

Lincoln University Board of Trustees
EXECUTIVE COMMITTEE
April 30, 2020

MINUTES

The Lincoln University Board of Trustees Executive Committee met via teleconference on Thursday, April 30, 2020. Chairlady Theresa R. Braswell called the meeting to order at 6:05 PM EST. Trustee Allen led the group in prayer, after which Diane Brown called roll.

Committee Members Present: Theresa R. Braswell, Chairlady; Brenda A. Allen, President; Robert A. Allen; Gerald Bruce; Dimitrius M. Hutcherson; James W. Jordan; Kimberly A. Lloyd; Frances E. Paul; Kenneth A. Poole; Sandra F. Simmons; Joseph V. Williams, Jr.; and Staff Liaison, Diane M. Brown. ***A quorum was satisfied.***

Committee Members Absent/Excused: Deborah C. Thomas

Guests Present: Judith L. Fitzgerald, Trustee

MINUTES

The Executive Committee approved the draft meeting minutes from the Regular Board Meeting held February 8, 2020.

CHAIRLADY'S REPORT

Chairlady Braswell indicated that the meeting of the Executive Committee had been called to act on items before the Board in lieu of the April Annual Board meeting, which had been canceled due to the current circumstances surrounding the coronavirus pandemic. This is in accordance with the By-laws, which state that "Except for the appointment or termination of the President, the Executive Committee shall have and exercise the authority of the Board of Trustees in the management of the University.... The Executive Committee shall keep regular minutes of its proceedings and shall make a report of all of its actions at each meeting of the Board of Trustees."

PRESIDENT'S REPORT

President Allen presented the Quarterly Report to the Board. The President gave a summary of her report, which was an update on actions the University has taken in response to the Covid-19 pandemic. Her report included updates on the students' departure from campus, alternative modes of teaching engaged and the impact of alternative instruction on the ability of students to complete the academic semester successfully, faculty support, and the Board's efforts to move the Distance Learning Agenda at the University.

STANDING COMMITTEES

EDUCATIONAL POLICY AND ACADEMIC AFFAIRS

Trustee Robert Allen, Chair of the Educational Policy and Academic Affairs Committee reviewed the minutes from the January 16, 2020 meeting and presented the following resolutions to the Board.

2020-2021 PROMOTION AND TENURE

RES638_043020

WHEREAS, members of the Faculty have applied for promotion and/or tenure and promotion

WHEREAS, the Promotion, Tenure and Severance Committee evaluated the applications; and

WHEREAS, the Dean and the Provost and Vice President for Academic Affairs have reviewed the applications; and

WHEREAS, the President has reviewed the recommendations of the Provost and Vice President for Academic Affairs; now, therefore

BE IT RESOLVED, that the following personnel actions are hereby approved:

- **Carla Gallagher, Assistant Professor**
Tenure and Promotion to Associate Professor
- **Christina Kerns, Assistant Professor**
Tenure and Promotion to Associate Professor
- **Claude Tameze, Associate Professor**
Promotion to Full Professor

A motion was made and properly seconded to approve the resolution.

Motion passed unanimously.

**CORRECTION TO AMENDMENTS TO THE FACULTY BYLAWS
APPROVED AT THE FEBRUARY 8, 2020 REGULAR MEETING
OF THE BOARD OF TRUSTEES**

RES639_043020

WHEREAS, proposed amendments to the Faculty By-Laws of Lincoln University were approved by the Board of Trustees at the February 8, 2020 regular Board meeting; and

WHEREAS, the proposed amendments incorrectly referenced that *the Faculty Counsel proposed the amendments to Article V. Section 5.09 (a), (b), (c), (e), and (f); Article VIII. Section 8.06 (c); Article X. Section 10.02 (g),(i), and (j); Article XIV. Section 14.01; and Article XV. Section 15.01; and*

WHEREAS, the Faculty proposed the amendments to *Article V. Section 5.09 (a), (b), (c), (e), and (f); Article VIII. Section 8.06 (c); Article X. Section 10.02 (g),(i), and (j); Article XIV. Section 14.01; and Article XV. Section 15.01; and*

WHEREAS, the Resolutions must accurately reflect the changes to the Faculty bylaws proposed by the Faculty; therefore, be it

RESOLVED, that the Board of Trustees approves changes to the approved draft resolutions to accurately reflect that the **Faculty proposed** the amendments to *Article V. Section 5.09 (a), (b), (c), (e), and (f); Article VIII. Section 8.06 (c); Article X. Section 10.02 (g),(i), and (j); Article XIV. Section 14.01; and Article XV. Section 15.01* of the Faculty Bylaws; and further

RESOLVED, the meeting minutes of the regular meeting of the Board of Trustees held February 8, 2020 accurately reflect the same.

A motion was made and properly seconded to approve the resolution.

Motion passed unanimously.

PROMOTION AND TENURE GUIDELINES

RES640_043020

WHEREAS, the Promotion and Tenure Guidelines-March 2000 (“Guidelines”), Section D. Review Process, states the following:

The Department Chairperson receives and reviews applications from candidates for personnel action and forwards the application along with the Chairperson’s letter of reference to the PTS Committee by December 15. After receipt of applications, the PTS Committee carefully engages a comprehensive, two-step review of each candidate; and

WHEREAS, the “comprehensive, two-step review of each candidate” is followed by a three-step process; and

WHEREAS, the current Promotion, Tenure, and Sabbatical application timeline and process as noted in the Faculty Collective Bargaining Agreement (CBA) must be followed; and

WHEREAS, the Educational Policy and Academic Affairs Committee recommends the following revisions to Section D. Review Process,

~~*The Department Chairperson receives and reviews applications from candidates for personnel action and forwards the application along with the Chairperson’s letter of reference to the PTS Committee by December 15. The current Promotion, Tenure, and Sabbatical Application Timeline and process, as noted in the Faculty Collective Bargaining Agreement (CBA), must be followed. After receipt of applications, the PTS Committee carefully engages a comprehensive, ~~two~~ three-step review of each candidate:*~~

THEREFORE BE IT RESOLVED, that the Lincoln University Board of Trustees approves the recommendations of the Educational Policy and Academic Affairs Committee to update the Promotion and Tenure Guidelines (March 2000), Section D. Review Process to the following:

The current Promotion, Tenure, and Sabbatical Application Timeline and process, as noted in the Faculty Collective Bargaining Agreement (CBA), must be followed. After receipt of applications, the PTS Committee carefully engages a comprehensive, three-step review of each candidate:

A motion was made and properly seconded to approve the resolution.

Motion passed unanimously.

Trustee Allen then introduced Trustee Judith Fitzgerald, Chair of the EPAAC Sub-Committee on Distance Learning. Trustee Fitzgerald provided a report of the April 16, 2020 meeting of the Sub-Committee and activities in which the Sub-Committee has been involved.

INVESTMENT

Trustee Dimitrius Hutcherson, Chair of the Investment Affairs Committee reviewed the minutes from the March 17, 2020 meeting and presented the following resolution to the Board.

ENDOWMENT FUND SPENDING AUTHORIZATION JULY 1, 2020 – JUNE 30, 2021

RES641_043020

WHEREAS, the Board of Trustees of Lincoln University has elected to be governed by the provisions of Section 5548(c) of the Pennsylvania Non-Profit Corporation Law of 1998, as amended, with respect to the endowment funds held by the University; and

WHEREAS, the provisions of Section 5548(c)(3) provide that if an election is made to be governed by that subsection, the term “income,” for the purposes of the endowment funds, shall mean a percentage of the value of endowment fund assets as the Board shall select annually, after determining that the percentages elected is consistent with the long term preservation of the real value of the assets; provided, however, that the percentage selected shall in no event be less than 2% or more than 7% per year; now therefore, it is hereby

RESOLVED, that pursuant to Section 5548(c)(3) of the Pennsylvania Non-Profit Corporation Law of 1998, as amended, and for the fiscal year ending June 30, 2018, the Board of Trustees hereby determines that endowment fund income shall be 3.5% of the value of the endowment fund assets, to be determine din accordance with the provisions of Section 5548(c)(5), using the value of endowment fund assets on December 31, 2014 and averaged over a period of three (3) preceding years; provided however that if any assets have been held for less than three (3) years, the average shall be determined over the period during which the assets have been held; and be it further

RESOLVED, that the Board of Trustees hereby determines that the Board’s decision to treat 3.5% of the value of the endowment fund assets held by the University as income is consistent with the long- term preservation of the real Value of such assets; and further

RESOLVED, that this Resolution shall be maintained as part of the permanent records of the University. A motion was made and properly seconded to approve the resolution. Motion passed unanimously.

TRUSTEES, DEGREES AND NOMINATIONS

Trustee Sandra Simmons, Chair of the Trustees, Degrees, and Nominations Committee reviewed the minutes from the March 24, 2020 meeting and presented the following resolutions to the Board.

HONORARY DEGREE RECIPIENT 2020

RES642_043020

WHEREAS, Article VI, Section 11, of the Lincoln University By-laws (Amended February 12, 2011) sets forth the functions of the Committee on Trustees, Degrees, and Nominations; and

WHEREAS, after Faculty input as required by the University By-laws, the Committee on Trustees, Degrees, and Nominations has made its recommendation for the award of honorary degree for the 2020 Academic Year; now, therefore be it

RESOLVED, that the Board of Trustees hereby approves the recommendation of the Trustees, Degrees, and Nominations Committee for the award of ***Doctor of Laws, honoris causa, to Benjamin Lloyd Crump.***

A motion was made and properly seconded to approve the resolution.

Motion passed unanimously.

HONORARY DEGREE RECIPIENT 2020

RES643_043020

WHEREAS, Article VI, Section 11, of the Lincoln University By-laws (Amended February 12, 2011) sets forth the functions of the Committee on Trustees, Degrees, and Nominations; and

WHEREAS, after Faculty input as required by the University By-laws, the Committee on Trustees, Degrees, and Nominations has made its recommendation for the 2020 award of honorary degrees for the 2020 Academic Year; now, therefore be it

RESOLVED, that the Board of Trustees hereby approves the recommendation of the Trustees, Degrees, and Nominations Committee for the award of ***Doctor of Humane Letters, honoris causa***, to ***Nelson Henry, Jr.***

A motion was made and properly seconded to approve the resolution.

Motion passed unanimously.

EXECUTIVE SESSION

Chairlady Braswell convened an executive session at 6:35 PM to include legal updates and personnel matters.

ADJOURNMENT

There being no further business, the Chair adjourned the meeting at 6:55 PM.