

# **Pope Exhibit A**



**PennState**

**Board of Trustees**  
The Pennsylvania State University  
201 Old Main  
University Park, PA 16802-1589

May 30, 2025

Alice W. Pope  
17 Prospect Place  
Brooklyn, NY 11217

Dear Alice,

We are writing to stress to you the importance of your adherence to the Trustee Code of Conduct, and its applicability to you as a Trustee Emeritus under Bylaws provision 2.03(a).

We are aware of your participation in the “press conference” organized to occur following the May 22, 2025 meeting of the Board of Trustees. In participating in this press conference, it appears that you failed to comply with the Code of Conduct section 2.04 requirement to “*coordinate all media and press statements, interviews and/or background discussions done in a Trustee capacity with the Board Office, who will engage Strategic Communications as needed.*” Advance notice of your intentions is the minimum expected of a Trustee.

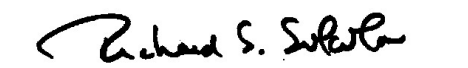
We also ask that you review Code of Conduct section 2.03(c) which states, in pertinent part: “*While Trustees think independently and make informed individual decisions about what they feel is in the best interests of the University, they shall support majority decisions of the Board and work cooperatively with fellow Board members and the Administration to advance the University’s goals. Negative or critical public statements about the Board, the University or its students, alumni, community, faculty, staff, and other stakeholders do not serve the University’s interests and are inconsistent with a Trustee’s fiduciary obligation to act always in the best interests of the University.*” It is particularly important for you to be explicit that you are speaking exclusively in your personal capacity expressing your personal views in media statements not made on behalf of the Board.

Finally, we remind you of the language of section 2.03(c) which states: “*Trustees shall extend goodwill to one another and to all members of the University community in board sessions and in public forums, including social media.*” We urge you to avoid social media conversations critical of your fellow Trustees.

Please consider this a letter of counseling. Should you wish to discuss this matter further, we are available at your convenience.

Sincerely,

  
David M. Kleppinger, Board Chair

  
Richard S. Sokolov, Board Vice Chair

  
Daniel A. Onorato, Governance Committee Chair