

MINUTES

THE BOARD OF TRUSTEES Temple University - Of The Commonwealth System of Higher Education

Tuesday, December 14, 1999

1:45 P.M. -- EXECUTIVE SESSION--VOTING TRUSTEES ONLY
Sullivan Hall, Room 200 - Park and Berks Malls

The Board of Trustees met in Executive Session. The minutes of the Executive Session are on file in the Office of the Secretary.

3:00 P.M. --PUBLIC SESSION
Feinstone Lounge, Sullivan Hall, Park and Berks Malls
Presiding Officer, Richard J. Fox, Chairman of the Board

ATTENDANCE--

Trustees: Joan H. Ballots, Francis J. Catania, John J. Contoudis, Theodore Z. Davis, Peter D. DePaul, Nelson A. Diaz, Louis J. Esposito, Richard J. Fox, Paul P. Giordano, Howard Gittis, Lewis F. Gould, Jr., Clifford Scott Green, Edward Kassab, Lewis Katz, Sidney Kimmel, Peter J. Liacouras, Daniel H. Polett, Arthur G. Raynes, Milton L. Rock, Edward H. Rosen, Robert A. Rovner, Anthony J. Scirica, Isadore A. Shrager, James S. White

Honorary Life Trustee: William L. Rafsky

Ex Officio Participant: Ann F. VanSant

Invited Guests: Alice G. Abreu, Marina Angel, Joan McCord, Dolores M. Zygmunt
(faculty)

Administration and Staff: William T. Bergman, Beverly L. Breese, Corrinne A. Caldwell, Albert R. Checcio, Lawrence Connolly, Martin S. Dorph, Richard M. Englert, Jay Falkenstein, Leon S. Malmud, Thomas Maxey, Timothy O'Rourke, Arthur C. Papacostas, Robert J. Reinstein, Richard Rumer Valaida S. Walker

University Counsel: George E. Moore

Trustees Absent: Michael L. Browne, William H. Cosby, Jr., Paul A. Dandridge, Murray G. Dickman, Lacy H. Hunt, Edward Kassab, Sidney Kimmel, Mitchell G. Leibovitz, William W. Rieger, Jane Scaccetti, James H. Shacklett, III, Edna S. Tuttleman, James A. Williams

INVOCATION

The Invocation was given by Trustee Daniel H. Polett.

Approval of Minutes - Annual Meeting of October 12, 1999

On motion duly made and seconded, the Minutes of the Annual Meeting of October 12, 1999, were approved as distributed.

PRESIDENT'S REPORT - Peter J. Liacouras

The President's "Letter to the Temple University Board of Trustees," "A Report to the Temple University Community" and the "Second Part of President's Report December 14, 1999," are included as Supplement I to these Minutes.

RESPONSES TO THE PRESIDENT'S REPORT

Chairman Fox said that in any organization, certainly one that is successful, there is always an individual on the point, an individual who takes the risks and accepts the responsibility and moves the organization. He said that we have been blessed over the past 18 years in having Peter J. Liacouras as that individual. He has led this University and done the things that have put us in the position we are now in.

Thinking back, Chairman Fox continued, it is really Peter's dream that we brought to fruition. For example, it was his dream 15 years ago of what was to become The Apollo that prompted us to acquire the Wilkie-Buick property.

Peter is a unique and wonderful guy. It has been a joy to work with him, exciting, challenging. It has been an outstanding relationship in every respect. He has been the leader and the top initiative maker in this family. Mr. Fox extended all of the Board members' thanks and good things to come and said that every day has been a joy and a remarkable experience.

It is appropriate, Mr. Fox continued, that as Peter leaves us, he leaves us as President. Reading Peter's statement, you will see that he has about three years of efforts and work to put into the next six months.

Trustee Contoudis said that he is in a state of shock. He was not aware of Peter's plan to retire. He said that, speaking of the Greek community, he remembers back in the 1940's and 1950's when it had very few professionals. Today, through the efforts of Peter and others like him, we are setting new levels of challenge. When he thinks of Peter, he thinks of the Greek word *oxious*, worthy, capable. He thinks that Peter has proven to be most oxious in his endeavors at Temple University. Mr. Contoudis, on behalf of the Greek Community, extended thanks to the President.

Trustee Green said that he and the President worked together many decades ago on a project of the Bar Association, together with Trustee Dandridge and others, to investigate the reason for there being so few minority members of the Bar. He said that President Liacouras was the leader and that the report became the Liacouras Report. In looking at the Bar today, Trustee Green said that he realizes how many minority lawyers are practicing in Philadelphia because of Peter Liacouras' leadership.

When Peter Liacouras became President, with that background and experience, Judge Green said that he was sure Temple University would go forward. He could not, however, foresee what great changes would occur at Temple University and, as a member of the alumni, he extended his deepest thanks to the President.

Trustee Rosen said that 18 years in the Jewish tradition means life as in the phrase *l'chaim*. He said that the President's eighteen year tenure has brought life to Temple University. He is very much a part of the Temple University magic to which we all refer. His magic is exemplified today in his giving credit to everyone in this room and all the other people at the University. Thank you, Peter.

Trustee Rovner said that as someone who has been associated with Temple University for 38 years, he has never been so proud of his University. Temple University has excelled under Peter's leadership. We raise more money than ever. We are fortunate to have had the Liacouras leadership for the last 18 years. As a student, alumnus and Board member, Trustee Rovner thanked the President.

Trustee Davis said that he does not think the tens of millions of words in the Oxford English Dictionary can be used to express his feelings for what Peter has have done for this University. We came in contact with each other in 1967 when he was an adjunct professor at the Law School. This is a sad moment, but sad only because the relationship will cease on June 30, 2000. At the same time, Trustee Davis continued, it is a happy moment because he knows that Ann, the kids and extended family, will be extremely happy at receiving Peter in the next dimension of his life. On my and Joan's behalf, Trustee Davis said, have a good voyage. It has been nice, and we thank you.

Trustee Diaz thanked the President for taking the son of a single woman and recruiting him to Temple University. He thanked him for his assistance in providing a place for his children to be born when he could not afford it. It saddens him to see the passing of an era, but he can never express adequately his gratitude and that of his family. He said that the President thought it was

important to have a Puerto Rican lawyer in the Law School. His heart is broken to see that era pass; his heart and family will always be with Peter.

Professor VanSant expressed appreciation to President Liacouras for his leadership. She has been able to learn first hand of his support for the faculty and of his desire to protect academic freedom. She thanks him for that.

Trustee White spoke on behalf of his former colleagues in the administration of the University. He said that we are deeply indebted to Peter for his vision, commitment to excellence and the driving leadership that he provided to those of us responsible for the operational, financial and administrative aspect of this University. We often thought that in time of tension he most often took the position of those outside that forum in voicing their dissent. We knew that he always did everything in the best interest of the University and always put his own personal interest aside. Juanita and I love all members of the Liacouras family. He thanked the President on behalf of all of his colleagues.

Trustee Katz said that the President has done such an incredible thing for people who forgot about Temple University, never giving it another thought after 35 years. He cannot think of enough words to congratulate and compliment. He extends his appreciation to the President and also to Dick and Howard, who did not go here, for what they have done and given.

REPORTS AND RECOMMENDATIONS FOR ACTION

Committee on Trustees - Isadore A. Shrager, Chairman

1. Report

The Report of the Committee on Trustees was received as distributed in Agenda Reference 1.

2. Re-election of Commonwealth Trustee - Lewis F. Gould, Jr.

On motion duly made and seconded, Lewis F. Gould, Jr., duly nominated by the Committee on Trustees, was re re-elected for a term effective immediately and running through October 14, 2003, to the Board of Trustees of Temple University - Of The Commonwealth System of Higher Education, Mr. Gould having been reappointed by The Honorable Robert C. Jubelirer, President Pro Tempore, Senate of Pennsylvania.

Committee on Educational Policies - Isadore A. Shrager, Chairman

3. Report

The Report of the Committee on Educational Policies was received as distributed in Agenda Reference 3.

Recommendations for Action:

4. Consideration for Tenure

On motion duly made and seconded, the Board of Trustees, pursuant to the procedures outlined in the Temple University Faculty Handbook, approved the recommendation of the Educational Policies Committee and the President, regarding the granting of faculty tenure. (The name(s) of the individual(s) recommended for tenure is on file in the Office of the Provost.)

5. Creation of a New Management Information Systems (MIS) Department in the Fox School of Business and Management

On motion duly made and seconded, the Board of Trustees, pursuant to the recommendation of the Educational Policies Committee, authorized the officers to create a new Management Information Systems Department in the Fox School of Business and Management.

6 Report

The Report of the Executive Committee was received as given in Agenda Reference 6.

Recommendation for Action:

7. Borrowing Authority - 1/1/00 - 3/31/00

On motion duly made and seconded, the Board of Trustees authorized the officers to borrow for operating purposes of the University \$30 million, on terms which the officers believe best for the University, such authority to cover the period from January 1, 2000, through March 31, 2000.

Board of Directors, Temple University Health System, Inc., - Howard Gittis, Chairman

8. Report

The Report of the Board of Directors, Temple University Health System, Inc., was received as distributed in Agenda Reference 8.

Mr. Gittis congratulated the management of the Health System for doing such an extraordinary job. He said that Temple University Health System, Inc., has performed at least as good, if not better, than any other of the competitive health systems in this area.

President Liacouras said that one testimonial that should be given is to those trustees who had the foresight to create Temple University Health System, Inc. (TUHS) and thereby immunize the University itself from possible financial hemorrhage. It was Richard Fox and Howard Gittis who conceived of the idea and carefully worked through all of the options and who sold me on why we had to do this. Today, at a nearby institution, they are considering the same thing, possibly \$500 million after the fact. These two have basically saved the Health Sciences Center. He

again thanked them for their leadership.

Mr. Gittis reported that TUHS will be 100% Y2K compliant. He also reported that the applications to our School of Medicine remain strong.

9. Temple University Health System, Inc., Final Budget for 1999-2000

The Board took no action on this item.

Committee on Audit - Mitchell G. Leibovitz, Chairman

10. Report

The Report of the Committee on Audit was received as given in Agenda Reference 10.

Committee on Campus Planning & Plant Management - Louis J. Esposito, Chairman

11. Report

The Report of the Committee on Campus Planning and Plant Management was received as given in Agenda Reference 11.

Committee on Business & Finance - Edward H. Rosen, Chairman

12. Report

The Report of the Committee on Business and Finance was received as given in Agenda Reference 12.

Committee on Development - Howard Gittis, Chairman

13. Report

The Report of the Committee on Development was received as given in Agenda Reference 13.

REPORT OF THE OFFICERS

14. Secretary's Report - George E. Moore

On motion duly made and seconded, the Board of Trustees approved the presentation of degrees-in-course dated January 28, 2000, to candidates approved by the appropriate academic committees of the faculty.

15. Treasurer's Report - Martin S. Dorph

On motion duly made and seconded, the lists of gifts received for the Quarter ended September 30, 1999; grants and contracts awarded between July 1, 1999 and September 30, 1999 and the purchases and sales of securities for the Quarter ended September 30, 1999, were received as given in Agenda Reference 15.

16. Amended and Restated University-sponsored Defined Benefit Pension Plans

On motion duly made and seconded, the Board of Trustees hereby adopted the Resolutions regarding the Retirement Plan for Employees of Temple University (the "4898 Plan"), the Temple University Union Employees' Retirement Plan - International Union, United Plant Guard Workers of America ("Plan P") and the Temple University Union Employees' Retirement Plan - Brotherhood of University Employees, S.E.I.U. Local 612, AFL-CIO ("Plan B"), substantially as was set forth in Agenda Reference 16. [Secretary's Note: Trustee Dandridge did not participate in the discussion of nor the vote on this item.]

OLD BUSINESS

There was no Old Business.

NEW BUSINESS

17. Resolutions and Announcements Resulting from the President's Announced Retirement

Trustee Gittis said that he first met Peter 44 years ago. He joined this Board when Peter was Dean of the School of Law. It was a high honor to second his nomination as the President of the University. It was one of the greatest things that happened to this University, Commonwealth of Pennsylvania, this community and all the people there. He is a great man and deserves the recommendation that should be accorded to a great man.

- **Resolution on Peter James Liacouras: Named Professorship, Chancellor, and Honorary Life Trustee**

Trustee Gittis informed the Board that President Liacouras would receive no compensation for these positions.

On motion duly made and seconded, the following Resolution was adopted by acclamation:

1. Resolution on Peter James Liacouras: Named Professorship, Chancellor, and Honorary Life Trustee

In recognition of the extraordinary service of Peter James Liacouras as President of Temple University from 1982 to the present, his equally exemplary service as Dean of the School of Law from 1972 to 1982, and as Professor of Law with tenure from 1963 to the present:

The Board of Trustees of Temple University hereby

names Peter James Liacouras as "University Professor of Law," with the unprecedented authority for him as "University Professor" to teach in any part of the University following consultation with the pertinent Deans;

elects Peter James Liacouras as "Chancellor of Temple University," with such duties as the Board of Trustees may assign to him with his consent; and

elects Peter James Liacouras as "Honorary Life Trustee of Temple University".

These actions are effective upon his retirement as President of Temple University, on June 30, 2000.

- Resolution on Marvin Wachman: Chancellor Emeritus

On motion duly made and seconded, the following Resolution was adopted unanimously:

Resolution on Marvin Wachman: Chancellor Emeritus

Upon the recommendation of the Committee on Trustees, and in recognition of his exemplary service to the University as President from 1973 to 1982 and as Chancellor from 1982 to 1999:

The Board of Trustees hereby names Marvin Wachman as "Chancellor Emeritus of Temple University," to be effective upon Peter J. Liacouras' retirement as President on June 30, 2000.

- Resolution of Recognition: Peter James Liacouras, Seventh President of Temple University

On motion duly made and seconded, the following Resolution was adopted by acclamation:

2. Resolution of Recognition: Peter James Liacouras, Seventh President of Temple University

In recognition of the extraordinary leadership and unique contributions of Peter James Liacouras as the seventh President of Temple University in leading the University to unprecedented national and international prominence while markedly expanding the tradition of service to the community in pursuit of Temple's mission,

The Board of Trustees of Temple University hereby takes the following actions:

Names as "The Liacouras Center" the main building complex bordered on the east-west by Broad Street and Fifteenth Street, and on the north-south by Montgomery Avenue and Cecil B. Moore Avenue; and

[This building complex includes the part temporarily designated as "The Forum," and encompasses within it the "Esther Boyer Theater," "Fox and Gittis Foyer," "Alumni Hall," "Chaney-Litwack Circle," "Independence Blue Cross Student Recreation Center," "Charles G. Erny Outdoor Court," and such other parts already named or to be named in the future. From now and in perpetuity, the name "The Liacouras Center" (or simply "Liacouras") is to be used to describe this complex of venues; thus, "The Esther Boyer Theater, in The Liacouras Center."

[The conceptual tag-line "at The Apollo of Temple" may be used in referring to the larger concept or group of buildings, but not as a substitute for the "Liacouras Center." "The Liacouras Center," "Vivacqua Hall," the future "Entertainment, Community Education Center," and the Parking Garage are elements in the concept: ", at The Apollo of Temple."]

Names in perpetuity the North-South axis on the Main Campus between Cecil B. Moore Avenue and Diamond Street, heretofore known as "Park Mall," as "Liacouras Walk."

In response, President Liacouras said: I know about the custom of American colleges and universities recognizing long-serving presidents by naming buildings or other perishable things in their honor. It's like a "tip." The custom is a bit curious because presidents are paid handsomely for their work.

In my family, "tips" were "no, no's" as my sisters remember. We all worked in Dad's grocery store, and we were never allowed to accept tips, and I was the one who delivered groceries all over downtown Philadelphia often in rain or snow. Even though I never fully understood my father's reason, I thought something bad might happen if I did, so I didn't accept.

But the "tip" you generously offer today is big enough to really tempt me. It's been worth waiting for. As I think about it, though, I can see the development of irony, if not a full Greek tragedy.

Why? Because we coined the name "The Apollo of Temple" for a controversial project. We intended it as a temporary name, but our marketing was so successful that it stuck with the public.

The irony is that because of our success, the parent name "Liacouras" could be drowned out (or "slain") by its own offspring "The Apollo of Temple." If so, that'll teach me for disobeying my parents and accepting a "tip."

Members of the Board of Trustees, thank you sincerely. I accept this honor with humility and pride.

My pride is for all of our family and clan -- regardless of the name they happen to carry -- whether father's Liacouras, mother's Lagakos, Ann's father's Myers, her Mother's Locke, our grandchildren's Marshall and Santamaria, and

My pride is for the countless families and clans who have accomplished much more than I and who will be honored in God's rolls -- even if their names are not placed on buildings or other perishable things.

Thank you.

- Portraits of Peter James Liacouras, Seventh President of Temple University

On motion duly made and seconded, the Board of Trustees authorized the painting of two portraits of President Liacouras. One portrait, painted from a 1976 photograph of the President, will be hung in The Liacouras Center; the other portrait, painted from a 1992 photograph, will be hung in Feinstone Lounge, Sullivan Hall.

18. Search for a New President

Mr. Fox said that it is critical that the search for a new president begin immediately.

On motion duly made and seconded, the following Resolution on the Search for President of Temple University was adopted by the Board.

Resolution on the Search for President of Temple University

The Board of Trustees of Temple University

affirms that Article III, Section 1, Paragraph D of the By-laws governs the process of selecting a President; and

approves the following policies and procedures governing the search for a successor to Peter James Liacouras:

Policies and Procedures for a Search in 2000 for the President of Temple University:

Pursuant to Article III, Section 1, Paragraph D of the By-laws, the Chairman of the Board shall establish a Special Committee to seek and evaluate persons, and to recommend "one or more candidates" to the Board of Trustees to become President of Temple University on July 1, 2000.

~~Acting to fulfill its fiduciary duty and to safeguard the long-term interests of Temple University for which it is legally responsible;~~

Taking into account the substantial changes in internal and external environments since the last search for President in 1981; and

Acting in the spirit of cooperation by encouraging appropriate participation by the larger university community in this process;

The Board of Trustees of Temple University adopts the following composition, procedures and timelines to govern the Search for President of Temple University in 2000:

Members of the Special Committee (15):

Trustees	(10)
Faculty	(2)
Student	(1)
Alumna	(1)
Senior Administrator	(1)

Timelines:

By March 23, the Select Committee should have invited and screened applications, and have interviewed candidates with substantial (but not necessarily majority) support.

By March 29, the Select Committee should have determined which candidates are to be invited to meet with the University's constituencies.

Between April 5 and 25, those candidates should meet with the University's constituencies of students, faculty, alumni, administrators, and trustees.

By May 1, the Select Committee should recommend "one or more candidates" to the Board of Trustees for its consideration in electing a President.

By May 15, the Board of Trustees should elect the eighth President of Temple University.

19. Announcement by the Chairman of the Board of Trustees, Richard J. Fox

The following announcement on the membership of the Select Committee to seek and evaluate candidates for President of Temple University was made by Chairman Fox and Article III, Section 1, Paragraph D. Of the By-laws was distributed.

Announcement by the Chairman of the Board of Trustees, Richard J. Fox

By and with the authority vested in the Chairman under the University's By-laws, and pursuant to the Board's resolution adopted on December 14, 1999, I hereby establish a Select Committee to seek and evaluate candidates for President of Temple University pursuant to the policies and procedures adopted by the Board of Trustees.

Membership of the Select Committee is as follows:

Trustees (10)

Joan H. Ballots
Richard J. Fox
Howard Gittis, Chair
Clifford Scott Green
Edward Kassab
Mitchell G. Leibovitz
Daniet H. Polett
Edward H. Rosen
Anthony J. Scirica
James Stanley White

Faculty (2)

President of the Faculty Senate
Faculty member recommended by the Faculty

Student (1)

President of Temple Student Government

Alumna (1)

President of General Alumni Association

Senior Administrator (1) Vice President for Student Affairs

George E. Moore, Esquire, University Secretary, will act as Secretary to the Select Committee.

A Search Firm selected by the Chairman will assist the Committee.

ATTACHMENT 1

Election of a President

Article III, Section 1, Paragraph D of the By-laws:

In the event of a prospective or existing vacancy in the office of President, the Chairman of the Board shall appoint a special committee, the members of which need not all be trustees, which, pursuant to policies and procedures adopted by the Board, shall seek and evaluate candidates for the office. The special committee shall at a regular or special meeting recommend one or more candidates to the Board of Trustees. After careful consideration of all nominees whose names may be presented, the Trustees shall vote by ballot. To be elected pursuant to this section, the nominee must receive the affirmative vote of at least a majority of the voting Trustees then in office. The commencement of the term of the person elected shall be fixed by the Board. (12/17/81)

[Notes:

1. Election is by at least a majority of voting Trustees in office.
 - (a) With 36 voting Trustees in office, 19 affirmative votes are required.
 - (b) In the 1981 election, no proxy voting was allowed. Physical presence in the meeting room was required.
2. The Chairman appoints a special committee pursuant to "policies and procedures adopted by the Board."
 - (a) In 1981, board Chairman Dixon appointed a Special Committee of 18: 6 Trustees, 3 faculty originally, but increased to 6 at request of Faculty Senate, 2 students, 2 alumni(ae) and 2 administrators.
 - (b) The "policies and procedures" adopted by the Board in 1981 are now contained in Article III, Section 1, Paragraph D (set forth above).
 - (c) Under Article III, the Board may adopt specific policies and procedures to govern the Presidential Search in 2000. After that, the Chairman of the Special Committee makes all other decisions concerning the work of the Special Committee, including external assistance (see "(d)" below), Special Committee procedures, confidentiality and additional internal timelines.
 - (d) In 1981, Chairman Dixon selected a consultant to assist in the search.

Mr. Fox said that the Board is the major factor in the selection of a new president. He said that we will have active participation by all of the other bodies, but the selection of the new president is a Board selection.

Mr. Fox again stated that the 18 years of Peter's service have been the most spectacular period in the history of Temple University. The two people who made the University what it is today are Russell Conwell and Peter J. Liacouras.

President Liacouras said that Dick Fox is the one who is second only to Conwell in what an individual has done selflessly as a volunteer on the Board of Trustees over the longest tenure in the history of Temple University. The Board applauded.

ADJOURNMENT

On motion duly made and seconded, the meeting of the Board of Trustees adjourned at 4:25 P.M.