

**RESOLUTION OF
THE BOARD OF TRUSTEES**

**Lincoln University
Lincoln University, PA**

**RESOLUTION 583
September 15, 2018**

**PROPOSED AMENDMENTS TO THE BYLAWS OF
LINCOLN UNIVERSITY OF THE COMMONWEALTH SYSTEM
OF HIGHER EDUCATION, ARTICLE II, SECTION 2G**

RES583_091518

WHEREAS, the Lincoln University Board of Trustees appointed an Ad Hoc Bylaws Committee to review the Bylaws of Lincoln University of the Commonwealth System of Higher Education adopted by the Board of Trustees on November 20, 1999 and as amended on July 1, 2014 and on February 12, 2011 in its entirety (the "Bylaws"); and

WHEREAS, Article II, Section 2G of the Bylaws, Number, Appointment and Election of Trustees provides that, "If immediately prior to the expiration of a term a Trustee shall have served as such for a period of eight or more consecutive years, such Trustee shall not be eligible for re-election as a Trustee in the same category until the annual meeting following the annual meeting at which the prior term expired; provided, however, that the provisions of this sentence shall not apply to any Trustee who is serving at the time the provisions of this sentence would otherwise apply as the Chairman; Vice Chairman or Secretary of the Board;" and

WHEREAS, the current language of Article II, Section 2G suggests that a trustee could serve more than eight years. A trustee's term shall be four years with the opportunity for reappointment for an additional four years. A trustee cannot serve more than two consecutive terms without a year's rotation off the Board. To serve more than eight consecutive years is in violation of Section 404(c) of the enabling statute which states that trustees shall serve four-year terms; therefore, be it

RESOLVED, the Board of Trustees approves the Proposed Amendment to Section 2G, Article II, as amended, as follows:

If immediately prior to the expiration of a term a Trustee shall have served as such for a period of eight or more consecutive years, such Trustee shall not be eligible for re-election as a Trustee in the same category until the annual meeting following the annual meeting at which the prior term expired.