EXTRACT


The meeting was held with more than 75% of the membership of said corporation present for the purpose of amending Article VII of the Charter. Following discussion and consideration of amendments to Article VII, Rev. Billy Huete, S.J. moved and Rev. Kevin Wm. Wildes, S.J. seconded approval of amendments to Article VII, thereafter, by voice vote the Members of the Corporation unanimously approved amendment of Article VII such that that henceforth, Article VII shall read in accordance with the following:

*ARTICLE VII*

The activities and affairs of the Corporation shall be managed by a Board of Trustees. In no event shall the number of Trustees, excluding ex-officio Trustees, be fewer than twenty (20) or more than thirty-five (35). The Jesuit members of the Board of Trustees who are not ex-officio members shall be elected for a term as hereinabove provided by the members of the Corporation in the By-Laws. The non-Jesuit members of the Board shall be elected by the entire then-incumbent members of the Board of Trustees in the manner as provided by the By-Laws and as the Trustees, in their sole discretion, may deem fit and proper. The composition of the Board of Trustees shall be at all times such that more than twenty-two percent (22%) of the total membership of the Board of Trustees, but not more than sixty percent (60%) of said Board, shall be composed of members in good standing of the Society of Jesus.

The Board of Trustees shall be composed of three (3) classes to be known as Class I, Class II and Class III, respectively. The names of the elected Trustees, term of office and the class to which each member of the Board of Trustees belongs are as follows:

**CLASS OF 2018**

**Jesuit Members**

**First Term**

- Paul Fitzgerald, S.J.
- Timothy Lannon, S.J.

**Second Term**

- Michael Braden, S.J.

**Ex Officio Jesuits**

- Billy Huete, S.J., serves as a vice president (Appointed in 2015)
- Rev. Kevin Wm. Wildes, S.J. (regular term 8/1/98 – 7/31/04) President 8/1/04

**CLASS OF 2019**

**Lay Members**

**First Term**

- Margaret M. Condron
- Henry R. Munoz III
- William Burke
- Darby Grischair
- William Roberti

**CLASS OF 2020**

- Timothy McMahon, S.J.
- Mario Torres, S.J.
- Jeremy Zipple, S.J.

- Anne Gauthier
- Mary Jo Jacobi
Second Term
Rachel Kent, Ph.D
Rita Benson LeBlanc
Heanta Suquet

Rhonda Sharraw
James A. Caillier, Ed.D.
Edgar Chase, III
Joseph E. Mahoney
James R. McBride
Carol Waguespack

Sharonda Williams
Janet Beles
Dennis Cuneo
Sally Forman
Stephen Landry
Gerald Ray

Officers
Paul Pastorek, Chair (2019 term ends)
Robert Savoie, Vice Chair (2020 term ends)
Rev. Kevin Wm. Wildes, S.J., Ph.D., President – ex officio
Rev. Billy Huete, S.J., Vice-President – ex officio

Trustee Emeriti
Adeline W. Benjamin
Donna D. Frische
Theodore “Ted” Frois
John P. Laborde
Anthony Laciura

John B. Levert, Jr.
Rita Odenheimer
Jerome J. Reso, Jr.
Betty S. Sherrill
Jeanne Wolf

The term of office of the above named class members shall take office on August 1st and continue to hold office until July 31st of the year in which their term of office expires, all as more fully detailed in the copies of pages 20 and 21 of the Bylaws. Upon expiration of the term of the above named Trustees elected to each class, their successors shall be elected by the membership and/or Trustees for a term of three (3) years, the commencement and termination of which term of office to be fixed by the Corporation in the By-Laws of this University. Additional Trustees, over and above those designated as Class I, II or III Trustees, may be elected by the membership and/or Trustees in the manner as herein provided, or as may be provided in the By-Laws for a term of either one, two or three years.

No elected Trustee who has served for two (2) consecutive three-year terms, or who has been re-elected within his class of membership to successive terms of office beyond the year 2003 in excess of six (6) years shall be eligible for re-election until one full year has elapsed since the expiration of his last term, provided that this limitation on the term of office of Trustees shall not apply to those Trustees who are members of the Society of Jesus and members of the Jesuit Community of Loyola University, and provided that the chairman, vice chairman, secretary and treasurer may continue as Trustees as long as each holds his respective office up to a maximum of six (6) years as an officer.

Any vacancy occurring in the Board of Trustees may be filled by a vote of the membership of the Corporation at a special meeting of the membership to be called for that purpose by the President, or by request of a majority of the membership.

An ex-officio member of the Board shall have full power to vote on all matters brought before the Board and shall be counted for all purposes, including the determination of the existence of a whole Board and for all quorum requirements.
The Board of Trustees shall also elect, from among its members, a Secretary and a Treasurer of the Corporation who is a member of the Society of Jesus. The office of Secretary and Treasurer may be combined in one person.

The President, Secretary and Treasurer shall serve at the pleasure of the Board of Trustees.

The Board of Trustees shall hold an annual meeting and such other meetings as it deems necessary. The Board of Trustees may take action by the unanimous consent of its members without a meeting.

The Board of Trustees shall elect a President of the Corporation who, upon election and qualification as President, shall be an ex-officio member of the Board of Trustees and if the President is a Jesuit he shall serve as an ex-officio member of the Corporation. The President is the chief executive officer of the Corporation and shall appoint Vice-Presidents and other officers as he deems necessary or desirable, one of whom shall be specifically designated as Vice-President of the Corporation, who shall be a member of the Society of Jesus. He shall be an ex-officio member of the Board and the Corporation.

If the President should be incapacitated, resign or be removed from office, the Board of Trustees shall elect an Acting President who will serve with full authority until a search process has been completed and a permanent successor is elected.

When it is known that the office of President shall become vacant, after consultation with various constituencies, the Chair of the Board will appoint a Search Committee subject to ratification by the Executive Committee of the Board. The Search Committee will have as its chair a member of the incumbent Executive Committee; the process to be followed by the Search Committee will be approved by the Executive Committee. The Search Committee will include a member(s) of the Loyola University New Orleans Corporation, members of the Board of Trustees and representatives of the faculty, staff and alumni of the University.

As is stated in this charter and the by-laws, an integral part of the Board’s governance of the University includes committing itself to always maintain and promote the Ignatian heritage, Catholic identity and Jesuit mission of Loyola University New Orleans. It shall pursue this commitment to mission and identity in coordination with the Loyola Jesuit Community and the Province.

In order to ensure this mission and identity is maintained and promoted during the selection process of a new President of the University, the Board shall:

1. Keep in mind that the person chosen as President of the University will be the director of the apostolic work of the Society of Jesus at the University and will be so missioned by the Provincial. This role and its responsibilities shall carry significant implications in the selection and ongoing evaluation of the President.
2. Seek diligently to identify a qualified Jesuit for this position and will do so in accordance with the protocols developed by the US Jesuit Conference and the AJCU in the document entitled, The Role of the Society of Jesus in the Selection of a President for a U.S. Jesuit College or University, first published in 2002. The search to identify a qualified Jesuit shall occur simultaneously with a search for a qualified non-Jesuit with a preference for the Jesuit.
3. Ensure that the Provincial shall be satisfied and give ultimate approval that those on the list of serious candidates are able to:
   a. advance the Jesuit, Catholic mission of the university;
   b. maintain and develop a strong relationship with the local Jesuit community and especially its rector/superior through regular meetings and other forms of communication;
   c. maintain and develop a strong relationship with the local Church and the larger Society of
Jesus and its other apostolic works.

4. Ensure that if a non-Jesuit is chosen as President, a Jesuit shall serve as a Vice-President in the President's cabinet in a position that is committed to furthering the Jesuit mission and Catholic identity of the university.

RESOLVED, that Article VII of the Charter of the Corporation be amended so as to read in the manner set forth above.

RESOLVED FURTHER, that Rev. Kevin Wm. Wildes, S.J., President of this Corporation, is hereby authorized, instructed and empowered to appear before a Notary Public for the purpose of executing an authentic Act of Amendment of the Articles of Incorporation in conformity with this Resolution.

FURTHER GIVING AND GRANTING unto Rev. Kevin Wm. Wildes, S.J., President of this Corporation, full power and authority to take any and all actions necessary and proper in the premises.

FURTHER RATIFYING AND CONFIRMING all that the Rev. Kevin Wm. Wildes, S.J., President of this Corporation, in his said capacity may do or cause to be done in the premises.

I, the undersigned Secretary of LOYOLA UNIVERSITY NEW ORLEANS, do hereby certify that the above and foregoing is a true and correct copy of a resolution presented at, and unanimously adopted by, a meeting of the Membership and Board of Directors of said corporation, which meeting was convened on the 7th day of September 2017, and continued on the 21st day of September 2017, at the domicile of the Corporation, and which meeting was duly called, held, and convened after due notice of the purpose of said meeting had been given in conformity with the Articles of Incorporation, and that this resolution remains in full force and effect and has not been amended or rescinded.

WITNESS MY HAND AND SEAL, this 16th day of March, 2018.

[Signature]
Frances "Billy" W. Huele, S.J.
SECRETARY