

From: Frenberger, Karen

From: Omar Y. McNeill <mcneill@freehgroup.com>
Sent: Thursday, March 15, 2012 5:14 PM
To: Frazier, Kenneth C.
Cc: Tomalis, Ronald
Subject: Re: Report on Freeh Recommendations

Thank you for the update.

Sent from my iPhone

On Mar 15, 2012, at 4:56 PM, "Frazier, Kenneth C." <ken_frazier@merck.com> wrote:

At today's meeting I confirmed that Erickson's report will be perfunctory.

Sent from my iPad

On Mar 14, 2012, at 2:11 PM, "Omar Y. McNeill" <mcneill@freehgroup.com> wrote:

Regards,

Omar

By Anne Danahy

The leader of Penn State's board of trustees said that "nothing is off the table" when it comes to looking at the best way to govern the university and that the board is open to new ideas and change.

Chairwoman Karen Peetz addressed the Faculty Senate on Tuesday, explaining changes the board is considering making to its committee structure and answering questions about university governance.

Peetz said the 32-member board is diverse — bringing in people from all walks of life. It includes nine alumni seats, three of which are up for election this year. The race has drawn 86 candidates.

Peetz said she wanted to debunk the idea that the board is opposed to change.

"We embrace the concept of new people coming on, just like any other group that you're part of," she said. "It's healthy and productive to have new ideas and people joining you."

Peetz and Vice Chairman Keith Masser addressed the Faculty Senate as part of an ongoing effort by the trustees and administration to reach out to students, alumni, faculty and others. The administration and board have been the target of criticism since the Jerry Sandusky sex abuse scandal began to unfold and trustees decided to dismiss Joe Paterno as head football coach and Graham Spanier as president.

In her remarks, Peetz said trustees want to make sure there is the proper balance between academics and athletics, an idea President Rodney Erickson has also brought up.

"I think what we're seeing is an underbelly of athletics that needs to be closely looked at and very much probably controlled in a different way," Peetz said.

Later, Peetz elaborated on that, saying that, "Whenever you have a situation like this, you're going to find there were certain breaches, assuming that what's alleged to have happened did."

She said the response includes having ethics and compliance training.

"Obviously, if it happened in athletics, that's where you'll have to start. But, I think it will probably go through the rest of the university in terms of just training (about) what to look for," she said.

Peetz said that if the allegations are true, there "would have been some pretty significant breaches of people not doing the right thing, not reporting, not feeling comfortable to say what was happening."

Peetz also answered a question about why the board issued a statement Monday outlining their reasons for terminating Paterno and Spanier. The statement reiterated and elaborated on the board's reasoning for the decisions.

She said the explanation was "long overdue" and came after attempts in January to go through media interviews weren't effective. She said it follows "listening tours" and hearing from alumni and staff, who said they didn't understand what happened.

The trustees' proposed restructuring will be on the agenda when the board meets Friday at Penn State Hershey. Peetz said the changes include having faculty, students and, in some cases, alumni sit on committee meetings in an advisory role.

"We think that will go farther toward involvement of those various, obviously critical groups, to the work that we do," Peetz said.

The trustees will go from having three committees to five, under the proposed changes. That includes adding a risk, compliance, legal and audit committee.

"Unfortunately, it came to the fore since November," she said.

An outreach, development and community relations committee will also be added.

Peetz said Erickson will give a status update Friday on the investigation the board commissioned former FBI director Louis Freeh to do on the university's response and involvement in the Sandusky scandal. Peetz said the board is hopeful the report will be

issued in the fall, but "we're not positive. He's going to take as long as he needs to, to do what he needs to do."

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She said "there is no intent to edit the report" ahead of time, but details of the release are being worked out with the state Attorney General's Office and others.


"There will be absolutely no editing of the report," she said.

At a previous meeting, Faculty Senate considered sending a motion of no confidence to the board, but ended up voting against it.

"I think it's better," Peetz said of board relations with faculty. "I think we need to keep listening."

Also Tuesday, the Faculty Senate approved a motion to honor Paterno.

From: Omar Y. McNeill [<mailto:mcneill@freehgroup.com>]
Sent: Wednesday, March 14, 2012 9:33 AM
To: Frazier, Kenneth C.
Cc: Tomalis, Ronald; Ammerman, Paula
Subject: Re: Report on Freeh Recommendations


Regards,

Omar

Sent from my iPhone

On Mar 14, 2012, at 8:44 AM, "Frazier, Kenneth C." <ken_frazier@merck.com> wrote:

Omar,

I will be attendance on Thursday only. It is my understanding that there is no expectation that I will make a report on the investigation at this meeting.

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From: Omar Y. McNeill [<mailto:mcneill@freehgroup.com>]
Sent: Tuesday, March 13, 2012 2:24 PM
To: Tomalis, Ronald; Frazier, Kenneth C.
Subject: RE: Report on Freeh Recommendations

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 –

[REDACTED]

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'
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>
Cc: Louis Freeh <freeh@freehgroup.com>; Tomalis, Ronald
Subject: Re: Report on Freeh Recommendations

www.pennstatesunshinefund.org

Regards,

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Omar

Sent from my iPhone

On Mar 11, 2012, at 1:24 PM, "Frazier, Kenneth C."
<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
Cc: Frank T. Guadagnino
(FGuadagnino@ReedSmith.com); Frazier,
Kenneth C.; Keith Masser; Lanny J. Davis;
Ammerman, Paula; 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
Cc: Frank T. Guadagnino
(FGuadagnino@ReedSmith.com);
ken_frazier@merck.com; Keith Masser; Lanny J. Davis;
Ammerman, Paula; Erickson, Rodney; 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]
Sent: Sunday, March 11, 2012 11:09 AM
To: Poole, Tom
Cc: Frank T. Guadagnino
 (FGuadagnino@ReedSmith.com);
ken_frazier@merck.com; Keith Masser; Lanny J. Davis;
 Ammerman, Paula; Erickson, Rodney; 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" <tqp1@psu.edu>
 To: "karen.peetz@bnymellon.com" <karen.peetz@bnymellon.com>, Keith Masser <KMasser@masserspuds.com>, "ken_frazier@merck.com" <ken_frazier@merck.com>, "rtomalis@pa.gov" <rtomalis@pa.gov>
 Cc: "Erickson, Rodney" <RAE@psu.edu>, "Frank T. Guadagnino (FGuadagnino@ReedSmith.com)" <FGuadagnino@ReedSmith.com>, "Lanny J. Davis" <ldavis@lannyjdavis.com>, "Ammerman, Paula" <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,

Torr

Thomas G. Poole
Vice President for Administration
205 Old Main
814.665.2507

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