

Lincoln University Board of Curators

February 4, 2021

OPEN SESSION

1. Call To Order:

The Lincoln University Board of Curators Open Session was officially called to order by Board President Frank J. Logan, Sr. at 9:08 a.m., on Thursday, February 4, 2021, in the Board Room, 201 Young Hall, on the Lincoln University campus, Jefferson City, Missouri. Due to the COVID-19 pandemic, the Board meeting was held in person and via zoom.

1. A. Roll Call: Curators present were: Vernon V. Bracy, Stacia R. Bradley Brown, Everidge Cade, Jr., Richard G. Callahan, Don W. Cook, Sr., Frank J. Logan, Sr., Victor B. Pasley, Richard R. Popp, and Terry Rackers. Rose Ann Ortmeyer recorded the minutes.

2. Approval of the Open Session Agenda (Action - Enclosure 1): Curator Cook moved for approval of the Open Session Agenda as distributed. Curator Pasley seconded the motion. Motion carried.

3. Approval of the Open Session Minutes (Action - Enclosure 2): Curator Rackers moved for approval of the November 5, 2020 Open Session Minutes and the December 14, 2020 Open Session Conference Call Minutes. Curator Cook seconded the motion. Motion carried.

4. Report from the President of the Lincoln University Board of Curators - Frank J. Logan, Sr.:

4. A. Report from the Nominating Committee: Curator Don W. Cook, Sr., Chair, gave the report from the Nominating Committee. The Nominating committee is recommending the following slate of officers for the Board of Curators for calendar year 2021:

President:	Frank J. Logan, Sr.
Vice President:	Vernon V. Bracy
Secretary:	Don W. Cook, Sr.
Treasurer:	Richard R. Popp

Curator Bracy moved that the Board receive the report from the Nominating Committee. Curator Callahan seconded the motion. Curator Popp stated that as a member of the Nominating Committee, he did not agree with this slate of officers. The motion to accept the report from the Nominating Committee carried.

Curator Callahan moved for approval of the slate of officers as presented. Curator Bracy seconded the motion. Motion failed as follows:

Curator Bracy	Yes	Curator Bradley Brown	No
Curator Cade	No	Curator Callahan	Yes
Curator Cook	Yes	Curator Pasley	No
Curator Popp	No	Curator Rackers	No

Curator Logan opened the floor for nominations for officers of the Lincoln University Board of Curators for 2021.

Curator Cade nominated Curator Victor Pasley for President. Curator Bracy nominated Curator Frank Logan for President. The vote was as follows:

Curator Bracy	Logan	Curator Bradley Brown	Pasley
Curator Cade	Pasley	Curator Callahan	Logan
Curator Cook	Logan	Curator Pasley	Pasley
Curator Popp	Pasley	Curator Rackers	Pasley

Curator Victor Pasley was elected to the position of President.

Curator Cade nominated Curator Vernon Bracy for Vice President. The vote was as follows:

Curator Bracy	Abstain	Curator Bradley Brown	Yes
Curator Cade	Yes	Curator Callahan	Yes
Curator Cook	No	Curator Logan	No
Curator Pasley	Yes	Curator Popp	Yes
Curator Rackers	Yes		

Curator Vernon Bracy was elected to the position of Vice President.

Curator Cade nominated Curator Don Cook for Secretary. Curator Cook removed his name from consideration.

Curator Cade nominated Curator Richard Popp for Treasurer. The vote was as follows:

Curator Bracy	Abstain	Curator Bradley Brown	Yes
Curator Cade	Yes	Curator Callahan	Yes
Curator Cook	Abstain	Curator Logan	No
Curator Pasley	Yes	Curator Popp	Abstain
Curator Rackers	Yes		

Curator Richard Popp was elected to the position of Treasurer.

Judge Pat Joyce swore in the officers to their elected positions. Curator Pasley thanked Curator Logan for his service as President of the Lincoln University Board of Curators for the last two years. He stated that serving as a Curator is a humbling experience and he is honored to be elected as the President of the Board of Curators. Curator Pasley stated that he looks forward to working together for the betterment of Lincoln University.

5. Reports from the Office of the President - Dr. Jerald Jones Woolfolk, President:

President Jerald Jones Woolfolk stated that she had no report at this time. Informational reports prepared by the Cabinet members are included in Enclosures 4-10.

5. A. Progress Report from the Faculty Senate - Dr. Darius Watson, Chair: Dr. Darius Watson, Chair of the Faculty Senate, was not present.

5. B. Progress Report from the Staff Council - Mr. James Smith, Chair: Mr. James Smith, Chair of the Staff Council, was not present.

6. Action Item/Discussion Items:

Academic/Student Affairs Committee - Curator Stacia Bradley Brown
Curator Bradley Brown stated that the Academic/Student Affairs Committee had no report at this time.

Budget and Finance Committee - Curator Richard Popp
Curator Popp reported that the Budget and Finance Committee met on Wednesday, February 3, 2021.

6. A. Report from the External Auditors, BKD (Action):

Curator Popp stated that the Budget and Finance Committee discussed the short form audit report prepared by Baird, Kurtz, and Dobson (BKD) for the year ending June 30, 2020. Curator Popp moved that the audit report be accepted by the Board of Curators. Curator Callahan seconded the motion. Motion carried.

Financial Exigency

Curator Popp reported that the Budget and Finance Committee discussed the declaration and lifting of financial exigency. He read section 3.44 of the Lincoln University Rules and Regulations

which states: "A condition of financial exigency may necessitate suspension or termination of academic personnel. Financial exigency may be declared by the president of the university either for the entire University, or for specific colleges, schools, departments or programs. Financial exigency may be declared by the president of the university with approval of the Board of Curators only after careful analysis of funding and enrollment data has concluded that

1. federal, state, or other funding source is no longer providing support at an appropriate level; or
2. enrollment decline in a given discipline, department, school, or program no longer justifies existing faculty size.

General criteria for selection of persons to be terminated as a result of financial exigency shall include the following considerations:

1. Non-tenured faculty shall be terminated before tenured faculty;
2. Faculty members with the shortest term of service will generally be terminated before those with longer periods of service;
3. Academic rank shall not be a factor in terminating faculty.

Exceptions to these criteria shall be made in writing in the event of compelling reasons and presented for approval to the president.

Every effort shall be made to relocate persons so displaced."

Curator Popp moved that the Board retain outside counsel to determine who has the authority to declare financial exigency and issue a legal opinion. Curator Cade seconded the motion. Following discussion, Curator Cade withdrew the second to the motion. Curator Popp withdrew the motion.

Curator Popp moved that prior to any future action by President Woolfolk on the matter of financial exigency the Board of Curators will meet to make a determination on whether the school is in financial exigency. Curator Cade seconded the motion. Motion failed with three Curators voting yes and five Curators voting no.

Curator Popp recommended that the University consider reestablishing the relationship with the former Lincoln University Foundation. Following dialogue on whether this is an open session or closed session agenda item for discussion, Curator President Pasley tabled the matter.

Buildings and Grounds Committee - Curator Vernon Bracy
Curator Bracy reported that the Buildings and Grounds Committee met in November and December to discuss strategies to increase the MBE/WBE participation on contracts. Further discussion will be held in the near future.

A question was raised concerning the insurance and expenses for renovating the President's Residence, 601 Jackson Street, following the May 2019 tornado. A complete report will be sent to the Buildings and Grounds Committee.

Secretary of the Board: Curator President Pasley asked Curator Richard Callahan to serve as Secretary of the Board.

The Open Session recessed at 12:05 p.m. for lunch and reconvened at 12:40 p.m.

7. INFORMATION ITEMS:

Enclosures 4-10 were for the Board's Information only.

The Board requested a report from the Nursing Program during the April Board meeting.

Discussion was held on the need to increase student enrollment and retention.

8. Other Business:

There was no Other Business for discussion in Open Session.

9. Motion for Adjournment/Closed Session:

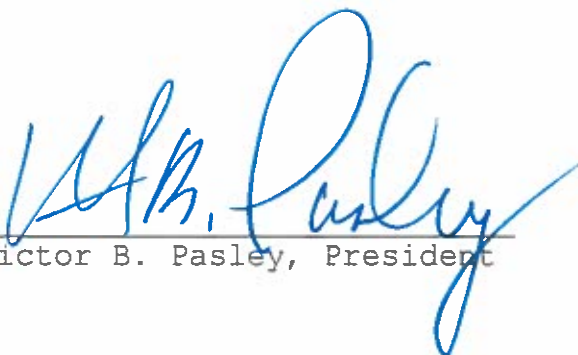
Curator President Pasley asked that the Board be given the authority to commence a closed meeting, possible closed vote, and possible closed record as follows: (1) "Legal actions, causes of action or litigation involving a public governmental body;"

(14) "Records which are protected from disclosure by law;" and other matters for which a closed meeting is authorized pursuant to Section 610.021 RSMo.

Curator Popp so moved. Curator Logan seconded the motion.
Motion carried as follows:

Curator Bracy	Yes	Curator Bradley Brown	Yes
Curator Cade	Yes	Curator Callahan	Yes
Curator Cook	Yes	Curator Logan	Yes
Curator Popp	Yes	Curator Rackers	Yes

The Open Session of the Lincoln University Board of Curators adjourned at 12:50 p.m.



Victor B. Pasley, President



Richard G. Callahan, Secretary