The Stated Meeting of the Corporation of the Trustees of the University of Pennsylvania was held at 2:00 p.m., on Friday, January 14, 1972 in the Council Room of the Furness Building.

Present were: Mr. William L. Day (Chairman), Gustave G. Amsterdam, Esq., Mr. Samuel H. Ballam, Jr., Mr. Julian S. Bers, Dr. Detlev W. Bronk, Mr. Orville H. Bullitt, Mr. I. W. Burnham, II, Mr. Howard Butcher III, Dr. George A. Coleman, Mr. Paul J. Cupp, Milton T. Daus, Esq., Robert Dechert, Esq., Mr. Robert G. Dunlop, Mr. John W. Eckman, Mr. Thomas S. Gates, Mr. Reginald H. Jones, Dr. Carl Kaysen, Mr. Robert P. Levy, Mr. John A. Mayer, Mr. C. B. McCoy, Mr. Paul F. Miller, Dr. Franklin D. Murphy, Mr. William D. Patterson, Dr. D. Sergeant Pepper, Mr. Donald T. Regan, Mr. James A. Salinger, Bernard G. Segal, Esq., Mr. Wesley A. Stanger, Jr., Mr. Sarkes Tarzian, Mrs. Marietta Peabody Tree, Robert L. Trescher, Esq., The Honorable John H. Ware, 3rd, Mrs. Jacqueline Wexler, Mr. Charles S. Wolf; President Martin Meyerson; Provost and Vice-President Curtis R. Reitz; Vice Presidents Carl C. Chambers, John C. Hetherston, Harold E. Manley, and E. Craig Sweeten; Associate Provost John N. Hobstetter; Vice Provost Humphrey Tonkin; Deans Alfred Gellhorn and Peter T. Seely; Chaplain Johnson, Mrs. Patricia Meyers, Mr. Donald T. Sheehan, Mr. Donald M. Stewart, Miss Veronika von Nostitz, Dr. Robert Zemsky, Associate Secretary Robert G. Lorndale, Assistant Secretary Richard M. Sherman and Secretary William G. Owen. John Ames Ballard, Esq. attended as Counsel.

Messages of absence were received from: Mr. Henry B. Bryans, Mr. Henry M. Chance, II, Mr. Charles D. Dickey, Jr., Mr. Marcus A. Easton, Mr. James W. Gray, Jr., The Honorable A. Leon Higginbotham, Jr., Mr. Walter F. O'Malley, Mr. Richard S. Reynolds, Jr., Maurice B. Saul, Esq., Ernest Scott, Esq., The Honorable Milton J. Shapp, Mr. James M. Skinner, Jr., Mr. Henry T. Vance, Dr. Alfred H. Williams, Morton H. Wilner, Esq., Mr. Harold L. Zellerbach and Mr. William J. Zellerbach.
Chaplain Johnson opened the meeting with prayer.

The minutes of the meeting held on October 15, 1971 were approved.

Upon presentation by the Secretary, the following actions were approved:

**Mandamus for Convocation**

RESOLVED, That a mandamus be issued by the Corporation to the President, Provost and Professors for a Convocation of University Council for the conferring of degrees on May 22, 1972, and at any Special Convocations called during the balance of the year 1972.

**Authorization of Trustees' Honorary Degree Committee**

RESOLVED, That the Trustees' Honorary Degree Committee be authorized to select candidates for receipt of honorary degrees at the May Public Commencement Ceremonies and any other Convocation which may be scheduled between this date and the next meeting of the Trustees, with the understanding that their action will be confirmed at the next meeting of the Trustees.

RESOLVED, That the following persons be elected to the Board of Managers of The Wistar Institute of Anatomy and Biology for 1972:

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<tr>
<th>Mr. Frank G. Binswanger, Sr.</th>
<th>Dr. David R. Goddard</th>
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<td>Mr. Francis Boyer</td>
<td>Dr. George B. Koelle</td>
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<td>Mr. Paul R. Brant</td>
<td>Mr. W. Thacher Longstreth</td>
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<td>Mrs. T. Wistar Brown, IV</td>
<td>Mr. I. M. Scott</td>
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<td>Mr. John T. Dorrance, Jr.</td>
<td>Mr. E. Robert Thomas, Jr.</td>
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<td>Dr. Robert D. Dripps</td>
<td>Mr. Owen Jones Toland, Jr.</td>
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<td>Mr. Joseph N. DuBarry, IV</td>
<td>Mr. Andrew Van Pelt</td>
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<tr>
<td>Mr. John W. Eckman</td>
<td>Mr. James D. Winsor, III</td>
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The Academy of Natural Sciences has designated Dr. William W. Marvel and Dr. H. Radclyffe Roberts as their representatives on The Wistar Institute Board of Managers.

Mr. Caspar W. Haines has been designated the Wistar family representative on The Wistar Institute Board of Managers.

**Children's Seashore House**

RESOLVED, That under the terms of the affiliation agreement between the Children's Seashore House and the Trustees of the University of Pennsylvania, Dr. Harry M. Woske be designated as administrative representative from the University Medical Center to attend the meetings of the Board of Managers of the Seashore House.
RESOLVED, That Meridian Engineering, Inc., be and it hereby is discharged as project engineer under the lease dated as of August 1, 1968, from Pennsylvania Higher Educational Facilities Authority to The Trustees of the University of Pennsylvania effective as of the close of business this day, with thanks for its able services in that capacity during the past years.

FURTHER RESOLVED, That effective on the opening of business on the day following this date Arthur R. Freedman, whose signature appears below, be and he hereby is appointed project engineer under said lease.

WHEREAS, Dr. Frederic K. Miller, an alumnus of the Graduate School of Arts and Sciences of the University of Pennsylvania, served with distinction as Commissioner of Higher Education for the Commonwealth of Pennsylvania prior to his retirement from that office in the closing months of 1971; and

WHEREAS, Dr. Miller's service as Commissioner was marked by his leadership in bringing together the several segments of higher education in support of a Master Plan for Higher Education which reflects his conviction that all must work together for the common good, whether their resources be primarily public or private; and

WHEREAS, Dr. Miller's service of more than thirty years to higher education in Pennsylvania as teacher, college president, Commissioner, and now President of the Commission of Independent Colleges and Universities does honor to the University of Pennsylvania; now be it therefore

RESOLVED, That the Trustees of the University of Pennsylvania formally express to Dr. Miller the congratulations and appreciation of the University for his notable contributions to higher education during his distinguished career and for the credit his accomplishments reflect upon this University and be it further

RESOLVED, That a copy of this resolution be presented to Dr. Miller on the occasion of the Annual Citation Luncheon of the All-Pennsylvania College Alumni Association of Washington, D.C., on February 5, 1972, when Dr. Miller will be honored by the association for "outstanding contribution toward preserving and extending the American ideals of education."

President Meyerson stated that he had presented a synopsis of his progress report, "Directions for the University of Pennsylvania in the Mid-Seventies," at the meetings of the University Development and Educational Policy Committees, and he suggested that perhaps Dr. Kaysen would wish to comment. Dr. Kaysen presented a brief overview of the major points contained in the progress report and stated that it would be the President's purpose to elaborate upon elements contained in the document during the ensuing months. He expressed the need to define better the nature and scope and timing of the Trustees' partici-
Stated Meeting, January 14, 1972

President Meyerson observed that he had concluded from the discussion at the Educational Policy Committee meeting that there was general agreement among the Trustees with the approach outlined in the report. He stated that the various proposals will be refined further, including identification of savings and incremental expenditures and the kinds of financial assistance which will be necessary from outside sources.

Dr. Bronk expressed the view that the basic concept espoused in the document is desirable and essential, i.e., a university cannot expect to do well all things for all people. Mr. Gates expressed enthusiasm about the recommendations and suggested that accomplishment of the objectives would be a very difficult job. It is his view that the work of the Educational Development Commission would represent an educational process and would surely be a full-time responsibility for the members.

Mr. Eckman suggested that the emphasis placed on the raising of funds for endowed professorships was perhaps misplaced and indicated that this was only one part of the overall program. It was noted by Dr. Murphy that the Trustees must realize that the accretions of the past have contributed to the present financial problems of institutions everywhere, and that the reconstituting of the University would involve some pain and travail; he noted that such reconstitution was long overdue in higher education and that it should be clearly understood that this proposal is not just another fund-raising program.

Mrs. Wexler expressed her support of the President's program and especially the re-emphasis placed therein upon the quality of undergraduate education. She suggested that the President will need strong Trustee support in dealing with problems which will surely arise as the proposed reconstitution gets underway.

Mr. Dunlop expressed his wholehearted support of the objectives, as did Mrs. Tree.

Mr. Meyerson stated, by way of summary, that in view of this positive reaction, he would proceed to appoint the University Development Commission as set forth in the report and to urge
Stated Meeting, January 14, 1972

that body to formulate a report for the Trustees' meeting in May.

Provost and Vice President Reitz reported upon the following
matters with actions being taken as indicated:

1. RESOLVED, That the recommendations for academic appointments
   and promotions for the period from December 2, 1971 through
   January 5, 1972 be approved (Appendix A).

2. The consultative committees which were appointed to consider
   the Wharton School Deanship and the Engineering Deanship will
   soon submit reports. A consultative committee has recently
   been constituted to consider the School of Social Work Deanship,
   and a similar committee will soon be appointed to deal
   with the Vice Presidency for Health Affairs.

3. RESOLVED, That Associate Professor Humphrey Tonkin be appointed
   as Vice-Provost for Undergraduate Studies, effective January 1,
   1972.

4. RESOLVED, That Dr. D. Walter Cohen be appointed as Dean of the
   School of Dental Medicine effective July 1, 1972.

5. Dr. Edward Hanfield has accepted appointment as the first
   William R. Kenan, Jr. Professor.

6. The action taken by the University Council in December regard-
   ing the ROTC programs at the University is viewed as a middle
   position. In essence, this action calls for the administration
   to negotiate with the appropriate authorities toward altera-
   tions in the relationship of ROTC programs to the University
   so as to assure the University's independence from external
   control over matters affecting the quality of its degrees.
   He noted that student and faculty referenda at the time
   indicated an overwhelming number in favor of the retention
   of the ROTC programs. He cautioned, however, that flare-ups
   on the international scene could serve to alter these opinions.

7. Associate Professor John E. Wideman has been appointed as
   Director of Afro-American Studies.

   In response to an observation made by Mr. Dechert, President
   Meyerson indicated that this was a difficult decision for
   Professor Wideman to make, but that he believes this is the
   only way such a program will get started in the University.
   It is understood that he will give it an initial impetus and
   then proceed with his scholarly career.

Committee Reports

Nominating Committee - Mr. Segal

The following recommendations were approved effective on
this date:

For election as Emeritus Trustee (Life)
   Howard Butcher III
   Howard Butcher III elected Emeritus
   Trustee (Life)

For election as Term Trustee for a second five-year term
   Gustave Amsterdam
   Carl Kaysen
   Gustave Amsterdam and Carl Kaysen
   re-elected Term Trustees

For election as Life Trustee
   Henry M. Chaneo, II
   Henry M. Chance, II
   elected Life Trustee

Secretary
Stated Meeting, January 14, 1972

Appreciation to Mr. Butcher

The Secretary was requested to indicate in the minutes the expression of deep appreciation which all of the Trustees feel toward Mr. Butcher for the extraordinary service of many kinds which he has rendered to his University over a long period of time, and to note specifically that it was the unanimous sense of the Trustees to convey to Mr. Butcher an expression of their collective esteem for him.

Mr. Segal described the process for the nomination and election of two Young Alumni Trustees and indicated that the Committee had interviewed five of the six final candidates. He submitted the following recommendations of the Nominating Committee, which were endorsed:

1. Suspension by unanimous consent of Article I, Section 5 of the Statutes, which provides that written notice and the names of nominees shall be sent to the Trustees at least 10 days prior to an election.

2. The election of Arthur M. Larrabee as a Young Alumni Trustee, representing the graduate and professional schools of the University, for service effective immediately and extending until October 1974.

3. Transmittal as the third candidate of the undergraduate schools' alumni was out of the country and could not be interviewed by the Committee, the Trustees empowered the Executive Board to act upon the eventual recommendation of the Nominating Committee and to elect one of the three nominees for a term to become effective on the meeting date and extending until October 1974.

Finance Committee - Mr. Dunlop

WHEREAS the Board of Trustees has approved the preparation of final working drawings for the C. Mahlon Kline Orthopedic and Rehabilitation Center at New Bolton Center; and

WHEREAS funds in hand are adequate to cover the total cost of the project: Therefore be it

RESOLVED, That the construction of the C. Mahlon Kline Orthopedic and Rehabilitation Center at New Bolton Center be approved at the estimated cost of $857,125.

Bookstore account opened

RESOLVED, That an account be opened and maintained with Provident National Bank, titled UNIVERSITY OF PENNSYLVANIA BOOKSTORE - MASTER CHARGE, and there may be deposited to its credit in one or more accounts with the Bank any monies, checks and other instruments which may come into possession of this corporation. Any other property may be deposited with the Bank for safekeeping, custody and other purposes. Items for deposit, collection or discount may be endorsed by any person authorized to sign checks, or endorsement thereof may be made in writing or by a stamp without designation of the person so endorsing; and be it further

RESOLVED, That any one of the following:

Director of the Bookstore
Assistant Director for Operations of the Bookstore
Treasurer
Associate Treasurer
Assistant Treasurers

SECRETARY
of this corporation is authorized, on behalf of this corporation and in its name, (a) to sign checks, drafts, notes, acceptances and other instruments and orders for the payment of money or for the withdrawal or delivery of funds or other property at any time held by the Bank for the account of this corporation and to receive any thereof, and to issue instructions for the conduct of any account on this corporation with the Bank; (b) to accept drafts and other instruments payable at the Bank, and to waive demand, protest, and notice of protest or dishonor of any instrument made, drawn or endorsed by this corporation; and (c) to endorse, Negotiate and receive, or authorize the payment of, the proceeds of any negotiable or other instruments or orders for the payment of money payable to or belonging to this corporation; and be it further

RESOLVED, That the Bank may honor all such checks and other instruments for the payment or delivery of money or property when signed as authorized above, including any payable to the Bank or to any signer or other officer or employee of the corporation or to cash or bearer, and may receive the same in payment of or as security for the personal indebtedness of any signer or other officer or employee or other person to the Bank or in any transaction whether or not known to be for the personal benefit of any such person, without inquiry as to the circumstances of their issue or the disposition of their proceeds, and without liability to the corporation, and without any obligation upon the Bank to inquire whether the same be drawn or required for the corporation's business or benefit; and be it further

RESOLVED, That any action heretofore taken by any officer of this corporation with respect to any of the matters stated above is hereby ratified and confirmed.

WHEREAS it is desired that a bank account be established in the amount of $15,000 for the Busch Center: Therefore be it

RESOLVED, That this corporation establish and maintain a bank account with The First Pennsylvania Banking and Trust Company in the name of THE TRUSTEES OF THE UNIVERSITY OF PENNSYLVANIA - BUSCH CENTER for the deposit of any money, checks, drafts, notes and acceptances, or other evidences of indebtedness which may now or hereafter be in possession of this corporation; and that until otherwise ordered, said Bank be and hereby is authorized to make payments from said account upon and according to the check, draft, note or order of this corporation when signed by the Coordinator and Field Coordinator of the Busch Center and to receive the same when so signed for the credit of, or in payment from the payee or any other holder without inquiry as to the circumstances of their issue or the disposition of their proceeds, whether drawn to the individual order or tendered in payment of individual obligations of the officers above named or other officers of this corporation or otherwise.

WHEREAS Mr. Jon S. Hahn, Graduate School of Arts and Sciences, Class of 1971, was indebted to the University of Pennsylvania for a student loan in the amount of $1,400 granted from the Student Aid Fund and a student loan in the amount of $2,500 granted from the University Fund; and

WHEREAS Mr. Hahn was a Korean national and died suddenly on April 27, 1971, leaving no assets or estate: Therefore be it

RESOLVED, That his $1,400 Student Aid Fund loan and his $2,500 University Fund loan be written off as uncollectible.
Mr. Dunlop commented upon the Budget Survey for 1971-72 as of December 31, 1971, and this was received for the record. He indicated that Mr. Manley had reviewed at the Finance Committee meeting the record of borrowings of the University.

Dr. Hobstetter directed attention to a document titled "Budget Planning for 1973," which contained a summary of costs and offsetting new income and savings in terms of two extreme examples of what could take place during the ensuing months. In the course of this presentation, he responded to questions about residence hall operations, the University Dining Service, tuition policy, and prospective enrollments. It is understood that a final budget for 1972-73 will be presented to the Trustees in May.

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Medical and Hospital Affairs - Mr. Miller

WHEREAS, the delivery of high quality health care services has been a concern of the nation's first School of Medicine since 1765; and

WHEREAS, the Hospital of the University of Pennsylvania, as the first teaching hospital in this country to be owned by a university and staffed by a medical faculty, has been dedicated to excellence in the delivery of health care for nearly a century; and the Graduate Hospital has exercised a similar role since 1927; and

WHEREAS, the organization, financing, and delivery of health care services are undergoing dramatic change in order to meet new needs and problems in society, and the University of Pennsylvania Medical Center has been acutely aware of these changes and has been developing effective responses to them; and

WHEREAS, most of the current University budget goes for health care and education, which serves to emphasize the critical need for assuring the most efficient organization of the Medical Center; and

WHEREAS, an ad hoc Committee on Hospital Governance, appointed by the Chairman of the Trustees to be representative of the several units which comprise the Medical Center, has deliberated at length and considered a variety of models and experience in other university-related health care and education organizations; be it therefore

RESOLVED, That the Trustees of the University endorse the following proposals agreed upon by the aforementioned ad hoc Committee and recommend that the necessary steps be taken promptly to implement them:

1. In order to integrate the University-owned hospitals with the University at large, and to stimulate greater coordination among the health schools and programs at the University, the Board of Trustees should reconstitute its present Committee on Hospital and Medical Affairs into a Committee on Health Affairs.

2. That Committee charged with the responsibility for general policy, for financial affairs, and for program and planning review, should consist of no fewer than five regular Trustees of the Board and no more than ten additional persons (designated as Associate Trustees) selected from present members of the Boards of Managers of the two hospitals and from other candidates. These persons should be appointed by the Board for staggered five-year terms, in each case renewable for one additional five-year term. A mandatory retirement age of 70 should govern both Trustees and Associate Trustees.
The Committee should be chaired by a University Trustee.

3. The Committee on Health Affairs should normally meet monthly throughout the year except for July and August. Of these scheduled meetings, at least half might desirably be devoted to the hospitals. The Committee, cooperating closely with the administration, should report to stated meetings of the Board of Trustees and, when appropriate, the Executive Board.

4. The Committee should also have subcommittees on Hospital Finances and on Patient Services, augmented by appropriate staff members, and such other subcommittees as may from time to time seem desirable with appropriate powers.

5. At such a time as the reconstituted Committee is established, the two present Boards of Managers of the hospitals will be retired and the fullest thanks and appreciation of the Trustees will be extended to them for their many contributions.

6. The Board of Women Visitors at University Hospital and the Auxiliary at Graduate Hospital have performed outstanding voluntary services and are not affected by the proposed change in organization.

7. The University will establish the means whereby groups of lay and professional persons will visit and review the activities in the University hospitals.

8. The President, Provost and Vice President, Vice President for Health Affairs (a title altered from its present one), the Director of the Medical Center, and the Vice President for Management will meet regularly with the Health Affairs Committee, and various deans and other officers will normally be invited to join with the Committee.

9. Among the first tasks of the reconstituted Committee will be the examination of the relationships between the two University-owned hospitals and the development with the assistance of Counsel of appropriate Bylaws for the Committee on Health Affairs.

Dean Gellhorn commented that the substance of this action should provide a very valuable mechanism for the effective functioning of the Medical Center and for bringing the other health professional schools into a more meaningful relationship to the Center.

The Chairman expressed appreciation to Mr. Miller for his leadership of the existing Committee and indicated that Mr. Ballam has agreed to chair the new Committee on Health Affairs.

University Development - Mr. Eckman

Attention was directed to the following resolutions, which were adopted:

WHEREAS the concept of an Urban Comprehensive Health Care Center at the Graduate Hospital has been endorsed by the Trustees through the Hospital and Medical Affairs Committee; and

WHEREAS the capital facility requirement in connection with the implementation of the concept has been identified within a project budget of $3,600,000; and

Mr. Ballam to Chair Committee on Health Affairs

Graduate Hospital Hill-Burton funds

Secretary
Stated Meeting, January 14, 1972

WHEREAS the appropriate governmental agencies administering the Hill-Burton funds designated for use by the Graduate Hospital require confirmation of the availability of the private funds by the end of March 1972: Therefore be it

RESOLVED, That the University Development Committee directs that the Development staff take all necessary steps to identify and obtain substantial commitments toward the $1,400,000 from the private sector; and be it further

RESOLVED, That the results of the efforts be reported to the Finance Committee and the Executive Board in a timely manner to permit the completion of the Hill-Burton agreement.

WHEREAS Louis Silverstein has been giving inspiration and support to the development of the Hospital of the University of Pennsylvania for more than a quarter of a century; and

WHEREAS he was in the forefront of the movement that brought the I. S. Ravdin Institute into being a decade ago in honor of his dear friend, Dr. Ravdin; and

WHEREAS the Hospital now finds it necessary again to enlarge its facilities for patient care, clinical research and other services, and Mr. Silverstein has undertaken to assure the Hospital of a major new facility to accommodate this need; therefore, be it

RESOLVED, that the Trustees of the University of Pennsylvania declare their gratitude to Mr. Silverstein for his humanitarian leadership, in recognition of which the new addition to the Hospital is to be named the Louis Silverstein Pavilion.

It was noted by Mr. Eckman that the gift from Louis Silverstein represents the largest single gift ever received from a living donor. He expressed appreciation to Mr. Segal for the part which he had played in bringing this about.

The fiscal year total as of January 12 was $12,604,669, representing the second highest total in the history of the University.

Alumni Trustees - Mr. Ballam

At its breakfast meeting, the Committee received reports from the Director of Alumni Relations concerning the visits of President Meyerson to various alumni centers, an evaluation of "The Pennsylvania Gazette", the tour program of the General Alumni Society and tours of the Mask and Wig and Glee Clubs. Dean Swely reported on undergraduate admissions.

Corporate Responsibility - Mr. Segal

The Committee and its faculty adviser have been examining the activities of other universities as to their handling of corporate responsibility questions; it is clear that no pattern has yet emerged. The Committee will soon address itself to the question of the University's involvement in large social questions and will have a paper prepared for their consideration, following which a complete report will be made to the Trustees. The Committee has decided that administrative questions relating to corporation practices which are not social-related can appropriately be disposed of by the
Stated Meeting, January 14, 1972

Investment Committee, with the understanding that the
Corporate Responsibility Committee is prepared to offer
advice in formulating guidelines.

The Chairman called attention to the annual meeting of the
Organized Classes and the Founder's Day luncheon and program.

The next meetings of the Trustees will be held on May 4 and 5.

Adjourned.

William G. Owen
Secretary