

**Feuchtenberger, Karen**

---

**From:** Omar Y. McNeill <mcneill@freehgroup.com>  
**Sent:** Tuesday, March 13, 2012 2:24 PM  
**To:** Tomalis, Ronald; Frazier, Kenneth C.  
**Subject:** RE: Report on Freeh Recommendations  
**Attachments:** Interim Recommendations II DRAFT.docx

Ron and Ken –

Regards,  
 Omar

**From:** Omar Y. McNeill [<mailto:mcneill@freehgroup.com>]  
**Sent:** Monday, March 12, 2012 3:17 PM  
**To:** 'Tomalis, Ronald'  
**Subject:** RE: Report on Freeh Recommendations

Ron –

Regards,  
 Omar

**From:** Tomalis, Ronald [<mailto:rtomalis@pa.gov>]  
**Sent:** Sunday, March 11, 2012 1:55 PM  
**To:** 'McNeill@FreehGroup.com'; '[ken\\_frazier@merck.com](mailto:ken_frazier@merck.com)'  
**Cc:** 'Freeh@FreehGroup.com'  
**Subject:** Re: Report on Freeh Recommendations

Omar. Sorry for not getting back to you Friday. Will call Monday...

R

**From:** Omar Y. McNeill [<mailto:mcneill@freehgroup.com>]  
**Sent:** Sunday, March 11, 2012 01:51 PM  
**To:** Frazier, Kenneth C. <[ken\\_frazier@merck.com](mailto:ken_frazier@merck.com)>

**Cc:** Louis Freeh <[freeh@freehgroup.com](mailto:freeh@freehgroup.com)>; Tomalis, Ronald  
**Subject:** Re: Report on Freeh Recommendations

32

Sent from my iPhone

On Mar 11, 2012, at 1:24 PM, "Frazier, Kenneth C." <[ken\\_frazier@merck.com](mailto:ken_frazier@merck.com)> wrote:

---

**From:** Erickson, Rodney [<mailto:RAE@psu.edu>]  
**Sent:** Sunday, March 11, 2012 1:05 PM  
**To:** Poole, Tom; [karen.peetz@bnymellon.com](mailto:karen.peetz@bnymellon.com)  
**Cc:** Frank T. Guadagnino ([FGuadagnino@ReedSmith.com](mailto:FGuadagnino@ReedSmith.com)); Frazier, Kenneth C.; Keith Masser; Lanny J. Davis; Ammerman, Paula; [rtomalis@pa.gov](mailto:rtomalis@pa.gov)  
**Subject:** RE: Report on Freeh Recommendations

I share Tom's concerns about rolling it out this way.

---

**From:** Poole, Tom  
**Sent:** 3/11/2012 11:44 AM  
**To:** [karen.peetz@bnymellon.com](mailto:karen.peetz@bnymellon.com)  
**Cc:** Frank T. Guadagnino ([FGuadagnino@ReedSmith.com](mailto:FGuadagnino@ReedSmith.com)); [ken\\_frazier@merck.com](mailto:ken_frazier@merck.com); Keith Masser; Lanny J. Davis; Ammerman, Paula; Erickson, Rodney; [rtomalis@pa.gov](mailto:rtomalis@pa.gov)  
**Subject:** RE: Report on Freeh Recommendations

Hi Karen,

I am willing to make a presentation in the public session, but this particular version was written with confidentiality in mind. I have not talked to Rod about this but I think the seminar presentation would be preferable for the following reasons.

Many of these developments involve personnel policies and it would not be good for our employees to be introduced to them through the media reports from the Board meeting. Typically we would roll these out through University Relations and our HR representatives in the colleges and administrative units. It would also be awkward for some of our employees to learn about changes in office space

and other important procedures prior to the conversations and notifications that usually accompany such moves. Our plan was to begin introducing these initiatives to the University community during the week following the Board meeting.

I was under the impression that either Ken or Ron would do a public presentation on behalf of the Task Force, perhaps summarizing some of the larger themes in my report.

I offer this as "food for thought." Obviously I am willing to do whatever the group decides.

Tom

**From:** [karen.peetz@bnymellon.com](mailto:karen.peetz@bnymellon.com) [mailto:[karen.peetz@bnymellon.com](mailto:karen.peetz@bnymellon.com)]  
**Sent:** Sunday, March 11, 2012 11:09 AM  
**To:** Poole, Tom  
**Cc:** Frank T. Guadagnino ([FGuadagnino@ReedSmith.com](mailto:FGuadagnino@ReedSmith.com)); [ken\\_frazier@merck.com](mailto:ken_frazier@merck.com); Keith Masser; Lanny J. Davis; Ammerman, Paula; Erickson, Rodney; [rtomalis@pa.gov](mailto:rtomalis@pa.gov)  
**Subject:** Re: Report on Freeh Recommendations

This is great Tom. I would also like to consider asking you to make the same report at Friday's public Board meeting if you are ready for that. I think it will reinforce our openness theme and keep interested parties posted on our progress too.

Would ask you and Rod to let us know if you agree with presenting this on Friday afternoon too. If so, we could give the Board members an update on this tonight and then just do it again at Friday's public session versus at the seminar. Up to you two.

Thanks again for leading this effort.

Karen

From: "Poole, Tom" <[tgp1@psu.edu](mailto:tgp1@psu.edu)>  
 To: "[karen.peetz@bnymellon.com](mailto:karen.peetz@bnymellon.com)" <[karen.peetz@bnymellon.com](mailto:karen.peetz@bnymellon.com)>, Keith Masser <[KMasser@masserspuds.com](mailto:KMasser@masserspuds.com)>, "[ken\\_frazier@merck.com](mailto:ken_frazier@merck.com)" <[ken\\_frazier@merck.com](mailto:ken_frazier@merck.com)>, "[rtomalis@pa.gov](mailto:rtomalis@pa.gov)" <[rtomalis@pa.gov](mailto:rtomalis@pa.gov)>  
 Cc: "Erickson, Rodney" <[RAE@psu.edu](mailto:RAE@psu.edu)>, "Frank T. Guadagnino ([FGuadagnino@ReedSmith.com](mailto:FGuadagnino@ReedSmith.com))" <[FGuadagnino@ReedSmith.com](mailto:FGuadagnino@ReedSmith.com)>, "Lanny J. Davis" <[ldavis@lannyjdavis.com](mailto:ldavis@lannyjdavis.com)>, "Ammerman, Paula" <[PRA4@psu.edu](mailto:PRA4@psu.edu)>  
 Date: 03/10/2012 10:53 AM  
 Subject: Report on Freeh Recommendations

Karen, Keith, Ken and Ron,

At the Board seminar on Friday morning I will report on our progress toward implementation of

Judge Freeh's preliminary recommendations. I have attached a draft of that report for your review and consideration in advance. Please note that a few of the points are works in progress (such as the date of the conference) that we hope to have finalized by Friday morning's session.

Due to the good work of many of my colleagues in the administration, we have made considerable progress in a relatively short period of time. I reviewed this information in a conversation with Barbara Mather of Judge Freeh's team, and she was very impressed with our progress to this point. Needless to say, there is much good work yet to be accomplished.

Best,

Tom

Thomas G. Poole  
Vice President for Administration  
205 Old Main  
814.865.2507

The information contained in this e-mail, and any attachment, is confidential and is intended solely for the use of the intended recipient. Access, copying or re-use of the e-mail or any attachment, or any information contained therein, by any other person is not authorized. If you are not the intended recipient please return the e-mail to the sender and delete it from your computer. Although we attempt to sweep e-mail and attachments for viruses, we do not guarantee that either are virus-free and accept no liability for any damage sustained as a result of viruses.

Please refer to <http://disclaimer.bnymellon.com/eu.htm> for certain disclosures relating to European legal entities.

Notice: This e-mail message, together with any attachments, contains information of Merck & Co., Inc. (One Merck Drive, Whitehouse Station, New Jersey, USA 08889), and/or its affiliates Direct contact information for affiliates is available at <http://www.merck.com/contact/contacts.html>) that may be confidential, proprietary copyrighted and/or legally privileged. It is intended solely for the use of the individual or entity named on this message. If you are not the intended recipient, and have received this message in error, please notify us immediately by reply e-mail and then delete it from your system.

TO: THE BOARD OF TRUSTEES, THE PENNSYLVANIA STATE UNIVERSITY

FROM: THE SPECIAL INVESTIGATIVE COUNSEL TEAM

RE: ADDITIONAL PROPOSED NEAR-TERM RECOMMENDATIONS, MARCH 15, 2012

The Pennsylvania State University ("PSU" or "University") continues to take steps to implement the recommendations approved by the Board of Trustees ("Board") in January 2012 with the goals of improving i) security for minors in University facilities and programs, ii) University compliance procedures and administrative processes, and iii) the Board's oversight of the University. These steps include:

- ✓ Defining a senior staff position -- a "Chief Compliance Officer" -- with responsibility for compliance with applicable laws, rules and regulations
- ✓ Tightening procedures for summer camps, e.g., improving and enforcing background checks, updating policies pertaining to minors in University programs and facilities and implementing abuse awareness training
- ✓ Designating a specific committee on the Board to oversee compliance and risk issues
- ✓ Increasing the competence of the University Police Department in the administration of the Clery Act by hiring a Clery Act "Coordinator"
- ✓ Making the University's reporting hotline more visible on its website

The Special Investigative Counsel Team ("Team") is developing a comprehensive list of recommendations that will be presented in its final report. The Team has received cooperation and suggestions from University faculty and staff and will continue discussions with them as it refines its recommendations. In the interim, the Team recommends the following additional steps, some of which are currently being developed:

#### 1. STRENGTHENING POLICIES FOR PROGRAMS INVOLVING MINORS

- The University should designate a "Coordinator" in the Human Resources Department to be responsible for oversight of the University's policies and procedures regarding non-student minors on campus. This "Coordinator" would help the University prepare for its upcoming summer camps for young people, work with camp administrators while they are in progress and supervise outside staffing for the camps. The Coordinator also would spearhead the efforts to coordinate background checks and provide abuse awareness training throughout the University.

#### 2. COMPLIANCE WITH CLERY ACT TRAINING AND REPORTING REQUIREMENTS

- Clery Act education, beginning with the coaching staff, should be completed as soon as possible, by using external experts initially and followed up by on-line training.

### 3. PHYSICAL SECURITY

- The University should take all available steps to better secure all of its athletic facilities, including implementing the planned security improvements at Recreation Hall as soon as practicable.

### 4. UNIVERSITY ADMINISTRATION AND GOVERNANCE

- The University should contract with the Commission on Accreditation for Law Enforcement Agencies (CALEA), or other comparable organization, to conduct a thorough review of the PSU Police Department's structure and operations.
- The University's new Chief Compliance Officer should head an independent office equivalent to the Office of Internal Audit and should have similar direct access and reporting responsibilities to the Board of Trustees.
- The University is in the process of hiring a new staff member within the Athletic Compliance Office, but also should consider: i) performing benchmarking among peer institutions to determine the appropriate size of the staff; ii) restructuring the responsibilities of certain staff members and offices within the Athletic Department to ensure that compliance functions are under the oversight of the Athletic Compliance Office staff; and iii) ensuring that new hires, and incumbents performing athletic compliance roles, have significant NCAA Division I rules working knowledge.
- The General Counsel search is proceeding, but a new General Counsel will need additional staffing to be effective. The University should ensure increased budget support for that office, which will be critical to allow the new General Counsel to build expertise and improve issue response time.
- The University has a unique resource in the Rock Ethics Institute. The goal of inculcating a culture of ethical behavior can be advanced by tapping the Institute's expertise for advice and leadership. Early steps could include the preparation of a Code of Ethics for the Board and University and development of a continuing training program.

### 5. PROMPT REPORTING OF INCIDENTS OF ABUSE AND SEXUAL MISCONDUCT

- The University should increase the channels for reporting incidents of abuse or ethical breaches by designating a University representative to whom such incidents could be reported in confidence.

[www.pennstatesunshinefund.org](http://www.pennstatesunshinefund.org)

**Feuchtenberger, Karen**

---

**From:** Omar Y. McNeill <mcneill@freehgroup.com>  
**Sent:** Monday, December 19, 2011 6:57 PM  
**To:** Frazier, Kenneth C.; Tomalis, Ronald  
**Subject:** PSU  
**Attachments:** 1940\_001.pdf

CONFIDENTIAL/ATTORNEY-CLIENT PRIVILEGED COMMUNICATION/ATTORNEY WORK PRODUCT

Ken and Ron –

Attached for your information is a copy of the letter that was provided to Cynthia. This is the letter we mentioned during our call last Sunday that we said we would provide to her.

Regards,

**Omar Y. McNeill**  
Partner and General Counsel

**Freeh Sporkin & Sullivan, LLP**  
3711 Kennett Pike  
Suite 130  
Wilmington, DE 19807  
U.S.A.

**Direct:** +1 (302) 824-7331  
**Main:** +1 (302) 824-7532  
**Fax:** +1 (302) 824-7148  
**Email:** [mcneill@freehgroup.com](mailto:mcneill@freehgroup.com)

[www.freehsporkinsullivan.com](http://www.freehsporkinsullivan.com)

---

**CONFIDENTIALITY NOTICE:** THIS EMAIL, INCLUDING ANY ATTACHMENT(S), IS INTENDED ONLY FOR THE PERSON OR ENTITY TO WHICH IT IS ADDRESSED AND MAY CONTAIN CONFIDENTIAL AND/OR PRIVILEGED ATTORNEY/CLIENT WORK PRODUCT COMMUNICATIONS AS WELL AS OTHER CONFIDENTIAL, PROPRIETARY OR SECRET INFORMATION. IF YOU ARE NOT THE INTENDED RECIPIENT, PLEASE DO NOT READ THIS EMAIL OR DISSEMINATE IT TO ANYONE. PLEASE NOTIFY THE SENDER IMMEDIATELY BY REPLYING TO THIS MESSAGE OR BY CALLING +1 (302) 824-7139 (WE ACCEPT COLLECT CALLS), AND THEN DELETE THE ORIGINAL MESSAGE AND ANY COPIES OF IT FROM YOUR COMPUTER SYSTEM. ANY USE, DISSEMINATION, DISTRIBUTION, OR REPRODUCTION OF THIS MESSAGE AND/OR ANY ATTACHMENTS BY UNINTENDED RECIPIENTS IS STRICTLY PROHIBITED AND MAY BE UNLAWFUL. **THANK YOU FOR YOUR COOPERATION.**

---