment and installation of this equipment for the Main Stage Control room, the Studio Theatre, the Main Dimmer Racks, the Outdoor Electrical Closet controls and the Art Gallery Controls. The costs of all materials were included in the lump sum bid amount.

The College estimated the total cost of this bid package to be $120,000.00. The recommended contractor bid is $109,529.00 or $10,471.00 below the estimate.

A scope review meeting was conducted and based on the College’s review; it is recommended that the bid be awarded to the lowest responsible bidder, Intelligent Lighting Creations.

A legal bid notice was published and four (4) vendors were solicited. 16 vendors downloaded the bid documents, seven (7) attended the mandatory walk through
meeting. Two (2) responses were received. No in-district or minority/women-owned responses were received.

This purchase complies with State Statute, Board Policy and Administrative Procedures.

The following is a recap of the bid tabulation.

<table>
<thead>
<tr>
<th>McAninch Arts Center Sound Equipment Bids</th>
</tr>
</thead>
<tbody>
<tr>
<td>Vendor</td>
</tr>
<tr>
<td>-------------------------------------------</td>
</tr>
<tr>
<td>Intelligent Lighting Creations</td>
</tr>
<tr>
<td>Neri Technical, Inc.</td>
</tr>
</tbody>
</table>

* Minority/Woman-Owned Business
** In-District

4. RECOMMENDATION

That the Board of Trustees award the McAninch Arts Center (MAC) Electronic Theatre Control System to the lowest responsible bidder, Intelligent Lighting Creations, 2461 East Oakton Street, Arlington Heights, IL. 60005 for the lump sum bid amount of $109,529.00.

Staff Contact: Bruce H. Schmiedl, Director Facilities Planning and Development
1. **SUBJECT**
   Legal fee approval

2. **REASON FOR CONSIDERATION**
   Request approval for payment of legal fees for the months of December 2015 and January 2016.

3. **BACKGROUND INFORMATION**
   The Board of Trustees approved the hiring of the various legal firms, however no dollar amount of services were specified. The College is requesting approval to pay for services performed prior to January 31, 2016.

4. **RECOMMENDATION**
   That the Board of Trustees approves the Treasurer’s Report, Payroll Report, Accounts Payable Report and All Disbursements Excluding Payroll.

Staff Contact: Kim Michael-Lee, Interim CFO and Treasurer and Scott Brady, Interim Controller
Legal Invoices - February 25, 2016

Legal Invoices for approval consideration to be paid in February 2016

<table>
<thead>
<tr>
<th>Company</th>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Schiff Hardin</td>
<td>Legal Services 12/1 - 12/31/15</td>
<td>8,196.50</td>
</tr>
<tr>
<td>Schiff Hardin</td>
<td>Legal services 1/1 - 1/31/16</td>
<td>2,540.23</td>
</tr>
<tr>
<td></td>
<td></td>
<td><strong>$ 10,738.73</strong></td>
</tr>
</tbody>
</table>


1. **SUBJECT**

   Financial Reports: Accounts Payable

2. **REASON FOR CONSIDERATION**

   Regarding orders and bills consistent with Section 3-27 of the Illinois Public Community College Act, Policy 10-65 requires that checks for items not previously approved by the Board shall require individual approval by the Board of Trustees for amounts of $15,000 or over. We have listed all items for the month, including those over $15,000, which will include the small subset of items over $15,000 which is consistent with Section 3-27 of the Illinois Public Community College Act and not previously approved by the Board.

3. **BACKGROUND INFORMATION**

   (a) Accounts Payable Report – This report includes ongoing Accounts Payable disbursements for Presidential Search Costs.

4. **RECOMMENDATION**

   That the Board of Trustees approves the Accounts Payable Report

   **Staff Contact:** Kim Michael-Lee, Interim CFO and Treasurer and Scott Brady, Interim Controller
Invoices for approval consideration to be paid in February 2016

<table>
<thead>
<tr>
<th>Name</th>
<th>Service Details</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Robert C. Dickeson</td>
<td>Consulting Services 1/1/16 - 1/31/16</td>
<td>$5,250.00</td>
</tr>
</tbody>
</table>

Total: $5,250.00
1. **SUBJECT**

BMO Global Asset Management (BMO)

2. **REASON FOR CONSIDERATION**

Hiring an investment advisor to assist College with management of funds and compliance with its policy.

3. **BACKGROUND INFORMATION**

An advisor which understands the College’s investment portfolio and needs can assist the College in a) compliance, b) trade execution, c) portfolio mix and diversification within constraints of law and policy and d) reporting. As has been previously reported to the Board of Trustees, the College issued an RFP for investment services. The recommended investment advisor (BMO) likely will advise on and will invest directly in securities authorized, however the Treasurer can rely on them to advise on other types of investments (such as eligible bond funds) as necessary.

The College will still retain management of certain investments “in house” and would not pay a fee to BMO for that management. For example, management of funds in money markets, certain mutual funds, bank accounts and local government investment pools are anticipated to be outside of the BMO relationship/fee structure and managed in house. With this approval, assets at Great Lakes and PFM will be transferred to BMO in an orderly manner.

The Financial Affairs Office and the Treasurer issued an RFP for services. There were 18 respondents. There were four criteria used to judge respondents, which were consistent with categories in the RFP. These were Structure of Firm/Team (35%), Ability to Comply with Law (25%), Proposed Portfolio Structure (20%), Fees (20%). Of the 18 respondents, the candidate pool was narrowed from 18 to four finalists. These four finalists were further
interviewed with a focus on selected topics including compliance capabilities, investment approach for under one year and one to three year portfolios and discussion regarding investment policy and ability to implement a possibly revised policy. The portfolios and approaches of the four finalists was similar, and the firms all had high abilities to comply.

The final scoring was close, with BMO having a slight margin on fees and local presence, and thus scoring the highest.

BMO has extensive experience managing portfolios for similar types of institutions (government and education). In addition, they have a team which is resident in Chicago, but can draw on larger asset management resources in other geographies. In terms of size, the overall bank group has $514 billion in assets and 47,000 employees. The BMO Global Asset Management Group has $232 billion under management, including $14.5 billion in fixed income, $2.2 billion in non-profit and $540 million in non-retirement public assets.

For accounts between $100 million and $200 million, pricing is 10 basis points (0.10%). For accounts larger than $200 million, it is 9 basis points (0.09%). For the College’s anticipated portfolio size, custody services will be included in the fee at Harris Bank NA’s trust group (Harris Bank NA is a separate legal entity).

4. **RECOMMENDATION**

That the Board of Trustees approve BMO Asset Management’s fees not to exceed $250,000 for the period March 1, 2016 to February 28, 2017.

Staff Contact: Joe Collins, Acting Interim President
Kim Michael-Lee, Acting VP of Administration and Treasurer
COLLEGE OF DuPAGE
SPECIAL BOARD MEETING

BOARD APPROVAL

1. SUBJECT

Contract negotiations with highest ranked Graphic Design firm for SSG Miller Honorarium and Commemorative Displays honoring Fallen COD Graduates of the Fire Science or SLEA programs or members of the Armed Services.

2. REASON FOR CONSIDERATION

Professional Graphic Design services are required in order to appropriately implement the honorarium for SSG Miller along with commemorative displays for fallen COD Graduates of Fire Science, SLEA or the Armed Services, who sacrificed their lives in the line of duty.

3. BACKGROUND INFORMATION

On September 17, 2015, the Board of Trustees authorized the Acting Interim President to plan a permanent installation in the Homeland Security Education Center to present Staff Sergeant Miller’s official citation and President Obama’s remarks on awarding him the Medal of Honor.

Contracts for services of individuals possessing a high degree of professional skill may be exempt from bidding under Illinois Public Community College Act, 110 ILCS 805/3-27.1. However, in order to pursue a more rigorous evaluation, the Illinois Qualification Based Selection (QBS) process was utilized in order to select the most qualified firm. COD advertised a Request for Qualification for Graphic Design in December 2015. Twenty one (21) firms retrieved the RFQ documents from our Purchasing website. The College received five responses in January of 2016. An internal Selection Committee was formed and evaluated the five responses against predetermined performance criteria and then interviewed the three highest ranking firms. Based on submitted information and interviews, the firm of Perkins + Will was evaluated as most qualified. In keeping with the QBS process, the College would then negotiate contract terms with the highest ranked firm. Should negotiations be unsuccessful, the College would then negotiate with the next highest ranked firm.
4. **RECOMMENDATION**

That the Board of Trustees authorizes the College Administration to enter into contract negotiations with Perkins + Will, 300 North Wabash Avenue, Chicago, Illinois, the firm deemed to be the most qualified Graphic Designer for the memorials as approved by the Board of Trustees on September 17, 2015.

Staff Contact: Bruce Schmiedl, Director of Facilities Planning and Development