

1. **Roll Call**2. **Approval of the Minutes of Previous Meetings**

Will the Board of Trustees approve the minutes of the meeting of the Board held on September 16, 2016?

Will the Board of Trustees approve the minutes of the meeting of the Board held on October 14, 2016?

3. **President's Report**4. **Informational Report on Student Mental Health at Penn State**

Benjamin D. Locke, Senior Director for Counseling and Psychological Services, will provide a report on student mental well-being, resources and available services at Penn State.

5. **Reports from Standing Committees**

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) **Discussion of Consent Agenda Items Provided for Information or Approval of the Committee on Academic Affairs and Student Life:**

Information Items -

- a) Information on Undergraduate Programs
- b) Information on Integrated Undergraduate/Graduate Programs

(See Appendix I)

B. **Committee on Audit and Risk – Walter C. Rakowich, Chair**1) **Report on Audited Financial Statements**

Comments about the University's Audited Financial Statements will be made by Joseph J. Doncsecz, Associate Vice President for Finance and Corporate Controller.

C. **Committee on Compensation – Paul H. Silvis, Chair**D. **Committee on Finance, Business and Capital Planning – Daniel S. Mead, Chair**1) **Discussion of Consent Agenda Items Provided for Information or Approval of the Committee on Finance, Business and Capital Planning:**

Information Items –

- a) Reber Building Student Knowledge Commons, University Park
- b) Energy Savings Project at Various Buildings, University Park
- c) Nursing Sciences Building Faculty/Staff Clinic and Main Entrance Renovation, University Park
- d) East Addition Office Construction, The Milton S. Hershey Medical Center
- e) Change the Name of the Information Sciences and Technology Building to "Westgate Building," University Park
- f) Naming of Rooms, Portions of Buildings, and Plazas

- g) Sale of Gifted Property at 2 East High Street, Lebanon, Pennsylvania
- h) Status of Major Construction Programs and Borrowing
- i) Conflict of Interest Disclosure

Action Items –

- j) Summary of Revised Funds
- k) Summary and Acknowledgement of New Funds and Major Commitments

(See Appendix II)

2) **Proposed Appointment of an Architect, Parking Garage Expansion, Penn State Behrend**

The University proposes to construct a two-and-a-half level expansion to the existing two-level parking garage at Penn State Behrend. The parking garage was originally designed by Weber Murphy Fox of Erie, Pennsylvania, in 2006. At that time, the design planned for this future expansion, and the deck was engineered and constructed to support the additional levels.

The 190-space expansion will support the parking requirements of Trippe Hall, opening in 2018, and the Advanced Manufacturing and Innovation Center.

Due to the special nature of this project, the Office of Physical Plant recommends that Weber Murphy Fox of Erie, Pennsylvania, design the expansion.

Will the Board of Trustees adopt the following resolution:

RESOLVED, That the Officers of the University are authorized to employ the firm of Weber Murphy Fox of Erie, Pennsylvania, to design the proposed expansion of the parking garage at Penn State Behrend.

(See Appendix III)

3) **Proposed Naming of the High-Pressure Gas Laboratory (HPGL) the "Dr. Kenneth Kuo High-Pressure Gas Laboratory," University Park**

The Facilities Naming Committee has recommended that the Board of Trustees name the High-Pressure Gas Laboratory, a 5,730 square foot facility, at University Park, in honor of Distinguished Professor Emeritus Kenneth Kuo. Dr. Kuo was an internationally recognized authority on chemical propulsion and propellant combustion. Dr. Kuo founded the High Pressure Combustion Laboratory, which is capable of a broad range of testing and theoretical analysis and contains advanced instrumentation and devices for in-depth research in the area of chemical compulsion and combustion. During his 39-year career at Penn State, he served as principal investigator for more than 90 projects, with total funding in excess of \$42 million. And, his individual influence and mentorship extended to serving as advisor to more than 40 doctoral students, 85 masters students, and 16 post-doctoral researchers. Dr. Kuo and his wife have endowed two Early Career Professorships in the Department of Mechanical and Nuclear Engineering. Dr. Kuo retired in 2011, and passed away on July 31, 2016.

Will the Board of Trustees adopt the following resolution:

RESOLVED, That the High-Pressure Laboratory at University Park is named the "Dr. Kenneth Kuo High-Pressure Gas Laboratory."

(See Appendix IV)

4) Proposed Approval of Graduate Apartment Rates

It will be necessary to increase monthly lease rates for graduate student apartments at University Park for the 2017-18 academic year because of operating and facility maintenance costs.

Will the Board of Trustees adopt the following resolution:

RESOLVED, that the monthly lease rates for graduate apartments at University Park 2017-18 be increased as shown in Appendix V attached hereto and which are part of this resolution.

(See Appendix V)

5) Proposed New Endowment Levels

The Senior Vice President for Development and Alumni Relations, in consultation with the Executive Vice President and Provost, recommends that the University add two new faculty position endowments. The first is in support of the University-Named Associate or Assistant Dean/Chancellor with a minimum endowment level of \$4,000,000 payable over not more than five years. This new endowment type falls between the current University-Named Dean's/Chancellor's Chair (\$5,000,000) and the University-Named Department Head's Chair (\$3,000,000). The purpose of this new endowment level is to provide unrestricted support to the Associate or Assistant Dean/Chancellor of an academic college or campus. The funds are not meant for long-term commitments to support any specific project, program or person, and are not intended to be used to supplement the salary of the Associate/Assistant Dean/Chancellor.

The second new endowment type is called a University-Named Faculty Fellowship with a proposed minimum level of \$750,000 payable over not more than five years. This new endowment level falls between the Early Career Professorship (\$500,000) and the Professorship (\$1,000,000) and will support a newly-tenured or mid-career faculty member holding the rank of Associate Professor (or equivalent) or higher. The purpose of this new endowment level is to provide supplemental department support for outstanding mid-career faculty in order to provide a holder with critical financial support to be used for, but not necessarily limited to, salary supplementation, research expenses, education and travel expenses, graduate assistantships, and support services for the holder or the holder's program. The holder must be a full-time or visiting faculty member with the academic rank of Associate Professor (or equivalent) or higher.

Will the Board of Trustees adopt the following resolution:

RESOLVED, That the Board of Trustees approves the establishment of new endowment and activation levels, effective immediately, as specified.

- University-Named Associate or Assistant Dean's/Chancellor's Chair: \$4,000,000
- University-Named Faculty Fellowship: \$750,000

6) Proposed Amended Named Annually-Funded Accounts

The Senior Vice President for Development and Alumni Relations, in consultation with the Executive Vice President and Provost, recommends that the University offer donors the opportunity to establish named annually-funded accounts (NAFA) for select faculty and graduate student positions without the requirement of a future pledge to endow the position in perpetuity as provided for by current University policy (FN15). The amended NAFA will allow donors to fund select faculty positions for five years at 5% of endowment minimum paid annually and graduate fellowship positions for either three or five years at 7.5% of the endowment minimum paid annually.

Will the Board of Trustees adopt the following resolution:

RESOLVED, That University policies establishing or accepting funds for endowed or named annually funded accounts be amended, effective immediately, as specified.

- Faculty Chair at \$100,000 per year for 5 years
- Professorships at \$50,000 per year for 5 years
- Faculty Fellowship at \$37,500 per year for 5 years
- Early Career Professorship at \$25,000 per year for 5 years (no University match)
- Graduate Fellowship at \$30,000 per year for either 3 or 5 years

7) Proposed Final Plan Approval and Authorization to Expend Funds, Trippe Hall, Penn State Behrend

New academic programs are coming online at Penn State Behrend, and the addition of the Advanced Manufacturing and Innovation Center will allow the School of Engineering alone to grow an additional 500 students.

Housing at Behrend has opened over capacity for the past ten years due to demand and a waitlist. The University plans to construct a new residence hall near Almy and Ohio Halls at Penn State Behrend to meet this need. It will include 251 beds, most in double rooms. Shared private bathrooms will be constructed in “wet cores” in the center of the building. Common space lounges and study areas will be included. Site improvements will include sidewalk connections to the existing campus network, outdoor gathering spaces, landscaping and an emergency access drive.

A special living option for the School of Business may be included in Trippe Hall. The building will also house both first year and upper division students on coed floors to enhance mentorship opportunities.

The campus has the student services to support the new student residents. This includes a 2010 renovation to Dobbins Hall that included increased capacity in anticipation of the construction of Trippe Hall. The Residence Life department has developed a vibrant program that will accommodate the additional on-campus student residents’ needs. In addition, the Behrend campus has a very well developed and mature complement of student resources including Student Affairs, student activities and organizations, Student Life Programming 7 days a week, Athletic Programs, and 24/7 Police and Safety.

Will the Board of Trustees adopt the following resolutions:

RESOLVED, That the final plans for Trippe Hall at Penn State Behrend, as designed by Turner Construction of Pittsburgh, Pennsylvania, are approved.

FURTHER BE IT RESOLVED, That authorization to expend funds and award contracts to accomplish the project be approved at a cost of \$28,400,000.

E. Committee on Governance and Long-Range Planning – Betsy E. Huber, Chair

1) Standing Order VIII – Expectations of Membership

It is proposed to amend the *Standing Orders* of The Pennsylvania State University to modify Order VIII(1)(d) (Expectations of Membership).

Will the Board of Trustees adopt the following resolution:

RESOLVED, That the *Standing Orders* of the Board of Trustees of The Pennsylvania State University be amended as set forth in the appendix and presented at the meeting on November 4, 2016.

(See Appendix VI)

2) Bylaws Article III – Committees and Subcommittees

It is proposed to amend the *Bylaws* of The Pennsylvania State University to clarify the functions and purpose of the Committee on Outreach, Development and Community Relations.

Will the Board of Trustees adopt the following resolution:

RESOLVED, That Section 3.03(f)(vi) of the *Bylaws* of The Pennsylvania State University be amended as set forth in the appendix and presented at the meeting on November 4, 2016.

(See Appendix VII)

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

G. Committee on Outreach, Development and Community Relations – Ryan J. McCombie, Chair

6. Authorization to Confer Degrees

Will the Board of Trustees authorize the President of the University, or designee, to confer degrees at the end of the 2017 Spring Semester, Summer Session, and Fall Semester upon those students who have completed at those times the necessary requirements?

7. Proposed Date of Election of Trustees by Delegates from Agricultural Societies, by the Alumni, for Business and Industry, and At-Large

The *Charter* of the University specifies that the election of trustees shall be held annually, by ballot, on such day and hour during the commencement week and on such day previous to the

11/4/2016

BOT 6

day for the final public exercises of commencement as from time to time shall be determined by the Board of Trustees.

Will the Board of Trustees approve May 4, 2017 as the date for the delegate election of agricultural trustees, and for counting the ballots in the alumni election; and approve May 5, 2017 as the date for the election of business and industry, and at-large trustees?

8. **Selection of Recipients of the 2017 Distinguished Alumni Award**

A report of the Distinguished Alumni Award Screening Committee will be presented by Ira Lubert, Chairman.

9. **Announcements by the Chairman of the Board of Trustees**

1. **Information on Undergraduate Programs**

A. College of Education

1) Bachelor of Science in Middle Level Education: New Major

On January 1, 2013, the Pennsylvania Department of Education (PDE) restructured its Instructional I Teaching Certificates. Prospective teachers in Pennsylvania now must choose to pursue initial teaching certification in PreKindergarten-4, Grades 4-8, or Grades 7-12. Establishing the Middle Level Education major will facilitate recruitment efforts, make clear to potential and currently enrolled students that the focus of this major is on learning to teach in grades 4-8, and better support our graduates in garnering teaching positions. The authorization for the new program will become effective Summer 2017.

2) Bachelor of Science in Childhood and Early Adolescent Education to Bachelor of Science in Elementary and Early Childhood Education: Name Change

The major prepares candidates to teach all content areas in Pre-Kindergarten through grade 4 (PK-4). Requirements for successful completion of the major include coursework specific to elementary and early childhood learning environments, child development, and field experiences in grades PK-4 classrooms, as well as content and teaching methods courses specific to teaching language and literacy, mathematics, science, and social studies. Changing the name will facilitate recruitment efforts, make clear to potential and currently enrolled students that the focus of this major is on learning to teach in grades PK-4, and better support our graduates in garnering teaching positions. The name change will become effective Spring 2017.

B. Penn State Erie

1) Crime, Law, and Psychology: New Minor

This minor provides students with an overview of the causes of crime, the criminal justice system, and public policy regarding crime related issues. Within the minor, students will achieve in-depth understanding of both sociological and psychological causes of criminal behavior, the psychological analysis of crime, the legal process, and policy-making. The authorization for the new minor will become effective Summer 2017.

2. **Information on Integrated Undergraduate/Graduate Programs**

A. College of the Liberal Arts

1) Bachelor of Science in Psychology and Master of Science in Human Resources and Employment Relations: New Program

This integrated degree program provides an additional career opportunity for Psychology majors with strong academic records. In addition to providing advanced coursework in human resource management and employment relations, students in the program will be eligible for internships through the School of Labor and Employment Relations, further increasing their career knowledge, personal capabilities, and competitiveness for jobs. The program will become effective Summer 2017.

B. College of Science

1) Bachelor of Science in Biology and Master of Education in Curriculum and Instruction: New Program

The degree enables highly qualified and motivated students to delve deeply into the content areas of biology and science education and to earn teaching credentials. The biology degree ensures that students graduating from the program will be recognized by school districts as having achieved depth of understanding in an important science discipline. The master's degree in education provides students with graduate level preparation in the theory and practice of teaching, while completing accreditation requirements for licensure to teach in Pennsylvania. The program will become effective Summer 2017.

2) Bachelor of Science in Chemistry and Master of Education in Curriculum and Instruction:
New Program

The degree enables highly qualified and motivated students to delve deeply into the content areas of chemistry and science education and to earn teaching credentials. The chemistry degree ensures that students graduating from the program will be recognized by school districts as having achieved depth of understanding in an important science discipline. The master's degree in education provides students with graduate level preparation in the theory and practice of teaching, while completing accreditation requirements for licensure to teach in Pennsylvania. The program will become effective Summer 2017.

3) Bachelor of Science in Mathematics and Master of Education in Curriculum and Instruction:
New Program

The undergraduate mathematics degree will ensure that students graduating from the program are recognized by school districts as having achieved a high level of education in mathematics and statistics. The master's degree in education will provide students with graduate level preparation in the theory and practice of teaching in addition to courses and experiences required for certification to teach mathematics in grades 7-12 in Pennsylvania. The program will become effective Summer 2017.

1. Reber Building Student Knowledge Commons, University Park

The University intends to construct an approximately 7,500 square foot knowledge commons space similar to the Pattee Library Knowledge Commons in the central portion of the first floor of Reber Building at University Park.

This technology-rich, student-centered space, will be used for individual and group study. The new design provides open collaborative spaces and multimedia facilities. The movable furniture can be arranged to facilitate group interaction, department lectures, and presentations. The project also includes upgrades to the existing lobby and two existing computer labs with expanses of interior glass to create a contemporary and inviting environment accessible 24/7 to students.

The new construction will improve accessibility and will include a unisex restroom. The project scope also includes new lighting, HVAC, and finishes including a raised flooring system to access and maintain power and data requirements. The cost estimate for this project is \$2,000,000.

(See Appendix II.1)

2. Energy Savings Project at Various Buildings, University Park

The University intends to implement energy conservation measures including upgrades to the mechanical systems in Davey, Buckhout, Althouse, and Computer buildings. Project scope will include conversion of HVAC constant air volume systems to variable air volume systems, improved operating and controls strategies, control valve replacements, occupancy sensors, piping insulation, and cold aisle containment solutions. The cost estimate for this project is \$1,150,000 with a payback not to exceed 10 years including cost of money.

(See Appendix II.2)

3. Nursing Sciences Building Faculty / Staff Clinic and Main Entrance Renovation, University Park

The University intends to construct a faculty/staff clinic in the north portion of the first floor of the Nursing Sciences Building at University Park. The goal is for the clinic to be operational by January 2017. The project will also include a renovation to the main entrance on the southeast corner of the building facing College Avenue. A second floor lounge area above the main entrance will be included. Improvements will improve the accessibility of the building. The cost estimate for this project is \$4,500,000.

(See Appendix II.3)

4. East Addition Office Construction, The Milton S. Hershey Medical Center

This project includes the fit-out of approximately 5,400 square feet of unfinished shell space for faculty and staff offices on the first floor of the Hospital East Addition, adjacent to the Children's Hospital. The project scope includes 21 private offices, 12 administrative workstations, 1 semi-private office, 2 conference rooms, and kitchenettes. The office walls will be demountable partitions to facilitate future floor plan modifications. The renovation will include new ceilings, energy efficient LED lighting systems, carpet, power and data systems, and revised heating, ventilation, and air conditioning and fire protection systems. The project will also include the construction of a new Information Technology room adjacent to the office area to support the technology needs of the occupants and provide space for future hospital IT systems. The cost estimate for this project is \$2,700,000.

(See Appendix II.4)

5. Change the Name of the Information Sciences and Technology Building to "Westgate Building," University Park

The University intends to change the name of the Information Sciences and Technology Building to the *Westgate Building*. The building houses both the College of Information Sciences and Technology and the School of Electrical Engineering and Computer Science. Having two units in a building named after

(Appendix II)

one of them has been problematic. The final solution includes a name change, a more intuitive wayfinding strategy, new signage and new room numbers.

(See Appendix II.5)

6. **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 an office (150) in the Morgan Academic Center in recognition of a binding pledge from Bryan and Amy Gobin. The recognition plaque will read:
*Generously Donated by
Bryan and Amy Gobin*
2. Name the Women's Lacrosse Head Coach's Office (137F) in the East Area Locker Room Building in recognition of a binding pledge from Theresa Shea. The recognition plaque will read:
*Burian-Shea
Head Coach's Office*
3. Name the conference room (201) in the Pitt Street Clinic Building at Dickinson Law in recognition of a binding future pledge commitment from Donald and JoAnn Smith. The recognition plaque will read:
Donald F. Smith Jr. '78 and JoAnn M. Smith Conference Room
4. Name the Microscopy Lab (128) in the Steidle Building in recognition of a binding pledge from Peter and Carol Thrower. The recognition plaque will read:
*PROF. PETER (1969-98) AND CAROL THROWER (METAL. 1974) MICROSCOPY
LABORATORY*
5. Name the Small Group Study Room (C1620E) in the George T. Harrell Health Science Library at the College of Medicine in recognition of a binding pledge from Victor J. Navarro, M.D. The recognition plaque will read:
VICTOR J. NAVARRO, M.D. AND CHERIE A. NAVARRO, N.P. FAMILY STUDY ROOM
6. Name the Adaptive Technology Services Study Room in the Knowledge Commons of the University Library in recognition of a binding pledge commitment from Elizabeth and Frank Verterano. The recognition plaque will read:
*Adaptive Technology Services Study Room
In Honor of Coach Joe Paterno and Sue Paterno
Elizabeth Miller Verterano '64 and Frank G. Verterano*

7. **Sale of Gifted Property at 2 East High Street, Lebanon, 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 September, 2015, 2 East High Street, Lebanon, Pennsylvania was gifted to the University by George H. and Betty R. Conner. 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 September, 2015, and sold the property to James E. and Aiyana M. Ehrman in September, 2016 for \$240,000. Net sale proceeds are to be allocated consistent with the donor's request.

(See Appendix II.6)

8. **Status of Major Construction Programs and Borrowing**

(See Appendix II.7)

9. **Conflict of Interest Disclosure**

The *Bylaws* of the University, Section 8.05(b), require that contracts or transactions valued at less than \$10,000 between the University and a Trustee, family member, or an entity in which the Trustee or family member has a beneficial interest of ten (10%) or more will be disclosed to the Board of Trustees annually in a written report which shall be available to the public. The report shall include a certification by the appropriate officers of the University that such contracts or transaction were made in the normal course of business and were fair to the University.

Appendix II.8 is a disclosure list of such contracts and transactions between the University and members of the Board of Trustees for the 2015-2016 fiscal year. Appropriate Officers of the University have reviewed Appendix II.8 and believe that such transactions were made in the normal course of business and were fair to the University.

(See Appendix II.8)

10. **Summary of Revised Funds**

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 August 22, 2016 to October 7, 2016, be revoked and that the Officers of the University are authorized to put into effect the revised regulations as requested by the donors.

11. **Summary and Acknowledgement of New Funds and Major Commitments**

The Committee on Finance, Business and Capital Planning is advised that for the period August 22, 2016 through October 7, 2016, 33 new funds totaling approximately \$3,155,531 were accepted by the University, including scholarships, fellowships, etc. All of these items conform to established University policies and regulations.

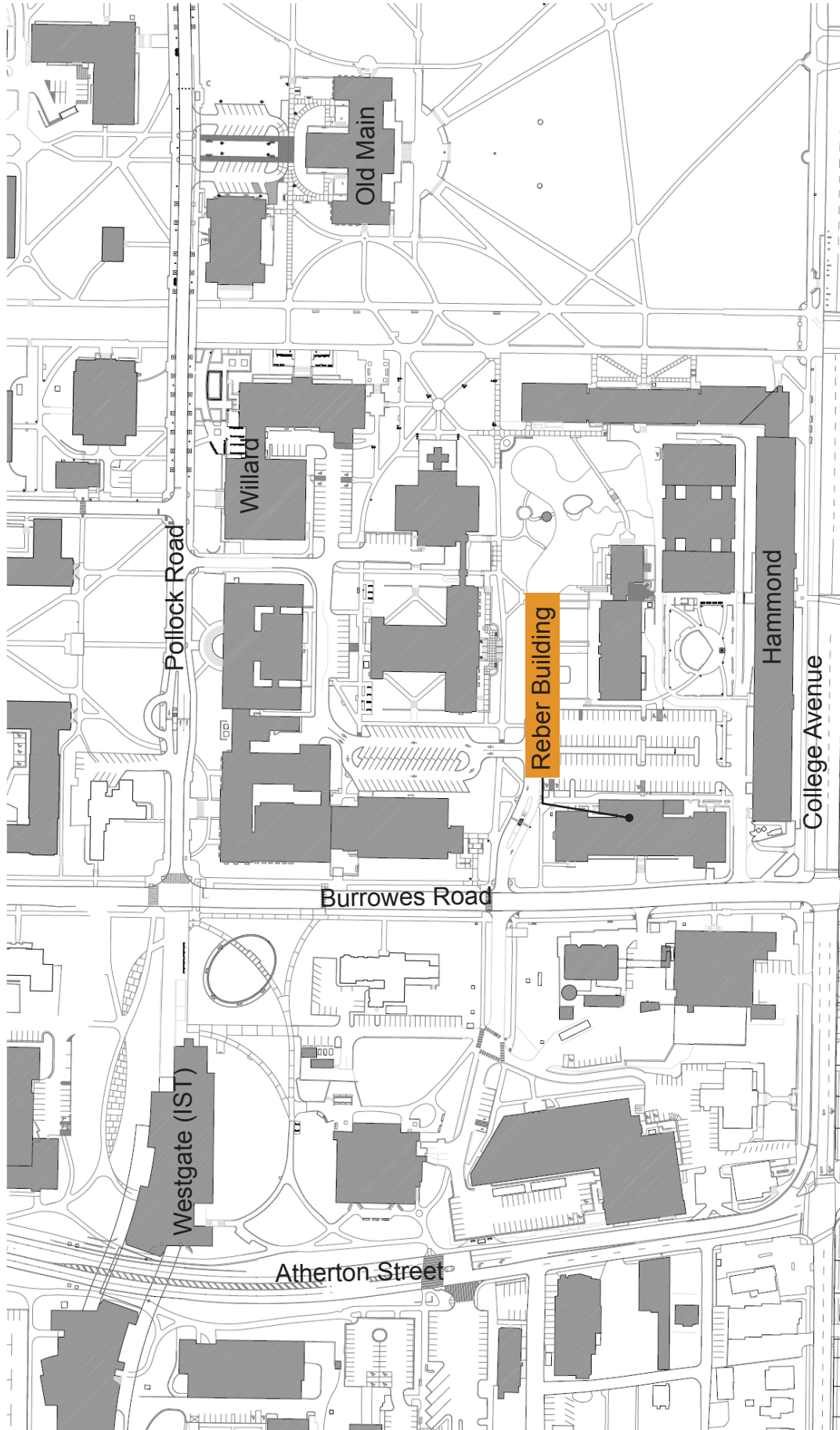
For the period July 1, 2016 through August 31, 2016, 58 major commitments were accepted by the University totaling approximately \$27,433,822.

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 November 3, 2016.

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.

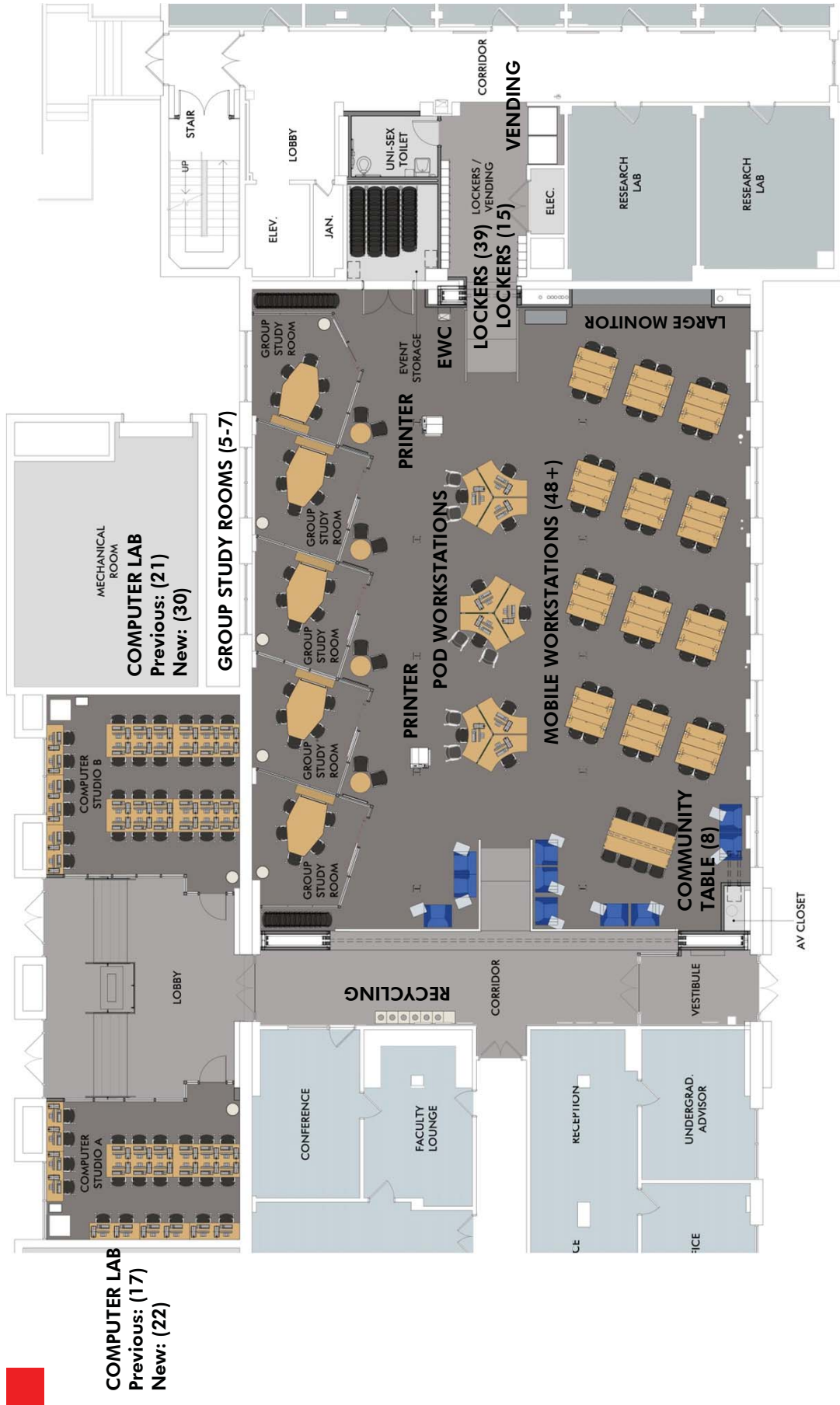
University Park



University Park

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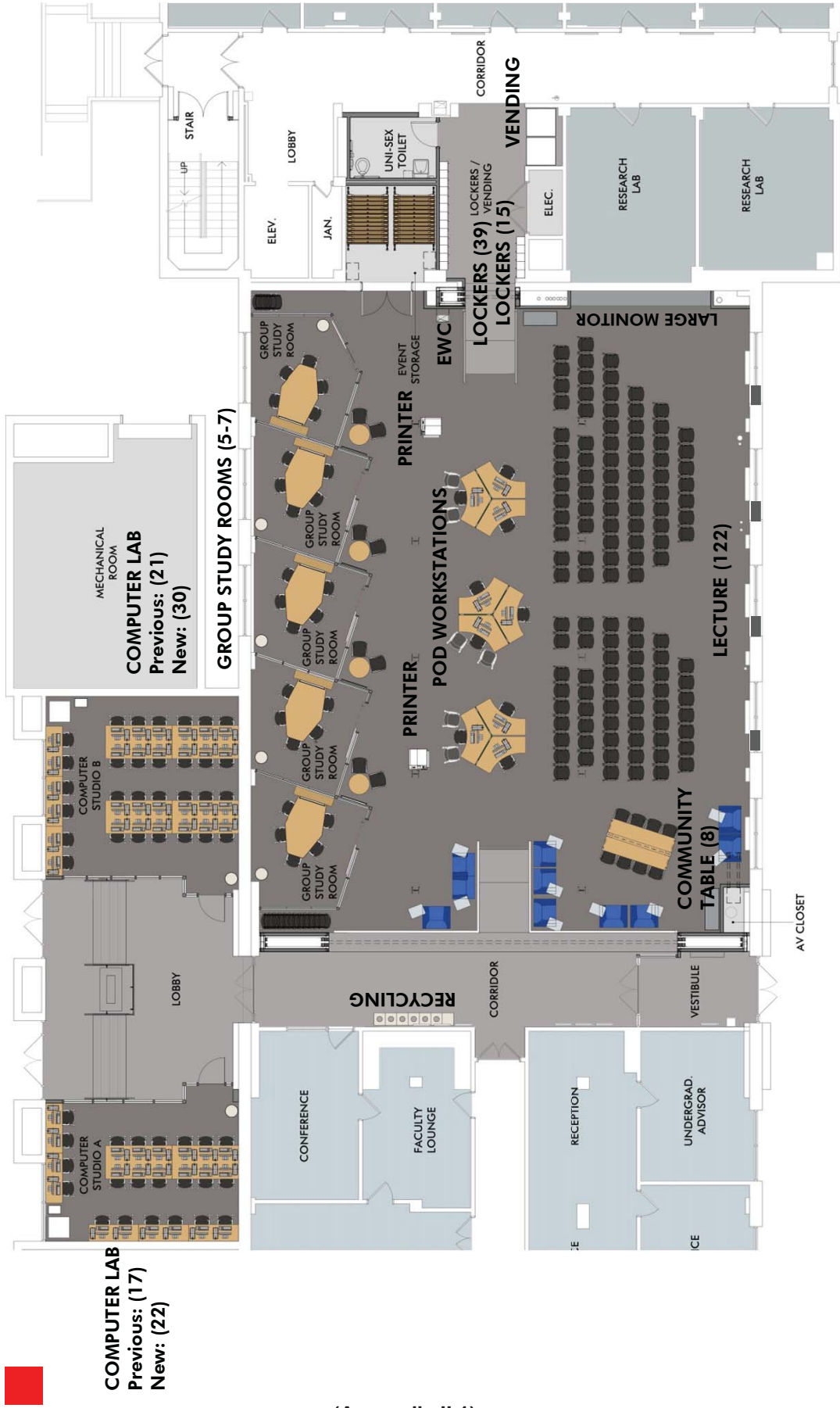
Reber Building First Floor Knowledge Commons

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University Park

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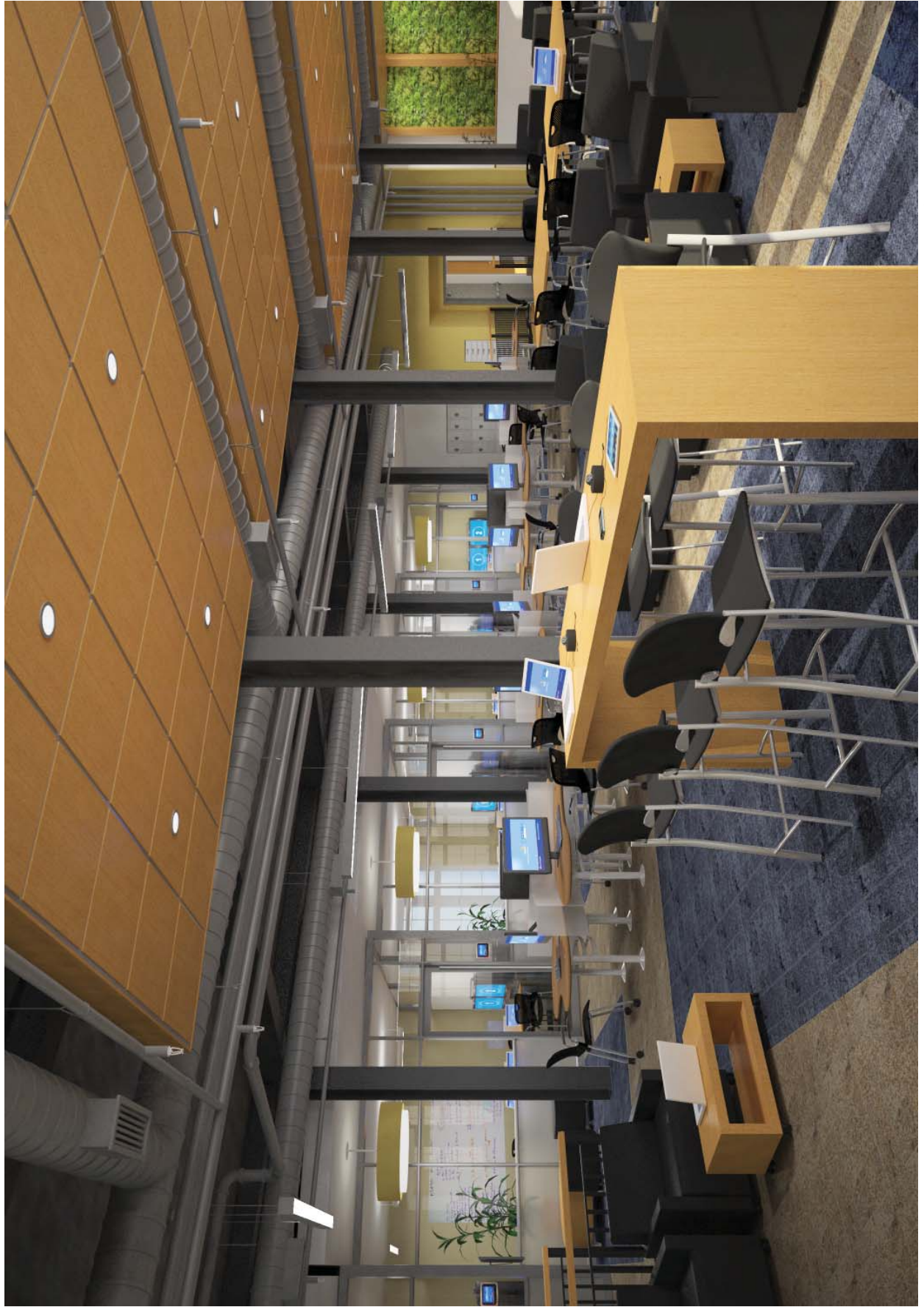
Reber Building First Floor Knowledge Commons
Lecture Setup

(Appendix II.1)

University Park

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Reber Building First Floor Knowledge Commons

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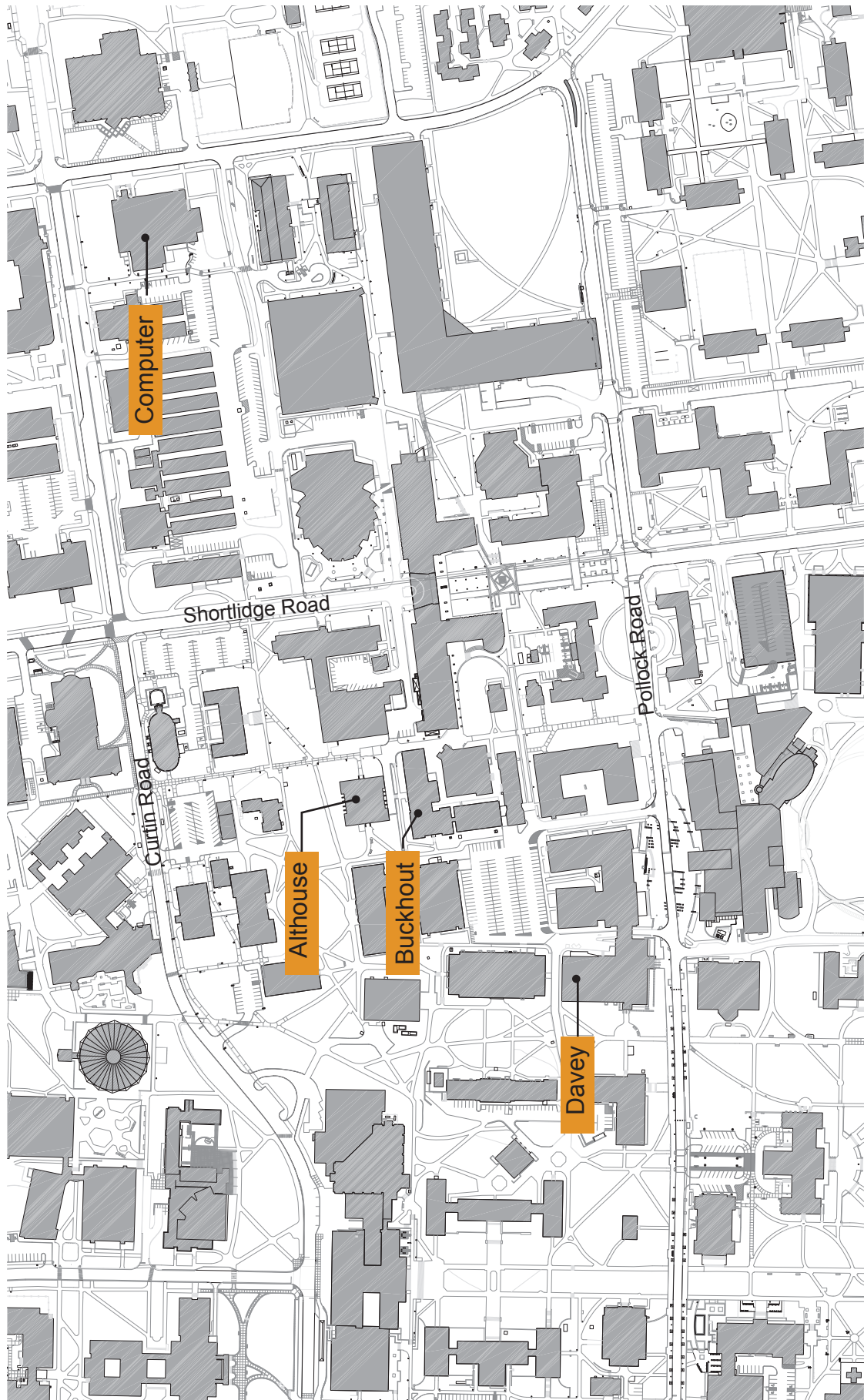
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Reber Building First Floor Knowledge Commons

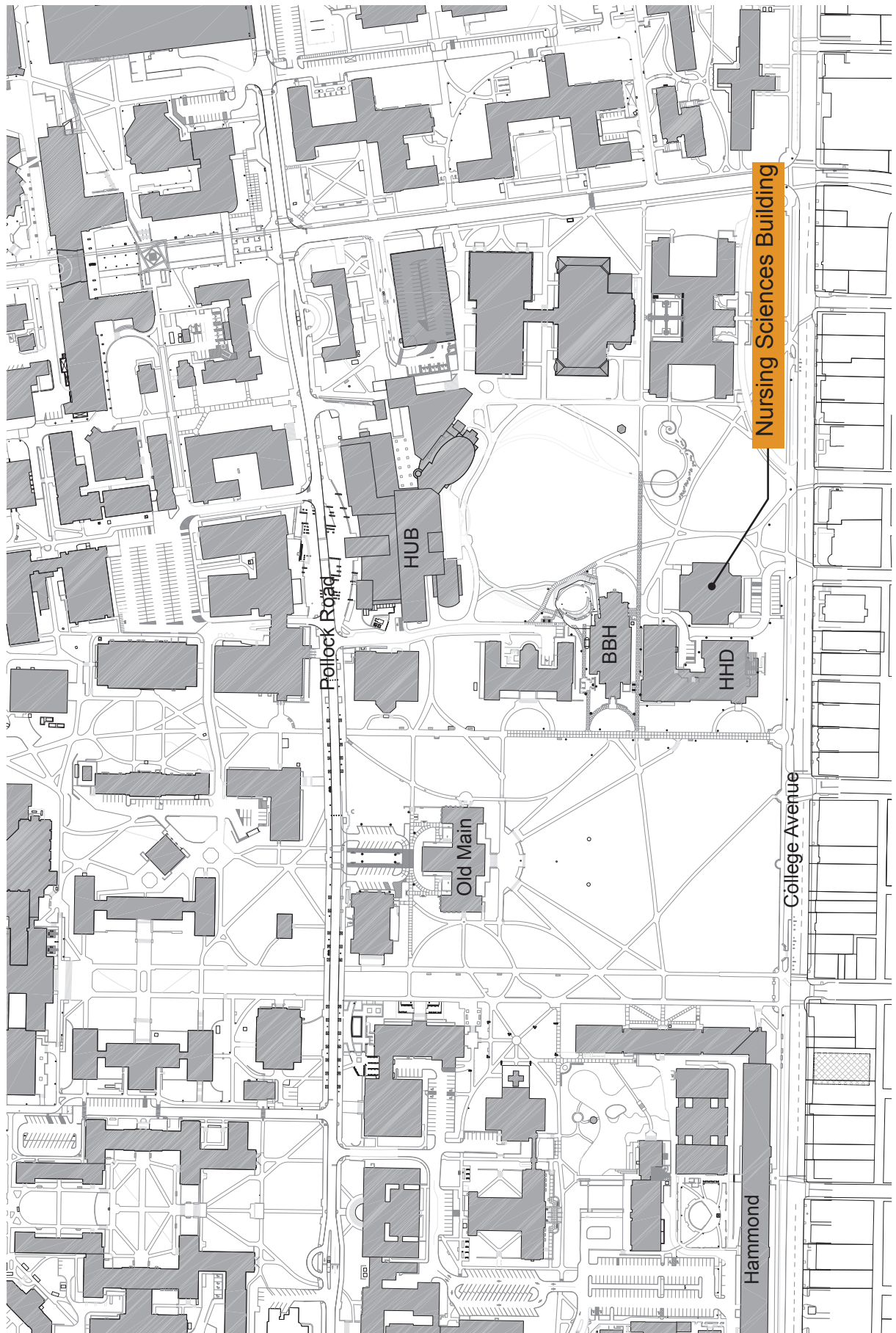
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University Park



Energy Savings Projects at Various Buildings

University Park

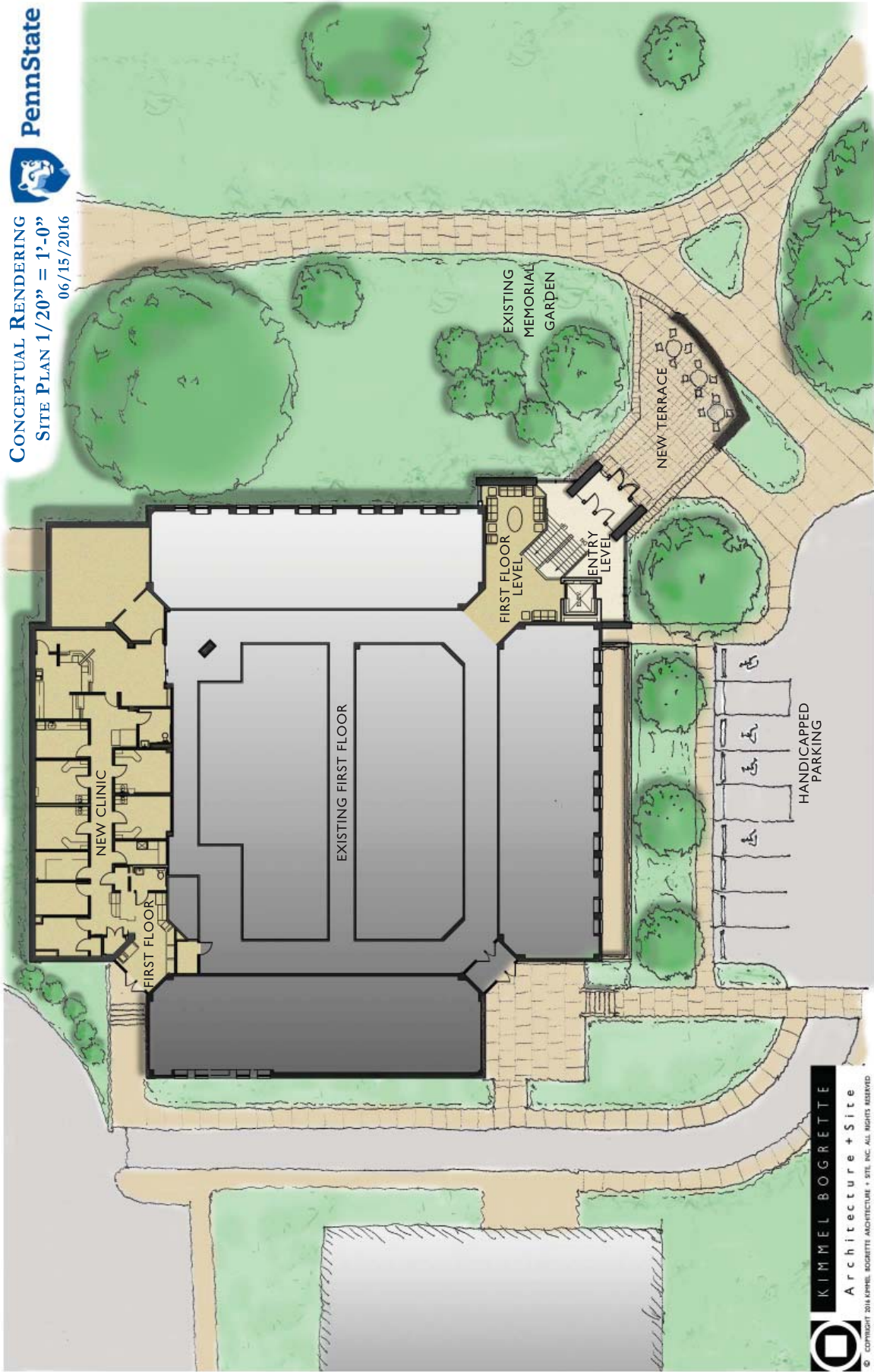


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University Park

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Nursing Sciences Building - First Floor

(Appendix II.3)

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Nursing Sciences Building - Front Entrance

(Appendix II.3)

University Park

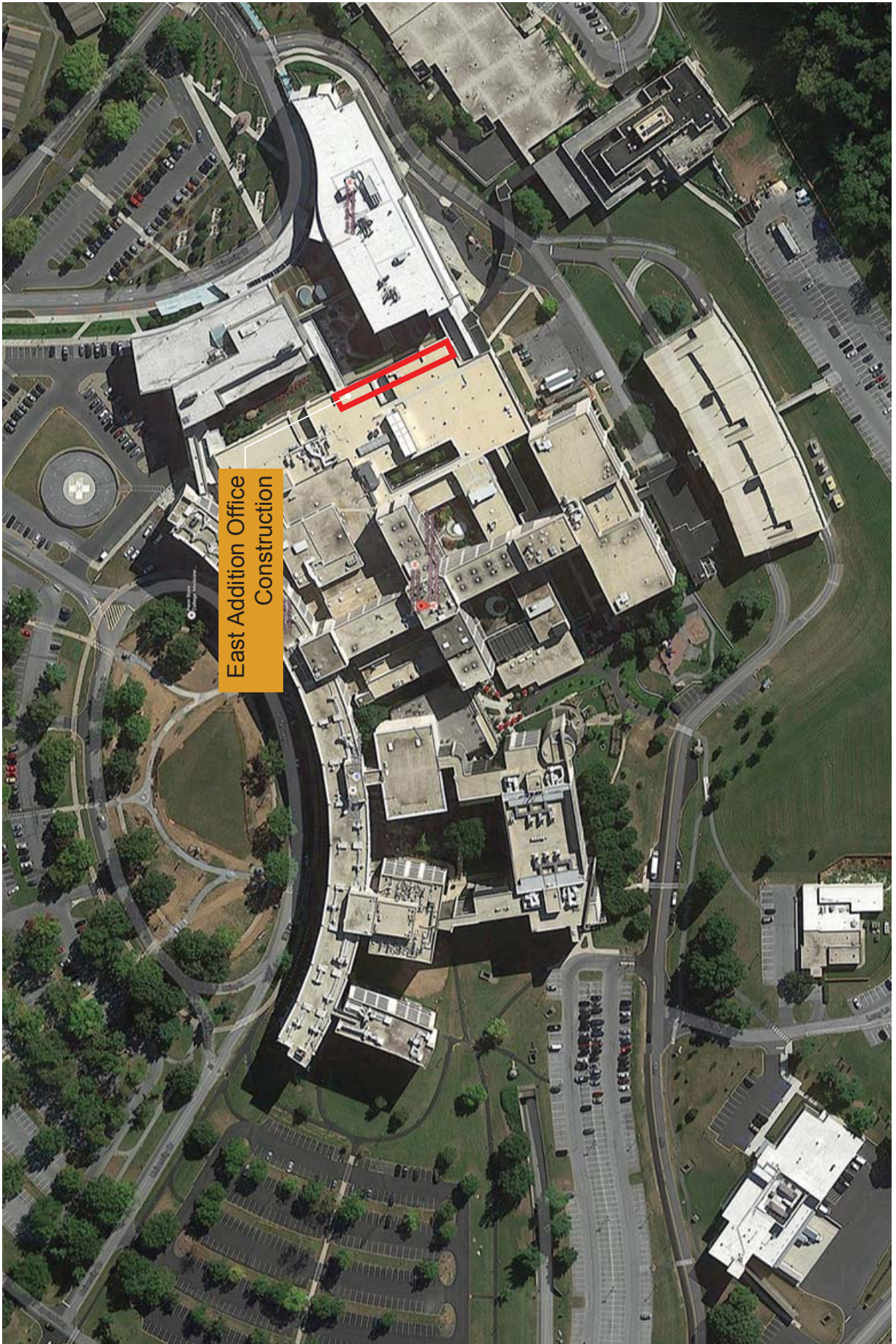
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Nursing Sciences Building Second Floor Lounge

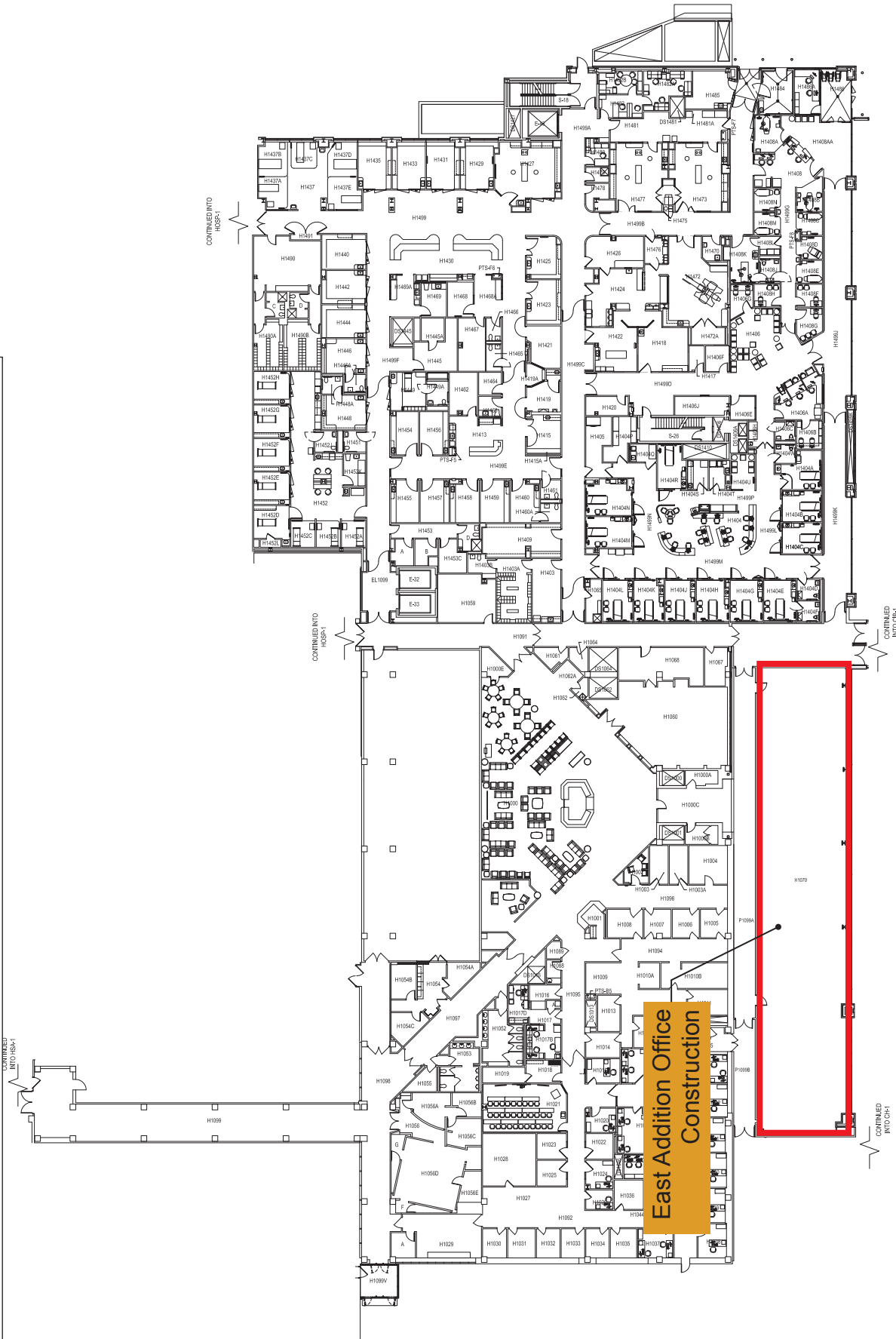
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The Milton S. Hershey Medical Center



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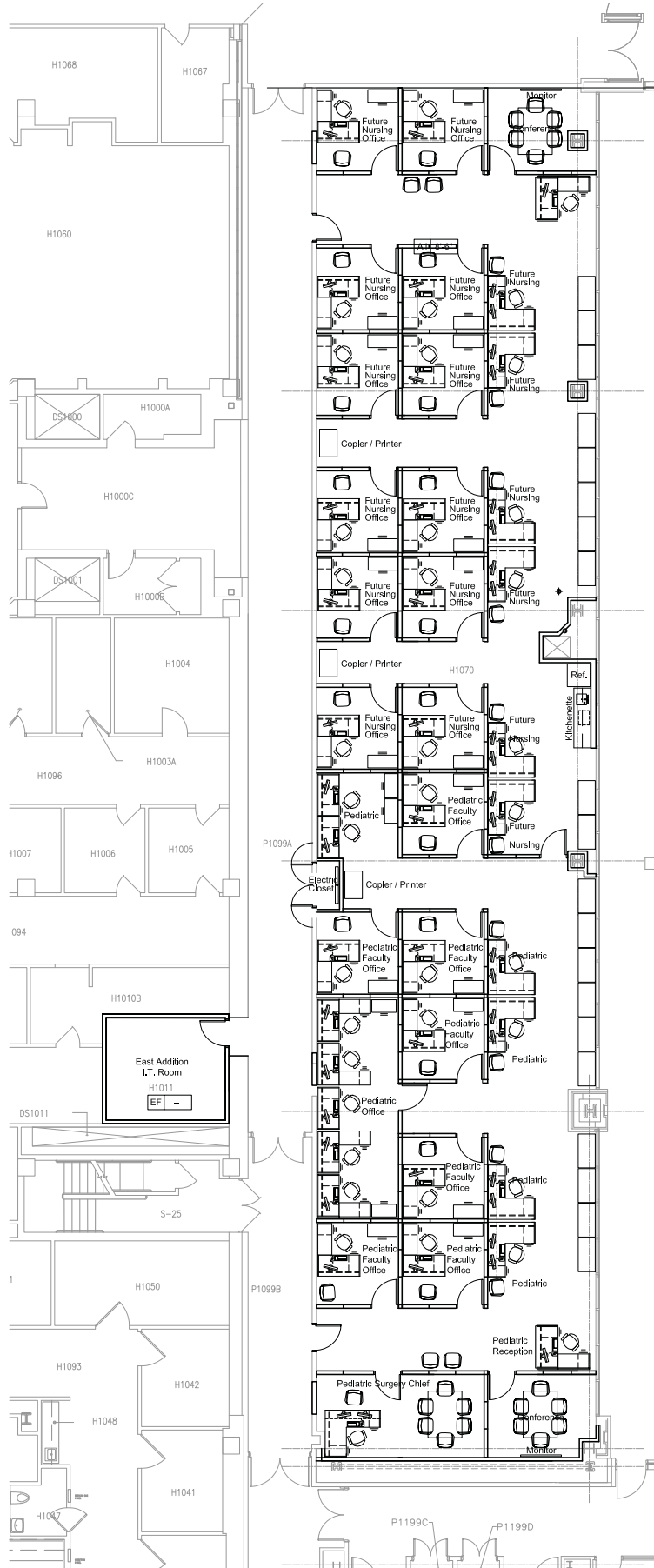
The Milton S. Hershey Medical Center



East Addition Office Construction Area - Existing

East Addition Office Construction

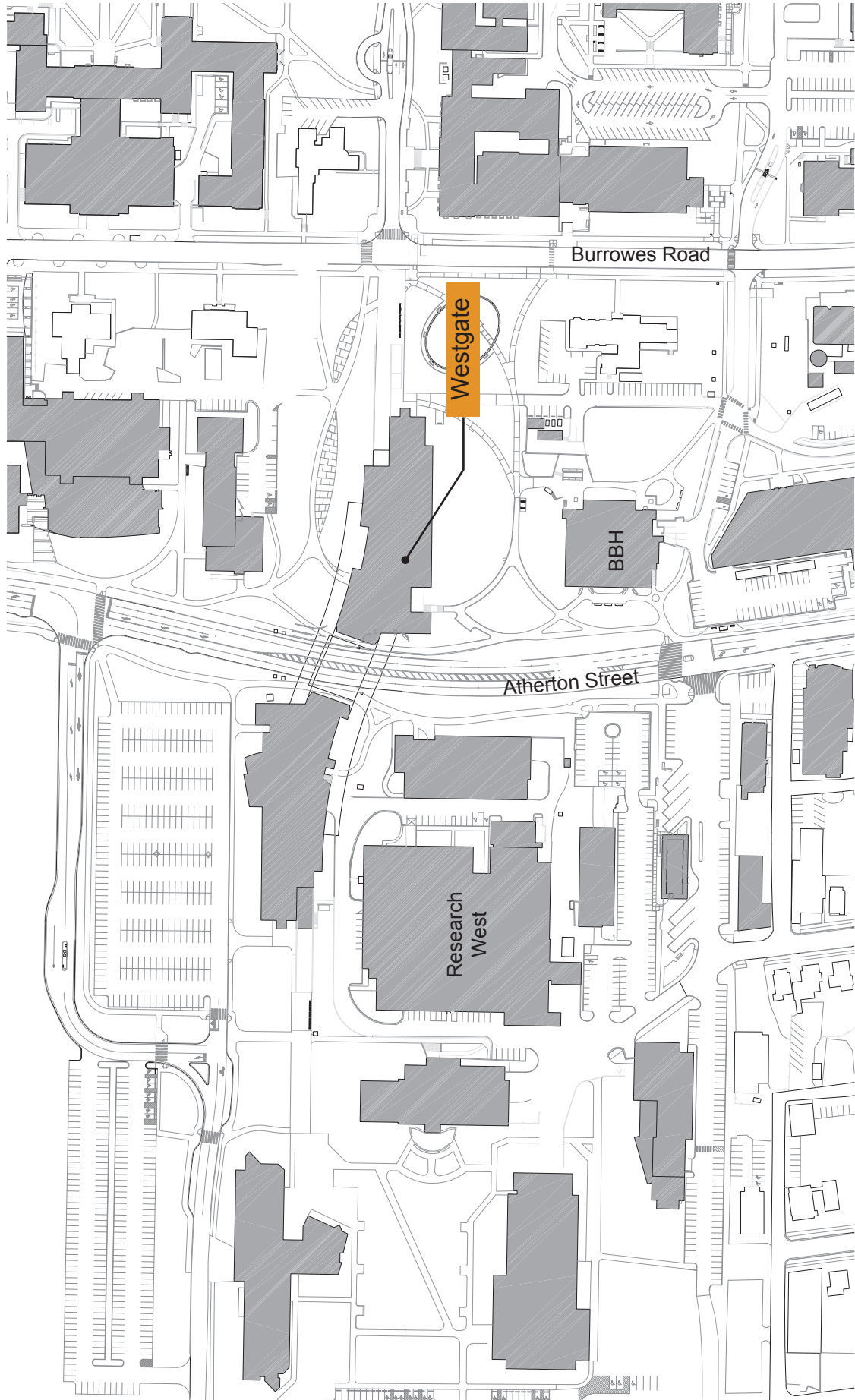
The Milton S. Hershey Medical Center



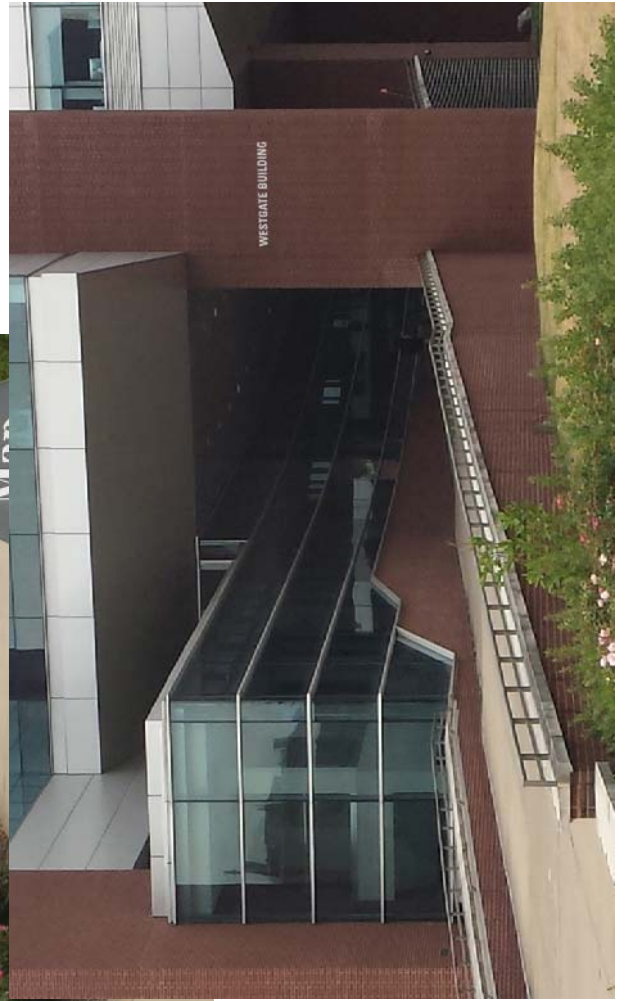
East Addition Office Construction Area - New

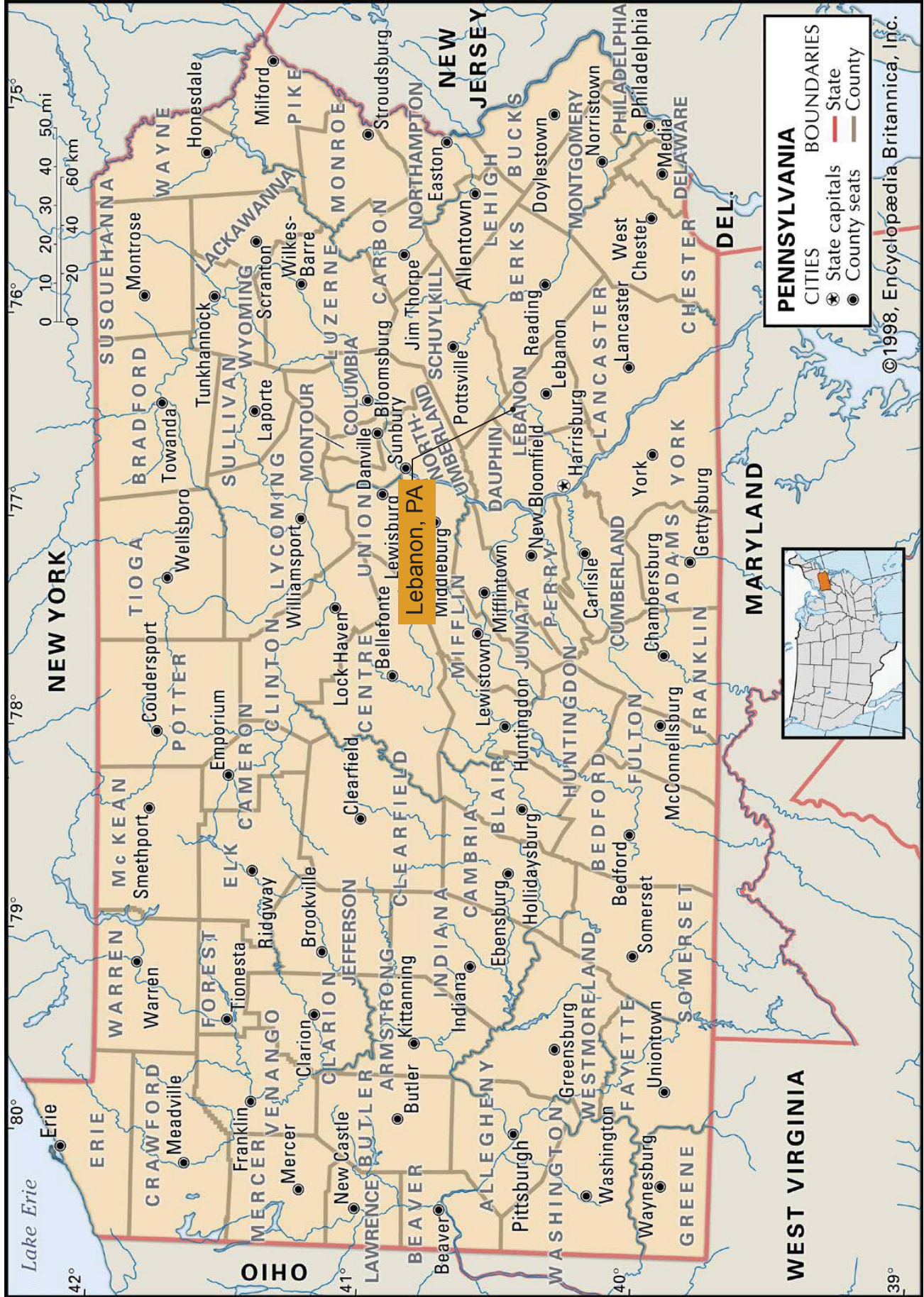
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University Park

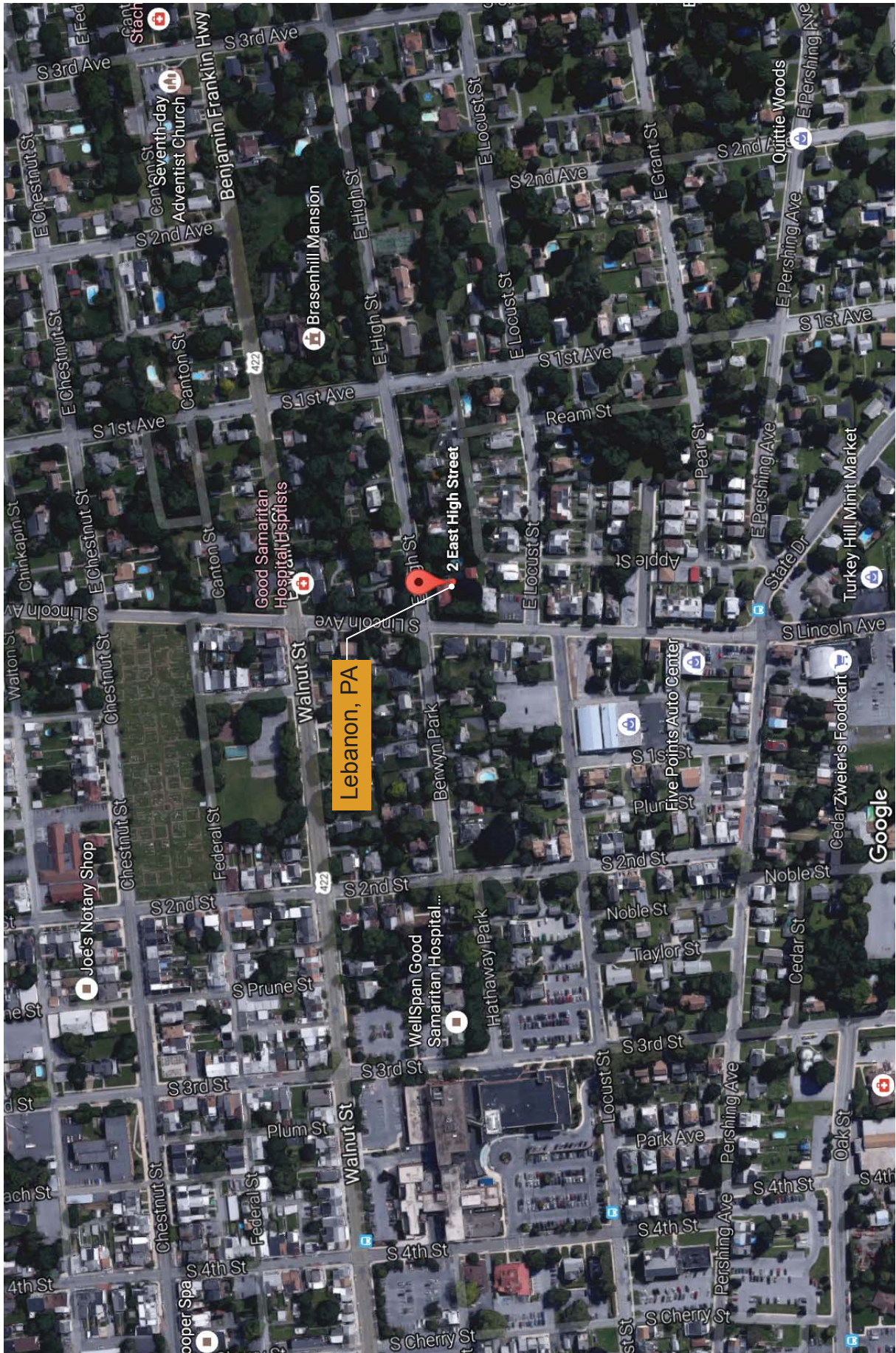


University Park





(Appendix II.6)



(Appendix II.6)



Front



89 of 100

Back

Lebanon, Pennsylvania

STATUS OF MAJOR CONSTRUCTION PROGRAMS AND BORROWING (> \$5 Million)
October 31, 2016

Campus	Project Data			Commonwealth Funding	Gift Amount	BOT Milestones		Construction		Notes
	Project Name	Budget Amount				Arch/Eng Selection	Final Plan Approval	Start Date	Completion Date	
University Park	Agricultural Digester and Dairy Barn Replacement	\$9,500,000	\$0	\$0	07/15	02/17	06/17	07/18	Project in design.	
	Agricultural Engineering Building Renewal	\$44,500,000	\$0	\$0	01/15	05/16	08/16	12/17	Construction is approximately 5% complete.	
	Airport Infrastructure and Site Improvements	\$10,700,000	\$0	\$0	05/15	05/15	06/16	07/17	Construction is approximately 55% complete.	
	Chemical and Biomedical Engineering Building	\$144,000,000	\$0	\$10,000,000	03/15	09/16	09/16	12/18	Construction began in September 2016.	
	East Halls Phase 1a, Earle Hall and Stuart Renovation	\$65,100,000				02/16	03/16	03/18	Construction is approximately 25% complete.	
	East Halls Phase 1b, New Building and McKean & Pennypacker Renovation	\$106,000,000	\$0	\$0	11/14	02/17	03/17	07/18	Project in design.	
	East Halls Phase 1c, Brumbaugh, Tener, and Pinchot Renovation	\$81,300,000				02/18	03/18	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.	
	Findlay Dining Commons Renovation	\$25,100,000	\$0	\$0	09/14	11/15	01/16	12/16	Construction is approximately 85% complete.	
	HR Shared Services Fit-Out	\$8,900,000	\$0	\$0	N/A	09/16	01/17	11/17	Project in design.	
	IM Building Addition Phase III	\$29,340,000	\$0	\$0	03/13	02/16	05/16	08/17	Construction is approximately 15% complete.	
	Lacrosse Facility Upgrades	\$8,400,000	\$0	\$8,400,000	03/15	TBD	TBD	TBD	Project in design.	
	Lasch Football Building Locker/Equipment Room Renovation	\$12,000,000	\$0	\$12,000,000	01/15	11/15	01/16	11/16	Construction is approximately 90% complete.	
	MRL Renovations	\$25,300,000	\$10,760,000	\$0	N/A	09/14	09/14	11/16	Construction is approximately 95% complete.	
	North Halls, Robinson Hall	\$33,500,000	\$0	\$0	09/14	02/16	03/16	07/17	Construction is approximately 20% complete.	
	Rectal Hall and Music I Renovation	\$22,100,000	\$19,000,000	\$0	12/15 (DGS)	05/17	05/17	07/18	Project in design.	
	Recreational Facility Access Modifications	\$7,500,000	\$6,000,000	\$0	N/A	02/16	06/16	01/17	Construction is approximately 40% complete.	
	Research Building West HVAC Renovations	\$7,800,000	\$0	\$0	01/15	09/16	11/16	12/17	Construction to begin in November 2016.	
	Ritenour Student Center	\$6,510,000	\$0	\$4,200,000	N/A	11/15	01/16	11/16	Construction is approximately 90% complete.	
	Tower Road Data Center Whitespace Build-Out	\$8,000,000	\$0	\$0	N/A	09/16	11/16	11/17	Construction to begin in November 2016.	
Transformer Replacement Program	\$11,100,000	\$1,000,000	\$0	N/A	N/A	06/07	07/17	Project program is approximately 92% complete.		
Water Treatment Plant and Distribution System Upgrades	\$62,000,000	\$45,000,000	\$0	01/11	03/15	05/15	03/17	Construction is approximately 75% complete.		
WCSP Steam Turbine Replacement	\$9,200,000	\$0	\$0	01/11	01/13	12/14	02/17	Construction is approximately 90% complete.		
WCSP Steam Production Modifications	\$57,300,000	\$0	\$0	01/11	11/12	02/14	08/18	Construction is approximately 65% complete.		

STATUS OF MAJOR CONSTRUCTION PROGRAMS AND BORROWING (> \$5 Million)
October 31, 2016

Campus	Project Data			BOT Milestones		Construction		Notes	
	Project Name	Budget Amount	Commonwealth Funding	Gift Amount	Arch/Eng Selection	Final Plan Approval	Start Date		Completion Date
Abington	Student Apartment Building	\$50,600,000	\$0	\$0	07/14	12/15	12/15	07/17	Construction is approximately 50% complete.
Altoona	Adler Building Addition and Renewal	\$24,500,000	\$13,710,000	\$0	12/13 (DGS)	11/15	02/16	08/17	Construction is approximately 35% complete.
Brandywine	New Residence Hall	\$31,500,000	\$0	\$0	07/14	12/15	03/16	07/17	Construction is approximately 25% complete.
	Student Union	\$19,600,000	\$0	\$0	07/14	12/15	03/16	07/17	Construction is approximately 35% complete.
Erie	Trippe Hall	\$28,400,000	\$0	\$0	11/15	11/16	12/16	07/18	Project currently being bid.
Hazleton	Kostos Building Renewal	\$15,500,000	\$12,000,000	\$0	10/14 (DGS)	02/16	05/16	10/17	Construction is approximately 25% complete.
Hershey	Combined Heat and Power Plant	\$22,500,000	\$0	\$0	11/15	09/16	11/16	10/18	Construction to begin in November 2016.
	Women's Health Inpatient Renovations, Phase II	\$11,000,000	\$0	\$0	11/15	05/16	08/16	12/17	Construction is approximately 5% complete.

Bold - Completed, Italics - Projected

(Appendix II.7)

FB&CP

Summary of University Long-Term Debt - \$(000) (excluding PCT)	Authorized Borrowing Status - \$(000) (excluding PCT)
Total Bonds, Notes and Capital Leases as of June 30, 2016	Borrowing Authority per September 2013 Board of Trus \$750,000
Bonds, Notes, and Capital Leases Issued Year to Date Fiscal Year 2016/17	Capital Leases, Bonds, & Notes Issued (\$324,997)
Year to Date Principal Payments and Premium Amortizations	Future Capitalized Leases & Other Anticipated Commit (\$5,881)
Total Bonds, Notes and Capital Leases as of October 31, 2016	Estimated Authority Remaining \$419,122

* Related Interest Expense Totals Approximately \$13,135

Penn State Harrisburg

Student Enrichment Center - Final Construction Report



North elevation, facing the campus core



New convenience store in the food service area



Student lounge area and gathering space

- Completion - August 2016
- \$30,000,000 Authorized
- \$30,000,000 Final Cost

SCOPE:

The new 70,000 SF student center features a 390-seat auditorium. The project also includes a food service area with open seating, a convenience store, student lounges, offices to support student activities and offices and meeting rooms for the Counseling and Learning Centers, Career Services, a spiritual center and mechanical space. Funding was from a mix of sources including reserves for capital improvement, an internal loan, operating funds, student facility fees, and Housing and Food Services.

Penn State York

Ruhl Student Center Addition/Renovation - Final Construction Report



South Entrance and new fitness room



New group fitness room



Newly renovated gymnasium

- Completion - September 2016
- \$13,500,000 Authorized
- \$13,500,000 Final Cost

SCOPE:

Approximately 28,000 SF was added to the existing student center and 20,000 SF was renovated. The project included a new multi-purpose activity court and a new group fitness room, offices, a training room, new locker rooms, and support spaces. Minor upgrades to the game room and the existing gymnasium were completed in the renovation. The majority of the funding came from reserves for capital improvement, gifts, and student facility fees.

THE PENNSYLVANIA STATE UNIVERSITY
CONFLICT OF INTEREST DISCLOSURE - FISCAL YEAR 2015-2016
Summary of All Transactions

VENDOR	TOTAL
EVERGREEN FARMS, INC. (Abraham Harpster ≥ 10% Ownership)	\$ 8,390.50
PSRP DEVELOPERS, INC. (Ira Lubert ≥ 10% Ownership)	\$ 858,838.85
RED LINE SPEED SHINE (Paul Silvis ≥ 10% Ownership)	\$ 1,010.00
TOTAL	<u>\$ 868,239.35</u>

THE PENNSYLVANIA STATE UNIVERSITY
CONFLICT OF INTEREST DISCLOSURE - FISCAL YEAR 2015-2016
All Transactions

EVERGREEN FARMS, INC.:	
Research	\$ 8,390.50
TOTAL EVERGREEN FARMS, INC.:	\$ 8,390.50
PSRP DEVELOPERS, INC.:	
Physical Plant	\$ 76,314.87
Physical Plant	\$ 76,314.87
Physical Plant	\$ 76,314.87
Physical Plant	\$ 76,314.87
Physical Plant	\$ 44,108.97
Physical Plant	\$ 43,937.25
Physical Plant	\$ 43,937.25
Physical Plant	\$ 43,937.25
Physical Plant	\$ 26,644.60
Physical Plant	\$ 26,644.60
Physical Plant	\$ 26,644.60
Physical Plant	\$ 26,644.60
Physical Plant	\$ 26,644.60
Physical Plant	\$ 24,840.33
Physical Plant	\$ 24,261.75
Physical Plant	\$ 24,261.75
Physical Plant	\$ 24,261.75
Smeal - College of Business	\$ 19,239.51
Smeal - College of Business	\$ 19,239.51
Smeal - College of Business	\$ 19,239.51
Smeal - College of Business	\$ 19,239.51
Central Finance & Business	\$ 8,675.29
Central Finance & Business	\$ 8,675.29
Central Finance & Business	\$ 8,675.29
Central Finance & Business	\$ 8,675.29
Central Finance & Business	\$ 8,675.29
Central Finance & Business	\$ 8,675.29
Central Finance & Business	\$ 8,675.29
Central Finance & Business	\$ 8,675.29
Central Finance & Business	\$ 8,675.29
Central Finance & Business	\$ 8,675.29
Physical Plant	\$ 578.58
Physical Plant	\$ 318.14
Physical Plant	\$ 171.72
TOTAL PSRP DEVELOPERS, INC.	\$ 858,838.85

(Appendix II.8)

THE PENNSYLVANIA STATE UNIVERSITY
CONFLICT OF INTEREST DISCLOSURE - FISCAL YEAR 2015-2016
All Transactions

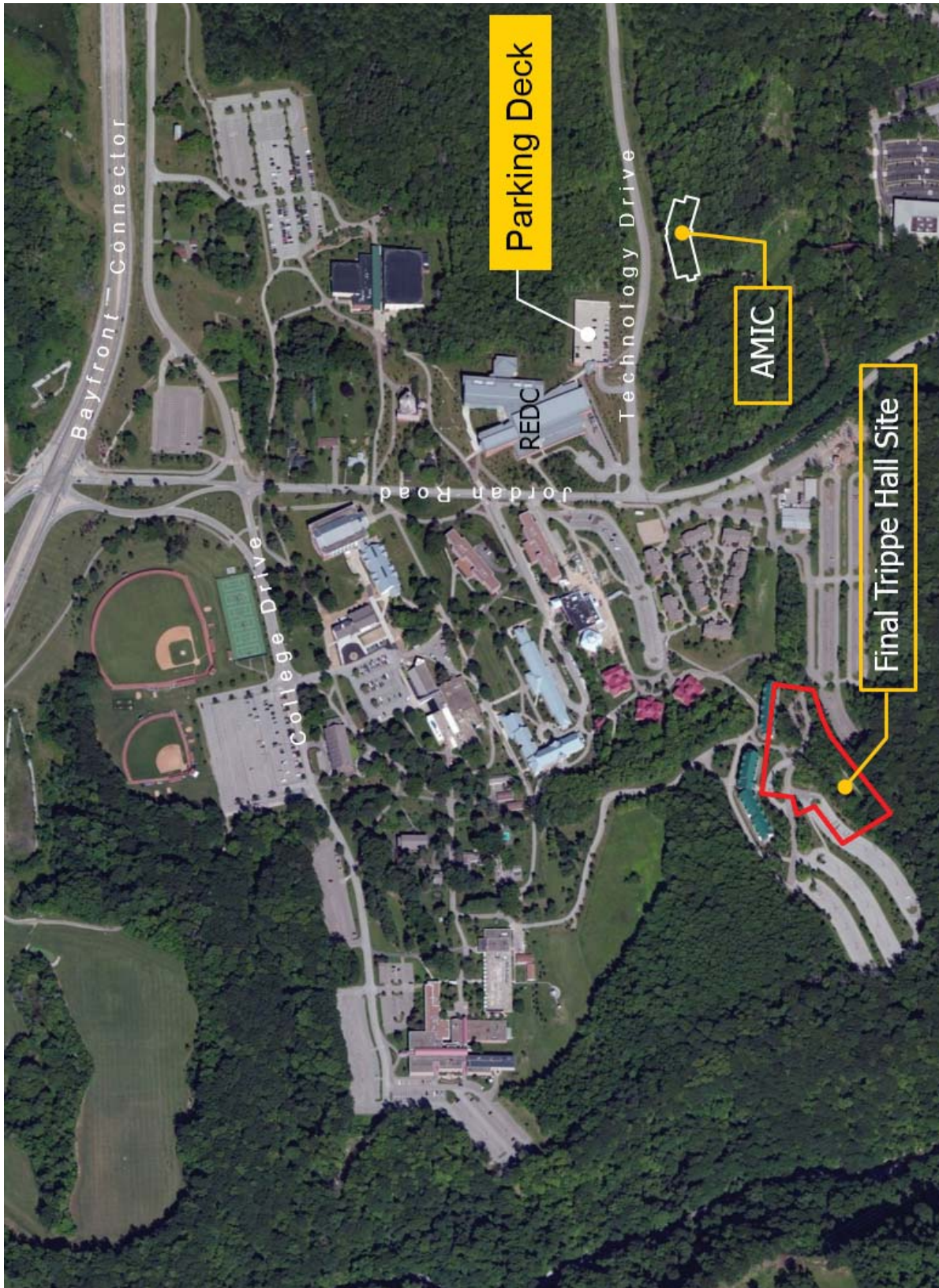
RED LINE SPEED SHINE:	
Penn State Hospitality Services	\$ 575.00
Intercollegiate Athletics	\$ 145.00
Physical Plant	\$ 129.00
Agricultural Sciences	\$ 14.00
Agricultural Sciences	\$ 14.00
Science - Eberly College	\$ 14.00
Agricultural Sciences	\$ 11.00
Agricultural Sciences	\$ 11.00
Agricultural Sciences	\$ 10.00
Agricultural Sciences	\$ 10.00
University Police	\$ 10.00
Agricultural Sciences	\$ 9.00
Agricultural Sciences	\$ 9.00
Agricultural Sciences	\$ 9.00
Agricultural Sciences	\$ 9.00
Agricultural Sciences	\$ 9.00
Earth and Mineral Sciences	\$ 7.00
Agricultural Sciences	\$ 5.00
Science - Eberly College	\$ 5.00
Science - Eberly College	\$ 5.00

TOTAL RED LINE SPEED SHINE	\$ 1,010.00
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GRAND TOTAL:	\$ 868,239.35
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Penn State Behrend



Penn State Behrend

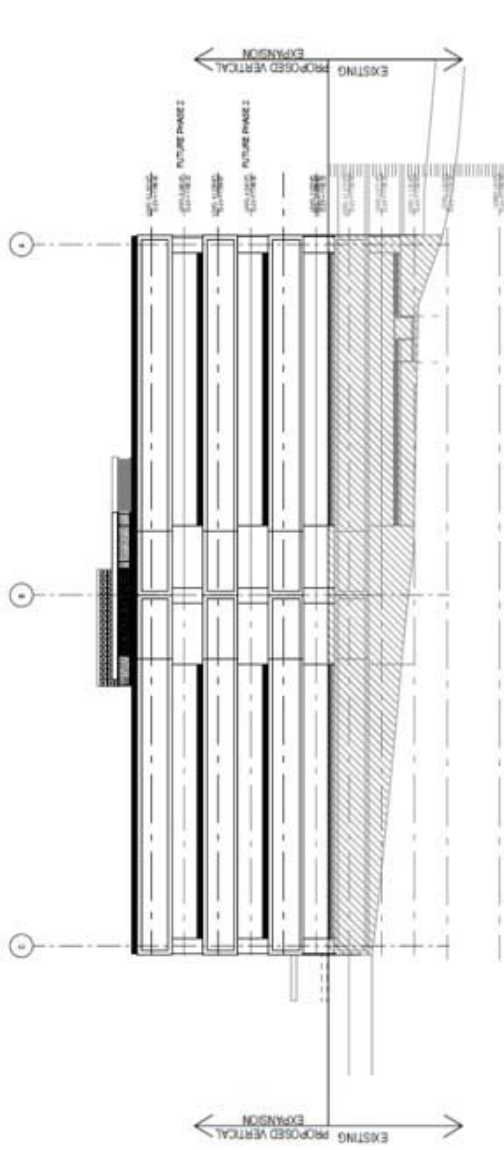
The site plan shows the Burke REDC Building and an existing building. Jordan Road is to the west and Technology Drive is to the east. A Parking Deck is located between the buildings. A north arrow is in the top right corner.

- Weber Murphy Fox of Erie, PA designed existing garage in 2006
- Original design planned for future expansion
- 190-spaces for students
- Request approval to appoint WMF to design the expansion

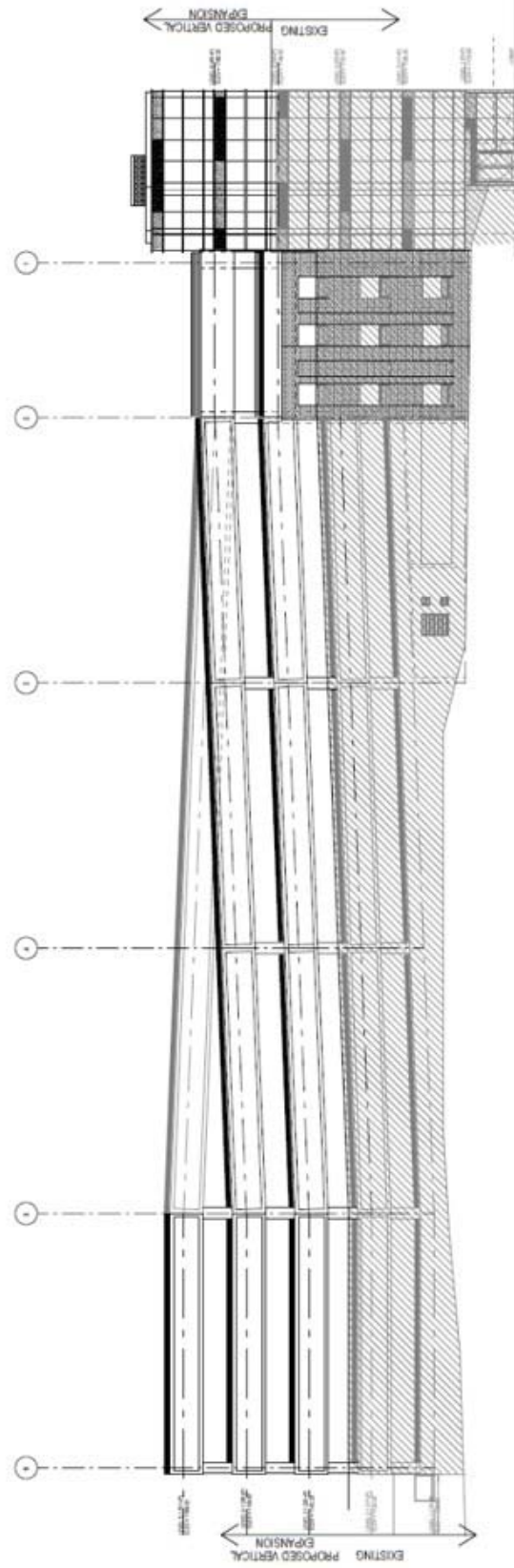
Labels on the plan include: Jordan Road, Burke REDC Building, Technology Drive, and Parking Deck.

Photographs show the interior of a garage with a blue sign with the number '2' and a yellow arrow pointing right. Another photo shows the exterior of a modern building with a glass facade. A third photo shows an existing brick building with a glass facade, labeled 'Existing'.

Penn State Behrend



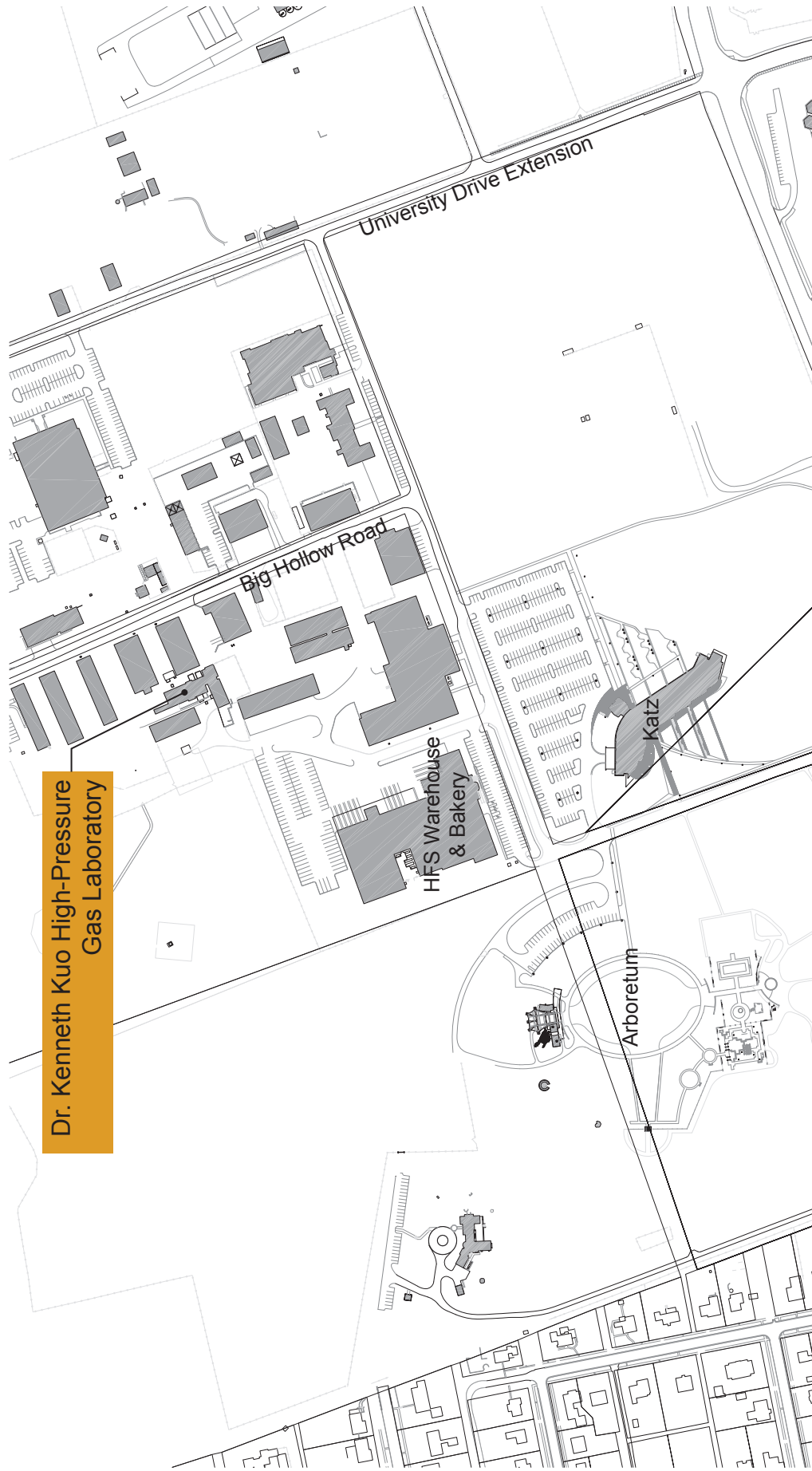
C3 EAST ELEVATION - FUTURE PHASE 2 LEVEL 4 AND LEVEL 5



A1 NORTH ELEVATION - FUTURE PHASE 2 LEVEL 4 AND LEVEL 5

EXTERIOR ELEVATIONS

University Park



Dr. Kenneth Kuo High-Pressure Gas Laboratory

Recommended Monthly Graduate Apartment 2017/18 Rates

	2016/17 Rate	Operating Increase	Capital Assessment	2017/18 Proposed Rate	Amount of Increase
1 Bedroom	\$1,100	\$10	\$15	\$1,125	\$25
2 Bedroom	\$1,250	\$10	\$15	\$1,275	\$25
3 Bedroom	\$1,400	\$12	\$18	\$1,430	\$30
3 Bedroom w 1.5 baths	\$1,415	\$12	\$18	\$1,445	\$30
Quad Apartment	\$880 <i>per person</i>	\$10	\$15	\$905 <i>per person</i>	\$25

DRAFT DATED OCTOBER 10, 2016
REFLECTS CHANGES APPROVED BY COMMITTEE ON GOVERNANCE AND
LONG-RANGE PLANNING

Table of Contents
Standing Orders of the Board of Trustees

		Page
ORDER I.	PROCEDURES FOR THE ELECTION OF TRUSTEES BY ALUMNI	1
ORDER II.	PROCEDURES FOR THE ELECTION OF BUSINESS AND INDUSTRY TRUSTEES	2
ORDER III.	PROCEDURES FOR THE ELECTION OF TRUSTEES BY AGRICULTURAL DELEGATES	3
ORDER IV.	PROCEDURES FOR THE ELECTION OF THE STUDENT TRUSTEE	3
ORDER V.	PROCEDURES FOR THE ELECTION OF THE ACADEMIC TRUSTEE.....	3
ORDER VI	PROCEDURES FOR THE ELECTION OF AT-LARGE TRUSTEES	
ORDER VII.	RULES AND REGULATIONS FOR THE CONDUCT OF PUBLIC MEETINGS OF THE BOARD OF TRUSTEES, ITS STANDING COMMITTEES AND ITS SPECIAL COMMITTEES	4
ORDER VIII.	GOVERNANCE OF THE UNIVERSITY	11
ORDER IX.	TRUSTEES EMERITI.....	14

STANDING ORDERS OF THE BOARD OF TRUSTEES**ORDER I. PROCEDURES FOR THE ELECTION OF TRUSTEES BY ALUMNI (see also *the Charter*)**

- (1) Date of Election. Elections for alumni members of the Board of Trustees shall be held each year on the day preceding the annual Commencement, under the direction of two judges annually appointed for that purpose by the Chair of the Board of Trustees, and may be held either in connection with the Delegate Convention for the election of other members of the Board, or at such other hour of the same day, and such other place, as the Chair of the Board of Trustees may from time to time direct.
- (2) Nominations. The Secretary of the Board of Trustees, or such other officer as may be from time to time designated by the Chair of the Board of Trustees, shall send to each qualified elector, as established in the Charter, whose email address is known a notice stating the date at which the next election will be held and the names of alumni trustees whose terms will expire by law on the thirtieth day of June next following. Such notice shall be sent each year not less than ninety days preceding the date on which such election is to be held, and shall invite nominations for vacancies then to occur. All persons who are nominated by as many as 250 electors shall be announced as soon as practical after the tenth day of April each year in a circular sent to all electors, with a form of ballot.
- (3) Form of Ballot. Only the official nominating and voting ballots may be used to nominate and vote for candidates.
- (4) Position on Ballot. Immediately after the last day fixed for depositing ballots to nominate candidates for alumni trustee, the Chair of the Board of Trustees shall fix a day and hour for casting lots for the position of names upon the election ballots. The Secretary of the Board of Trustees shall give at least three days' notice of said date and hour to all candidates nominated. Any candidate may appear in person or by a representative duly authorized in writing. In the event that any candidate is not present in person or by duly authorized representative at the time of casting of lots, it shall be the duty of the Secretary to appoint some person to represent such absentee. After said lots are cast, the Secretary shall accordingly establish the order in which the names of said candidates are to appear on the election ballot.
- (5) Designation of Incumbents. Incumbents shall not be identified as such on election ballots, but biographical sketches shall identify incumbents with an asterisk.
- (6) Position in Booklet of Biographical Sketches. Candidates' names shall be in alphabetical order in any publication of biographical sketches.
- (7) Duplicate Ballots. A duplicate ballot may be issued to a voter only on a written or personal application to the Secretary of the Board of Trustees stating that the original ballot has been lost, mutilated, or destroyed.

- (8) Deadline for Receipt of Nominations. Ballots for the nomination of alumni trustees must be received at the office of the Secretary of the Board of Trustees before 5:00 p.m., February 25.
- (9) Candidate May Withdraw Name. Each candidate nominated shall be given the privilege of withdrawing his/her name.
- (10) Election Returns. All ballots for alumni trustees returned to the proper official in response to said circular and received by him/her on or before the day of election shall be safely kept by him/her, and by him/her delivered at the time and place of election to the two judges selected by the Chair of the Board of Trustees and shall by them be counted as cast at that time and place. Said judges shall make return to the Board of Trustees of the persons for whom ballots have been cast, either by letter or by electors in person, with the number of votes for each person; and the Board of Trustees shall thereupon determine and declare what persons have been elected to fill the vacancies aforesaid. A plurality of votes only shall be required to elect and, in case of an equality of votes between two or more candidates, the person or persons who shall hold said office or offices of trustee shall be designated by ballot of the Board of Trustees.
- (11) Announcement of Results. The names of the winning candidates in the election shall be given publicity in the public press. The names of all candidates and the number of votes received by each shall be made available for publication.
- (12) Electronic Notices and Voting. In order to be good stewards of the limited financial resources of the University, electronic mail may be used to communicate any required notices or other correspondence under this Order I and an electronic balloting and voting process may be used so long as reasonable accommodations are made to permit any qualified elector without access to electronic mail to participate in the election.

ORDER II. PROCEDURES FOR THE ELECTION OF BUSINESS AND INDUSTRY TRUSTEES (see also *the Charter and the Bylaws*)

The Selection Group on Board Membership for Business and Industry Trustees shall be composed of five seated Trustees (three Trustees representing business and industry endeavors excepting those standing for reelection; and two trustees from among those elected by the alumni, elected by agricultural associations, or appointed by the Governor). The Selection Group, the membership of which shall be disclosed to the Board of Trustees, shall be appointed annually in July by the Chair of the Board of Trustees for the purpose of recommending, in accordance with guidelines established by the Board of Trustees from time to time, two candidates for membership on the Board of Trustees representing business and industry endeavors. The names and qualifications of the candidates shall be submitted for confirmation by the Board of Trustees (for approval or rejection of recommended candidates only).

The Office of the Board of Trustees shall annually announce to the full Board the opportunity to nominate candidates for consideration by the Selection Group, and shall afford the full Board at

least thirty days to submit such nominations in advance of the Selection Group's deliberations. In addition to nominations received from individual trustees, the Selection Group may cultivate additional candidates, including persons nominated in previous years for membership on the Board as a representative of business and industry. The Selection Group and any trustee submitting a nomination shall treat as confidential the identity of nominees. The Selection Group's efforts to develop business and industry candidates may continue through the end of the month of June following the year of its appointment.

The Board of Trustees shall publicly report the number (but not the names) of candidates considered by the Selection Group.

The election of trustees representing business and industry endeavors shall be held at the May meeting of the Board of Trustees.

ORDER III. PROCEDURES FOR THE ELECTION OF TRUSTEES BY AGRICULTURAL DELEGATES (*see also the Charter and the Bylaws*)

The Charter of the Board of Trustees of The Pennsylvania State University provides for the election of six trustees who represent the organized agricultural societies or associations in the Commonwealth ("Agricultural Organizations").

- (1) Date of Election. Election for two members of the Board of Trustees representing agricultural interests shall be held each year on the Thursday prior to the day for the annual Spring Commencement, under the direction of two judges annually appointed for that purpose by the Chair of the Board of Trustees.
- (2) Delegates. Agricultural Organizations are not entitled to send delegates to participate in the election of Trustees unless they have at least fifteen (15) members in good standing and have been organized and in existence at least twelve (12) months preceding the election, and have duly notified the Secretary of the Board of Trustees of this fact at least sixty days prior to the election. Each Agricultural Organization is invited to send up to three delegates to participate in the election; provided, however, that if an Agricultural Organization has more than fifteen (15) members in good standing in more than one county, such Agricultural Organization may send up to three delegates from each such county and provided, further that the maximum number of delegates that may be sent by any Agricultural Organization to participate in the election shall be nine (9). Each Delegate must be a member of the Agricultural Organization that he or she represents. Employees of The Pennsylvania State University are not permitted to serve as delegates. The secretary or another authorized officer of each Agricultural Organization shall provide proof to the Secretary of the Board of Trustees, in form and substance satisfactory to the Secretary of the Board of Trustees, of the authority and eligibility of each delegate sent by such Agricultural Organization to participate in the election. No proxies are permitted.
- (3) Candidates. Each Candidate must be an active member of an Agricultural Organization. Individual candidates are invited to notify the Secretary of the Board

of Trustees by February 25 of each year. The names of the candidates (along with a biographical sketch and position statement for each candidate, the agenda for the meeting, and the governance provisions for the election) will be distributed to the secretaries or other authorized officers of each Agricultural Organization whose contact information is on file with the Secretary of the Board of Trustees in advance of the election in order to better inform Agricultural Organization delegates.

- (4) Nominations. Nominations will be required for all trustee candidates on the day of the election. Nominations of additional candidates not included in the election mailing are also permitted.
- (5) Registration. The names of the delegates representing each Agricultural Organization must be provided by the secretary or another authorized officer of such Agricultural Organization to the Secretary of the Board of Trustees, in a form approved by the Secretary of the Board of Trustees, at least 30 days prior to the election. An Agricultural Organization may amend its submission after that time but in no event shall changes be accepted if received by the Secretary of the Board of Trustees after 4:00 p.m. on the Monday prior to the election. Delegates must present a valid Pennsylvania driver's license or some other form of photo identification acceptable to the Secretary of the Board of Trustees in order to participate in the election, and may be registered as a delegate of only one Agricultural Organization and in only one county.
- (6) Eligibility and Voting. Only those delegates in attendance and duly registered are permitted to participate in the election and voting. The following provisions also apply:
 - (i) Each county is permitted a maximum of three votes for the candidates.
 - (ii) If a county is represented by more than three delegates, a caucus is required to determine the three from their number who will represent the county.
 - (iii) If fewer than three delegates represent a county, the county is permitted only as many votes as there are delegates.
 - (iv) Each voter must vote for two nominated candidates. Any ballot indicating a vote for a single candidate shall not be counted.
- (7) Announcement of Results. The names of the winning candidates in the election shall be given publicity in the public press. The names of all candidates and the number of votes received by each shall be made available for publication.

ORDER IV. PROCEDURES FOR THE ELECTION OF THE STUDENT TRUSTEE (*see also the Charter and the Bylaws*)

- (1) The Selection Group on Board Membership for the Student Trustee shall be composed of eleven members (the incumbent Student Trustee, the President of the University Park Undergraduate Association, the President of the Graduate and Professional Student Association, the President of the Council of Commonwealth Student Governments and the Vice President of the University Park Undergraduate Association or the Council of Commonwealth Student Governments, as appropriate, then serving on a committee of the Board of Trustees (the “Core Committee”) plus six at-large undergraduate, graduate or professional student members selected by the Core Committee. The Selection Group shall recommend, in accordance with guidelines established by the Selection Group and approved by the Committee on Governance and Long Range Planning of the Board of Trustees from time to time, a preferred candidate for membership on the Board of Trustees representing the student body of the University.¹
- (2) Three trustees to be appointed by the Chair of the Board of Trustees (including the incumbent Student Trustee) shall interview the preferred candidate (and, if necessary, any alternate candidates) and shall forward the recommended candidate’s name to the Committee on Governance and Long Range Planning of the Board of Trustees, which shall make a recommendation to the Board of Trustees.
- (3) The name and qualifications of the candidate recommended by the Committee on Governance and Long Range Planning shall be submitted for confirmation by the Board of Trustees (for approval or rejection of the recommended candidate only). It is expected that the Committee on Governance and Long Range Planning would recommend, and the Board of Trustees would approve, the candidate recommended by the Selection Group unless issues with the recommended candidate’s background check, student conduct issues, academic standing issues or other issues arise or exist that in the opinion of the Board of Trustees would make the preferred candidate unsuitable for service on the Board of Trustees. The Selection Group shall treat as confidential the identities of all candidates.
- (4) The election of the Student Trustee shall be held at the May meeting of the Board of Trustees.

ORDER V. PROCEDURES FOR THE ELECTION OF THE ACADEMIC TRUSTEE
(see also the Charter and the Bylaws)

- (1) The University Faculty Senate shall recommend, in accordance with procedures and guidelines established by the Faculty Senate and approved by the Committee on Governance and Long Range Planning of the Board of Trustees from time to

¹ The Guidelines to be adopted will provide that the Selection Group would identify a preferred candidate and two ranked candidates.

time, a preferred candidate for membership on the Board of Trustees representing the faculty of the University.²

- (2) Three trustees to be appointed by the Chair of the Board of Trustees shall interview the preferred candidate (and, if necessary, the alternate candidates) and shall forward the recommended candidate's name to the Committee on Governance and Long Range Planning of the Board of Trustees, which shall make a recommendation to the Board of Trustees.
- (3) The name and qualifications of the candidate recommended by the Committee on Governance and Long Range Planning shall be submitted for confirmation by the Board of Trustees (for approval or rejection of the recommended candidate only). It is expected that the Committee on Governance and Long Range Planning would recommend, and the Board of Trustees would approve, the candidate recommended by the Faculty Senate unless issues with the recommended candidate's background check or other issues arise or exist that in the opinion of the Board of Trustees would make the preferred candidate unsuitable for service on the Board of Trustees. The Faculty Senate shall treat as confidential the identities of all candidates.
- (4) The election of the Academic Trustee shall be held at the May meeting of the Board of Trustees.

ORDER VI. PROCEDURES FOR THE ELECTION OF AT-LARGE TRUSTEES (see also *the Charter and the Bylaws*)

The Selection Group on Board Membership for At-Large Trustees shall be composed of five seated Trustees (one Trustee elected by the alumni, one Trustee representing business and industry endeavors, one Trustee elected by agricultural associations, one Trustee appointed by the Governor, and one Trustee from among the group of the Student Trustee, the Academic Trustee, the Trustee serving ex officio by virtue of his or her past presidency of the Penn State Alumni Association and the At-Large Trustees, if any). The Selection Group, the membership of which shall be disclosed to the Board of Trustees, shall be appointed annually in July by the Chair of the Board of Trustees for the purpose of recommending, in accordance with guidelines established by the Board of Trustees from time to time, a candidate for at-large membership on the Board of Trustees. The name and qualifications of the candidate shall be submitted for confirmation by the Board of Trustees (for approval or rejection of recommended candidate only).

The Office of the Board of Trustees shall annually announce to the full Board the opportunity to nominate candidates for consideration by the Selection Group, and shall afford the full Board at least thirty days to submit such nominations in advance of the Selection Group's deliberations. In addition to nominations received from individual trustees, the Selection Group may cultivate additional candidates, including persons nominated in previous years for membership on the Board. The Selection Group and any trustee submitting a nomination shall treat as confidential

² The Guidelines to be adopted will provide that the Faculty Senate would identify a preferred candidate and two ranked candidates.

the identity of nominees. The Selection Group's efforts to develop trustee candidates may continue through the end of the year of its appointment.

The Board of Trustees shall publicly report the number (but not the names) of candidates considered by the Selection Group.

The election of at-large trustees shall be held at the May meeting of the Board of Trustees.

ORDER VII. RULES AND REGULATIONS FOR THE CONDUCT OF PUBLIC MEETINGS OF THE BOARD OF TRUSTEES, ITS STANDING COMMITTEES AND ITS SPECIAL COMMITTEES

- (1) Meetings Open to the Public. A meeting of the Board of Trustees, its Executive Committee, its Standing Committees, and its Special Committees shall be open to the public as required by applicable law.
- (2) Annual Public Notice of All Meetings. Public notice of the date, time, and place of all regularly scheduled meetings of the Board of Trustees, its Executive Committee, its Standing Committees, and its Special Committees for the calendar year shall be published annually in all daily newspapers of general circulation published in Centre County, and in at least one daily newspaper of general circulation in Pennsylvania. Such notice for meetings at locations other than University Park shall be published in a daily newspaper of general circulation in the political subdivision in which such meetings are to be held. Notice of all regularly scheduled meetings shall also be posted on the University's website at the same time as such notice is published in the newspaper.
- (3) Public Notice of Individual Meetings. Public notice of the date, time, and place of each regular meeting shall be given and published in the daily newspapers of general circulation as indicated above, at least three days prior to the time of each regularly scheduled meeting, and at least twenty-four hours prior to the time of the meeting in the case of special or rescheduled meetings. This provision shall not apply in case of a meeting called to deal with an emergency involving a clear and present danger to life or property. Notice of all special meetings shall also be posted on the University's website at the same time as such notice is published in the newspaper.
- (4) Posting of Notices. Public notice of all meetings of the Board of Trustees, its Executive Committee, its Standing Committees, and its Special Committees shall be posted at the offices of the Secretary of the Board of Trustees at University Park, Pennsylvania.
- (5) News Media Notices. Notice of the date, time, and place of meetings shall be furnished on request to any newspaper publishing in the political subdivision in which the meeting will be held and to any radio and television station which regularly broadcasts into the political subdivision (Centre County in the case of meetings at University Park).

- (6) Notice to Others. Notice of meetings shall also be furnished to anyone providing a stamped, self-addressed envelope prior to the meeting.
- (7) Meeting Room. Except for telephonic meetings, meetings of the Board of Trustees, its Executive Committee, its Standing Committees, and its Special Committees shall be held in a room large enough to accommodate the members of the Board of Trustees, officers of the University, and invited guests. Space shall also be available for up to twenty-five visitors, including representatives of the news media, on a first-come, first-served basis. The room will be opened one-half hour prior to the starting time of the meeting.
- (8) Arrangements for News Media Area and Press Conferences. An area in the meeting room shall be designated by the University for use by the press and other news media, subject to such rules and regulations as the University may adopt. To further facilitate communications between the Board and the public, the Chair of the Board of Trustees and/or the President of the University shall hold press conferences as necessary following meetings of the Board of Trustees.
- (9) Visitors to the Meetings. Visitors to the meetings, including representatives of the news media, shall be present as observers, and not as participants. Any form of participation including speaking, the presentation of petitions, and the display of banners, posters, and other forms of signs is prohibited. This rule does not apply to guests invited by the Chair of the Board of Trustees or the President of the University.
 - (a) The Chair of the Board of Trustees or the President of the University shall be authorized to invite non-voting faculty representatives, non-voting student representatives or other constituent representatives to attend and participate in the meetings of standing committees, subcommittees and of special committees, except executive sessions. The representatives shall be selected by the Chair of the Board of Trustees in such manner as he/she deems appropriate.
 - (b) The Board of Trustees welcomes the opportunity for expression of public views on issues before the Board. To accommodate such expression the Board shall reserve a portion of its regular meeting for individuals who wish to address the Board. All persons wishing to speak must preregister by completing a Request to Address form and submit it to the Office of the Secretary of the Board of Trustees no later than 48 hours before the start of the meeting (typically, Wednesday, at 1:30 p.m., 48 hours before Friday meeting at 1:30 p.m.). The Secretary of the Board of Trustees will review this request and notify the person making the request whether he/she may give public comment at the next meeting. The Board will allow up to thirty minutes for public comment/questions per meeting. An individual speaker will be permitted up to three minutes for a presentation. This will be strictly adhered to with assistance of a timekeeper. Thus, a maximum of ten speakers will be scheduled for each Board meeting.

When the number of requests to address the Board of Trustees at a given session exceeds the time available, requests will be approved based on the date the written request was received by the Secretary of the Board. In addition, preference will be given to subject matters that relate to the agenda for the relevant Board meeting and to avoid repetitiveness. Finally, the Board will not hear presentations or entertain questions on the following topics: issues under negotiation as part of the University's collective bargaining process; the employment status of any specific individual; statements concerning the private activities, lifestyles or beliefs of individuals employed by or associated with the University; grievances of individual students or employees; proposals or bids for contracts; or pending or threatened litigation involving the University.

The Chair of the Board of Trustees shall have the authority to modify the provisions of this subsection (b) in his or her discretion to permit additional speakers, extend the public comment session and to make such other accommodations as may be necessary or advisable in his or her opinion to achieve the purposes of the public comment period.

- (10) Photographic and Recording Equipment. Visitors to the meeting, including representatives of the news media, shall be allowed to use battery-operated audio tape recorders, television cameras and photographic equipment subject to the following regulations:
- (a) A designated area in the meeting room shall be used by all visitors to the meeting using television cameras or photographic equipment.
 - (b) Television cameras and related equipment shall be allowed entry into the meeting room for set up purposes during the one-half hour period prior to the starting time of the morning and afternoon meetings. Television cameras and related equipment shall not be allowed entry into the meeting room after the starting time of the meeting, except during the course of a meeting recess, in which event entry will be permitted.
 - (c) Television cameras and photographic equipment shall be required to use available light during the meeting. Artificial lighting and flashes shall not be used during the meeting.
 - (d) No voice-over broadcasting shall be permitted during the meeting.
- (11) Procedures for Committee Meetings and Board Meetings. In conducting the business of the Board of Trustees, its Standing Committees, and its Special Committees, the procedures for the meetings of the Standing Committees and the Special Committees shall provide for full discussion of both information and action items. Following discussion of action items, Standing Committees will vote to recommend an action to the Board of Trustees. Special committees recommend action to Standing Committees. The Board of Trustees meeting will be devoted

primarily to (a) taking formal action on committee recommendations as a block, with Board members having the opportunity to raise questions concerning any of the recommended action items and to call for a separate vote on a given item; (b) considering and acting upon matters which have not come to the Board through a Standing Committee; and (c) receiving the report of the President of the University. The vote of each member of the Board or of a committee on any resolution, rule, order, regulation, ordinance or the setting of official policy must be publicly cast and, in the case of a roll call vote, recorded. From time to time, the Board of Trustees, executive committee, standing committees and subcommittees may hold conferences, which need not be open to the public, for the purposes of providing training and information to Trustees on matters directly related to their official responsibilities; provided, however, that no “deliberations” (as defined in the Pennsylvania Sunshine Law) of University business may occur at a conference.

- (12) Agenda for the Meetings. The agenda and supporting material for the meetings of the Board of Trustees, its Executive Committee, its Standing Committees, and its Special Committees shall be available to the public (both in hard copy at the meeting and online) at the time of the meetings. In addition to making available to the public at the time of the meeting the agenda and supporting material, the University will make available five days in advance of the meeting an agenda of items to be considered with a note that the agenda of items is subject to change without notice prior to the meeting.
- (13) Executive Sessions. The Board of Trustees, its Executive Committee, its Standing Committees, and its Special Committees may hold an executive session as permitted by applicable law. Attendance at executive sessions shall be limited to voting members of the Board of Trustees, its Executive Committee, its Standing Committees and its Special Committees, as the case may be, unless the presiding officer of the Board or of such Executive Committee, Standing Committee or Special Committee otherwise directs.
- (14) Maintaining Order. The presiding officer at public meetings of the Board of Trustees, its Executive Committee, its Standing Committees, and its Special Committees shall have the authority to maintain order during the public meeting. Any person who, in the opinion of the presiding officer, prevents, disturbs, or interrupts a public meeting may be requested to leave the public meeting, and, upon failure to comply, may be subject to forcible removal and/or arrest for violation of applicable law.
- (15) Minutes of Public Meetings. The minutes of public meetings of the Board of Trustees, its Executive Committee, its Standing Committees, and its Special Committees shall be available for inspection and copying during regular business hours at the office of the Secretary of the Board of Trustees. A copy of minutes of public meetings shall be available to a member of the public upon payment of the reasonable cost of reproduction.

- (16) Revisions in the Rules and Regulations for Public Meetings. The Board of Trustees will periodically review the Rules and Regulations for the Conduct of Public Meetings and make such revisions as experience indicates are appropriate and desirable.

ORDER VIII. GOVERNANCE OF THE UNIVERSITY

(1) Role of the Board of Trustees in University Governance

- (a) Guiding Policies. In the exercise of its responsibilities, the Board of Trustees shall be guided by the following policies:
- (i) Delegation of authority. As set forth in the Bylaws, the authority for day-to-day management and control of the University, and the establishment of policies and procedures for the educational program and other operations of the University, is delegated to the President of the University, and by him or her either by delegation to or consultation with the faculty and the student body in accordance with a general directive of the Board of Trustees.
 - (ii) Advisor to the President. It is the duty of the Board of Trustees to advise the President on any University matter.
- (b) Responsibility to Inform the Citizens of Pennsylvania. The Board of Trustees shall inform the citizens of the Commonwealth of Pennsylvania of the University's performance of its role in the education of the youth of Pennsylvania.
- (c) Responsibility for Development of Effective Relationships. The Board of Trustees shall assist the President in the development of effective relationships between the University and the various agencies of the Commonwealth of Pennsylvania and the United States of America which provide to the University assistance and direction.
- (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, maintain independence from external stakeholders and act in a non-partisan manner, 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, including at public meetings of the full Board and its committees; treat with civility and respect the opinions of fellow Trustees; vote according to each Trustee's individual convictions; and refrain from public criticism of decisions reached by the Board, ~~and publicly support decisions reached by the Board;~~ it being recognized ~~and understood~~ that once the Board of Trustees, ~~as the governing body of the University,~~ makes a decision, it can be ~~counterproductive and potentially~~ damaging to the University for individual Trustees to publicly criticize ~~or attempt to subvert~~ such decision;
- (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 Trustee has the authority ~~to~~ to direct administrators with respect to the performance of their duties 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;
- (xi) Advocate the University's interests, but except as provided in paragraph (v) above, ~~–speak or comment in the media (print, broadcast or social), or in public forums covered by the print or~~

~~broadcast media, on University matters 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 serve as the spokesperson;

- (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 purposes 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.

- (e) Final Responsibility of the Board. The Board of Trustees is the final repository of all legal responsibility and authority to govern the University, under the laws of Pennsylvania. It can delegate but it cannot abandon this responsibility and authority. The Board has the responsibility and duty to direct all organizations and persons participating in governing the University, whether such participation be in the establishment of policies, rules, and regulations, or in the administration of such policies, rules, and regulations. In order to perform this responsibility and duty, and consistent with the Charter, the Board of Trustees hereby directs that governing of the University henceforth be conducted in accordance with the following general plan of organization.

(2) Internal Governance

- (a) What Internal Governance Is Concerned With. This plan of organization concerns only the internal governance of the University. It is not concerned with the operation of the Board of Trustees, with the functions of the officers of the corporation, or with the establishment of financial policy and fiscal and budgetary controls, which matters are the responsibility of the Board of Trustees, the President, and the Treasurer in accordance with established policy.
- (b) Who Performed By. The internal governance of the University shall be performed by the President and his or her administration, by the faculty, and

by the student body in accordance with the delegations of authority and advisory roles hereinafter set forth.

(3) Faculty

- (a) Responsibilities. The faculty, as appropriately organized, pursuant to delegation from the President, and subject to the revisions and orders of the President, shall establish policy concerning the approval and supervision of the instructional programs including courses and curricula, academic admissions standards, graduation requirements, and scholarships and honors.
- (b) Consultation by the President. The faculty shall be consulted by the President concerning student affairs, educational policy and planning, academic personnel, and any other matter upon the request of the President.
- (c) Communication with the Board. Official faculty communication to the Board of Trustees shall be made through the President and through faculty participation on the standing committees.
- (d) Regular Meetings. In furtherance of the objective of appropriate communication among the faculty, the administration and the Board of Trustees, a meeting will be held at least once per semester, attended by the President, the Provost and the Vice President for Administration, the Chair, Chair-Elect and Secretary of the Faculty Senate and the Chair and Vice Chair of the Board of Trustees. Any of such individuals may initiate agenda items for any such meeting.

(4) Student Body

- (a) Consultation by the President. The student body shall be consulted by the President concerning the establishment of policy for student affairs.
- (b) Communication with the Board. Official student communication to the Board of Trustees shall be made through the President and through student participation on the standing committees.
- (c) Participation in the Deliberations of the Faculty. Students may also participate in an appropriate manner in the deliberations of the faculty subject to the revisions and orders of the President.

ORDER IX. TRUSTEES EMERITI

- (1) Granting the Status of Trustee Emeritus to Former Members of the Board. 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 12 years or more with distinction. The Chair of the Board shall request a review of the service of a Trustee upon retirement. 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. A trustee emeritus shall have none of the obligations of membership on the Board of Trustees (other than the expectations of membership set forth in Standing Order IV(1)(d)(i)- (iii), (v) and (viii) - (xiii)), but shall be entitled to all of the privileges except those of making motions, of voting and of holding office. Each former Chair of the Board of Trustees and any other Trustee having served 20 years will be entitled to automatic trustee emeritus status.

Proposed change to *Bylaws* Section 3.03(f)(vi)

Committee on Outreach, Development and Community Relations. The Committee on outreach, development and community relations shall consist of not less than five (5) appointive members, in addition to the *ex officio* members. The Committee shall provide advice to the University's efforts to promote the value of Penn State and a Penn State degree in ways that attract donor, community and governmental support and help recruit the very best faculty, students and staff.

Regular reports to the committee shall include:

- (1) Short, intermediate, and long-term communication plans from the University's Vice President for Strategic Communications;
- (2) Updates on town and gown relations;
- (3) Major alumni association activities;
- (4) Major development activities;
- (5) Critical governmental relations activities;
- (6) Updates from the Vice President for Outreach and Vice Provost for Online Education, including with respect to the integration of digital learning initiatives and success, including the World Campus, integration into the classroom and hybrid learning;
- (7) Review of the University's crisis communications plans and activities; and
- (8) Reports on significant research activities and progress.

The Committee on Outreach, Development and Community Relations shall assume such additional responsibilities as may from time to time be assigned by the Chair of the Board of Trustees with the approval of the Board of Trustees.

Current language of Section 3.03(f)(vi)

Committee on Outreach, Development and Community Relations. The committee on outreach, development and community relations shall consist of not less than five (5) appointive members, in addition to the ex officio members and shall, in concert with the University's leadership, engage regularly with the University's major constituents including the faculty, staff, students, alumni, supporters, relevant state and local government agencies and officials, business leaders and the public. It shall assume such additional responsibilities as may from time to time be assigned by the Chair of the Board of Trustees with the approval of the Board of Trustees including, but not limited to:

- (1) Educating constituents about the role and responsibilities of the Board of Trustees;
- (2) Communicating the value of the University to all constituents at all locations; and
- (3) Developing short and long term communication plans consistent with University priorities.