

Special Board Meeting
June 22, 2009

Chairman Roy called upon General Counsel, Ray Lamonica, LSU System, to ratify that the document before the Board entitled '*Background*' which is generically referred to as 'MOU' (Memorandum of Understanding) be entered into the record by Carleen Smith, Administrative Secretary, is the most recent version of the draft agreement from counsel representing Tulane University. Mr. Lamonica replied, "that is correct, word for word." (Aforesaid document attached hereto and made a part hereof).

System General Counsel, Mr. Lamonica presented the following document:

BE IT RESOLVED that the Board approves and the President is authorized to execute a Memorandum of Understanding in accordance with the draft agreement presented to the Board today and made a part hereof, with the following AMENDMENTS:

1. **On page 4, line 33, after the word "of" delete the word and number "twelve (12)" and the remainder of the line, and insert in lieu thereof the language "eleven (11) members. Five (5)".**
2. **On page 4, line 42, delete the word and number "five (5)" and insert in lieu thereof the word and number "three (3)".**
3. **On page 5, line 12, delete the word and number "four (4)" and insert in lieu thereof the word and number "five (5)".**

BE IT FURTHER RESOLVED that the President is authorized to further amend the Memorandum of Understanding in light of the GME issues still being negotiated and clarified, and further to amend the Memorandum of Understanding to make any technical or other corrections or clarifications he deems to be in the best interests of the University.

BE IT FURTHER RESOLVED that the Memorandum of Understanding is approved on the further condition that it is not applicable to the operation and ownership of, and shall have no effect upon, the Interim LSU Public Hospital.

BE IT FURTHER RESOLVED that the Memorandum of Understanding is approved on the further condition that the cooperative endeavor agreement contemplated by it be approved pursuant to this Board's Bylaws, Article VII, Section 8D2f.

BE IT FURTHER RESOLVED that the President is authorized to enter into a consultative process agreement with the medical schools having programs at the Interim LSU Public Hospital, for a specific and definitive term, in connection with the ownership and operation of the hospital by this Board, and consistent with the Board's constitutional and statutory authority and responsibility, on such terms and conditions he deems to be in the best interests of the University, after consultation with the Chairman, past-Chairman and Chairman-elect, and notice to the entire Board.

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A roll call vote resulted as follows:

Ayes: Anderson, Andonie, Chatelain, Falterman, George, Kimble, Leach, Moore,
Mount, Reese, Roy and West

Nays: Gowen, Jacobs

The vote, 12 to 2

Absent: Shea and Sternberg

The Board approved the resolution.

4. Adjournment

There being no further business to come before the Board, the meeting was adjourned at 2:50 p.m.

Carleen N. Smith
Administrative Secretary