

Report and Recommendations of the Task Force on Trustee Selection

May 18, 2007

The recommendation of the Task Force on Trustee Selection, as presented in March 2007, is amended to read as follows:

Recommendation

Because the identification, selection, and election of qualified trustees is of such importance to the future of Penn State, the Task Force recommends that the Board of Trustees authorize, through acceptance of this report, the Chairman of the Board to appoint an advisory group on trusteeship, which will have equal representation of all constituent groups that comprise the Board of Trustees, to facilitate an ongoing review of the best practices and processes to identify and select qualified potential candidates to fill vacancies that may arise on the Board from time to time. Recommendations of the advisory group are to be consistent with Penn State's distinction and heritage as Pennsylvania's land-grant university and the University's commitment to its stakeholders and citizens through education, research and service. The functions of the advisory group will include:

- a. serving in a strictly advisory capacity to the Chairman of the Board, and by extension, to the Board of Trustees on matters that properly should be brought forward by the Chairman to the full Board for information or official action. The advisory group is not intended to be, nor shall it function as, a standing Committee of the Board of Trustees. Only the Board, after due deliberation, will continue to have the authority to make any changes in the University's Charter or Bylaws, or the Standing Orders of the Board of Trustees, as is presently the case.
- b. exploration of possible avenues to encourage dialogue with the Governor, and his/her representatives, regarding candidates for membership to the Board of Trustees.
- c. review of measures implemented by the administration to raise the visibility of the election of trustees by the alumni, which may include a University maintained web-site giving all candidates and alums equal access to information on each candidate, and simplifying the nomination and balloting materials to make them more "user friendly."

(The Office of the Board of Trustees will work with the Penn State Alumni Association to ensure that confusion is minimized between the election of trustees by the alumni and the election of members to the Penn State Alumni Council. Additionally, the Office of the Board of Trustees will work with the Penn State Alumni Association to promote visibility of both election processes and explore ways to provide encouragement to vote in the elections, as well as to encourage candidacy.)

- d. consult with the Study Group on Board Membership for Business and Industry Trustees with respect to the possible expansion of the pool of candidates.
- e. encourage the elected entities, by categories, to review the election processes and procedures at three year intervals. Any recommendations for revisions to policies will be referred to the full Board of Trustees for consideration and action, as appropriate.
- f. facilitate the development of a pool of potential candidates, who are familiar with and supportive of Penn State's mission, for use by the Chairman of the Board in providing

possible candidates for consideration by the Governor or to fill vacancies that may arise on the Board from time to time.

- g. facilitate and support the Board's self-assessment activities.