Resolution 1

Mr. Kevin Poorman, Board chair, called for a motion to approve the Board Resolution Delegating Authority to the President of Loyola University New Orleans to Purchase Veritas House. The Resolution is found under Tab 8 of the May 2012 Board book. *A signed copy of the Resolution is included in these minutes.*

It was so moved and unanimously approved by the Board.

Resolution 2

Mr. Poorman called for Board approval of the Loyola University Vendor Contract Policy found under Tab 8 of the May 2012 Board book.

It was so moved and unanimously approved by the Board.

Resolution 3

Dr. Malveaux, chair of the academic and student affairs committee, reported the committee recommends approval of the Harassment and Discrimination Policy found in the Board packets. He explained this new policy is a university-wide policy and replaces separate student, faculty, and staff policy documents. This new policy brings the university into compliance with current federal regulations.

It was so moved and unanimously approved by the Board.

Resolution 4

Mr. David Ferris, vice chair of the sub-committee on endowment, reported the finance committee recommends approval of the 2012-13 budget as presented on page 6 of 18 under tab 10 of the May 2012 Board book. The budget recommendations include a 4.9% tuition increase, a 2.5% salary pool increase, and a 6% increase in room and board. There are some fee increases. The budget as presented results in a net surplus of $100,000 and includes a 5% draw on the endowment.

It was so moved and unanimously approved by the Board.
Resolution 5

Mr. Derby Gisclair, chair of the institutional advancement committee, reported the committee recommends approval on the following endowed professorship and scholarship:

- The Clifton A. Morvant Distinguished Professorship in Business
- The Coach James McCafferty Endowed Scholarship for First Generation Students
- The Patricia Carlin O'Keefe Distinguished Professorship in History

It was so moved and unanimously approved by the Board.

Resolution 6

Mr. Gisclair reported the committee approved the revisions to the existing Gift and Pledge Policy and approved the Proposed Naming Policy and recommends Board approval of the policies. The policies are included in the May 2012 Board book under Tab 12.

It was so moved and unanimously approved by the Board.

Resolution 7

Mr. Dennis Cuneo, chair of the trusteeship committee, reported the committee recommends the re-election of Mr. John Simmons, Jr., to a second term.

It was so moved and unanimously approved by the Board.

Resolution 8

Mr. Cuneo presented the following slate of officers for 2012-13 and reported the committee recommends approval of it.

- Kevin Poorman, Chair
- John Finan, Jr., Vice Chair
- Rev. Kevin Wm. Wildes, S.J., President
- Rev. Robert Gerlich, S.J., Secretary/Treasurer

It was so moved and unanimously approved by the Board.

Resolution 9

Mr. Cuneo reported the committee recommends election of the following individuals to the Loyola University New Orleans Board of Trustees for a term beginning August 1, 2012.

- Rita Benson LeBlanc
- Janet Boles
- Matt Gaston
It was so moved and unanimously approved by the Board.

Resolution 10

Mr. Cuneo reported the committee unanimously approved placing the following individuals on the Board Approved List:

Richard E. Chandler, Jr.
Edgar Dooky Chase, III
Stephen J. Landry
James R. McBride
Paul Pastorek

It was so moved and unanimously approved by the Board.

Resolution 11

Mr. LeBlanc, chair of the audit committee, reported the audit committee recommends that Deloitte & Touche LLP be retained as the independent audit firm for Loyola University New Orleans for the fiscal year ending, July 31, 2012 at a quoted price of $95,000 for audit services and $8,500 for income tax services, with an option on the part of Loyola to extend the retention of Deloitte & Touche for an additional year at the same fees.

Beyond one year approval of the audit firm, Fr. Wildes and Mr. Poorman would like the executive committee in conjunction with the audit committee to take a closer look at the specifics of how Loyola selects an audit firm and if there is a need for a policy that calls for the university to rotate audit firms on a regular basis.

It was so moved and unanimously approved by the Board.
MINUTES
of the
Board of Trustees
Loyola University New Orleans
May 18, 2012

Gerald Cavanagh, S.J., Dennis Cuneo, David M. Ferris, John Finan, Jr., Anne Gauthier, Robert
LeBlanc, Jr., Floyd J. Malveaux, M.D., Elissa Moran, Joseph O’Keefe, Sean O’Keefe, Kevin
Soukup, S.J., and Kevin Wildes, S.J.

Absent: James Bowler, S.J., Robert Brown, Carolyn Callahan, Donald C. Faust, M.D., Joseph E.
Mahoney, Kevin P. Quinn, S.J., Robert Savoie, and Ashley Schaffer.

Guests: Bill Bishop, Gita Bolt, Jay Calamia, James Carter, S.J., Ted Dziak, S.J., Barbara Ewell,
Paul Fleming, Gail Howard, Bret Jacobs, Elizabeth Kordahl, John Laborde, Ed Kvet, Kristine

1. Opening of Quarterly Meeting

Mr. Kevin Poorman, Board chair, called the business meeting to order at 9 a.m. on Friday, May
18, 2012. He recognized the dedicated service of Trustees: Gerry Cavanagh, S.J., Barry
LeBlanc, Joseph Mahoney, Elissa Moran, and Ashley Schaffer who are going off the Board after
serving six years. He recognized Provost Ed Kvet who is retiring in July for his service and
leadership to Loyola.

He also recognized Emeritus Trustee John Laborde who was awarded the Lifetime Achievement
Award from the Louisiana Chapter of the Association for Corporate Growth. The annual ACG
Louisiana awards recognize growth companies, business professionals and noteworthy
transactions from the State of Louisiana.

2. Approval of Minutes

The minutes of the March 9, 2012 Board Meeting were approved.

The minutes of the April 3, 2012 Executive Committee Meeting were approved.
3. President’s Report

Fr. Wildes reported Loyola had its largest undergraduate applicant pool ever with 6,250 applicants this year. Loyola is on track to meet its enrollment goals of 900 new first year students and 130 transfers. He said the university is consciously moving its financial aid policy toward more need based aid rather than merit based aid since Loyola has a significant population of need based students. Mr. Sal Liberto commented this move is not only mission centric but also beneficial to retention as those students with financial need will be able to persist.

As there has been much press and government scrutiny about the cost of college tuition, Fr. Wildes announced that he has put together a working group to carefully review and assess Loyola’s financial modeling, assumptions, pricing, financial aid, and discount in order to ascertain whether it is a sustainable model over time. The group will consist of Dr. Marc Manganero, Dr. Cissy Petty, Mr. Jay Calamia, and Mr. Liberto.

In highlighting accomplishments in Academic Affairs and Students Affairs, Fr. Wildes mentioned the completion of the 5-year SACS review, the development of the Center for Faculty Innovation, and the establishment of a streamlined procedure for internal grants for research. He announced JoAnn Moran Cruz, Dean of the College of Humanities and Natural Sciences, is retiring. A search committee has been named and the search firm of Witt/Kieffer has been retained to assist in the search.

Fr. Wildes reported the Inter-Collegiate Athletic Consulting study is completed. The report will be disseminated to the Board. He said this process is a concrete example of shared governance. The committee was briefed and input from faculty and staff will be gathered over the summer and the process will continue internally. When appropriate, Fr. Wildes said he will bring recommendations to the Board. In the meantime, he will keep the Board up-to-date. In Student Affairs, an external review of student conduct processes has been conducted.

In the area of Mission and Ministry, Fr. Wildes reported an ad hoc committee is addressing hiring for mission. There has been continuing development of the Center for Community Engagement as well as ongoing formation initiatives for faculty and staff. He also mentioned Archbishop Aymond will speak on Catholic education at Loyola in the fall.

Fr. Wildes said the university will finish the fiscal year 2011-12 with a $100,000 surplus while maintaining a 5% draw on the endowment. He updated the Board on the various construction projects on campus highlighting the renovation of Cabra that will begin in mid-May and includes a complete re-do of the interior. Cabra will be off-line for one year. He further reported the architects have finished a second design for The Benson Jesuit Center which would be a new building. Fr. Wildes will review the plans and visit Mr. Benson before making a decision.

Fr. Wildes gave an update on the Faith in the Future campaign announcing that to date the university has $16.3 million in committed gifts. He commended the Institutional Advancement staff, the Centennial committee and others who made Founder’s Day a success. He also thanked those Trustees who attended the Centennial events. Institutional Advancement will sponsor the
university’s first Alumni College in June and plans to take the “Centennial on the Road” are being developed.

Fr. Wildes updated the Board on issues in governmental relations including directives from Health and Human Services regarding the Affordable Healthcare Act, the moratorium on the state of Louisiana Professorship Program to take effect after June 30, 2012, and the Louisiana Senate gun bill.

Fr. Wildes informed the Board that a copy of the third year Loyola 2012 implementation report is included in the Board folders and it is also posted on the website. The plan has a five year time frame. He said next year, we will continue to implement, as well as assess, and begin developing the next plan.

4. Executive Committee and Board Discussion

Mr. Poorman reported the Executive Committee met in April 2012. Fr. Wildes presented the resolution giving him the authorization to purchase the Dominican Nuns’ Veritas House located on St. Charles Avenue. Fr. Wildes has been in discussions with the Dominican Sisters about purchasing Veritas House. The university has had two independent appraisals conducted on the property. Since the Board does not meet again until October 2012, he would like to obtain authorization to purchase the property in order to be prepared if the sale should happen before the next Board meeting.

Mr. Poorman called for a motion to approve the Resolution Delegating Authority to the President of Loyola University New Orleans to Purchase Veritas House found under Tab 8 of the May 2012 Board book.

It was so moved and unanimously approved by the Board.

Fr. Wildes gave an overview of the background for developing a Vendor Contract Policy. In 2010, he appointed Mr. Tommy Screen, director of government relations, to chair a committee to review the university’s vendor contracts, any current policies that were in place, and to draft a clear and comprehensive policy that could be successfully implemented within the university. Fr. Wildes called upon Mr. Screen to present the Vendor Contract Policy and explain the process behind developing this policy for Loyola.

Each year Loyola does about $10 million in business with outside corporations. Mr. Screen said there was no university wide Vendor Contract Policy when the committee began its work in the fall of 2010. The committee solicited the 28 other Association of Jesuit Colleges and Universities to find out which other Jesuit universities have such policies. Policies from 11 of the universities were obtained and the committee found three issues were addressed in each contract: wages, benefits, and to whom the policy applies. In addition, all policies reviewed took into account existing labor laws. The framework of Loyola’s Vendor Contract Policy outlines for its vendors the requirements for wages, benefits, and to whom the policy applies. The policy also includes special provisions including an exemption clause, a grandfather clause, a full-time clause, a sustainability clause and a diversity and small business clause. The committee also
determined that the scope of the policy would apply to vendors whose contracts with Loyola University are worth at least $25,000 per year. To implement the policy, a copy of the policy would be included in the RFPs that go out to prospective vendors.

Mr. Poorman called for Board approval of the Loyola University Vendor Contract Policy found under Tab 8 of the May 2012 Board book.

It was so moved and unanimously approved by the Board.

5. Committee Reports

Academic and Student Affairs

Dr. Floyd Malveaux, chair of the academic and student affairs committee, reported representatives from the Career Development Center gave an informative presentation about the activities of the center. They reported on the assistance the center gives students in their career decision making process which begins in a student’s first year all the way through to his/her senior year. The committee also heard testimony from two recent graduates about the value and importance of internships. In this last academic year, 426 internships were completed.

The key performance indicators report was presented to the committee and there was discussion regarding the metrics in association with enrollment, retention, graduation rates, and students’ perception of the quality of education at Loyola. When comparing this data to Loyola’s peer institutions, Dr. Malveaux said Loyola compares favorably.

Dr. Malveaux reported the committee recommends approval of the Harassment and Discrimination Policy found in the Board packets. He explained this new Harassment and Discrimination policy is university-wide and replaces separate student, faculty, and staff policy documents. This new policy brings the university into compliance with current federal regulations.

It was so moved and unanimously approved by the Board.

Finance

Mr. David Ferris, vice chair sub-committee on endowment, reported the finance committee recommends approval of the 2012-13 Budget as presented on page 6 of 18 under tab 10 of the May 2012 Board book. The budget recommendations include a 4.9% tuition increase, a 2.5% salary pool increase, and a 6% increase in room and board. There are some fee increases. The budget as presented results in a net surplus of $100,000 and includes a 5% draw on the endowment.

It was so moved and unanimously approved by the Board.

In his update on the endowment, Mr. Ferris reported the university’s combined portfolio is valued at $254 million and noted that the 5% draw on the endowment in the 2012-13 budget is
on the unrestricted portfolio. In December 2011, the portfolio was transitioned to the new outside consultant, LCG. LCG began reviewing the portfolio as well as the university’s investment policy. LCG presented the committee with a new draft form of the investment policy. LCG also recommended terminating international equity manager Tradewinds and as a result $16 million was placed with First Eagle. In terms of performance, the committee has asked LCG for updated benchmarking in order to more accurately measure each fund manager.

In terms of facilities, Mr. Ferris reported the committee was updated on current projects including Monroe Hall, Cabra and Buddig.

**Institutional Advancement**

Mr. Derby Gisclair, chair of the institutional advancement committee, reported the committee recommends approval on the following endowed professorship and scholarship:

- The Clifton A. Morvant Distinguished Professorship in Business
- The Coach James McCafferty Endowed Scholarship for First Generation Students
- The Patricia Carlin O’Keefe Distinguished Professorship in History

It was so moved and unanimously approved by the Board.

Mr. Gisclair reported the committee approved the revisions to the existing Gift and Pledge Policy and approved the Proposed Naming Policy and recommends Board approval of the policies. The policies are included in the May 2012 Board book under Tab 12.

It was so moved and unanimously approved by the Board.

**Trusteeship**

Mr. Dennis Cuneo, chair of the trusteeship committee, reported the committee recommends the re-election of Mr. John Simmons, Jr., to a second term.

It was so moved and unanimously approved by the Board.

Mr. Cuneo presented the following slate of officers for 2012-13 and called for a motion to approve.

Kevin Poorman, Chair
John Finan, Jr., Vice Chair
Rev. Kevin Wm. Wildes, S.J., President
Rev. Robert Gerlich, S.J., Secretary/Treasurer

It was so moved and unanimously approved by the Board. (*Mr. Cuneo stated for the records to reflect that the officers abstained from voting.*)
Mr. Cuneo asked Fr. Wildes to present the new Trustees for a term beginning August 1, 2012. Fr. Wildes reviewed the biographical information on the following individuals:

- Rita Benson LeBlanc
- Janet Boles
- Matt Gaston
- Rachel Kent
- Ileana Suquet

Mr. Cuneo reported the committee recommends election of the above individuals to the Loyola University New Orleans Board of Trustees.

It was so moved and unanimously approved by the Board.

Mr. Cuneo asked Fr. Wildes to present the individuals for consideration for placement on the Board Approved List. Biographical information on the individuals was distributed at the meeting and discussed.

Mr. Cuneo reported the committee unanimously approved placing the following individuals on the Board Approved List:

- Richard E. Chandler, Jr.
- Edgar Dooky Chase, III
- Stephen J. Landry
- James R. McBride
- Paul Pastorek

It was so moved and unanimously approved by the Board.

**Audit**

Mr. Barry LeBlanc, chair of the audit committee, updated the Board about the issues and selection process in the recommendation of the university’s external auditor. Deloitte & Touche LLP has conducted the university’s audit for several years. This past year there were issues with Deloitte & Touche that lead the audit committee to solicit proposals from other accounting firms. As result, nine proposals were submitted and three finalists were selected. The audit committee heard the proposals from the three finalists. The Board discussed the pros and cons of whether the university should rotate audit firms versus having the same firm that is familiar with the institution conduct the audit each year and whether the university should have a policy on how it selects its external auditor.

Mr. LeBlanc reported the audit committee recommended that Deloitte & Touche be retained as the independent audit firm for Loyola University New Orleans for the fiscal year ending, July 31, 2012 at a quoted price of $95,000 for audit services and $8,500 for income tax services, with an
option on the part of Loyola to extend the retention of Deloitte & Touche for an additional year at the same fees.

Beyond one year approval of the audit firm, Fr. Wildes and Mr. Poorman would like the executive committee in conjunction with the audit committee to take a closer look at the specifics of how Loyola selects an audit firm and if there is a need for a policy that calls for the university to rotate audit firms on a regular basis.

It was so moved and unanimously approved by the Board.

**Mission and Identity**

Fr. Bentley Anderson, S.J., chair of the mission and identity committee, reported that Fr. Ted Dziak, S.J., gave a PowerPoint presentation on a second option for the Benson Jesuit Center which is the prospect of a new building. His presentation was positively received by the committee. He further reported that a faculty member gave a presentation on hiring for mission and presented a working draft of a hiring for mission statement. There was also discussion on mission and identity and the ongoing formation of faculty and staff taking place on campus. In the discussion on ongoing formation two programs were highlighted: the Ignatian Colleagues Programs and the Faculty Fellows Program.

6. **Executive Session**

The Trustees went into Executive Session at 11:15 a.m.

7. **Adjournment**

The meeting adjourned at 11:35 a.m.
RESOLUTION
THE BOARD OF TRUSTEES
OF
LOYOLA UNIVERSITY NEW ORLEANS
DELEGATION OF AUTHORITY TO PURCHASE
VERITAS HOUSE

WHEREAS, Loyola University New Orleans is a Louisiana nonprofit corporation duly organized and validly existing under and pursuant to the laws of the State of Louisiana (the "University"); and

WHEREAS, the Board of Trustees of the University (the "Board") is the governing body of the University; and

WHEREAS, pursuant to the Board bylaws Article VII, Section 2(J) the Board is authorized to acquire and dispose of all property and physical facilities, including the construction of new buildings, and capital renovations and repairs of existing buildings; and

WHEREAS, the University is in the process of negotiating the purchase of Veritas House located at 7300 St. Charles Avenue, New Orleans, Louisiana 70118; and

WHEREAS, there were two (2) independent appraisals conducted on the property: one by the seller valued the property at three million eight hundred fifteen thousand dollars ($3,815,000) and another by the University valued the property at three million dollars ($3,000,000); and

WHEREAS, the May 18, 2012, board meeting is the last scheduled meeting of the full Board; and

WHEREAS, the closing date for the property will likely occur during the summer months; and

NOW THEREFORE BE IT RESOLVED, the University requests approval to close on the property at a value not to exceed three million four hundred thousand dollars ($3,400,000), plus closing costs; and

BE IT FURTHER RESOLVED, that the Board of Trustees approves the delegation of authority to the President to close on the property for the not-to-exceed amount.

IN WITNESS WHEREOF, the University has caused this document to be signed by its duly authorized officer, and the Trustee has accepted this amendment, on the date before written, at New Orleans, Louisiana.

BE IT KNOWN, that on the 18th day of May 2012, the undersigned personally came and appeared:

Robert Gerlich, S.J.
Secretary, Board of Trustees
LOYOLA UNIVERSITY NEW ORLEANS
CERTIFICATE

I, Robert J. Gelich, Loyola University New Orleans, hereby certify that the foregoing is a true and correct copy of an excerpt from the minutes of a Meeting of the Board of Trustees held on the 18th day of May, 2012, and that all the Trustees were present and voted in favor of the resolutions passed.

Robert J. Gelich, Sr.
Secretary