

MINUTES OF THE PUBLIC MEETING OF THE BOARD OF TRUSTEES OF THE UNIVERSITY OF PITTSBURGH

April 4, 2024

The Public Meeting of the Board of Trustees convened on Thursday, April 4, 2024, at 1:00 P.M. as a hybrid meeting. Board members in attendance were virtual and in-person consisting of the following Alumni, Commonwealth, Special, and Term Trustees: Madji B. Abulaban, Robert O. Agbede, Curtis Aiken, John A. Barbour, SaLisa L. Berrien, Sundaa Bridgett-Jones, Gary T. Brownlee, Louis R. Cestello (Chairperson), David C. Chavern, Vaughn S. Clagette, Jay Costa Jr., James C. Covert, David C. Frederick, Joan Gabel (Chancellor and Chief Executive Officer), Deborah J. Gillotti, John P. Gismondi, Lisa A. Golden, Edward J. Grefenstette, Tamara M. Haddad, Dawne S. Hickton, Diane P. Holder, S. Jeffrey Kondis, William K. Liberman, Roberta Luxbacher, John A. Maher III, Erin McDowell, Jeffrey D. Martchek, Erin W. McDowell, Larry J. Merlo, David J. Morehouse, Marlee S. Myers, Valerie T. Njie, John H. Pelusi Jr., Robert Ritson Jr., Bryan S. Salesky, John P. Surma, John J. Tighe III, David A. Tilstone, Peter C. Varischetti, John J. Verbanac, Adam C. Walker, William Ward, Jr. Ex-Officio Trustees present were Dan Frankel (Designee for Josh Shapiro, Governor of Pennsylvania), Sara Inamorato (Allegheny County Executive), Kate M. Shaw (Designee for Khalid Mumin, Pennsylvania Secretary of Education). Emeritus Trustees present were Jane Billewicz Allred, Catherine DeAngelis, D. Michael Fisher, J. Roger Glunt, Robert M. Hernandez, Robert G. Lovett, Martha Hartle Munsch, Robert P. Randall, Keith Schaefer, Jack D. Smith, Charles M. Steiner, Stephen R. Tritch, Marna Cupp Whittington, Sam S. Zacharias. University officers and staff present included Mark Anderson, David Brown, Jeffer Choudhry, Kris Davitt, Dave N. DeJong, Lina Dostillo, John Elliott, James Gallaher, Laurel Gift, William Haldeman, Thomas Hitter, Paul Lawrence, Heather Lyke, Joseph P. McCarthy, Maureen McKay, Carla Panzella, Clyde Wilson Pickett, Rachel D. Richelieu, Rob A. Rutenbar, Amy Service, Anantha Shekhar, Paul Supowitz, Christine Trotman, Carlos A. Villamarin, Kevin Washo, Geovette E. Washington, and Thurman Wingrove. Also present, Phillip Bakken.

Mr. Louis R. Cestello, Chairperson of the Board of Trustees, convened the meeting at which a quorum was present. In keeping with the Sunshine Act, the meeting was duly advertised as a public meeting.

Welcome and Remarks. Chairperson Cestello welcomed the Trustees to the meeting and acknowledged the presence of Ex Officio Trustees Dan B. Frankel (designee for Governor Josh Shapiro), Kate M. Shaw (designee for the Secretary of Education), and Sara Inamorato, Allegheny County Executive.

Next, Chairperson Cestello recognized the passing of two Emeritus Trustees: Mr. Paul E. Lego, who passed away on February 23, 2024, and The Honorable James C. Roddey, who passed away on March 7, 2024.

Approval of Minutes. On a motion duly made and seconded, the minutes of the February 8, 2024, Public Meeting of the Board of Trustees were approved.

Report of the Chancellor. Chancellor Joan Gabel provided University updates on the following: (i) the appointment of Dr. Joseph J. McCarthy as Provost and Senior Vice Chancellor and Mr. Phil Bakken as Vice Chancellor and Secretary to the Board of Trustees; (ii) state of the dean and other leadership searches; (iii) House Appropriations Committee budget hearing in Harrisburg; (iv) Pitt Day of Giving; (v) launch of the first Doctor of Chiropractic Program; (vi) and University rankings and enrollment.

Chancellor Gabel's report also included an update on the progress and timeline of the Plan for Pitt: 2028 and a review of the new University dashboard and Progress Card, both of which communicate the various stages and advancement of the University's strategic plan.

Following Chancellor Gabel's report, on behalf of the Board of Trustees, Chairperson Cestello presented a Resolution in support of The Plan for Pitt: 2028.

Upon motion duly made and seconded, the Board approved the Resolution in Support of The Plan for Pitt: 2028. A copy of the resolution is included as page _ of these minutes.

Election of University Officers. Chancellor Gabel presented resolutions to elect the following University officers:

1. Resolution to elect Dr. Joseph J. McCarthy as Provost and Senior Vice Chancellor effective April 4, 2024.

Upon motion duly made and seconded, the Board of Trustees unanimously approved the election of Dr. Joseph J. McCarthy as Provost and Senior Vice Chancellor. A copy of the Resolution is included as page _ of these minutes.

2. Resolution to elect Mr. Phillip Bakken as Vice Chancellor and Secretary of the Board of Trustees effective on or around June 28, 2024.

Upon motion duly made and seconded, the Board of Trustees unanimously approved the election of Mr. Phillip Bakken as Vice Chancellor and Secretary of the Board of Trustees effective on or about June 28, 2024. A copy of the Resolution is included as page _ of these minutes.

Report of the Property and Facilities Committee. Property and Facilities Committee Chairperson Peter C. Varischetti reported that the Committee held a public meeting on April 3, 2024, where the following were recommended for approval by the Board of Trustees:

1. **Resolution Approving Fifth and Halket Building Interior Fit-Out for the School of Health and Rehabilitation Sciences.** The University purchased the building site in 2021, and the Property and Facilities Committee approved the base building core and shell construction in April 2022. This project will provide a programmatic fit-out of 6 floors of the new building for the School of Health and Rehabilitation Sciences, enabling the consolidation of several of the School's programs.

On behalf of the Property and Facilities Committee, Committee Chairperson Varischetti presented a Resolution to Approve the Fifth and Halket of the Fifth and Halket Building Interior Fit-Out for the School of Health and Rehabilitation Sciences.

Upon motion duly made and seconded, the Board of Trustees approved the Resolution Approving Fifth and Halket Building Interior Fit-Out for the School of Health and Rehabilitation Sciences. A copy of the Resolution is included as page _ of these minutes.

2. **Resolution Approving Acquisition of the former Pittsburgh Athletic Association (PAA) Property.** The University has an opportunity to purchase the currently vacant PAA building located at 4215 Fifth Avenue. The acquisition would also include associated property located at 5126-5130 Bigelow Boulevard, subject to an existing hotel ground lease. The proposed acquisition presents a unique opportunity for the University to own this key historic site at the core of the Oakland Campus.

On behalf of the Property and Facilities Committee, Committee Chairperson Varischetti presented a Resolution to Approve Acquisition of the Former Pittsburgh Athletic Association property in the amount of \$34 million, subject to satisfactory completion of any final due diligence.

Upon motion duly made and seconded, the Board of Trustees approved the acquisition of the former Pittsburgh Athletic Association property. Abstentions: Mr. Jay Costa, Jr. and Mr. John H. Pelusi, Jr. A copy of the Resolution is included as page _ of these minutes.

Report of the Governance and Nominating Committee. Governance and Nominating Committee Chairperson David C. Chavern advised the Board that the Committee held a public meeting on April 4, 2024, approving the Resolution Recommending Representation of the Pittsburgh Alumni Association (PAA) on the Board of Trustees.

On behalf of the Governance and Nominating Committee, Committee Chairperson Chavern presented a Resolution to Approve PAA Representation on the Board of Trustees.

Upon motion duly made and seconded, the Board of Trustees approved the Resolution Recommending Representation of the Pitt Alumni Association on the Board of Trustees. A copy of the Resolution is included as page _ of these minutes.

Committee Chairperson Chavern advised the Board that at the February 8, 2024 Public Meeting of the Board of Trustees, the Committee was charged with proposing revisions to the Bylaws to eliminate the Special and Alumni Trustee categories. He reported that at the April 4, 2024 public meeting, the Committee also approved a Resolution Recommending the Election of Term Trustees and Transition of Alumni and Certain Special Trustees effective July 1, 2024.

On behalf of the Governance and Nominating Committee, Committee Chairperson Chavern presented a Resolution to Approve the Election of Term Trustees and Transition of Alumni and Certain Special Trustees.

Upon motion duly made and seconded, the Board of Trustees approved the Resolution Recommending the Election of Term Trustees and Transition of Alumni and Certain Special Trustees. A copy of the Resolution is included as page _ of these minutes.

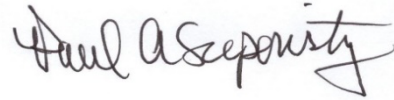
Election of the Vice Chairpersons of the Board of Trustees. In accordance with the University Bylaws and at the discretion of the incumbent Board Chairperson, Committee Chairperson Chavern presented the candidates for election as Vice Chairpersons. After a roll call vote, Trustees John P. Gismondi and Lisa A. Golden were elected Vice Chairpersons of the Board of Trustees effective July 1, 2024.

Recognition of Trustees whose Terms are Expiring. Chairperson Cestello acknowledged the service and contributions of the following five members of the Board whose term will come to an end on June 30, 2024: Mr. John A. Barbour, David C. Chavern, Edward J. Grefenstette, S. Jeffrey Kondis, and John H. Pelusi Jr.

The Public Meeting of the Board of Trustees can be viewed in its entirety here:

[Public Meeting \(April 4, 2024\)](#)

New Business/Adjournment. There being no new business to come before the Trustees, Chairperson Cestello adjourned the meeting.



Paul Supowitz
Interim Secretary of the Board of Trustees