

**THE PENNSYLVANIA STATE UNIVERSITY
BOARD OF TRUSTEES**

**COMMITTEE ON GOVERNANCE AND LONG-RANGE PLANNING
MINUTES OF MEETING
VOLUME GLRP 45**

July 21, 2022

A meeting of the Committee on Governance and Long-Range Planning was held in the Conference Center, Main Classroom Building, Penn State York and via Zoom at 2:30 p.m. on Thursday, July 21, 2022.

The following Trustees, constituting a quorum, were present: Amoros, Bendapudi, Dambly, Delligatti, Hoffman, Kleppinger, Pope, Potts, Redding, Rowland and Schuyler. The Governor's Representative Shipley was present.

Staff members in attendance were Austin, Bundy, Dunham, Guadagnino, Harvey, Jones, Kennedy-Phillips, Penkala, Sims, Stevens, Smith, and Thorndike. Constituent Representatives Quinland, Ray and Szczygiel were also present.

The meeting was called to order by Chair Potts at 2:35 p.m. She welcomed Bonj Szczygiel, Immediate Past-Chair of the University Faculty Senate, Jada Quinland, President of the Graduate and Professional Student Association and Danielle Ray, Vice President of the World Campus Student Government Association to the Committee.

Chair Potts called for a motion to approve the *Minutes* of the May 5, 2022, meeting of the Committee. A motion was put forward, seconded, and approved unanimously.

Next on the agenda was the election of an At-Large member to the Executive Committee. Chair Schuyler has recommended Trustee Dan Delligatti fill the vacancy. A motion was put forward, seconded, and approved unanimously. The recommendation will be put forward to the full Board.

Next was the election of directors to the Corporation for Penn State. It was recommended that Steven B. Wagman and Tracy A. Riegel be appointed as directors to the Corporation for Penn State and put forward to the full Board. A motion was put forward, seconded, and approved unanimously.

Chair Potts spoke about approval of granting Emeritus Trustee status. At the May Committee meeting, Trustees Amoros, Delligatti and Hoffman agreed to form an ad-hoc group to review service records of those eligible for Trustee Emeritus status and bring a recommendation forward. She called on Trustee Chris Hoffman to report out to the Committee on their recommendation. In his report, Trustee Hoffman said that the subgroup met and considered Emeritus status for Kathleen Casey, Barbara Doran and William Oldsey, whose terms ended on June 30, 2022 and Richard Dandrea, whose term ended on May 4, 2022. After the group reviewed all service records and criteria set forth in the *Standing Orders*, it was recommended to the Committee to put forward all four former Trustees for Emeritus status. Chair Potts then asked for a motion and second to put forward the recommendation to the full Board. A motion was made and seconded. Chair Potts asked for any discussion. The motion carried with Trustee Pope abstaining.

Chair Potts announced that the Trustee Retreat would be on August 18th and 19th. She thanked the Subcommittee on Long-Range planning and Dr. Smith for their planning and preparation for the retreat. The retreat will be facilitated by President Bendapudi and Dr. Smith. An agenda and pre-read materials will be posted to Diligent. Dr. Smith gave some insight on topics for the retreat.

Next, Chair Potts spoke about the review of Committee and Subcommittee Operating Guidelines and Committee Goal Setting. She said that annually the Board's committees and subcommittees should review their Operating Guidelines in conjunction with setting goals and meeting agendas for the upcoming year. She encouraged all committee chairs to begin the process of reviewing the guidelines and goal setting by

circulating and soliciting committee input of draft goals with an eye towards the Retreat's Student Success Imperative focus. Committee goals and agendas for the year should be finalized and approved at the September meeting and populated into the Goal Tracking document. The annual process ensures that the work of our committees is coordinated and strategic.

Chair Potts stated that one of the goals of the Governance and Long-Range Planning Committee for this year will be to provide the Board with continued education and best practices related to University Governance and Fiduciary Responsibility. She referred to an article written by Steve Dunham for the May/June 2022 issue of AGB's Trusteeship Magazine entitled "Hot Topics in Higher Education Law". Steve Dunham and Frank Guadagnino facilitated a discussion around the question of "What Is the Board's Role" in each of the topics presented in the column. Generative discussion occurred. President Bendapudi also gave comments.

With no other business coming before the Committee, the meeting was adjourned at 3:29 p.m.

Respectfully submitted,

Thomas J. Penkala
Associate Director, Board of Trustees