The Board of Trustees is vested with the responsibility of overseeing the affairs of the University of Pittsburgh and promoting its charitable, scientific, and educational purposes. Specific responsibilities of the Board include: the approval of the mission of the University; the recruitment, appointment, and evaluation of the Chancellor and Chief Executive Officer; and the proper stewardship of the resources and assets of the University. In addition, the Board of Trustees upholds certain core principles that have guided the conduct of teaching, research, and scholarship at American universities, namely—Institutional Autonomy, Academic Freedom, and Shared Governance.

In addition to the Board’s role, each individual Trustee is required to perform his or her fiduciary responsibilities. This document summarizes the expectations of those who serve as a Trustee of the University of Pittsburgh.

**DUTIFULLY SERVE AS A TRUSTEE:**

- Regularly attend and actively participate in Board and Committee meetings; Diligently carry out responsibilities associated with leadership roles and special projects;
- Review all relevant information to stay informed and prepared;
- Appropriately manage and protect confidential information; and
- Act in good faith, and in the best interest of the University, avoid real or apparent conflicts of interest, and abide by the Conflict of Interest Policy for Trustees.

**ACTIVELY SUPPORT THE VALUES AND MISSION OF THE UNIVERSITY:**

- Ensure that the institution is acting at all times in accordance with its stated mission, aspirations, and strategic goals;
- Serve as an ambassador of the institution by demonstrating a steadfast commitment to the value of higher education and promoting the impact and accomplishments of the University;
- Participate in the life of the University, including attending major University events (e.g., New Student Convocation, Honors Convocation, Commencement, Receptions, and other Special Events and Programs), consistent with the role of a Trustee; and
- Support the University’s fundraising efforts in a meaningful way; Designate the University as a top philanthropic priority; and Provide philanthropic support to the University through personal contributions to the Annual Fund, along with leadership and other special fundraising initiatives.
UPHOLD THE INTEGRITY OF THE BOARD:

- Understand and adhere to the University’s governance documents and the Board’s established policies and procedures and participate in assessments of the Board;

- Promote the role of the Board as an oversight, policy-making body that supports the management of the University through its Chancellor and Chief Executive Officer;

- Comply with laws, rules, and regulations applicable to the University, and ensure appropriate non-retaliation protections for individuals who disclose concerns or suspected violations of laws, rules, and regulations;

- Carry out your Board responsibilities with the highest standards of professional and personal behavior;

- Recognize that it is the responsibility of the Chancellor and/or the Board Chairperson (or their designees) to speak on behalf of the University and refer all media inquiries to the University’s Vice Chancellor for Communications;

- Do not use service on the Board, or information obtained through service on the Board, for personal advantage or for the advantage of family members, friends, or other associates; and

- Abstain from using the authority, title, prestige, or any other attribute of Board service to obtain special consideration, treatment, or favor for any person beyond that which is generally available. This applies to, but is not limited to, efforts to influence administrative decisions with respect to an individual’s admission, employment, discipline, and similar matters. This section does not prohibit routine letters of recommendation.

Upon becoming a member of the University of Pittsburgh Board of Trustees, each Trustee agrees to honor and adhere to this Statement of Trustee Commitment and Responsibilities for the duration of his/her tenure on the Board. Any suspected violations of this Statement should be reported to the Chairperson of the Governance and Nominating Committee of the Board, who will determine whether a review of the matter is warranted after consultation with the Chairperson of the Board and the Senior Vice Chancellor and Chief Legal Officer. Any Trustee whose conduct is subject to such a review will be notified and given an opportunity to provide information to be considered as part of the review. The results of the review, along with any proposed actions to rectify and resolve the situation, will be presented to the Governance and Nominating Committee for discussion. The matter shall then be referred to the Chairperson of the Board of Trustees for consideration.