

MINUTES

The Board of Trustees

Temple University - Of The Commonwealth System of Higher Education

Tuesday, December 13, 1988

3:00 P.M., Feinstone Lounge, Sullivan Hall,  
Park and Berk Malls

Attendance:

Members - Richard J. Fox, Chairman; Francis J. Catania,  
Nicholas A. Cipriani, John J. Contoudis, Peter D. DePaul,  
Louis J. Esposito, Chaka Fattah, Lewis F. Gould, Jr.,  
Lacy H. Hunt, D. Donald Jamieson, Mitchell G. Leibovitz,  
Peter J. Liacouras, Edward F. Mannino, Henry H. Nichols,  
Brian J. O'Neill, R. Anderson Pew, Milton L. Rock, Edward H.  
Rosen, Anthony J. Scirica, Isadore A. Shrager, Murray H.  
Shusterman, Francis R. Strawbridge, Clare L. Wofford,

being a quorum of the Board of Trustees;

Ex Officio Member - Commissioner of Higher Education Charles Fuget,  
representing Secretary of Education Thomas K. Gilhool

Honorary Life Trustee - Paul R. Anderson

Invited Guests - Faculty - Kenneth Cundy, Judith Perinchief, Jenny  
Schultz, Paul Swann

Students - Ivan Joseph, Lisa Books (Mike Naegle  
and Dave Valentine were unable to attend.)

Administration and Staff - Barbara L. Brownstein, Steven R. Derby,  
Leon S. Malmud, Laurent J. Remillard, Robert G. Scanlon,  
H. Patrick Swygert, David V. Randall, Kathy Gosliner,  
Paul H. Boehringer, Sandra Featherman, Arthur Papacostas,  
William G. Sites, C. Robert Harrington, Beverly L. Breese,  
William C. Seyler

General Counsel - Peter Mattoon

University Counsel - Robert J. Reinstein

Members Absent - Patricia J. Clifford, Bill Cosby, Paul A.  
Dandridge, Howard Gittis, William H. Gray III (elected today),  
Clifford Scott Green, Irving K. Kessler, Harold E. Kohn,  
William W. Rieger

The meeting was opened with prayer by Reverend Nichols.

The Chairman of the Board, Mr. Fox, introduced and welcomed  
Commissioner of Higher Education Charles Fuget, who represented  
Secretary of Education Thomas K. Gilhool, and he also welcomed  
Chancellor Emeritus Paul R. Anderson.

The Chairman also welcomed and introduced the guests from the faculty and the student body.

#### ACTIONS OF THE BOARD OF TRUSTEES

1. Approval of Minutes - Regular Meeting of October 11, 1988

On motion duly made and seconded, the Minutes of the Regular meeting of October 11, 1988 were approved as previously mailed to members.

2. President's Report

(The President's Report has already been distributed to the members of the Board of Trustees. For the official record, however, a copy of this Report is attached to these Minutes as SUPPLEMENT I.)

#### Executive Committee Report and Recommendations for Action

Judge Scirica, Chairman of the Executive Committee, called attention to the Report of that Committee (Agenda Reference 1) and recommended approval of the matters covered in Items 3 through 7 of these Minutes.

3. Approval of Schedule of Board Meetings and Board Committee Meetings for 1989

On motion duly made and seconded, the Board of Trustees voted to approve the recommendation of the Executive Committee (11/17/88) that, in keeping with the terms of the Sunshine Law (Act 84 of the 1986 General Assembly), approval be given to the Schedule of meetings of the full Board and of the Board Committees for 1989, as listed in the proposed Public Notice, attached as SUPPLEMENT II.

4. Amendment of By-Laws to Retain Quorum of Executive Committee at Seven

On motion duly made and seconded, the Board of Trustees voted to approve the recommendation of the Executive Committee (11/17/88) that Article IV, Section 1-C of the By-Laws be amended to read as follows, with new material underscored and deleted material crossed out:

"C. ~~A-majority-of-the~~ Seven members of the Executive Committee shall constitute a quorum."

5. Amendment of By-Laws - Requiring the Chairman of the Board of Governors Be A Member of the Board of Trustees

Dr. Rock, Chairman of the Hospital Board of Governors, said that after speaking with General Counsel, he is recommending a change from the language of the proposed By-Laws amendment as it appears in the Agenda. The purpose of the proposed amendment remains the same as it was originally.

After discussion, on motion duly made and seconded, the Board of Trustees voted to amend Article IV, Section 15 of the By-Laws by inserting a new penultimate sentence reading as follows (new material is underlined):

"The Chairman of the Board of Governors of Temple University Hospital shall be a member of the Executive Committee of the Temple University Board of Trustees so long as that person is a Trustee of the University."

6. Borrowing Authority - 1/1/89 - 3/31/89

On motion duly made and seconded, the Board of Trustees voted to approve the recommendation of the Executive Committee (11/17/88) that the officers be authorized 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, 1989 through March 31, 1989. (Resolution is attached as SUPPLEMENT III.)

7. Rescinding Board's Action of 5/12/87, Naming 10 Outstanding Achievement Scholarships in Memory of Charles G. Erny

Judge Scirica said that the captioned matter had received considerable discussion at the Executive Committee meeting of 11/17/88. It was decided at that time to replace these 10 Scholarships with the establishment of the Charles G. Erny Professorship of Education in recognition of Mr. Erny's many contributions to Temple University.

President Liacouras pointed out that the funds involved were unrestricted, and this change from Scholarships to a Professorship was done at the request of Mr. Erny's widow, following extensive discussion with the widow. At the 11/17/88 meeting of the Executive Committee, the question was raised about whether we respect the wishes of a donor in circumstances such as these. The President said the answer is an unqualified "yes".

On motion duly made and seconded, the Board of Trustees voted to approve the recommendation of the Executive Committee (11/17/88) that the Board rescind its action of 5/12/87 regarding the naming of 10 Outstanding Achievement Scholarships in Memory of Charles G. Erny.

Hospital Board of Governors Report and Recommendations for Action

Dr. Rock, Chairman of the Hospital Board of Governors, called attention to the report of that Committee (Agenda Reference 7), noting that a new Chair has been recruited for the Department of Obstetrics and Gynecology; Dr. Philip Hamilton will begin participation in Departmental activities this fall and assume full-time responsibility in March 1989. Dr. Hamilton will be the first black Professor and Chairman at a major university medical school in the United States.

Dr. Rock then moved approval of the matters covered in Items 8 and 9 of these Minutes.

8. Election of Members to the Board of Governors, Temple University Hospital

Dr. Rock noted that Messrs. Perelman and Perry had officially agreed to serve if they are elected by the Board of Trustees today. Mr. Solomon is out of the country and has not officially agreed to accept election. As reflected in the Board's action below, it was agreed that Mr. Solomon's election would be subject to his acceptance.

On motion duly made and seconded, the Board of Trustees, in accordance with the Trustees By-Laws (Article IV, Section 13) and in accordance with the Governors By-Laws (Article III, Sections 1, 2A and 2B), elected the persons below (with Mark Solomon's election being subject to his acceptance) to membership on the Board of Governors of Temple University Hospital, for the terms indicated, effective December 13, 1988, these persons having been duly nominated by the Board of Governors on 11/1/88; and the Board instructed the Secretary to cast an unanimous ballot for the election of these persons:

|                     |           |
|---------------------|-----------|
| Raymond G. Perelman | (1988-91) |
| T. Doyle Perry      | (1988-91) |
| Mark Solomon        | (1988-89) |

(Secretary's Note: Mr. Solomon declined membership on the Board.)

9. Amendment of Board of Governors By-Laws - Requiring the Chairman of the Board of Governors Be a Member of the Board of Trustees

Dr. Rock said that after speaking with General Counsel, he is recommending a change from the language of the proposed By-Laws amendment as it appears in the Agenda. The purpose of the proposed amendment remains the same as it was originally.

On motion duly made and seconded, the Board of Trustees voted to amend Article IV, Section 2 of the Board of Governors' By-Laws by adding the underlined language to the first sentence of that section, as follows:

"The Chairman of the Board of Governors shall be elected by the Board of Governors from among the voting members of the Board of Governors who are also Trustees of the University."

Educational Policies Committee Report and Recommendations for Action

Mr. Shrager, Chairman of the Educational Policies Committee, called attention to the Report of that Committee (Agenda Reference 10), and recommended approval of the matters covered in Items 10 and 11 of these Minutes.

10. Granting of Tenure

On motion duly made and seconded, the Board of Trustees, pursuant to the procedures outlined in the Temple University Faculty Handbook, voted to approve the recommendation of the Educational Policies Committee (11/21/88) that approval be given to the recommendation made by the President regarding the granting of faculty tenure for a professor whose name is on file in the Office of the Provost.

11. Presentation on the "Intellectual Heritage" Segment of Temple University's Core Curriculum

Mr. Shrager said that the Educational Policies Committee had received a most stimulating presentation on the Core Curriculum at its meetings of 8/15/88 and 9/14/88, and the Committee urged that an "Intellectual Heritage" presentation be made to the full Board. Such a

presentation will be made by the Provost and faculty members at the March 14, 1989 Board Meeting.

#### Athletics Committee Report and Recommendation for Action

Mr. Pew, Chairman of the Athletics Committee, called attention to the Report of that Committee (Agenda Reference 13), and recommended approval of the matter covered in Item 12 of these Minutes.

12. Approval of Findings and Recommendations of the Trustee Task Force on "The Appropriate Role of Intercollegiate Athletics at Temple University"

Mr. Pew noted that the Task Force Report has been distributed to Board Members, along with other related materials, and he believes that the Trustees are now in a position to act on the Report.

On motion duly made and seconded, the Board of Trustees voted to approve the recommendation of the Athletics Committee (12/12/88) that the Board approve the findings and recommendations of the Trustee Task Force on "The Appropriate Role of Intercollegiate Athletics at Temple University," as outlined in the Memorandum of Transmittal of September 30, 1988, from the Chairman of the Task Force to the President and the Chairman of the Board, said Memorandum being attached as SUPPLEMENT IV.

#### Campus Planning and Plant Management Committee Report and Recommendations for Action

Mr. Esposito, Chairman of the Campus Planning and Plant Management Committee, called attention to the Report of that Committee (Agenda Reference 17), and moved approval of the matters covered in Items 13, 14 and 15 of these Minutes.

13. Replacement of Xerox 9700 Laser Printer

Mr. Esposito said that the replacement of the existing printer is based upon both financial and operating requirements which are spelled out in the supporting agenda materials.

On motion duly made and seconded, the Board of Trustees voted to approve the recommendation of the Campus Planning and Plant Management Committee (12/2/88) that the officers be authorized to enter into a five-year lease for the acquisition of a Xerox Model 9790 Laser Printer at an annual cost not to exceed \$126,914, with funding to come from the Computer Activity operating budget.

14. Main Campus Chiller and Cogeneration Study

Mr. Esposito briefed the Board on the background for the recommendation on the captioned matter, noting that authorization is being sought for a feasibility study at a cost not to exceed \$35,710.

On motion duly made and seconded, the Board of Trustees voted to approve the recommendation of the Campus Planning and Plant Management Committee (12/2/88) that the officers be authorized to hire Urban Engineers, Inc. to study the central cooling plan options and cogeneration feasibility at the Main Campus for a fee not to exceed \$35,710, with funding to come from the Plant Development Fund.

15. Sale of 306 Leona Avenue, Glenside, Pennsylvania

On motion duly made and seconded, the Board of Trustees voted to approve the recommendation of the Campus Planning and Plant Management Committee (12/2/88) that the officers be authorized to sell 306 Leona Avenue, Glenside, Pennsylvania, and that the proceeds from the sale of this property be placed in the account in support of the I. Herman Stern Chair in Law.

Development Committee Report

Mr. Rosen, Chairman of the Development Committee, said that a total of \$14.4 million had been received during Fiscal Year 1987-88 from private sources. As of the end of October 1988, a total of \$4.4 million had been received, and we are significantly ahead of the previous year's amount. A Development Committee meeting is scheduled for tomorrow, December 14. Every member of the Board has received the "Honor Roll", marking the University's first effort to publicly recognize its contributors. Four members of Vice President Derby's staff provided the Committee with descriptions of initiatives being taken in their areas of Corporate Relations, Foundation Relations, Planned Giving and Prospect Information.

Honorary Degrees Committee Report

Mr. Fox noted that the Honorary Degrees Committee, chaired by President Liacouras, welcomes suggestions for names of persons to be considered by this Committee. Such suggestions should be sent to the President or to the Board Secretary, along with a statement of support for the candidate, and, if available without divulging the reason, biographical material. He noted that Board Members had just recently received a list of names from the Honorary Degrees Committee for the consideration of the Board.

President Liacouras said that the Committee has about 30 names on its list, which names have been approved by the Board; but it does not follow necessarily that a person on this list will receive an honorary degree. The Board has allowed the President to choose recipients from this approved list, and if the Board wanted to modify this procedure, it could, of course, do so.

Committee on Student Affairs Report and Recommendation for Action

In the absence of the Chairman and Vice Chairman of the Student Affairs Committee, Mr. Fox called attention to the Report of that Committee (Agenda Reference 24).

Mr. Rosen, a member of the Student Affairs Committee, asked about the status of the Temple-PIRG's desire to be allowed to lobby and the administration's reaction to that desire. Mr. Swygert said that we have signed a letter of agreement and sent it to PIRG but up to now, we have not received it back from PIRG. We do not feel it would be appropriate for the University to get into this matter, so, the agreement is silent on lobbying. Mr. Shusterman asked what position the University will take if PIRG does lobby for certain legislation. Mr. Swygert said we do not think it is appropriate for us to pre-judge on this. We try to avoid the use of "lobbying" because it conjures up activities that make members of the legislature uncomfortable. If we

were asked by a legislator, we would respond, but we don't offer up those opinions on our own. Mr. Shusterman asked if PIRG will be permitted to continue educational activities on certain issues--and Mr. Swygert said, "absolutely". Mr. Swygert said the agreement specifically precludes partisan political activity.

Mr. Shusterman asked about the practice at other universities as to PIRG's right to express opinions before legislative bodies. Mr. Swygert said that this is a constitutional right. Mr. Shusterman said they certainly should be allowed to express themselves.

16. Re-Affirmation of the Board's Policy on Recognition and Governance of Fraternities and Sororities at Temple University

President Liacouras said that the recommendation of the Student Affairs Committee is to re-affirm the Board's action of 12/8/87 and to extend that policy for another year, with the understanding that sometime before the ensuing year is up, the President will report back to the Board. If it is determined that the risks are too great for the University to continue its social activities monitoring of the Fraternities and Sororities, then we would come back and request that the University's responsibility for the non-educational activities be eliminated. When the University monitors social activities, then its liability with respect to behavior that may result from over-drinking, serving to underage persons, etc. becomes great.

One way or another, we would maintain Recognition but the question is whether we should recommend a withdrawal of that part of the Recognition which deals with overseeing the social activities of the Fraternities and Sororities. For the Trustees who attended the Student Affairs Committee meeting on 12/6/88, it was their feeling that we should re-affirm last year's policy, and come back within a year with a recommendation.

Last year there was discussion as to whether we should receive from the Fraternities and Sororities evidence of insurance. When suits are brought, many times the University is the "deeper and only pocket" available. Our Counsel feels we are at somewhat greater risk now than we were in December 1987 because of a judicial decision. Even so, the Student Affairs Committee thought we should extend the Recognition for another year, or until the Administration would come back with a recommendation to modify the Policy. If the Board wants to, we could move into Executive Session to hear from Counsel on this matter. The potential increased risk must, of course, be balanced against all of the benefits for students and the enhancement of life on campus.

Mr. Mannino said he is concerned by the liability aspects, particularly when he hears that Counsel feels the risk is greater now than it was a year ago. He thinks the University should be very careful. We can do things to help Fraternities and Sororities in different ways; but he thinks this idea of approving social activities is nothing more than signing a blank check. The President noted that we have hired somebody who monitors Fraternity and Sorority parties on a spot-check basis. Mr. Mannino said this makes it even worse.

The President said that under the recommendation, we would come back and determine whether we should eliminate that part of Recognition that deals with social activities. Vice President Swygert and Dean of Students Wiernicki are here to answer any questions Trustees may have. There was some reluctance on the part of the Student Affairs Committee but the consensus was that the Recommendation before the Board should be made.

Mrs. Wofford asked what the result would be if the University did withdraw the social activities segment of Recognition. The President said the students feel that if we withdraw Recognition, we are practically telling them that we do not want them around. There are some 600 to 700 students who belong to Fraternities and Sororities. The issue is that part of Recognition that deals with social activities. Counsel has indicated that this may represent an attempt by National Fraternities to "get into Temple's pocket" in terms of our assuming liability responsibilities. If that is the case, that would be a legitimate reason for us to withdraw Recognition. It isn't that "cut and dry" issue, but it is a risk; and we may ask ourselves why we should expose everybody at Temple University to a risk of a \$10 million judgment. We would have to cover the first \$250,000 ourselves. Even though we would be covered at the higher level, our premiums would go up substantially. It is true that we have very large liability exposure at our Hospital, but there is a public good involved (saving a person's life, etc.), a factor which is not present in the Fraternity-Sorority case.

Mr. Shusterman said he had expressed some concern when the Board acted in December of 1987, and it is not clear to him why it is necessary to participate in the governance and have the Fraternities under our jurisdiction to show them that we care. The President said the students feel that if we do not participate in the governance, we don't care for them. It seems to him that we have indicated our interest by cooperating with them. Is it necessary for the University to assume that great a responsibility just to show them that we love them?

Mr. Swygert said that the question of Recognition of Fraternities has been discussed for three years. Three years ago the President established a Task Force, chaired by the Dean of Students, which surveyed a number of similar Schools and looked at the specific matter of Recognition at Temple. The question of Fraternity Recognition is a whole question; it is difficult to separate the parts. Recognition is a matter that Fraternities and Sororities feel strongly about. It permits them to access University facilities. It provides for a discount on the rental fees for using facilities. It permits them to conduct their "Dry Rushes" in University-owned facilities. Recognition also gives an aura of "specialness", which they find to be important in terms of getting new members, and in their relationships to the National Chapters.

Mr. Swygert said that Fraternities and Sororities have been a growing phenomenon at Temple. So much so that we have at least 20 groups here; their presence is seen at Broad and Norris, where they have purchased homes - and on Diamond Street. They are changing the face of the campus. In terms of student life, they form the core student group of "student boosters" on campus; they give us the people power that



makes Homecoming possible. We decided six years ago to try to bring more student life on to the campus, and the Fraternities and Sororities have been on the cutting edge of this movement.

Because alcoholic beverages are served at Fraternity parties, there is a liability side to this matter. We decided to hire a full-time Fraternity and Sorority Adviser and a full-time Drug Counselor. As Mr. Mannino suggests, if, in fact, you involve the University in the management of activities, the more you push the University toward liability. Mr. Swygert is seeking some middle ground that would satisfy the Messrs. Mannino and Shusterman's concerns and still meet the needs of the Fraternities and Sororities. Times have changed considerably; the Fraternities now have sophisticated systems of support; they have full blown national offices; they are purchasing properties and developing these properties. They are very serious-minded young people. If given the opportunity, we can try to reach something which minimizes the University's risks, and still holds out a hand to the Greek organizations. Finally, Mr. Swygert noted that the University is subject to liability in many areas: students participating in athletics, activities at the Hospital, etc.

Mr. Shrager asked what percentage of our students are members of Fraternities and Sororities, and Mr. Swygert said that of some 34,150 students, there are between 600 to 700 who are dues-paying members of those two groups.

After further discussion, on motion duly made and seconded, the Board of Trustees voted, with Messrs. Mannino and Shusterman voting "No", to extend its action of 12/8/87 when it approved "A Proposal to Recognize and Govern Fraternities and Sororities at Temple University", until the May 1989 Board meeting at which time the Student Affairs Committee will report to the Board on this matter.

#### Committee on Trustees Report and Recommendations for Action

Mr. Shrager, Chairman of the Committee on Trustees, called attention to the Report of that Committee (Agenda Reference 26), and moved approval of the matters covered in Items 17 and 18 of these Minutes.

17. Election of Commonwealth Trustee--  
The Honorable William H. Gray, III

On motion duly made and seconded, the Board of Trustees elected The Honorable William H. Gray, III, to a four year term beginning immediately and ending October 1992, to the Board of Trustees of Temple University - Of The Commonwealth System of Higher Education, Congressman Gray having been appointed by The Honorable K. Leroy Irvis, Speaker of the Pennsylvania House of Representatives on November 29, 1988, and having been nominated by the Committee on Trustees on 12/6/88.

18. Election of Paul H. Boehringer as Acting Chief Executive  
Officer of Temple University Hospital

On motion duly made and seconded, the Board of Trustees voted to approve the recommendations of the Committee on Trustees and the Temple University Hospital Board of Governors (both actions on 12/6/88) and elected Paul H. Boehringer as Acting Chief Executive Officer of Temple University Hospital, effective December 16, 1988. (Mr. Boehringer's vita is attached as SUPPLEMENT V).

## Reports of Other Committees

The Chairman of the Board called attention to the Reports of the other Committees (Agenda References 15, 16, 22 and 29), suggesting that if Trustees had questions about these Reports, they should communicate with the appropriate Chairman.

### 19. Treasurer's Report

Without objection, the Board of Trustees received the list of gifts and grants received between September 1, 1988 and October 31, 1988, and purchases and sales of securities between September 1, 1988 and October 31, 1988, said report having been distributed at the Board meeting of today (Agenda Reference 30).

### 20. Secretary's Report

On motion duly made and seconded, the Board of Trustees voted to approve the presentation of degrees-in-course dated January 27, 1989 to candidates approved by the appropriate academic committees of the faculty.

### 21. Further Comment on Item 16 of These Minutes

Mr. Rosen said that he hoped the discussion on the matter of the Recognition and Governance of Fraternities and Sororities would not be taken as a lack of sensitivity on the part of the Board toward the student body. Mr. Fox said he felt the discussion reflected the Board's heightened concerns about the University's liability, rather than any effort to change the relationship which has developed between the University and the Fraternities and Sororities.

Mr. Shusterman said he hopes his colleagues on the Board of Trustees understand that merely because he takes a different position on an issue does not mean that he still does not hold them in the highest esteem.

## NEW BUSINESS

### 22. Designation of Representative to Vote Shares on Behalf of Temple University

Mr. Fox noted that Temple University owns all of the stock of Temple Corporation, a for-profit Pennsylvania Corporation formed in 1952 as the Columbia Avenue Realty Corporation. After a period of inactivity, the corporation was reactivated in 1984 and renamed Temple Corporation.

Its primary purpose at the present time is to manage activities related to Temple University which, if held by the University, could generate reportable unrelated business income tax. The Trustees had previously delegated all of Temple University's authority to vote its shares to Rodney Johnson, who is no longer with the University. Therefore, it is recommended that the Trustees give Laurent J. Remillard Temple University's proxy to vote the shares of Temple Corporation on behalf of Temple University.

Mr. Mannino asked about the value of the assets of Temple Corporation, and Mr. Remillard said the assets were less than \$10,000.

On motion duly made and seconded, the Board of Trustees voted to adopt the following Resolution:

The Trustees of Temple University, being the sole shareholder of Temple Corporation, a for-profit corporation organized under the Pennsylvania Business Corporation Law, and formerly known as Columbia Avenue Realty Corporation, hereby delegates its authority to vote all of the authorized and issued shares of Temple Corporation to Laurent J. Remillard until further resolution of the Trustees.

The regular meeting of the Board of Trustees was adjourned at 4:30 P.M. and the Board went into Executive Session to discuss collective bargaining matters.

The Executive Session portion of these Minutes is on file in the Office of the Secretary.