

**THE PENNSYLVANIA STATE UNIVERSITY
BOARD OF TRUSTEES**

**SUBCOMMITTEE ON COMPENSATION
MINUTES OF MEETING
VOLUME COMP 7**

February 17, 2022

A meeting of the Subcommittee on Compensation of the Board of Trustees was held in room 207, The Penn Stater Hotel and Conference Center and via Zoom on Thursday, February 17, 2022.

The following members, constituting a quorum, were present: Casey, Delligatti, Kleppinger, Schneider and Ex Officio Member Schuyler.

The meeting was called to order by Chair Casey at 5:15 p.m.

Chair Casey called for a motion to approve the *Minutes* of the November 11, 2021 meeting of the Subcommittee. A motion was put forward, seconded and approved unanimously.

Chair Casey noted that the second agenda item was to ratify the action taken on November 23 relative to the approval of an amended and restated employment contract for James Franklin. After the November 23 meeting of the Subcommittee ended, we learned that a technical glitch in the Livestream caused the meeting to not be broadcast live to the public, as intended. To comply with the requirements of the Pennsylvania Sunshine Law which provides that "official action" must be taken in public, we are going to ratify the November 23, 2021 vote. I will note that the Board Office staff quickly identified the cause, and have taken steps to ensure that this does not occur in the future.

Chair Casey called for a motion to approve the employment terms and conditions for an amended and restated employment contract for James Franklin as presented at the Subcommittee on Compensation executive session on November 23, 2021. A motion was put forward, seconded and unanimously approved.

With no further action to come before the Subcommittee, chair Casey adjourned the meeting.

The meeting was adjourned at 5:29 p.m.

Respectfully submitted,

Thomas Penkala
Associate Director, Board of Trustees