A meeting of the Board of Trustees was held in the Boardroom of The Nittany Lion Inn, University Park, Pennsylvania, at 10:21 a.m. on November 6, 2009.

The following Trustees were present: Broadhurst (chairman), Garban (vice chairman), Alexander, Arnelle, Chaiken, Clemens, Eckel, Hayes, Henning, Hetherington, Hintz, Huber, Hughes, Jones, Joyner, Junker, Lubert, Masser, Myers, Poprik, Quigley, Redding, Riley, Shaffer, Spanier, Strumpf, Suhey, Surma, and Zahorchak; and Trustees Emeriti Coppersmith, Frey, Metzgar, Robinson, Rowell, Wise, and Zemprelli.

Present by invitation were faculty representatives Hannan, and Landa Pytel; student representatives Borsuk-Woodman, Kierans, and Mendoza; staff members Ammerman, Bowen, Crouter, DiEugenio, Dolbin, Erickson, Horvath, Jones, Kirsch, Mahon, Pangborn, Paz, Pell, Poole, Romano, Sims, and Weidemann; and Mr. Courtney of McQuaide Blasko.

Chairman Broadhurst welcomed a new member of the Board of Trustees, Russell Redding, Acting Secretary for the Department of Agriculture awaiting confirmation to that post. Chairman Broadhurst recognized Cynthia Baldwin who recently received the prestigious "Women Who Make a Difference" award by the International Women's Forum; and John Surma for being honored as an Honorary Alumnus by Duquesne University. Chairman Broadhurst also welcomed the University Faculty Senate Officers Jean Landa Pytel and John Hannan; student representatives Nicholas Borsuk-Woodman, Gavin Keirans, and Alfonso Mendoza; and Academic Leadership Chair Ann Crouter.

It was voted to approve the minutes of the meeting of the Board held on September 11, 2009.

President's Report

Dr. Spanier's report is included in its entirety:

"This has been an unusual fall at Penn State. During the homecoming game our students got creative with the earliest snowfall on record for Centre County. The Old Main Bell was removed from the tower so it can be restored as part of the 2009 Senior Class Gift. And then Halloween brought out lots of scary images. Meanwhile, our appropriation still remains in limbo due to the ongoing gridlock in Harrisburg. But this fall hasn't only been about empty pockets, an empty bell tower and unseasonable weather. Today, I have some very good news to report.

"First I want to recognize the important work being done by Boots Hetherington and his wife Robin, Keith Eckel, and Carl Shaffer, along with Dennis Wolff and Bob Steele. They participated in the film, *Hearth and Harvest*, which chronicles a year in the life of Pennsylvania farmers and addresses critical issues in agriculture such as the impact of technology on agribusiness, family farms, conservation and the environment, and more. This compelling film was shown on WVIA-TV and is reaching a larger audience through its web presence and educational kits for schools.

"Now on to enrollment. Rob Pangborn and Anne Rohrbach will give you a full enrollment report shortly, but I want to note that Penn State's enrollment for 24 campuses and the World Campus stands at 94,300, up from 92,600 a year ago. In addition, we have already received about 30,000 applications for next year, and we expect another robust year for enrollment.

"In a few minutes Eva Pell will give you a research update, but I want to share a few highlights now. First, we were delighted to learn that Beth Shapiro, Shaffer Career Development assistant professor of biology, was selected as a 2009 MacArthur Fellow. This..."
is a great achievement and one that is testimony to Beth's innovative research that involves using data from ancient DNA and RNA viruses to answer scientific questions about how evolution occurs through time. Beth will use the $500,000 award to further her research in this complex field. Beth joined Penn State in 2007 and she is here today. Beth, will you please stand so you can be recognized? (Beth Shapiro stands.) Thank you, Beth.

"Penn State's College of Information Sciences and Technology (IST) celebrated its 10th anniversary and has achieved national recognition as a leader in information technology and cybersecurity. IST was recently designated an Intelligence Community Center of Academic Excellence by the Office of the Director of National Intelligence. This award comes with a two-year, $1 million grant with a possible three-year $1.5 million extension.

"Penn State will also receive two Department of Energy grants that place the University at the center of the nation's effort to become energy independent and develop clean energy sources. The first grant provides $2 million to establish the Mid Atlantic Clean Energy Applications Center to promote adoption of clean energy technology by industry and government. The second grant provides $3.5 million to establish the Mid Atlantic Solar Resource and Training Center, aimed at developing the solar energy industry through technical assistance and workforce development. Both of these new centers will be led by Penn State faculty and located at the Philadelphia Navy Yard.

"Penn State showcased our solar energy research in this year's Solar Decathlon sponsored by the U.S. Department of Energy. Penn State's house, called Natural Fusion, was built under the direction of Material Sciences Professor Jeffrey Brownson. It used a new type of technology that is designed to make solar a more viable, affordable option. The house garnered national attention in a recent article in Popular Mechanics.

"This project also led to a successful alliance between Penn State and Bayer Material Science in Pittsburgh. Bayer has purchased the Natural Fusion house and will move this innovative, zero energy, zero emissions house to its Pittsburgh campus. Shown here are the team, sponsors, and the well known actor Ed Begley Jr., who visited University Park to help promote the project. (Slide shown.)

"As you've heard, Penn State is advancing renewable energy through industry partnerships. To this end, I'd like to read a letter that was sent to the Governor from Michael Graham, president of Smart Products Innovations.

'Dear Governor Rendell:

'I wanted to write to express my appreciation for the great work between Penn State University and ConocoPhillips. Last week we were the winners of The ConocoPhillips Energy Prize, a joint initiative of ConocoPhillips and Penn State, to recognize new ideas and original, actionable solutions that can help improve the way our nation develops and uses energy.

'Our Eco-Auguer is a machine designed to capture the energy from tidal and river flow. Our small business has spent nearly $250,000 to bring our idea to the competition. The $125,000 prize we received will instantly be funneled into the economy and we are very confident that the prize money will be just the impetus to spring our renewable energy design into a job creating business. Much of the design work was done in Philadelphia and as a native of Northeast Philadelphia, we are particularly proud that Penn State coordinated the program.

'Federal stimulus money may someday filter down to create jobs, but with the continued work and dedication of Penn State and ConocoPhillips this energy prize has stimulated over 170 innovative renewable energy products. It's amazing how many great inventions have
evolved from this program. Special thanks to Dr. Alan W. Scaroni, Associate Dean for Graduate Education and Research, who headed up the Penn State team.

'Sincerely, Michael J. Graham'

"I'm proud that Penn State was able to play a role in this venture.

"I have spoken on a number of occasions about the need to develop civic literacy and the ability to communicate across differences without rancor. To this end, the Center for Democratic Deliberation at Penn State has launched 'Voices of Democracy: The U.S. Oratory Project.' The project, in partnership with University of Maryland, is an online resource for scholars and school teachers, designed to promote the study of great speeches and public debates. J. Michael Hogan, distinguished professor of communication arts and sciences, is the co-director of the Center for Democratic Deliberation and the co-founder of the site.

"I'm avoiding my scale these days, because this fall I ate more than my share of birthday cake as we celebrated a number of significant anniversaries.

"The College of the Liberal Arts turned 100 and nearly 200 alumni, supporters and guests turned out for the Centennial Gala. Trustees Arnelle, Riley and Robinson were honored as Centennial Fellows, and Trustee Chaiken was honored as a Centennial Medalist.

"Penn State Hazleton celebrated its 75th anniversary, and used the occasion to unveil three specially commissioned oil paintings to commemorate the event. Shown here is Attorney Pasco Schiavo, advisory board member and chair of Penn State Hazleton’s For the Future Campaign Committee, at the unveiling. (Slide shown.)

"Penn State Schuylkill also celebrated 75 years with a delicious cake and Creamery ice cream, which they put me to work scooping.

"Meanwhile, Penn State Altoona turned a youthful 70. Chancellor Lori Bechtel-Wherry and Interim Associate Dean for Academic Affairs Kenneth Womack were on hand to sign copies of their new book, Penn State Altoona.

"Next Friday we will celebrate the groundbreaking for the Penn State Hershey Children's Hospital. Many of you have been extremely supportive of this project, and it promises to transform the health care options available to our youngest patients.

"Moving on to athletics, we're just about to enter tournament time, and Penn State has already captured a Big Ten Championship in Cross Country.

"The championship effort was led by senior Bridget Franek, who finished first in the field. The team championship is the first Big Ten crown for the Penn State women in cross country, while Bridget's individual win is only the second such effort by a Nittany Lion woman in cross country.

"The women's volleyball team is continuing its tradition of success. Last weekend the women earned their 88th consecutive match win. The Nittany Lions have now tied the winning streak of the UCLA men's basketball team coached by John Wooden.

"Our basketball teams are pumped up and ready to play, and ticket sales have been outstanding. Penn State student season ticket sales for men's basketball have increased 37 percent over last season, and overall ticket sales are up 17 percent. Ticket sales for the women's games have surpassed our expectations, and we expect an exciting basketball season.

"Fans are also gearing up for wrestling. Season ticket sales for wrestling have more than doubled since last year. I encourage you to come out and support the team for its first home match in Rec Hall on Sunday, November 15th at noon.
"Of course Penn State is not just about watching sports. Our Intramural Sports Program serves thousands of students each academic year. Last year, organized teams in flag football, basketball, soccer, softball and volleyball competed in about 3,000 games. And we still have waiting lists for all of those sports, with up to 125 teams waiting for flag football. We're thrilled with this high level of interest, and are in the planning process for up to 10 new intramural fields on campus to accommodate the demand.

"Finally, this week we recognized Patricia Best, the former superintendent of the State College Area School District, as the 2009 Renaissance Fund Honoree. The event was a great success and a wonderful way to honor Patricia, who has had such an impact on education.

"Now I'll turn things over to Eva Pell so she can update you on Penn State's research enterprise. As you know, this is Eva's last Board of Trustees meeting. She has served Penn State for 36 years, and shown here is her first research home. I understand she's been pushing to have those greenhouses replaced for many years. (Slide shown.)

"We'll have time to formally recognize Eva's service at her farewell reception in December, but right now I would like to publicly express my appreciation to Eva for her extraordinary work on behalf of Penn State. Please join me in thanking Eva. (Applause)

"After Eva is finished, I'll be happy to take your questions."

Informational Report on Penn State's Research Enterprise

Dr. Eva J. Pell, Senior Vice President for Research and Dean of the Graduate School provided a report on Penn State's Research Enterprise. Penn State's research portfolio is in very good health, with its highest funding levels in three departments, defense, health, and human services. The awards to Penn State in 2009 increased 6.7 percent from 2008. The University ranks third in the country in industry-sponsored research, while The National Science Foundation ranked Penn State 11th among all the public and private universities.

Dr. Spanier's report continued:

"Before I take your questions, I want to make an announcement. I'm very pleased to announce an extraordinary gift to the College of the Liberal Arts from Linda Strumpf and her husband, Jonathan. Linda and Jonathan, both alumni of the college, have generously made a $1 million gift commitment which will be split among early career faculty in economics, graduate students in the psychology department's child study center, and a trustee matching scholarship. It is important to note that Linda's gift will leverage additional support from both the University and the College of the Liberal Arts. Linda, thank you." (Applause)

President Spanier received comments and questions concerning:

• Student health in regards to athletic injuries and H1N1 Influenza Virus information provided to students;
• Financial self-support of our Athletic Program;
• Penn State choral program at Whitaker Center in Harrisburg;
• First Year Experience and benefits in modeling positive behaviors;
• Penn State research was instrumental in the lifting of the ten-year quarantine on the fruit industry in south central Pennsylvania;
• Communication with students regarding the process of determining tuition and budget planning;
• Spring tuition rates based on developments since July; and
• Status of State appropriation.
Informational Report on Campus Landscape

Mr. Gordon E. Turow, Director of Campus Planning and Design, provided a report on recent landscape enhancements at various Penn State campuses, including University Park.

Informational Report on Enrollment and Student Financial Aid

Dr. Robert N. Pangborn, Vice President and Dean for Undergraduate Education, Ms. Anne L. Rohrbach, Executive Director for Undergraduate Admissions, and Ms. Anna M. Griswold, Assistant Vice President for Undergraduate Education and Executive Director for Student Aid, provided a report on Penn State's admissions, enrollment, and student financial aid programs.

Reports from Standing Committees

A. Committee on Educational Policy

Chair Hayes reported that a quorum of the Committee on Educational Policy was present with the following members in attendance: Hayes (chair), Joyner (vice chair), Broadhurst and Spanier (ex officio), Arnelle, Jones, Junker, Myers, Riley, Shaffer, and Zahorchak.

The Committee on Educational Policy recommended that the Board of Trustees approve the following resolution:

1. RESOLVED, That the Board of Trustees approves President Graham B. Spanier’s appointment of Dr. Henry C. Foley as Vice President for Research and Dean of the Graduate School effective January 1, 2010.

[Action Item A.1 was presented to the Trustees as a white sheet item at the meeting.]

Chair Hayes reported that since the occasion of the last meeting, the Committee had an opportunity to learn about the "First Year Experience." In April 2008, the University Faculty Senate passed legislation requiring first-year engagement programming throughout the University effective with the Summer 2009 semester. Since passage of the 2008 legislation, a joint Senate/Administrative Committee was appointed by then-Senate Chair Ingrid Blood and Vice President Robert Pangborn to oversee implementation.

Each academic college and campus was tasked with developing a plan for a sustained first-year experience for incoming students that would meet a set of common goals, along with an appropriate assessment process. The Committee explored important aspects of the initiatives and highlighted innovative approaches to first-year engagement.

Counsel Courtney reported there were no pending legal matters.

The Board voted to approve the action item as recommended by the Committee on Educational Policy.

B. Committee on Campus Environment

Chair Alexander reported that a quorum of the Committee on Campus Environment was present with the following members in attendance: Alexander (chair), Hughes (vice chair), Broadhurst and Spanier (ex officio), Hetherington, Huber, Poprik, Quigley, Redding, and Suhey. There were no recommendations for action to present to the Board of Trustees.

Chair Alexander reported that since our last meeting, the Committee had an opportunity to explore the topic of Dangerous Drinking among Our Students. No topic more consistently absorbs the attention of university administrators nationally than the abuse of alcohol among students. Millions of dollars spent and hundreds of initiatives later, and the issue remains. The damage is calculated in personal injury, sexual assault, academic failure, personal financial challenges, and, far too often, student death.
Penn State's leadership has been outspoken about this issue for many years. The University has implemented countless educational and enforcement efforts designed to stem the tide of alcohol abuse among students, and yet too many students continue to make bad choices involving alcohol. The most troubling recent example is Joe Dado, a freshman who died in a tragic accident earlier this semester after a night spent drinking with friends.

Discussion was held regarding ways to limit this senseless waste of productivity and lives, as well as whether there is an opportunity to build successful partnerships with our students and the larger community the University inhabits. In the end, the key questions involve personal and community responsibility, but perhaps other changes can be effected.

There are no easy answers and this will be an ongoing discussion. However, it is also believed that the most recent tragedy provides an opportunity for us to renew our efforts in this area.

C. Committee on Finance and Physical Plant

Chair Strumpf reported that a quorum of the Committee on Finance and Physical Plant was present with the following members in attendance: Strumpf (chair), Henning (vice chair), Broadhurst and Spanier (ex officio), Chaiken, Clemens, Eckel, Garban, Hintz, Lubert, Masser, and Surma.

Chair Strumpf reported that since the last meeting, the Committee had the opportunity to receive information on approval levels and thresholds for various business transactions and an update on planning for the fiscal year 2010/11 operating budget.

The Committee on Finance and Physical Plant recommended that the Board of Trustees approve the following resolutions:

1. RESOLVED, That the conditions governing certain existing scholarships, fellowships, awards, and similar funds previously established at the University be revoked and that the Officers of the University are authorized to put into effect the revised regulations as requested by the donors.

2. RESOLVED, That the Board of Trustees gratefully acknowledges the generous contributions of the many friends of the University in support of endowments, funds, and other major commitments as reported to the Committee on Finance and Physical Plant at its meeting of November 6, 2009.

   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.

3. RESOLVED, That the resolution adopted by the Board of Trustees approving the agreement between the University and Toftrees Golf Resort and Conference Center to provide hotel accommodations and meals for the Penn State football team for the 2008 football season is amended to reflect the actual cost of $135,034.08.

   FURTHER BE IT RESOLVED, That the transaction whereby the University has contracted for the Department of Aerospace Engineering to utilize Allied Mechanical and Electrical Company to install an icing chamber for a cost-not-to-exceed $27,540 is ratified.

4. RESOLVED, That room and board charges at all locations be increased as shown on Schedules I through IV attached hereto and which are a part of this resolution. (See Appendix I)

5. RESOLVED, That the final plans for the new Penn State Hershey Children's Hospital, The Milton S. Hershey Medical Center, as designed by the firm of Payette Associates of Boston, are approved.
BE IT FURTHER RESOLVED, That authorization to award contracts to construct the project be approved at a cost not-to-exceed $206,500,000 from funds available to the University.

6. RESOLVED, That the final plans for Phase II of the Parking Garage, The Milton S. Hershey Medical Center, as designed by the firm of Payette Associates of Boston, Massachusetts are approved.

BE IT FURTHER RESOLVED, That authorization to award contracts to construct the project be approved at a cost not-to-exceed $20,300,000 from funds available to the University.

[Chair Strumpf announced that Agenda Item C.3, Consideration of Request for 2010-2011 Appropriation for Operations, was withdrawn from consideration and deferred until a subsequent meeting.]

The Committee received the following items for information:

1. Naming of Rooms, Portions of Buildings and Plazas
   a) Room 10 in Henderson Building, "The Hintz Family Student Center" in honor of a gift from Helen and Ed Hintz.
   b) The auditorium/lecture hall in the basement level of Henderson Building the "Ruth Pike Auditorium" for a commitment from Dottie and Lloyd Huck. The plaque should read: "The Ruth Pike Auditorium named in recognition of Dr. Ruth Pike, Professor Emerita of Nutrition by Dottie and Lloyd Huck."
   c) The weather center on the sixth floor of Walker Building the "Joel N. Myers Weather Center" for a commitment from Joel Myers.
   d) The service desk lobby (space 4A) in the Knowledge Commons of Pattee Library the "Allen J. and Judith R. Weltmann Central Service Lobby" for a gift from Allen and Judith Weltmann.

2. Status of Major Construction Programs and Borrowing

3. Sale of Gifted Properties
   a) Roscoe Blyler gifted property, Valley View, Pennsylvania, to Kelly Bari. Net sale proceeds will fund the Roscoe W. Blyler Fund for Excellence in the College of Engineering at the request of the donors.
   b) Joseph and Elizabeth Tipping gifted property, Georgetown, Texas, to Miguel and Marie Esparza. Net sale proceeds will fund Joseph V. Jr. and Elizabeth O'Shea Tipping Endowed Athletic Scholarship at the request of the donors.

4. Conflict of Interest - Disclosure

5. Comments about the University's Audited Financial Statements were made by Joseph J. Doncsecz, Corporate Controller. Supplemental information was mailed to the trustees under separate cover.

6. A photo report on the progress of selected construction projects was presented including: The Metzgar Admissions and Alumni Center, the Reed Union Building, and the Lilly Library and Kochel Center at Penn State Erie, The Behrend College; the Misciagna Family Center at Penn State Altoona; and the Millennium Science Complex at University Park. (A visual presentation was made.)

Counsel Courtney reported that in regards to the Schengrund litigation which is the salary discrimination case in the College of Medicine, on September 30th the Federal District Court for the Middle District of Pennsylvania granted the University's motion for partial summary judgment. Under
this ruling, the plaintiffs are precluded from seeking any damages prior to 2004, whereas in their litigation they were trying to seek damages dating back as far as the 1970's. The case will now proceed to the merits of plaintiffs' claims that they were victims of salary discrimination, and the University will continue to vigorously defend against those claims.

The Board voted to approve the action items as recommended by the Committee on Finance and Physical Plant.

**Proposed Appointment of a Screening Committee for the Distinguished Alumni Award**

It was voted to authorize the President of the Board to appoint a committee to screen all nominees for the Distinguished Alumni Award, and present a slate at the January 2009 meeting.

**Approval of Revised Standing Orders**

The Board of Trustees voted to adopt the following resolution:

RESOLVED, That the *Standing Orders* of the Board of Trustees of The Pennsylvania State University, as reflected in Appendix III, are approved. (Appendix II)

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

Chairman Broadhurst in his remarks:

- Presented appreciation gift to Eva Pell, who will depart Penn State at the end of the year, for her 36 years of service to Penn State;

- Informed the trustees that there will be a seminar on the afternoon of Thursday, January 21, 2010.

The meeting adjourned at 2:33 p.m.

Respectfully,

Paula R. Ammerman  
Associate Secretary  
Board of Trustees
## The Pennsylvania State University
### Proposed Room and Board Rates
#### Effective Fall 2010

**Undergraduate Residence Hall Room Rates/Person/Semester**
(Meal Plan Required)

<table>
<thead>
<tr>
<th>Room Description</th>
<th>Number of Occupants</th>
<th>Current Rate</th>
<th>Proposed Rate</th>
<th>Proposed Increase</th>
</tr>
</thead>
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# The Pennsylvania State University
## Proposed Room and Board Rates
### Effective Fall 2010

### University Park Nittany Apartment
#### Rates/Person/Semester*

<table>
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<tr>
<th>Room Description</th>
<th>Number of Occupants</th>
<th>Current Rate</th>
<th>Proposed Rate</th>
<th>Proposed Increase</th>
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*Room rate includes utilities.

### Erie, Behrend Apartment
#### Rates/Person/Semester*

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<th>Current Rate</th>
<th>Proposed Rate</th>
<th>Proposed Increase</th>
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<tr>
<td>2 Bedroom Garden</td>
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<td>$2,740</td>
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*Room rate includes utilities.

### Harrisburg Apartment
#### Rates/Person/Semester*

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<th>Room Description</th>
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*Room rate includes utilities.
### University Park Graduate Family Apartment
#### Rates/Month*

<table>
<thead>
<tr>
<th>Room Description</th>
<th>Number of Occupants</th>
<th>Current Rate</th>
<th>Proposed Rate</th>
<th>Proposed Increase</th>
</tr>
</thead>
<tbody>
<tr>
<td>White Course 1 Bedroom</td>
<td>N/A</td>
<td>$880</td>
<td>$900</td>
<td>$20</td>
</tr>
<tr>
<td>White Course 2 Bedroom</td>
<td>N/A</td>
<td>1,000</td>
<td>1,025</td>
<td>25</td>
</tr>
<tr>
<td>White Course 3 Bedroom</td>
<td>N/A</td>
<td>1,135</td>
<td>1,165</td>
<td>30</td>
</tr>
</tbody>
</table>

*Rate includes utilities.

### University Park Graduate Apartment
#### Rates/Person/Month*

<table>
<thead>
<tr>
<th>Room Description</th>
<th>Number of Occupants</th>
<th>Current Rate</th>
<th>Proposed Rate</th>
<th>Proposed Increase</th>
</tr>
</thead>
<tbody>
<tr>
<td>White Course 4 Bedroom Apartment</td>
<td>4</td>
<td>$700</td>
<td>$720</td>
<td>$20</td>
</tr>
<tr>
<td>Grad/Hsg. Asst., Single</td>
<td>1</td>
<td>490</td>
<td>500</td>
<td>10</td>
</tr>
</tbody>
</table>

*Rate includes utilities.

### Board Plan
#### Rates/Semester

<table>
<thead>
<tr>
<th>Meal Plan</th>
<th>Number of Points</th>
<th>Current Rate</th>
<th>Proposed Rate</th>
<th>Proposed Increase</th>
</tr>
</thead>
<tbody>
<tr>
<td>Plan 1</td>
<td>51,000</td>
<td>$1,735</td>
<td>$1,775</td>
<td>$40</td>
</tr>
<tr>
<td>Plan 2</td>
<td>59,000</td>
<td>1,815</td>
<td>1,855</td>
<td>40</td>
</tr>
<tr>
<td>Plan 3</td>
<td>65,000</td>
<td>1,870</td>
<td>1,915</td>
<td>45</td>
</tr>
<tr>
<td>Plan 4</td>
<td>74,500</td>
<td>1,960</td>
<td>2,010</td>
<td>50</td>
</tr>
<tr>
<td>Plan 5</td>
<td>82,500</td>
<td>2,035</td>
<td>2,090</td>
<td>55</td>
</tr>
<tr>
<td>Plan 6</td>
<td>98,000</td>
<td>2,180</td>
<td>2,245</td>
<td>65</td>
</tr>
</tbody>
</table>
### UNIVERSITY MANOR APARTMENTS

**CURRENT vs PROPOSED MONTHLY RENTAL RATES**

<table>
<thead>
<tr>
<th>Type Occupancy</th>
<th>No. Units</th>
<th>Current Rates Per Apt.</th>
<th>Proposed Rates Per Apt.</th>
<th>Amount Increase</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>University Manor East</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>1 Bedroom (with Washer/Dryer)</td>
<td>24</td>
<td>$808</td>
<td>$840</td>
<td>$32</td>
</tr>
<tr>
<td>2 Bedroom (with Washer/Dryer)</td>
<td>208</td>
<td>$954</td>
<td>$992</td>
<td>$38</td>
</tr>
<tr>
<td>3 Bedroom (with Washer/Dryer)</td>
<td>16</td>
<td>$1,045</td>
<td>$1,084</td>
<td>$39</td>
</tr>
<tr>
<td><strong>University Manor West</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>4 Bedroom (furnished) *</td>
<td>31</td>
<td>$1,864</td>
<td>$1,936</td>
<td>$72</td>
</tr>
</tbody>
</table>

*NOTE*: Proposed monthly increase per bedroom is $18
C O N T E N T S

STANDING ORDERS OF THE BOARD OF TRUSTEES

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11/2009 (ii)
STANDING ORDERS OF THE BOARD OF TRUSTEES

ORDER I. THE FOLLOWING SPECIAL COMMITTEES AND SUBCOMMITTEES ARE HEREBY ESTABLISHED:

(1) Nominating Committee. The President of the Board, after consultation with the President of the University, is authorized to appoint a nominating committee composed of three members to recommend to the Board candidates for election to membership on the Executive Committee and to recommend candidates for the rank of trustee emeritus in accordance with established guidelines.

(2) Subcommittee on Architect/Engineer Selection (of the Committee on Finance and Physical Plant).
   (a) This subcommittee will be composed of three members of the Committee on Finance and Physical Plant.
   (b) When it becomes necessary for the Board to appoint an executive architect or engineer for University physical plant projects, University staff will prepare a list of not less than three nor more than five firms for consideration by the subcommittee.
   (c) The qualifications of these firms to perform this particular professional activity as well as background information regarding the type of firm and previous professional work will be presented to the subcommittee.
   (d) Based on this information, and upon any recommendation that may be forthcoming from a program committee, and any additional information the subcommittee may request, the subcommittee, after discussion with the staff, will recommend to the Committee on Finance and Physical Plant the firm that they recommend the Board should appoint.

(3) Subcommittee on Audit (of the Committee on Finance and Physical Plant).
   (a) This subcommittee will be composed of four members of the Committee on Finance and Physical Plant.
   (b) This subcommittee shall be responsible for reviewing on a regular basis the performance and determinations of the auditing firm and informing the Committee on Finance and Physical Plant regarding relevant financial oversight matters.

(4) Subcommittee on Finance (of the Committee on Finance and Physical Plant).
   (a) This subcommittee will be composed of three members of the Committee on Finance and Physical Plant.
   (b) This subcommittee shall be responsible for reviewing on a regular basis certain of the University's material financial matters, including the operating and capital budgets, balance sheet management and debt strategy, and informing the Committee on Finance and Physical Plant regarding relevant financial oversight matters.

ORDER II. SPECIAL ASSIGNMENTS

(1) Trustee Representative at All Commencements. The Board of Trustees shall be represented at all Commencements by the President of the Board or by trustees designated by the President of the Board.
(2) **Trustee Representative at Meetings of the Executive Board of the Alumni Association.** On recommendation of the Executive Board of the Alumni Association, the President of the Board is authorized to appoint a trustee to attend all official meetings of the Executive Board of the Alumni Association.

(3) **Trustee Liaison to Capital Campaigns.** The President of the Board is directed to appoint a liaison trustee to interact with developmental activities for capital campaigns and to apprise the Board of Trustees of the activities and the progress of campaigns.

**ORDER III. ATTENDANCE**

(1) Regular attendance at meetings by members of the Board is expected. If an appointive or elective 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 President of the Board the question of his/her ability to continue attendance appropriate to a trustee.

**ORDER IV. MATTERS REQUIRING APPROVAL OF THE BOARD OF TRUSTEES**

(1) **Basic University Organization and Policy**
   (a) All matters pertaining to the Corporate Charter and Bylaws.
   (b) All reports of standing or special committees of the University's Board of Trustees.
   (c) All major modifications of educational policy.
   (d) Authorization to grant degrees to graduates.
   (e) University intellectual property policy.

(2) **Fiscal Matters**
   (a) Establishment of, or changes in existing, major University fiscal policies.
   (b) Annual budgets and changes in the approved totals, state appropriation requests, and appropriation of building funds unappropriated.
   (c) Acceptance of gifts, bequests, grants, fellowships, scholarships, loan funds that are not in accord with established policy.
   (d) Establishment of, or changes in, fees including tuition, room and board.
   (e) Authorization to borrow money; authorization of persons to sign checks, contracts, legal documents, and other obligations, and to endorse, sell, or assign securities.
   (f) Selection of firm to make annual audit of University accounts.
   (g) Purchase or sale of University property, with the exception of the sale of property up to $3 million in value gifted to the University for the express purpose of sale with proceeds benefitting the University.

(3) **Personnel Matters**
   (a) The establishment of senior administrative positions responsible directly to the President and the determination of the functions of such positions shall be made by the President of the University. The appointment to and removal of senior administrative officers in these positions shall be made by the President of the University, subject to the approval of the Board of Trustees. All other administrative officers with the title of vice president or dean shall be appointed by the President, subject to the approval of the Board of Trustees. Removal of such administrative officers with the title of vice president or dean shall be made by the
President and, in such event, the President shall inform the Board of Trustees of such removal at the next regular meeting of the Board.

(4) Physical Plant
   (a) Establishment of, or changes in existing policies, on matters such as selection of architects, naming of buildings and roads, preservation of campus landmarks.
   (b) Long-range planning for physical development, including location and construction of buildings, utilities, and recreation areas, and any sites in variance with the accepted master plan.
   (c) Approval of land and other real estate to be considered for purchase or sale, with the exception of the sale of land and other real estate up to $3 million in value gifted to the University for the express purpose of sale with proceeds benefitting the University.
   (d) Approval of specific names for individual buildings and roads.
   (e) Design plans for buildings and facilities to be constructed, with the exception of temporary buildings or buildings under $2 million in cost. Review and approval may be requested by the administration in lieu of presentation as an information item for projects of a special nature that fall below the $2 million level.
   (f) Approval to award contracts for construction; provided, however, that the Officers of the University shall have the discretion to expend up to an additional 10 percent of the authorized construction cost, as necessary.
   (g) Appointment of architect for construction of major projects.

(5) Miscellaneous
   (a) Selection of the recipients of Distinguished Alumni Awards, honorary degrees, and the Penn State Medal.
   (b) Selection of specific dates for trustee meetings.

ORDER V. MATTERS TO BE PRESENTED TO THE BOARD OF TRUSTEES FOR INFORMATION

(1) Basic University Organization and Policy
   (a) New curricula and major changes in existing curricula.
   (b) Major policy matters affecting student welfare and activities.
   (c) Major policy matters affecting research.

(2) Fiscal Matters
   Financial statements, and gifts, bequests, grants, fellowships, scholarships, loan funds that are in accord with established policy.

(3) Personnel Matters
   (a) Policies. New policies or changes in existing policies governing appointments, promotions in academic rank, leaves of absence, resignations, retirements, academic freedom and tenure, hours and conditions of employment, and fringe benefits.

(4) Physical Plant
   (a) Projects with a cost between $1,000,000 and $1,999,999.
   (b) Naming of rooms, portions of buildings, and plazas.
   (c) Proceeds from the sale of land and other real estate gifted to the University for the express purpose of sale.
ORDER VI. PROCEDURES FOR THE ELECTION OF TRUSTEES BY ALUMNI
(see also the Charter)

(1) Qualifications of Candidates for Trustee. See Art. 2 of the Corporate Bylaws.

(2) Date of Election. Elections for alumni members of the Board 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 President or Acting President of the Board, 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 Board may from time to time direct.

(3) Nominations. The Secretary of the Board of Trustees, or such other officer as may be from time to time designated by said Board, shall send to each qualified elector (see Charter provision) whose 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 fifty 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.

(4) Correction of Mailing List. The Office of the President is instructed to provide for correction of the mailing list.

(5) Form of Ballot. Only the official nominating and voting ballots may be used to nominate and vote for candidates.

(6) Position on Ballot. Immediately after the last day fixed for depositing ballots to nominate candidates for alumni trustee, the President 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 by mail 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.

(7) Designation of Incumbents. The asterisk identifying incumbents shall be eliminated from election ballots, but the booklets of biographical sketches shall continue to identify incumbents with an asterisk.

(8) Position in Booklet of Biographical Sketches. Candidates' names shall be in alphabetical order in the booklet of biographical sketches.

(9) 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.
(10) **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.

(11) **Candidate May Withdraw Name.** Each candidate nominated shall be given the privilege of withdrawing his/her name.

(12) **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 named in the charter 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.

(13) **Announcement of Results.** The names of the winning candidates in the election shall be given publicity in the public press (and no reference shall be made to the other candidates for the three offices). The names of all candidates and the number of votes received by each shall be reported to the Alumni Association for publication in *The Penn Stater* only.

**ORDER VII. SELECTION GROUP ON BOARD MEMBERSHIP FOR BUSINESS AND INDUSTRY TRUSTEES (see also the Charter)**

The Selection Group on Board Membership for Business and Industry Trustees shall be composed of five members (three seated or emeriti 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 shall be appointed annually by the President of the Board for the purpose of recommending 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 (approval or rejection of recommended candidates only).

**ORDER VIII. 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, except as provided in paragraph (13) hereof. The term "meeting" means any prearranged gathering which is attended or participated in by a quorum and held for the purpose of deliberating University business or taking official action. The term "University business" means the framing, preparation, making or enactment of policy or regulations, the creation of liability by contract or otherwise, or the adjudication of rights, duties and responsibilities, but not including administrative action. The term "administrative action" means the execution of policies relating to persons or
things previously authorized or required by official action adopted at an open meeting of the Board of Trustees. The term "administrative action" does not include the deliberation of University business. The phrase "deliberating University business" shall mean the discussion of University business held for the purpose of making a decision. The phrase "official action" means (1) the making of a recommendation pursuant to statute, ordinance or executive order, (2) the establishment of policy, (3) the making of a decision on University business or (4) the vote taken on any motion, proposal, resolution, rule, regulation, ordinance, report or order.

(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.

(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.

(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. 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 President of the Board 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 President of the Board or the President of the University.

(a) The President of the Board or the President of the University shall be authorized to invite one student and one faculty member to participate in the discussion of agenda items at meetings of the Board of Trustees under existing Rules and Regulations.

(b) Three non-voting faculty representatives and three non-voting student representatives may be invited to attend and participate in the meetings of standing committees and of special committees, except executive sessions of the committees. The faculty and student representatives shall be selected by the President of the University in such manner as he/she deems appropriate.

(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.
(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 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 of the Board of Trustees.** The Board of Trustees, its Executive Committee, its Standing Committees, and its Special Committees may hold an executive session for one or more of the following reasons:

(a) To discuss any matter involving the employment, appointment, termination of employment, terms and conditions of employment, evaluation of performance, promotion or disciplining of any specific prospective officer or employee or current officer or employee employed or appointed by the University, or former officer or employee, provided, however, that the individual employees or appointees whose rights could be adversely affected may request, in writing, that the matter or matters be discussed at an open meeting.

(b) To hold information, strategy and negotiation sessions related to the negotiation or arbitration of a collective bargaining agreement or, in the absence of a collective bargaining unit, related to labor relations and arbitration.

(c) To consider the purchase or lease of real property up to the time an option to purchase or lease the real property is obtained or up to the time an agreement to purchase or lease such property is obtained if the agreement is obtained directly without an option.

(d) To consult with its attorney or other professional advisor regarding information or strategy in connection with litigation or with issues on which identifiable complaints are expected to be filed.

(e) To review and discuss University business which if conducted in public would violate a lawful privilege or lead to the disclosure of information or confidentiality protected by law, including matters related to the initiation and conduct of investigations of possible or certain violations of the law and quasi-judicial deliberations.

(f) To discuss matters of academic admission or standings.

The executive session may be held during an open meeting, at the conclusion of an open meeting, or may be announced for a future time. The reason for holding the executive session must be announced at the open meeting occurring immediately prior or subsequent to the executive session. If the executive session is not announced for a future specific time, members of the Board of Trustees shall be notified 24 hours in advance of the time of the convening of the meeting specifying the date, time, location and purpose of the executive session. Official action on discussions held in executive session shall be taken at an open meeting. An executive session may be called by the President of the Board of Trustees or the President of the University, or, in the absence of the President of the Board of Trustees, the Vice President of the Board. A majority of the members present and voting may determine to adjourn and direct that notice of a public meeting at a subsequent time be given, rather than proceed in executive session.
(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 the Penal Code of Pennsylvania.

(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 IX. GOVERNANCE OF THE UNIVERSITY

(1) Role of the Board of Trustees in University Governance
(a) Authority of the Board of Trustees. The Board of Trustees of The Pennsylvania State University is the corporate body established by the charter with complete responsibility for the government and welfare of the University and all the interests pertaining thereto including students, faculty, staff, and alumni.

(b) Guiding Policies. In the exercise of this responsibility, the Board shall be guided by the following policies:
1. Delegation of authority. 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, and by him/her either by delegation to or consultation with the faculty and the student body in accordance with a general directive of the Board.

2. Reports and information required. This delegation of authority requires that the Board rely on the judgment and decisions of those who operate under its authority. However, this reliance of the Board must be based upon its continuing awareness of the operations of the University. Therefore, the Board shall receive and consider thorough and forthright reports on the affairs of the University by the President or those designated by the President.

3. Advisor to the President. It is the duty of the Board to advise the President on any University matter.

(c) Responsibilities of the Board of Trustees. The Board of Trustees shall carry out certain responsibilities as a Board, without delegation. These responsibilities are:
1. The selection, support, compensation, and evaluation of the President of the University. This responsibility includes a commitment to grant the President broad delegated authority, to
support the President in his/her exercise of such authority, to
judge the performance of the President, and if necessary, to
remove the President. In the selection of a President, the Board
shall consult with representatives of the faculty and the student
body.

2. The determination of the major goals of the University and the
approval of the policies and procedures for implementation of such
goals. The determination of the major goals of the University shall
include the establishment and review of long-range plans for the
educational, financial, and physical development of the University.

3. The review and approval of the operating and capital budget of the
University.

4. Such other responsibilities as law, governmental directives, or
custom require the Board to act upon. Among these are included:
   a. Amend the Charter and Bylaws
   b. Buy and sell real estate, with the exception of the sale of
      real estate of up to $3 million in value gifted to the
      University for the express purpose of sale with proceeds
      benefitting the University
   c. Borrow money
   d. Transfer trust assets
   e. Transfer securities
   f. Authorization to receive certain government grants
   g. Establish appropriate investment policies and exercise
      prudent oversight of the University’s endowment, finances,
      and other tangible assets
   h. Ensure an independent audit of the University’s finances
   i. Review and continuously improve the Board’s performance

It is recognized that the performance of some of these
responsibilities does involve the Board to some extent in the day-
to-day operations of the University. Whenever possible, the Board
shall devote its major time and consideration to its broader
responsibilities for the welfare of the University.

(d) 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.

(e) 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.

(f) 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:
1. Understand and support the University’s mission, vision, and
   values
2. Act in good faith at all times and in the best interests of the
   University in a non-partisan manner
3. Make the University a top philanthropic priority to the very best of
   one’s personal ability
4. Prepare diligently, attend faithfully, and participate constructively
   in all Board meetings and related activities by reading the agenda
   and supporting materials
5. Speak openly within the Board and publicly support decisions reached by the Board
6. Make decisions and instruct the administration as a Board, not as individuals
7. Participate regularly in events that are integral parts of the life of the University community
8. Disclose promptly and fully any potential or actual conflicts of interest, and personally maintain exemplary ethical standards
9. Refrain from requests of the president or staff for special consideration or personal prerogatives, including admissions, employment, and contracts for business
10. Maintain confidentiality without exception
11. Advocate the University's interests, but speak for the Board or the University only when authorized to do so by the Board or the Chair
12. Respect established channels to acquire information or open communication with constituents
13. Extend goodwill to one another and to all members of the University community.

(g) 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 Corporation Code 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/her administration, by the faculty, and by the student body in accordance with the delegations of authority and advisory roles hereinafter set forth.

(3) Role of the President in University Governance
   (a) Chief Executive Officer. The Board of Trustees hereby directs that the President of the University, subject to the revisions and orders of the Board, shall be chief executive officer of the University, consistent with such orders of the Board. He/she shall be responsible only to the Board and shall report to the Board.
(b) **Duties as Chief Executive Officer.** The President, as chief administrative officer, shall carry out all orders and directives of the Board of Trustees and shall administer all policies of the Board. The President shall also administer all policies established by him/her and by the faculty. The President may delegate such administrative authority as he/she deems appropriate to his/her staff, to the Treasurer, to the deans of the various administrative units, and to others, who shall exercise such delegated authority in the name of the President.

(c) **Responsibility for Senior Administrative Positions.** The establishment of senior administrative positions responsible directly to the President and the determination of the functions of such positions shall be made by the President of the University. The appointment to and removal of senior administrative officers in these positions shall be made by the President of the University, subject to the approval of the Board of Trustees. All other administrative officers with the title of vice president or dean shall be appointed by the President, subject to the approval of the Board of Trustees. Removal of such administrative officers with the title of vice president or dean shall be made by the President and, in such event, the President shall inform the Board of Trustees of such removal at the next regular meeting of the Board.

(d) **Duties as Chief Policy Officer.** The President, as chief policy officer, shall have final authority, subject to the revisions and orders of the Board, to establish policy concerning educational policy and planning, student affairs, the instructional program, courses and curricula, personnel, admissions, graduation requirements, scholarships and honors, calendar requirements, business, planning, research, and finance.

(e) **Delegation to the Faculty.** Provided, however, the President shall delegate to the faculty, as appropriately organized, subject to the revisions and orders of the President, the authority to establish policy concerning the approval and supervision of the instructional program, including courses and curricula, academic admission standards, graduation requirements, and scholarships and honors.

(f) **Consultation with the Faculty.** The President shall consult with the faculty, as appropriately organized, in the establishment of policy concerning educational policy and planning, including general admissions policy, calendar, academic personnel, student affairs, and any other matter he/she shall deem appropriate.

(g) **Consultation with Student Body on Student Affairs.** The President shall consult with the student body, as appropriately organized, in the area of student affairs.

(4) **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.
(5) **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.
(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 X. **DELEGATION OF CORPORATE AUTHORITY**

(1) **Board of Trustees Delegation of Authority to Certain University Administrative Officers.** The President, Vice President, Secretary, Treasurer, Assistant Treasurer, Senior Vice President for Finance and Business, and Corporate Controller of this Corporation, or any one of such officers be and they are hereby fully authorized and empowered on behalf of the Corporation to execute and acknowledge all deeds, agreements and contracts, and to transfer and endorse, sell, assign, set over and deliver any and all shares of stock, bonds, debentures, notes, evidences of indebtedness or other securities now or hereafter standing in the name of or owned by this Corporation, and to make, execute, acknowledge, and deliver, under the corporate seal of this Corporation, any and all written instruments necessary or proper to effectuate the authority hereby conferred.

The Treasurer, or in the absence of the Treasurer, the Senior Vice President for Finance and Business, may delegate in writing to such employees of the Corporation as they may deem appropriate, the authority to execute and acknowledge on behalf of the University standardized agreements and contracts for which those employees have administrative responsibility.

The Executive Director, Office of Investment Management, or in his absence, the Chief Investment Officer, is hereby fully authorized and empowered on behalf of the Corporation to transfer and endorse, sell, assign, set over and deliver any and all shares of stock, bonds, debentures, notes or other securities now or hereafter standing in the name of or owned by this Corporation, and to make, execute, acknowledge, and deliver, under the corporate seal of this Corporation, any and all written instruments necessary or proper to effectuate the authority hereby conferred.

The Associate Vice President for Finance and Business and Controller, or, in his/her absence, the Associate Controller, be and they are hereby fully authorized and empowered on behalf of the Corporation to execute and acknowledge all agreements and contracts related to the affairs of the College of Medicine.

The Associate Secretary and Assistant Secretary of this Corporation, or any one of such officers, be and they are hereby fully authorized and empowered on behalf of this Corporation to make, execute, acknowledge, and deliver, under the corporate seal of this Corporation, any and all written instruments necessary or proper to effectuate the authority hereby conferred.
ORDER XI. TRUSTEE EMERITUS

(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 President of the Board shall request the Nominating Committee to review the service of a Trustee upon retirement. The committee may recommend to the Board that emeritus status be awarded to the retired trustee. 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, but shall be entitled to all of the privileges except those of making motions, of voting and of holding office. Any trustee having served 20 years on the effective date of this resolution will be entitled to automatic trustee emeritus status in accordance with the prior policy.