

**THE PENNSYLVANIA STATE UNIVERSITY
BOARD OF TRUSTEES**

**MINUTES OF MEETING
VOLUME 348**

Nov 10, 2023

A meeting of the Board of Trustees was held in the Eric J. Barron Innovation Hub, State College, PA and via video conference on Friday, November 10th, 2023 beginning at 1:30 p.m.

The following Trustees, constituting a quorum, were present: Schuyler (Chair), Kleppinger (Vice Chair), Bendapudi, Amoros, Beard, Black, Brown, Cairns, de Levie, Delligatti, Dietrich, Dunn, Fenchak, Fenza, Gursahaney, Harpster, Hasenkopf, Hoffman, Lubrano, Lynch, Onorato, Paterno, Pegula, Potts, Quintos, Rapp, Redding, Riegel, Rowland, Schneider, Schuyler, Short, Sokolov, and Wagman. The Governor's non-voting representative, Mr. Myers, was also in attendance.

Present by invitation were Emeriti Trustees Doran, Jubelier, and Tribeck; constituent representatives Carpenter, Concepcion, Duffey, Egolf, Fokas, Galloway, Ganjam, Ingram, Miller, O'Toole, Seymour, and Stine as well as staff members Adams, Bieschke, Crain, Dale, Dowhower, Engel, Fischer, Harlow, Harvey, Heckman, Hills, Hulburt, Johnson, Kim, Lieb, Lucas, Massini, Matty, Melvin, Moore, Oman, Oziemblowsky, Pell, Schwartz, Sitzabee, Smith, Sonstebly, Teachey, Terry, Thorndike, Wagner, Wilkes, and Wilson. Administrative Fellows Doberstein, Miller, and Pinto also attended.

Chair Schuyler opened the meeting by welcoming all attendees and recognizing and congratulating December graduates, recognizing they are a vital part of the Penn State community as alumni. He expressed his gratitude on behalf of the Board for the family and friends who supported graduates along their educational journey towards degree attainment. He further thanked Trustees who will authorize the conferral of degrees and represent the Board of Trustees at University Park and Commonwealth Campus commencement ceremonies.

Chair Schuyler noted the Board of Trustees November meeting was taking place during Military Appreciation Week at Penn State. He emphasized it was vital the university and nation pause and take time to acknowledge the service and sacrifice of those who have served in the United States Armed Forces. On behalf of the Board of Trustees, Chair Schuyler honored all veterans who served the country, reflecting that Penn State is consistently recognized as a military-friendly institution that supplies many educational benefits and support resources for active-duty service members, reservists, veterans, and ROTC students. Over the past year, Military Times, U.S. News, and an organization that supports the Pennsylvania National Guard have recognized Penn State's World Campus for its academic programs and services. To celebrate our veterans, Penn State University Veterans Organization hosted a Veterans Day Ceremony on Nov 10th, Penn State held its annual Military Appreciation tailgate at the Bryce Jordan Center on Oct 28th, with the Seats for Servicemembers Program supplied free game tickets to active duty, Guard and Reserve military members, veterans, and fallen and Gold Star families. Moreover, a team of over 450 volunteers welcomed 8,000 active-duty service members, veterans, and their families to the Military Appreciation Tailgate at Bryce Jordan Center. Chair Schuyler expressed gratitude to Colonel (retired) Eugene McFeely, Senior Director for Veterans Affairs and Services, and the entire Penn State Military Appreciation Committee who worked tirelessly to make this annual tradition possible.

Chair Schuyler congratulated recently retired university academic leaders, including Dean Richard Roush, who led the College of Agricultural Sciences for nine years, and Harrisburg Chancellor and Dean of the Capital College John Mason. László Kulcsár, head of the college's Department of Agricultural Economics, Sociology and Education, and Professor of Rural Sociology and Demography, and David Callejo Pérez, Associate Vice President and Senior Associate Dean for Academic Programs for the Commonwealth Campuses, will respectively serve in interim leadership roles until a Dean and Chancellor are appointed.

Chair Schuyler recognized the pending retirements of Charles Whiteman, the John and Karen Arnold Dean of the Smeal College of Business, who will retire after twelve years of service to the university, and Dan Heist, Director of Internal Audit, who will retire after a distinguished twenty-year Penn State career.

Chair Schuyler welcomed Emeriti Trustees Barb Doran and Robert Tribeck, and thanked Dean of the

College of Arts and Architecture B. Steven Carpenter and Director of the Palmer Museum of Art Erin Coe and their colleagues for planning and providing an informative session on the programs, services, facilities and achievements within the College of Arts and Architecture and for the tour of the soon to be opened Palmer Museum of Art.

Chair Schuyler mentioned that the Board met in executive session earlier in the day to discuss various privileged matters and called the meeting to order. He acknowledged the Board received several public comments, one related to a workplace injury which is being appropriately addressed by human resources, one related to divestment from fossil fuels which is being addressed by the Senior Vice President for Finance, and one related to free speech on campus. Submitted comments are available on the Board's website.

Shannon Harvey, Assistant Vice President/University Secretary, reported all Trustees were present except for Trustees Krieger, Mumin, and Detwiler, constituting a quorum.

Chair Schuyler called upon Harvey to conduct the Election of Chair and Vice Chair and Officers for the Board of Trustees, which requires a written ballot per the Board's bylaws. The ballot was distributed in executive session and contained the names of incumbent officers for the position of Chair and Vice Chair of the Board as well as the remaining officers of the board to include secretary, assistant secretaries, treasurer and assistant treasurers. Ballots were to be collected, tabulated, and the results reported at the meeting's conclusion. Harvey requested any additional nominations for the position of Chair or Vice Chair, and Trustee Fenchak nominated Trustee Mumin for Vice Chair. Harvey noted as Trustee Mumin was not present, and accordingly did not agree to be placed on the ballot, his name would not be added to the ballot. However, Harvey said Trustees could annotate his or other names on the ballot as a write-in.

Chair of the Board	Incumbent Matthew W. Schuyler
Vice Chair of the Board	Incumbent David M. Kleppinger
Secretary:	Incumbent Shannon S. Harvey
Assistant Secretary:	Incumbent Heather B. Wilson
Assistant Secretary:	Incumbent Angelita K. Johnson
Assistant Secretary:	Incumbent Kim I. Wright
Treasurer:	Incumbent Sara F. Thorndike
Assistant Treasurer:	Incumbent Virginia A. Teachey
Assistant Treasurer:	Incumbent Kimberly J. Fisher
Assistant Treasurer:	Incumbent Michele M. Spangler

Consent Agenda Action Items

Chair Schuyler noted that there were three Consent Agenda Action Items for consideration before the Board. Motions to approve Consent Agenda Action Items 4.a., 4.b., and 4.c. were put forward, seconded, and unanimously approved by the Board.

4.a. Approval of Minutes from September 8, 2023 Meeting

4.b. 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 2024 Spring Semester, Summer Session, and Fall Semester upon those students who have completed at those times the necessary requirements?

4.c. 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 weekend on such day previous to the 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 2, 2024 as the date for the

delegate election of Agricultural Trustees, and for counting of the ballots in the Alumni Trustee election; and approve May 3, 2024 as the date for the election of Business and Industry, and At-Large Trustees?

Other Agenda Action Items

5.a. Selection of Recipients of the 2024 Distinguished Alumni Award

Chair Schuyler reported the Distinguished Alumni Awards Trustee screening committee met on November 3, 2023 and conveyed its top recommendations to the full Board via Diligent, who in turn voted by ballot on award finalists. Following the conclusion of the public Board meeting, Harvey will confirm voting results and alert President Bendapudi and Chair Schuyler. After notification to and acceptance by each honoree, the honoree names will be publicly released.

Reports from Standing Committees

Chair Schuyler called for reports from the Standing Committees. Any action item considered and voted on in the Committee was included in reports by the respective Committee chairs. The full Board was asked to consider Committee recommendations at the conclusion of each report.

A. Committee on Academic Affairs, Research and Student Life

Chair Wagman reported that a quorum of the Committee on Academic Affairs, Research and Student Life met on Thursday, October 29, 2023, unanimously approved the June 15, 2023 meeting minutes, and hosted a panel led by Justin Schwartz, Executive Vice President and Provost, consisting of professors and student leaders who discussed Artificial Intelligence (AI) and its implications for higher education. Specifically, how AI is being incorporated into the classroom and some of the implications and boundaries in an academic setting; how AI is leveraged to advance Penn State's research enterprise; and how AI is being used to support student success, advising, and other resources for students.

The next meeting of the Committee on Academic Affairs, Research, and Student Life is scheduled for Thursday, January 18, 2024 from 9:15 to 10:15 a.m. with an agenda of discussing 2024-2025 enrollment projections, strategies for enrollment growth, and College of Medicine research opportunities.

There were no action items presented to the Board.

B. Committee on Audit and Risk

Chair Black reported that a quorum of the Committee on Audit and Risk met on Thursday, November 9, 2023, and unanimously approved the September 27, 2023 meeting minutes. The Committee also reviewed and voted to accept on behalf of the Board the 2022-2023 audited financial statements as presented by Sara Thorndike, Senior Vice President for Finance & Business/Treasurer. The Committee also received Penn State Research Foundation IRS Form 990 and various reports, including the internal audit Sept 30, 2023 follow-up report, a summary of internal audit reports issued during the end of the quarter ending Sept 30, 2023, and a summary of the internal audit plan. The Committee also held an executive session meeting individually and privately with management, Plante Moran representatives and the Committee only.

The next meeting of the Committee on Audit and Risk is scheduled for Thursday, February 15, 2024 from 3:00 to 4:00 p.m. with an agenda of reviewing and approving the engagement letter for external auditors, reviewing hotline reports referred to internal audit in the prior year, and receiving an ERM update and review the university's current risk list.

There were no action items presented to the Board.

C. Committee on Equity and Human Resources

Chair Schneider reported that in support of President Bendapudi's goal of fostering Diversity, Equity, Inclusion, and Belonging (DEIB) across all Penn State campuses, and the Committee's goal to review student enrollment and demographic trends on national and state levels, as well as best practices in higher education related to DEIB initiatives, a quorum of the Committee on Equity and Human Resources met on Thursday, October 19, 2023 to hear an overview of ongoing research to provide accessible and affordable education to an increasingly diverse population. She noted that while college enrollment across the country is facing potential decline due to lower birth rates and reduced high school graduations, growth is projected amongst multiracial and Hispanic students. Further, by 2030 sixty percent of high school graduates will reside in one of ten states, including Pennsylvania, providing enrollment growth opportunities for Penn State. Matt Melvin, Vice President for Enrollment Management, supplied the Committee with a substantive review of demographic trends for student enrollment both on the national and state (Pennsylvania specifically) levels, including best analytic practices from peer institutions. Marcus Whitehurst, Vice Provost for Educational Equity, detailed benchmarked findings from Big Ten and peer universities regarding recruiting and retention as related to DEIB with the goal of leveraging them to boost student enrollment at Penn State campuses.

The next meeting of the Committee on Equity and Human Resources is scheduled for Thursday, January 18, 2024 from 10:30 to 11:30 a.m. with an agenda of receiving an update on the DEIB dashboard, DEIB-related initiatives, and current diversity practices and progress against established goals.

There were no action items presented to the Board.

D. Committee on Finance, Business and Capital Planning

Chair Fenza reported that a quorum of the Committee on Finance, Business, and Capital Planning met on Thursday, November 9, 2023, and approved the September 7, 2023 meeting minutes. He stated the Committee received informational reports on the final Fiscal Year 2023 budget to actual results, a quarterly report on the Fiscal Year 2024 budget to actual results, a net assets update, a report on the state of the Physical Plant, and the status of the borrowing and remaining debt capacity as detailed in the university's capital plan and borrowing reports. The Committee considered one action item, which is item 6.d.1. on the Board's agenda. For this item requiring a Board vote today, Chair Fenza reported the committee's recommendation for the action item. Sara Thorndike, Senior Vice President for Finance & Business/Treasurer, provided background and context for this action item.

6.d.1. Proposed Project Approval, Nursing Sciences Building Renovation and Addition, University Park

The University intends to renovate the 44-year-old Nursing Sciences Building to address maintenance backlog with new glazing, building envelope renewals, HVAC replacement, replacement of inefficient lighting, and failing finishes. The College of Nursing program will also benefit from the addition of a sorely needed 180-person active learning simulation-ready classroom addition as well as a new knowledge commons as part of the project scope.

Will the Board of Trustees adopt the following resolution:

RESOLVED, That the Nursing Sciences Building Renovation and Addition at University Park, as designed by SLAM Collaborative of Glastonbury, Connecticut, is approved.

FURTHER BE IT RESOLVED, That authorization to expend funds and award contracts to accomplish the project is approved in an amount not to exceed \$28,000,000.

Chair Schuyler requested a motion to approve Action Item 6.d.1., which was put forward by Trustee Fenza, seconded by Trustee Wagman, and unanimously approved by the Board.

E. Committee on Governance and Long-Range Planning

Vice Chair Hoffman reported on the activities which occurred since the Committee on Governance and Long-Range Planning last meeting in September, to include discussion on the Committee's goals for 2023-2024. The Committee's work in 2024 will focus on outcomes of the Board's internal assessment in Spring 2023 and the Board retreat in August 2023, with opportunities to improve Board size, code of conduct, and relationships with constituents. The Committee recommended the establishment of working groups to advance the outcomes of the Board Assessment and August retreat, with members appointed by Board and university administration leadership, bimonthly meetings from November through January, a status update to the Committee in January, and a draft recommendation in February for consideration and adoption at the Committee and Board's meetings in May.

There were no action items presented to the Board.

F. Committee on Legal and Compliance

Chair de Levie reported that a quorum of the Legal and Compliance Committee met on Thursday, October 19, 2023 and approved the January 19, 2023 meeting minutes in public and executive/conference sessions. Tabitha Oman, Vice President and General Counsel, provided the Committee an update on Compliance and Ethics Centers of Excellence during the public meeting. The Committee also received an update on current legal issues during the executive and conference sessions. During the conference session, Tamla Lewis, Associate General Counsel, Matt Melvin, Vice President for Enrollment Management, and Stephanie Preston, Associate Dean for Graduate Educational Equity, provided an update on the recent United States Supreme Court decision on affirmative action and the implications for Penn State.

The next meeting of the Committee on Legal and Compliance is scheduled for Thursday, January 18, 2024 from 8:00 to 9:00 a.m. with an agenda of receiving an update on legal matters and licensing renewals.

There were no action items presented to the Board.

G. Committee on Outreach, Development, and Community Relations

Chair Sokolov reported that a quorum of the Outreach, Development and Community Relations Committee met on Thursday, October 19, 2023 to receive updates against goal metrics from the Alumni Association, Development, Government Relations, and World Campus. The Committee also received an update from Strategic Communications regarding current affairs in alignment with its goals and metrics. Renata Engel, Vice Provost for Online Education, outlined several projects Penn State World Campus implemented to impact its conversion, retention, and alumni engagement efforts in alignment with President Bendapudi's goals of transforming internal operations and enhancing student success. She highlighted a redesign of the university's undergraduate application process to improve its use for prospective adult learners, stackable graduate level credentials students will earn in succession towards completion of a master's degree, a new World Campus progressive scholarship initiative, military grant and aid programs that lower student tuition, and alumni engagement efforts and activities to further outreach to World Campus alumni the Penn State Alumni Association (PSAA).

The next meeting of the Committee on Outreach, Development, and Community Relations is scheduled for Thursday, January 18, 2024 from 3:15 to 4:30 p.m. with an agenda of receiving an update on goals, metrics, and strategic communications, including how Penn State is communicating the value of a Penn State degree in terms of student success, and Penn State's impact in the Commonwealth and beyond, rooted in brand and mission, and leveraging institutional strengths and areas of excellence.

There were no action items presented to the Board.

President's Report

Chair Schuyler noted Penn State's research enterprise continues to thrive, in collaboration with industrial, educational, governmental, and agriculture partners. Penn State world-class researchers continued cutting-edge research efforts that advance President Bendapudi's goal of *growing interdisciplinary research*. He introduced President Bendapudi, who expressed gratitude for military members and their families selflessly serving the nation in commemoration of Veteran's Day. She recognized the theme of Penn State's Military Appreciation week was military families who sacrifice while their loved ones are away from home and those who made the ultimate sacrifice. She noted Penn State's enrollment remains strong in 2023, with over 88,000 students attending Penn State. Annually, more than 55,000 Pennsylvania students are educated by Penn State, in evidence of its land grant impact and reach of its institutional higher education mission. Penn State has seen measurable gains in underrepresented students, international students from over 140 countries, and Commonwealth campus enrollment holding steady. She cited double-digit increases in world-class research expenditures, fitting recognition of the substantive research work done by Penn State faculty and students every day. She highlighted their significant contributions, including a \$25 million collaboration between the College of Agricultural Sciences led by Dr. Armen Kemanian, Professor of Plant Science, and the U.S. Department of Agriculture (USDA) in support of Pennsylvania dairy associations to implement climate-smart dairy farming practices. She said a team of multi-institutional researchers managed by Dr. Kurt Vandergrift studied the spread of COVID-19 through wildlife populations and helped scientists better understand how to curb such spread amongst human populations. Dr. Ebonie Cunningham Stringer, a Sociology Professor from Penn State Berks, is spearheading a project funded by the Pennsylvania Commission on Crime and Delinquency to implement a new youth violence intervention and prevention program. Dr. Madhavan Swaminathan, Department Head of Electrical Engineering, is directing an elite team of thirteen academic institutions in creating the Center for Heterogeneous Integration of Micro Electronics Systems (CHIMES), funded by and benefiting the semiconductor industry. Lastly, she introduced Karen Thole, Distinguished Professor of Mechanical Engineering and Director of the Steady Thermal Aero Research Turbine (START) program, and Chad Schaeffer, Mechanical Engineering Ph.D. Candidate, who discussed their cutting-edge propulsion research to create innovative solutions for efficient sustainable power in gas turbine and hybrid electric propulsion technologies. Thole's impactful interdisciplinary research involves \$53 million in funding and is supported in a public-private-educational partnership by Pratt and Whitney, Siemens Energy, Honeywell Aerospace, the Federal Aviation Administration, the U.S. Department of Energy, and Penn State. Thole outlined the \$25 million expansion of START and its future potential.

Report on Chair, Vice Chair and Officer Elections

Assistant Vice President and University Secretary Shannon Harvey reported Matthew Schuyler received thirty-one votes and Khalid Mumin received one write-in vote for Chair of the Board of Trustees. She noted David Kleppinger received thirty-one votes for Vice Chair of the Board of Trustees and review of ballots confirmed Khalid Mumin received one write-in vote for Vice Chair of the Board of Trustees. Incumbent Board Officers all were approved unanimously:

Secretary: Shannon S. Harvey
Assistant Secretary: Heather B. Wilson
Assistant Secretary: Angelita K. Johnson
Assistant Secretary: Kim I. Wright
Treasurer: Sara F. Thorndike
Assistant Treasurer: Kimberly J. Fisher
Assistant Treasurer: Michele M. Spangler
Assistant Treasurer: Virginia A. Teachey

Closing Remarks/Announcements

Chair Schuyler thanked fellow Trustees for their ongoing dedicated service to Penn State. Their efforts and feedback made serving as Chair and Vice Chair a very rewarding experience. He noted strategic challenges and opportunities remained before the Board in the future, as Penn State continues to navigate through the post pandemic realities of higher education, and he and Vice Chair Kleppinger look forward to working closely with Trustees, President Bendapudi, and the administration to advance the

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President's six strategic priorities and important focus areas.

Trustee Lubrano recognized Dana Harris and her late husband Franco Harris for their service to Penn State as ambassadors to alumni and broader community.

Chair Schuyler noted the next public meeting of the Board will be on Friday, February 16th, 2024 at University Park.

There being no other business, the public meeting was adjourned at 2:34 p.m.

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

Respectfully submitted,

Shannon S. Harvey
University Secretary, Board of Trustees