

**LINCOLN UNIVERSITY BOARD OF TRUSTEES**  
**Regular Meeting**  
**September 19, 2020**

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**MINUTES**

The Lincoln University Board of Trustees held a Regular Meeting on Saturday, September 19, 2020, in the International Cultural Center Board Room on the main campus. Chairlady Theresa R. Braswell called the meeting to order at 9:00 AM Eastern. Trustee Stephen Kenric Lewis led the group in prayer. Board Secretary, Rev. Dr. Frances E. Paul called roll.

Several trustees attended the meeting via Zoom videoconference ("Zoom"). After roll call, at approximately 9:24 AM, the Zoom portion of the meeting was interrupted by an external hacker and Chairlady Braswell subsequently closed the Zoom portion of the meeting. The meeting re-convened at approximately 9:30 AM with updated Zoom information which was provided to authorized guests and members of the public.. The Board Secretary, Rev. Dr. Frances E. Paul conducted a second roll call and Trustee Stephen Kenric Lewis led the group in prayer a second time.

**Trustees Present:** Theresa R. Braswell, Board Chair; Brenda A. Allen, President; Mr. Robert A. Allen; Robert L. Archie, Jr., Esquire (via Zoom); Mr. Gerald Bruce (via Zoom); Mr. Mack Cauthen (via Zoom); Mr. Jamal Clark; Mr. Owen Cooks; The Honorable Andrew Dinniman (via Zoom); Mr. William F. Dunbar (via Zoom); Dr. Judith L. Fitzgerald (via Zoom); Mr. Dimitrius M. Hutcherson; Mr. James W. Jordan; Mr. Henry M. Lancaster, II (via Zoom); Mr. Stephen Kenric Lewis; Ms. Felicia A. McDade; Dr. Noe Ortega (via Zoom); Ms. Jalila Parker; Rev. Dr. Frances E. Paul; Mr. Kenneth A. Poole; Dr. Charmaine Spence Rochester (via Zoom); Mr. Jose Sabastro (via Zoom); Mr. Kevin E. Vaughan (via Zoom); Mr. Joseph V. Williams, Jr. (via Zoom); Mr. Gregory Works (via Zoom) and Faculty Representative: Dr. Emmanuel Babatunde (via Zoom). ***A quorum was satisfied.***

**Trustees Excused:** Ms. Sandra F. Simmons; Dr. Deborah C. Thomas

**Trustees Absent:** Ms. Kimberly A. Lloyd

**PRESENTATION**

Mr. Steve Snyder of the Commonfund reviewed the University's portfolio that included: Market and Economic Insights; Performance Review; Market Environment and Investment Program Update; Peer Benchmarking and Investment Reports; and Investment Programs.

**MINUTES**

The Board of Trustees approved the draft meeting minutes from the Executive Committee meetings held April 30, 2020, and the Special Meetings held July 10, 2020 and August 6, 2020.

**CONFLICT OF INTEREST**

Chairlady Braswell read the Conflict of Interest Statement.

## **CHAIRLADY'S REPORT**

Chairlady Braswell introduced new Board Members: Owen Cooks, Steven Kenric Lewis, Felicia McDade, Jalila Parker, Charmaine Spence Rochester, Jose Sabastro, and Gregory Works. Also, Trustees whose terms expired were recognized by the Board Chair: Elisabeth Bellevue '20, Student Representative to the Board of Trustees 2019-2020; Robert L. Archie, Jr. '65 (2003 – 2020) and Kevin E. Vaughan (2007-2020).

## **PRESIDENT'S REPORT**

President Allen introduced Marc Partee, Chief of Police and Director of the Office of Public Safety. Chief Partee discussed the University's Re-Opening Plan and addressed questions from the Trustees related to the number of students on campus, COVID-19 occurrences on campus and, protocol for maintaining the safety and wellness of students.

President Allen updated the group on Enrollment, stating that a smaller first-year class enrolled this semester, with a larger graduating class expected. The President discussed Continuing Education and updated the Board on Strategic Theme 4: Align Resources to Support Priorities including the Master of Human Services program and development of Cultural Competency Certificates branded around the Lincoln Legacy. The President elaborated that cultural competency would be branded around the Lincoln Legacy and that launch is planned for the current 2020-2021 academic year. Also, President Allen discussed the ESports industry and that ESports can be used as a learning platform.

## **TREASURER'S REPORT**

Mr. Charles Gradowski, Vice President for Finance and Administration provided the Treasurer's Report which was accepted as information.

## **STANDING COMMITTEES**

### **TRUSTEES, DEGREES, AND NOMINATIONS**

The minutes from the Trustees, Degrees, and Nominations Committee meeting held September 1, 2020 were reviewed, and the following resolutions were presented to the Board for approval.

### **APPOINTMENT OF 2020-2021 STUDENT REPRESENTATIVE JAMAL CLARKE**

**RES649\_091920**

**WHEREAS**, Article I, Section 2D of the Lincoln University By-Laws (Revised November 20, 1999) provides that one of the eighteen University Trustees shall be a student representative who shall serve for a term of one year; and

**WHEREAS**, by resolution dated February 19, 2000, the Board of Trustees approved the Student Government Association (SGA) process of determining the student representative to the Board of Trustees; and

**WHEREAS**, the process approved provides, pursuant to the Constitution of the SGA, that the SGA President will be the student representative to the Board of Trustees; and

**WHEREAS**, that **Jamal Clark** was elected by the student body to serve as the 2020-2021 SGA President; now, therefore be it

**RESOLVED**, that, **Jamal Clark**, is hereby appointed Student Representative to the Board of Trustees in his capacity as President of the SGA, for a term expiring on June 2021.

A motion was made and properly seconded.

The motion was approved unanimously.

**RE-NOMINATION OF ALUMNI TRUSTEE - JOSEPH V. WILLIAMS, JR. '68** RES650\_091920

**WHEREAS**, in September 2016, **Joseph V. Williams, Jr. '68** was appointed to a four- year term as an Alumni Trustee on the Lincoln University Board of Trustees; and

**WHEREAS**, the term of service expires September 2020; and

**WHEREAS**, Trustee Williams is eligible to serve a second term as Alumni Trustee on the Lincoln University Board of Trustees; and

**WHEREAS**, the Nominations Committee of the Alumni Association of Lincoln University has duly notified the Board of Trustees of the election of Trustee Williams to serve a second four-year term on the Lincoln University Board of Trustees as an Alumni Trustee; and

**WHEREAS**, the Lincoln University Board of Trustees Committee on Trustees, Degrees and Nominations re-nominated Trustee Williams to serve as an Alumni Trustee for a second four-year term; now, therefore be it

**RESOLVED**, that the Lincoln University Board of Trustees hereby approves the re-nomination of **Joseph V. Williams, Jr. '68** to serve a second four-year term as an Alumni Trustee, expiring September 30, 2024.

A motion was made and properly seconded.

The motion was approved unanimously.

**APPOINTMENT OF COMMONWEALTH TRUSTEES AND GOVERNOR'S REPRESENTATIVE** RES651\_091920

**WHEREAS**, Section 4 of Act 176 of 1972 (P.L. 743, No. 176), Lincoln University – Commonwealth Act (“the Act”), provides for the composition of the board of trustees; terms of trustees, and the power and duties of such; and

**WHEREAS**, Section 4(a) of the Act sets for the following:

*Twelve Trustees shall be designated Commonwealth Trustees, four appointed by the Governor, with the advice and consent of two-thirds of all of the members of the Senate, and*

*four by the President Pro Tempore of the Senate, and four by the Speaker of the House of Representatives; and annually, one appointment shall be made by each of the three Commonwealth appointing authorities for a term of four years; and*

**WHEREAS**, Section 4(b) of the Act sets for the following:

*If a vacancy occurs with respect to any Commonwealth Trustee from any cause, the vacancy shall be filled for the unexpired term by the Commonwealth appointing authority who appointed the Commonwealth Trustee whose office was vacant; and*

**WHEREAS**, Article II. Section 2(b) of the By-Laws of the Lincoln University Board of Trustees (By-Laws), provides for the number, appointment, and election of trustees and sets for the following:

*Twelve of the Trustees shall be designated Commonwealth Trustees, four appointed by the Governor, with the advice and consent of two-thirds of all of the members of the Senate, and four by the President Pro Tempore of the Senate, and four by the Speaker of the House of Representatives. Annually, one appointment shall be made by each of the three Commonwealth appointing authorities for a term of four years. If a vacancy occurs with respect to any Commonwealth Trustee from any cause, the vacancy shall be filled for the unexpired term by the Commonwealth appointing authority who appointed the Commonwealth Trustee whose office was vacant; and*

**WHEREAS**, pursuant to the provisions of Section 4 §§ (a) and (b) of the Act and Article II. Section 2(b) of the By-Laws, on January 21, 2020, the Speaker of the House of Representatives of the Commonwealth of Pennsylvania appointed:

- *Steven Kenric Lewis to the Board of Trustees of Lincoln University for a term of four years ending January 21, 2024; and*
- *Charmaine Spence Rochester to the Board of Trustees of Lincoln University for a term of four years ending January 21, 2024; and*
- *Jose Sabastro to the Board of Trustees of Lincoln University for a term of four years ending January 21, 2024; and*

**WHEREAS**, pursuant to the provisions of Section 4 §§ (a) and (b) of the Act and Article II. Section 2(b) of the By-Laws, upon the nomination by the Honorable Tom Wolf, Governor of the Commonwealth of Pennsylvania, on May 13, 2020, the Senate of Pennsylvania confirmed the appointment of Owen Cooks to the Board of Trustees of Lincoln University to serve until August 31, 2021, and until a successor is appointed and qualified; and

**WHEREAS**, pursuant to the provisions of Section 4 §§ (a) and (b) of the Act and Article II. Section 2(b) of the By-Laws, on June 25, 2020, the Honorable Tom Wolf, Governor of the Commonwealth of Pennsylvania, appointed Jalila Parker as the Governor's representative on the Board of Trustees of Lincoln University; therefore be it

**RESOLVED**, that the Trustees of the Lincoln University Board of Trustees ratified the appointments to the Board of Trustees of Lincoln University by the Commonwealth of Pennsylvania to serve in accordance with the Act and the By-Laws, as follows:

- *Owen Cooks*
- *Steven Kenric Lewis*
- *Charmaine Spence Rochester*
- *Jose Sabastro*

**And be it further RESOLVED**, that the Trustees of the Lincoln University Board of Trustees ratified the appointment of Jalila Parker as the Governor’s Representative to the Board of Trustees of Lincoln University

A motion was made and properly seconded.

The motion was approved unanimously.

**BUILDINGS AND PROPERTY**

Trustee James Jordan, Chair of the Buildings and Property Committee reviewed the minutes from the meeting held August 26, 2020, and presented the following resolution to the Board for approval.

**AUTHORIZATION TO PURCHASE REAL ESTATE**

**RES652\_091920**

**WHEREAS**, Charles S. and Terence F. Farrell (“Owners”) own the property located at 405 Township Road, Lincoln University, PA on the corner intersecting with Baltimore Pike, that includes a parcel of land 3.1 acres in size, situated with a single dwelling residence of 2,806 square feet in size, a detached garage, and a mobile home, designated as tax parcel #56-4-39.1(“Property”); and

**WHEREAS**, the Property is situated adjacent to Lincoln University (“University”) parcels located on Baltimore Pike, Lincoln University, PA and is for sale; and

**WHEREAS**, because of the proximity of the Property to the University, ownership of the Property will advance the mission of Lincoln University; and

**WHEREAS**, the Executive Committee of the Board of Trustees of Lincoln University held a meeting on September 10, 2020, and voted to authorize the Officers of Lincoln University to purchase the Property for a price not to exceed the listed price of \$450,000, and under terms and conditions determined by such Officers to be in the best interests of Lincoln University; now, therefore, be it

**RESOLVED**, that the Officers of Lincoln University are hereby authorized and directed to enter into such agreements as necessary and beneficial to the University in the purchase of the Property.

A motion was made and properly seconded.

The motion was approved unanimously.

**CONSENT AGENDA**

Chairs for the following Board Committees provided reports to the Board: Business Affairs, Educational Policy and Academic Affairs, Executive Committee, Planning and Development, and Student Affairs.

**EXECUTIVE SESSION**

Chairlady Braswell convened an executive session at Noon to include legal updates and personnel matters as follows:

- Consideration and approval of the terms of a new Employment Agreement with Dr. Allen effective July 1, 2020.

- Consideration and approval of the terms of a Settlement Agreement with Dr. Allen in relation to the ongoing litigation pending in Chester County captioned Dr. Brenda A. Allen v. Theresa R. Braswell, Dimitrius M. Hutcherson, Dr. Frances E. Paul, James W. Jordan and, Lincoln University Board of Trustees Jane/John Does 1-10, and docketed at No. 2020-04571-IR,
- An update on other pending litigation matters.

After two 30-minute sessions, the Board reconvened at 12:54 PM.

Trustee Kevin E. Vaughan gave remarks and thanked the Contract Committee established by Chairlady Braswell: Trustees Gerald Bruce, Kenneth Poole, James Jordan, and William Dunbar, and Attorneys Thomas Collins and Riley Ross, for negotiating a new agreement extending Dr. Allen's employment with Lincoln University. Also, Trustee Vaughan noted that Chairlady Braswell did a remarkable job in pulling everyone together for a better future for the University.

A motion was made and properly seconded to adopt the terms of Dr. Allen's new Employment Agreement, effective July 1, 2020.

The motion was approved unanimously.

Regarding the Settlement Agreement with Dr. Allen in relation to the ongoing litigation pending in Chester County and captioned Dr. Brenda A. Allen v. Theresa R. Braswell, Dimitrius M. Hutcherson,

Dr. Frances E. Paul, James W. Jordan, and Lincoln University Board of Trustees Jane/John Does 1-10, and docketed at No. 2020-04571-IR, a motion was made and properly seconded to approve the terms of the Settlement Agreement.

The motion was approved unanimously.

Chairlady Braswell and President Allen signed the Agreements and made remarks regarding the future of Lincoln University.

## **ADJOURNMENT**

There being no further business, the Chair adjourned the meeting at 1:30 PM.