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Bd. of Directors By-laws
and Constitution n.d.

BY-LAWS OF THE BOARD OF DIRECTORS OF THE
UNIVERSITY OF NANKING

Article I. MEETINGS.

1. Annual Meeting. The Annual meeting of the Board of Directors shall be held in the spring of each year.

2. Call for Meetings. Notice of (a) all regular meetings shall be mailed to each member of the Board at least one month in advance of the date of each meeting, and (b) all special meetings shall be mailed or telegraphed to each member of the Board at least ten days in advance of the date of such meetings.

3. Rules of Order. General parliamentary rules, as modified by the rules and regulations of the Board, shall be observed in conducting the business of the Board.

4. The fiscal year of the University shall be July first to June thirtieth.

Article II. MEMBERSHIP AND OFFICERS.

1. Membership. The members of the Board of Directors shall be elected as follows:

(a) By the Chinese church bodies:

2 members elected by the Chekiang-Shanghai Baptist Convention (Dzin Li I Hwei).

3 members elected by the Central China Conference of the Mei I Mei Hwei.

3 members elected by the East China Divisional Council of the Church of Christ in China (Chung Hwa Chi Tuh Chiao Hwei Hwa Tung Ta Hwei), i. e.,

2 members elected by the Ning Chen Chu Hwei (presbytery)

1 member elected by the Wang Peh Chu Hwei (presbytery)

3 members elected by the Chung Hwa Chi Tuh Chiao Hwei (connected with the China Christian Mission).

(b) By the Cooperating Missions:

2 members elected by the Central China Mission of the Methodist Episcopal Church.

2 members elected by the Kiangnan Mission of the Presbyterian Church in the U. S. A.

2 members elected by the China Christian Mission.

2 members elected by the East China Mission of the American Baptist Foreign Mission Society.

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(c) By the Alumni of the University:
4 members.

(d) Coopted:
5 members shall be elected at large.

2. Elections of the Officers. Elections of the officers of the Board of Directors shall be by ballot at the annual meeting of the Board. In the event of a failure for any reason so to elect any ~~officer~~ or all of said officers, or in case any vacancy occurs in said offices from any cause, then an election may be held at any regular or special meeting, a majority of all the directors being present and notice of such election having been given in the notice of the call for the meeting.

3. Duties of Chairman. The Chairman of the Board shall preside at the meetings of the Board and shall discharge the duties which ordinarily pertain to that office. He shall sign, and shall execute, with the President of the University attesting, contracts and instruments authorized or issued by authority of the Board requiring his signature.

4. Duties of Vice-Chairman. The Vice-Chairman of the Board in the absence of disability of the Chairman shall perform all the duties of the Chairman of the Board. In the absence or disability of the Chairman and the Vice-Chairman of the Board, the Chairman, or the Acting Chairman, of the Executive-Finance Committee shall act as Chairman of the Board.

5. Duties of Secretary. The Secretary shall perform the usual duties pertaining to this office. He shall keep full and true minutes of all meetings of the Board and of such special meetings as shall be requested of him and shall transmit promptly, through the office of the President, to each director a copy of the minutes of the meetings of the Board.

6. Duties of Treasurer. The Treasurer of the Board of Directors shall be the local Treasurer of the University of Nanking and shall be custodian of the funds and securities for which the Board of Directors is responsible and shall keep the securities in a safety deposit vault to be designated by the Board.

Access to the securities of the University shall be had by not fewer than two persons jointly in the following manner, and never otherwise:

- (a) By the Treasurer (or his representative) jointly with the Chairman or Acting Chairman of the Executive-Finance Committee.
- (b) By the Treasurer (or his representative) jointly with the Chairman or Acting Chairman of the Board.
- (c) By the Treasurer (or his representative) jointly with the President of the University.

This provision, however, shall not be held to exclude the presence of other persons at the same time, provided access has been obtained as aforesaid, nor shall the provisions of this article be held to prevent the Board of Directors from contracting with a responsible trust company to act as custodian in holding and keeping safely said securities, and to make deliveries on the order of any two persons entitled to access to said securities under this section.

The Treasurer shall file with the Secretary a bond or a satisfactory guarantee for the faithful performance of his duties in such sum as may be fixed by the Board, with some responsible surety company approved by the Board; the premium on said bond to be paid by the Board of Directors. He shall be ex-officio a member of the Executive-Finance Committee. In case of the absence of the Treasurer, or of his inability to act, or in case the office becomes vacant, his duties shall be performed by the President of the University, the ~~or~~ by Chairman or the Acting Chairman of the Executive-Finance Committee.

The Treasurer shall be the chief business officer of the Board of Directors. He shall see that the rules and regulations prescribed by the Board of Directors for the government of the business affairs of the University are faithfully observed. He shall recommend suitable investments for the funds of the University raised in China and shall report promptly thereon to the President and the Executive-Finance Committee. He shall be responsible for the economical purchase of all supplies and materials bought by the University and shall see that all contracts made by the Board are faithfully executed.

The Treasurer shall collect and receive all moneys arising from gifts, bequests, or otherwise in China, for the benefit of the University, and all fees and money from any source due to the Board of Directors. He shall deposit promptly all such moneys received to the credit of the University in the appropriate bank accounts in such banks as may be determined by the Board of Directors.

The Treasurer shall keep proper books of accounts, fully setting forth the financial conditions and transactions of the University, and shall exercise a general supervision over all accounts of officers and employees of the University which have to do with the receipt or disbursement of funds and securities, and he shall obtain true and full reports of all such receipts and disbursements from the officers and employees aforesaid, who shall keep their accounts in such

manner and render to him such statements as may be from time to time required by him, or as may be needed to show correctly the financial condition of the University or of any of its departments. He shall supply the Board, the President of the University, and the Committees with such statements as may be required of him, or as may be needed to show correctly the financial condition of the University or any of its departments.

The Treasurer shall examine all accounts, claims, and demands presented against the University, and no money shall be drawn from the treasury of the University unless the amount thereof be adjusted and settled by him and found to be within the budget appropriation, or provision, therefor. If he shall, upon examination of any account, doubt its correctness or find the appropriation or provision insufficient he shall submit the account to the Executive-Finance Committee for its decision.

No money shall be drawn from the treasury except by voucher requisitions indicating the particular account to which the payments are chargeable and the person to whom payable. All cash and order requisitions must be countersigned by the Dean, the head of the department, or other authorized person.

The Treasurer, in consultation with the President of the University, the deans, and the heads of departments, shall be responsible for the preparation of the budget for the next fiscal year, and shall submit it to the Executive-Finance Committee at a meeting prior to the annual meeting of the Board of Directors for its consideration and approval. The budget submitted shall include an itemized statement of the probable income of the University available for its expenses, and shall indicate the sources from which the income is to be derived. It shall also give an itemized list of the estimated expenses for the year, showing in detail the salaries to be paid and the persons to whom payable, and separating other current expenses and expenses for books and equipment by departments and separating home base from field expenses.

The budget shall be presented to the Board by the Executive-Finance Committee and, when approved by the Board, shall be the authority for incurring expenditures for the departments included therein. The Treasurer shall be authorized to draw, for the items included in the approved budget.

No requisition shall be approved which exceeds the amount of the appropriation available without reference to the Executive-Finance Committee.

There shall be an annual audit of the books and securities of the University by a public accountant, which shall be arranged for by the Treasurer as soon as possible after the close of each fiscal year. A written report of the audit shall be made at the next regular meeting of the Board following the audit.

The Treasurer shall also perform such other duties as the President of the University or the Board of Directors may from time to time designate.

In the case of vacancy in the office of Treasurer or of his absence or inability to act, his duties shall be performed by the

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President of the University or by the Chairman or vice-Chairman of the Executive-Finance Committee.

Summary as to Control of Finance

I. Control of budget:

1. The budget shall be adopted by the Board of Directors.
2. The budget shall be subject to revision by the Board of Directors through its Executive-Finance Committee at least twice a year, with the proviso that any revision which calls for extra funds from the Board of Founders shall be subject to their approval.
3. The Treasurer shall be held responsible for not exceeding the budget or any item thereof.
4. The Treasurer shall decide questions as to classification of accounts. In case of dispute the matter shall be referred to the Board of Directors or the Executive-Finance Committee for definition.

II. Control of Expenditure:

1. Upon adoption of the budget by the Board of Directors a statement of the amount of its appropriation shall be made by the Treasurer to each department and every quarter thereafter a statement of the balance of appropriation.
2. Each department shall be required to keep its expenditures within the limit of its appropriations.
3. Each department shall make requisitions for proposed expenditures giving details and estimates of cost based on catalogue prices or certified to by the purchasing agent, which requisitions shall be approved by the Treasurer before the expense is incurred.
4. Requisitions shall not be approved if the appropriations for them are insufficient.
5. Expenditures for salaries for the entire year may be covered by one requisition.
6. A blanket requisition may be made by each department covering its sundry small expenses for an entire month.

III. The adoption of Arnett's "College and University Finance" as a basis for the conduct of the financial operations of the University. (It is understood that this action is not to be so interpreted as to hinder the University from making such changes and additions as may be desirable, or as may be suggested by the Advisory Council of Christian Colleges and Universities in East China.)

Article III - COMMITTEES OF THE BOARD

1. Standing Committees. There shall be the following standing committees of the Board of Directors, namely:

- (1) Executive-Finance Committee with seven members;
- (2) Building and Property Committee with five members;
- (3) Hospital Committee with five members;
- (4) Language School Committee with five members;
- (5) College of Arts and Science Committee with five members;

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- (6) College of Agriculture and Forestry Committee with five members.
- (7) Middle School Committee with five members;
- (8) Committee on Promotion with seven members.

2. Appointment of Committees. The standing committees shall be nominated by the Chairman of the Board in consultation with the President of the University and elected by the Board at the annual meeting or as soon thereafter as possible, to serve until their successors are appointed. In making the appointments the Chairman shall designate the chairman and vice-chairman of each committee. Each committee shall elect its own secretary.

3. Personnel of Committees. Each committee, appointed as aforesaid, shall include the Chairman of the Board and the President of the University as members ex-officio.

4. Minutes of Committees. The minutes of the meetings shall be kept by the secretary of the committee. Actions requiring the attention of the Board of Directors shall be forwarded to the President.

5. Quorum of Committees. A majority of the members of any of the foregoing committees shall constitute a quorum. Meetings of any committee shall be called by the secretary whenever requested to do so by the chairman of the committee, or by the Chairman of the Board, or by the President of the University. The place of meeting shall be indicated in the notice.

6. Duties of the Executive-Finance Committee. The Executive-Finance Committee shall, when the Board is not in session, arrange for the execution of orders and resolutions not otherwise specifically committed or provided for. It may fill vacancies in the faculty occurring during the recess of the Board, and, in accordance with the general policy of the Board, shall have the care and direction of matters pertaining to the welfare of the University, and especially shall discharge such duties as the Board may assign to it from time to time. It shall make formal report of its actions to the Board at its next regular meeting. In cases of necessity the committee shall act on matters which are ordinarily handled by one of the other committees.

The funds of the University shall be grouped as follows:

- (1) Endowment funds;
- (2) Funds for special purposes;
- (3) Building funds;
- (4) Current funds.

The endowment funds shall neither be expended nor hypothe- cated for current expenses but shall be retained and preserved invio- late. Investments of endowment funds shall be made as heretofore pro- vided by the Executive-Finance Committee.

No loan shall be made to any ^{director,} officer, or employee of the University nor to any religious, fraternal, or charitable or- ganization.

Funds for special purposes shall consist of all gifts, grants, donations, and bequests for special purposes, whose principal and income may be used, and shall be expended or invested in accord-

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ance with the terms of the gift and shall neither be expended nor hypothecated for current expenses.

Building funds shall consist of all gifts, grants, donations, and bequests for the erection and equipment of buildings, and of other moneys and properties appropriated or assigned by the Board for that purpose, and shall neither be expended nor hypothecated for current expenses.

The current funds shall consist of income on endowments, tuition receipts and other fees, gifts, grants, or bequests for current purposes, receipts from business and commercial operations of the University and all other receipts for current use, and receipts from the Board of Founders.

The Executive-Finance Committee, acting in accordance with the general policy and under the instructions of the Board, shall make or cause to be made investments of all University funds raised in China available for investment. This committee, during the intervals between the meetings of the Board of Directors, shall not have authority to change the form of investments without the previous approval of the Board. No investment, purchase, or sale for the account of endowment funds of the University, nor any contract concerning the same, shall be made by the Treasurer without the formal approval of this committee, which shall have supervision of the funds of the University raised in China.

7. Duties of the Building and Property Committee. The Building and Property Committee shall exercise supervision over the property of the University and shall make an annual report on the condition of grounds, buildings, and equipment and the measures necessary to keep them in good condition. It shall also recommend to the Treasurer such provisions for the insurance of the building and property of the University as the Board may direct.

The Committee shall investigate and determine the need for new buildings and shall report to the Board with full recommendations. It shall be responsible for the preparation of plans and specifications of such new buildings as the Board may determine upon; shall recommend to the Board the agencies to be employed for the erection of the buildings, and shall in behalf of the Board supervise the design and erection of the buildings. *of Founders through the Board of Directors*
subject to the approval of the Board of Founders.

The title to all lands and buildings added by the Board of Directors shall, until further arrangement, be vested in the Board of Founders.

8. Duties of the Hospital Committee. The duties of the Hospital Committee shall be to make themselves familiar with all Hospital matters; consider such financial and administrative problems as are presented to them; to hear reports from the Superintendent from time to time; to pass on all actions to be brought to the attention of the President of the University or the Board of Directors for action, and to consider such other matters as are referred to it by the President of the University or the Board of Directors.

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9. Duties of the Language School Committee. The duties of the Language School Committee shall be to make themselves familiar with all Language School matters; to consider such financial and administrative problems as are presented to them; to hear reports from time to time from the Dean of the Language School; to pass on all actions to be brought to the attention of the President of the University and the Board of Directors for action; and to act on such other matters as may be referred to it by the President or the Board of Directors.

10. Duties of the College of Arts and Science Committee. The duties of the College of Arts and Science Committee shall be to make themselves familiar with all College of Arts and Science matters; to consider such financial and administrative problems as are presented to them; to hear reports from time to time from the Dean of the College of Arts and Science; to pass on all actions to be brought to the attention of the President of the University and the Board of Directors for action; and to act on such other matters as may be referred to it by the President or the Board of Directors.

11. Duties of the College of Agriculture and Forestry Committee. The duties of the College of Agriculture and Forestry Committee shall be to make themselves familiar with all College of Agriculture and Forestry matters; to consider such financial and administrative problems as are presented to them; to hear reports from time to time from the Dean of the College of Agriculture and Forestry; to pass on all actions to be brought to the attention of the President of the University and the Board of Directors for action; and to act on such other matters as may be referred to it by the President or the Board of Directors.

12. Duties of the Middle School Committee. The duties of the Middle School Committee shall be to make themselves familiar with all Middle School matters; to consider such financial and administrative problems as are presented to them; to hear reports from time to time from the Principal of the Middle School; to pass on all actions to be brought to the attention of the President of the University and the Board of Directors for action; and to act on such other matters as may be referred to it by the President or the Board of Directors.

13. Duties of the Committee on Promotion. The duties of the Committee on Promotion shall be to make themselves familiar with the financial, property, equipment and personnel needs of the University and to take measures to meet such needs as may be approved by the Board of Directors.

Article IV - ADMINISTRATION OF THE UNIVERSITY

1. Duties of the President of the University. The President of the University shall be a member of the Board of Founders, ex-officio, and a member, ex-officio, and the executive officer of the Board of Directors, and shall be the head of all educational departments of the University, exercising such supervision and direction as will promote their efficiency. He shall preside at general faculty meetings and shall be the official medium of communication between the faculty, the Board of Directors, and the Board of Founders, and between the students and the Board of Directors.

He shall notify the Board of Founders and all other persons concerned of the actions taken by the Board of Directors with respect to appointments, promotions, terms of service, and appropriations for their work and departments, and of any other matter. He shall be the custodian of all documents committed to his care. He shall see that all bonds required by officers and employées of the University for the faithful performance of their duties are filed in his office. He shall have the custody of the corporate seal and shall with it attest all documents requiring a seal.

He shall recommend to the Board of Directors all promotions and appointments for the faculty. For sufficient cause and after consultation with the Faculty Advisory Council, he may suspend any officer, teacher, or other employée of the University for whom he is responsible and shall report such action at the next meeting of the Board of Directors.

He shall be responsible for the discipline of the University and for carrying out all measures officially agreed upon by the faculty concerning matters committed to them by the Board, and for executing such measures concerning the internal administration of the University as the Board of Directors may enact.

2. Annual Report of President. The President of the University shall make an annual report to the Board of Directors and the Board of Founders of the work and condition of the University, and from time to time shall give to the Board reports upon the condition of the University and shall present for their consideration such measures as he shall deem necessary or expedient for its welfare.

3. Duties of the Foreign Assistant to the President. The Foreign Assistant to the President shall assist the President in such matters connected with the foreign staff or with the Board of Founders as the President may desire.

He shall be ex-officio a member of the Board of Directors and of the Executive-Finance Committee without vote.

4. Acting President. In case of vacancy in the office of President of the University, or of the absence of the President, or of his inability to serve, the Board may appoint an Acting President of the University.

5. Duties of Dean. The Dean of any Department in the University shall preside at meetings of the faculty of his department; shall superintend the teaching and administration of his department; shall maintain discipline and order; shall receive and, upon consultation with the faculty, dismiss students of his department; and shall keep the President informed upon all important matters relating to his department. The Dean, subject to the approval of the President and the Board of Directors, shall prepare the schedule of studies and classes in accordance with faculty regulations, and shall secure the necessary staff for his department, under the conditions imposed by the Board of Directors.

6. Duties of the Superintendent of the Hospital. The Superintendent of the Hospital shall, under the President, be the chief executive officer of the Hospital, and shall preside at meetings of the staff. He shall have charge of the progress and conduct of the Nurses' Training School; shall be responsible for the proper enforcement of staff regulations; shall prepare business for the consideration of the staff and make recommendations to the President and the Board of Directors.

7. Duties of the Principal of the Middle School. The Principal of the Middle School shall preside at meetings of the faculty of his department; shall superintend the teaching and administration of his department; shall maintain discipline and order; shall receive and, upon consultation with the faculty, dismiss students of his department; and shall keep the President informed upon all important matters relating to his department. The Principal, subject to the approval of the President and the Board of Directors, shall prepare the schedule of studies and classes in accordance with faculty regulations, and shall secure the necessary staff for his department, under the conditions imposed by the Board of Directors.

8. Faculty. The faculty shall consist of the President of the University, the Deans of all departments, and all teachers of all departments regularly appointed by the Board of Directors or by the Board of Founders.

The faculty of a department shall suggest the course of study for its department and submit the same through the President of the University to the Board of Directors.

All those who are appointed on the faculty of any department are responsible only to the administration for the use of their time. Anyone who shall be called upon to do any outside work shall do so only by permission of the Administration, and only upon conditions determined upon by the Deans and President of the University, except for the members of the faculty who are appointed by the Board of Founders and are directly responsible to them.

Article V - AMENDMENTS

These By-laws may be amended by a three-fourths vote of the Directors present and voting at any regular meeting of the Board, provided a majority of the Directors shall be present. A written notice of the nature of the proposed amendments shall be sent to each member of the Board at least thirty days in advance.

(NOTE: The term "department" has been used inadvertently in places where the term "administrative unit" should have been used. This mistake will be corrected when the documents are printed, after they have been finally approved by the Board of Founders and legal advice has been secured concerning them.)

Article VI - Amendments

These By-laws may be amended by a three-fourths (3/4) vote of the Trustees present and voting at any regular meeting of the Board, provided a majority of the Trustees shall be present. A written notice of the nature of the proposed amendments shall be sent each member of the Board at least thirty days in advance.

UNIVERSITY OF NANKING
CONSTITUTION OF THE BOARD OF DIRECTORS

Article I - NAME

This Board shall be known as the Board of Directors of the University of Nanking - Ssu Lih Ginling Ta Hsioh Hsiao Tung Hwei.

Article II - OFFICE

The office of the Board is located at Nanking in the province of Kiangsu.

Article III - DECLARATION OF PURPOSE

The purpose of the Board of Directors of the University of Nanking is to maintain in Nanking a private institution of learning under Christian auspices with full religious liberty, which shall conform to the highest standards of educational efficiency, promote social welfare and high ideals of citizenship and service, and develop character in accordance with the Christian ideals of the institution.

Article IV - COMPOSITION OF THE BOARD OF DIRECTORS

The Board of Directors shall consist of members elected as follows:

- (a) By the Chinese church bodies:
 - 2 Members elected by the Chekiang-Shanghai Baptist Convention (Dzin Li I Hwei)
 - 3 Members elected by the Central China Conference of the Mei I Mei Hwei
 - 3 Members elected by the East China Divisional Council of the Church of Christ in China (Chung Hwa Chi Tuh Chiao Hwei Hwa Tung Ta Hwei)
 - i.e., 2 Members elected by the Ning Chen Chu Hwei (Presbytery)
 - 1 Member elected by the Wang Peh Chu Hwei (Presbytery)
 - 3 Members elected by the Chung Hwa Chi Tuh Chiao Hwei (connected with the China Christian Mission)
- (b) By the Alumni of the University:
 - 4 Members
- (c) By the Cooperating Missions:
 - 2 Members elected by the Central China Mission of the Methodist Episcopal Church
 - 2 Members elected by the Kiangnan Mission of the Presbyterian Church in the U. S. A.
 - 2 Members elected by the China Christian Mission.
 - 2 Members elected by the East China Mission of the American Baptist Foreign Mission Society
- (d) Coopted:
 - 5 Members at large chosen in the first instance by the Board of Directors as above elected. (The powers of the coopted members shall be the same as those of other members.)
- (e) The President of the University, ex officio, without vote.

A majority of the total membership of the Board of Directors as well as a majority of the coopted members must be citizens of the Republic of China.

No member of the faculty or other person in the employ of the University or student shall be a member of the Board of Directors. All members shall be in cordial sympathy with the above stated purpose of the University.

All the members of the initial Board shall be arranged in three groups, approximately equal in number, the first group to serve for one year, the second group to serve for two years, the third group to serve for three years. If a vacancy occurs in any group prior to the expiration of the stated term, the same may be filled by electing a substitute in accordance with the foregoing provisions, to serve for the balance of said term.

After the first election, all subsequent terms of service shall be for three years, and on the expiration of his term of service any member shall be eligible for re-election.

Article V - DUTIES OF THE BOARD OF DIRECTORS

The Board of Directors shall direct the policies and have control of the management of the said University of Nanking in accordance with its declared purpose to maintain in Nanking a private institution of learning under Christian auspices with full religious liberty, which shall conform to the highest standards of educational efficiency, promote social welfare and high ideals of citizenship and service, and develop character in accordance with the Christian ideals of the institution.

The Board of Directors shall authorize the establishment of departments; shall ratify courses of study; shall elect the President and the Treasurer; shall appoint officers and instructors; and shall determine salaries except in the case of those who are supported by the Board of Founders; shall provide suitable buildings and appliances; shall, through the administrative offices of the University, fix, collect, and disburse, under the budget, all student fees; shall have full responsibility for providing adequate staff and financial support for the institution; and shall perform all other duties necessary to the efficient administration of the University.

The Board of Directors shall have power to enter into agreements with the Board of Founders, including the negotiations for a lease of the property. Upon recommendation of the President and faculty, it may confer degrees in accordance with the regulations of the Republic of China, and recommend to the Board of Founders candidates for American degrees. It shall have power to acquire and hold property, including endowment funds raised in China.

Article VI - MEETINGS OF THE BOARD OF DIRECTORS

The Board of Directors shall hold two stated meetings each year, one of which shall be the Annual Meeting of the Board, notice of which shall be sent out one month in advance. At the Annual Meeting the President shall present a report of the condition of the University

officers and teachers shall be appointed, reports of committees shall be considered, and the budget for the following year shall be fixed.

Special meetings of the Board of Directors may be called by the Chairman or by the President of the University, or at the request of five members. Notice of any special meeting shall be in writing, mailed or telegraphed to each member not less than ten days in advance of the proposed meeting, and shall state the business to be presented.

A majority of the members of the Board shall constitute a quorum for the transaction of business at any meeting of the Board.

Article VII - OFFICERS OF THE BOARD OF DIRECTORS

The officers of the Board of Directors shall consist of a Chairman, Vice-Chairman, Treasurer, and Secretary, who shall exercise the duties usually attached to their respective offices. The officers shall be elected by ballot at the annual meeting of the Board.

Article VIII - EXECUTIVE-FINANCE COMMITTEE

The Board of Directors shall elect annually from their own members an Executive-Finance Committee of seven, which shall deal with all ad interim matters ordinarily handled by the Board of Directors, with the exception of changes of policy and matters of unusual importance, the different actions becoming effective only on approval by four members. The Executive-Finance Committee shall not, however, reverse the action of the Board of Directors upon any matter which has been presented to and acted upon by the Board of Directors. A majority of the members of the Committee shall constitute a quorum for the transaction of business at any meeting of the Committee. The actions of the Executive-Finance Committee shall be reported to the next meeting of the Board of Directors, and shall be subject to review by the Board of Directors.

Article IX - BY-LAWS

The Board of Directors shall have power to make or amend By-laws by a vote of two-thirds of the Board of Directors at an annual meeting or a meeting regularly called for this purpose, full notice of the proposed amendments having been given one month in advance of the meeting.

Article X - AMENDMENTS

This Constitution may be amended at a regular meeting of the Board of Directors or at a special meeting called for this purpose, provided that full notice of the exact wording of the proposed amendments shall have been given three months in advance of the meeting.

UNIVERSITY OF NANKING

AGREEMENT BETWEEN THE BOARD OF DIRECTORS AND THE BOARD OF FOUNDERS

Section I - HISTORICAL STATEMENT (Tentative Draft)

The University of Nanking began with the union effected in February 1910 of the higher educational work in Nanking of the Board of Foreign Missions of the Methodist Episcopal Church, of the United Christian Missionary Society, and of the Board of Foreign Missions of the Presbyterian Church in the United States of America. Previous to the union these three Missions had been independently developing schools for twenty-two years. The Central China Mission of the Methodist Episcopal Church, under the leadership of Bishop Charles H. Fowler, founded Nanking University in 1888 and John C. Ferguson, who was appointed the first President, served until 1897. He was succeeded by George A. Stuart, who served until 1908, when A. J. Bowen was elected President. Nanking University was incorporated in 1893 by charter of the State of Massachusetts. In 1891, the Foreign Christian Mission established a college and preparatory school near the Drum Tower and F. E. Meigs became President. In 1894, the Northern Presbyterian Mission developed into a high school a day school which had been in operation for more than ten years, T. W. Houston becoming the Principal and being succeeded by J. E. Williams. The first step toward a union of these schools was taken by a plan of cooperation between the Foreign Christian and the Northern Presbyterian Missions, under which the Ru Ts'ai College was established. The union of this college with Nanking University brought the three missions together and resulted in the organization in 1910 of the University of Nanking, of which A. J. Bowen was elected President and J. E. Williams, Vice-President. In 1911, the University of Nanking was granted a charter by the Regents of the University of the State of New York.

The American Baptist Foreign Mission Society entered the union in 1911 as a partially cooperating Board, cooperating in the School of Normal Training, the University Medical School, and the Language School. In 1920, they began cooperation in the work of the College of Agriculture and Forestry, and at the present time their cooperation is limited to this administrative unit of the University and the Language School. The Executive Committee of Foreign Missions of the Presbyterian Church in the United States has been cooperating in the University Hospital since 1917.

The basis of union was, originally, that each of the three fully cooperating Societies should contribute Gold \$40,000.00 in property or in money, the salaries of three teachers, and an annual grant of Gold \$2,400.00. Later, the number of teachers was increased to four each and the annual grant to Gold \$3,000.00. In 1920, the number of teachers was increased to five each, the fifth teacher being definitely designated for the College of Agriculture and Forestry; and in 1922, the annual grant was increased to \$4,000.00 Gold. These grants do not include the contribution in personnel and funds to the University Hospital, which at the present time amounts to one doctor and Gold \$750.00

annual cash appropriation. The Executive Committee of Foreign Missions of the Presbyterian Church in the United States has provided one doctor but no cash appropriation; and the American Baptist Foreign Mission Society provided only a cash appropriation, amounting to Gold \$500, till the end of 1926.

The East China Union Medical College was organized in 1910 and in 1912 became affiliated with the University. In 1914, it formally became the Medical School of the University. The following seven missionary societies organized and supported it: the Board of Foreign Missions of the Methodist Episcopal Church, the Board of Foreign Missions of the Presbyterian Church in the United States of America, the Foreign Christian Missionary Society, the Board of Missions of the Methodist Episcopal Church South, the American Baptist Foreign Mission Society, the Executive Committee of Foreign Missions of the Presbyterian Church in the United States, and the Foreign Mission Board of the Southern Baptist Convention. Dr. R. T. Shields was its first and only Dean. On January 8, 1917, upon graduation of the advanced class and in order to cooperate in the larger plans for medical education being projected by the China Medical Board for China, this administrative unit of the University ceased operations, with the exception of hospital, which continued to function as one of the university administrative units, with the support from the Board of Foreign Missions of the Methodist Episcopal Church, the Board of Foreign Missions of the Presbyterian Church in the United States of America, and the Foreign Christian Missionary Society, the Executive Committee of Foreign Missions of the Presbyterian Church in the United States, and the American Baptist Foreign Mission Society, who withdrew in 1926.

In 1917, the main divisions of the University were organized to correspond to the divisions prescribed by the Chinese National Board of Education. The chief changes resulted in a three-year Senior College of Arts and Science and a three-year Senior College of Agriculture and Forestry, and a Junior College of two years. During the period that the University was so organized, the School of Business Administration was opened in 1921, through the cooperation and help of the Boston University Nanking Association, as a department of the Junior College and covering also two years of Middle School. Because of insufficient funds and the increasing demands for more established parts of our work, this school was closed in June 1923.

The School of Education, originally called the School of Normal Training, which was opened in September 1912, was during this same period renamed the School of Education and comprised the Teacher's Higher Course, under the administration of the Junior College, and the Teacher's Secondary Course, under the administration of the Middle School, with practice work provided in the Model School. This school became in the autumn of 1923 a department of the College of Arts and Science, with courses in education given with the regular courses in the Colleges and the Middle School.

By 1925, due to changed conditions, the second year of Junior College was restored to the original Senior Colleges, and the first year was continued as the Subfreshman Department, under the administration of the College of Arts and Science, so that, just prior to the time of the present reorganization, the University was, as it continues to be (except for the change noted at the end of this statement) divided into administrative units, each with its separate Dean

or corresponding officer and with its separate faculty or staff. There are eight such administrative units, which take rank and precedence in the order indicated below.

I. The present College of Arts and Science, which continues the original College of Liberal Arts. It is located, as is all the college and subfreshman work, in the group of buildings west of the Drum Tower. The industrial chemistry course, the premedical course, and the subfreshman courses are all under the administration of the College of Arts and Science.

II. The College of Agriculture and Forestry is a combination of the Agricultural Department which was opened in the autumn of 1914 and of the Forestry School which was opened in the spring of 1915. This combined college is a development from famine relief work undertaken in 1911 by Prof. Joseph Bailie. In 1921, the agricultural work of the University was registered by the Government through the Ministry of Education in Peking. It has received further official sanction both from the Department of Agriculture and Commerce in Peking and from various provincial governments. An experiment station was organized in 1918. In addition to the regular college course in agriculture and forestry, a special course in agriculture, courses in the Summer School, a Rural Normal School in the farming section about half a mile northwest of the Drum Tower, and correspondence courses in forestry are regularly conducted. A large number of important research and investigation projects are being carried out. A programme of extension and famine prevention projects is being carried out through the aid of special funds provided for this purpose.

III. The University Library, which had been started when the University was organized, was in 1922 designated as a separate administrative unit. The main library is in Severance Hall at the Drum Tower, and there are branches in Cooper Hall at Kan Ho Yen and in Keen Hall at the Language School.

IV. The University Hospital and the School of Nursing are located south of the Drum Tower and east of the college buildings. The Hospital was founded by Dr. W. E. Macklin of the United Christian Missionary Society, who carried on a large work for twenty years to 1914, when that work became a part of the University Medical School. In 1917, at the time missionary medical education in East and North China was reorganized, the Hospital was taken over from the University Medical School. (See paragraph on East China Union Medical College.) It has, therefore, been in continuous operation for over thirty years. In September 1918, a School of Nursing was opened in connection with the University Hospital.

V. The Department of Missionary Training or Language School has been a part of the University since October 1912. It developed out of a temporary language school which was conducted in Shanghai by twenty-seven different missionary societies represented in that city during the revolution of 1911. The Language School compound is midway between Kan Ho Yen and the Drum Tower.

VI. A Summer School, devoted primarily to courses for pastors, teachers, and rural workers, has been held annually at the University since 1921. This is located in either the college buildings or in the

buildings at Kan Ho Yen, according to the convenience of the School.

VII. The Middle School is located at Kan Ho Yen. In Harmony with changes in the national system of education, the Junior College, as such, was given up beginning with the autumn of 1924, and the Middle School was organized into a six-year middle school. For the time being however, the last year of the senior middle school is being given with the college group as a subfreshman year.

VIII. The Model School, including the primary schools, covering six years of study, and the Kindergarten.

(NOTE: Beginning September 1927, the Kindergarten and lower primary classes were discontinued and the higher primary classes became the Preparatory Department of the Middle School.)

Section II - CONSTITUTION OF THE BOARD OF DIRECTORS

The Constitution of the Board of Directors constitutes a part of the agreement between the Board of Directors and the Board of Founders. It is agreed that any amendments to the constitution of the Board of Directors shall be approved by the Board of Founders before they become operative.

Section III - PROPERTY LEASE

The grounds, buildings, and equipment of the University shall be leased to the Board of Directors by the Board of Founders for a period of five years beginning July 1, 1928, at a nominal rental of one dollar Chinese currency. This lease may be renewed by mutual consent for a period and on terms which shall be determined on or before July 1, 1933, and not later than July 1, 1932, by mutual agreement between the Board of Directors and the Board of Founders, said lease to be subject always during this period to the following conditions:

1. If for any reason the Board of Directors should cease in the opinion of the Founders to function as the responsible administrators of the University of Nanking in accordance with the foregoing constitution of the Board of Directors which is made a part of this agreement, the Board of Founders shall have the right of immediate entry to repossess the property.
2. Should the property so leased or any substantial part of it cease, in the opinion of the Founders, to be used for the designated purpose of the University of Nanking to maintain in Nanking a private institution of learning under Christian auspices with full religious liberty, which shall conform to the highest standards of educational efficiency, promote social welfare and high ideals of citizenship and service, and develop character in accordance with the Christian ideals of the institution, the lease shall be subject to cancellation at the end of any scholastic year by either the Board of Directors or the Board of Founders, but only on one year's notice.
3. The Board of Founders may increase its investment at the University of Nanking in land, buildings, or equipment, on the written request or with the written consent of the Board of Directors.

4. The Board of Directors shall maintain the property in the same good condition as at the date of the lease, for operation and use of the University of Nanking; to wit, the following grounds, buildings, and equipment. (NOTE: these details have not yet been fully worked out.) For this purpose they shall set aside out of the general income of the institution each year not less than --% of the cost of buildings and --% of the cost of equipment, amounting to about \$ ----- Chinese currency, to be used for repairs, replacements, and insurance. (NOTE: These details have also not yet been worked out.)

5. The Board of Directors may improve the property by the erection of additional buildings or the supply of additional facilities or improvement of grounds, with the written consent of the Board of Founders, subject to the condition that the same shall be in conformity with general plan and type of architecture already adopted, and that the cost of such improvements shall be defrayed by the Board of Directors, except as provided for in advance by special appropriation from the Board of Founders on the request of the Board of Directors. It is mutually agreed that the final judgment as to the location and external form and appearance of proposed additions to the physical plant of the University shall rest with the Board of Founders.

6. All residences owned by the University shall be rented by the Board of Directors to the members of the staff according to a schedule to be mutually approved, on the understanding that previous occupants shall have first claim and then that rank and length of service shall be the basis of determining priority of choice. (NOTE: This schedule has not yet been worked out.)

In the event of a cancellation of the lease or of other disposition of the property, a settlement of conflicting interests shall be secured through conference between the Board of Directors and the Board of Founders, or, if necessary, by arbitration.

Section IV - STAFF

The Board of Founders shall continue to support missionaries as members of the staff of the University, subject to the request or approval of the Board of Directors.

Six months before the furlough of missionary members of the staff, the Board of Directors shall make written communication to the Board of Founders and to the Mission with which the staff member is connected concerning his reappointment, and in case his reappointment is desired, or in case of a new appointee, shall specify position to be filled, with courses and hours of teaching required, name of officer of administration under whom the appointee is to work, and residence quarters to be offered the appointee.

It is understood that when a teacher has been appointed by the Board of Founders to fill a designated position, he shall not be required by the Board of Directors or any officer of administration to undertake work of instruction outside of his designated field, except upon his written consent.

Section V - REPRESENTATIVE OF THE BOARD OF FOUNDERS

The President of the University shall be the official representative of the Board of Founders.

Foreign Assistant to the President

The Board of Directors shall appoint, subject to the approval of the President, a foreign member of the staff or of the Board of Directors to assist the President in such matters connected with the foreign staff or other dealings with the Board of Founders as the President may desire.

Section VI - FINANCE

The Board of Founders shall be responsible for the support of the missionary staff contributed by them.

The Board of Founders shall continue to make such annual cash appropriation as they may find possible, which, unless otherwise specially designated by the Founders, shall be applied by the Board of Directors as follows: (1) to provide for upkeep, repairs, and insurance as provided in the section concerning property as above; (2) to cover rent of such residences as shall be required to house the staff contributed by the Board of Founders, as provided in the section concerning staff as above; and (3) the remainder to be used for the general expenses of the University as the Board of Directors may decide. In addition to the foregoing, the Board of Founders shall contribute annually an amount equal to the rental charged on the property as provided in the section on property as above.

The Board of Founders shall be responsible only for the support of the missionary staff contributed by them, and for the payment in any year of the appropriation which they shall have made for that year, including an amount equal to the rental charged on the property, and shall not be in any wise responsible for any deficit or indebtedness which may arise in connection with the current operation of the University.

Rent Schedule

The residences on the college campus shall be rented to teachers and staff members at the following annual rates:

(NOTE: This rent schedule has not yet been worked out.)

UNIVERSITY OF NANKING
BY-LAWS OF THE BOARD OF DIRECTORS

Article I - MEETINGS

1. Annual Meeting. The annual meeting of the Board of Directors shall be held in the spring of each year.
2. Call for Meetings. Notice of (a) all regular meetings shall be mailed to each member of the Board at least one month in advance of the date of each meeting, and (b) all special meetings shall be mailed or telegraphed to each member of the Board at least ten days in advance of the date of such meetings.
3. Rules of Order. General parliamentary rules, as modified by the rules and regulations of the Board, shall be observed in conducting the business of the Board.
4. The fiscal year of the University shall be July first to June thirtieth.

Article II - OFFICERS

1. Elections. Elections of the officers of the Board of Directors shall be by ballot at the annual meeting of the Board.
2. Special Elections. In the event of a failure for any reason so to elect any or all of said officers, or in case any vacancy occurs in said offices from any cause, then an election may be held at any regular or special meeting, a majority of all the directors being present and notice of such election having been given in the notice of the call for the meeting.
3. Duties of Chairman. The Chairman of the Board shall preside at the meetings of the Board and shall discharge the duties which ordinarily pertain to that office. He shall sign, and shall execute, with the President of the University attesting, contracts and instruments authorized or issued by authority of the Board requiring his signature.
4. Duties of Vice-Chairman. The Vice-Chairman of the Board in the absence or disability of the Chairman shall perform all the duties of the Chairman of the Board. In the absence or disability of the Chairman and the Vice-Chairman of the Board, the Chairman, or the Acting Chairman, of the Executive-Finance Committee shall act as Chairman of the Board.
5. Duties of Secretary. The Secretary shall perform the usual duties pertaining to this office. He shall keep full and true minutes of all meetings of the Board and of such special meetings as shall be requested of him and shall transmit promptly, through the office of the President, to each director a copy of the minutes of the meetings of the Board.

6. Duties of Treasurer. The Treasurer of the Board of Directors shall be the local Treasurer of the University of Nanking and shall be custodian of the funds and securities for which the Board of Directors is responsible and shall keep the securities in a safety deposit vault to be designated by the Board.

Access to the securities of the University shall be had by not fewer than two persons jointly in the following manner, and never otherwise:

- (a) By the Treasurer (or his representative) jointly with the Chairman or Acting Chairman of the Executive-Finance Committee.
- (b) By the Treasurer (or his representative) jointly with the Chairman or Acting Chairman of the Board.
- (c) By the Treasurer (or his representative) jointly with the President of the University.

This provision, however, shall not be held to exclude the presence of other persons at the same time, provided access has been obtained as aforesaid, nor shall the provisions of this article be held to prevent the Board of Directors from contracting with a responsible trust company to act as custodian in holding and keeping safely said securities, and to make deliveries on the order of any two persons entitled to access to said securities under this section.

The Treasurer shall file with the Secretary a bond or a satisfactory guarantee for the faithful performance of his duties in such sum as may be fixed by the Board, with some responsible surety company approved by the Board; the premium on said bond to be paid by the Board of Directors. He shall be ex-officio a member of the Executive-Finance Committee. In case of the absence of the Treasurer, or of his inability to act, or in case the office becomes vacant, his duties shall be performed by the President of the University, ~~the~~ or by Chairman or the Acting Chairman of the Executive-Finance Committee.

The Treasurer shall be the chief business officer of the Board of Directors. He shall see that the rules and regulations prescribed by the Board of Directors for the government of the business affairs of the University are faithfully observed. He shall recommend suitable investments for the funds of the University raised in China and shall report promptly thereon to the President and the Executive-Finance Committee. He shall be responsible for the economical purchase of all supplies and materials bought by the University and shall see that all contracts made by the Board are faithfully executed.

The Treasurer shall collect and receive all moneys arising from gifts, bequests, or otherwise in China, for the benefit of the University, and all fees and money from any source due to the Board of Directors. He shall deposit promptly all such moneys received to the credit of the University in the appropriate bank accounts in such banks as may be determined by the Board of Directors.

The Treasurer shall keep proper books of accounts, fully setting forth the financial conditions and transactions of the University, and shall exercise a general supervision over all accounts of officers and employees of the University which have to do with the receipt or disbursement of funds and securities, and he shall obtain true and full reports of all such receipts and disbursements from the officers and employees aforesaid, who shall keep their accounts in such

manner and render to him such statements as may be from time to time required by him, or as may be needed to show correctly the financial condition of the University or of any of its departments. He shall supply the Board, the President of the University, and the Committees with such statements as may be required of him, or as may be needed to show correctly the financial condition of the University or any of its departments.

The Treasurer shall examine all accounts, claims, and demands presented against the University, and no money shall be drawn from the treasury of the University unless the amount thereof be adjusted and settled by him and found to be within the budget appropriation, or provision, therefor. If he shall, upon examination of any account, doubt its correctness or find the appropriation or provision insufficient he shall submit the account to the Executive-Finance Committee for its decision.

No money shall be drawn from the treasury except by voucher requisitions indicating the particular account to which the payments are chargeable and the person to whom payable. All cash and order requisitions must be countersigned by the Dean, the head of the department, or other authorized person.

The Treasurer, in consultation with the President of the University, the deans, and the heads of departments, shall be responsible for the preparation of the budget for the next fiscal year, and shall submit it to the Executive-Finance Committee at a meeting prior to the annual meeting of the Board of Directors for its consideration and approval. The budget submitted shall include an itemized statement of the probable income of the University available for its expenses, and shall indicate the sources from which the income is to be derived. It shall also give an itemized list of the estimated expenses for the year, showing in detail the salaries to be paid and the persons to whom payable, and separating other current expenses and expenses for books and equipment by departments and separating home base from field expenses.

The budget shall be presented to the Board by the Executive-Finance Committee and, when approved by the Board, shall be the authority for incurring expenditures for the departments included therein. The Treasurer shall be authorized to draw, for the items included in the approved budget.

No requisition shall be approved which exceeds the amount of the appropriation available without reference to the Executive-Finance Committee.

There shall be an annual audit of the books and securities of the University by a public accountant, which shall be arranged for by the Treasurer as soon as possible after the close of each fiscal year. A written report of the audit shall be made at the next regular meeting of the Board following the audit.

The Treasurer shall also perform such other duties as the President of the University or the Board of Directors may from time to time designate.

In the case of vacancy in the office of Treasurer or of his absence or inability to act, his duties shall be performed by the

President of the University or by the Chairman or vice-Chairman of the Executive-Finance Committee.

Summary as to Control of Finance

I. Control of budget:

1. The budget shall be adopted by the Board of Directors.
2. The budget shall be subject to revision by the Board of Directors through its Executive-Finance Committee at least twice a year, with the proviso that any revision which calls for extra funds from the Board of Founders shall be subject to their approval.
3. The Treasurer shall be held responsible for not exceeding the budget or any item thereof.
4. The Treasurer shall decide questions as to classification of accounts. In case of dispute the matter shall be referred to the Board of Directors or the Executive-Finance Committee for definition.

II. Control of Expenditure:

1. Upon adoption of the budget by the Board of Directors a statement of the amount of its appropriation shall be made by the Treasurer to each department and every quarter thereafter a statement of the balance of appropriation.
2. Each department shall be required to keep its expenditures within the limit of its appropriations.
3. Each department shall make requisitions for proposed expenditures giving details and estimates of cost based on catalogue prices or certified to by the purchasing agent, which requisitions shall be approved by the Treasurer before the expense is incurred.
4. Requisitions shall not be approved if the appropriations for them are insufficient.
5. Expenditures for salaries for the entire year may be covered by one requisition.
6. A blanket requisition may be made by each department covering its sundry small expenses for an entire month.

III. The adoption of Arnett's "College and University Finance" as a basis for the conduct of the financial operations of the University. (It is understood that this action is not to be so interpreted as to hinder the University from making such changes and additions as may be desirable, or as may be suggested by the Advisory Council of Christian Colleges and Universities in East China.)

Article III - COMMITTEES OF THE BOARD

1. Standing Committees. There shall be the following standing committees of the Board of Directors, namely:

- (1) Executive-Finance Committee with seven members;
- (2) Building and Property Committee with five members;
- (3) Hospital Committee with five members;
- (4) Language School Committee with five members;
- (5) College of Arts and Science Committee with five members;

- (6) College of Agriculture and Forestry Committee with five members.
- (7) Middle School Committee with five members;
- (8) Committee on Promotion with seven members.

2. Appointment of Committees. The standing committees shall be nominated by the Chairman of the Board in consultation with the President of the University and elected by the Board at the annual meeting or as soon thereafter as possible, to serve until their successors are appointed. In making the appointments the Chairman shall designate the chairman and vice-chairman of each committee. Each committee shall elect its own secretary.

3. Personnel of Committees. Each committee, appointed as aforesaid, shall include the Chairman of the Board and the President of the University as members ex-officio.

4. Minutes of Committees. The minutes of the meetings shall be kept by the secretary of the committee. Actions requiring the attention of the Board of Directors shall be forwarded to the President.

5. Quorum of Committees. A majority of the members of any of the foregoing committees shall constitute a quorum. Meetings of any committee shall be called by the secretary whenever requested to do so by the chairman of the committee, or by the Chairman of the Board, or by the President of the University. The place of meeting shall be indicated in the notice.

6. Duties of the Executive-Finance Committee. The Executive-Finance Committee shall, when the Board is not in session, arrange for the execution of orders and resolutions not otherwise specifically committed or provided for. It may fill vacancies in the faculty occurring during the recess of the Board, and, in accordance with the general policy of the Board, shall have the care and direction of matters pertaining to the welfare of the University, and especially shall discharge such duties as the Board may assign to it from time to time. It shall make formal report of its actions to the Board at its next regular meeting. In cases of necessity the committee shall act on matters which are ordinarily handled by one of the other committees.

The funds of the University shall be grouped as follows:

- (1) Endowment funds;
- (2) Funds for special purposes;
- (3) Building funds;
- (4) Current funds.

The endowment funds shall neither be expended nor hypothecated for current expenses but shall be retained and preserved inviolate. Investments of endowment funds shall be made as heretofore provided by the Executive-Finance Committee.

No loan shall be made to any director, officer, or employee of the University nor to any religious, fraternal, or charitable organization.

Funds for special purposes shall consist of all gifts, grants, donations, and bequests for special purposes, whose principal and income may be used, and shall be expended or invested in accord-

ance with the terms of the gift and shall neither be expended nor hypothecated for current expenses.

Building funds shall consist of all gifts, grants, donations, and bequests for the erection and equipment of buildings, and of other moneys and properties appropriated or assigned by the Board for that purpose, and shall neither be expended nor hypothecated for current expenses.

The current funds shall consist of income on endowments, tuition receipts and other fees, gifts, grants, or bequests for current purposes, receipts from business and commercial operations of the University and all other receipts for current use, and receipts from the Board of Founders.

The Executive-Finance Committee, acting in accordance with the general policy and under the instructions of the Board, shall make or cause to be made investments of all University funds raised in China available for investment. This committee, during the intervals between the meetings of the Board of Directors, shall not have authority to change the form of investments without the previous approval of the Board. No investment, purchase, or sale for the account of endowment funds of the University, nor any contract concerning the same, shall be made by the Treasurer without the formal approval of this committee, which shall have supervision of the funds of the University raised in China.

7. Duties of the Building and Property Committee. The Building and Property Committee shall exercise supervision over the property of the University and shall make an annual report on the condition of grounds, buildings, and equipment and the measures necessary to keep them in good condition. It shall also recommend to the Treasurer such provisions for the insurance of the building and property of the University as the Board may direct.

The Committee shall investigate and determine the need for new buildings and shall report to the Board with full recommendations. It shall be responsible for the preparation of plans and specifications of such new buildings as the Board may determine upon, shall recommend to the Board the agencies to be employed for the erection of the buildings, and shall in behalf of the Board supervise the design and erection of the buildings.

The title to all lands and buildings added by the Board of Directors shall, until further arrangement, be vested in the Board of Founders.

8. Duties of the Hospital Committee. The duties of the Hospital Committee shall be to make themselves familiar with all Hospital matters; consider such financial and administrative problems as are presented to them; to hear reports from the Superintendent from time to time; to pass on all actions to be brought to the attention of the President of the University or the Board of Directors for action, and to consider such other matters as are referred to it by the President of the University or the Board of Directors.

9. Duties of the Language School Committee. The duties of the Language School Committee shall be to make themselves familiar with all Language School matters; to consider such financial and administrative problems as are presented to them; to hear reports from time to time from the Dean of the Language School; to pass on all actions to be brought to the attention of the President of the University and the Board of Directors for action; and to act on such other matters as may be referred to it by the President or the Board of Directors.

10. Duties of the College of Arts and Science Committee. The duties of the College of Arts and Science Committee shall be to make themselves familiar with all College of Arts and Science matters; to consider such financial and administrative problems as are presented to them; to hear reports from time to time from the Dean of the College of Arts and Science; to pass on all actions to be brought to the attention of the President of the University and the Board of Directors for action; and to act on such other matters as may be referred to it by the President or the Board of Directors.

11. Duties of the College of Agriculture and Forestry Committee. The duties of the College of Agriculture and Forestry Committee shall be to make themselves familiar with all College of Agriculture and Forestry matters; to consider such financial and administrative problems as are presented to them; to hear reports from time to time from the Dean of the College of Agriculture and Forestry; to pass on all actions to be brought to the attention of the President of the University and the Board of Directors for action; and to act on such other matters as may be referred to it by the President or the Board of Directors.

12. Duties of the Middle School Committee. The duties of the Middle School Committee shall be to make themselves familiar with all Middle School matters; to consider such financial and administrative problems as are presented to them; to hear reports from time to time from the Principal of the Middle School; to pass on all actions to be brought to the attention of the President of the University and the Board of Directors for action; and to act on such other matters as may be referred to it by the President or the Board of Directors.

13. Duties of the Committee on Promotion. The duties of the Committee on Promotion shall be to make themselves familiar with the financial, property, equipment and personnel needs of the University and to take measures to meet such needs as may be approved by the Board of Directors.

Article IV - ADMINISTRATION OF THE UNIVERSITY

1. Duties of the President of the University. The President of the University shall be a member of the Board of Founders, ex-officio, and a member, ex-officio, and the executive officer of the Board of Directors, and shall be the head of all educational departments of the University, exercising such supervision and direction as will promote their efficiency. He shall preside at general faculty meetings and shall be the official medium of communication between the faculty, the Board of Directors, and the Board of Founders, and between the students and the Board of Directors.

He shall notify the Board of Founders and all other persons concerned of the actions taken by the Board of Directors with respect to appointments, promotions, terms of service, and appropriations for their work and departments, and of any other matter. He shall be the custodian of all documents committed to his care. He shall see that all bonds required by officers and employees of the University for the faithful performance of their duties are filed in his office. He shall have the custody of the corporate seal and shall with it attest all documents requiring a seal.

He shall recommend to the Board of Directors all promotions and appointments for the faculty. For sufficient cause and after consultation with the Faculty Advisory Council, he may suspend any officer, teacher, or other employee of the University for whom he is responsible and shall report such action at the next meeting of the Board of Directors.

He shall be responsible for the discipline of the University and for carrying out all measures officially agreed upon by the faculty concerning matters committed to them by the Board, and for executing such measures concerning the internal administration of the University as the Board of Directors may enact.

2. Annual Report of President. The President of the University shall make an annual report to the Board of Directors and the Board of Founders of the work and condition of the University, and from time to time shall give to the Board reports upon the condition of the University and shall present for their consideration such measures as he shall deem necessary or expedient for its welfare.

3. Duties of the Foreign Assistant to the President. The Foreign Assistant to the President in shall assist the President in such matters connected with the foreign staff or with the Board of Founders as the President may desire.

He shall be ex-officio a member of the Board of Directors and of the Executive-Finance Committee without vote.

4. Acting President. In case of vacancy in the office of President of the University, or of the absence of the President, or of his inability to serve, the Board may appoint an Acting President of the University.

5. Duties of Dean. The Dean of any Department in the University shall preside at meetings of the faculty of his department; shall superintend the teaching and administration of his department; shall maintain discipline and order; shall receive and, upon consultation with the faculty, dismiss students of his department; and shall keep the President informed upon all important matters relating to his department. The Dean, subject to the approval of the President and the Board of Directors, shall prepare the schedule of studies and classes in accordance with faculty regulations, and shall secure the necessary staff for his department, under the conditions imposed by the Board of Directors.

6. Duties of the Superintendent of the Hospital. The Superintendent of the Hospital shall, under the President, be the chief executive officer of the Hospital, and shall preside at meetings of the staff. He shall have charge of the progress and conduct of the Nurses' Training School; shall be responsible for the proper enforcement of staff regulations; shall prepare business for the consideration of the staff and make recommendations to the President and the Board of Directors.

7. Duties of the Principal of the Middle School. The Principal of the Middle School shall preside at meetings of the faculty of his department; shall superintend the teaching and administration of his department; shall maintain discipline and order; shall receive and, upon consultation with the faculty, dismiss students of his department; and shall keep the President informed upon all important matters relating to his department. The Principal, subject to the approval of the President and the Board of Directors, shall prepare the schedule of studies and classes in accordance with faculty regulations, and shall secure the necessary staff for his department, under the conditions imposed by the Board of Directors.

8. Faculty. The faculty shall consist of the President of the University, the Deans of all departments, and all teachers of all departments regularly appointed by the Board of Directors or by the Board of Founders.

The faculty of a department shall suggest the course of study for its department and submit the same through the President of the University to the Board of Directors.

All those who are appointed on the faculty of any department are responsible only to the administration for the use of their time. Anyone who shall be called upon to do any outside work shall do so only by permission of the Administration, and only upon conditions determined upon by the Deans and President of the University, except for the members of the faculty who are appointed by the Board of Founders and are directly responsible to them.

Article V - AMENDMENTS

These By-laws may be amended by a three-fourths vote of the Directors present and voting at any regular meeting of the Board, provided a majority of the Directors shall be present. A written notice of the nature of the proposed amendments shall be sent to each member of the Board at least thirty days in advance.

(NOTE: The term "department" has been used inadvertently in places where the term "administrative unit" should have been used. This mistake will be corrected when the documents are printed, after they have been finally approved by the Board of Founders and legal advice has been secured concerning them.)