

**AMENDMENT TO THE BY-LAWS  
OF  
LOUISIANA CANCER RESEARCH CENTER OF  
L.S.U. HEALTH SCIENCES CENTER IN  
NEW ORLEANS/TULANE HEALTH  
SCIENCES CENTER**

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Each of the undersigned, the President and Secretary, respectively, of LOUISIANA CANCER RESEARCH CENTER OF L.S.U. HEALTH SCIENCES CENTER IN NEW ORLEANS/TULANE HEALTH SCIENCES CENTER (the "Corporation"), does hereby certify that the following Amendments to the By-Laws were duly adopted by the Members of the Corporation.

By unanimous vote of the Board of Directors at a duly noticed meeting of the Board of Directors on October 27, 2022 at which time a quorum was present and voting, the Board of Directors approved the following Amendment to the By-Laws:

**§ 1.1 Principal Offices**

The principal office of the Corporation shall be 1700 Tulane Avenue, 10<sup>th</sup> Floor, New Orleans, Louisiana, 70112.

**§ 3.11 Records of Meetings, Elections and Other Matters**

A record shall be made of the members represented in person and by proxy at every regular or special meeting. A record of the members' meeting, giving the names of the members present, the names of the members represented by proxy, the names of proxies, and the discussions regarding the scientific entities overseen by the board, including reports by the CEO, shall be entered into the records of the meeting in the minute book of the Corporation. This record shall show the names of the members and the number of votes for each resolution.

#### **§ 4.1 Constitution; Authority**

The powers and governance of the Corporation shall be vested in and exercised through the Board of Directors. The Board of Directors shall have all of the authority and responsibility for adopting and implementing policies and procedures to accomplish the purposes and objectives of the Corporation, shall have the authority and responsibility to supervise the management, operations and assets of the Corporation, may make general rules and regulations for the government of the Corporation and may authorize and appoint committees with appropriate expertise as needed. The Directors as a body shall exercise the powers conferred upon said body by the Articles of Incorporation and by the laws of the State of Louisiana. In addition to the responsibilities mentioned above, the duties of the Board of Directors shall include, but not be limited to, the following:

- (a) Interview and engage an individual to serve as the CEO of the Corporation, periodically evaluate the performance of the CEO and fill any vacancy in the office the CEO caused by his or her death, resignation, retirement or removal from office.
- (b) Evaluate the need for, authorize, coordinate and supervise any fundraising efforts of the Corporation.
- (c) Undertake strategic planning for the Corporation and oversight of the implementation of such plans. In developing and implementing such strategic plans, the Board will consult with the CEO.

#### **§ 4.12 Recruitment Packages**

The CEO in consultation with the Board of Directors shall establish a procedure for the approval of recruitment packages for faculty members who may be partially or wholly funded by LCRC.

#### **§ 7.1 Chief Executive Officer (CEO)**

The CEO should be a highly qualified scientist with administrative experience and expertise in cancer research, treatment and/or prevention. The CEO shall be responsible for formulating and presenting to the Board of Directors a plan for attaining and maintaining NCI designation and such other duties and responsibilities as assigned by the Board of Directors. Specifically, the CEO shall prepare and

present for approval by the Board, an annual and multi-year plan, including a financial plan for administrative and program development of the Consortium. The CEO shall have the authority to obligate the Consortium to the expenditure of funds within the approved budget by category subject to guidelines as may be adopted by the Board of Directors from time to time. Additionally, the CEO shall assign, in consultation with the appropriate Dean, research space within the LCRC building according to guidelines as may be adopted by the Board.

## **§ 7.2 External Advisory Committee**

The External Advisory Committee (EAC) shall consist of recognized leaders in cancer research with demonstrated experience in leadership at NCI Designated Cancer Centers. The CEO shall be responsible for engaging and maintaining a highly qualified EAC.

## **§ 8.1 Mission**

The mission of the Louisiana Campaign for Tobacco Free Living (TFL) is to develop and implement a statewide comprehensive tobacco and cessation program. TFL shall include four main components: a statewide mass media campaign, evidence-based community programs, a cessation program within the state hospital system and a strong evaluation component. The Southern University Board of Supervisors shall participate in the planning and expenditure of funds for the creation of smoking prevention mass media programs and evidence-based tobacco control programs.

## **§8.2 Steering Committee.**

The Board of Directors shall appoint a TFL Steering Committee which will provide the overall guidance, direction and implementation of the TFL. The Board of Directors will assign specific duties and responsibilities to the TFL Steering Committee. The Board of Directors shall determine the number and identify of members of the TFL Steering Committee. Initially the following organizations shall have representation on the TFL Steering Committee:

1. LSU Health Sciences Center in New Orleans;
2. University of Louisiana System;
3. LSU Health Sciences Center Health Care Services Division;

4. Tulane University School of Public Health and Tropical Medicine
5. Louisiana State Health Office;
6. LSU Health Sciences Center-Shreveport;
7. Southern University System;
8. State Department of Education;
9. LPHI appointee, ex-officio;
10. Xavier University; and
11. Dillard University.

Dated: October, 27, 2022.

  
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BARBARA GOODSON/SECRETARY