

Meetings of the Board of Trustees

July 21, 2017



### 1. <u>Roll Call</u>

### 2. Approval of the Minutes of Previous Meetings

Will the Board of Trustees approve the minutes of the meeting of the Board held on May 5, 2017?

Will the Board of Trustees approve the minutes of the special meeting of the Board held on June 2, 2017?

### 3. <u>Election of Officers of the Board of Trustees</u> – Thomas G. Poole, Secretary

Will the Board of Trustees elect officers to the following Board positions for the current year?

President

Vice President

- <sup>1)</sup> Secretary
- <sup>2)</sup> Associate Secretary
- <sup>3)</sup> Assistant Secretaries
- <sup>4)</sup> Treasurer
- <sup>5)</sup> Assistant Treasurers

<sup>1)</sup> Secretary:	Incumbent, Thomas G. Poole
<sup>2)</sup> Associate Secretary:	Incumbent, Janine S. Andrews
<sup>3)</sup> Assistant Secretary:	Incumbent, Carmella Mulroy-Degenhart
Assistant Secretary:	Incumbent, Crystal K. Straw
Assistant Secretary:	Incumbent, Kim I. Wright
<sup>4)</sup> Treasurer:	Incumbent, David J. Gray
<sup>5)</sup> Assistant Treasurer:	Patricia B. Battaglia
Assistant Treasurer:	Kimberly J. Fisher
Assistant Treasurer:	Incumbent, Susan J. Wiedemer

### 4. <u>President's Report</u>

### 5. <u>Provost's Report</u>

### 6. Informational Report on Penn State Harrisburg

Dr. Mukund Kulkarni, Chancellor, Penn State Harrisburg, will provide an informational report to the Board.

### 7. <u>Reports from Standing Committees</u>

Discussion of action and/or information items by the Standing Committees for consideration by the Board of Trustees:

A. Committee on Academic Affairs and Student Life – M. Abraham Harpster, Chair

### 1) <u>Discussion of Consent Agenda Items Provided for Information or Approval</u> of the Committee on Academic Affairs and Student Life:

Information Items -

- a) Information on Undergraduate Programs
- b) Information on Graduate Programs
- c) Information on Intercollege Programs

(See Appendix I)

### 2) <u>Recommendation for Approval of Administrative Appointment</u>

Will the Board of Trustees adopt the following resolution:

RESOLVED, That the Board of Trustees hereby approves President Eric J. Barron's appointment of Dr. Lee R. Kump to the position of Dean of the College of Earth and Mineral Sciences effective immediately.

### 3) <u>Recommendation for Approval of Administrative Appointment</u>

Will the Board of Trustees adopt the following resolution:

RESOLVED, That the Board of Trustees hereby approves President Eric J. Barron's appointment of Dr. Justin Schwartz to the position of the Harold and Inge Marcus Dean in the College of Engineering effective August 15, 2017.

- B. Committee on Audit and Risk Walter C. Rakowich, Chair
- C. Committee on Compensation Matthew W. Schuyler, Chair
- D. Committee on Finance, Business and Capital Planning Robert E. Fenza, Vice Chair

### 1) <u>Discussion of Consent Agenda Items Provided for Information or Approval</u> of the Committee on Finance, Business and Capital Planning:

Information Items –

- a) Lacrosse Field Synthetic Turf Replacement, University Park
- b) Science Building Chemistry Laboratory Renovation, Penn State Wilkes-Barre
- c) Dawson Building HVAC Upgrades, Penn State Worthington Scranton
- d) Rename the Materials Research Laboratory the "Energy and the Environment Laboratory," University Park
- e) Naming of Rooms, Portions of Buildings, and Plazas
- f) Sale of Gifted Property Located at 2486 Oklahoma-Salem Road, DuBois, Pennsylvania
- g) Status of Major Construction Programs and Borrowing

Action Items –

- h) Summary of Revised Funds
- i) Summary and Acknowledgement of New Funds and Major Commitments

(See Appendix II)

### 2) <u>Proposed Naming of Penn State Worthington Scranton, "Penn State</u> <u>Scranton"</u>

It is proposed to change the name of Penn State Worthington Scranton to Penn State Scranton. While those in the immediate geographical vicinity might be aware of the campus being named in memory of Worthington Scranton, such reference to the campus has caused confusion to those not familiar with those historical familial origins. Such a change will assist our constituents, including visitors and potential students, by providing a more geographically identifiable campus name reference. This proposed change has been reviewed and approved by the Facilities Naming Committee, and carries with it the concurrence of Worthington Scranton's family to make this modification.

Will the Board of Trustees adopt the following resolution:

RESOLVED, That the Board of Trustees approves the change in name of Penn State Worthington Scranton to Penn State Scranton effective May 1, 2018.

### 3) <u>Proposed Naming of the Natural Resources Learning Center, "Donald J.</u> <u>Comes Natural Resources Learning Center," Smethport, Pennsylvania</u>

The Facilities Naming Committee has recommended that the Board of Trustees name the Natural Resources Learning Center in Smethport, Pennsylvania, in recognition of a gift from Donald J. Comes of 41 acres of real estate where the learning center is housed.

Will the Board of Trustees adopt the following resolution:

RESOLVED, That the Natural Resources Learning Center in Smethport, Pennsylvania is named "Donald J. Comes Natural Resources Learning Center."

### (See Appendix III)

### 4) <u>Proposed Naming of the Library, "The Mary M. and Bertil E. Lofstrom</u> <u>Library," Penn State Hazleton</u>

The Facilities Naming Committee has recommended that the Board of Trustees name the library at Penn State Hazleton in honor of the philanthropy of Bertil E. Lofstrom and his late wife, Mary M. Lofstrom.

Will the Board of Trustees adopt the following resolution:

RESOLVED, That the Library at Penn State Hazleton is named "The Mary M. and Bertil E. Lofstrom Library."

(See Appendix IV)

### 5) <u>Proposed Appointment of an Architect, Pattee Library Renovations and</u> <u>Courtyard Infill, University Park</u>

In 2009, the Penn State University Libraries completed a multi-phase plan to transform portions of the Pattee-Paterno Library facility into a collaborative Knowledge Commons environment. The first very successful phase was constructed in 2009. Over the past several years, Penn State has invested over \$11 million to complete further phases.

The next phase includes the infill construction of a two-story atrium space in what is currently an underutilized interior courtyard. The new atrium space will connect the Central and West Pattee portions of the library. In addition to allowing better access and connectivity between multiple levels of the facility, it will enhance wayfinding, and provide spaces for collaboration and expanded services. Two additional levels will be constructed above the atrium to provide space for collaboration areas and student meeting rooms.

The project scope also includes a Knowledge Commons-themed renovation to a portion of the ground floor including a large meeting/seminar room, student group study rooms, and numerous informal gathering and reading areas. A relocation and expansion of MacKinnon's Café is also being explored as part of this project.

A 2013 conceptual/early schematic level study was completed by WTW Architects of Pittsburgh, Pennsylvania. WTW has successfully designed the majority of the completed Knowledge Commons master plan renovation projects in Pattee-Paterno Library. Office of Physical Plant and University Library staff support the appointment of WTW to design this renovation.

Will the Board of Trustees adopt the following resolution:

RESOLVED, That WTW Architects of Pittsburgh, Pennsylvania, is the architect of record for the final plans for Pattee Library Renovations and Courtyard Infill, University Park.

### 6) <u>Consideration of Proposed Operating Budget for Fiscal Year Beginning</u> July 1, 2017

Will the Board of Trustees adopt the following resolution:

RESOLVED, That the proposed Operating Budget for the University for the fiscal year beginning July 1, 2017, as shown in the 2017-2018 Proposed Operating Budget and Proposed 2017-2018 Tuition and Fees, is approved.

(The 2017-2018 Proposed Operating Budget and Proposed 2017-2018 Tuition and Fees will be distributed to Trustees under separate cover.)

### 7) Proposed Tuition and Fees Effective for 2017 Fall Semester

Will the Board of Trustees adopt the following resolution:

RESOLVED, That tuition at all locations, effective for the 2017-2018 school year, and as shown in the 2017-2018 Proposed Operating Budget and Proposed 2017-2018 Tuition and Fees, is approved.

(The 2017-2018 Proposed Operating Budget and Proposed 2017-2018 Tuition and Fees will be distributed to Trustees under separate cover.)

### 8) <u>Proposed Appointment of a Design Build Team, Waste Water Treatment</u> <u>Plant Upgrade, University Park</u>

The Subcommittee on Architect/Engineer Selection will make a report and recommendation on the appointment of a design build team for the Waste Water Treatment Plant Upgrade at University Park.

### 9) <u>Proposed Reauthorization to Expend Funds and Final Plan Revision</u> <u>Approval, West Campus Steam Plant Modifications, University Park</u>

In November 2012, the Board authorized \$48.3 million for the West Campus Steam Plant Conversion from coal to natural gas and approved the design of the Steam Services Building. The goal was to comply with EPA/DEP air quality regulations. The project included providing funds to connect to a new gas line installed by Columbia Gas.

The gas line alignment was originally proposed through the Borough of State College, but in response to local resistance it was realigned onto University property. In July 2013, the Board re-authorized the project budget by adding \$9 million to fund the realignment. The new total authorized amount was \$57.3 million.

We are requesting an increase in the authorization to \$66.5 million. The increase of \$9.2 million is the result of three major factors.

- The steam services building is larger to better utilize scarce campus real estate, by adding a basement and shell space on the second floor, and third floor for future needs. These changes tripled the size of the building adding about \$6.2 million to the project. In addition to approving the authorization, the Board needs to approve the revised design.
- Secondly, the cost of the conversion project had a net increase of \$1.2 million due to some bids coming in over estimates, and diesel generator, voltage, switch gear, mechanical, boiler and structural changes. Many of these increased expenses were offset by lower than expected costs and impact costs to install the gas line.
- Finally, it was determined in 2016 that the underground fuel tanks should be removed and demolished in lieu of abandoning them in place at a cost of \$2.5 million. This decision was based on new information which indicated that there may be some residual fuel oil around the tanks.
- Overall these increases are partially offset by net reductions in demolition, soft costs and contingencies amounting to \$700,000.

Funding for the extra work will come from reserves for Capital Improvement for the fuel tank removal and reserves from the Utility Budget for the plant and building work.

Will the Board of Trustees adopt the following resolutions:

WHEREAS, the construction cost of the West Campus Steam Plant Modifications has increased by \$9.2 million above the authorized amount of \$57.3 million. WHEREAS, the design of the Steam Services Building has changed.

RESOLVED, that the authorization to expend funds to accomplish the project is increased to \$66,500,000 and the revised design of the Steam Services Building is approved.

### 10) <u>Proposed Final Plan Approval and Authorization to Expend Funds, Panzer</u> <u>Stadium Bleacher Seating and Enhancements, University Park</u>

The University intends to construct a 1,430 seat stadium, named Panzer Stadium, for the Lacrosse field next to the Multi-Sport Indoor Facility. The stadium will include other enhancements such as a ticket box office, press box for network television and radio, a patron viewing deck, concessions, and restrooms. Sidewalks and landscape improvements are also included.

Will the Board of Trustees adopt the following resolutions:

RESOLVED, That the final plans for the Panzer Stadium Bleacher Seating and Enhancements at University Park, as designed by AP Architects, are approved.

FURTHER BE IT RESOLVED, That authorization to expend funds to accomplish the project is approved in the amount of \$8,400,000.

### 11) <u>Proposed Acquisition of Rydal Property, Abington Township, Pennsylvania</u>

One of the fastest growing Commonwealth Campuses, Penn State Abington, has experienced a 12% increase in student enrollment since 2012. In light of this growth trend, the current Campus Master Plan seeks to provide high quality space appropriate to support a student population between 4,000 and 4,500, while transforming the campus identity to that of a residential college. As part of this planning, Sightlines conducted an analysis and benchmarking study in 2014 of current and projected space needs, citing an overall deficiency of approximately 205,390 gross square feet of program space at the campus. With 59 square feet of program space per student, Penn State Abington ranks the lowest among the five largest Commonwealth Campuses, and falls significantly below the peer average of 165 square feet of program space per student. With enrollment likely to soon exceed 4,000, the campus is in critical need of additional space.

In 2014, the University acquired 3,475 square feet of leased space at the Rydal Executive Building located on the perimeter of the Penn State Abington campus. An additional 9,556 square feet was leased in 2015, bringing the total amount of leased space at Rydal Executive Building to 13,031. This leased space is used to house faculty offices and administrative support functions, thereby allowing the campus to backfill vacated space with general purpose classroom and other Education and General space uses at the campus core.

The University now has the opportunity to acquire the entire Rydal Executive Building and property comprising 39,612 gross square feet on a 1.72 acre parcel at a negotiated purchase price of \$5,455,000. The property is strategically located within one-half mile of the campus and adjacent to the Rydal commuter train station. Acquisition of the Rydal Executive Building would secure additional space to support the continued growth at Penn State Abington, while concentrating real

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estate holdings within immediate proximity to campus. The purchase would make available an additional 4,000 square feet for immediate use, as well as 20 new parking spaces for faculty and staff use, helping to address a parking shortage on campus.

Will the Board of Trustees adopt the following resolutions:

RESOLVED, That the Board of Trustees approves the acquisition of the property at 1095 Rydal Road in Abington Township, Montgomery County, Pennsylvania, comprised of 1.72 acres and a four-story 39,612 square foot building, from Rydal Executive Realty Co., L.P. for \$5,455,000.

FURTHER BE IT RESOLVED, That the Officers of the University are authorized and directed to take such steps as are necessary to make effective these resolutions.

### 12) Update on Proposed Fiscal Year 2018-19 to Fiscal Year 2022-23 Capital Plan

David Gray, Senior Vice President for Finance & Business/Treasurer, will provide an update on capital planning for fiscal year 2018-2019 through fiscal year 2022-2023.

### E. Committee on Governance and Long-Range Planning – David C. Han, Vice Chair

### 1) Proposed Amendments to Bylaws and Standing Orders

It is proposed to amend the *Bylaws* and *Standing Orders* of the University in accordance with the action taken by the Committee on Governance and Long-Range Planning at its May 4, 2017 meeting.

Will the Board of Trustees adopt the following resolutions:

RESOLVED, That the *Bylaws* of The Pennsylvania State University be amended as set forth in the appendix and presented at the meeting on July 21, 2017;

FURTHER BE IT RESOLVED, That the *Standing Orders* of the Board of Trustees be amended as set forth in the appendix and presented at the meeting on July 21, 2017.

(See Appendix V)

### 2) <u>Proposed Appointment of Director for Penn State Health Milton. S. Hershey</u> <u>Medical Center</u>

The Board of Directors of Penn State Health has recommended to the Board of Trustees the appointment of Robert Bowman as a Director to Penn State Health Milton S. Hershey Medical Center ("Medical Center") for a term commencing July 1, 2017 and expiring June 30, 2020. Mr. Bowman's appointment will fill an open seat on the Board of Directors, bringing the total to 12 directors. Pursuant to the *Bylaws* of the Medical Center, the Board of Trustees has authority to confirm appointment to the Medical Center Board of Directors as recommended by Penn State Health.

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Will the Board of Trustees adopt the following resolution:

RESOLVED, that the appointment of Robert Bowman to the Board of Directors of Penn State Milton S. Hershey Medical Center for a term commencing July 1, 2017 and expiring June 30, 2020 is hereby confirmed.

F. Committee on Legal and Compliance – Richard K. Dandrea, Chair

### 1) <u>Proposed Annual Applications, Renewals, and other Filings Required by the</u> <u>Pennsylvania Liquor Control Board</u>

The Pennsylvania State University holds, or intends to obtain, licenses and permits through the Pennsylvania Liquor Control Board (PLCB) for the following purposes, venues, and properties, as previously approved by the Board of Trustees:

- The Nittany Lion Inn Liquor License, Off-Premises Catering Permit, Liquor Permit for Sunday Sales and Amusement Permit
- WPSU Wine Auction Permit
- Bryce Jordan Center Public Venue Liquor License
- Beaver Stadium Public Venue Liquor License
- Recreation Hall Public Venue Liquor License
- Pegula Ice Arena Public Venue Liquor License
- Medlar Field at Lubrano Park Public Venue Liquor License
- Penn State Golf Courses Public Venue Liquor License

In addition, the University proposes to obtain a Wine Bottle Sales License for the Nittany Lion Inn to permit limited retail sales of wine at that location, as described to the Board of Trustees.

Each license or permit requires either an application process, a biennial application renewal process, or an annual validation process.

Will the Board of Trustees adopt the following resolutions:

WHEREAS, The Pennsylvania Liquor Code authorizes the Pennsylvania Liquor Control Board to issue various licenses and permits related to the sale and service of alcoholic beverages, subject to a well-defined set of regulations; and

WHEREAS, It is the desire of The Pennsylvania State University to sell and serve alcoholic beverages under the conditions previously approved by the Board of Trustees; and

WHEREAS, it is the desire of The Pennsylvania State University to file appropriate applications for licensures and permits either through an application processes, biennial application renewal processes, or a validation process, as applicable; and

THEREFORE BE IT RESOLVED, That David J. Gray, Senior Vice President for Finance and Business/Treasurer and/or Joseph J. Doncsecz, Corporate Controller, or any appropriate designee(s), is/are authorized to execute applications, renewal forms, and any other documents or instruments required by the Pennsylvania Liquor Control Board, and to take such other actions as may be required in connection with any such applications, renewals or validations; and

RESOLVED FURTHER, That material changes to the terms and conditions previously approved by the Board of Trustees with respect to such licenses and permits shall be submitted to the Board of Trustees for its consideration and approval.

**G.** Committee on Outreach, Development and Community Relations – David M. Kleppinger, Committee Member

### 8. <u>Announcements by the Chairman of the Board of Trustees</u>

AA&SL

### 1. Information on Undergraduate Programs

### A. <u>College of Arts and Architecture</u>

### 1) Art Minor: New Program

This minor enables students to explore and integrate visual arts and design knowledge and skills in a range of creative areas and is especially appropriate for students with substantial interest in art and design, but who intend to pursue careers in other fields. The new minor will become effective Fall 2017.

### B. Donald P. Bellisario College of Communications

### 1) Bachelor of Arts in Digital Journalism and Media delivered through World Campus: New Program

This program will prepare students for the fast-changing field of digital journalism and other web-based communications careers, including multimedia storytelling, digital production and digital media management. The new program will become effective Fall 2017.

### C. College of Information Sciences and Technology

### 1) Bachelor of Science in Cybersecurity Analytics and Operations: New Program

This program is an interdisciplinary program that prepares students for careers as cybersecurity professionals. Students will acquire the knowledge and skills needed to critically assess and respond to modern information security threats, using approaches that are grounded in a holistic understanding of adversarial strategies and effective responses. The new program will become effective Fall 2017.

### D. College of the Liberal Arts

### 1) <u>Bachelor of Arts in Organizational and Professional Communication delivered through World</u> <u>Campus: New Program</u>

This program provides increased understanding and practice in how people communicate to influence others and shape the world around them. Students will develop core skills in interpreting and crafting effective communication within the workplace, considering how principles of effective communication adapt to different contexts and across cultures, with an emphasis on composing effective written and oral communication. The new program will become effective Fall 2017.

### 2) <u>Bachelor of Science in Organizational and Professional Communication delivered through World</u> <u>Campus: New Program</u>

This program will prepare students to analyze, interpret, or facilitate interpersonal communication through quantitative and qualitative research methods. Students will utilize these skills in understanding how communication influences the relationships within groups and qualities of leadership within organizations. The new program will become effective Fall 2017.

### 2. Information on Graduate Programs

### A. <u>Smeal College of Business</u>

### 1) <u>Master of Professional Studies in Corporate Innovation and Entrepreneurship: New Professional</u> <u>Graduate Program</u>

The Master of Professional Studies in Corporate Innovation and Entrepreneurship, designed to be offered entirely online, will target industry professionals intent on adding or developing a knowledge base and skill set focused on innovation and entrepreneurship in the business sector. The knowledge and skills associated with innovation and entrepreneurship are of tremendous value in many different contexts and industries, including the areas of product development, customer relationship management, leadership, strategic planning, project management, business model development, managing or launching new ventures, improving services and business processes, technology commercialization and technology transfer initiatives, customer development, and starting a new business. This degree will specifically target individuals in the corporate sector where innovation and continuous improvement are imperative, however, students interested in launching startup companies will also find this program beneficial. This degree is designed to provide deep background on corporate innovation and entrepreneurship concepts and practices, while also giving students the opportunity to obtain a foundational education in business fundamentals, and explore a concentration in specific fields related to corporate innovation, such as supply chain management.

### B. <u>College of Engineering</u>

 Master of Science/Master of Engineering in Additive Manufacturing and Design in Mechanical and Nuclear, Engineering Science and Mechanics, Industrial and Manufacturing Eng, MatSE, and SEDTAPP: New Program

Additive manufacturing (also known as 3D printing) is redefining how components are designed, manufactured, and certified. Building three-dimensional parts layer-by-layer using additive manufacturing gives engineers unprecedented design freedom to create light weight structures, consolidate assemblies of components into a single 3D printed part, and functionally grade structures to improve performance. This is generating considerable interest in a wide range of industries, including aerospace, consumer goods, energy, medical, oil and gas, and space.

The College of Engineering and College of Earth and Mineral Science at Penn State are uniquely positioned to educate the next generation of designers, engineers, and manufacturers as well as help retrain the existing workforce in all aspects of additive manufacturing and design. These Colleges already offer an extensive set of courses in additive manufacturing beyond the introductory course and have extensive expertise in all pertinent areas of additive manufacturing: planning, design, engineering, materials science, manufacturing and production, quality control, and inspection.

The Master of Science (M.S.) and Master of Engineering (M.Eng.) degrees in Additive Manufacturing and Design will leverage these strengths at Penn State to create the first graduate program of its kind in the United States and satisfy a strong demand from numerous industries ramping up their production capabilities—and corresponding workforce—in additive manufacturing. The program will integrate graduate coursework across multiple Departments and Colleges at Penn State and provide unique hands-on experiences for both resident and online students in all aspects of the additive manufacturing process.

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### C. College of Medicine

### 1) Cellular and Integrative Physiology in the Biomedical Sciences Program: New Option

Addition of the Cellular and Integrative Physiology Option will provide an important opportunity for students in the Biomedical Sciences graduate program to receive training in cellular and integrative physiology. The specialized curriculum for this Option will provide students with the necessary background to conduct and evaluate research in the labs of the current 20 faculty members who organized this Option. Research in these labs includes the functions and interactions between different tissues and cell types and different organ systems. Examples of specific topics of research in these labs include metabolic disorders, metabolism and nutrient signaling, muscle function, vascular and endothelial function, cell signaling, and ion channels.

### D. Intercollege Programs

1) <u>Resident Graduate Program in Energy, Environmental, and Food Economics Ph.D. and M.S.</u> <u>Program: New Program, and Drop Agricultural, Environmental, and Regional Economics Program</u>

This program is a collaboration between the College of Agricultural Sciences, the College of Earth and Mineral Sciences, and the Smeal College of Business.

There is significant demand for research and graduate training that meaningfully integrates applied microeconomics, physical and engineered systems, and computational science to increase understanding, prediction, and management of coupled energy, environment, and food systems. This is highlighted by NSF's recent multi-directorate commitments major ongoing funding for research and training in innovative science in the food, energy, and water nexus. Penn State is uniquely positioned to provide innovative leadership in research and student training in this domain. The University has the faculty expertise, relationships, and ongoing research and educational collaborations that provide essential foundations. These assets have contributed significantly to the large success of the University in interdisciplinary research leadership on climate, energy, environment, and food that actively and prominently integrates applied microeconomics research. The Energy, Environmental, and Food Economics program will build on these existing foundations to develop an innovative graduate program that will establish Penn State as a leader in graduate training in energy, environmental, and food economics and policy.

### 2) <u>Dual-Title Ph.D. in Visual Studies: New Program</u>

This program is a collaboration between the College of Arts and Architecture, the College of Communications, and the College of the Liberal Arts, and it has been adopted by the English and German graduate programs for the Ph.D.

As humanistic scholarship and teaching have engaged with digital technologies, new fields have opened in which analytic skills and cultural subject-areas long associated with humanistic study turn toward categories of the visual more broadly. Visual Studies in the humanities expands from analysis of specific images and physical or virtual environments to include semiotic approaches to visual sign systems; the study of film and other time-based media; theories and practices of performance; overlooked histories of visual modes of communication, apprehension, and aesthetic pleasure in fashion, design, and popular media, such as comic books; as well as debates about the nature of visuality itself. The dual-title Ph.D. in Visual Studies brings together the powerful resources of Penn State in a way that coordinates graduate course offerings, research supervision and support, and programming so as to strengthen and bring greater visibility to each of these components.

### 3) Intercollege Graduate Degree Program in Bioinformatics and Genomics: New Program

The academic home for the program is the Graduate School, with collaboration from seven different colleges: the Colleges of Agricultural Sciences, Engineering, Health and Human Development, Information Sciences and Technology, the Liberal Arts, Medicine, and the Eberly College of Science.

Genomics has fundamentally transformed biology into a data-rich and data-driven discipline. Extracting meaningful biological information from the large datasets produced by high-throughput technologies requires sophisticated computational and statistical methods, and constant innovation in such methods. With the advent of the "omics" era comes the need for a new generation of scientists with strong computational and statistical skills and the ability to effectively interact with experimentalists. The goal of the intercollege program in Bioinformatics and Genomics is to develop a cadre of young scientists that, in addition to being fluent in the contemporary life sciences, can think algorithmically and statistically, use computational and statistical tools, and generate innovation in such tools to keep pace with the quickly evolving landscape of high-throughput "omics" technologies.

### 4) Master of Professional Studies in Criminal Justice Policy and Administration (CJPA): New Program

This program is a collaboration between the College of the Liberal Arts at University Park and Capital College at Penn State Harrisburg.

Organizations in the criminal justice system, namely, police, courts, corrections, community supervision, and offender and victim services, are becoming increasingly evidence-based in their practices and administration. Furthermore, criminal justice policy is becoming increasingly evidence-based, and there is growing demand for evaluation using social science methods. Thus, there is a growing need for people with sound, in-depth knowledge of the criminal justice system and criminal behavior, coupled with knowledge of the research methods necessary to evaluate criminal justice policies and practices at the local, state, and national levels. The M.P.S. in Criminal Justice Policy and Administration will fill this need for career professionals looking to differentiate themselves in the job market.

### 1. Lacrosse Field Synthetic Turf Replacement, University Park

The Lacrosse synthetic turf field is worn and in need of replacement. The University intends to purchase and install a new synthetic turf field. The project scope includes the removal and milling of the existing sub-base asphalt and replacement with new. The cost estimate for this project is \$1,260,000.

### (See Appendix II.1)

### 2. <u>Science Building Chemistry Laboratory Renovation, Penn State Wilkes-Barre</u>

The University intends to complete a 6,800 square foot renovation to the chemistry lab in the Science Building. New lab benches, casework, and fume hoods will be installed, as well as new utilities and purified water. The project also includes new flooring, ceiling tile and energy-efficient LED lighting in the lobby, administrative offices, and corridors. The existing bathrooms will be upgraded with new finishes and improved accessibility. The mechanical systems on the first floor will be upgraded to allow for better temperature control and higher energy efficiency. A new fire alarm will be installed throughout the building. Exterior site improvements include a new emergency generator and renovation of the building's parking lot. The cost estimate for this project is \$3,214,866.

(See Appendix II.2)

### 3. <u>Dawson Building HVAC Upgrades, Penn State Worthington Scranton</u>

The University intends to replace the existing aged and inefficient HVAC system in the ground floor of the Dawson Building. The new system is a variable refrigerant flow system and has a dedicated energy recovery air handler to provide ventilation air for the building. The project also includes new ground floor LED fixtures, fire protection service to the building with system distribution to the ground floor, and renovations to the Administration Suite. The upper levels will be completed in subsequent phases as a separate project. The cost estimate for this project is \$2,118,000.

(See Appendix II.3)

### 4. <u>Change the Name of the Materials Research Laboratory to the "Energy and the Environment Laboratory," University Park</u>

The University intends to change the name of the Materials Research Laboratory at University Park to better reflect the strategic areas housed in the building and to represent the research that occurs in the building now and for the foreseeable future. The new name will be the *Energy and the Environment Laboratory*.

### (See Appendix II.4)

### 5. Naming of Rooms, Portions of Buildings, and Plazas

The Facilities Naming Committee has made certain recommendations to the President on the naming of rooms, portions of buildings and plazas. In accordance with the Policy on Naming University Facilities, the Board of Trustees is hereby informed that the President has approved the following naming actions:

1. Name the recital hall in the Music Building I. The name will address the need for more public presence of the performing arts venues on campus, generally, and for this new recital hall, specifically. The name will be:

### Recital Hall

 Name the Conference Room (Room 104) in the Agricultural Engineering Building in recognition of a \$30,000 deferred gift from Wayne and Marian Martenas. The recognition plaque will read: Martenas Family Administrative Conference Room

### (Appendix II)

3. Name the Natural Resource Engineering (NRE) Dry Lab (Room 235) in the Agricultural Engineering Building in recognition of a \$90,000 irrevocable pledge from Albert and Ellen Jarrett. The recognition plaque will read:

The NRE Dry Lab A gift from Dr. Albert and Mrs. Ellen Jarrett

- Name the Faculty Office (Room 254) in the Agricultural Engineering Building in recognition of a \$35,000 gift from David and Deborah Ross. The recognition plaque will read: A gift from Dr. David S. and Deborah M. Ross
- 5. Name the Green Roof in the Agricultural Engineering Building in recognition of a \$15,000 irrevocable pledge from Greg and Janet Jennings. The recognition plaque will read: *Green Roof*

A gift from Greg and Janet Jennings in honor of Dr. Albert and Mrs. Ellen Jarrett

6. Name the Assistant Recruiting Coordinator's Office (Room 226) in the Lasch Football Building in recognition of a \$50,000 irrevocable commitment from Charles and Jane Abourezk. The recognition plaque will read:

The Abourezk Family Chuck, Jane and Matt Assistant Recruiting Coordinator's Office

- 7. Name the Ticket Office (First Level) in the future Lacrosse Facility in recognition of a \$100,000 irrevocable commitment from Heath and Micaela Mitts. The recognition plaque will read: Mitts Family Ticket Office
- 8. Name Collaborative Learning Room #4 (Room 9) in the Morgan Academic Center in recognition of a \$50,000 irrevocable commitment from James and Roberta Scott. The recognition plaque will read:

James and Roberta Scott Collaborative Learning Room

9. Name the Dining Hall (Room 203) in the new Student Union Building at Penn State Brandywine in recognition of a \$1 million irrevocable commitment from Gerald and Eleanor Parsons. The recognition plaque will read:

Parsons Hall

10. Name the bookstore at Shaver's Creek Environmental Center in recognition of a \$50,000 irrevocable deferred gift commitment from Dr. Craig Weidemann and Dr. Kristine Clark. The recognition plaque will read:

Weidemann Bookstore In recognition of the generous philanthropy of Drs. Craig Weidemann and Kristine Clark-Weidemann

11. Name Office Pod #1 at Shaver's Creek Environmental Center in recognition of a \$25,000 gift from Barbara Palmer. The recognition plaque will read: Palmer Office

In recognition of the generous philanthropy of Barbara R. Palmer

### 6. Sale of Gifted Property Located at 2486 Oklahoma-Salem Road, DuBois, Pennsylvania

*Bylaws, Article V*, Section 5.09, entitled "Delegation of Duties", (b) (iv) (4) provides for such sales to be presented to the Board of Trustees for information. The Board of Trustees is advised of the following property transaction:

In May, 2017, 2486 Oklahoma-Salem Road, DuBois, Pennsylvania, was bequeathed to the University through the will of Margaret Nelson. The terms of the gift do not obligate the University to retain the property, and the University has no specific use for the property.

The University listed the property for sale in June, 2017 and sold the property to Scott and Leslie Moore in July, 2017 for \$280,000. Net sale proceeds are to be allocated consistent with the donor's request.

(See Appendix II.5)

### 7. Status of Major Construction Programs and Borrowing

(See Appendix II.6)

### 8. <u>Summary of Revised Funds</u>

Will the Committee on Finance, Business and Capital Planning recommend to the Board of Trustees adoption of the following resolution:

RESOLVED, That the conditions governing certain existing scholarships, fellowships, awards, and similar funds previously established at the University, identified in the *Summary of Revised Funds* for the period April 10, 2017 to June 23, 2017, be revoked and that the Officers of the University are authorized to put into effect the revised regulations as requested by the donors.

### 9. Summary and Acknowledgement of New Funds and Major Commitments

The Committee on Finance, Business and Capital Planning is advised that for the period April 10, 2017 through June 23, 2017, 55 new funds totaling approximately \$2,587,003.44 were accepted by the University, including scholarships, fellowships, etc. All of these items conform to established University policies and regulations.

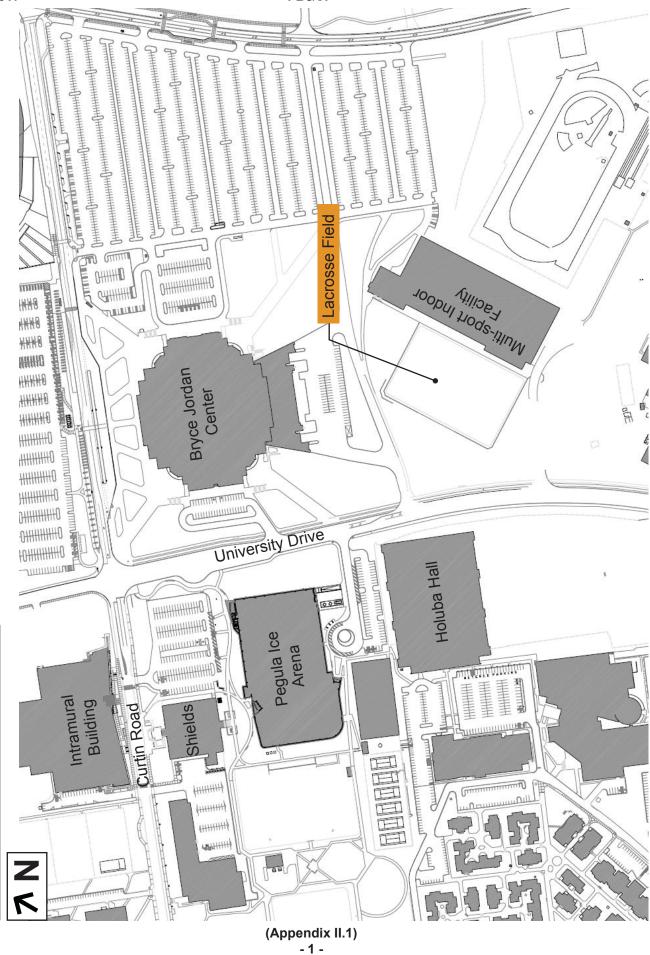
For the period March 1, 2017 through April 30, 2017, 35 major commitments were accepted by the University totaling approximately \$45,866,892.

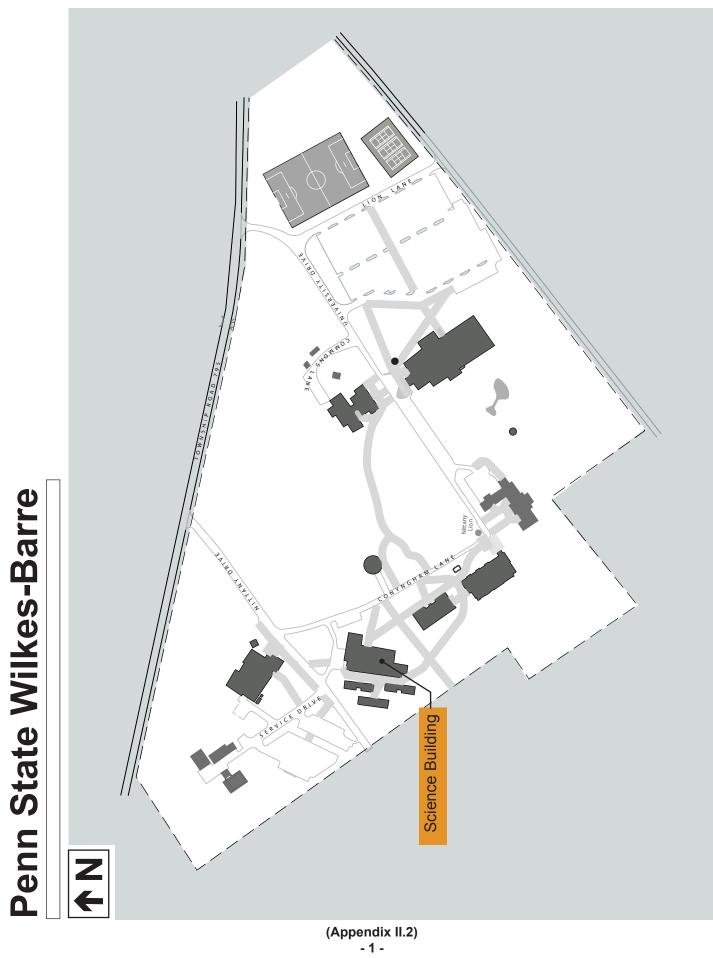
Will the Committee on Finance, Business and Capital Planning recommend to the Board of Trustees adoption of the following resolutions:

RESOLVED, That the Board of Trustees gratefully acknowledges the generous contributions of the many friends of the University identified in the *Summary and Acknowledgement of New Funds and Major Commitments*, in support of endowments, funds, and other major commitments as reported to the Committee on Finance, Business and Capital Planning at its meeting of July 20, 2017.

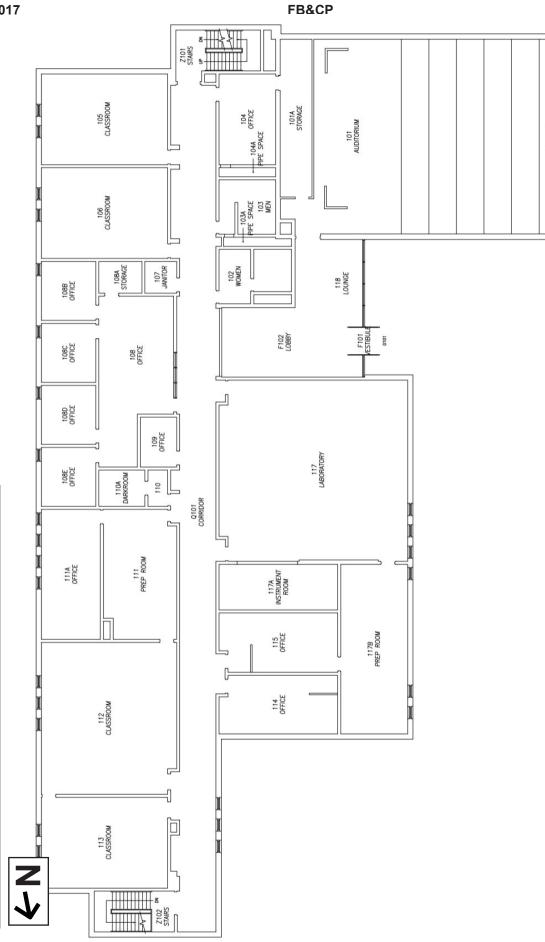
FURTHER BE IT RESOLVED, That the Officers of the University are authorized to convey the Board's appreciation to these generous benefactors who provide opportunities for many students to receive a quality education.

### **Jniversity Park**







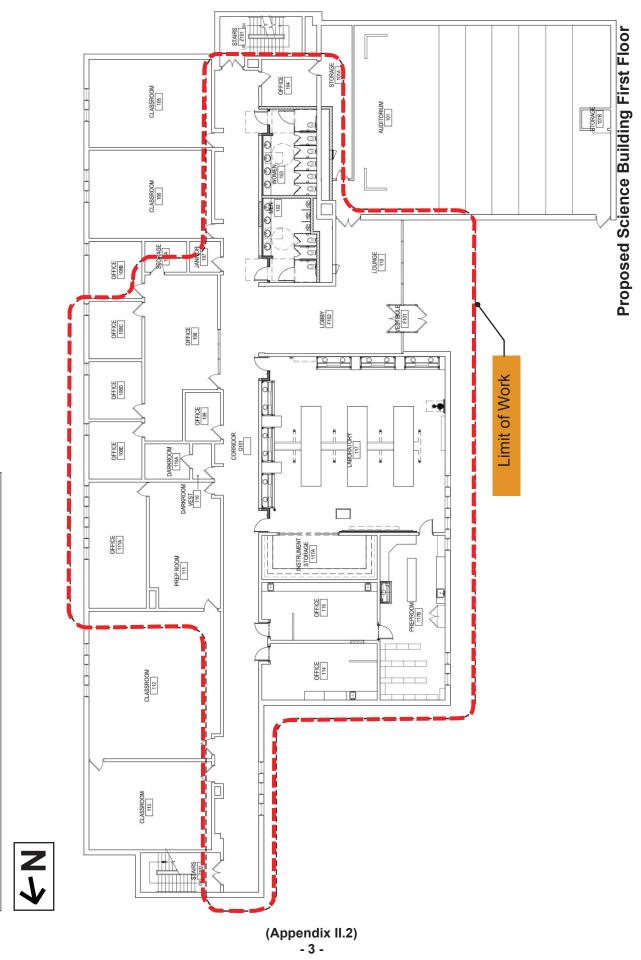


**Existing Science Building First Floor** 

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G102

Penn State Wilkes-Barre

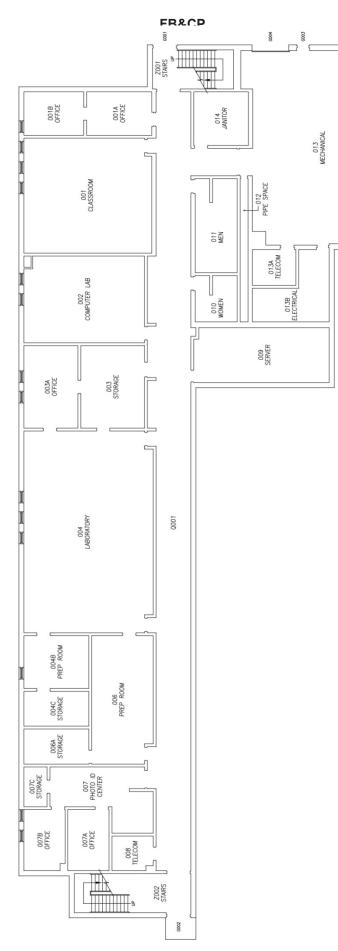


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Penn State Wilkes-Barre



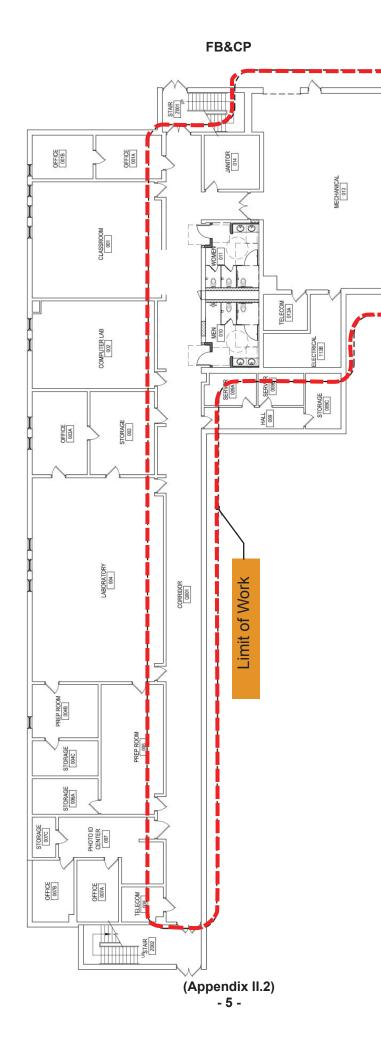


## **Existing Science Building Ground Floor**

(Appendix II.2) - 4 -

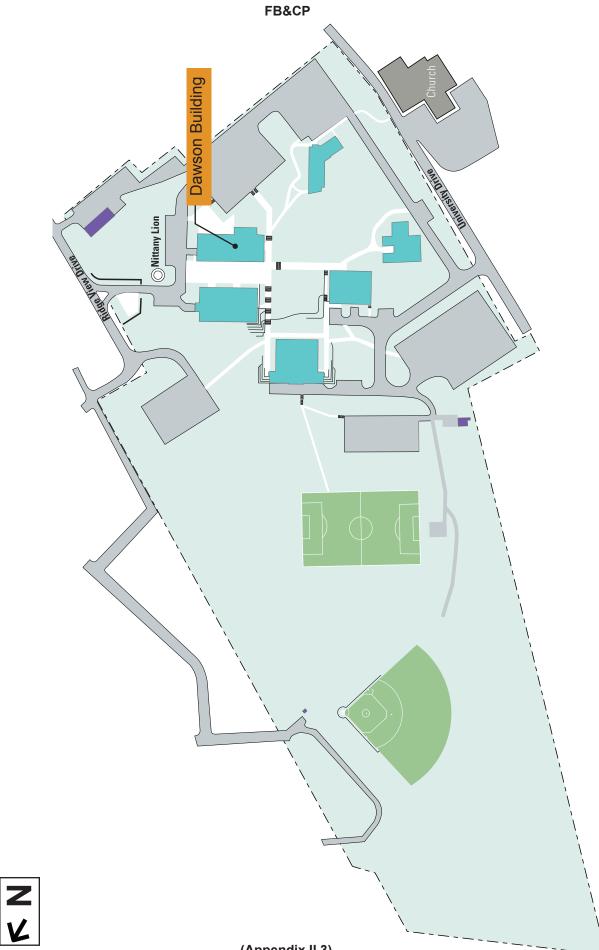




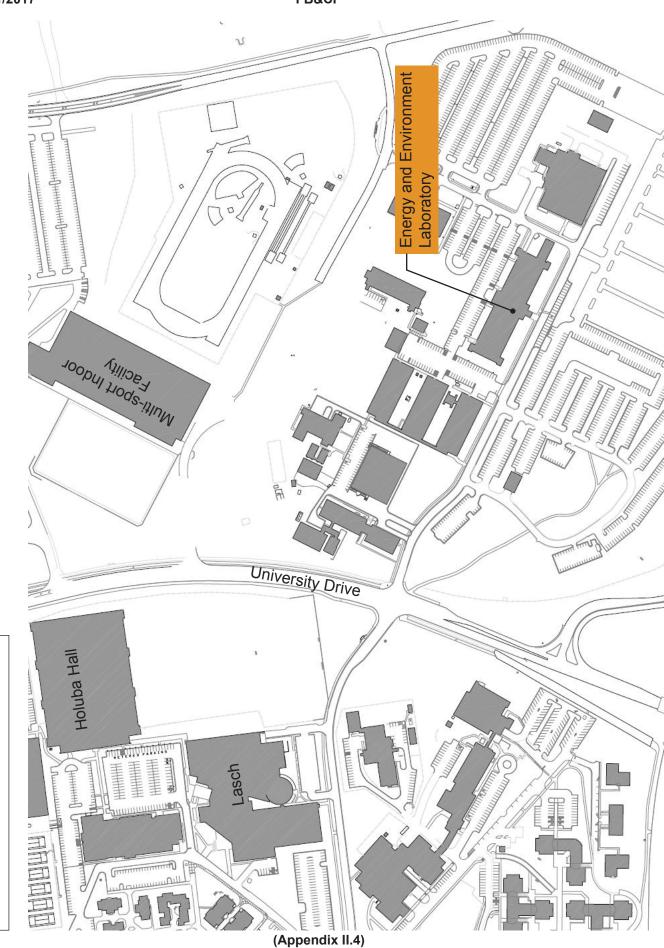


## **Proposed Science Building Ground Floor**





(Appendix II.3) - 1 -



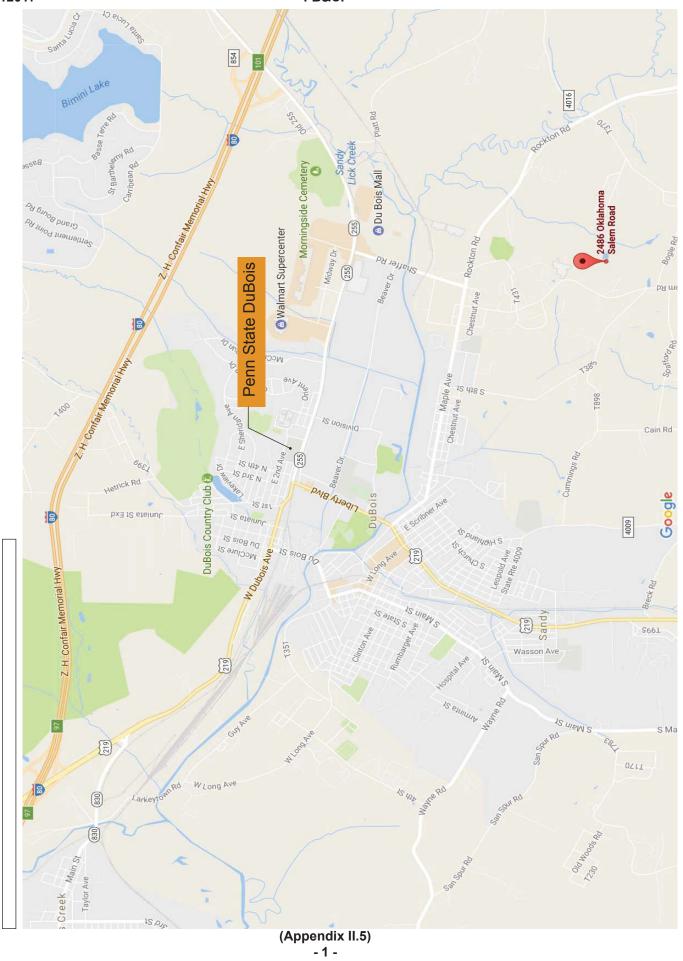
- 1 -

**Jniversity Park** 

FB&CP

**DuBois, Pennsylvania** 

FB&CP



**DuBois, Pennsylvania** 

FB&CP



(Appendix II.5) - 2 -



<sup>(</sup>Appendix II.5) - 3 -

( > \$5 Million )	
N PROGRAMS AND BORROWING	
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STATUS OF MAJOR CONSTI	
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Project Data				BOT Milestones	estones	Const	Construction	
Agricultural Digester and Dairy Barn Replacement	\$9,500,000	0\$	0\$	07/15	09/17	21/60	08/18	Project in design.
Agricultural Engineering Building Renewal	\$44,500,000	\$0	\$0	01/15	05/16	08/16	12/17	Construction is approximately 20% complete.
Airport Infrastructure and Site Improvements	\$10,700,000	\$0	\$0	05/15	05/15	06/16	07/17	Construction is approximately 80% complete.
Chemical and Biomedical Engineering Building	\$144,000,000	\$0	\$10,000,000	03/15	09/16	09/16	12/18	Construction is approximately 15% complete.
East Halls Phase 1a, Earle Hall and Stuart Renovation	\$65,100,000				02/16	03/16	03/18	Construction is approximately 60% complete.
East Halls Phase 1b, New Building and McKean & Pennypacker Renovation	\$106,000,000	\$0	\$0	11/14	02/17	03/17	07/18	Construction is approximately 2% complete.
East Halls Phase 1c, Brumbaugh, Tener, and Pinchot Renovation	\$81,300,000				02/18	05/18	07/19	Project in design.
Environmental Improvements BFP Installations	\$10,500,000	\$7,000,000	\$0	N/A	N/A	06/08	08/17	Project program is approximately 95% complete.
HR Shared Services Fit-Out	\$8,900,000	\$0	\$0	N/A	09/16	02/17	11/17	Construction is approximately 10% complete.
IM Building Addition Phase III	\$29,340,000	\$0	0\$	03/13	02/16	05/16	08/17	Construction is approximately 65% complete.
Lacrosse Facility Upgrades	\$8,400,000	\$0	\$8,400,000	03/15	TBD	TBD	TBD	On HOLD.
North Halls, Robinson Hall	\$33,500,000	\$0	\$0	09/14	02/16	03/16	07/17	Construction is approximately 70% complete.
Recital Hall and Music I Renovation	\$22,100,000	\$19,000,000	0\$	12/15 (DGS)	05/17	21/90	08/18	Project in design.
Recreational Facility Access Modifications	\$7,500,000	\$6,000,000	0\$	N/A	02/16	06/16	04/17	Construction is approximately 95% complete.
Research Building West HVAC Renovations	\$7,800,000	\$0	0\$	01/15	09/16	12/16	12/17	Construction is approximately 25% complete.
Roof Replacement Program	\$11,100,000	\$0	0\$	N/A	02/17	04/17	10/17	Construction to begin in April 2017.
Shaver's Creek Environmental Center Renovation	\$5,800,000	0\$	\$1,700,000	N/A	02/17	04/17	01/18	Construction to begin in April 2017.
Tower Road Data Center Whitespace Build-Out	\$8,000,000	\$0	0\$	N/A	09/16	11/16	07/17	Construction is approximately 80% complete.
Transformer Replacement Program	\$11,100,000	\$1,000,000	0\$	N/A	N/A	20/90	07/17	Project program is approximately 92% complete.
WCSP Steam Production Modifications	000 008 233	C a	C u	04144	01111	1 1/00	07/00	Construction in annumber 700/ annumber

### (Appendix II.6) - 1 -

( > \$5 Million )	
AND BORROWING	
N PROGRAMS	
CONSTRUCTIO	
STATUS OF MAJOR CONSTRUCTION PROGRAMS AND BORROWING	1700 00

June 30, 2017

	Project Data				BOT Milestones	stones	Const	Construction	
		Budget	Commonwealth	Gift	Arch/Eng	Final Plan	Start	Completion	Notes
Campus	Project Name	Amount	Funding	Amount	Selection	Approval	Date	Date	
Abington	Student Apartment Building	\$50,600,000	\$0	\$0	07/14	12/15	12/15	21/20	Construction is approximately 85% complete.
Altoona	Adler Building Addition and Renewal	\$24,500,000	\$13,710,000	\$0	12/13 (DGS)	11/15	02/16	10/17	Construction is approximately 70% complete.
Decoderation	New Residence Hall	\$31,500,000	0\$	\$0	07/14	12/15	03/16	21/20	Construction is approximately 70% complete.
Dialiuywiile	Student Union	\$19,600,000	\$0	\$0	07/14	12/15	03/16	21/20	Construction is approximately 80% complete.
	Parking Deck Expansion	\$7,100,000	\$0	\$0	11/16	05/17	05/17	12/17	Project in design.
DUALIAG	Trippe Hall	\$28,400,000	\$0	\$0	11/15	11/16	12/17	81/20	Construction is approximately 8% complete.
Hazleton	Kostos Building Renewal	\$15,500,000	\$12,000,000	\$0	10/14 (DGS)	02/16	05/16	10/17	Construction is approximately 55% complete.
	Combined Heat and Power Plant	\$22,500,000	\$0	\$0	11/15	09/16	04/17	10/18	Construction to begin in April 2017.
Hershey	Emergency Department Expansion	\$24,500,000	0\$	\$0	02/17	09/17	21/60	61/E0	Project in design.
	Women's Health Inpatient Renovations, Phase II	\$11,000,000	\$0	\$0	11/15	05/16	06/16	81/80	Construction is approximately 40% complete.

(excluding PCT)	
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ר Debt	
r Long-Term Debt - \$(000)	
<sup>c</sup> University L	
Summary of University	

-	2	* (9)	o
\$1,040,004	\$335,20	(\$37,666)	\$1,342,54
lotal bonds, Notes and Capital Leases as of June 30, 2016	Bonds, Notes, and Capital Leases Issued Year to Date Fiscal Year 2016/17 \$335,202	Year to Date Principal Payments and Premium Amortizations	Estimated Bonds, Notes and Capital Leases as of June 30, 2017 (unaudite: \$1,342,540

\* Related Interest Expense Totals Approximately \$31,872

(Appendix II.6) - 2 -

(\$642,891) (\$1,000) Authorized Borrowing Status - \$(000) (excluding PCT) Borrowing Authority per September 2013 Board of Tru \$750,000 \$106,109 Future Capitalized Leases & Other Anticipated Commi Capital Leases, Bonds, & Notes Issued Estimated Authority Remaining

### 7/212017

## **Jniversity Park**

# Recreational Facility Access Modifications - Final Construction Report



New Rec Hall entry turnstiles with a staffed control desk



White Buildings new ADA ramps and entry upgrades



Natatorium elevator addition and new access control

- Completion May 2017
  - \$7,500,000 Authorized \$7,500,000 Final Cost

SCOPE:

This project includes modifications and enhancements in the Natatorium included access control and the addition of an elevator. In Rec Hall physical turnstiles to address both access control and accessibility for White Building, McCoy Natatorium, and Recreation vestibule and turnstiles requiring a card swipe. Work and staffed control desks were installed at entry Hall. White Building received new ADA ramps, entry points. The majority of funding came from state funds.

## **University Park**

## Data Center Whitespace Build Out - Final Construction Report



- 4 -



Indirect Evaporative Cooling Units support the whitespace



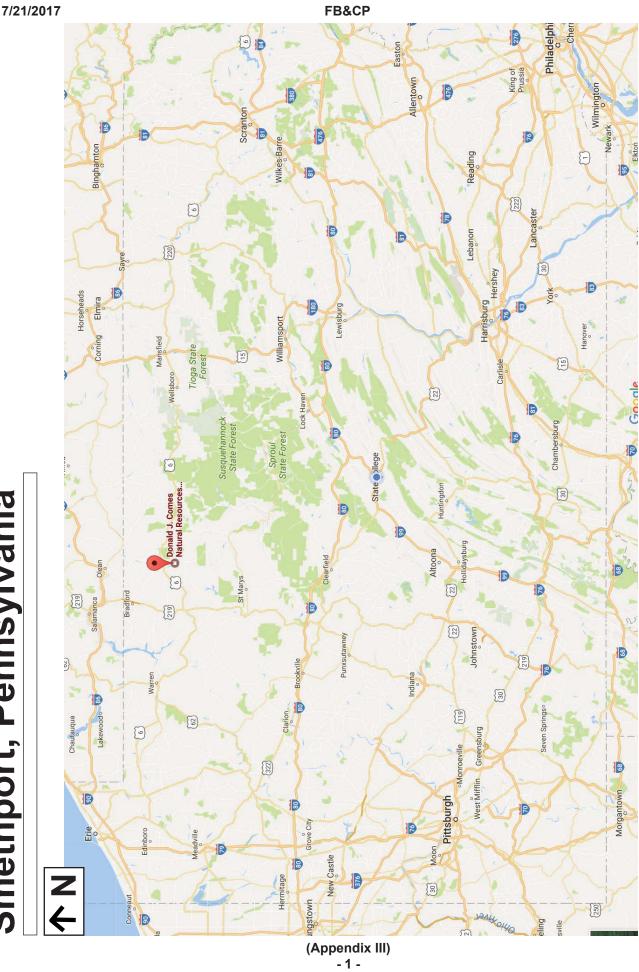
New whitespace build-out

- Completion April 2017
  - \$8,500,000 Authorized \$8,500,000 Final Cost

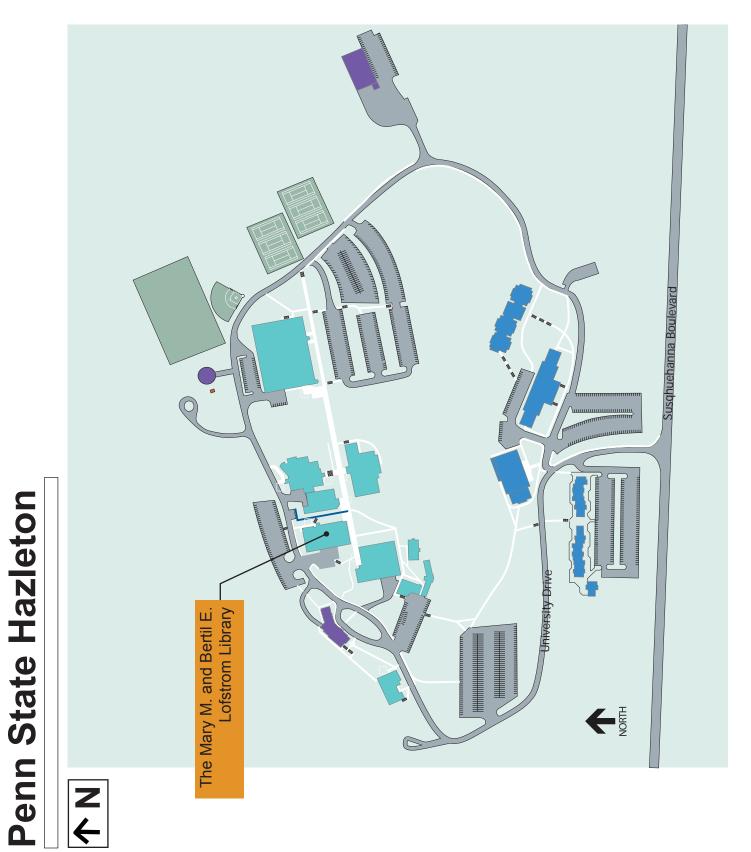
### SCOPE:

computing capacity at University Park and to provide migration plan was included in this phase. Objectives of the additional work were to increase research build-out of the full Tier 3 capacity at UP. The funding The additional 40% whitespace build-out and the ACI source was from Reserves for Capital Improvement.









### G&LRP

### PROPOSED CHANGES TO BYLAWS Section 5.09(a) and 5.09(b) AS APPROVED BY THE COMMITTEE ON GOVERNANCE AND LONG-RANGE PLANNING May 4, 2017

Section 5.09 <u>Delegation of Duties</u>. The Board of Trustees may in its discretion delegate for the time being the powers and duties, or any of them, of any officer to any other person whom it may select. Upon authorization by the Board of Trustees, an officer may delegate performance of specific duties to employees and agents of the University.

(a) Notwithstanding the foregoing, the following matters shall require the approval of the Board of Trustees:

(i) Basic University Organization and Policy

(1) Amendments to the Charter, Bylaws and Standing Orders;

(2) All reports of standing or special committees of the University's Board of Trustees;

(3) All major modifications of educational policy;

(4) Authorization to grant degrees to graduates;

(5) The determination of the major goals of the University, including the establishment and review of long range plans for the educational, financial and physical development of the University; and(5) \_\_\_\_\_\_The University's Strategic Plan; and

(6) University intellectual property policy.

(ii) Fiscal Matters

(1) Establishment of, or material changes in existing, major University fiscal policies;

(2) Annual operating budgets and changes in the approved totals, state<u>State</u> appropriation requests, and appropriation of building funds unappropriated and annual operating budgets;

(3) Acceptance of gifts, bequests, grants, fellowships, scholarships, loan funds that are not in accord with established policy;

(4) Establishment of, or changes in, fees including tuition, room and board rates and mandatory student fees;

(5) Authorization to borrow money; authorization of persons to sign checks, contracts, legal documents, and other obligations, and to endorse, sell, or assign securities; and

(6) Selection of a firm to make annual audit of University accounts.

(iii) Capital Projects

(1) Establishment of, or changes in the University's five year Capital Plan;

(2) Establishment of, or changes in, existing policies, on matters such as selection of architects, naming of buildings and roads, preservation of campus landmarks;

(23) Purchase of land and other real estate with a purchase price of \$1 million or more;

(34) Sale of land or other real estate, with the exception of the sale of land and other real estate with a sale price of less than \$3 million gifted to the University for the express purpose of sale with proceeds benefitting the University;

(45) Honorific names for individual buildings and roads;

(56) Any new construction or renovation project for which the total project cost is \$510 million or more, including

(A) Total project cost; provided however, that the Officers of the University shall have the discretion to expend up to an additional 10 percent of the approved total project cost, as necessary;

(B) Appointment of designers, unless such project is funded in whole or in part with Commonwealth funds or designed by University employees;

- (C) Design; and
- (D) Awarding of contracts for construction;
- (67) Projects under \$510 million in cost that are bond-financed;
- (78) Other capital expenditures of \$510 million or more.
- (iv) Personnel Matters.

(1) The selection, evaluation, compensation and removal of the President of the University, in accordance with policies and procedures adopted by the Board of Trustees from time to time. This responsibility includes a commitment to grant the President broad delegated authority, to support the President in his/her exercise of such authority, to judge the performance of the President, and if necessary, to remove the President. In the selection of a President, the Board shall consult with representatives of the faculty and the student body;

(2) The establishment of and any changes to the University's executive compensation philosophy;

7/21/2017

(3) The establishment of and any changes to the employment terms and conditions of the President of the University; and

(4) The appointment of Vice Presidents and Deans and the appointment and removal of the Vice President and General Counsel and the process by which Vice Presidents (other than the Vice President and General Counsel) and Deans are appointed, and any material amendments or modifications to such process.

(v) Miscellaneous

(1) Selection of the recipients of Distinguished Alumni Awards, honorary degrees and the Penn State Medal; and

(2) Selection of specific dates for regular meetings of the Board of Trustees.

(b) The delegation of authority set forth in this Section 5.09 requires that the Board of Trustees rely on the judgment and decisions of those who operate under its authority. However, this reliance of the Board of Trustees must be based upon its continuing awareness of the operations of the University. Therefore, the Board of Trustees shall receive and consider thorough and forthright reports on the affairs of the University by the President or those designated by the President. The Board of Trustees has a continuing obligation to require information or answers on any University matter with which it is concerned. In addition to such matters as the President of the University may determine, or as requested by the Chair of the Board of Trustees, the following matters shall be presented to the Board of Trustees for information:

(i) Basic University Organization and Policy

(1) New curricula and major changes in existing curricula;

(2) Major policy matters affecting student welfare and activities;

and

(3) Major policy matters affecting research.

(ii) Fiscal Matters

(1) Financial statements, and gifts, bequests, grants, fellowship, scholarships, loan funds that are in accord with established policy; and

(2) The University's annual reports filed under the Clery Act and the Pennsylvania Right to Know Act.

(iii) Personnel Matters

(1) Policies. New policies or changes in existing policies governing appointments, promotions in academic rank, leaves of absence,

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resignations, retirements, academic freedom and tenure, hours and conditions of employment, and fringe benefits; and

(2) Executive Compensation. Information regarding

(iA) the evaluation and compensation of University executives (other than the President of the University), in accordance with policies and procedures recommended by the committee on compensation from time to time.

(iiB) The establishment of and any changes to executive compensation and benefit programs and policies.

(iii3) Information regarding the<u>appointment and</u> removal of Vice ← Presidents and Deans.

### (iv) Capital Projects

(1) New construction or renovations projects with a total project cost equal to or greater than \$15 million but less than \$10 million;

(2) Generic naming of individual buildings and roads and honorific naming of rooms, portions of <u>University facilities other than</u> <u>individual</u> buildings, and <u>plazasroads</u>;

(3) Purchase <del>or sale</del> of real estate with a price of less than \$1 million;

(5) Proceeds from(4) Reports on the sale of land and other real estate with a sale price of less than \$3 million gifted to the University for the express purpose of sale;

 $(\underline{65})$  Capital budget request submitted to the Commonwealth of Pennsylvania; and

(76) Reports (including photographs) on the progress of new construction or renovation projects with a total project cost of  $\frac{510}{510}$  million or more.

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### G&LRP

### PROPOSED CHANGES TO STANDING ORDER VIII(1)(d) AS APPROVED BY THE COMMITTEE ON GOVERNANCE AND LONG-RANGE PLANNING May 4, 2017

(d) Expectations of Membership. In exercising the responsibilities of trusteeship, the ← Board of Trustees is guided by the expectations of membership, each of which is equally important. It is expected that each Trustee will:

(i) Understand and support the University's mission, vision, and values;

(ii) Act in good faith at all times and in the best interests of the University in a nonpartisan manner, maintain independence from external stakeholders and act without regard to the manner in which such Trustee was appointed or elected to the Board of Trustees;

(iii) Make the University a top philanthropic priority to the very best of one's personal ability and fulfill on a timely basis all financial obligations and pledges of support to the University;

(iv) Prepare diligently, attend faithfully, and participate constructively in all Board of Trustees meetings and related activities by reading the agenda and supporting materials;

(v) Speak openly, freely and candidly within the Board-and publicly support, while being mindful that any public dissent from Board decisions reached bymust be done in the Board; it being recognized context of being trusted stewards of a public institution. Because a university is a free marketplace of competing ideas and opinions, its governance mandates open communication as well as principled, civil, and understood that oncerespectful debate. At the Board of Trustees, as same time, trustees must always protect and act in the governing bodybest interest of the University, makes a decision, it can be counterproductive and potentially damaging to being cognizant that the tone and substance of their words reflect on the University for individual Trustees to publicly criticize or attempt to subvert such decision; that they are dedicated to serve and have consequences on its overall wellbeing;

(vi) Make decisions and instruct the administration collectively as the governing body of the University; it being recognized and understood that unless specifically authorized by the Board or the Chair, no individual Trusteetrustee has the authority to direct administrators with respect to the performance of their duties for the University or to otherwise act on his or her own on behalf of the University or the Board;

(vii) Participate regularly in events that are integral parts of the life of the University community;

(viii) Disclose promptly and fully any potential or actual conflicts of interest in accordance with the Board's conflict of interest policies, and personally maintain exemplary ethical standards;

(ix) Refrain from requests of the President or staff for special consideration or personal prerogatives, including admissions, employment, and contracts for business;

(x) Maintain the confidentiality of confidential information without exception; it being recognized and understood that for this purpose "confidential information" includes nonpublic information concerning the University, including its finances, operations and personnel, as well as nonpublic information about internal Board discussions and dynamics;

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(xi) Advocate the <u>University'sUniversity's</u> interests, but speak for the Board or the University only when authorized to do so by the Board or the Chair; it being recognized and understood that it is important for the Board of Trustees to convey a consistent message and that, in most instances, the Chair of the Board of Trustees should serveor his or her designee, serves as the spokesperson; for the Board;

(xii) Respect University policies relating to the acquisition of information and communication; it being recognized and understood that all such information should be used only for purpose consistent with such Trustee's duties and responsibilities to the University; and

(xiii) Extend goodwill to one another and to all members of the University community.

Regular attendance at meetings by members of the Board is expected. If a member of the Board is unable to attend at least four of the six scheduled meetings each year, such Board member should discuss with the Chair of the Board of Trustees the question of his or her ability to continue attendance appropriate to a Trustee.

### PROPOSED CHANGES TO STANDING ORDER IX(1)(a) AS APPROVED BY THE COMMITTEE ON GOVERNANCE AND LONG-RANGE PLANNING May 4, 2017

### ORDER IX. TRUSTEES EMERITI

- (1) Granting the Status of Trustee Emeritus to Former Members of the Board.
  - (a) The status of Trustee Emeritus shall be reserved for any living former member of the Board of Trustees who has served as a board member for six years or more with distinction. Trustees shall be eligible for consideration to receive such status immediately upon retirement from active service on the Board of Trustees. The Committee on Governance and Long-Range Planning shall review the service of a Trustee upon such Trustee's retirement and shall make a recommendation to the Board of Trustees. Criteria to be considered by the Committee shall include offices held, attendance record, participation in the activities of the Board, length of service, or other significant contributions to the governance of the University. The Committee may also take into account the Trustee's fulfillment of the Board's <u>expectations of membership as set forth in these Standing Orders</u>. Each former Chair of the Board of Trustees will be entitled to automatic trustee emeritus status upon retirement or resignation.

### PROPOSED NEW STANDING ORDER X

### AS APPROVED BY THE COMMITTEE ON GOVERNANCE AND LONG-RANGE PLANNING May 4, 2017

### **NEW STANDING ORDER**

### ORDER X. PROCESS REGARDING THE APPOINTMENT OF VICE PRESIDENTS AND DEANS

The following process will be followed in connection with the search for, and appointment of, Vice Presidents and Deans.

(1) Members of the Board of Trustees will be notified in writing by the President or his or her designee when a vacancy occurs. This notification shall include:

- a. Position description/advertisement.
- b. Roster of search committee members.
- c. Information about any search firm engaged to assist in the search.
- d. A description of the search process, the projected timeline and a tentative interview schedule.

(2) When a successful finalist has been chosen, the Executive Committee of the Board of Trustees will be notified and sent the application materials of the candidate, a summary of the interview feedback and any other relevant materials, as determined by the President or the Executive Vice President and Provost.

(3) The notice to the Executive Committee members will specify a date by which the members of the Executive Committee shall have an opportunity to express any concerns to the President. If there are no concerns, the University may proceed with the hiring and announcement of the candidate and shall introduce the hire at the next meeting of the Board of Trustees. If any Executive Committee member expresses a concern with respect to a candidate, a conference call will be held at which Executive Committee members may express their concerns and discuss any issues with the President.

(4) The process set forth in this Standing Order X shall not be applicable to the Vice President and General Counsel. The appointment and removal of the Vice President and General Counsel shall remain subject to approval by the Board of Trustees as set forth in the *Bylaws*.