A Stated Meeting of the Trustees was held on Friday June 8, 1979. Those attending included: Paul F. Miller, Jr. (chairman); Martin Meyerson (president); Barbara B. Wiesel (acting secretary); Gustave Amsterdam; Walter G. Arader; David C. Auten; Samuel H. Ballam, Jr.; Julian S. Bers; John M. Bixler; Gordon S. Bodek; Earl F. Brown; Howard Butcher III; McBee Butcher; Henry M. Chance II; Gloria Twine Chisum; Charles D. Dickey, Jr.; Robert G. Dunlop; John W. Eckman; Donald G. Goldstrom; H. Samuel Greenswaig, Jr.; F. Otto Haas; A. Leon Higginbotham, Jr.; John V. James; Reginald H. Jones; Ann Elizabeth Kelley; Ralph Landau; Leonard A. Lauder; Robert P. Levy; David J. Mahoney; Myron M. Mainwaring; Margaret Mainwaring; William A. Marquard; John A. Mayer; Anthony S. Minis; F. Stanton Moyer; Donald T. Regan; Nina Robinson; Ralph S. Saul; Robert Montgomery Scott; Bernard G. Segal; Irving S. Shapiro; Wesley A. Stanger, Jr.; Frank Tarbox; Sarkes Tarzian; Marietta Tree; Robert L. Trescher; John H. Ware 3rd; Jacqueline Wexler; Morton H. Wilner; Charles Wolf; and William J. Zellerbach; Curtis Barnes; Stephen Burbank; Stuart Carroll; James Davis; Robert Dyson; William Fitts; William Richard Gordon; Vartan Gregorian; Matthew Hall; Mark Lerner; Seth Lerner; Mark Levitan; Robert Lorndale; Harold Manley; Philip Mechanick; William Owen; Fred Shabel; Willis Stetson; Jon Strauss; Craig Sweeten and Amy Tannenbaum.

I. Call to Order

Chairman Paul F. Miller, Jr. called the meeting to order.

Action: The minutes of the Stated Meeting of January 19, 1979 were approved as distributed.

II. Report of the Chairman

A. Review of the Past Year

Mr. Miller began his report with a brief review of the past year, his first as the chairman of the Trustees. He noted that now, in contrast to the disquiet of a year ago, there was a sense of calm and satisfaction on campus and a feeling of goodwill between students and faculty. He commented that President Meyerson and Provost Gregorian and other members of the administration should be commended for their work in making this change.
Mr. Miller also noted his pride in the University's financial situation. The operating budget has been balanced for the fourth consecutive year and the University is entering its fifth year in this condition.

B. Introduction of New Trustees

Mr. Miller noted that during the past year the reorganization of the trustee committees had been completed and that several new trustees had been elected. He welcomed Mr. Arader, Mr. Marquard, Mr. Scott, and Mr. Shapiro—each of whom was attending his first meeting—and he also reported that both Mr. Minisi and Mr. Wolf had rejoined the board.

C. Campaign Progress

Mr. Miller noted that the Trustees had been joined at lunch on June 7 by members of the Philadelphia area task force who had been attending a workshop in anticipation of a major fund raising effort in Philadelphia this fall. He reported that as of June 7, 1979, $197,103,066 had been raised in the Program for the Eighties and that in addition to this there are additional commitments under active consideration that will, hopefully, bring the receipts of the campaign to a total of $200,075,629 by June 30, 1979.

III. Report of the President

A. General Comments

Mr. Meyerson noted that during the next year there would be several events, including an exhibition at the Philadelphia Museum and the coinage of a special medal, to mark the celebration of Pennsylvania's two hundredth year as a university.

Mr. Meyerson also noted that during the summer there would be several changes in administrative posts. Dr. Phillip Mechanick, who has served as acting vice provost for University life, will return to his practice at the hospital and Mr. Robert Erwin, director of the University of Pennsylvania Press, will be leaving the University to take a position with a New England publishing house. Mr. Meyerson expressed the appreciation of the Trustees and the University community to Dr. Mechanick and Mr. Erwin. The president then thanked Ms. Janis Somerville, Mr. Robert Lorndale, and Dr. Barbara Wiesel who have served in the office of the secretary this year and announced that Dr. Wiesel will serve as acting secretary of the corporation.

Secretary
Mr. Meyerson introduced Mark Lerner, past chairman of the Undergraduate Assembly, who noted that he felt the year had brought better relationships between faculty, students, and trustees. Mr. Lerner commented that he was particularly pleased that faculty and student liaison members had just attended their first meetings with trustee committees, and he thanked the trustees on behalf of the students.

Mr. Meyerson concluded his comments by expressing his appreciation for the help and support of the faculty, administrative staff, students, trustees, and, particularly, the chairman of the Trustees during the past year.

B. Budget for FY'80

Mr. Meyerson called upon Vice President for Budget and Finance, Dr. Jon Strauss, who noted that although the years ahead will be difficult he continues to feel hopeful and enthusiastic. After four years in a balanced condition, the budget for FY'80 is also balanced and it should also allow for further reductions of the accumulated deficit. Dr. Strauss said that while energy costs make the situation uncertain, he anticipates being able to continue to reduce both the residence and the Graduate Hospital deficits.

He noted that during the past year special attention has been given to on the development of financial controls and that internal charges for the use of space has made it possible to develop funds for deferred maintenance and for access for the handicapped. Dr. Strauss noted that a Capital Council had been established to review proposals and to establish priorities for capital projects and he also explained that procedures for two and five-year budget planning have been developed.

Dr. Strauss commented that the development of additional unrestricted funds continues to be a priority and that, given the rate of inflation, the only feasible alternative seems to be to increase tuition or to reduce programs. The budget for FY'79 totals $360,000,000, while the budget for FY'80 is $380,000,000, an increase of about 6%. Tuition has been increased 9%. Wages and salaries have been increased 7%.

Dr. Strauss expressed concern that for the first time reserves and utility contingencies had been eliminated in order to achieve a realistically balanced budget.
Dr. Strauss and the others responsible for the development of the budget were congratulated by the Trustees for their hard work and Dr. Strauss was also commended for the high caliber of his presentations to the Committee on Budget and Finance.

Action: The Budget for FY'80 (copy filed herewith) was approved.

C. Report on Radio Station

Mr. Burbank reviewed the activities and legal status of WXPN (FM) since the January meeting of the Trustees. He reported that, as authorized by the Executive Board, the University had filed an application for a new radio license on June 4, which application reflects the model recommended by an ad hoc committee chaired by Professor Curtis Reitz. The application was accompanied by petitions for waiver of the rule barring reapplication for one year and for permission to operate pending a decision on the new license. Mr. Burbank also reported that on June 7 the FCC granted the University temporary authority to operate WXPN (FM) until October 10, but deferred consideration of its petitions. Finally, he noted that, in discharging the Subcommittee on Electronic Communications, the Executive Board had expressed warm appreciation for the dedicated service of its members and in particular of its chairman, Morton H. Wilner, Esquire.

IV. Report of the Provost

A. Appointments

Provost Gregorian reported that Louis A. Girifalco and Janis I. Somerville had accepted appointments as Vice Provost for Research and Vice Provost for University Life, respectively, effective July 1, 1979. The provost expressed hope that an associate provost and a director of recreation and intercollegiate athletics could be chosen very soon.

Action: The recommendations for appointments and promotions were approved as printed in the gray book

Provost Gregorian also noted that those promoted to the rank of full professor would be asked to deliver a scholarly address to interested members of the University community upon appointment.

Secretary
Action: Appointment of Robert H. Dyson, Jr. as Dean of the Faculty of Arts and Sciences was approved as follows:

RESOLVED, that Robert H. Dyson, Jr. be appointed Dean of the Faculty of Arts and Sciences for a five-year term effective July 1, 1979.

The provost, the president, and the chairman of the trustees expressed particular pleasure in the appointment of Dr. Dyson as Dean of the Faculty of Arts and Sciences.

V. Reports of the Trustee Committees

A. Committee on Academic Policy

Dr. Landau, who had served as chairman in Dr. Kaysen's absence during the June 7 meeting, reported that the Committee on Academic Policy had received a report on undergraduate admissions. Applications for admission to the Class of 1983 reflected a 23% increase and SAT and achievement test scores improved by an average of 23 points. Of the 2,067 students admitted, 1,703 were so-called regular acceptances and 364 (or 17.6%) were special acceptances. The committee also heard a report from Dr. Robert Zemsky on enrollment planning.

Dr. Landau noted that at its next meeting the committee hoped to hear a report on graduate admissions and he commented that the recent reports on admissions guidelines might also be placed on the agenda.

B. Committee on Audit

Mr. Mayer reported that at its meeting earlier in the day the Committee on Audit had reviewed the role of the internal and the external auditors, and had approved an audit plan for 1980. He commented that the committee was particularly pleased with the progress made by the internal auditing staff and he particularly directed attention to the fine performance of Dr. Strauss.

C. Committee on Budget and Finance

Mr. Chance reported that the Committee on Budget and Finance met on March 18, May 17, and June 7. Its primary attention was devoted to the budget which Dr. Strauss had just presented, but consideration had also been given to the University's insurance policy. Mr. Chance reported that renegotiation of the policy for the upcoming year had been
successfully completed.

D. Committee on External Affairs

Mrs. Wexler reported that the Committee on External Affairs had met the new communication services staff members, Edward McFall and John Ravage, had heard brief presentations on News Bureau activities and on University graphics, and had listened to a brief summary of the Burston-Marsteller Report. Most of the committee's time was devoted to a summary of the history of the University's present relationship with the Commonwealth and a discussion of ways this relationship might be strengthened. Mrs. Wexler reported that two work groups—one on the structure and image of the University and one on community relations—had been formed and would meet in the fall in preparation for the October Trustee meeting.

E. Committee on Facilities and Campus Planning

Mr. Eckman reported that the Committee on Facilities and Campus Planning had reviewed the University City Associates and the proposal for development of conference facilities to be known as the University City Science Center World Forum which it approved contingent upon financing. The committee also discussed land use for the Pennsylvania General Hospital site and for the postal service properties and for the 3400 block of Walnut Street; and they reviewed the plans for barrier removal to facilitate access by the handicapped.

F. Committee on Honorary Degrees

Mr. Segal noted that honorary degrees were awarded at the University Commencement on May 21, 1979 to the following individuals:

Ruth Josephine Dean—Doctor of Humane Letters
William Theodore Golden—Doctor of Laws
Joshua Lederberg—Doctor of Laws
Charles Brelsford McCoy—Doctor of Laws
Wade Hampton McCree, Jr.—Doctor of Laws
Robert King Merton—Doctor of Humane Letters
Garry Trudeau—Doctor of Laws
Jacqueline Grennen Wexler—Doctor of Humane Letters

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Mr. Miller expressed his gratitude and appreciation to Mr. Segal for his work as chairman of the Committee on Honorary Degrees. Mr. Miller commented that although the responsibility of this committee will henceforth be performed by the Executive Board, he hoped that Mr. Segal would continue to offer his counsel and expertise in this area.

G. Investment Board and Franklin Investment Company

Mr. Stanger reported that the value of the AIF had increased from $121 on December 12, 1979, to $123 million.

Upon motion by Mr. Miller, the Trustees gave their unanimous consent to the suspension of Article 14 of the Statutes of the Corporation and they approved the following action concerning the Investment Board and the Franklin Investment Company:

**Actions: Resolution on Membership of the Investment Board and the Franklin Investment Company**

**RESOLVED,** that The Trustees of the University of Pennsylvania, acting as the sole member of Franklin Investment Company, hereby amends and restates Section 3.02 of the bylaws of Franklin Investment Company to read in its entirety as follows:

3.02 Number, Qualification, Election, and Term of Directors. The Board of Directors of the company shall consist of such number of persons as shall be fixed from time to time by the members. The Trustees of the University of Pennsylvania shall be entitled to appoint all members of the Board of Directors of the company ("directors") to hold office until the next annual meeting of the members and until the appointment and qualification of their respective successors or until their earlier death, resignation, or removal. If there shall be members other than The Trustees of the University of Pennsylvania, The Trustees of the University of Pennsylvania shall be entitled to appoint such lesser number of directors, if any, and such other members shall be entitled to appoint such number of directors, if any, as may be specified by amendment to these bylaws at the time of their respective elections, subject to change by subsequent amendments.

**BE IT FURTHER RESOLVED** that The Trustees of the University of Pennsylvania, acting as the sole member of Franklin Investment Company hereby amends and restates the first sentence of Section 3.03 of the bylaws of Franklin Investment Company to read in its entirety as follows:

A quorum of the Board of Directors shall consist of the lesser of (i) half of the number of persons fixed pursuant to the first sentence of Section 3.02 and (ii) a majority of the directors in office.

**BE IT FURTHER RESOLVED** that the following persons be elected as members of the Investment Board of The Trustees of the University of Pennsylvania and simultaneously therewith appointed
appointed as the Board of Directors of Franklin Investment Company, whose number is hereby fixed at 10, for a term of one year and until their successors are elected or appointed and qualified:

Gustave G. Amsterdam, Esquire
Julian S. Bers, Chairman, Investment Board
Henry M. Chance II
William Richard Gordon
H. Samuel Greenawalt, Jr.
Samuel M.V. Hamilton
Adolph B. Kurz
Paul F. Miller, Jr.
Wesley A. Stanger, Jr.
William J. Zellerbach

BE IT FURTHER RESOLVED that the foregoing action shall constitute the 1979 annual meeting of the members of Franklin Investment Company.

Mr. Stanger noted that when he assumed the chairmanship of the Investment Board in 1974, the value of the AIF was $73 million as compared with the 1979 value of $123 million. He noted that his work as chairman had been facilitated by William Richard Gordon, Scott Lederman, and Aubine Teamer Vincent, staff members of the Franklin Investment Company.

H. Nominating Committee

Mr. Dunlop reported on behalf of the Nominating Committee and presented the following resolutions:

Action: Resolution of the Appointment of the Chairman and Vice-Chairman of the Trustees of the University of Pennsylvania

RESOLVED, that Paul F. Miller, Jr. be elected to serve as chairman of the Trustees of the University of Pennsylvania for a one-year term effective July 1, 1979; and that Robert L. Trescher be elected to serve as vice-chairman of the Trustees of the University of Pennsylvania for a one-year term effective November 1, 1979.

Action: Resolution of Election of Term Trustees:

RESOLVED that Richard P. Brown be elected as a Term Trustee for a term of five years, effective November 1, 1979.

RESOLVED that Gloria Twine Chisum be reelected as a Term Trustee for a term of five years, effective July 1, 1979.

RESOLVED, that Anthony S. Minisi be elected as a Term Trustee for a term of five years, effective July 1, 1979.

Action: Resolution on Election of Charles D. Dickey, Jr. as a Life Trustee

RESOLVED that Charles D. Dickey, Jr. be nominated for election as a Life Trustee, effective November 1, 1979.

Action: Resolution of Appreciation and Designation of Emeritus Titles

SECRETARY
RESOLVED, that the Trustees of the University of Pennsylvania on behalf of themselves, the students, the faculty, the alumni, and the staff of the University, express their deepest thanks to their colleague Charles Brelsford McCoy and elect him Trustee Emeritus, effective July 1, 1979.

**Action:** Resolution of Appreciation and Designation of Emeritus Title of Wesley A. Stanger, Jr.

RESOLVED, that the Trustees of the University of Pennsylvania on behalf of themselves, the students, the faculty, the alumni, and the staff of the University express their gratitude to their fellow member Wesley A. Stanger, Jr. and elect him Trustee Emeritus, effective July 1, 1979.

Mr. Stanger expressed his gratitude for his election as a trustee emeritus and Dr. Chisum noted that she was honored to have the opportunity to continue her service as a term trustee.

**I. Resources**

Mr. Jones reported that the Committee on Resources had met briefly in an open session to welcome its faculty and student liaison members. The committee then met in executive session without its liaison members or any University staff present. Mr. Jones outlined two objectives set by his committee for the year ahead: (1) successful completion of the campaign, and (2) the development of a longer-range post-campaign plan. He commented that he expected to report to the Trustees on both of these items during the coming months.

**J. Trustee Board of the Hospital of the University of Pennsylvania**

Mr. Ballam, reporting for the Trustee Board of the Hospital of the University of Pennsylvania, stated that the Board has been extremely active, focusing its energy on a review of the quality of patient care and on educating itself about the hospital's activities. Patient days, for the ten months ending April 30, 1979, are slightly down, but admissions are 3% over budget. The projected June 30, 1979, financial statement shows a surplus of revenue over expense of approximately $1,500,000. At its meeting on June 7 the Board approved the budget for FY'80.

Mr. Ballam also reported that a new Director of Nursing, Dr. Joan O'Leary, will join the hospital in September. He stated that the hospital has received accreditation from the Joint Commission on the Accreditation of Hospitals and from the Commonwealth's Department of Health. Mr. Ballam noted that construction of the new facilities for the Department of

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Obstetrics is nearly complete, and that the Sports Medicine Center has moved to new quarters in Weightman Hall. The hospital's long-range plan has been reviewed by the Executive Board and an integrated computer information system has been developed. In closing, Mr. Ballam expressed concern over new government regulations.

Mr. Ballam ended his report with the good news that the annual hospital antiques show had made a profit of approximately $150,000.

**Action:** Approval of the **Bylaws for the Trustee Board of the Hospital of the University of Pennsylvania** (copy on file with the minutes in the Office of the Secretary):

**Resolved:** that the bylaws of the Trustee Board of the Hospital of the University of Pennsylvania dated March 12, 1979, which have been approved by the Trustee Board of the Hospital (copy filed herewith) be adopted.

K. **University Responsibility**

Committee Chairman Higginbotham reported that the Committee on University Responsibility had heard a report on the University's OFCCP compliance review from Mr. Burbank, and had devoted most of its attention to the issue of South Africa. Judge Higginbotham noted that his committee had held an open hearing on campus on April 30 and that they intended to distribute background materials on South Africa to the Trustees early in the summer.

V. **Other**

Mr. Auten noted that Mr. Samuel Greenawalt's term expired on June 30, 1979, and he expressed appreciation to Mr. Greenawalt for his work and service as an alumni trustee.

Mr. Wolf presented Mr. Miller with Cathedral and City, a book which the Bishop of St. Albans, Robert Runcie, asked be presented to the Trustees.

Adjourned,

Barbara B. Wiesel
Acting Secretary