

Jerome Moore

BY-LAWS

**of the
Board
of
Trustees**



**Texas Christian
University**

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of the Board of Trustees

Texas
Christian
University



CHARTER

of

Texas Christian University

Historical Notes.

April 11, 1874, original charter under the name of Add-Ran Male and Female College, Thorp's Spring, Texas, private ownership, church affiliation.

October 5, 1889, first charter under church ownership, under the name Add-Ran Christian University. Domicile, Thorp's Spring, Texas.

December 28, 1895, amended. Domicile, Waco, Texas.

June 10, 1902, amended. Name changed to Texas Christian University.

May 31, 1906, amended.

July 9, 1910, amended. Domicile, Fort Worth, Texas. Number of Trustees changed from thirteen to twenty-one.

February 22, 1939, number of Trustees changed from twenty-one to thirty.

The photostatic copy of the renewed Charter as filed with the Secretary of State on February 22, 1939, after preliminaries reads as follows:

"BE IT FURTHER RESOLVED that when this resolution is duly certified to the Secretary of State at Austin, Texas, and such certificate is filed in his office the charter of this corporation (omitting for the sake of brevity the introductory matter, the names and addresses of the Trustees, the signatures and the acknowledgments) will read as follows:

ARTICLE I

The name of this corporation shall be Texas Christian University.

ARTICLE II

The purpose for which this corporation is formed is the support of an educational undertaking, to-wit: The establishment and maintenance of an institution of learning, of University rank, for the education and training of students in the arts, sciences and languages, and in all branches of learning, under Christian influence, so that such education shall include due regard to moral and religious development and competent instruction in the Holy Scriptures.

There is also included in its purpose the acquisition, establishment and maintenance of auxiliary and correlated schools and school property at such points in the State of Texas as

may be found advisable, to be under the same general management and conducted with the same aims.

ARTICLE III

The place or places where the business of this corporation is to be transacted shall be the City of Fort Worth, in Tarrant County, Texas, where its University will be located, but not necessarily within the corporate limits of said City; but such business affairs of its auxiliary and correlated schools as may by the corporation be committed to local boards, governing bodies or faculties may be transacted at the places where such auxiliary schools may be established.

ARTICLE IV

This corporation shall exist for a term of fifty years from the date of the expiration of its original charter.

ARTICLE V

The Board of Trustees of Texas Christian University shall consist of thirty members, at least three-fourths of whom shall be members in good standing of some local congregation of the Christian Church, known as the Disciples of Christ, and represented in Convention by the Texas Christian Convention. The names and

residences of the present Trustees, who are now twenty-one in number, are as follows: M. E. Daniel, Breckenridge, Texas; Dan D. Rogers, Dallas, Texas; Andrew Sherley, Anna, Texas; W. S. Cooke, Fort Worth, Texas; Ross Sterling, Houston, Texas; Van Zandt Jarvis, Fort Worth, Texas; D. C. Reed, Austin, Texas; T. E. Tomlinson, Hillsboro, Texas; Lewis J. Ackers, Abilene, Texas; Mrs. Sadie T. Beckham, Fort Worth, Texas; E. E. Bewley, Fort Worth, Texas; C. A. Wheeler, Fort Worth, Texas; S. J. McFarland, Lubbock, Texas; D. G. McFadin, Dallas, Texas; H. W. Stark, Gainesville, Texas; L. C. Brite, Marfa, Texas; R. H. Foster, Fort Worth, Texas; L. D. Anderson, Fort Worth, Texas; L. N. D. Wells, Dallas, Texas; Harry Knowles, Houston, Texas; Bonner Frizzell, Palestine, Texas. The other nine Trustees hereinabove provided for will be elected by the Board of Trustees of said Texas Christian University as soon as may be convenient after the filing of this amendment in the office of the Secretary of State at Austin, Texas.

ARTICLE VI

This corporation will issue no capital stock. The estimated value of the goods, chattels, lands, rights and cred-

its owned by the corporation is Two Million, Five Hundred Forty-one Thousand Three Hundred Seventy-eight and 58/100 Dollars.

BE IT FURTHER RESOLVED that *Van Zandt Jarvis, L. D. Anderson* and *E. E. Bewley*, members of this Board of Trustees, be and are hereby authorized and directed to join with the Secretary of this Board in certifying and authenticating to said Secretary of State the action evidenced by this resolution and in causing such certificate to be filed in his office.

IN WITNESS WHEREOF I hereunto sign my name and attach the seal of said corporation this 14th day of February, 1939.

(SEAL) COLBY D. HALL,
Secretary of
Texas Christian University."

Then follow the proper signatures, certifications, etc., with the certificate of the Secretary of State, dated February 23, 1939, showing filing on February 22, 1939.

By-Laws of the Board of Trustees

Be It Resolved by the Board of Trustees of Texas Christian University that Article I of the By-Laws of said Board be, and the same is hereby amended so as hereafter to read as follows:

ARTICLE I.

SECTION 1. The Board of Trustees of Texas Christian University shall consist of thirty* members, at least three-fourths of whom shall be members in good standing of some local congregation of the Christian Church, known as the Disciples of Christ, and represented in Convention by the Texas Christian Convention. Each trustee shall hold office for four years from and after his election, and until his successor is elected and qualifies. Such members of the Board shall be elected or chosen by the Board of Trustees from time to time as offices expire or vacancies occur, and all such elections hereafter made shall be subject to confirmation by the Texas Christian Convention as hereinafter more specifically provided. The Board members hereinabove mentioned shall

*Amended from twenty-one, 2-22-39.

be known and designated as executive members.

SEC. 2. When the term of office of any such executive member expires, or when a vacancy in said Board occurs by death or removal from office or resignation, the Board of Trustees may proceed to fill such office or such vacancy by electing some eligible person to said office, and in case of a vacancy by death or removal from office or resignation the election to fill such vacancy shall be for the unexpired term only. All such elections hereafter made by the Board shall be reported to the Texas Christian Convention at its next meeting thereafter, and the Board members so elected shall be confirmed or rejected by said Convention. Any trustee so elected by the Board of Trustees, and who accepts the office, shall be deemed in all respects a legal member of the Board unless and until said Texas Christian Convention takes formal action refusing to confirm his election, whereupon his office shall immediately become vacant and thereafter it will be the duty of the Board of Trustees to elect another member in his place and report such election to the next meeting of the Convention for confirmation or rejection. Any member elected by

the Board of Trustees and afterwards duly confirmed by the Convention shall be entitled to continue in office during the entire period for which he may be elected and until his successor is elected and enters upon the duties of the office. That part of this section which deals with the subject of confirmation or rejection of trustees by the Texas Christian Convention shall not be revoked, altered or amended without the consent of said Convention expressed by formal resolution or vote regularly passed at one of the meetings of said Convention.

SEC. 3.* The regular meetings of the Board of Trustees of Texas Christian University shall be held on the second Friday of the fall semester, the third Thursday in February and the day of Commencement exercises in May or June, and such meetings shall be held in the Administration Building of Texas Christian University at Fort Worth, or at such other place as the Board may select, notice of same having been given to the members, stating time and place; and the Board shall continue in session until the business before it shall have been disposed of.

SEC. 4.* Eleven members shall constitute a quorum.

*Sec. 3 as amended 2-15-40.

*Sec. 4 added by amendment 9-22-39.

ARTICLE II.

SECTION 1. The Board shall from among the Executive members thereof, at its regular February meeting, elect a president, who shall hold his office for one year, or until his successor is duly elected and qualified.

SEC. 2. It shall be the duty of the President to preside over the meetings and deliberations of the Board; to call special meetings thereof when in his judgment the occasion demands, by causing written notification of the time, place, and purpose thereof, to be mailed to each member of the Board at least five days before the time of meeting. No business other than that embraced in the call for such special meeting shall be transacted, except by consent of a majority of the whole Board.

SEC. 3. Besides presiding over the deliberations of the Board, the President shall perform such other special duties as from time to time shall devolve upon him by action of the Board. He shall be ex-officio chairman of the Executive Committee provided for in Art. V, Sec. 4, of these by-laws.

SEC. 4. The President may participate in the discussions and deliberations of the Board by vacating his chair and calling the Vice-President, if present; if the Vice-President be

absent or in any way disqualified, some other member of the Board may preside until the matter under discussion is disposed of.

ARTICLE III.

SECTION 1. The Board shall from the Executive members thereof, at its regular February meeting, also elect a First Vice-President, who shall, upon the death, absence, resignation, disability or disqualification of the President, exercise the duties and functions of the office of President until the President shall resume his duties, or his successor shall have been duly elected and qualified as herein provided.

SEC. 2. In case of the death, resignation, or disqualification of the President before the expiration of the term of his office, the Board shall, as soon as practical thereafter, elect another President, who shall fill the unexpired term of said President, and until such election is had, the First Vice-President shall hold and exercise the duties and functions of the President.

SEC. 3. *The Board shall, under the same limitations as for First Vice-President, elect a Second Vice-President who shall supplement or succeed the First Vice-President as the latter does the President.

*Amendment 11-11-41.

ARTICLE IV.

SECTION 1. The Board of Trustees may at any regular meeting, elect, by a majority vote, a *quorum* being present, a reasonable number of persons known to be friends of the University, to meet with them for counsel, advice and instruction. These shall be known as advisory members, and may meet with the Board at any of its meetings except when an executive meeting is ordered as provided for in Sec. 5, Art. XV, of the by-laws.

SEC. 2. Any member of the Advisory Board may offer suggestions, enter into consultations and the discussions of the Board concerning any matter pertaining to the interest of the University, and if he or she has anything to offer it shall be considered the same as if originating with an executive member, provided always that none but executive members of the Board shall vote upon any measure or proposition which is considered.

SEC. 3. Advisory members of the Board may be placed upon special committees, but only executive members shall act on standing committees.

ARTICLE V.

SECTION 1. The President of the Board shall upon his election or as soon thereafter as consistent, appoint

the following committees, the Board consenting: Executive Committee, consisting of seven members, six to be appointed; Faculty Committee, consisting of five members; Committee on Finance, consisting of five members; Auditing Committee, consisting of three members; Committee on Buildings and Grounds, consisting of five members; Endowment Committee, consisting of five members.

SEC. 2. These committees shall remain as so constituted (unless a vacancy shall occur by the death or refusal to act on the part of an appointee on a committee) until, upon a new election of officers, their successors shall be constituted by the President, by and with the consent of the Board as aforesaid.

SEC. 3. In case a vacancy occurs on any of the standing committees, the same shall be immediately filled by the President appointing another member or members of the Board to serve thereon until the next regular meeting of the Board, at which the sense of the Board shall be taken on said appointment, and if same shall be confirmed such appointment shall stand until the reconstitution of the standing committees as herein provided.

SEC. 4. The Executive Committee shall consist of seven members, four

of whom shall constitute a working quorum of which the President of the Board shall be one, and ex-officio chairman thereof.

SEC. 5. It shall be the duty of the Executive Committee to execute and carry out such orders, resolutions and requests of the Board as shall be assigned to it at any meeting of the Board; it shall perform all such duties of an executive character as have not been assigned to other committees, and it shall, when the Board is not in session and when emergency arises requiring immediate action, take such temporary and immediate action, on behalf of the Board, as such emergency shall in its judgment require.

SEC. 6. The Executive Committee shall be clothed with full visitatorial power for the purpose of inspecting and inquiring into the conduct of the University, and to it shall be referred all matters pertaining to complaints or charges concerning the conduct of any member of the Faculty or other officer or employe of the University, with power to examine into the same and make report thereof. And it shall have power to hear and examine into such charges and grievances during such time as the Board is not in session, and in the event of emergency

requiring prompt and immediate action, it shall have power to take such provisional action as the committee shall deem necessary until either a regular or a special session of the Board.

SEC. 7. The Executive Committee shall report in writing to the Board all its acts and measures, both in regard to these matters which have been specially referred to it by the Board, as well as its acts concerning matters not so referred, at each meeting, for approval.

ARTICLE VI.

SECTION 1. The Faculty Committee shall consist of five members, three of whom shall constitute a working quorum. They shall, with the advice and in connection with the President of the University, and such members of the Faculty as they may invite, arrange the course of study of the various schools of the University, and the hours of work of the members of the Faculty, and with the President of the University shall pass upon the fitness and qualifications of persons who may be available for recommendation to the Board for places on the Faculty, or as matrons or other functionaries in University work. They shall submit to the Board such testi-

monials and credentials as will give reason for their recommendation.

SEC. 2. This committee shall arrange for meetings in Fort Worth, for the purpose of hearing applicants, examining the testimonials, and inquiring into the fitness and qualifications of the applicants, and these meetings shall be of sufficient length to give full time for wise and careful consideration to all applications. These meetings shall be held in sufficient time to have the report ready for presentation at the regular February meeting.

SEC. 3. In the event it is found to be impractical to complete the Faculty at the February meeting; the Faculty Committee shall continue its work until all places are filled.

SEC. 4. It shall report all its acts and measures, both in regard to those matters which have been specially referred to it by the Board, as well as those acts not so referred, at each meeting of the Board.

ARTICLE VII.

SECTION 1. The Finance Committee shall consist of five members, three of whom shall constitute a working quorum. To this committee shall be referred all questions involving the finances of the University, and mat-

ters cognate thereto. They shall carefully scrutinize and examine into all expenditures of money by the president, business manager, or other officer or agent of the University, and report in writing their recommendations concerning the same.

SEC. 2. They shall prepare and have ready for the information of the Board, at each regular meeting in February, a report in writing, setting forth in detail the state of the finances of the University, the receipts and expenditures of the preceding year, and their recommendations concerning same, together with such other information as the Board may desire in relation thereto.

ARTICLE VIII.

SECTION 1. The Auditing Committee shall consist of three members. To this committee shall be referred the auditing of all accounts of receipts and expenditures on behalf of the University, and such other matters as the Board may desire. It shall carefully scrutinize, examine and verify all the accounts of the Business Manager of the University and of other persons charged with the receipt and disbursement of the moneys of the University, and make report in writing of the same to the Board.

SEC. 2. It shall meet in Fort Worth at least two days previous to the annual June meeting of the Board, to be able to audit, and to have prepared its reports, in writing, upon all accounts, when the Board shall meet.

SEC. 3. It shall employ the services of a recognized accountant or expert bookkeeper to aid it in the clerical or other work, and the expense thereof shall be allowed out of the general fund. It shall report all irregularities found in the accounts and vouchers and shall advise the Board in reference thereto, and make such recommendations concerning the matters referred to it, as it may deem proper.

ARTICLE IX.

SECTION 1. The Committee on Buildings and Grounds shall consist of five members, three of whom shall constitute a working quorum. To this committee shall be referred all matters and questions relating to the buildings and grounds of the University. They shall, when the Board is not in session, have control of the matter of temporary repairs to the buildings and the matter of keeping and maintaining the grounds and improvements around the same, in proper condition, and the expenditures thereof and letting contracts for same.

SEC. 2. They shall at least twice during the year, inspect the buildings and grounds of the University, and if they deem it necessary shall cause such temporary repairs and work to be done as may be needed to keep the buildings and grounds in proper order.

SEC. 3. They shall make a report in writing to the Board at its regular June meeting of each year, setting forth, in detail, the character and nature of all improvements and additions to the buildings and grounds of the University which have been made during the last year, the cost thereof, and such other matters relating thereto for the information of the Board, and shall make recommendations as to future improvements and repairs as they shall deem proper.

ARTICLE X.

SECTION 1.* The Endowment Committee shall direct and handle the investment of the endowment funds of the University in accordance with the policies adopted by the Board of Trustees. The Committee is instructed to observe the following rules with reference to the investment of funds:

1st.—That these endowment funds are to be held by them as sacred and should not be touched or encroached

*Provided by resolution about 1923; adopted as by-law 2-20-41.

upon for any object whatsoever, its income alone being available for the use of the university; that this committee shall bear in mind that the university itself has no right, moral or legal, to borrow from its endowment, to hypothecate endowment securities, to invest endowment in college building and equipment, or, in fact, to do anything with endowment except to invest it so that it will produce a certain and steady income.

2nd.—That since all endowments are established to provide permanent regular income, it is important that they be invested in such a way that the income shall be assured and the principal kept intact. Safety of principal to be the first consideration, otherwise, the permanency of the income may be endangered. The size of the income, though important, is secondary. Therefore, our Endowment Committee should consider that it is better to have a stable income, even if somewhat smaller than might be obtained temporarily.

3rd.—From the point of view of policy and good business procedure endowment funds should not be loaned to any trustee, officer, or employee of the university, nor to any business which they own, nor to any corporation for whose management they are

responsible. Neither should any loan be made to any person upon the guarantee of a trustee, officer, or employee.

4th.—The trustees recommend to the Endowment Committee a diversification of investment.

ARTICLE XI.

SECTION 1. The Board shall, at its February meeting, elect a Business Manager, who shall hold office for one year or until his successor shall have been duly elected and qualified. He shall give bond in such sums as the Board may require from time to time for the faithful performance of his duties, which are in part as follows:

He shall make settlement with all patrons of the University for board, tuition, and other expenses of said patrons, according to the terms of the catalogue, and shall exercise due diligence in the collection of the debts due the University, receiving all moneys, keeping same safely and accounting for same to the proper committee.

He shall pay all bills, accounts, notes and claims against the University, including the salaries of the Faculty and wages of employes, keeping vouchers for same.

He shall purchase all furniture, supplies and equipment for the boarding

department and see to the proper conduct of the same, employing all necessary help to properly serve the patrons of the dining hall, using the strictest economy consistent with good service.

He shall see to and make all necessary purchases and contracts for lighting, heating, water service and insurance of the buildings of the University.

He shall have charge of the Business office, and under his direction all books and accounts shall be kept, and he shall prepare his annual report of all transactions involving the receipt and expenditure of money, and deliver the same to the Auditing Committee in sufficient time for that committee to have it for auditing before the June meeting of each year.

When the Auditing Committee shall require it he shall deliver to it all books, accounts, vouchers and other papers which give evidence and information concerning the business of the University.

ARTICLE XII.

SECTION 1. The Board shall, at the February meeting, elect a Secretary who shall hold his office for one year or until his successor is elected. It shall be his duty to make and keep a correct record or minute of the proceedings of the Board, recording them

in a good and substantially bound minute book, and he shall carefully file and preserve all papers and documents pertaining to the business and proceedings of the Board, and shall perform such other and further cognate duties as shall be prescribed by the Board of Trustees.

ARTICLE XIII.

SECTION 1. The regular meeting of the Board of Trustees in February is hereby designated as the time for the election of a President of the University and necessary members of the Faculty, and so far as practical this shall be done. In the event that the necessary Faculty elections cannot be completed at this meeting, the Board may delegate the completion thereof to the Faculty Committee, making such recommendations as they may see fit.

SEC. 2. The President of the University, together with the Faculty Committee, as provided for in Sec. 1, Art. VI, of these by-laws, shall recommend to the Board of Trustees, such persons as, in their judgment, are fitted and qualified, for employment as teachers, matrons, etc., submitting testimonials and giving reasons for such recommendations, and in no case

shall any one be chosen in opposition to the wishes of the President of the University, after he shall have given a full statement of the grounds of his objection, except by a three-fourths majority vote of the Board of Trustees present, there being a legal quorum.

SEC. 3 While the Board of Trustees shall at all times have the powers defined in Article XIV of these by-laws, nevertheless it shall be the purpose of the Board of Trustees to retain all members of the staff who are rendering efficient service and to promote on recommendation of the president, if merit warrants and circumstances permit.

It shall also be the purpose of the Board of Trustees, so to conduct the University that all competent and efficient teachers shall feel officially secure and intellectually independent, controlled only by those inner truth seeking qualities, which the Board seeks when making appointments and these further provisions:

1. Two distinct classifications shall be observed in engaging faculty members:

(a) *Temporary Tenure*: Every member of the faculty will be engaged at first on a temporary basis. In the case of full professors and associate

professors, this temporary period of time will be of two years' duration, unless either grave moral delinquency or gross incompetency should make it necessary for the university to terminate such service at an earlier date. This period of temporary employment may, by mutual agreement, be extended for an additional period of one year. During the second year of this trial period, or the third year, if mutually extended, either the university or the teacher may terminate the latter's connection with the university by the serving of notice six months prior to the end of the second academic year, or if the period is extended by mutual agreement, then, six months prior to the end of the third academic year. The term of service of assistant professors and instructors shall be two years and one year respectively, unless otherwise specifically provided. When possible, at least three months' notice will be given of intention not to reappoint an assistant professor or instructor, but failure of the University to give such notice shall not constitute reappointment.

(b) *Permanent Tenure*: If during the trial period above provided for, a member of the faculty holding the rank of full professor or associate profes-

sor, proves entirely satisfactory to the university, and wishes to remain in his position, the university will then elect him for a period of indefinite tenure, in accordance with and subject to subsequent provisions hereof. After a tenure of not less than three years, assistant professors and instructors may, at the option of the Board of Trustees, be elected in like manner to indefinite tenure, which election shall also be subject to subsequent provisions hereof applicable to their status and classification.

2. Appointment or promotion to a particular rank or salary does not imply any obligation to promote to a higher rank or salary at a later date.

3. Unless specifically stipulated otherwise in advance, the term of service of a professor or associate professor on indefinite (permanent) service shall extend during good behavior and satisfactory service to the end of the fiscal year in which he reaches the age of seventy years, after which he will be reappointed annually, if, in the opinion of the Board he is still able to render full or part time service.

4. The term of service of all other members of the staff shall be specifically stated in advance in the letter of appointment from the Secretary of the

Board or on the employment blank.

5. *Resignation.* Members of the staff are expected to give as early notice as possible of an intention to resign.

6. At not later than the June, 1934, meeting of the Board of Trustees, all professors and associate professors now with the University and who will have completed three years' service with the University at that date, shall be elected to permanent (indefinite) service under the foregoing provisions of this article, or shall then (if not previously) be given notice of the termination of their tenure of service to be effective at the end of such period as the Board may fix, but which shall not be less than six months from the date of the giving of such notice.

SEC. 4. At the February meeting of the Board of Trustees, or as soon thereafter as may be practicable, the salaries of the Administrators and teachers shall be fixed for the next ensuing school year, provided, however, that all salaries as so fixed shall be subject to revision by the Board at any and all times, if in the judgment of the Board of Trustees such should become necessary, but in such event reductions for such year, if made, will be upon a uniform percentage scale throughout

the entire list of administrators and teachers.

SEC. 5. The President of the University, in connection with the Faculty Committee, and the Dean or Deans of the several colleges shall, in the absence of specific arrangements with reference thereto by the Board of Trustees, arrange all courses of study, literary and otherwise, as provided in Sec. 1, Art. VI, of these by-laws, provided no course of study shall at any time be introduced demanding the employment of additional teachers, without the approval of the Board of Trustees.

SEC. 6. It shall be the duty of the President of the University and other members of the Faculty, when so requested by the Board, to attend the meetings thereof, for the purpose of furnishing it such information as may be required of them.

SEC. 7. The Board of Trustees shall have supreme jurisdiction in the matter of discipline in the University. They may, at their discretion, and as they may think wise and expedient, leave the discipline in the hands of the President of the University, or they may direct that it be placed in the hands of a Discipline Committee chosen from the Faculty, or Dean or

Deans. The term discipline here includes all matters of moral conduct on the part of students; their obedience to the laws, rules, and requirements of the University, together with the privileges granted students in athletic sports, and such other privileges as may be requested from time to time by the students.

(Article XIII, Sec. 3, amended 2-8-34.)

ARTICLE XIV

SECTION 1. The Board of Trustees shall have the power to remove any professor, instructor, or other officer or employee connected with the University, when in their judgment such person's services are lacking in faithfulness, loyalty or efficiency so as to render them unremunerative, and the interest of the University shall require it. All contracts, whether formal or implied, now existing between the University and the professors, instructors, and other officers and employees thereof, and those which may hereafter be made or exist, are, and shall be subject to the foregoing provisions. The enforcement hereof, in so far as professors and associate professors on permanent tenure are concerned, is subject to the following declaration of purpose and procedure:

(a) Termination of permanent appointments because of financial exigencies should occur only as a last resort, after every effort has been made to meet the need in other ways and to find for the teacher other employment in the institution. Situations which make drastic retrenchment of this sort necessary should preclude expansions of the staff at other points at the same time, except in extraordinary circumstances.

(b) While professors or associate professors on permanent tenure may be summarily suspended for grave cause pending investigation, such an one will not be dismissed against his will except for cause stated in writing and until a special advisory committee of five mature and judicially minded members of the General Faculty (preferably some of them members also of the American Association of University Professors) appointed by the President for the purpose, shall have heard him fully, investigated all the relevant facts, arrived at findings and recommendations, and submitted a full written statement to the Board of Trustees. The Board of Trustees, before any possible exercise of the power of dismissal, will give serious consideration to the findings and rec-

ommendations of the Committee so appointed from the faculty.

SEC. 2. A member of the staff other than a professor or associate professor on permanent tenure, may be suspended summarily for gross misconduct, but will not be dismissed except as the result of an objectively equitable procedure that regularly includes, if the rate of compensation be \$1,200.00 a year or above, the right to appear, accompanied by a person chosen by him, before the Board of Trustees.

(Article XIV amended 2-8-34.)

ARTICLE XV.

SECTION 1. The rules laid down in Roberts Rules of Order, when the same are not in conflict with any of the provisions hereof, are hereby adopted as the law for the government for this Board when in session.

SEC. 2. The order of business when the Board shall meet in regular session shall be as follows:

- 1.—Reading of minutes of preceding meetings.
- 2.—Report of President of University.
- 3.—Report of the Business Manager.
- 4.—Report of Standing Committees.
- 5.—Report of Special Committees.
- 6.—Unfinished Business.
- 7.—New Business.

SEC. 3. The Board shall in all cases

when practicable, before taking any action on any subject or measure, refer the same to the appropriate standing committee, who shall report, in writing, their recommendations concerning the same.

SEC. 4. All communications to the Board, from persons not members thereof, shall be in writing, nor shall such persons, except those chosen as advisory members, be allowed to address the Board while in session, unless by unanimous consent of all the members present.

SEC. 5. At the request of any two members of the Board, the presiding officer shall declare the same in executive session; whereupon every person not a member of the Executive Board, shall be excluded from the place where the meeting is held, and from thence forward until open session is renewed, the session shall be secret, and no member shall, directly or indirectly, reveal to anyone but a member, any part of said proceedings, or any vote, or anything concerning any debate had in such executive session, but the whole proceedings shall be held to be of a secret and confidential nature.

SEC. 6.* If the services of a Secre-

*Amended 2-22-41.

tary shall be needed during the executive session, and if the regular Secretary is not an executive member of the Board or is not available, the President shall appoint one of the members of the Board to act as Secretary of said executive session, whose duty it shall be to act as such and keep the minutes of the proceedings of such session which he shall thereafter preserve, unless ordered by the Board to destroy the same, but no minutes shall be kept of the proceedings of an executive session except by unanimous consent.

ARTICLE XVI.

SECTION 1. These by-laws shall not be altered, added to or amended except by a two-thirds vote of the members of the Board at a regular meeting, and such alteration, addition or amendment shall have been proposed in writing and filed with the Secretary thirty days before such meeting, and it shall be the duty of the Secretary to forthwith mail a copy thereof to each of the members of the Board. But any one of the by-laws may be temporarily suspended by vote of a two-thirds majority of the Board.

ARTICLE XVII

SECTION 1. All deeds of conveyance or deeds of trust of real estate, all releases of vendor's liens or other liens and all other instruments affecting real estate shall be signed for this University by the President of the Board of Trustees and attested by the Secretary and authenticated by the corporate seal of the University. When so signed, attested and sealed, all such instruments shall be binding, and no resolution specially authorizing the making of the same shall be necessary.

ARTICLE VIII

SECTION 1. All books of accounts and records of any kind shall be the property of the University and shall be kept in the office of the Secretary and controlled by the Board of Trustees and approved by the Secretary and authorized by the Board of Trustees. When so directed, revised and printed, all such records shall be made and in resolution suitable concerning the making of the same shall be necessary.

