

CONSTITUTION OF THE LEBANESE AMERICAN UNIVERSITY

Preamble

This Constitution is in full conformity with the Charter granted by the Board of Regents of the University of the State of New York and the Education Law of both the State of New York and the Republic of Lebanon.

Article I. Name and Location

The name of the University shall be Lebanese American University, a not-for-profit institution of higher education (benevolent, charitable, literary and scientific), recognized by the Ministry of Education of the Republic of Lebanon and chartered by the Board of Regents of the University of the State of New York in the United States of America. It has three locations, Beirut, Byblos and Sidon, Lebanon and its mailing address is P.O. Box. 13-5053, Beirut, Lebanon.

Article II. Purpose

In fulfillment of the Charter, the purpose of the University shall be to extend to students of the Middle East on a non-discriminatory basis an opportunity for higher education under the conditions acceptable to the culture and needs of the area while ensuring the Christian and liberal arts character of the University in accordance with the heritage of its Presbyterian founders.

Article III. Educational Program

The educational program of the University shall include four-year study programs leading to the Bachelor of Arts and Bachelor of Science degrees, five-year programs leading to professional degrees in Architecture, Engineering and Pharmacy, two-year study programs leading to the Associate in Arts and Associate in Applied Science degrees, and such special certificate courses and programs as may from time to time be designed to meet the specific needs of the Middle East.

Graduate programs leading to the Master's and Doctor of Philosophy degrees are conducted in a selected number of disciplines.

Article IV. Organization

a. Board of Trustees

- Membership** -- The Board of Trustees ("BOARD") shall consist of no less than five (5) and no more than thirty-one (31) members, an odd number as provided in the Charter (referred to herein as "Trustees" or "members of the BOARD"). At least two-thirds of the BOARD must be United States citizens. The majority of the BOARD must be United States citizens who maintain their permanent residence in the United States, including at least one resident of the State of New York. The BOARD shall include two members of the Presbyterian Church of the United States of America ("PCUSA"), and two members of the National Evangelical Synod of Syria and Lebanon ("Synod"). The BOARD shall be a free standing, self-perpetuating body and shall elect its members in three classes with three-year terms to ensure continuity of membership. In addition to the thirty-one (31) voting members of the BOARD, the President of

the University, a representative of the Worldwide Ministries Division of the PCUSA, the General Secretary of the Synod and the Chair of the Faculty Senate shall serve as ex-officio members of the BOARD without vote.

In the event that the Board membership is to exceed twenty-five (25), an additional Synod member shall be added to the BOARD, in accordance with the nomination and election procedures provided for in the Bylaws.

2. **Duties** -- In accordance with the Charter, responsibility to the Board of Regents of the University of the State of New York for the University is vested in the BOARD for the University's basic policies, for the academic standing of the University, for the acquisition, use and disposal of property, and for the election and appointment of the President of the University.
3. **Executive Committee** – The Executive Committee shall consist of the Chair, the Vice-Chair, and the Secretary and all the Chairs of the Standing Committees of the BOARD. In the event that the Executive Committee does not have a Synod member as a voting member, then one (1) of the Synod voting members of the BOARD shall be an ex-officio member of the Executive Committee. The Chair of the BOARD shall act as Chair of the Executive Committee. The President of the University shall serve as an ex-officio member of the Executive Committee, without vote. At no time shall the Executive Committee consist of fewer than five (5) Trustees with vote.
4. **Committees** -
In addition to the Executive Committee, the BOARD shall have ten (10) Standing Committees, namely, Nominating, Planning and Finance, Investment, Academic Affairs, Student Development and Enrollment Management, Audit, Legal and Compensation, Health Services, University Advancement and Relations, and Strategy. Each committee shall consist of at least three (3) Trustees.
5. **Address** -- The principal office of the BOARD shall be 211 East 46th Street, New York, New York 10017.

b. **Faculty**

1. **Membership** -- The Faculty shall consist of the teaching personnel, the major administrative officers, and the professionally trained University librarians.
2. **Duties** -- The Faculty shall be responsible for maintaining the academic standards and program of the University within its established policies.

Article V. Meetings of BOARD

The BOARD shall meet semi-annually and when called by its Chair or upon the written request of three Trustees. A quorum of the BOARD shall consist of a majority of the actual filled seats, discounting any vacancies. BOARD members, who miss more than two consecutive semi-annual meetings of the BOARD without a compelling reason as determined by the Executive Committee of the BOARD, will lose their BOARD membership. Notice and agenda of a proposed meeting of the BOARD shall be given to the members at least ten (10) days prior to the date of such meeting.

Article VI. Officers of BOARD

The BOARD shall have three (3) officers: the Chair, the Vice-Chair, and a Secretary, all of whom shall be elected for one three-year term or until the end of the officer's term as Trustee, whichever is less. It shall be the duty of the Chair to preside over all meetings, and the duty of the Vice-Chair to serve in the Chair's absence; the Secretary shall keep a record of all meetings and actions, and carry on official correspondence.

Article VII. Amendments

Amendments to the Constitution, which are consistent with the Charter, may be made only by an affirmative vote of two-thirds of the voting membership of the BOARD. If such a majority is not secured, a second meeting should be called after a minimum of thirty (30) days, and at the second meeting the BOARD may pass the same amendments to the Constitution discussed at the first meeting by a majority of the voting membership of the BOARD.

Article VIII. Validity of Remaining Provisions

If any provision of this Constitution shall be found in any action, suit, or proceeding to be invalid or ineffective, the validity and effectiveness of the remaining provisions shall not be affected.

Article IX. Repeal of Previous Constitutions

All previous Constitutions of Beirut University College and/or Lebanese American University are hereby repealed, and the foregoing Constitution is effective as of January 10, 2023. This Constitution was originally effective as of June 8, 2003, and was previously amended on September 25, 2004; May 15, 2005; March 11, 2006; September 17, 2006; April 2, 2016, September 7, 2018, September 9, 2022.