

**Lincoln University Board of Trustees**  
**EDUCATIONAL POLICY AND ACADEMIC AFFAIRS COMMITTEE (EPAAC)**  
**Thursday, January 26, 2017**

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**MINUTES**

The Lincoln University Board of Trustees EPAAC met via teleconference on Thursday, January 26, 2017. Chairman Johnson called the meeting to order at 8:08 a.m. Eastern.

Presiding: The Reverend Dr. Kevin R. Johnson, Chair, EPAAC  
Attendees: Ms. Kimberly A. Lloyd, Chairwoman, Board of Trustees  
Dr. Guy A. Sims, Committee Member  
Ms. Rachel E. Branson, Committee Member  
Dr. Richard Green, Interim President  
Ms. Sharman Lawrence Wilson, Member, Board of Trustees  
Dr. Patricia Pierce Ramsey, Provost and Vice President for Academic Affairs  
Ms. Diane M. Brown, Chief of Staff/Manager, Office of the Board of Trustees

**Action**

**Change to Faculty By-Laws**

Provost Ramsey presented for consideration, an amendment to add a Faculty Committee on Post-Tenure Review to Article V: Standing Committees & Other Elective or Appointed Positions of the Faculty By-Laws and an amendment to change the wording in Article VII, Schools of Study, of the Faculty Bylaws, to reflect the current academic unit designations that were approved by the Board on June 18, 2013. The amendments to the Faculty By-Laws were approved.

**Faculty Council**

The faculty proposal to establish a Faculty Council was presented. The proposal, as passed by the faculty in the faculty meeting of Dec 5, 2016, was discussed. The Provost recommended support for establishing a Faculty Council, without support for Faculty Council members receiving release time. The motion to establish a faculty council was approved.

**Adjournment**

There being no further action items, Chairman Johnson adjourned the meeting at 8:50 a.m.

Respectfully submitted,  
Patricia Pierce Ramsey, Ph.D.  
Provost and Vice President for Academic Affairs

**Lincoln University Board of Trustees**  
**DRAFT RESOLUTION**  
**February 11, 2017**

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**AMENDMENT TO THE FACULTY BY-LAWS**  
**Committee on Post-Tenure Review**

**WHEREAS**, The Faculty By-Laws of Lincoln University is the official document governing the policy directives of the Faculty; and

**WHEREAS**, The Lincoln University Faculty approved the proposal for a **new** Faculty Standing Committee on Post-Tenure Review in February 2014; and

**WHEREAS**, A Post-Tenure Review process is delineated in the Collective Bargaining Agreement between Lincoln University and the Lincoln University Chapter of the American Association of University Professors (LU-AAUP), 2013-2016; and

**WHEREAS**, The charge of the Post-Tenure Review Committee will be to participate in the post-tenure review process as described in the Collective Bargaining Agreement between Lincoln University and the Lincoln University Chapter of the American Association of University Professors; and

**WHEREAS**, The purpose of these reviews is to examine, recognize, develop and enhance the performance of tenured faculty through an advisory peer review process; now, therefore be it

**RESOLVED**, That the Lincoln University Board of Trustees approves the following amendment to the Faculty By-Laws as follows:

Article V: Standing Committees & Other Elective or Appointed Positions

Section 5.09 Standing Committees

- w. *The Committee on Post-Tenure Review, is composed of six tenured faculty members (one undergraduate faculty member from each College, one from the library, one from the Graduate Faculty, and one appointed by the Provost/Vice President for Academic Affairs). A faculty member serving during a year when he/she is undergoing post-tenure review must step down from the committee for that year.*

**Lincoln University Board of Trustees**  
**DRAFT RESOLUTION**  
**February 11, 2017**

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**AMENDMENT TO THE FACULTY BY-LAWS**  
**Article VII: Schools of Study**

**WHEREAS**, The Faculty By-Laws of Lincoln University is the official document governing the policy directives of the Faculty; and

**WHEREAS**, the Board of Trustees approved reorganization of the academic units in June 18, 2013; and

**WHEREAS**, In February 2014 Lincoln University Faculty approved the proposal to change the wording in Article VII, Schools of Study, in the Faculty Bylaws; now, therefore be it

**RESOLVED**, That the Lincoln University Board of Trustees approves the following amendment to the Faculty By-Laws:

Article VII: Schools of Study

Section 7.01. Departments of instruction shall be grouped into the following *colleges* of study: *College of Arts, Humanities and Social Sciences; College of Professional, Graduate and Extended Studies; College of Science and Technology.*

Lincoln University Board of Trustees  
**DRAFT RESOLUTION**  
February 11, 2017

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**ESTABLISHMENT OF A UNIVERSITY FACULTY COUNCIL**

**WHEREAS**, Lincoln University recognizes the importance of shared governance in an organizational model by which all members of an organization have access and active participation in decisions and processes of said organization; and

**WHEREAS**, Shared governance consists of a variety of working groups and committees charged with the responsibility to identify, research, formulate, and present opinions on directions or actions which impact the organization; and

**WHEREAS**, The Faculty By-Laws of Lincoln University (“Faculty By-Laws”) is the official document that governs the policy directives of the Faculty; and

**WHEREAS**, Article II, Section 2.01 of the Faculty By-Laws, states, The Faculty shall prescribe, subject to the University Charter and approval of the Board of Trustees, requirements for graduate and undergraduate admissions, graduate and undergraduate courses of instruction, graduate and undergraduate conditions of graduation, the degrees conferred, and rules and methods of conducting the educational work of the University; and

**WHEREAS**, Article II, Section 2.02, states, The Faculty shall be informed by the President, or other designated officers of the administration, of important developments affecting the University, including proposed capital expenditures and annual budgets; and

**WHEREAS**, The Faculty of Lincoln University approved the addition of Article IV: Faculty Council to the By-Laws at the faculty meeting held on January 9, 2017, a copy of which is attached to and incorporated as part of this Resolution; and

**NOW THEREFORE BE IT**

**RESOLVED**, That the addition of Article IV: Faculty Council, is hereby incorporated into the Faculty By-Laws of Lincoln University and approved by the Lincoln University Board of Trustees.

# **Lincoln University Faculty Council**

## **Proposed By-Law Addition**

### **Article IV: Faculty Council**

#### Section 4.01. Membership.

- a. The Faculty Council shall consist of nine elected members of the Faculty who are not administrative officers at the level of Dean, Vice President or President as follows:
- b. A maximum of two faculty members may be non-tenured tenure-track.
- c. A minimum of two faculty members must be from each college, including one member from the graduate faculty.
- d. The Parliamentarian and Faculty Representative to the Board of Trustees shall be ex officio nonvoting members of the Faculty Council.

#### Section 4.02. Election and Terms.

- a. The Faculty Nominating Committee shall present a list of candidates for Faculty Council to the Faculty in the first April Faculty meeting.
- b. Election for the Faculty Council shall be by secret ballot.
- c. Terms for members of the Faculty Council shall be one year terms renewable up to three years, and terms begin on August 15 of the academic year following election.
- d. A member who has served three consecutive years must take a leave from the Council for one year before being elected for an additional term.
- e. Vacancies prior to the end of term shall be filled at the next faculty meeting.
- f. Recall of a member of the Faculty Council shall be for adequate cause and by two thirds vote of the Faculty. Either the vote of the Faculty Council itself or by petition of ten faculty members shall initiate a recall vote. Adequate cause may include nonattendance at two or more Faculty Council meetings.

#### Section 4.03 Officers.

- a. The officers of the Faculty Council shall include the Chairperson, Vice-Chairperson, and Secretary, who shall constitute the Council Executive Committee.
- b. The Faculty Council shall elect its officers by secret ballot at its first organizational meeting no later than September 15 of the academic year of service. Elections shall be annual.
- c. Department chairs shall not be officers of the Faculty Council, but may serve as members of the Faculty Council.

#### Section 4.04. Chairperson:

- a. The chairperson of the Faculty Council shall preside over meetings of the Faculty Council and the Executive Committee of the Faculty Council.
- b. The chairperson shall preside over legislative meetings or legislative portions of meetings of the Faculty. Legislative Faculty meetings, or portions of meetings, shall consist of action items.
- c. The chairperson shall prepare an annual budget for funding the operations of the Faculty Council and submit it to the President.

#### Section 4.05. Vice-Chairperson:

- a. The vice-chairperson shall perform the duties of the chairperson in the event of the chairperson's absence or disability.
- b. In the event that the office of the chairperson becomes vacant, the vice-chairperson shall assume the office for the duration of that term.

#### Section 4.06. Secretary:

- a. The secretary shall be responsible for the preparation of minutes of all meetings of the Faculty Council and the Faculty.
- b. The secretary shall maintain records of all actions of the Faculty Council including maintaining copies of supporting documents.
- c. The secretary shall be responsible for giving notice of meetings of the Faculty Council.
- d. The secretary shall be responsible for posting notices of meetings, minutes, agendas, and links to supporting documents on the Faculty Portal or successor web location.
- e. The secretary shall transmit or ensure the transmission of official notice of actions of the Faculty Council or Faculty to the appropriate parties.

#### Section 4.07. Powers and Responsibilities

- a. The Faculty Council shall receive all proposals pertaining to *Article 2.01\**, vote on said proposals, and prepare them in the form of brief legislative summaries for ratification by the Faculty.
- b. The Faculty Council shall receive all action items from standing committees and other faculty groups, and bring them to the Faculty for ratification. The Faculty may ratify, rescind, or send back items brought forward by the Faculty Council. Appeals may be made directly to the Faculty.
- c. The Executive Committee of the Faculty Council shall prepare the agenda and schedule for action items brought before the Faculty. The Faculty Council may call additional Faculty Meetings as needed.

- d. The Faculty Council shall ensure that minutes, agendas, and supporting documents are posted in a timely manner on the Faculty Portal web location. This includes both the proceedings of the Faculty Council and the proceedings of the Faculty.
- e. The Faculty Council shall delegate tasks to Faculty Standing committees, and call for and review reports of faculty committees, chairs of academic departments, and academic deans.
- f. The Faculty Council shall be informed by, advise, and consult with the President, or other designated officers of the administration as specified in *Article 2.02\*\**.
- g. The Faculty Council shall report to the Faculty all action and discussion items in minutes of Council meetings.

#### Section 4.08. Meetings

- a. A quorum of the Faculty Council shall consist of five or more members of the Faculty Council present.
- b. Robert's Rules of Order, as revised, shall be the authority of the conduct of Faculty Council meetings. The Parliamentarian shall advise the chair on parliamentary matters.
- c. All members of the Faculty and Administration shall have the right to attend and to speak at Faculty Council meetings.
- d. Gallery privileges shall be extended to all members of the university community. The Faculty Council may grant speaking privileges to members of the gallery.
- e. Meetings of the Faculty Council shall be open to the public unless, through requirement of law or other consideration, a meeting is deemed an executive session of the Council for reasons outlined in the Sunshine Act.
- f. The Executive Committee of the Faculty Council shall prepare legislative summaries of action items approved by the Council and submit them to the Faculty for ratification.
- g. The Faculty Council shall meet on the second Tuesday of each month during the academic year. Additional meetings as needed will be held on the fourth Tuesday of each month and are called by the Executive Committee.

#### Section 4.09. Annulment

- a. After three academic years of operation of the Faculty Council, the Faculty may annul all the By-Laws pertaining specifically to the Faculty Council, and the Faculty By-Laws must return to its pre-Council version.
- b. Upon annulment, non-Faculty Council related updates to the Faculty By-Laws shall remain in effect. The annulment shall take effect at the beginning of the following academic year.
- c. Annulment requires a two-thirds vote of a quorum of the Faculty, and a minimum of a majority of the Faculty, and there must be a ten-day notice of the annulment vote and the By-Laws to be annulled posted on the Faculty Portal. Only one annulment vote may be taken per academic year, but a vote may be taken in successive years.
- d. An annulment vote does not require Board of Trustees approval.

## **Additional Notes:**

From current Faculty Bylaws:

### **Article II: Powers of the Faculty**

Section 2.01. The Faculty shall prescribe, subject to the University Charter and approval of the Board of Trustees, requirements for graduate and undergraduate admissions, graduate and undergraduate courses of instruction, graduate and undergraduate conditions of graduation, the degrees conferred, and rules and methods of conducting the educational work of the University.

Section 2.02. The Faculty shall be informed by the President, or other designated officers of the administration, of important developments affecting the University, including proposed capital expenditures and annual budgets.

### **Article III: Meetings (*proposed revision*)**

Section 3.01. A publicly stated meeting of the Faculty under the President, as Chairperson, *or designee*, shall be held *twice per semester* during the academic year.