# Trusteeship Committee

## AGENDA

**Thursday, May 16, 2013**  
**1 p.m.**  
*President’s Dining Room, Thomas Hall*

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<tr>
<td>1.</td>
<td>Welcome</td>
<td>Dennis Cuneo</td>
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<td>2.</td>
<td>Approval of Minutes</td>
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<td>3.</td>
<td>Approval of Revisions to Bylaws</td>
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<td>4.</td>
<td>Re-election of First Term Trustees to Second Term</td>
<td>Dennis Cuneo</td>
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<td>5.</td>
<td>Approval of Slate of New Officers</td>
<td>Dennis Cuneo</td>
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<td>6.</td>
<td>Approval of Individual to Board Approved List</td>
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<td>6.</td>
<td>Election of New Trustees</td>
<td>Kevin Wildes, S.J.</td>
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<td>7.</td>
<td>Trustee Self-Evaluation 2012-13</td>
<td>Dennis Cuneo</td>
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<td>8.</td>
<td>Executive Session</td>
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<td>9.</td>
<td>Adjournment</td>
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**Action Item**

Approval of revisions to Bylaws.

Proposed revisions included in redlined version of Bylaws in Board book.

**Action Item**

Re-election of First Term Trustee to Second Term will be presented for approval.

Robert Brown
Anne Gauthier
Sean O’Keefe
Virginia Angelico-Tatum

**Action Item**

The slate of officers to be appointed for the 2013-14 fiscal year will be presented for approval.

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

**Action Item**

Approval of Barry LeBlanc to be placed on Board Approved List.

**Action Item**

Election of New Trustees for the term beginning August 1, 2013.

James A. “Jim” Caillier, Ed.D.
Edgar L. Chase, III
Matt J. Gaston
Barry LeBlanc
Joseph E. “Joe” Mahoney
James R. “Jim” McBride
Paul G. Pastorek
Carol G. Waguespack

Bios on each individual will be available at meeting.


Guests: Femila Irvin and Robert Keller (law clerks in General Counsel Office).

Fr. Wildes called the meeting to order at 1 p.m.

Approval of Minutes Fr. Wildes asked if there were any corrections or revisions to the minutes of the October 4, 2012 meeting. There were none. He called for a motion to approve. Motion was made by Fr. Rogers and seconded by Dr. Tatum. Motion carried.

Charter and Bylaws Fr. Wildes said the Charter and Bylaws of the University have not been reviewed and revised in several years and that a comprehensive review is due. Ms. Gita Bolt, general counsel, has completed an initial review. The committee was sent a redlined copy of the Bylaws with Ms. Bolt’s comments and questions in preparation of this meeting.

Ms. Bolt explained that before reviewing the Bylaws, she read the Bylaws of several other Jesuit institutions and used those as models in revising Loyola’s Bylaws. Loyola’s Bylaws are outdated in terms of not recognizing the “electronic age.”

Ms. Bolt presented suggested revisions to the committee:

Page 13 – In line 6 strike “broadcasting” since Loyola no longer has such a department.

Page 20 – Lines 3 and 4 are notes about previous changes that have inadvertently been left in and should be deleted.

Page 21 – Under Manner of Acting, this change allows for the transaction of business between Board meetings and reduces written approval from each member of the Board to each member of the entire Executive Committee.

Page 22 – Updating the name of the policy from Gifts and Grants Policy to Gift and Pledge Policy.

Page 25 – Removal of language regarding “indebtedness of the Corporation.” This language is left over from the time period when the University was tied to WWL and the university owned several properties. (This was based on a discussion Ms. Bolt had with Fr. Larry Moore, S.J.)
Page 26 – Correction to List of Committees, striking Committee of Bylaws, since this committee no longer exists under new Board committee structure. Adjustment also reflects the addition of the Committee on Audit. Also, there are grammar changes made on this page.

Page 27 – Removal of Student Handbook Review and approval language. Deleted requirement to review the Student Handbook since it is now reviewed and modified annually.

Fr. Wildes asked the committee to send any questions, comments or suggestions they may have to the Bylaws to him and Gita. He would like the committee to complete its review of the Bylaws in the upcoming months so that revisions would go to the full Board at the May 2013 meeting. The committee agreed with this timeline.

With no further business, the committee meeting adjourned at 1:30 p.m.