

Lincoln University Board of Trustees
Annual Meeting
Saturday, April 13, 2019

MINUTES

The Lincoln University Board of Trustees held its annual meeting on Saturday, April 13, 2019 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 Joseph V. Williams, Jr. led the group in prayer. Trustee Rev. Dr. Frances E. Paul, Assistant Secretary to the Board, called roll.

Trustees present: Chairlady Theresa R. Braswell; Brenda A. Allen, President; Mr. Robert A. Allen; Robert L. Archie, Esq; Mr. Gerald Bruce; Mr. Mack A. Cauthen; Mr. Dimitrius M. Hutcherson; Mr. Henry Lancaster; Honorable Harry Lewis; Ms. Kimberly A. Lloyd; Mr. Jabir McKnight; Mr. Noe Ortega; Rev. Dr. Frances E. Paul; Mr. Kenneth A. Poole; Ms. Sandra F. Simmons; Mr. James G. O. Sumner; Dr. Deborah C. Thomas; Mr. Kevin E. Vaughan; Mr. Joseph V. Williams, Jr.; and Faculty Representative, Professor Sophia Sotilleo. ***A quorum was satisfied.***

Trustees excused: Mr. James W. Jordan

Trustees absent: Ms. Stephanie Mays Boyd

MINUTES

The Board of Trustees approved the draft meeting minutes from the Regular Board Meeting held February 9, 2019 and the Special Board Meeting held March 16, 2019.

PUBLIC COMMENT

No public comment.

PRESENTATION

Chairlady Braswell introduced the Class Deans – Ms. Leonie Walters, Freshman Class Dean; Dr. Marlayne Manley, Sophomore and Transition Class Dean; and Dr. Mahpiua Deas, Upperclassmen Dean – who provided an overview on the role of the Class Deans to the Board of Trustees.

Dean Walters elaborated on Vincent Tinto's theory of student departure and George Kuh's theory of student engagement. The Dean presented reasons that students depart or persist according to Tinto's theory. Kuh's theory provides that colleges need to know more about students' precollege experiences and the characteristics of students who are

less likely to engage. Dean Walters also provided an *Institutional Example for Freshmen Students*.

Dean Manley discussed that by providing students with academic leadership, assistance in overcoming challenges associated with college life, personal and family matters, and by engaging students in the mission, vision and core values of the University, achievement of the goal of student retention through graduation is likely.

Dean Deas outlined the pathway to the portfolio program and explained that the E-portfolio is a cumulative project of a student's demonstrated mastery over a 4-year period that reflects their academic and co-curricular achievements. Links to sample portfolios were included in the presentation. The Dean added that the E-portfolio is a product as well as a process and includes a series of opportunities for academic and pre-professional learning and development that make the path to graduation clearer for students.

CONFLICT OF INTEREST STATEMENT

Chairlady Braswell read aloud the Conflict of Interest statement from the Bylaws of the Lincoln University Board of Trustees.

CHAIRLADY'S REPORT

Chairlady Braswell thanked the Trustees for their hard work and support with the challenges over the year and acknowledged Trustees who represented the Board on the committee for the review of the Middle States Commission on Higher Education (MSCHE). The Chairlady provided, the MSCHE Committee recognized the Board for its continuing professional development efforts. Chairlady Braswell also recognized and thanked the members of the Executive Committee as well as individually recognized the following for their service: Robert Archie, Mack Cauthen, Honorable Harry Lewis, Kevin Vaughan, Noe Ortega, James Sumner, and Sophia Sotilleo.

The Chairlady's report was accepted as information.

PRESIDENT'S REPORT

President Allen thanked Chairlady Braswell in engaging the Board in preparation for the Middle States review. Dr. Allen elaborated on the role of the Class Deans and provided her quarterly report to the Board of Trustees that included an update on enrollment, MSCHE reaffirmation, strategic enrollment plan, and the budget: revenue, expenses, and challenges. The president provided information on enrollment projections for the main campus and goals and strategies to move beyond Lincoln's current position at the School of Adult and Continuing Education (SACE) campus in Philadelphia.

The President's Report was accepted as information.

FINANCIAL REPORT

Mr. Charles Gradowski, Vice President for Finance and Administration, presented the Finance Report through February 28, 2019 to the Board.

The Board accepted the Financial Report as information.

STANDING COMMITTEES

AUDIT COMMITTEE

Trustee Kimberly Lloyd, Chair of the Audit Committee reviewed the minutes from the April 3, 2019 meeting with the Board and presented the following resolution to the Board for consideration:

INTERNAL AUDIT - ENTERPRISE RISK ASSESSMENT **RES605_041319**

RESOLVED, That the Lincoln University Board of Trustees approves the Audit Committee recommendation to engage the firm of Clifton Larson Allen LLP to perform the Internal Audit - Risk Management Assessment.

A motion was made and properly seconded to adopt the resolution.

Motion passed.

BUSINESS AFFAIRS COMMITTEE

Trustee Gerald Bruce, Chair of the Business Affairs Committee reviewed the minutes from the April 3, 2019 meeting with the Board and presented the following four (4) resolutions to the Board for consideration:

2019-20 TUITION AND FEES INCREASE **RES606_041319**

WHEREAS, Lincoln University administration has adequately substantiated the necessity for a 2% tuition and related fees increase for undergraduate in-state students; and a 3% tuition and fees increase for undergraduate out-of-state students and programs; therefore, be it

RESOLVED, That Lincoln University 2019-20 tuition and fees increase described above are hereby approved.

A motion was made and properly seconded to adopt the resolution.

In favor: 18 Opposed: 1

Motion passed.

2019-20 ROOM AND BOARD INCREASE **RES607_041319**

WHEREAS, Lincoln University administration has adequately substantiated the necessity for a 2.5% increase for Room and Board; therefore, be it

RESOLVED, That Lincoln University 2019-20 Room and Board increase described above is hereby approved.

A motion was made and properly seconded to adopt the resolution.

In favor: 17 Opposed: 2

Motion passed.

2019-20 OPERATING BUDGET

RES608_041319

WHEREAS, The University administration has submitted an Operating Budget of \$80,257,000 for the Fiscal Year 2019-20; and

WHEREAS, The administration will reduce the submitted budget appropriately if the University does not receive the anticipated revenues from the State or the projected enrollment numbers. If a reduction is necessary, the administration will submit to the Business Affairs Committee a revised budget for informational purposes; now, therefore

BE IT RESOLVED, That the 2019-20 Operating Budget presented by the administration showing total expenses of \$80,257,000 is approved.

A motion was made and properly seconded to adopt the resolution.

In favor: 17 Opposed: 2

Motion passed.

2019-20 CAPITAL BUDGET

RES609_041319

RESOLVED, That capital expenditures of \$6,100,000 are approved for fiscal year 2019-20; and further

RESOLVED, That the administration is authorized to make capital expenditures in fiscal year 2019-20 that in its judgment are consistent with but not identical to the individual projects included on the schedule presented; and further

RESOLVED, That in authorizing these capital expenditures and providing some discretion to the administration, it is the intent of the Board of Trustees that the expenditure be made to improve the living and learning environment of the students of Lincoln University.

A motion was made and properly seconded to adopt the resolution.

In favor: 18 Opposed: 1

Motion passed.

EDUCATIONAL POLICY AND ACADEMIC AFFAIRS COMMITTEE

Trustee Robert Allen, Chair of the Educational Policy and Academic Affairs Committee presented the minutes from the April 3, 2019 meeting. The following resolution was presented to the Board for consideration:

2019-20 PROMOTION AND TENURE

WHEREAS, Members of the Faculty have applied for promotion and/or tenure and promotion; and

WHEREAS, The Promotion, Tenure and Severance Committee evaluated the applications; and

WHEREAS, The Deans and the Provost and Vice President for Academic Affairs have reviewed the applications; and

WHEREAS, The President has reviewed the recommendations of the Provost and Vice President for Academic Affairs; now, therefore

BE IT RESOLVED, That the following personnel actions are hereby approved:

- *Dr. Monica Gray-Georges* (Assistant Professor, Chemistry and Physics)
Promotion to Associate Professor;
- *Dr. Haydar Teymourlouei* (Associate Professor and Interim Chair, Computer Science)
Tenure; and
- *Dr. James Wadley* (Associate Professor and Chair, Counseling and Human Services)
Promotion to Professor.

Trustee Allen proposed an amendment to correct the resolution as follows:

2019-20 PROMOTION AND TENURE

RES610_041319

WHEREAS, Members of the Faculty have applied for promotion and/or tenure and promotion; and

WHEREAS, The Promotion, Tenure and Severance Committee evaluated the applications; and

WHEREAS, The Deans and the Provost and Vice President for Academic Affairs have reviewed the applications; and

WHEREAS, The President has reviewed the recommendations of the Provost and Vice President for Academic Affairs; now, therefore

BE IT RESOLVED, That the following personnel actions are hereby approved:

- *Dr. Monica Gray-Georges* (Assistant Professor, Chemistry and Physics)
Tenure and Promotion to Associate Professor;
- *Dr. Haydar Teymourlouei* (Associate Professor and Interim Chair, Computer Science)
Tenure; and
- *Dr. James Wadley* (Associate Professor and Chair, Counseling and Human Services)
Promotion to Professor.

A motion was made and properly seconded to adopt the resolution.

Motion passed unanimously.

Trustee Allen presented the following draft resolution to the Board for consideration:

2019-20 SABBATICAL LEAVE

WHEREAS, members of the Faculty have applied for sabbatical leave; and

WHEREAS, the Promotion, Tenure and Severance Committee evaluated the applications; and

WHEREAS, the Dean and the Provost and Vice President for Academic Affairs have reviewed the applications; and

WHEREAS, the President has reviewed the recommendations of the Provost and Vice President for Academic Affairs; now, therefore

BE IT RESOLVED, that the following personnel action is hereby approved:

- *Dr. Marilyn Button, Chair and Professor, Department of Languages and Literature*
- Sabbatical Leave
- *Dr. Oswald Richards, Professor, Department of Business and Entrepreneurial Studies* – **Sabbatical Leave**
- *Dr. Amar Tung, Associate Professor, Department of Chemistry and Physics* –
Sabbatical Leave

Trustee Allen proposed a friendly amendment to the resolution as follows:

2019-20 SABBATICAL LEAVE

RES611_041319

WHEREAS, members of the Faculty have applied for sabbatical leave; and

WHEREAS, the Promotion, Tenure and Severance Committee evaluated the applications; and

WHEREAS, the Dean and the Provost and Vice President for Academic Affairs have reviewed the applications; and

WHEREAS, the President has reviewed the recommendations of the Provost and Vice President for Academic Affairs; now, therefore

BE IT RESOLVED, that the following personnel action is hereby approved:

- *Dr. Marilyn Button, Chair and Professor, Department of Languages and Literature - Sabbatical Leave (Fall 2019)*
- *Dr. Oswald Richards, Professor, Department of Business and Entrepreneurial Studies – Sabbatical Leave (Spring 2020)*
- *Dr. Amar Tung, Associate Professor, Department of Chemistry and Physics – Sabbatical Leave (Spring 2020)*

A motion was made and properly seconded to adopt the resolution.

Motion passed unanimously.

In addition, Trustee Allen reviewed the discussion items from the required Joint Educational Committee meeting held April 12, 2019 and acknowledged the support of President Allen, Dr. Ramsey, Dr. Hull, Dr. Hilton, Justin McKenzie, and the Schools of Study in regards to the success of the Middle States Commission on Higher Education self-study.

INVESTMENT COMMITTEE

Trustee Dimitrius Hutcherson, Chair of the Investment Committee reviewed the minutes from the April 2, 2019 meeting with the Board and presented the following resolution to the Board for consideration:

**ENDOWMENT FUND SPENDING AUTHORIZATION
JULY 1, 2019 – JUNE 30, 2020**

RES612_041319

WHEREAS, The Board of Trustees of Lincoln University has elected to be governed by the provisions of Section 5548(c) of the Pennsylvania Non-Profit Corporation Law of 1998, as amended, with respect to the endowment funds held by the University; and

WHEREAS, The provisions of Section 5548(c)(3) provide that if an election is made to be governed by that subsection, the term “income,” for the purposes of the endowment funds, shall mean a percentage of the value of endowment fund assets as the Board shall select annually, after determining that the percentages elected is consistent with the long-term preservation of the real value of the assets; provided, however, that the percentage selected shall in no event be less than 2% or more than 7% per year; now therefore, it is hereby

RESOLVED, That pursuant to Section 5548(c)(3) of the Pennsylvania Non-Profit Corporation Law of 1998, as amended, and for the fiscal year ending June 30, 2018, the Board of Trustees hereby determines that endowment fund income shall be 3.5% of the value of the endowment fund assets, to be determine din accordance with the provisions of Section 5548(c)(5), using the value of endowment fund assets on December 31, 2014 and averaged over a period of three (3) preceding years; provided however that if any assets have been held for less than three (3) years, the average shall be determined over the period during which the assets have been held; and be it further

RESOLVED, That the Board of Trustees hereby determines that the Board’s decision to treat 3.5% of the value of the endowment fund assets held by the University as income is consistent with the long-term preservation of the real Value of such assets; and further

RESOLVED, That this Resolution shall be maintained as part of the permanent records of the University.

A motion was made and properly seconded to adopt the resolution.

Motion passed unanimously.

TRUSTEES, DEGREES AND NOMINATIONS

Trustee Sandra Simmons, Chair of the Trustees, Degrees and Nominations Committee reviewed the minutes from the March 9, 2019 meeting. Trustee Simmons presented the recommended slate of nominees for Board Officers for a two-year term (2019-2020 and 2020-2021) to the Board. Chairlady Braswell asked for nominations from the floor.

There being no nominees from the floor, a motion was made to close the nominations. The motion was properly seconded.

Motion passed unanimously.

The following draft resolution was presented to the Board for consideration:

ELECTION OF BOARD OFFICERS

RES613_041319

WHEREAS, The Trustees, Degrees and Nominations Committee submitted a slate of candidates for Board officers; and

WHEREAS, Additional nominations for Board officers were offered from the floor; and

WHEREAS, The Lincoln University Board of Trustees voted on candidates for each office individually; now, therefore

BE IT RESOLVED, That the following slate of officers were elected to a term of two years (2019-2020 and 2020-2021) as stipulated by the By-Laws of Lincoln University:

- Chair: Ms. Theresa R. Braswell '84
- Vice Chair: Mr. Dimitrius M. Hutcherson
- Secretary: Rev. Dr. Frances E. Paul '79

Trustee Archie made a motion to conduct voting by unanimous vote, without the need for ballots. The motion was properly seconded.

Motion passed unanimously.

By unanimous vote, the Lincoln University Board of Trustees elected the recommended slate of nominees to serve as the Board Officers for a term of two years (2019-2020 and 2020-2021).

CONSENT AGENDA

Chairs for the Planning and Development Committee and the Student Affairs Committee reviewed topics of discussion and meeting minutes with the Board.

ANNOUNCEMENTS

Chairlady Braswell provided a plaque to the graduating Student Representative and Student Government Association President, Trustee Jabir McKnight, and recognized him for his service to the Board and the University. Trustee McKnight introduced his successor as SGA President and student representative to the Board of Trustees for the 2019-2020 academic year, Ms. Elisabeth Bellevue.

EXECUTIVE SESSION

Chairlady Braswell convened an executive session at 12:15 pm to discuss items from the Buildings and Property Committee, the Evaluations Committee, and a legal matter before the Board. The Board meeting reconvened the public session after four consecutive 30-minute sessions at 2:12 PM.

Trustee Paul made a motion that was properly seconded to engage attorney Thomas Collins with the firm of Buchanan Ingersoll & Rooney to represent the Board.

Motion passed unanimously.

ADJOURNMENT

There being no further business, Chairlady Braswell adjourned the meeting at 2:13 PM.