

**THE PENNSYLVANIA STATE UNIVERSITY
BOARD OF TRUSTEES**

**COMMITTEE ON GOVERNANCE AND LONG-RANGE PLANNING
MINUTES OF MEETING
VOLUME GLRP 39**

September 17, 2020

A meeting of the Committee on Governance and Long-Range Planning was held via Zoom at 11:30 a.m. on Thursday, September 17, 2020.

The following Trustees, constituting a quorum, were present: Barron, Culler, Dambly, Delligatti, Han, Hoffman, Kleppinger, Potts, and Schuyler.

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

The meeting was called to order by Chair Potts at 11:30 a.m.

Chair Potts welcomed Nicholas Rowland, immediate past chair of the University Faculty Senate, Stacey White, Vice President of World Campus Student Government Association and Alex Zhao, President of the Graduate and Professional Student Association to the Committee.

Chair Potts called for a motion for the Committee to approve the *Minutes* of the July 16, 2020 meeting of the Committee. The motion was put forward, seconded and approved unanimously.

Abe Amoros, chair of the joint working Group on Public Dialogue gave a report with recommendations to the Committee.

- Some topics for discussion were virtual town halls, platform via Facebook, Twitter, Instagram, LinkedIn and a live public comment period via Zoom
- Consensus that we need to keep providing the public comment period in a consistent fashion, the importance of giving folks the opportunity to be heard in person through a public comment period was felt to be of tantamount importance
- First recommendation is to move public comment period to the Outreach, Development and Community Relations Committee via a live stream platform such as Zoom or in-person. There would be the allocation of an additional 30 minutes to the ODCR meeting to accommodate the comment period
- Additionally, the use of LinkedIn would be used to establish a social media platform to bring the board's social presence online and allow responses to be made to comments. Logistics will need to be worked out with Strategic Communications and the Board Office to determine staffing and how the site will be managed

Chair Potts asked for a motion and second to accept the report and recommendations of the Working Group on Public Dialogue. All occurred and the motion passed unanimously. Chair Potts thanked those on the working group, trustees Amoros, Paterno, and Redding, emeriti trustee McCombie, and faculty representative Rowland.

Next on the agenda was the Approval of Amendments to the University *Bylaws* and *Standing Orders*. Counsel prepared draft changes to be reviewed today. There are a total of 16 changes being suggested. Chair Potts asked Frank Guadagnino for a brief narrative on the changes to occur. A motion was put forward and seconded to approve the draft *Bylaw* amendments.

Trustee Han asked that verbiage around "the long-range educational development of the University" be added back into AARSL oversight.

Discussion continued about the ability of the chair to have authorization to make additional assignments to any committees without the formal step of going through board approval. This would allow the chair flexibility and speed and give the chair discretion to ask standing committee or assign a standing committee something that needs to be accomplished.

The amendment by Trustee Han to reinsert verbiage into 3.03(f)(i)1 was put forward, seconded and approved. A motion to approve all amendments to the *Bylaws* and *Standing Orders* was also seconded and approved unanimously.

The next item on the agenda was length of term for board leadership positions and the timing of election. The changes in the Bylaw amendments would consider changing the length of the term for board leadership from one year to two years and change the timing of the election from July to November.

A motion was put forward and seconded. Chair Potts asked that Committee members speak first and then it will be open for others to speak. Discussion occurred and a roll call vote followed. The resolution passed the Committee by a vote of 7 to 1, with Trustee Delligatti voting no.

To further clarify the previous motion to accept amendments to the *Bylaws* and *Standing Orders*, Chair Potts called for another vote on specific amendments to the *Standing Orders*. The amendments include: 1) substituting the president of the World Campus Student Government Association for the rotating vice president of UPUA and the Commonwealth Campus Student Government on the core committee that is organized every two years to help elect the student trustee. This is in recognition of the new World Campus Student Government Association and giving them a seat at the table in connection with the election of the student trustee. and 2) amendments in a few places to reflect that the Subcommittee on Compensation will, from time to time, need to meet in public to take official action as authorized by that committee's operating guidelines, similar to the public meetings currently held by the Committee on Compensation.

The motion was moved and seconded and passed unanimously.

Chair Potts asked for a motion to recommend the appointment of M. Abraham Harpster to the Executive Committee to fill a seat vacated by Trustee Masser, whose trusteeship ended in July. The motion was put forward, seconded and passed unanimously.

Chair Potts then asked Trustee Hoffman to present the recommendation for the granting of trustee emeritus status. Trustee Hoffman reported that a sub-group was formed with Trustees Han, Kleppinger and Hoffman, to meet and consider emeritus status for former board member, Robert C. Jubelirer, who recently completed six years of trusteeship. After reviewing his service record and the criteria set forth in the *Standing Orders*, we put forth Robert C. Jubelirer, for recommendation by the Committee to grant emeritus status. Given his past role as board chair, Keith E. Masser, is automatically conferred emeritus status.

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

The meeting was adjourned at 12:35 p.m.

Respectfully submitted,

Thomas J. Penkala
Associate Director, Board of Trustees