

## I.B. THE TRUSTEES

(Source: *Statutes of the Trustees, 1969; revised, April 28, 1980; revised, April 15, 1981; revised, June 17, 1983; revised, October 20, 1995; revised, June 21, 1996; revised, June 15, 2007* (<https://archives.upenn.edu/digitized-resources/docs-pubs/trustees-minutes/minutes-2007/june-15/#Resolutions>); *revised, June 17, 2011* (<https://archives.upenn.edu/digitized-resources/docs-pubs/trustees-minutes/minutes-2011/june-17/>))

The Statutes classify the trustees as follows:

1. Trustees Ex Officio (*Non-voting*): The Governor of the Commonwealth of Pennsylvania and the President of the University during their respective terms.
2. Charter Trustees (*Voting*): Up to ten in number, elected to serve until retirement from among persons who have served as trustees for a period of not less than five years.
3. Term Trustees (*Voting*): Up to thirty in number, elected to serve for terms of five years. A term trustee may serve only two terms, which would ordinarily be successive, for a total of ten years' service. Prior service in any other voting class will also be applied toward this ten-year maximum.
4. Alumni Trustees (*Voting*): Up to fourteen in number, to include the President of Penn Alumni during his or her term of office and up to thirteen trustees elected by the alumni in accordance with rules established by Penn Alumni with the concurrence of the trustees, to serve for terms of five years, from among those persons who have received degrees from the University. An alumni trustee may not succeed himself or herself in office, but may be elected in another class.
5. Trustees Emeriti (*Non-voting*): Charter Trustees shall be designated as Trustees Emeriti upon attaining the age of seventy (70), or as early as age sixty-five (65), if they so choose. Other trustees who have been elected to two five-year terms in any class shall be eligible for election as trustees emeriti upon attaining the age of seventy (regardless of the age at which their ten-year term of service ends or the time remaining in their second term if they turn seventy before its conclusion) or, in rare circumstances, at an earlier age.
6. Commonwealth Trustees (*Voting*): Four non-elected officials appointed by the following representatives of the Pennsylvania General Assembly: the President Pro Tempore of the Senate, the Leader of the Senate, the Minority Speaker of the House of Representatives, and the Minority Leader of the House of Representatives, each of whom shall have the power to appoint one Commonwealth Trustee in accordance with Act No. 1994-25A.
7. Special Trustees (*Voting*): Up to two in number, to serve for a term determined by the Chair and approved by the Trustees Executive Committee, as defined at the time of their election, and whose service is in the best interests of the University to meet a particular need or purpose.

The Executive Committee of the Trustees exercises all of the powers and authority of the trustees, except for those cases where the Statutes specify action by the full board. The Executive Committee is elected annually by the trustees and shall normally be comprised of no fewer than ten voting trustees. The trustees may form such boards and committees as they see fit for any of the purposes and activities of the University. The standing committees at present are: Academic Policy; Audit and Compliance; Budget and Finance; Compensation; Development; Facilities and Campus Planning; Honorary Degrees and Awards; Local,

National, & Global Engagement; Nominating; and Student Life. There is also an Investment Board.

The trustees annually elect the chair of the trustees and one or more vice chairs, who also serve as members of and as chair and vice chairs of the Executive Committee. The trustees hold two-day meetings three times a year, normally in the spring, fall, and winter. The meetings consist primarily of committee sessions and culminate in a stated meeting of the trustees. The Executive and Budget and Finance Committees are scheduled to meet at additional times throughout the year, and the other standing committees may have additional meetings if necessary. In accordance with Pennsylvania law, formal action on resolutions is taken in stated meetings open to any member of the University community, subject to space.

Each standing committee is staffed by a University administrator who assists the chair in planning agendas and preparing background material for meetings. Six of the standing committees currently have faculty and student liaisons elected by the Faculty Senate, the Graduate and Professional Student Assembly, and the Undergraduate Assembly, who help represent the University community in committee discussions.

Ten of the schools and six University centers have boards of overseers composed of informed laypersons who act in an advisory capacity to the trustees, the President, the Provost, and the dean of a school or director of a center.

Copies of the Statutes and more detailed information about the trustees are available on the web site of the Secretary of the University (<https://secretary.upenn.edu/>).