MINUTES OF THE SPECIAL MEETING OF THE BOARD OF TRUSTEES OF THE UNIVERSITY OF PITTSBURGH (Public Meeting)

April 03, 2023

Trustees Present:

Alumni, Commonwealth, Special, and Term

Douglas M. Browning, Chairperson of the Board of Trustees

Louis R. Cestello, Vice Chairperson of the Board of Trustees

Patrick D. Gallagher, Chancellor and Chief Executive Officer

Majdi B. Abulaban

John A. Barbour

SaLisa L. Berrien

Eva Tansky Blum

Sundaa Bridgett-Jones

Gary T. Brownlee

Hui Debra Cen

David C. Chavern

Vaughn S. Clagette

Jay Costa Jr.

James P. Covert

John P. Gismondi

Lisa A. Golden

Edward J. Grefenstette

Tamara Haddad

Dawne S. Hickton

Diane P. Holder

Patricia D. Horoho

S. Jeffrey Kondis

Thomas M. Kurtz

William K. Lieberman

Roberta A. Luxbacher

John A. Maher III

Jeffrey D. Martchek

Larry J. Merlo

David J. Morehouse

Marlee S. Myers

Valerie T. Njie

Arthur J. Rooney II

Jeannine T. Schoenecker

John P. Surma

John J. Tighe III

Peter C. Varischetti

John J. Verbanac

Adam C. Walker

Emeritus

Suzanne W. Broadhurst

Michael A. Bryson

Catherine D. DeAngelis

D. Michael Fisher

J. Roger Glunt

Robert M. Hernandez

Robert G. Lovett

Alfred L. Moyé

Martha Hartle Munsch

Jack D. Smith

Charles M. Steiner

Stephen R. Tritch

Sam S. Zacharias

Ex-Officio

Rich Fitzgerald, Allegheny County Executive

Dan Frankel, State Representative and Designee for Governor Joshua D. Shapiro

Kate M. Shaw, Deputy Secretary and Commissioner for Postsecondary and Higher Education and Designee for Secretary of Education Khalid N. Mumin

Invited Guests

Joan T.A. Gabel

University Staff Present

Mark Anderson, Executive Director, Enterprise Risk Management

Kenyon R. Bonner, Vice Provost for Student Affairs

David Brown, Vice Chancellor for Government Relations and Advocacy

Jeffer Choudhry, Chief Investment Officer

Ann E. Cudd, Provost and Senior Vice Chancellor

Kris Davitt, Senior Vice Chancellor for Philanthropic and Alumni Engagement

Dave N. DeJong, Senior Vice Chancellor for Business and Operations

Lina Dostilio, Vice Chancellor of Engagement and Community Affairs

John Elliott, Director of Internal Audit

Dawn Gould, Manager, Office Operations and Trustee Engagement

Mark D. Henderson, Vice Chancellor and Chief Information Officer

Rosalyn E. Jones, Vice Chancellor and Secretary of the Board of Trustees

Paul Lawrence, Treasurer

Heather Lyke, Director of Athletics

Claudia Newell, Administrator/Office of the Secretary

Clyde Wilson Pickett, Vice Chancellor for Equity, Diversity and Inclusion

Rob A. Rutenbar, Senior Vice Chancellor for Research

Narahari Sastry, Senior Vice Chancellor and Chief Financial Officer

Anantha Shekhar, Senior Vice Chancellor for the Health Sciences and John and Gertrude Petersen Dean of the School Medicine Carlos A. Villamarin, Administrator to the Board of Trustees/Office of the Secretary Geovette Washington, Senior Vice Chancellor and Chief Legal Officer Kevin Washo, Senior Vice Chancellor for University Relations and Chief of Staff

A Special Public Meeting of the Board of Trustees was held on Monday, April 3, 2023, at 11:30 a.m. with both in-person and remote attendees. The Board met in executive session immediately prior to the public meeting to discuss the election of the next chancellor of the University.

Welcome and Remarks of the Chairperson.

Chairperson Douglas M. Browning convened the meeting at which a quorum was present and noted that in keeping with the Sunshine Act, the meeting was duly advertised as a public meeting. He welcomed the trustees and acknowledged the presence of ex-officio trustees/designees County Executive Rich Fitzgerald; State Representative Dan Frankel, designee for Governor Josh Shapiro; and Dr. Kate M. Shaw, designee for Pennsylvania Secretary of Education Khalid N. Mumin.

<u>Chancellor Search Results.</u> Chairperson Browning stated that the meeting had been called to consider a candidate for election as the nineteenth Chancellor of the University of Pittsburgh. He expressed the Board's gratitude to the Chancellor Search Committee Chair Eva Tansky Blum (Trustee), Chancellor Search Committee Vice Chair Anantha Shekhar (Senior Vice Chancellor for the Health Sciences and John and Gertrude Petersen Dean of the School Medicine), and the 26 members of the search committee, which included Pitt trustees, students, faculty, staff, and alumni. He recognized the Search Committee's many hours of due diligence during which highly qualified candidates from across the nation and overseas were vetted for over seven months, and noted the thousands in the Pitt community who participated in online surveys and in-person forums which input was used to develop the chancellor position profile and candidate evaluation criteria.

<u>Resolution.</u> Chairperson Browning introduced the resolution recommending the election of Ms. Joan T.A. Gabel as the nineteenth Chancellor and Chief Executive Officer of the University of Pittsburgh. He highlighted the professional accomplishments of Ms. Gabel, stating that she reflects the vision and understanding of the issues and complexities of leading one of the top 10 research institutions in the United States. He also noted that Ms. Gabel would be the first woman in Pitt's 236-year history to hold its highest office.

<u>Chancellor Vote.</u> Chairperson Browning called upon Trustee Blum to make a motion regarding the resolution recommending the election of Ms. Gabel as the University's nineteenth Chancellor and Chief Executive Officer. Trustee Blum expressed her honor in moving the resolution, which was seconded. Following a call for discussion and then a vote, the trustees voted in favor of the resolution electing Ms. Gabel as the nineteenth chancellor of the University of Pittsburgh with three trustees voicing abstentions. There being a sufficient number of affirmative votes per the Bylaws to elect a chancellor, Chairperson Browning congratulated Chancellor-Elect Gabel, enthusiastically welcoming her to the University.

Remarks of the Nineteenth Chancellor-Elect.

Chancellor-Elect Gabel thanked the members of the Board and the Chancellor Search Committee for the honor of being selected to serve as the nineteenth Chancellor of the University, extending

her appreciation to Chancellor Gallagher, his leadership team, and the University's student body, faculty, staff, and alumni for their thoughtful conversations and warm welcome.

She noted the passion of the University community and its balance of tradition, enterprise, and dedication to the founding belief in the power of education and doing good work at the highest level. She referenced notable Pitt alumni and researchers as examples of risk-takers, leaders, and doers who defined what it is to be a Panther—William Hunter Damon, Pitt's first black graduate; NFL player Tony Dorsett; Nobel Prize winner Wangari Mathai; medical pioneers Jonas Salk and Peter Safar, and Maggie and Stella Stein, the first women admitted to Pitt who graduated first in their class. Chancellor-Elect Gabel also noted her good fortune as a member of the University community, first as a Pitt Mom and now as chancellor-elect, and expressed her desire to widen the circle of opportunity through innovation, learning, and service while deepening the University's impact locally, nationally, and internationally.

Chancellor-Elect Gabel closed her remarks by expressing how she looked forward to working with Chancellor Gallagher on a smooth transition.

Closing Remarks of the Chair. Chairperson Browning thanked Chancellor-Elect Gabel for her remarks and thanked current Chancellor Patrick Gallagher for his extraordinary leadership of the University over the past nine years, during which the University has experienced tremendous growth in its standing in the higher education community, brand, prestige, and position as one of the great research institutions in the country. He also noted that the quality of candidates the University was able to attract to the Chancellor Search was a direct reflection of the hard work, dedication, and leadership of Chancellor Gallagher and his team.

<u>New Business/Adjournment.</u> There being no new business to come before the Board, Chairperson Browning adjourned the meeting.

Rosalyn E. Jones, Vice Chancellor and Secretary of the Board of Trustees