

Lincoln University

Board of Trustees

Regular Meeting

November 16, 2024

MINUTES

The Lincoln University Board of Trustees held its Regular Meeting on Saturday, November 16, 2024, in the International Cultural Center Boardroom.

Mr. Gerald W. Bruce, Board Chair, called the meeting to order at 9:00 AM Eastern. Trustee Kenric Lewis led the group in prayer. Trustee Jalila Parker, Secretary, called roll.

Trustees present: Mr. Gerald W. Bruce, Chair; Dr. Brenda A. Allen, President; Mr. James W. Jordan, Vice Chair; Robert L. Archie Jr., Esq.; Mr. Steven Board; Mr. Van Corbin; Emeritus Trustee Mr. Walter Chambers; Mr. Owen Cooks; Ms. Lorella Dicks; The Honorable Andrew Dinniman; Mr. William F. Dunbar; Dr. Tanya I. Garcia, Mr. Michael Hancock; Ms. Nandi Jones-Clement; Mr. Henry M. Lancaster, II; Dr. Wilbert LaVeist; Mr. Bertram Lawson II; Mr. Stephen Kenric Lewis; Mr. Everett Love; Ms. Tamara May; Ms. Mary Johnson Osirim; Mr. John "JP" Petty; Dr. Rodney Ridley, Mr. Jose Sabastro; Ms. Sandra F. Simmons; Dr. Corey D. B. Walker; and Faculty Representative: Dr. Karen Baskerville.

A quorum was satisfied.

Trustees excused: Dr. Tiffany Harrison; Ms. Lisa MB Johnson; Dr. Charmaine Rochester; Dr. Kate Shaw; Mr. Kevin E. Vaughan

MINUTES

A motion to approve the draft minutes from the Regular Board Meeting held September 14, 2024 was made and properly seconded. Trustee Jalila Parker conducted a roll call vote.

Motion was approved unanimously.

PUBLIC COMMENT

There were no requests for public comment.

AALU REMARKS

President Carney-Nunes, President of the Alumni Association of Lincoln University (AALU), provided updates on alumni activities under the themes of "People, Power, and Participation."

People: Alumni reconnected at Homecoming, which included successful events like the Friday night welcome party and a tailgate. The alumni council and general body meetings were held on Zoom, where updates were shared, including changes to the constitution and bylaws to enhance engagement. Chapters like the Baltimore Metro Chapter (BMC) hosted events such as the Thurgood Marshall Sneaker Ball, honoring outstanding alumni.

Power: The Alumni Association presented a \$30,000 check to Lincoln University from its annual golf tournament. Efforts are underway to boost alumni giving, which is currently at only 2.7%. Plans for the 5th anniversary golf tournament in July 2025 at a new location were announced.

Participation: Alumni have been active in civic engagement efforts, such as a get-out-the-vote initiative on Election Day. Future events, including CIAA participation, are in the works. Upcoming AALU elections have seven candidates for leadership positions, and alumni are encouraged to pay dues and vote.

Ms. Carney-Nunes concludes by expressing gratitude for the support and leadership from the alumni community, highlighting the importance of continued involvement in university initiatives.

CONFLICT OF INTEREST

Chairman Bruce read aloud the Conflict of Interest Statement.

CHAIRMAN'S REPORT

Chairman Gerald Bruce highlighted key developments since the last board meeting, emphasizing the board's progress and the success of recent events at Lincoln University.

Chairman Bruce commended the leadership and dedication of committee chairs and board members, noting significant progress in committee work and increased cross-committee participation. He stressed the importance of understanding the university's strategic vision to enhance contributions and praised the active engagement of members across various committees.

The Chairman shared highlights from Homecoming, which drew a record-breaking crowd of 9,000 attendees. Lincoln won the football game, and the campus was vibrant and energetic, with no safety incidents reported. Bruce praised Chief Marc Partee and the public safety team for ensuring a safe and enjoyable experience for all participants.

Bruce also recognized the civic engagement efforts of Lincoln students during the recent election. Students actively registered peers to vote, organized debates, and mobilized on Election Day. While the election outcome did not align with their goals, their impact on local politics was significant. He emphasized the importance of continued institutional support for such initiatives, as local politics directly affects the university. Chairman Bruce underscored the significance of these efforts in extending the Lincoln legacy of leadership and civic duty.

Chairman Gerald Bruce concluded by celebrating the initiative of students and the board's collective progress, expressing optimism about Lincoln University's future.

PRESIDENT'S REPORT

President Allen provided updates on two key areas: the ongoing reaccreditation process and strategic enrollment management plans for the School of Adult and Continuing Education (SACE), presented by Mr. Edison Freire, Vice President of Extension and Engagement.

Expanding on Maya Mapp's presentation from the September Regular Board Meeting on main campus enrollment strategies, Mr. Freire shared updates on progress and future plans for the School of Adult and Continuing Education (SACE). His presentation focused on enhancing student recruitment, retention, and engagement within the adult and continuing education programs.

President Allen highlighted the importance of proactive planning and collaboration to ensure the success of both the reaccreditation and strategic enrollment initiatives, aligning them with Lincoln University's mission and long-term goals.

Mr. Freire mentioned that the university is creating a "one-stop student service center" to integrate resources from the main campus and SACE, aiming to improve engagement and accessibility for students, particularly those in Philadelphia.

President Allen concluded her report with any questions from the Board.

TREASURER'S REPORT

Mr. Wilbourne Rusere, Vice President for Finance and Administration gave a summary of the Treasurer's Report. The Board of Trustees accepted the Treasurer's Report as information.

STANDING COMMITTEES

Trustees, Degrees, and Nominations Committee

Trustee Dr. Rodney Ridley, Chair of the Trustees, Degrees & Nominations Committee, presented the following resolution for approval by the Board of Trustees.

Re-Appointment of University Trustee – Dr. Corey D. B. Walker RES760_111624

WHEREAS, In November 2020, Dr. Corey D. B. Walker was appointed to a four-year term as a University Trustee on the Lincoln University Board of Trustees; and

WHEREAS, Dr. Walker is eligible to serve a second term as University Trustee on the Lincoln University Board of Trustees; and

WHEREAS, The Lincoln University Board of Trustees Committee on Trustees, Degrees and Nominations has nominated Dr. Walker to serve a second term as University Trustee on the Lincoln University Board of Trustees; now therefore be it

RESOLVED, That the Lincoln University Board of Trustees approves the nomination of Dr. Corey D. B. Walker to serve a second four-year term as a University Trustee, expiring June 30, 2028.

In Favor: 26 Abstain: 1

Motion passed.

Re-Appointment of University Trustee – Mr. Van Corbin '81

RES761_111624

WHEREAS, In November 2020, Mr. Van Corbin '81 was appointed to a four-year term as a University Trustee on the Lincoln University Board of Trustees; and

WHEREAS, Mr. Corbin is eligible to serve a second term as University Trustee on the Lincoln University Board of Trustees; and

WHEREAS, The Lincoln University Board of Trustees Committee on Trustees, Degrees and Nominations has nominated Mr. Corbin to serve a second term as University Trustee on the Lincoln University Board of Trustees; now therefore be it

RESOLVED, That the Lincoln University Board of Trustees approves the nomination of Mr. Van Corbin '81 to serve a second four-year term as a University Trustee, expiring June 30, 2028.

In Favor: 26 Abstain: 1

Motion passed.

Business Affairs Committee

Trustee Van Corbin, Chair of the Business Affairs Committee presented the following resolutions for approval by the Board of Trustees.

2024 Residence Hall Financing

RES762_111624

WHEREAS, November 19, 2022 the Lincoln University Board of Trustees approved Resolution 714 authorizing the sale of Bonds not to exceed \$85,000,000.00 for the refinancing of existing indebtedness and the financing of a new residence hall; and

WHEREAS, November 18, 2023, the Lincoln University Board of Trustees approved Resolution 7 40 authorizing solely the refinancing of Bonds in the amount of \$32,000,000.00; and

WHEREAS, the date of this resolution, plans continue to be developed for a new residence hall that will require indebtedness to finance, which shall not exceed \$60,000,000.00.


THEREFORE BE IT RESOLVED, that the Board of Trustees of the University (the "Board") hereby authorizes its Officers, to negotiate the indebtedness, which is not to exceed \$60,000,000.00, from Rice Capital Access Program, LLC and submit a Term Sheet for approval at a called meeting of the Executive Committee of the Board.

The Undersigned, Secretary of the Board of Trustees of Lincoln University, hereby certifies that the foregoing is a true and correct copy of the Resolution adopted by the Board at a meeting thereof held on November 16, 2024, which meeting was duly called

in accordance with the Bylaws of the University and at which meeting a quorum was present at all times.

11/16/24

Date


Secretary

A roll call vote was conducted.

Motion passed unanimously.

Buildings & Properties Committee

Trustee Owen Cooks, Chair of the Buildings & Properties Committee presented the following resolutions for approval by the Board of Trustees.

2025 Campus Master Plan Update

RES763_111624

WHEREAS, the Lincoln University Board of Trustees acknowledges the importance of maintaining a comprehensive and current Campus Master Plan to guide the University's physical development and infrastructure improvements; and

WHEREAS, significant advancements have been made since the adoption of the Campus Master Plan in 2018, and there is a need to integrate the Sustainable Energy Initiative as a core focus of future campus development; therefore, be it

RESOLVED, that the Lincoln University Board of Trustees approves the update of the Campus Master Plan to incorporate these recent developments, and prioritizing sustainability, environmental stewardship, and renewable energy solutions and maintain the value of Lincoln University's real estate portfolio for highest and best use.

A roll call vote was conducted.

Motion passed unanimously.

Executive Committee

Trustee Kenric Lewis, Chair of the Audit Committee presented the following resolutions for approval by the Board of Trustees.

FINANCIAL STATEMENTS AUDIT FOR THE PERIOD ENDING JUNE 30, 2024

RES764_111624

RESOLVED, That the Lincoln University Board of Trustees accept the Audit of Financial Statements for the year ended June 30, 2024 and 2023 presented and reviewed by **CliftonLarsonAllen LLC** and the University's Administration at a meeting of the Audit Committee held on November 15, 2024. CliftonLarsonAllen LLC issued an unmodified opinion for the audit.

A roll call vote was conducted.

Motion passed unanimously.

**FEDERAL AWARDS PROGRAMS (SINGLE AUDIT) FOR THE PERIOD
RES765_111624
ENDING JUNE 30, 2024**

RESOLVED, That the Lincoln University Board of Trustees accept the Audit of Federal Awards programs (Single Audit) for the year ended June 30, 2024 and 2023 presented and reviewed by **CliftonLarsonAllen LLC** and the University's Administration at a meeting of the Audit Committee held on November 15, 2024. CliftonLarsonAllen LLC issued an unmodified opinion for the audit.

A roll call vote was conducted.

Motion passed unanimously.

**403 (b) EMPLOYEE BENEFITS PLAN AUDIT
FOR PERIOD ENDING DECEMBER 31, 2023**

RES766_111624

RESOLVED, That the Lincoln University Board of Trustees accept the employee benefits plan, 403(b) Audit for the period ending December 31, 2023 and 2022 presented and reviewed by **CliftonLarsonAllen LLC** at a meeting of the Audit Committee held on November 15, 2024. CliftonLarsonAllen LLC issued an unmodified opinion for the audit.

A roll call vote was conducted.

Motion passed unanimously.

Executive Committee

Chairman Gerald Bruce, Chair of the Board presented the following resolutions for approval by the Board of Trustees.

2024-2025 Free Speech Policy

RES767_111624

WHEREAS, the Lincoln University Board of Trustees recognizes the importance of Free Speech and the recognition of the First Amendment on Lincoln University's campus; and

WHEREAS, the Free Speech, Demonstration, and Protest policy has been proposed to designate a public forum and identify procedures for protest on campus; therefore, be it

RESOLVED, that the Lincoln University Board of Trustees hereby approves the Free Speech, Demonstration, and Protest Policy.

A roll call vote was conducted.

Motion passed unanimously.

2024-2025 Cyberbullying Policy

RES768_111624

WHEREAS, the Lincoln University Board of Trustees recognizes the importance of fostering a safe, respectful, and inclusive online environment for all students, faculty, and staff; and

WHEREAS, cyberbullying, which includes harassment, threats, and the spreading of harmful or false information via electronic means, undermines the educational environment and well-being of the University community; therefore, be it

RESOLVED, that the Lincoln University Board of Trustees hereby approves the Cyberbullying Policy to establish guidelines, procedures, and consequences to address incidents of cyberbullying within the campus community.

A roll call vote was conducted.

Motion passed unanimously.

2024-2025 Religious Holiday Policy

RES769_111624

WHEREAS, the Lincoln University Board of Trustees acknowledges the cultural and religious diversity within the University community and supports the right of all individuals to observe religious holidays without academic penalty; and

WHEREAS, the University recognizes that religious observances may coincide with academic commitments, necessitating reasonable accommodations for students and staff to honor these holidays; therefore, be it

RESOLVED, that the Lincoln University Board of Trustees hereby approves the Religious Holiday Policy, ensuring accommodations and protections for the observance of recognized religious holidays by students, faculty, and staff.

A roll call vote was conducted.

Motion passed unanimously.

Approval of Updated Strategic Plan

RES770_111624

WHEREAS, the Lincoln University Board of Trustees recognizes the importance of a strategic vision to guide the University's growth, mission, and operations in alignment with its historic legacy and future aspirations; and

WHEREAS, an updated strategic plan, "Phase II of Reimagining the Legacy: Learn, Liberate, Lead," was presented to the Board at the September 2024 retreat, reflecting feedback from multiple stakeholder groups and assessments conducted over the previous year; therefore, be it

RESOLVED, that the Lincoln University Board of Trustees hereby approves the updated Strategic Plan, guiding the institution's priorities, goals, and initiatives for the upcoming years.

A roll call vote was conducted.

Motion passed unanimously.

EXECUTIVE SESSION

The Chairman convened Executive Session to discuss personnel and legal matters. The public session reconvened following the close of Executive Session. Chairman Gerald Bruce, Chair of the Board presented the following resolution for approval by the Board of Trustees.

Approval of President's Goals 2024-2030

RES771_111624

WHEREAS, the mission of Lincoln University is to provide a rigorous liberal arts education to students from diverse backgrounds, preparing them for leadership and service in their respective communities;

WHEREAS, the President of Lincoln University has outlined her strategic goals for the 2024-2025 academic year to advance the institution's mission and vision, enhance academic excellence, promote student success, and strengthen community engagement;

WHEREAS, these goals have been reviewed and discussed by the Board of Trustees, in alignment with the University's strategic plan and long-term objectives;

NOW, THEREFORE, BE IT RESOLVED, that the Board of Trustees of Lincoln University hereby approves the President's goals for the 2024-2025 school year.

Adopted this November 16, 2024 by the Board of Trustees of Lincoln University, Pennsylvania.

Signed:
Gerald W. Bruce

Chairperson, Board of Trustees
Lincoln University, Pennsylvania

CONSENT AGENDA

Chairs for the Educational Policy and Academic Affairs, Planning and Development/External Affairs, and Student Affairs Committees provided reports to the Board and addressed questions from Trustees. The Board accepted the Committee reports as information.

ADJOURNMENT

There being no further business, Chairman Bruce adjourned the meeting at 1PM.

Lincoln University
Board of Trustees
Special Meeting
Executive Committee
November 26, 2024

MINUTES

The Lincoln University Board of Trustees Executive Committee held a special meeting on Tuesday, November 26, 2024, via Zoom.

Mr. Gerald W. Bruce, Board Chair, called the meeting to order at 5:30 PM Eastern. Dr. Brenda Allen, President, called roll.

Trustees present: Mr. Gerald W. Bruce, Chair; Dr. Brenda A. Allen, President; Mr. James W. Jordan, Vice Chair; Robert L. Archie Jr., Esq.; Mr. Van Corbin; Dr. Tanya I. Garcia, Mr. Henry M. Lancaster, II; Mr. Steven Kenric Lewis; Ms. Tamara May; Ms. Mary Johnson Osirim; Mr. Owen Cooks; Mr. Jose Sabastro; Dr. Charmaine Rochester; Mrs. Jalila Parker; and Dr. Rodney Ridley.

A quorum was satisfied.

Trustees excused: Mr. Everett Love

Visitors: PFM Financial Advisors (Trina Smith and Charles Matthews) and representatives from Rice Capital Access Program, LLC (Vikas Dayal and Andy Moleon)

MINUTES

A motion to approve the incurrence of the 2025 Loan through the HBCU Capital Financing Program in a maximum aggregate principal amount not to exceed \$59,500,000 and approve the Term Sheet from Rice Capital Access Program, LLC. Chairman Bruce conducted a vote.

Motion was approved unanimously.

Lincoln University
Board of Trustees
Special Meeting
Executive Committee
December 16, 2024

MINUTES

The Lincoln University Board of Trustees Executive Committee held a special meeting on Monday, December 16, 2024, via Zoom.

Mr. Gerald W. Bruce, Board Chair, called the meeting to order at 5:04 PM Eastern, Venus Boston, General Counsel called roll.

Trustees present: Mr. Gerald W. Bruce, Chair; Dr. Brenda A. Allen, President; Mr. James W. Jordan, Vice Chair; Robert L. Archie Jr., Esq.; Mr. Van Corbin; Dr. Tanya I. Garcia; Mr. Henry M. Lancaster, II; Mr. Steven Kenric Lewis; Mr. Jose Sabastro; Dr. Charmaine Rochester; Mrs. Jalila Parker; and Mr. Everett Love.

A quorum was satisfied.

Trustees excused: Ms. Mary Johnson Osirim and Mr. Owen Cooks

Visitors: Jonathan W. Cox, Eckert Seamans Cherin & Mellott, LLC; PFM Financial Advisors (Trina Smith and Charles Matthews)

MINUTES

Meeting was called to discuss approving resolution proposed by the RICE Programming team.

A motion was made to approve the resolution proposed by the RICE Programming team to authorize transaction to move forward.

Motion was approved unanimously.