

**RESOLUTION OF
THE BOARD OF TRUSTEES**

**Lincoln University
Lincoln University, PA**

**RESOLUTION 584
September 15, 2018**

PROPOSED AMENDMENTS TO THE BYLAWS OF LINCOLN UNIVERSITY OF THE COMMONWEALTH SYSTEM OF HIGHER EDUCATION, ARTICLE III MEETINGS OF THE BOARD **RES584_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 III, Meetings of the Board includes 14 Sections; and

WHEREAS, the Current language in the bylaws does not address the trustee's adherence to ethics by trustees when executing roles and responsibilities associated with Board business; and

WHEREAS, the Board of Trustees approves the following amendment to the Bylaws to reflect the addition of new language in Article III that includes Trustee commitment to ethical conduct; therefore, be it

RESOLVED, that Article III is amended to add a new Section 9 as follows:

In fulfilling the duties of Trustee, each member of the Board of Trustees shall sign a Code of Ethical Conduct as provided by the Association of Governing Boards (AGB), to indicate a commitment to ethical behavior in the execution of trustee responsibilities; and be it

FURTHER RESOLVED, that after the insertion of the new Section 9 to Article III of the Bylaws, the remaining sections of Article III will be renumbered and contain 15 sections instead of the current 14 as stated in the February 12, 2011 amended Bylaws.