

**THE PENNSYLVANIA STATE UNIVERSITY
BOARD OF TRUSTEES**

**COMMITTEE ON GOVERNANCE AND LONG-RANGE PLANNING
MINUTES OF MEETING
VOLUME GLRP 26**

September 14, 2017

A meeting of the Committee on Governance and Long-Range Planning was held in Room 211, The Penn Stater Conference Center Hotel, University Park, Pennsylvania, on Thursday September 14, 2017.

The following Trustees, constituting a quorum, were present: Barbara Doran, David Han, Michael Hoeschele, Chris Hoffman, Betsy Huber, Ira Lubert and Matt Schuyler. Trustees Emeritus Keith Eckel and Carl Shaffer and Governor's Representative William Shipley were also present.

Staff members in attendance were: Eric Barron, Frank Guadagnino, Nick Jones, Lance Kennedy-Phillips and Tom Poole. Constituent Representatives Alex Shockley and Laura Pauley were also present.

The meeting was called to order by Chairman Han at 1:00 p.m.

Minutes of the July 20, 2017 meeting of the Committee were approved.

An update on planning for the January 2018 Trustee Retreat was given by Trustee Julie Anna Potts. Suggestions for potential speakers will be accepted by the planning committee.

Chair Han updated the Committee on the Skill Set Inventory process and stated that a new survey would be sent out soon for Trustees to complete. It was also agreed that the Skill Set Inventory process needs to occur earlier next year and new Trustees coming on board should receive the survey prior to the New Trustee Orientation.

Trustees Doran and Hoeschele will be taking a look at the Operating Guidelines of the standing committees to make sure that all are up-to-date and current.

Action Items for review came before the Committee.

Agenda 4.E.1

Proposed Approval of Granting of Trustee Emeritus Status

A resolution was put before the Committee to approve the granting of Trustee Emeritus status to Betsy E. Huber and Paul H. Silvis. A motion was put forward, seconded and carried unanimously.

Agenda 4.E.2

Proposed At-Large Membership to the Executive Committee

A resolution was put before the Committee to recommend to the Board of Trustees that Barbara L. Doran and Julie Anna Potts be appointed to membership on the executive Committee of the Board. A motion was put forward, seconded and carried unanimously.

These Action Items were put forward for full Board approval on September 15, 2017.

Action Item – Committee only

Consideration of Draft Amendments to the *Charter* and *Bylaws*

Discussion centered on proposed changes to the *Charter* and the *Bylaws*, about reimbursement to trustees and indemnification. A motion was put forward, seconded and carried by a vote of 6:1, with Trustee Doran voting against the motion. This Action Item will be put forward for full Board approval on November 10, 2017.

The Auditor General's report was discussed. Specifically, the Committee discussed the Auditor General's recommendations regarding governance as well as the University's response. The Committee thanked the Auditor General and his office for their thorough and thoughtful review.

A generative discussion on the Strategic Plan followed. The topic was Transforming Education and Craig Weidemann provided his report on this topic.

The meeting was adjourned at 2:28 p.m.

Respectfully submitted,

Thomas J. Penkala
Associate Director, Board of Trustees