

**THE PENNSYLVANIA STATE UNIVERSITY
BOARD OF TRUSTEES**

**COMMITTEE ON LEGAL AND COMPLIANCE
MINUTES OF MEETING
VOLUME LC 40**

July 21, 2022

A meeting of the Committee on Legal and Compliance (the Committee) of the Board of Trustees was held at The Conference Center, Main Classroom Building at the Penn State York Campus and via video conference, at 1:15 p.m. on Thursday, July 21, 2022.

The following members, constituting a quorum, were present: Chair Houston, Vice Chair Kleppinger, Cairns, de Levie, Hartzler, Potts, Rapp and Redding. Also attending were President Bendapudi (*Ex Officio*), Schuyler (*Ex Officio*), and student representative Elrod. Also present were Dunham, Guadagnino, Harvey, Holleran, Oman, Smith and Thorndike. Present by invitation were Adair and Lewis.

Chair Houston called the meeting to order at 1:15 p.m. and welcomed new committee members Trustee Cairns and student representative Kailey Elrod, Vice President of GPSA. Chair Houston called for a motion for the Committee to approve the *Minutes* of the May 5, 2022 committee meeting. A motion was put forward by Trustee de Levie, seconded by Vice Chair Kleppinger, and was unanimously approved.

Chair Houston asked Tabitha Oman, Chief Ethics and Compliance Officer, to give an update on the Ethics and Compliance Strategic Plan and Compliance Plan, and the 2022 University Compliance Risk Assessment process. Oman listed the updated goals for the E&C Strategic Plan as follows: Goal 1: Understand the Compliance and Ethics Risks at Penn State and how they are being mitigated today; Goal 2: Measure the impact and ensure the continuous improvement of Penn State's Compliance Program; Goal 3: Make Values, Ethics and Compliance part of the conversation at Penn State; and Goal 4: Optimize how concerns are raised and responded to. Oman noted key elements of the E&C Strategic Plan are instituting a continuous improvement model, establishing meaningful metrics to track progress, creating engaging communication assets, and coordinating with relevant unit leaders to streamline processes. Oman detailed the Compliance Risk Assessment process as follows: coordination with E&C Council, Risk, OGC and Internal Audit; Comprehensive, based on Higher Education Compliance Alliance "matrix" with about 30 high level risk categories; 40+ stakeholder and SME interviews planned, followed by ranking/prioritizing with President's Council; and expect "top" compliance risks by Spring 2023. Oman answered a question about Commonwealth campuses being integrated into the compliance controls in place at the University, as well as several chancellors participating in the compliance risk assessment to have the Commonwealth campus voice included in the process.

Chair Houston asked Suzanne Adair, Associate Vice President for Affirmative Action, and Tamla Lewis, Associate General Counsel for Penn State, to provide a Title IX update. Adair stated the Title IX program is housed in Affirmative Action Office, with education and training occurring across three offices: Affirmative Action Office, Office of General Counsel and Office of Sexual Misconduct, Prevention and Response. A national search is underway for Title IX Coordinator; Adair is acting as interim coordinator, and there is an interim deputy coordinator. There was a status update on two compliance reviews and complaints data. Lewis gave a brief overview of the Biden Administration's new regulations and Penn State's response. There was generative discussion and questions focused on how the University manages continual changes to Title IX regulations from changing administrations and gender equity review and reports, as required by NCAA.

The meeting is available in its entirety [here](#).

The public meeting was adjourned at 1:41 p.m. with the Committee going into Executive Session.

Respectfully submitted,

Susan Stevens
Administrative Support Coordinator
Office of the Board of Trustees