APPENDIX I

RESOLUTION ON THE AMENDMENT OF ARTICLE 2, SECTION 2.2 (d) OF THE STATUTES

Intention:

In response to the Committee Study of Alumni Trustees, dated May 3, 1989, the Trustees propose the elimination of the position of Recently Graduated Alumni Trustee and the addition of up to three Alumni Trustees At-Large. This proposal reflects the study's conclusion that no one constituency group among the alumni should be singled out for representation on the Board of Trustees and that the interests of all alumni would be better served if the Trustee positions currently reserved for recently graduated alumni were reclassified as positions for Alumni Trustees At-Large. The study recommended that elimination of the position of Recently Graduated Alumni Trustee occur gradually with the expiration of the terms of Recently Graduated Alumni Trustees currently in office.

The Trustees endorse the recommendations of the study and therefore propose that it be:

RESOLVED, that Article 2, Section 2.2(d) of the Statutes of The Trustees of the University of Pennsylvania be and hereby is amended to read in its entirety as follows:

(d) Alumni Trustees: up to fourteen in number, to include:

(1) President of the General Alumni Society during his or her term in office.

(2) Regional Alumni Trustees: one from each region, up to eight trustees in number, elected by the alumni in accordance with rules established by the General Alumni Society with the concurrence of the Trustees, to serve for terms of five years, from among those persons who have received degrees from the University. A regional alumni trustee may not succeed himself or herself in office, but may be elected in another class.

(3) Alumni Trustees At-Large: up to two trustees in number elected by the alumni in accordance with rules established by the General Alumni Society with the concurrence of the Trustees, to serve for terms of five years, from among those persons who have received degrees from the University. An alumni trustee at-large may not succeed himself or herself in office, but may be elected in another class. Subsequent to June 22, 1989, the number of alumni trustees at-large may increase to not more than five trustees as vacancies in the position of recently
graduated alumni trustee are filled by persons elected to serve as alumni trustees at-large in accordance with Section 2.2(d)(5) hereof.

(4) Recently Graduated Alumni Trustees: up to three in number, elected in accordance with rules established by the General Alumni Society with the concurrence of the Trustees, to serve for terms of three years. A recently graduated alumni trustee representing the baccalaureate classes shall be elected after Commencement in each odd numbered year from and by members of that year's and the previous year's graduating classes and a recently graduated alumni trustee representing the graduate and professional classes shall be elected after Commencement in each even numbered year from and by members of that year's and the previous year's graduating classes. A recently graduated alumni trustee may not succeed himself or herself as an alumni trustee, but may be elected in another class.

(5) Reclassification of Recently Graduated Alumni Trustees. Subsequent to June 22, 1989, vacancies in the office of recently graduated alumni trustee shall be filled by persons elected in accordance with Section 2.2(d)(3) hereof, and each person so elected shall be designated an alumni trustee at-large and shall serve in accordance with the provisions of Section 2.2(d)(3). At such time as no recently graduated alumni trustees remain in office, the position of recently graduated alumni trustee shall be eliminated; and

FURTHER RESOLVED, that at such time as no recently graduated alumni trustee remains in office and the position of recently graduated alumni trustee is eliminated, Article 2, Sections 2.2 (d)(4) and (5) shall be deleted from the Statutes and Article 2, Section 2.2 (d)(3) shall be amended to read in its entirety as follows:

(3) Alumni Trustees At-Large: up to five trustees in number elected by the alumni in accordance with rules established by the General Alumni Society with the concurrence of the Trustees, to serve for terms of five years, from among those persons who have received degrees from the University. An alumni trustee at-large may not succeed himself or herself in office, but may be elected in another class.