

Lincoln University
BOARD OF TRUSTEES REGULAR MEETING
Saturday, November 19, 2016

MINUTES

A Regular Meeting of the Lincoln University Board of Trustees was held on Saturday, November 19, 2016 at Lincoln University's International Cultural Center Board Room. Chair Kimberly Lloyd called the meeting to order at 9:00 a.m. eastern. Trustee Terri Dean led the group in prayer. Trustee Kevin E. Vaughan called roll.

Trustees present: Mr. Robert Allen, Mr. Cleo Alston, Mr. Robert L. Archie, Ms. Rachel Branson, Ms. Theresa Braswell, Mr. Maceo Davis, Ms. Terri Dean, Dr. Wil Del Pilar, Dr. Richard Green, Ms. Dawn Holden, Mr. Dimitrius Hutcherson, Reverend Dr. Kevin R. Johnson (via telephone), Ms. Sharman Lawrence-Wilson, Dr. Donna Laws, Ms. Kimberly A. Lloyd, Mr. Donald Notice, Ms. Olutoyin Olowookere (via telephone), Reverend Dr. Frances Paul, Ms. Sandra Simmons, Dr. Guy Sims, Mr. James G. O. Sumner, Mr. Dwight S. Taylor, Dr. Deborah C. Thomas, Hon. W. Curtis Thomas, Mr. Kevin E. Vaughan, Mr. Joseph Williams. Emeritus Trustee: Dr. Walter D. Chambers. Faculty Representative: Mr. Charles Pettaway, Jr. *A quorum was satisfied.*

Trustees excused: Dr. William E. Bennett, Hon. Andrew Dinniman, Dr. Tammy Evans-Colquitt, Hon. Harry Lewis, Hon. Nathaniel Nichols, Dr. Theodore Robb, Mr. William W. Robinson, Dr. Kenneth Sadler.

MINUTES

Chair Lloyd offered the Saturday, September 17, 2016 meeting minutes for Board approval.

The minutes were adopted.

CHAIR'S REPORT

The Chair's Report was accepted as information.

INTERIM PRESIDENT'S REPORT

The President presented his report to the Board which was accepted as information.

TREASURER'S REPORT

Mr. Charles Gradowski, Vice President for Fiscal Affairs and Treasurer, presented the Treasurer's Report as of September 30, 2016.

A motion to receive the Treasurer's Report was properly moved and seconded.

Motion carried.

STANDING COMMITTEE-ACTION

AUDIT COMMITTEE

Trustee Archie presented the following resolution to the board for consideration. No management letter was required as the auditors reported there were no findings of any material level that had to be reviewed by the full board.

FINANCIAL STATEMENTS FOR THE PERIOD ENDING JUNE 30, 2016 AND 2015

RES545_111916

RESOLVED, That the Lincoln University Board of Trustees accepts the Audits of Financial Statements and Federal Award programs (with independent Auditor's Reports) for the fiscal year ended June 30, 2016 and 2015, and the limited scope audit for the Lincoln University Defined Contribution Retirement Plan as of and for the year ended December 31, 2015, presented and reviewed by Baker Tilly Virchow Krause, LLP and the University's Administration at a meeting of the Audit Committee on November 7, 2016.

A motion to approve the resolution was properly moved and seconded.

Motion carried.

EDUCATIONAL POLICY AND ACADEMIC AFFAIRS

Trustee Johnson presented the following resolution to the board for consideration.

AMENDMENT TO THE FACULTY BY-LAWS FACULTY COMMITTEE ON DISTANCE LEARNING

RES546_111916

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

WHEREAS, The Lincoln University Board of Trustees, during the June 18, 2013 meeting, approved the Distance Learning Policy (RES450_061813); and

WHEREAS, The purpose of Lincoln University's Distance Learning Policy is to assure the highest quality delivery of distance learning instruction and to ensure that the procedures for approving distance learning courses, selecting faculty, and assessing course and program outcomes are designed accordingly; and

WHEREAS, On February 4, 2014, the Lincoln University Faculty approved the proposal for a new Faculty Standing Committee on Distance Learning; 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

- v. *The Committee on Distance Learning is composed of four elected faculty members, one from each college and one at-large. A minimum of two of the elected faculty members must be trained in online learning and have taught at least one online or hybrid course.*

A motion to approve the resolution was properly moved and seconded.

Motion carried.

TRUSTEES, DEGREES, AND NOMINATIONS COMMITTEE

Trustee Vaughan presented the following resolution to the board for consideration.

**APPOINTMENT OF UNIVERSITY TRUSTEE
STEPHANIE MAYS-BOYD**

RES547_111916

WHEREAS, Article VI, Section 11, of the Lincoln University By-Laws sets forth the functions of the Committee on Trustees, Degrees and Nominations; and

WHEREAS, The Committee on Trustees, Degrees, and Nominations has made its recommendation for the appointment of one (1) University Trustee to serve in accordance with Article II, Section 2(D) of the University By-Laws; now therefore be it

RESOLVED, That the Lincoln University Board of Trustees hereby approves the recommendation of the Committee on Trustees, Degrees and Nominations for the appointment of *Ms. Stephanie Mays-Boyd* as University Trustee to serve in accordance with Article II, Section 2(D) of the University By-Laws.

A motion to approve the resolution was properly moved and seconded.

Motion carried.

CONSENT AGENDA – COMMITTEE REPORTS

The Buildings and Property, Business Affairs, Information Technology and Library, Investment, and Planning and Development Committees reports were accepted as information.

ANNOUNCEMENTS

Chair Lloyd acknowledged the newly appointed Trustees, Ms. Rachel Branson '99, Ms. Dawn Holden '00, Mr. Joseph Williams '68, and Mr. Cleo Alston, and invited each to provide a brief statement on their respective backgrounds.

Trustee Dr. Deborah Thomas has been appointed Parliamentarian of the Board of Trustees. Trustee Theresa Braswell has been appointed Chair of the Planning and Development Committee.

EXECUTIVE SESSION

The Board moved into Executive Session following which the Public Session was reconvened.

AD HOC PRESIDENTIAL SEARCH COMMITTEE

Trustee Terri Dean, Chair, Ad Hoc Presidential Search Committee, made a motion to approve the executive search firm of *Diversified Search*.

The motion was properly moved and seconded.

Motion carried unanimously.

ADJOURNMENT

There being no further business for the Board, the Chair adjourned the meeting at 12:15 pm.