

**THE PENNSYLVANIA STATE UNIVERSITY
BOARD OF TRUSTEES**

**COMMITTEE ON GOVERNANCE AND LONG-RANGE PLANNING
MINUTES OF MEETING
VOLUME GLRP 38**

July 16, 2020

A meeting of the Committee on Governance and Long-Range Planning was held via Zoom at 2:15 p.m. on Thursday, July 16, 2020.

The following Trustees, constituting a quorum, were present: Dambly, Culler, Delligatti, Han, Hoffman, Kleppinger, Potts, and Schuyler. Emeritus Trustees Eckel and Shaffer were also in attendance.

Staff members in attendance were Barron, Dunham, Guadagnino, Harvey, Jones, and Kennedy-Phillips. Constituent Representatives Rowland, White and Zhao were also present.

The meeting was called to order by Chair Potts at 2:15 p.m.

Chair Potts welcomed Stacey White, Vice President of World Campus Student Government Association and Alex Zhao, President of the Graduate and Professional Student Association to the Committee.

Minutes of the February 20, 2020 meeting of the Committee were approved unanimously.

Updates were given on progress of the Working Groups of the GLRP Committee. Chair Potts gave some context and historical background on the working groups. Before asking for report outs from Chris Hoffman and David Han, she thanked trustees Hoffman, Culler, Jubelirer, and Schuyler; Emeriti trustee Shaffer and student representative Griggs for serving on the Committees Working Group. Those thanked for their work on the Board Size and Composition Working Group were trustees Han, Delligatti, Kleppinger, and Masser; Emeriti trustee Eckel and student representative Near.

- Committees – Chair Hoffman gave a recap of the working groups and was pleased with the outcomes produced.
 - Academic Affairs and Student Life – adding Research to the Committee
 - Audit and Risk - No changes recommended
 - Compensation – Rename of the Committee to be Equity and Human Resources, with a Sub-Committee on Compensation
 - Finance, Business, and Capital Planning – Removal of Architect/Engineer Sub- Committee
 - Governance and Long-Range Planning – Creation of a Sub-Committee on Long-Range Planning
 - Legal and Compliance - No changes recommended
 - Outreach, Development and Community Relations - No changes recommended

There was a motion to approve the resolution put forward by the Working Group on Committees and was seconded. Discussion occurred and the motion passed unanimously. A motion was also put forward for the Board Office to draft changes to the *Bylaws* and *Standing Orders* in red-line format for the Committee to review in September. The motion was seconded and approved unanimously.

- Board Size and Composition – Chair Han reviewed the work of the Working Group on Board Size and Composition and pointed out that the resolution before the Committee includes an aspirational goal, that by 2025, at least 50% of the members of the Board of Trustees will be from racial, ethnic and gender-underrepresented populations. There was a motion put forward to approve the resolution from the Working Group on Board Size and Composition on its aspirational goal and to

have its approval by the full Board and also to make no change to size or structure. The motion was seconded, discussion occurred and was passed unanimously.

Chair Potts then called on Abe Amoros for an update on the Working Group on Improving Public Dialogue.

- Improving Public Dialogue – An update was given by Chair Amoros on history and background of Public Comment. He stated that there will be recommendations for the Board at the next meeting.

Discussion continued on possible changes and amendments to the Public Comment process.

Chair Potts thanked members of the Working Group on Public Dialogue; trustees Amoros, Paterno, Redding, Emeriti trustee McCombie and faculty representative Rowland.

Chair Potts led further discussion regarding the issue of length of term for board leadership positions and the timing of election. Discussion followed.

Chair Potts asked for three volunteers from the Committee to form an ad-hoc group to review service records of those eligible for Trustee Emeritus status and make a recommendation to the Committee for approval in September and further approval by the full Board. Keith Masser, in his role as former chair will automatically have emeritus status conferred. Robert Jubelirer's service record will be reviewed by the ad-hoc group for recommendation. Trustees Han, Hoffman and Kleppinger put their names forward to serve on the group.

A report was available regarding expenses for the February and May 2020 Board of Trustees meeting, as well as a comparative expenditure report.

The meeting was adjourned at 3:43 p.m.

Respectfully submitted,

Thomas J. Penkala
Associate Director, Board of Trustees