



702242

Certified Mail – Return Receipt Requested

Ms. Thelma Lewis
Corporate Specialist Supervisor
Amendment Section
Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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Dear Ms. Lewis:

**Re: University of Miami, Coral Gables, Florida
Charter #702242**

Enclosed are the pertinent documents relative to the November 2, 2001, amendment of Article VII, Section C and the January 18, 2002, amendment of Article VII, Section A of the University of Miami Charter.

Also enclosed is check number 616115 in the amount of \$87.50 to cover the cost of the filing fee and certificate of amendment. Please send the certificate to me at Post Office Box 248042, Coral Gables, Florida 33124-4624.

Sincerely,

Karen D. Harris
Senior Staff Assistant

FILED
02 MAR 12 AM 8:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosures

Amend
T. Lewis 3/12/02

Board of Trustees
P.O. Box 248042
Coral Gables, Florida 33124-2420
305-284-4025
Fax: 305-284-2021

UNIVERSITY OF MIAMI CHARTER AMENDMENTS

ARTICLE VII - Trustees

Section C. Retirement, Emeritus Trustee, Life Trustee, and Honorary Trustee

I, the undersigned, Secretary of the **UNIVERSITY OF MIAMI**, a non-profit corporation duly organized and existing under the laws of the State of Florida, hereby **CERTIFY** that the following is a true and correct copy of a certain resolution adopted by the Board of Trustees of the said corporation, at a regular meeting of the said Board of Trustees duly held on November 2, 2001. There were 59 out of 68 voting members in attendance and the resolution to amend **ARTICLE VII - Trustees, Section C. Retirement, Emeritus Trustee, Life Trustee, and Honorary Trustee** of the University of Miami Charter was adopted by a vote of 59 affirmative votes and no negative votes. The Charter requires that a quorum (one-third of those members authorized to vote) be present to consider an amendment to the Charter and that a 2/3 vote of the trustees present at the meeting is required to adopt an amendment to the Charter. Both of these requirements were met.


ARTICLE VII - Trustees

Section C. Retirement, Emeritus Trustee, Life Trustee, and Honorary Trustee

Emeritus Trustee B A person who retires after accumulating ten (10) years of active service or who retires because of ill health after accumulating five (5) years of active service on the Board may be elected by the Board as a Trustee Emeritus. A trustee is not required to meet the foregoing eligibility criteria if (i) the Board determines that the trustee has provided outstanding and meritorious service to the University and (ii) the trustee is elected by at least a three-fourths vote of the Board constituting a quorum. Emeriti Trustees shall not have fiduciary responsibility and are not entitled to vote at board meetings but shall be eligible to serve on committees of the Board and vote at committee meetings.

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TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the said corporation this 8th day of March, 2002, at Coral Gables, Miami-Dade County, Florida.



Robert L. Blake
Secretary of the University

(Corporate Seal)

PROPOSED AMENDMENT TO THE CHARTER

ARTICLE VII – Trustees

Section C. Retirement, Emeritus Trustee, Life Trustee, and Honorary Trustee

2. Emeritus Trustee - A person who retires after accumulating ten (10) years of active service or who retires because of ill health after accumulating five (5) years of active service on the Board may be elected by the Board as a Trustee Emeritus. A trustee is not required to meet the foregoing eligibility criteria if (i) the Board determines that the trustee has provided outstanding and meritorious service to the University and (ii) the trustee is elected by at least a three-fourths vote of the Board constituting a quorum. Emeriti Trustees shall not have fiduciary responsibility and are not entitled to vote at board meetings but shall be eligible to serve on committees of the Board and vote at committee meetings.