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Re. charter and by-laws
1924 Feb-May

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February 27, 1924.

Mr. E. W. Wright
 28 King Street, West
 Toronto, Ontario, Canada.

My dear Mr. Wright,

RE: SHANTUNG CHRISTIAN UNIVERSITY CHARTER.

You will recall in connection with the Proposed Draft Bill of Incorporation for Shantung Christian University, a copy of which you submitted to me about three months ago, that I was to send you suggestions from the New York, London and China offices of the University. The suggestions of the two former offices are in hand but no word has yet been received from the University authorities on the field. However, in the meantime I will give you the proposals of the North American and British Joint Boards for your consideration and for any correspondence that may be necessary, and will send you as early as possible any approved proposals from the Field Board of Managers.

My first idea, and entirely natural and perhaps the only proper one, was to make running comment for suggested change in your Proposed Draft. However, as I worked farther into this plan, I saw that the result would be extremely confusing and perhaps quite unsatisfactory to you and so I boldly ventured to draw up a revised draft incorporating various suggestions that have reached me from the London office and have occurred to us in the New York office. I know that you will thoroughly appreciate the spirit and purpose which have prompted and guided me in such apparently unwarranted proceeding, but I really believe it is the best way of getting before you the various questions which have been raised. I was the less reluctant to do this inasmuch as your letter clearly stated that much of the material in your proposed Draft Bill you hoped could be amended and that the order of the various paragraphs would be altered.

I am enclosing herewith a copy of the Proposed Draft Bill as "revised in accordance with the suggestions of the two Joint Boards". In this copy you will see that a considerable change has been suggested and that a number of questions are raised. For purposes of convenience the questions and suggestions are incorporated in connection with the text of the Draft and at the end of the various paragraphs appear parentheses indicating the place where that particular paragraph appears in the "former" document, that is in your Proposed Draft. I trust that my attempt to help you with an involved problem which you have generously undertaken will be of some real assistance to you.

You will notice that Section 2, regarding the "Purpose of the Incorporation" has been added. Some such paragraph appears in practically all University charters. I am enclosing a copy of a similar section in the Charter of Peking University as granted by the Regents of the State of New York, which you see includes the expression "strictly Christian and evangelical principles". If the word "evangelical" would not create difficulty in Canadian Parliament it might be well to include it in Section 2.

February 27, 1924.

One general question,- if each specific right and power of the University must be conferred by special reference in the Charter then we must be sure that all required powers and rights are mentioned, but naturally our hope is that the Charter might by inclusive terminology confer the powers and privileges customarily enjoyed by a University. You of course will retain whatever is necessary and beneficial for the welfare of the University.

I am happy to report that Dean John D. McGraw of the School of Theology of the Shanghai Christian University is, I believe, at present on furlough in Toronto. I am sure that he will be glad to cooperate with you in the preparation of the Draft Bill and in its proper presentation to the Dominion authorities. I am sending a copy of this letter and of the revised Draft to Dean McGraw and to Mr. A. D. Armstrong at the latter's office. Do not hesitate to take up with any of us any questions that you have in mind quite frankly and with such fullness as you think the matter demands. Mr. Armstrong and I conferred regarding the Proposed Draft Bill when he was in New York last week, if any of the reasons for changes suggested in the revision are not clear to you you may wish to consult him, although a number of changes have been made on account of letters which reached me from London since Mr. Armstrong was here.

As soon as word reaches me from China, I plan to pass it on to you. With full appreciation of your indispensable services in this important matter, I beg leave to remain, with warm personal regards,

Sincerely yours

George T. Scott.

Copy for Rev. A. D. Armstrong and Dean J. D. McGraw
Copy for Dr. A. Fletcher Moorhead.

GTG/JS

SCOTT REID

MAR 10 1924

E. W. Wright

SHANTUNG

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BARRISTERS, SOLICITORS.

38 KING ST. W. TORONTO

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E. R. LYNCH
W. R. BINCH

G. M. JARVIS
G. S. O'BRIAN
D. J. NICKLE

COUNSEL:-
NEWTON W. ROWELL, K. C.

March 7th, 1924.

George T. Scott, Esq.,
Room 802,
156 Fifth Avenue,
New York City.

Dear Mr. Scott:-

Re - Shantung Christian University
Charter.

I received your letter of the 27th February with enclosure, which I have glanced over, and, with your permission, will reserve my comments until I have had an opportunity to go into the matter with Mr. Armstrong and Dean McCrae, who you say is in Toronto.

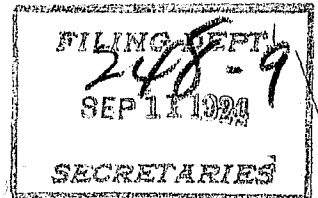
It does seem to me, however, that it should be kept in mind that the Act should be made as general as possible in its scope, and that all details which can be covered by by-law should be omitted from the Act; and I am inclined to think that some of the changes which you have suggested could better be provided for by by-law.

Yours faithfully,

E. W. Wright

EWW:AH.

Rept



SHANTUNG

MAR 9 1924

PROPOSED DRAFT BILL OF INCORPORATION OF
SHANTUNG CHRISTIAN UNIVERSITY
as revised March 12th, 1924.

WHEREAS the University known as "Shantung Christian University" has heretofore been operated by and under the control of the following Evangelical and Missionary Bodies amongst others, namely:-

The Board of Foreign Missions of the Presbyterian Church in Canada;

The Board of Foreign Missions of the Presbyterian Church in the United States of America, (North;)

The Board of Foreign Missions of the Presbyterian Church in the United States (of America, South;)

The Women's Foreign Missionary Society of the Methodist Episcopal Church;

The Norwegian Lutheran Mission;

The American Board of Commissioners of Foreign Missions;

all co-operating through the North American Joint Board of Shantung Christian University:

The Baptist Missionary Society;

The Society for the Propagation of the Gospel;

The London Missionary Society;

The Wesleyan Methodist Missionary Society;

The Presbyterian Board of Foreign Missions;

all co-operating through the British Joint Board of Shantung Christian University.

AND WHEREAS the persons hereinafter named purpose to maintain in Tsinan, China, the said Shantung Christian University as a University founded and conducted on strictly

Christian and Evangelical but not sectarian principles to aid the youth of China and of other countries in obtaining a literary, scientific or professional education.

AND WHEREAS the said persons with the consent of the aforementioned bodies have by their petition prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petitioners. Therefore His Majesty, by and with the consent of the Senate, and of the House of Commons of Canada, enacts as follows:-

1. (Insert the names of petitioners, who, for convenience, should be residents of Toronto, so as to be readily accessible for the purpose of signatures, meetings, etc.) together with the persons who may hereafter be members of the Board of Governors, are incorporated under the name of "Shantung Christian University", hereinafter called "the University".

2. The persons named in Section 1 of this Act, or a majority of them, shall be the Provisional Board of Governors of the University and shall hold office as such until replaced by others duly appointed in their stead.

3. The Head Office of the University shall be in the City of Toronto in the Province of Ontario, but the said University may establish an office or offices and keep its books and records, and hold its meetings or the meetings of any of its Boards or Committees, at any place or places which may be deemed convenient.

4. The University may in so far as the Parliament of Canada has the power to legislate, (within the Republic of China,) survey, lay out, construct, complete, equip, take over, maintain and carry on a University, in accordance with this Act.

5. The University may acquire the whole or any part of the rights and property of any University now carrying on or

J.B. add at the end of the article

to /

authorized to carry on the work of a University in the Republic of China.

After 2.
2 Joint Comm. Affs
6. The Provisional Board of Governors shall within one year of the passing of this Act, at such time and place as they may deem proper, call a meeting of representatives of the bodies hereinbefore mentioned, and of such other bodies or organizations as they may deem advisable, by sending to the Secretaries for the time being of such bodies or organizations, including the said two Joint Committees, such notice as the said Provisional Board of Governors may consider sufficient for the purpose, for the election and organization of the Board of Governors hereinafter referred to, and for the transaction of such further and other business as may be mentioned in the notice calling the meeting. The basis of representation at such meeting shall be that on the already existing North American and British Joint Boards of the University.

7. There shall be a Board of Governors, hereinafter called "the Board", chosen in such manner and number from time to time as may be determined by the by-laws. The Board may elect appropriate officers and constitute appropriate committees, adopt a corporate seal, and may from time to time enact by-laws and repeal or amend the same, and unless and until other or different provisions are made by the Board by by-law -

(a) The government, conduct, management and control of the University and of the property, revenues, business and affairs thereof shall be vested in the Board.

(b) All the property of the University shall be vested in the Board, and shall be re-invested as the Board may provide, but subject to the terms of

the trust affecting any moneys or property hereinafter becoming the property of the University.

(c) Any person may, subject to the approval of the Board, endow a chair or found a scholarship.

(d) The Board shall have power to purchase, receive, accept, expropriate and acquire and hold all lands and other property given to or acquired for the University.

(e) All proceedings by or against the Board may be had and taken in the name of the "Board of Governors of Shantung Christian University".

(f) The Board may establish such faculties, departments, chairs and courses of instructions in any subject as to the Board may seem meet, and may fix all graduation fees and the tuition fees payable by the students in the faculties whose instructors are paid by the Board.

(g) The accounts of the Board shall be audited at least once a year.

(h) The Board may fix the number necessary to constitute a quorum, and may provide for representation of the members thereof by proxy.

(i) The Board may, if deemed advisable, be subdivided by by-law into North American and British Sections, and all acts done by both sections shall have the same force and effect as if passed at a meeting of the whole Board.

8. There shall be held annually a general meeting of the Board, the place and time of each such meeting to be determined by the Board. At every annual general meeting a full statement of the affairs of the University shall be presented.

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X

alternately/

9. There shall be in China a Field Board of Managers of the University, the members of which shall be from time to time appointed and elected as the Board may by by-law from time to time authorize. The Field Board of Managers shall have the duties and powers from time to time authorized by the Board by by-law.

10. The Board may, subject to such regulations as it shall by statute or by-law enact, grant such credentials and degrees, including honorary degrees, as are usually conferred by other universities or colleges.

11. The University may affiliate with other colleges or universities.

12. The University may take hold, possess or acquire by purchase, lease, exchange, donation, desire, bequest, endowment, or otherwise, real and personal property as may be necessary or requisite for carrying out its purposes and objects; and may sell, mortgage, pledge, hypothecate or alienate such property in any manner whatever.

13. (1) If authorized by by-law, sanctioned by the vote of not less than two-thirds of the members present at any meeting of the Board duly called for considering the by-laws, the Board may, from time to time, as and when required for the objects of the University -

- (a) Borrow money upon the credit of the University;
- (b) Limit or increase the amount to be borrowed;
- (c) Make, accept, draw, endorse and execute bills of exchange, promissory notes and other negotiable instruments;
- (d) Invest the funds of the University in such manner and upon such securities as are determined by the by-law.

(2) Nothing in this section shall be construed to authorize the University to issue any note or bill payable to bearer thereof, or any promissory note intended to be circulated as money or as the note or bill of a Bank, or to

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engage in the business of banking or insurance.

NOT RECD

J. B. Allen

SHANTUNG

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BARRISTERS, SOLICITORS:

38 KING ST. W. TORONTO

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CABLE ADDRESS "ROWELL" TORONTO.

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W. R. BINCH

G. M. JARVIS
G. S. O'BRIAN
D. J. NICKLE

*Not mentioned } Balance } Scholastic Standards
& Allen 3/26 } + F. B. } F. B. Power.*

COUNSEL:-
NEWTON W. ROWELL, K. C.

March 18th, 1924.

George T. Scott, Esq.,
156 Fifth Avenue,
New York City.

Dear Mr. Scott:-

Re - Shantung Christian University Charter.

Following Mr. Wright's letter to you a few days ago in which he acknowledged receipt of your letter of the 27th of February, we are now enclosing herewith revised draft. In making this revision we consulted with Dean McCrae, and have had the benefit of his suggestions. As was pointed out previously, we feel that the Act should be as simple as possible, and all details that can be covered by by-law should be left to be so covered. We note from your draft that you wish to provide that the organizations which through their representatives govern the University should be specifically mentioned in the Act. You have provided by Clause 5 that the constituent bodies shall be defined, and that by Clause 7 representatives of the constituent bodies shall meet to elect a permanent board of governors. As the actual scheme of organization should be as simple as possible,

MAR 18
1924

George T. Scott, Esq. - 2.

with Dean McCrae's concurrence we have enlarged the preamble of the Act to include all necessary reference to the present constituent bodies, and we have also inserted a clause in the preamble setting out the objects of the University along the lines which you suggest. Thus, having included in the preamble all the facts upon which the charter is to be founded, there is left to be included in the Act itself only the necessary operative sections. The scheme of organization, which we think is made clear in the new draft, is for the provisional board of governors to call a meeting of representatives, and that such meeting shall pass the necessary by-laws and appoint the permanent board.

We have not changed "Head Office" to "Legal Office". We do not think there would be any difference. The University must have some place at which its main office is situated, and we think that Parliament will require it to be within its jurisdiction. You will note, however, that meetings may be held and the books and records kept anywhere.

With regard to the reference to Provincial jurisdiction, Parliament will undoubtedly refuse to pass an Act that would appear to extend beyond the scope of its jurisdiction, and as you deem it inadvisable to refer to other jurisdictions specifically, we have inserted the clause "in

MAR 18
1924

George T. Scott, Esq. - 3.

so far as the Parliament of Canada has the power to legislate".

Comparing your Clause 6 with our Clause 2, we do not think it necessary to add what you have added. Other sections of the Act provide for the replacement of the Provisional Board by a Permanent Board, and the by-laws which will be passed at the first meeting will provide for the annual or other elections, and for the general conduct and constitution of the Board.

In your Clause 7 you provide that until the Board of Governors is organized the present unincorporated organizations shall continue to control the University. You will see that the Act does not provide that the University and its assets shall automatically vest in the Provisional Board and its successor the Permanent Board. Under our Clause 5 it is provided that the University "may acquire the whole or any part of any University"; etc., and the assets of the present University will not come in under the control of the incorporation until those assets are by some definite Act transferred. This transfer you can effect at any time it may seem advisable.

Our Clause 6 would perhaps be better if it were inserted immediately after Clause 2.

In our Clause 7 you will see that we have included all the powers of the Board of Governors. You suggest that

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7(b)*

MAR 18
1924

George T. Scott, Esq. - 4.

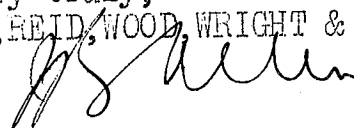
Clause (b) is not necessary. You will see, however, the distinction between clause (a) which vests the government, conduct, management and control of the University in the Board, and clause (b) which vests the actual property of the University in the Board, and we think, therefore, that clause (b) should be retained. We have added clause (h) and clause (i) which corresponds to your clause (g).

We have left Clause 12 as you suggest, but it may be that objection will be raised unless some proviso is inserted referring to the requirements of other jurisdictions as to the holding of land in mortmain, etc.

In regard to Clause 13, it is usually advisable to have a general power inserted in the charter for the corporation to borrow funds. You may find this of great assistance when you are borrowing from the Bank.

To avoid confusion we have referred to the enactment to be passed by the Board of Governors as "by-laws" and not "statutes".

We should be very glad to hear any further suggestions which you have to make. We trust that you will find this draft more nearly suited to your purpose.

Yours very truly,
ROWELL, REID, WOOD, WRIGHT & McMILLAN,
Per 

JBA:AH.
Encl.

SCOTT REID

J. B. Allen
SHANTUNG

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MAR 27 1924

ROWELL, REID, WOOD, WRIGHT & McMILLAN

BARRISTERS, SOLICITORS:

38 KING ST. W. TORONTO

CABLE ADDRESS "ROWELL" TORONTO.

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G. M. JARVIS
G. S. O'BRIAN
D. J. NICKLE

COUNSEL:-
NEWTON W. ROWELL, K. C.

March 25th, 1924.

George T. Scott, Esq.,
156 Fifth Avenue,
New York City.

Dear Sir:-

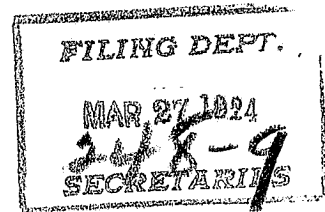
Re - Shantung Christian University
Charter.

There is a possible chance that if you could agree on the form of the Bill within the next few days we might be able to present the petition at the present Session of Parliament. As certain advertising is necessary, we are making preparations to do this advertising, but will hold the actual insertion of the advertisement until we hear from you as to whether there is any possible chance of your agreeing on the form of the Bill by, say, the end of the first week in April. On the other hand, if there is no chance of your being prepared to go ahead within the next two or three weeks, we should like to know. Dean McCrae stated in his opinion it would be most desirable to put the Bill through this Session, if possible, although we advised him that it might be quite difficult in view of the fact that Parliament has already been in session for several weeks.

Yours very truly,
ROWELL, REID, WOOD, WRIGHT & McMILLAN,
Per *J. B. Allen*

JBA:AH.

SHANTUNG



March 26, 1924

Mr. J. E. Allen
Rowell, Reid, Wood, Wright & MacMillan
58 King Street West
Toronto, Canada

Dear Mr. Allen:

Re. Shantung Christian University Charter

Just a brief word in acknowledgment of the receipt a few days ago of your fully appreciated letter of March 18th enclosing a copy of the proposed draft of the bill of incorporation of Shantung Christian University as revised March 12, 1924.

Although I have not had time to make a careful study of the revision, it is clearly evident that you have incorporated in a commendable way practically all of the changes which seemed advisable to the Board which are directly responsible for the maintenance of the University. When the suggestions from the Field Board of Managers reach me I will doubtless have further suggestions to make.

I am surprised to learn in a letter from Dean MacRae of the University that it is doubtful if legislation on the incorporation can be secured during the present session of Parliament. We had hoped that the matter could be cleared this spring, though of course this long delay in receiving word from the field was not anticipated. Will you be good enough to advise me on this point for if the securing of the Charter is quite out of the question at this time we need not proceed with its final form immediately.

With personal regards to Mr. Wright and with full appreciation of the services of each of you gentlemen, I am,

Very sincerely yours,

George T. Scott

GTS-101F

Copy for Dr. J. D. MacRae

SCOTT REID

MAR 27 1924

J. B. Allen

SHANTUNG

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D. J. NICKLE

COUNSEL:-
NEWTON W. ROWELL, K. C.

March 27th, 1924.

George T. Scott, Esq.,
Room 802, 156 Fifth Avenue,
New York City.

Dear Mr. Scott:-

Re - Shantung Christian University.

We received your letter of the 26th inst., which no doubt crossed ours of a day or two ago regarding whether the Bill can be presented at this session. According to the rules of Parliament, Private Bills have to be presented within a certain length of time after the opening of the Session. If the Session drags on this period is usually extended, and the present date on or before which petitions have to be presented is April 10th, although our information is that that date is likely to be extended. If you wish us to go ahead in the hope that it will go through this Session, we can go on with our advertising, which will only cost a few dollars, in the expectation that the Session will last long enough for us to get the Bill through before it closes.

Yours very sincerely,

ROWELL, REID, WOOD, WRIGHT & McMILLAN,

Per

J. B. Allen

JBA:AH.

SHANTUNG

FILING DEPT.

MAR 27 1924

248-9
SECRETARIES

March 27, 1924.

~~Extra Copy~~
Mr. J. B. Allen
38 King Street, West
Toronto, Ontario
Canada

Dear Mr. Allen,

RE SHANTUNG CHRISTIAN UNIVERSITY CHARTER

Since writing to you yesterday I have received the action of the Field Board of Managers of Shantung Christian University regarding the Proposed Draft Bill of Incorporation and have also received your letter to me of March 25th indicating that haste is needed if the Charter is to be granted this spring.

Inasmuch as the suggestions of the British Joint Board and the North American Joint Board and the Field Board of Managers are now in, I believe everything is ready to go ahead with the application for the Charter subject to the approval of the Committee, consisting of Dr. John E. Finley, Rev. A. E. Armstrong and myself. Dr. Finley has this afternoon given his approval to the present revised Draft interpreted in accordance with certain of the comments made later in this letter.

1. The Suggestions of the Field Board of Managers are two, namely; (1) that provision be made for constitution and proper authority of a Field Board of Managers which is not mentioned in the first Proposed Draft but which is provided for in the Draft as revised March 12th, 1924, article IX, and (2) the question of standard of scholarship necessary for the receiving of degrees and credentials. I will discuss this second point when I reach article X in the comments below.

2. Comments on Revised Draft, March 12th, 1924. This Proposed Draft Bill as revised is to my mind a very good document that calls for very little by way of amendment. However, what suggestions I have in mind I will offer very frankly and leave the question of change to you, Mr. Armstrong and Dean McCrea.

3. Preamble. In paragraph III omit the last word "North" and in paragraph IV omit the last three words "of America, South"; However, if you believe the words "North" and "South" are needed for clarity then I would suggest that in paragraph III the word "North" might be inserted in parentheses and the end of paragraph IV could read "in the United States (South)". Mr. Armstrong can explain these names to you.

The Norwegian Lutheran Board and the American Board of Commissioners of Foreign Missions do not cooperate with the North American Joint Board although it is true that their Missions in China cooperate with the University on the Field. This is a difficult distinction to make if their names are to be included in this document.

Page I next to last line. As certain departments or extension work of the University might possibly be conducted elsewhere than Tsinan, perhaps the place should read "Tsinan or elsewhere in China". I should think the University should not be localized or confined any more than necessary for the purposes of the Charter.

The expression beginning "a University founded and conducted -- principles" is evidently taken from the Peking University Charter. Some such statement is of course

March 27, 1924.

desirably and I hope that the proposed wording is not too vigorous for the non-evangelical members of Parliament. If the word "strictly" causes undue concern, some other word as "definite" might be substituted for it or the word might really be omitted entirely as the Board of Governors will be chiefly representatives of missionary agencies and can be trusted to interpret "Christian and Evangelical" in a proper and worthy way.

4. Article II, last line: If the "others" means the "permanent Board of Governors" might this not be definitely stated? Also in Article II might be a proper place in which to indicate that in the interim, until the appointment of the permanent Board, the present two Joint Boards should continue in active direction of the operations of the University.

5. Article IV. I venture to suggest that the phrase "within the Republic of China" be transposed to follow "carry on a University."

6. Article VI. I think you are right in suggesting that this article might properly follow Article II.

7. In Article VI, fifth line, it is not clear to what the pronoun "they" refers. If "they" refers to the two Joint Committees I believe that it should be so stated. If "they" refers to the Provisional Board I think it is doubtful if the Provisional Board should be authorized to call to the first meeting of the University any bodies that it might deem desirable in addition to those mentioned in the article.

I notice that sometimes the two Joint Boards are called "Joint Committees" and sometimes "Joint Boards."

8. Article VII (b). In Article V and perhaps elsewhere in the Charter the University "may" hold the property and in Article VII (b) "all property of the University shall be vested in the Board." Of course the distinction might be made that the University has no property until it acquires it and if the present property at Tsinan is not transferred to the new University Corporation that it is not the property of the new Corporation. Whether the permissive or mandatory basis is to be followed should, I believe, be made clear. I think that the permissive basis would be more agreeable to the British Boards, although if Parliament demands the mandatory basis I believe this would be agreed to by the owners of the present property and all others concerned.

9. Article VII (f). The latter half of this paragraph I believe should be broader so as to cover all fees and dues of any kind payable from any source for any object.

10. Article VII (h). In addition to representation of an individual by proxy I suggest also the representation of a Mission Board by an elected alternate as well as by an elected principal. A proxy under New York law and probably under Canadian law cannot count toward making up a quorum although a proxy may have full power if a quorum is present. A regular elected alternate becomes the representative member of the constituent body, and such type of representation is proving very useful and acceptable in many organizations where it is now operating.

11. Article VII (i). In the third line after the word "done" I think there should be inserted "concurrently" or some such expression. Although this technically would make the sentence a little redundant nevertheless I think it is justified in view of the loose and ambiguous way in which the word "both" is commonly used.

Mr. J. B. Allen - 5

March 27, 1924.

12. Article X. If Parliament will require any stipulation in the Charter regarding standards of scholarship, I suppose it should be inserted in paragraph X. Of course, the intention of Parliament may be to place the degree-granting power fully at the discretion of the Board of Governors and to hold the Board of Governors responsible for the proper exercise of that power. This is what the State of New York does to the Board of Regents of the University of the State of New York; then the Board of Regents in granting degrees through the various universities and colleges chartered by it holds these institutions to strict standards of scholarship. If Parliament should raise the question of scholarship then at the end of Article X a clause like this might be inserted "of commensurate scholastic standing in the Dominion of Canada or in China."

I am sending a copy of this letter to Mr. Armstrong and Dean McGraw with whom you will doubtless wish to confer. If there is any significant question which you three gentlemen do not feel free to decide among yourselves, it can be brought up at the annual meeting of the North American Joint Board on April 10th when representatives of the British Joint Board will be present. That late date might however jeopardize the chances of securing the Charter this year which to my mind is quite important. I believe everything possible should be done to secure a Charter with essential, degree-granting power at the very earliest date.

I am informed that Mr. Roger S. Greene of the China Medical Board, well acquainted at first hand with Shantung Christian University, would probably be quite ready if we should ask him to present to his friend and, I believe, former associate, Mr. McKensie King, the desirability of providing the University Charter. Please let me have your advice about this.

Trusting that everything progresses favorably and with renewed expression of appreciation of the very acceptable service of yourself and Mr. Wright in this matter, I am,

Very sincerely yours

George T. Scott
George T. Scott.

323/343

Copy for Mr. Armstrong and Dean McGraw

Copy for Dr. Moorhead

Copy for Dr. Deles

Mac Rae

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MAR 28 1924

248-9
SECRETARIES

SHANTUNG

March 27, 1924.

Mr. J. B. Allen
50 King Street
West Toronto, Ontario
Canada

re Charter

My dear Mr. Allen,

Yours of March 25th just at hand. Reply from the Field has come and with that reply in mind and the suggestions of my fellow New York member of the Charter Committee, Dr. John H. Finley, at hand, I am writing you today regarding a number of comments on the Proposed Draft Bill as revised March 12th.

As everything can be fully cleared, I believe, by you, Mr. Armstrong and Donn McRae I think that you can go ahead with the insertion of the advertisement and any other necessary steps in securing the Charter from the Dominion Government at its present session.

The fuller letter embodying suggestions on the Proposed Draft will go to you tomorrow. This is just a line to suggest that preliminary steps may be taken at once.

With kindest regards, I am

Sincerely yours

George T. Scott.

GTS/JBJ

Copy for Mr. Armstrong.

J B Allen
SHANTUNG

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SEP 30 1924
248-9
SECRETARIAT

ROWELL, REID, WOOD, WRIGHT & McMILLAN

BARRISTERS, SOLICITORS:

38 KING ST. W. TORONTO

TELEPHONE ELGIN 5121

CABLE ADDRESS "ROWELL" TORONTO.

THOS. REID
E. W. WRIGHT

S. CASEY WOOD, K. C.
E. G. McMILLAN

J. B. ALLEN
E. R. LYNCH
W. R. BINCH

G. M. JARVIS
G. S. O'BRIAN
D. J. NICKLE

Allen 4/2/24

COUNSEL:-

NEWTON W. ROWELL, K. C.

April 2nd, 1924.

George T. Scott, Esq.,
156 Fifth Avenue,
Room 802,
New York City.

Dear Mr. Scott:-

Re - Shantung Christian University
Charter.

The writer had a conference this morning with Messrs. Armstrong, MacRae and Whitewright, and settled, subject to your final approval, the terms of the draft Bill and Petitions. I am taking up the various changes in the order mentioned in your letter of the 27th March.

Preamble:-

We have changed the description of the various Missionary Societies, as you suggest, and we have also omitted the names of the Norwegian Lutheran Mission and the American Board of Commissioners of Foreign Missions. In the last paragraph on the first page we have inserted after the word "Tsinan" the words "or elsewhere in", and we have deleted the words "strictly" and "evangelical". It occurred to us that the word "evangelical" might not be

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1924

George T. Scott, Esq. - 2.

desirable in presenting the Bill to Parliament.

Article Two:-

We have changed the word "others" to "permanent Board of Governors".

Article Four:-

We have transposed this article as you suggest.

Article Six:-

The word "they" in the fifth line was intended to refer to the Provisional Board, and the gentlemen present at the meeting thought this would be desirable, as there may be some organizations omitted from the preamble to which it may be felt that notice should be sent when the meeting is called. You will appreciate that the Provisional Board is really a dummy organization and only carries out the wishes of the present management, and its function is merely to call the organization meeting. As the sending of the notices and the other formal acts have to be done by or on behalf of the Provisional Board, it only seems right that the question of the organizations to which notices should be sent should be left to the Provisional Board, which, of course, will merely carry out the instructions of the present governing bodies.

We have changed the word "committees"

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George T. Scott, Esq. - 3.

in the seventh line to "boards".

It was likewise felt by all at the meeting this morning that it would be very desirable to have a copy of the proposed organization by-laws sent out some time in advance to the governing body of the University in China for the purpose of enabling the men on the field to make any suggestions they consider advisable, and to have an ample opportunity of discussing the by-laws under which they will be governed, and it is, therefore, suggested that there be inserted after the word "meeting" in the twelfth line of the paragraph the following sentence:-

Insert?

"The said Provisional Board of Governors shall send, at least six months before the said meeting is held, a copy of the proposed organization by-laws to the Secretaries of the said two joint Boards, and the Secretary of the present Field Board of Managers of the University in China."

We shall also re-number Article Six to follow Article Two.

Article Seven (b):-

We suggest changing the word "of" in the first line to "acquired by." We think that the draft makes it clear that the University is merely permitted to acquire the property, but once any property is acquired then the

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George T. Scott, Esq. - 4.

ownership of that property vests in the Board. It was mentioned that part of the property occupied by the present University belongs to other organizations, and although the intention may be that such property shall be ultimately transferred to the University, yet the Act should not state or even suggest that the property occupied by it at the present time should vest in it upon incorporation. If the power to hold property is merely permissive, then the rights of other organizations in property now occupied by the University will not be affected.

Article Seven (f):-

There was considerable discussion over this sub-section, and it was finally thought advisable to omit it altogether, as the Field Board would naturally fix fees, etc., and powers of the Field Board will, under Section 9, be determined by by-law of the Board of Managers.

Article Seven (h):-

We have inserted before the word "proxy" the words "alternates or by".

Article Seven (i):-

We have inserted the word "concurrently" after the word "done" in the third line.

Article Ten:-

There was considerable discussion of this

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George T. Scott, Esq. - 5.

article. It was felt in the first place that the standard of the University should be that of a similar Canadian University, and that it should not be governed by the standard of Universities or Colleges in China. It was also stated that there is already a great demand among the Chinese graduates for diplomas from the new University. It would be inadvisable to grant diplomas or degrees from the new University to students who have already graduated, and it was felt that it should be definitely stated in the Act that the power to grant degrees should not be retroactive. The use of the word "retroactive" did not appeal to us, as it might appear that the Board of Governors had definitely in mind the exclusion of previous Graduates, and a clause was, therefore added which achieves the necessary result without the use of the word 'retroactive'. The section is proposed, therefore, to read as follows:- "The Board may, subject to such regulations as it shall by by-law enact, grant such credentials and degrees, including honorary degrees, as are usually conferred by other Universities or Colleges of similar scholastic standing in the Dominion of Canada. Degrees other than honorary degrees shall be granted only on the basis of examinations held after the passing of this Act."

We certainly think it desirable that Mr.

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1924

George T. Scott, Esq. - 6.

Roger S. Greene's influence should be utilized, and he could write to the Prime Minister shortly before the Bill is due to reach the House. We shall advise you of this date in due course. Dean MacRae also intimated that he would write to the Attorney-General, Mr. McMurray, a former associate of his, at the proper time.

We are proceeding immediately to send the Petitions to Ottawa, and the draft Bill can follow as soon as you approve of it.

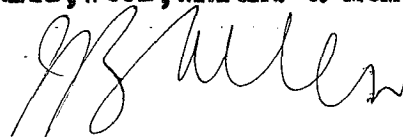
We are taking the advice of our Ottawa agents as to the exact method of presenting the Bill.

Yours faithfully,

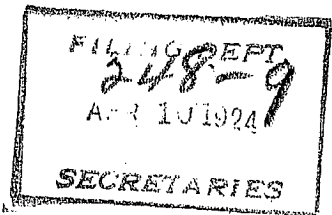
ROWELL, REID, WOOD, WRIGHT & McMILLAN,

JBA:AH.

Per



SHAN.



April 8, 1924

Mr. J. B. Allen
38 King Street, West
Toronto, Canada

Dear Mr. Allen:

Re. Shantung Christian University Charter

Thank you for your letter of April 2nd relative to the changes in the proposed draft bill of incorporation of Shantung Christian University as revised March 12, 1924.

These changes which you proposed with the exception of your suggestion in the first paragraph on page 3 of your letter of April 2nd were all incorporated in our mimeographed copies of your revised draft of March 12th and the draft as thus further revised was considered this morning by the North American Joint Board of Shantung Christian University. At the meeting this morning three members of the British Joint Board were present and also three members of the University faculty.

The Joint Board this morning took actions on the proposed charter somewhat as follows:

1. It approved of the draft bill as revised with a few further amendments largely of a minor nature. The former amendments are noted on the enclosed copy of the draft bill; the ones that were added this morning being,-

(a) In the first paragraph, use the word "Christian" instead of "evangelical and".

(b) The correction of the names of certain British societies and the addition of the "Women's Auxiliary of the Wesleyan Methodist Missionary Society."

(c) In the second WHEREAS of the preamble the striking out of the last two lines after the word "principles". This clause seemed to convey a different meaning to the British members than to the American members and as it was unnecessary it can easily be omitted.

(d) Instead of following your suggestion of inserting a paragraph in Article 6 to provide for the submission of Bylaws, the Board voted to take steps with the British Joint Board in the preparation of proposed Bylaws and to submit these to the Field Board of Managers for advice, this being in general accord with the request of the Field Board.

(e) In paragraph 7 on the first line after the word "Governors" there was inserted the clause "generally representative of the cooperating missionary organizations". This is to insure that the majority of the permanent Board of Governors are directly representative of the constituent missionary organizations of the University.

(f) In Article 7 Section H, which with the omission of Section F becomes new Section G, in the second line the expression "may provide" is changed to read, "shall provide."

APR 8 1924

2. Inasmuch as all the suggestions as all the suggestions that had been received from the British Joint Board and its individual members had been incorporated in the proposed draft bill and inasmuch as there is need of going forward with this long-delayed charter, the Board voted to proceed with the presentation of the petition and the effort to secure the charter as now amended, it being understood that this amended charter would at once be submitted to the British Joint Board and if the British Joint Board desired on behalf of any of its constituent Mission Boards, to make further amendments that the British Board should send word by cablegram to me to that effect. Our assumption is that although the petition is now presented that it would be a number of weeks before the bill would be reached and passed by Parliament.

Immediately after Board meeting, in order that you might know of the further amendments in the proposed draft bill, I sent you the following telegram:

"Shantung Board today made several minor amendments in Charter Writing."

I assume that the draft bill would have to follow the petition rather closely and before the preparation of the final draft we want you to know that the few changes mentioned above are being made.

Will you be good enough to let me know the very latest date which any further suggestions might possibly be incorporated within the proposed draft? Of course do not permit any delay which may jeopardize the chance of the presentation of the bill at this session of Parliament.

Will you also be good enough to keep me informed as to the probable time in which the bill is due to reach the House, inasmuch as you suggest that friends might write to the Prime Minister and the Attorney General at that time.

In accordance with the request in your letter to me of April 5th that a check for \$500. on account of disbursements at your Ottawa office including cost of printing, I am happy to enclose to you herewith a check for \$500. U.S. currency.

I regret to send such a marked-up copy of the proposed draft as the enclosed, but I believe that it will be entirely clear to you. I will await any further advice from you before having it restencilled for more permanent use.

Allow me, on behalf of the North American Joint Board, to express to you and Mr. Wright our fullest appreciation of your service in this connection and with kind personal regard, I am,

Sincerely yours,

George T. Scott

GTS-1117

Copy to Mr. Woodhead
 " " Mr. C. E. Armstrong

Shantung Christian University

TSINAN, SHANTUNG PROVINCE
CHINA

New York Office

156 FIFTH AVENUE
Room 802

PROPOSED DRAFT BILL OF INCORPORATION OF SHANTUNG CHRISTIAN UNIVERSITY

as revised April 8, 1924

WHEREAS the University known as "Shantung Christian University" has heretofore been operated by and under the control of the following Christian Missionary Bodies amongst others, namely:

The Board of Foreign Missions of the Presbyterian Church in Canada;
The Board of Foreign Missions of the Presbyterian Church in the United States of America;
The Board of Foreign Missions of the Presbyterian Church in the United States;
The Women's Foreign Missionary Society of the Methodist Episcopal Church;
all cooperating through the North American Joint Board of Shantung Christian University;
The Baptist Missionary Society;
The Society for the Propagation of the Gospel in Foreign Parts;
The London Missionary Society;
The Wesleyan Methodist Missionary Society;
The Wesleyan Methodist Missionary Society, Woman's Auxiliary;
The Foreign Missions Committee of the Presbyterian Church;
all cooperating through the British Joint Board of Shantung Christian University.

AND WHEREAS the persons hereinafter named purpose to maintain in Tsinan, or elsewhere in China, the said Shantung Christian University as a University founded and conducted on Christian but not sectarian principles;

AND WHEREAS the said persons with the consent of the aforementioned bodies have by their petition prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petitioners. Therefore His Majesty, by and with the consent of the Senate, and of the House of Commons of Canada, enacts as follows:-

1. (Insert the names of petitioners, who, for convenience, should be residents of Toronto, so as to be readily accessible for the purpose of signatures, meetings, etc.) together with the persons who may hereafter be members of the Board of Governors, are incorporated under the name of "Shantung Christian University", hereinafter called "the University".
2. The persons named in Section 1 of this Act, or a majority of them, shall be the Provisional Board of Governors of the University and shall hold office as such until replaced by the permanent Board of Governors duly appointed in their stead.
3. The Provisional Board of Governors shall within one year of the passing of this Act, at such time and place as they may deem proper, call a meeting of representatives of the bodies hereinbefore mentioned, and of such other bodies or organizations as they may deem advisable, by sending to the Secretaries for the time being of such bodies or organizations, including the said two Joint Boards, such notice as the said Provisional Board of Governors may consider sufficient for the purpose, for the election and organization of the Board of

Governors hereinafter referred to, and for the transaction of such further and other business as may be mentioned in the notice calling the meeting. The basis of representation at such meeting shall be that on the already existing North American and British Joint Boards of the University.

4. The Head Office of the University shall be in the City of Toronto in the Province of Ontario, but the said University may establish an office or offices and keep its books and records, and hold its meetings or the meetings of any of its Boards or Committees, at any place or places which may be deemed convenient.

5. The University may in so far as the Parliament of Canada has the power to legislate, survey, lay out, construct, complete, equip, take over, maintain and carry on a University within the Republic of China in accordance with this Act.

6. The University may acquire the whole or any part of the rights and property of any University now carrying on or authorized to carry on the work of a University in the Republic of China.

7. There shall be a Board of Governors, chiefly representative of the co-operating missionary organizations, hereinafter called "the Board", chosen in such manner and number from time to time as may be determined by the by-laws. The Board may elect appropriate officers and constitute appropriate committees, adopt a corporate seal, and may from time to time enact by-laws and repeal or amend the same, and unless and until other or different provisions are made by the Board by by-law-

(a) The government, conduct, management and control of the University and of the property, revenues, business and affairs thereof shall be vested in the Board.

(b) All the property acquired by the University shall be vested in the Board, and shall be re-invested as the Board may provide, but subject to the terms of the trust affecting any moneys or property hereinafter becoming the property of the University.

(c) Any person may, subject to the approval of the Board, endow a chair or found a scholarship.

(d) The Board shall have power to purchase, receive, accept, appropriate and acquire and hold all lands and other property given to or acquired for the University.

(e) All proceedings by or against the Board may be had and taken in the name of the "Board of Governors of Shantung Christian University".

(f) The accounts of the Board shall be audited at least once a year.

(g) The Board may fix the number necessary to constitute a quorum, and shall provide for representation of the members thereof by alternates or by proxy.

(h) The Board may, if deemed advisable, be subdivided by by-law into North American and British Sections, and all acts done concurrently by both sections shall have the same force and effect as if passed at a meeting of the whole Board.

8. There shall be held annually a general meeting of the Board, the place and time of each such meeting to be determined by the Board. At every annual general meeting a full statement of the affairs of the University shall be presented.

9. There shall be in China a Field Board of Managers of the University, the members of which shall be from time to time appointed and elected as the Board may by by-law from time to time authorize. The Field Board of Managers shall have the duties and powers from time to time authorized by the Board by by-law.

10. The Board may, subject to such regulations as it shall by by-law enact, grant such credentials and degrees, including honorary degrees, as are usually conferred by other universities or colleges of similar scholastic standing in the Dominion of Canada. Degrees other than honorary degrees shall be granted only on the basis of examination held after the passing of this Act.

11. The University may affiliate with other colleges or universities.

12. The University may take hold, possess or acquire by purchase, lease, exchange, donation, devise, bequest, endowment, or otherwise, real and personal property as may be necessary or requisite for carrying out its purposes and objects; and may sell, mortgage, pledge, hypothecate or alienate such property in any manner whatever.

13. (1) If authorized by by-law, sanctioned by the vote of not less than two-thirds of the members present at any meeting of the Board duly called for considering the by-laws, the Board may, from time to time, as and when required for the objects of the University-

(a) Borrow money upon the credit of the University;

(b) Limit or increase the amount to be borrowed;

(c) Make, accept, draw, endorse and execute bills of exchange, promissory notes and other negotiable instruments;

(d) Invest the funds of the University in such manner and upon such securities as are determined by the by-law.

(2) Nothing in this section shall be construed to authorize the University to issue any note or bill payable to bearer thereof, or any promissory note intended to be circulated as money or as the note or bill of a Bank, or to engage in the business of banking or insurance.

G. B. Allen

SHANTUNG

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REID, WOOD, WRIGHT & McMILLAN

BARRISTERS, SOLICITORS.

38 KING ST. W. TORONTO

TELEPHONE ELGIN 5121

CABLE ADDRESS "ROWELL" TORONTO

THOS. REID
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J. B. ALLEN
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W. R. BINCH

G. M. JARVIS
G. S. O'BRIAN
D. J. NICKLE

COUNSELLOR
NEWTON W. ROWELL, K. C.

April 10th, 1924.

George T. Scott, Esq.,
156 Fifth Avenue,
New York City.

Dear Mr. Scott:-

Re - Shantung Christian University
Charter.

We received this morning your letter of the 8th inst. as to amendments in the proposed Bill, but you did not enclose the revised Bill as agreed upon at your recent Joint Board meeting. We have noted the changes which were recently made, but we cannot, of course, put the Bill into final form until we receive your draft, and perhaps you have already forwarded it to us. As soon as we receive it we shall put it into final shape and forward it to Ottawa, and we shall send you a copy.

Sent
April 12

You ask as to what would be the latest date before which changes might be made in the Bill. Although our agents in Ottawa would be better able to inform us, we think changes could be suggested at any time before the Bill actually passes the House, although changes should, if possible, be made before it reaches the Private Bills

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1924

George T. Scott, Esq. - 2.

Committee. We doubt if the Bill will reach the Committee this month, as the advertising will not be completed until early in May, and the petition has only recently been presented. However, when we write to Ottawa enclosing the Bill, we shall ask our Agents to advise us on this point. We shall also take care that you are advised as to the time upon which the Bill is likely to be reached.

X Thank you very much for your cheque for \$500.
which we have placed to your credit.

Yours very truly,

REID, WOOD, WRIGHT & McMILLAN,

Per



JBA:AH.

SHANTUNG

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APR 14 1924

248-9
SECRETARIUS

April 12, 1924.

Mr. J. H. Allen
55 King Street West
Toronto, Ontario, Canada

AN ANTI-DUMPING INITIATIVITY CHARTER

Dear Mr. Allen,

I regret to learn from your letter of April 10th that in my letter to you of April 6th no copy of the Draft Bill as revised by the Board on April 6th was enclosed to you. Please find enclosed three copies with all revisions to date included.

An uncorrected mistake in my letter to you of April 6th possibly occurs toward the bottom of Page 1, Paragraph 2, second line, where the word "generally" occurs instead of the correct word "entirely". The Draft Bill as revised reads correctly.

Regarding possible further changes in the Draft Bill, I wrote you on April 6th that we hope that time would permit of any further suggestions that the British Joint Board might desire to offer. However the representatives of the British Joint Board here in New York this week believe that the Bill as revised provides for everything that the members of the British Joint Board had in mind.

Sincerely yours

George E. Smett.

esw/jaw

Copy for Mr. Armstrong
Copy for Mr. Macpherson.

Parsons & Clouston

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SEP 30 1924

248-9
SECRETARIES

April 15th, 1924.

Messrs. Reid, Wood, Wright & McMillan,
Barristers,
38 King St. W.,
TORONTO, Ont.

Dear Sirs:-

RE - SHANTUNG CHRISTIAN UNIVERSITY.

We beg to acknowledge receipt of your letter of April 14th enclosing two copies of draft Bill. We attended at the Senate to-day and saw the Clerk of Committees and also the Accountant. The Accountant said that the printing fees would be \$44.50. We forwarded the Bill to him with that amount and the bill is now referred to the Law Clerk. If there are any changes suggested by him we will be advised.

If you have any amendments to suggest to this Bill the Clerk advised us that the best time would be when the bill is before the Private Bills Committee of the Senate, and if the changes are not of such importance as to interfere with the notice which you published then there would be no objection to them. The Bill cannot be presented in the Senate until about the second week of May, and no time will be lost as the Standing Orders Committee of the Senate will not have an opportunity of passing upon the notice before them. The Session is going to last a very considerable time so that there will be ample opportunity to put it through.

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1924

Messrs. Reid, Wood, Wright & McMillan, - 2.

The Clerk of Committees suggested that it would be very wise for you to prepare a concise brief of this Bill for the Members taking charge of it. This you could send down as quickly as possible, and we will personally hand it to Senator Blain. This will enable him to see exactly the purpose of the Bill without putting his own interpretation upon it as printed, and also the Clerk advises us that the Members of the Senate like to have a brief of that sort before the Bill is reached.

You state in your letter that you are writing to some of the Members of the Government and it might be well to have several copies of this brief struck off so that when you write to them you could enclose a copy of the brief. The Bill can hardly be introduced before May 6th and then it has to stand two days after the Standing Orders Committee passes upon it and then can only be taken up in the Committee a week after. This would bring it approximately the middle of May.

We also spoke to the Examiner of Private Bills of the House of Commons and he made one suggestion to us that we think we should bring to your attention. He said when the last bill went through respecting the Frontier College that Members in both the Senate and the House took exception to the clause asking for power to confer degrees. They challenged the constitutionality of this under Section 92 of the British North American Act. It did not have any effect upon the Frontier College Bill beyond the fact that they were limited to granting the degree of B.A.

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1924

Messrs. Reid, Wood, Wright & McMillan, - 3.

In that Bill there was more reason for this as that was a sort of travelling college. You might however, be prepared on that point and to meet any objections that may arise.

You might forward later on the amount of the printing \$44.50 so that we will have the even amount of \$200.00 to pay to the Clerk of the Senate. We do not pay the fee to the Senate until shortly before the date when the Bill will be before the Committee.

Yours very truly,

LARMONTH & OLMSTED,

Per

J. B. Allen

SHANTUNG

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SEP 30 1924
248-9
SECRETARIES
TELEPHONE "ELGIN" 521

22
REID, WOOD, WRIGHT & McMILLAN

BARRISTERS, SOLICITORS.

38 KING ST. W. TORONTO

CABLE ADDRESS "ROWELL" TORONTO

THOS. REID
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W. R. BINCH

G. M. JARVIS
G. S. O'BRIAN
D. J. NICKLE

COUNSEL:-
NEWTON W. ROWELL, K. C.

Delayed 1000, in transit

April 16th, 1924.

George T. Scott, Esq.,
156 Fifth Avenue,
New York City.

Dear Mr. Scott:-

I am enclosing herewith for your inspection copy of letter just received from Larmonth & Olmsted, our agents in Ottawa. You will find this information of value. We also enclose a copy of draft brief, which our agents have suggested that we prepare for use by the Members of the Senate and Commons who present the Bill. They have also suggested that when this draft is agreed upon it be sent to those Members of the Government with whom you intend to correspond. You will note the dates mentioned in the letter as to when the Bill is likely to be reached. Would you be good enough to glance over the enclosed draft and let me have any expressions of opinion which you feel like making.


Regarding the power to confer degrees, we simply followed the provisions in a charter of another University, and perhaps it is not strictly necessary if the incorporation is granted that special reference be

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1924

George T. Scott, Esq. - 2.

made to a degree conferring power. This should be valuable in your case, however, as Chinese students place so much importance on their diplomas, and in any event express provision should be made that your power to confer degrees should not be retroactive.

Yours very truly,



JBA:AH.

Encl.

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SECRETARIES

MEMORANDUM re 1924

SHANTUNG CHRISTIAN UNIVERSITY BILL

This Bill is for the purpose of incorporating the above mentioned University, which is a University located at the City of Tsinan, Capital of Shantung Province, China. The University originated in the year 1864, and at the present time has on its roll approximately sixty teachers and professors and three hundred and seventy-five students. The property occupied and used by it is of the value of approximately \$500,000.00.

The objects of the University have been and are to provide a general education along Christian but non-sectarian lines, and for this purpose it is operating Faculties in Arts, Science, Medicine and Theology, and a far reaching extension Department.

The University is under the joint control of various Canadian, American and British Missionary Bodies who contribute to its support and endow chairs of instruction. The governing bodies of the University are a joint board in Great Britain and a joint board in North America on which the Missionary bodies are represented, acting in conjunction with a field board in China.

The University Authorities feel that they would be in a better position if they were acting as a corporate entity. The funds raised by the constituent Missionary bodies of the University are spent largely in China, but are raised by the various Missionary bodies at home. The University, therefore, requests that they be incorporated under a special Act of the Parliament of the Dominion of Canada. Such an Act would

give the organization a corporate entity with its resulting powers, in so far as the Parliament of Canada has power to legislate.

The Bill simply recites the present constitution and objects of the University, provision for the calling of a meeting to organize it and to pass its organization by-laws, and the Act also provides that all property which may be acquired by the University when incorporated shall be vested in the Board of Governors. The powers and duties of the Board are also briefly defined.

The University Authorities feel that they now have an institution of high standard and potentiality, and that its size and the magnitude of its operation require something more definite in the way of organization than has hitherto existed.

Toronto, Ontario, April 21st, 1924.

FRID WOOD WRIGHT & McMILLAN

Solicitors for the Petitioner.

SCOTT 1000
25

J. B. Allen

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TELEPHONE ELGIN 512

REID, WOOD, WRIGHT & McMILLAN
BARRISTERS, SOLICITORS.
38 KING ST. W. TORONTO

THOS. REID
E. W. WRIGHT
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G. M. JARVIS
G. S. O'BRIAN
D. J. NICKLE

CABLE ADDRESS "ROWELL" TORONTO

COUNSEL -
NEWTON W. ROWELL, K. C.

April 22nd, 1924.

G. T. Scott, Esq.,
156 Fifth Avenue,
New York, N.Y., U.S.A.

Dear Mr. Scott: Re Shantung Christian University Charter

We have just received word from our Ottawa agents approving the draft brief which we sent them, and we are accordingly putting it in final form and returning it to them. It will be exactly in the form of the draft which we sent you a few days ago.

S Our agents point out that no reference should be made to granting degrees in the brief. We had asked them if they thought such reference should be made. They think that when the bill is before the Committee counsel should be present to answer any questions that may be asked, and at that time, if necessary, they can advise the Committee on the particular importance to you of the specific degree-conferring power. We think, therefore, that in any correspondence which may be directed to the Members of the

APR 22
1924

G. T. Scott, Esq.

-2-

Government at Ottawa no specific reference should be made to this aspect of the matter. We are advising Dean McCrea to this effect.

Yours truly,

REID WOOD WRIGHT & McMILLAN

Per 

JBA/A

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SECRETARIES

April 25, 1924.

Mr. J. B. Allen
50 King Street West
Toronto, Ontario, Canada

My dear Mr. Allen,

Thank you for yours of April 22nd just received, regarding the Ontario Christian University Charter.

You write that a Draft Brief would be exactly in the form of the Draft which you sent to me a few days ago. We have not received any form of the Draft during the last fortnight. The latest one that we have had is the corrected form sent to you as revised by the North American Joint Board on April 6th.

If no reference is to be made to granting degrees in the Draft, please make it very clear to your agents that the degree-granting privilege is the chief reason for requesting incorporation and if the University is not to have that privilege under a Canadian Charter, such Charter is not desired. Whether or not reference need be made in the Draft Brief is immaterial to the University as long as the University has an unclouded title to grant degrees.

Will you or Dean Mackay be good enough to advise me as to the approximate date on which Mr. Roger Greene should write to the Canadian Premier.

With kind regards to Mr. Wright, I beg leave to remain,

Sincerely yours

George T. Scott.

GT-177

Copy for Mr. Armstrong
Copy for Dean Mackay

J. B. Allen

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SEP 30 1924

248-9
SECRETARIES

REID, WOOD, WRIGHT & McMILLAN

BARRISTERS, SOLICITORS:

38 KING ST. W. TORONTO

TELEPHONE ELGIN 5121

CABLE ADDRESS "ROWELL" TORONTO.

THOS. REID S. CASEY, WOOD, K. C.
E. W. WRIGHT E. G. McMILLAN

J. B. ALLEN G. M. JARVIS
E. R. LYNCH G. S. O'BRIAN
W. R. BINCH D. J. NICKLE

COUNSEL:-
NEWTON W. ROWELL, K. C.

April 28th, 1924.

George T. Scott, Esq.,
Room 802
156 Fifth Ave.,
New York City.

Dear Mr. Scott:-

Re - Shantung Christian University
Charter.

I have your letter of the 25th inst.

The brief which we referred to was not the Bill.

It was simply a short memorandum for use by the Members of the Senate and the Commons who are acting as sponsors for the Bill. I am enclosing a copy of the brief which is being so used.

Our agents suggested that Counsel be on hand when the Bill reaches the Committee, at which time explanation can be made, if necessary, as to the particular necessity for the degree conferring power. I was talking to Mr. Armstrong a day or two ago, and he suggested that Dean MacRae go up. I think this would be a very good idea. He could give them more information at first hand than any one else, and could explain all the circumstances.

I shall advise you as soon as I know the approximate

APR 28
1924

George T. Scott, Esq. - 2.

date when the Bill will be heard.

Yours faithfully,

A handwritten signature in cursive script, appearing to read "J. B. Allen". The signature is written in dark ink and is positioned to the right of the typed name "JBA:AH.".

JBA:AH.

Encl.

MEMORANDUM re

SHANTUNG CHRISTIAN UNIVERSITY BILL

This Bill is for the purpose of incorporating the above mentioned University, which is a University located at the City of Tsinan, Capital of Shantung Province, China. The University originated in the year 1864, and at the present time has on its roll approximately sixty teachers and professors and three hundred and seventy-five students. The property occupied and used by it is of the value of approximately \$500,000.00.

The objects of the University have been and are to provide a general education along Christian but non-sectarian lines, and for this purpose it is operating Faculties in Arts, Science, Medicine and Theology, and a far reaching extension Department.

The University is under the joint control of various Canadian, American and British Missionary Bodies who contribute to its support and endow chairs of instruction. The governing bodies of the University are a joint board in Great Britain and a joint board in North America on which the Missionary bodies are represented, acting in conjunction with a field board in China.

The University Authorities feel that they would be in a better position if they were acting as a corporate entity. The funds raised by the constituent Missionary bodies of the University are spent largely in China, but are raised by the various Missionary bodies at home. The University, therefore, requests that they be incorporated under a special Act of the Parliament of the Dominion of Canada. Such an Act would

give the organization a corporate entity with its resulting powers, in so far as the Parliament of Canada has power to legislate.

The Bill simply recites the present constitution and objects of the University, provision for the calling of a meeting to organize it and to pass its organization by-laws, and the Act also provides that all property which may be acquired by the University when incorporated shall be vested in the Board of Governors. The powers and duties of the Board are also briefly defined.

The University Authorities feel that they now have an institution of high standard and potentiality, and that its size and the magnitude of its operation require something more definite in the way of organization than has hitherto existed.

Toronto, Ontario, April 21st, 1924.

REID WOOD WRIGHT & McMILLAN

Solicitors for the Petitioner.

J. B. Allen

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TELEPHONE ELGIN 521

REID, WOOD, WRIGHT & McMILLAN

BARRISTERS, SOLICITORS.

38 KING ST. W. TORONTO

CABLE ADDRESS "ROWELL" TORONTO

THOS. REID
E. W. WRIGHT

S. CASEY WOOD, K. C.
E. G. McMILLAN

J. B. ALLEN
E. R. LYNCH
W. R. BINCH

G. M. JARVIS
G. S. O'BRIAN
D. J. NICKLE

COUNSEL:-
NEWTON W. ROWELL, K. C.

May 8th, 1924.

George T. Scott, Esq.,
156 Fifth Ave.,
New York City.

Dear Mr. Scott:-

Re - Shantung Christian University.

For your information, we beg to enclose herewith copy of letter just received from our Ottawa agents. We have advised them that as far as we can see there is no objection to the changes in the Bill which have been made by the Law Clerk of the Senate.

Arrangements have been made for Dean MacRae to be at Ottawa when the Bill is before the Committee. He is undoubtedly the man to be on hand to answer any questions that may be asked.

Yours faithfully,

REID, WOOD, WRIGHT & McMILLAN,

Per

J. B. Allen

JBA:AH.

Encl.

C O P Y.

May 7th, 1924.

Messrs. Reid, Wood, Wright & McMillan,
Barristers, etc.,
38 King St. W.,
Toronto, Ont.

Dear Sirs: Re - Shantung Christian University.

We were telephoned to-day by the Law Clerk of the Senate advising us that he wished to speak to us in connection with this Bill. The objections he took to it were not serious and we wish to report them in detail:-

1. Paragraph 5 he is changing to read as follows:-

"The University may in so far as authority from the Parliament of Canada is required for such purposes establish and carry on an University within the Republic of China in accordance with this Act." He is also placing

this clause as number 2 and then renumbering them in rotation.

2. Clause 7 Subsection 2 in the second line he strikes out the words "may adopt Corporate seal". This is covered by the Interpretation Act R.S.O. 1906, Chap. 1 section 30.

3. Section 7 Paragraph 2 B he makes this clause subsection 2 to paragraph 12.

4. Paragraph 7 - 2E he eliminates this clause as he says it is absolutely unnecessary as if any proceedings were to be taken under law they would have to be taken under the name of the University.

5. Subsection H. in the second line he makes it read "By by-law into a North American section and a British section".

6. Paragraph 10 the first word in the second line, he eliminates

MAY 7
1924

- 2 -

the word "shall" and substitutes it by the word "May".

The Law Clerk is having another proof of the Bill made and he will rush it for us so that if possible we may get on before the Committee next week. If you have any serious objections to any of the changes mentioned, you might let us know.

Yours truly,

LARMONTH & OLMSTED

Per

NGL/PJ

J. B. Allen

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TELEPHONE "ELGIN 5121"

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REID, WOOD, WRIGHT & McMILLAN

BARRISTERS, SOLICITORS.

38 KING ST. W. TORONTO

CABLE ADDRESS "ROWELL" TORONTO.

THOS. REID
E. W. WRIGHT

S. CASEY WOOD, K. C.
E. G. McMILLAN

J. B. ALLEN
E. R. LYNCH
W. R. BINCH

G. M. JARVIS
G. S. O'BRIAN
D. J. NICKLE

COUNSEL:-

NEWTON W. ROWELL, K. C.

May 19th, 1924.

George T. Scott, Esq.,
156 Fifth Ave.,
Room 802,
New York City.

Dear Mr. Scott:-

We are very sorry to find that a letter which we addressed to you a month ago was mis-directed and was returned to us this morning. This letter enclosed copy of the brief which we had prepared for use of the Members at Ottawa who are looking after the presentation of the Bill. We are now enclosing the letter which we wrote to you on that date, together with the enclosure.

We wrote to you a day or two ago suggesting that you have Mr. Greene write to the Prime Minister, and that he send the Prime Minister a copy of the brief. You will find an extra copy enclosed for that purpose.

On the 8th inst. we also wrote advising you of certain changes in the Bill suggested by the Law Clerk of the Senate. This morning we have a letter from our Ottawa agents enclosing a printed draft of the Bill in which these changes have been made. We enclose a copy

MAY 19
1924

George T. Scott, Esq. - 2.

herewith and would be glad if you would peruse it. We see no objection whatever to these changes, and our Ottawa agents, who are well versed in matters of this nature, strongly advise our acceptance of them, as they do not hamper the objects of the Bill.

As we see it, and as advised by our Ottawa representatives, any objection that will be made to the Bill will be on the ground that the Parliament of Canada has no authority to pass legislation dealing with extra territorial matters. Mr. Norman G. Larmonth, who is a member of the firm of our Ottawa agents, will appear as Counsel, together with Dean McRae, when the Bill is presented, and he is eminently capable of handing the matter to the utmost satisfaction. There is really no precedent with us for such a Bill as this, but it does happen that the Dominion Parliament has passed legislation incorporating universities to operate within the Dominion to which none of the Provinces have raised any objection on the ground that educational matters are purely within the sphere of the Provinces. Of course, such an objection could not be raised in this case, as none of the Provinces would be affected, but no doubt the question will be raised as to the power or the advisability of Parliament passing

MAY 19

1924

George T. Scott, Esq., - 3.

legislation dealing with a university that operates only in China. Our answer to that is, of course, that we desire a corporate status, and that it is for that reason only that we are going to the Dominion Parliament. The university will subsequently have to comply with all foreign law which may affect it.

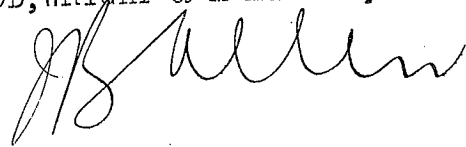
We would suggest that Mr. Green write the Prime Minister as soon as possible, and that he stress as strongly as possible the broad reasons for incorporation.

The penciled notes to the draft Bill, which is enclosed, have been added by the Law Clerk of the Senate.

Yours faithfully,

REID, WOOD, WRIGHT & McMILLAN,

Per



JBA:AH.

Encl.

BOOK NO. 1087

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SECRETARIES

Third Session, Fourteenth Parliament, 14-15 George V, 1924

THE SENATE OF CANADA

BILL A⁴.

An Act to incorporate Shantung Christian University.

Read a first time, Thursday, 22nd May, 1924.

Honourable Mr. HAYDON.

OTTAWA

F. A. ACLAND

PRINTER TO THE KING'S MOST EXCELLENT MAJESTY

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1924

3rd Session, 14th Parliament, 14-15 George V, 1924

THE SENATE OF CANADA

BILL A⁴.

An Act to incorporate Shantung Christian University.

Preamble.

WHEREAS the University known as "Shantung Christian University" has heretofore been operated by and under the control of the following Christian missionary bodies amongst others, namely:—

The Board of Foreign Missions of the Presbyterian Church in Canada; 5

The Board of Foreign Missions of the Presbyterian Church in the United States of America;

The Board of Foreign Missions of the Presbyterian Church in the United States; 10

The Women's Foreign Missionary Society of the Methodist Episcopal Church;

all co-operating through the North American Joint Board of Shantung Christian University; and—

The Baptist Missionary Society; 15

The Society for the Propagation of the Gospel in Foreign Parts;

The London Missionary Society;

The Wesleyan Methodist Missionary Society;

The Wesleyan Methodist Missionary Society, Woman's Auxiliary; 20

The Foreign Missions Committee of the Presbyterian Church;

all co-operating through the British Joint Board of Shantung Christian University: 25

And whereas the persons hereinafter named purpose to, maintain in Tsinan, or elsewhere in China, the said Shantung Christian University as a University founded and conducted on Christian but not sectarian principles:

And whereas the said persons with the consent of the aforementioned bodies have by their petition prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore 30

3rd Session, 14th Parliament, 14-15 George V, 1924

THE SENATE OF CANADA

BILL A4.

An Act to incorporate Shantung Christian University.

Preamble.

WHEREAS the University known as "Shantung Christian University" has heretofore been operated by and under the control of the following Christian missionary bodies amongst others, namely:—

The Board of Foreign Missions of the Presbyterian Church in Canada; 5

The Board of Foreign Missions of the Presbyterian Church in the United States of America;

The Board of Foreign Missions of the Presbyterian Church in the United States; 10

The Women's Foreign Missionary Society of the Methodist Episcopal Church;

all co-operating through the North American Joint Board of Shantung Christian University; and—

The Baptist Missionary Society; 15

The Society for the Propagation of the Gospel in Foreign Parts;

The London Missionary Society;

The Wesleyan Methodist Missionary Society;

The Wesleyan Methodist Missionary Society, Woman's Auxiliary; 20

The Foreign Missions Committee of the Presbyterian Church;

all co-operating through the British Joint Board of Shantung Christian University: 25

And whereas the persons hereinafter named purpose to maintain in Tsinan, or elsewhere in China, the said Shantung Christian University as a University founded and conducted on Christian but not sectarian principles:

And whereas the said persons with the consent of the aforementioned bodies have by their petition prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore 30

His Majesty, by and with the consent of the Senate and House of Commons of Canada, enacts as follows:—

- Incorporation.** **1.** The Reverend Alfred Gandier, LL.D., chairman of the Board of Missions of the Presbyterian Church in Canada, clergyman, the Reverend Robert P. MacKay, D.D., secretary of the Board of Missions of the Presbyterian Church in Canada, clergyman, the Reverend Allan E. Armstrong, secretary of the Board of Missions of the Presbyterian Church in Canada, clergyman, the Reverend John D. MacRae, dean of the Faculty of Theology of Shantung Christian University, clergyman, and Edward Warner Wright, solicitor, all domiciled in the province of Ontario and resident in the city of Toronto, together with the persons who may hereafter be members of the board of governors, are hereby incorporated under the name of "Shantung Christian University", hereinafter called "the University". 5
- Corporate name.**
- Authority for University in China.** **2.** The University may, in so far as authority from the Parliament of Canada is requisite for such purposes, establish, maintain and carry on a university within the Republic of China in accordance with this Act. 20
- Acquisition of assets of other such Universities.** **3.** The University may acquire the whole or any part of the rights and property of any university now carrying on or authorized to carry on the work of a university in the Republic of China. 25
- Provisional board of governors.** **4.** The persons named in section one of this Act, or a majority of them, shall be the provisional board of governors of the University, and shall hold office as such until replaced by the permanent board of governors duly appointed in their stead. 30
- Organization meeting.** **5.** The provisional board of governors shall within one year of the passing of this Act, call a meeting at such time and place as they may deem proper, of representatives of the bodies hereinbefore mentioned, and of such other bodies or organizations as they may deem advisable, by sending to the secretaries for the time being of such bodies or organizations, including the said two joint boards, such notice as the provisional board of governors may consider sufficient for the purpose, for the election and organization of the board of governors hereinafter referred to, and for the transaction of such further and other business as may be mentioned in the notice calling the meeting. 35
- Notice.** The basis of representation at such meeting shall be that on the already existing North American and British Joint Boards of the University. 40
- Representation.** 45

Head office. **6.** The head office of the University shall be in the city of Toronto in the province of Ontario, but the University may establish an office or offices and keep its books and records, and hold its meetings, or the meetings of any of its boards or committees, at any place or places which may be deemed convenient. 5

Board of Governors. **7.** (1) There shall be a board of governors, chiefly representative of the co-operative missionary organizations, hereinafter called "the Board", chosen in such manner and number from time to time as may be determined by the by-laws. 10 *Byl*

Powers of Board. (2) The Board may elect appropriate officers and constitute appropriate committees, may adopt a corporate seal for the University, and may from time to time enact by-laws and repeal or amend the same, and unless and until other or different provisions are made by the Board by by-law— 15 *Byl*

Government. (a) The government, conduct, management and control of the University and of the property, revenues, business and affairs thereof shall be exercised by the Board; 20

Property. (b) The property acquired by the University may be re-invested as the Board may provide, but subject to the terms of the trusts affecting such property;

Endowments. (c) Any person may, subject to the approval of the Board, endow a chair or found a scholarship; 25

Lands. (d) The Board shall have power to purchase, receive, accept, expropriate and acquire and hold all lands and other property given to or acquired for the University; 30

Audit. (e) The accounts of the Board shall be audited at least once a year;

Quorum. (f) The Board may fix the number necessary to constitute a quorum, and may provide for representation of the members thereof by alternates or by proxy; 35 *Byl*

Proxies.
Subdivisions of Board. (g) The Board may, if deemed advisable, be subdivided, by by-law into a North American Section and a British Section, and all acts done concurrently by both sections shall have the same force and effect as if done at a meeting of the whole Board. 40

Annual general meeting. **8.** There shall be held annually a general meeting of the Board, the place and time of each such meeting to be determined by the Board. At every annual general meeting a full statement of the affairs of the University shall be presented. 45 *Byl*

Field Board of Managers in China. **9.** There shall be in China a Field Board of Managers of the University, the members of which shall be from time to time appointed and elected as the Board may by by-law *Byl*

from time to time authorize. The Field Board of Managers shall have the duties and powers from time to time authorized by the Board by-law.

By-l
Granting
degrees.

10. The University may, subject to such regulations as the Board may by by-law enact, grant such credentials and degrees, including honorary degrees, ~~as are usually conferred by other universities or colleges of similar scholastic standing in the Dominion of Canada.~~ Degrees other than honorary degrees shall be granted only on the basis of examination held after the passing of this Act. 5 10

Affiliation.

11. The University may affiliate with other colleges or universities.

Real and
personal
property.

12. The University may take, hold, possess or acquire by purchase, lease, exchange, donation, devise, bequest, endowment, or otherwise, such real and personal property as may be necessary or requisite for carrying out its purposes and objects; and may sell, mortgage, pledge, hypothecate or alienate such property in any manner whatever. 15

Borrowing
powers.

13. (1) If authorized by by-law, sanctioned by the vote of not less than two-thirds of the members present at any meeting of the Board duly called for considering the by-law, the Board may, from time to time, as and when required for the objects of the University—

- (a) borrow money upon the credit of the University;
- (b) limit or increase the amount to be borrowed;
- (c) make, accept, draw, endorse and execute bills of exchange, promissory notes and other negotiable instruments;
- (d) invest the funds of the University in such manner and upon such securities as are determined by the by-law. 25 30

(2) Nothing in this section shall be construed to authorize the Board to issue any note or bill payable to bearer thereof, or any promissory note intended to be circulated as money or as the note or bill of a bank, or to engage in the business of banking or insurance. 35

as are
in accordance with the laws
of China

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MAY 23 1924

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SECRETARIES

May 23, 1924.

Mr. J. B. Allen,
30 King Street West,
Toronto, Canada.

Dear Mr. Allen:

Thank you for your letters of April 17th and May 19th, both having been received by me yesterday, enclosing the following:-

1. Copy of Larmonth & Olmsted's letter to you of April 15th.
2. Two copies of the Memorandum re the Shantung Christian University Bill.
3. Printed revised proof of the Bill.

To Mr. Roger Greene I am sending, as you suggest, a copy of the Memorandum for submission to Mr. Mackenzie King; however, as Mr. Greene has already written to Mr. King, he may not feel free to write the second time.

Mr. Greene has received reply from Mr. P. A. McGregor, Private Secretary to Mr. King, to the effect that Mr. King has brought Mr. Greene's letter to the attention of the Chairman of the Private Bills Committee, who has promised to keep carefully in mind the representations which Mr. Greene had made.

In the printed revised proof, I would call attention to two changes: first, the insertion or substitution of the word "university" in Article VII, Paragraph 2 and in Article X. There will be no objection to this if it is understood as I assume that the Board of Governors controls the use of the corporate seal and the conferment of degrees; second, in Article VII, Section 2-g, the word "shall" was substituted for the word "may" at the request of the British representatives at the annual meeting of the North American Joint Board in April last. As the annual meetings of the Board of Governors will doubtless be held chiefly on this side of the Atlantic, the British members naturally wish to be assured of adequate representation which they believe would be provided by alternates or by proxies. There is no question but that the Board of Governors will make such provision and that some of the British members wish to make such provision necessary by charter enactment. Dean Macrae would know whether the printed copy, which has probably now been revised to "may" should again be changed back to "shall".

In your letter of May 19th, you refer to the probability that objection will be made to the Bill on the ground that the Parliament of Canada has no authority to pass legislation dealing with extra territorial matters, and state that "the University will subsequently have to comply with all foreign law which may affect it".

MAY 23
1924

Mr. J. B. Allen - 2 - May 23, 1924.

It is, of course, extremely important that the corporate existence of Shantung University under the Dominion of Canada, should be as strong, as secure, and as prominent as that of her sister universities in China incorporated under their foreign charters; for example, Peking University and Hanking University and others, under New York state; and St. Johns University, Boone University and Hangchow College and others, under the District of Columbia. It is largely because the present Educational Law of China is undesirable for Shantung University, that extra territorial status by way of the foreign charter is advisable. We assume that the Dominion of Canada will function under the foreign policy of Great Britain something as a State or the District of Columbia functions under the foreign policy of the United States.

Trusting that everything works out properly, I am,

Sincerely yours,

GTS/S

George T. Scott.

copies to
Moorshead
Balme

J. B. Allen SHANTUNG

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REID, WOOD, WRIGHT & McMILLAN
BARRISTERS, SOLICITORS.
38 KING ST. W. TORONTO

CABLE ADDRESS "ROWELL" TORONTO.

THOS. REID S. CASEY WOOD, K. C.
E. W. WRIGHT E. G. McMILLAN

J. B. ALLEN G. M. JARVIS
E. R. LYNCH G. S. O'BRIAN
W. R. BINCH D. J. NICKLE

COUNSEL:-
NEWTON W. ROWELL, K. C.

May 26th, 1924.

George T. Scott, Esq.,
156 Fifth Avenue,
New York City.

Dear Mr. Scott:-

Re - Shantung Christian University.

We have your favor of the 23rd inst. and are passing on the information regarding the changes in the Bill, and also regarding the incorporation by various States of the union of Chinese Colleges to Ottawa Counsel.

As far as the main feature of the Bill is concerned, all we can do is to see that the Committee of the Senate is fully seized of the importance of the incorporation. For this purpose Dean McRae and Ottawa Counsel will be fully armed with all the arguments that can be presented, and we think that they should appeal to the Members of the Senate and the House of Commons. By the way, you state that Mr. Mackenzie King's Secretary replied to Mr. Greene to the effect that the matter had been drawn to the attention of the Chairman of the Private Bills Committee. As this Bill is originating in the Senate, and will, therefore, come before the Private

MAY 26
1924

George T. Scott, Esq. - 2.

Bills Committee of that body, might it not be advisable for Mr. Greene to write to the Prime Minister's Secretary to insure that his communication will reach the proper Committee.

Yours faithfully,

REID, WOOD, WRIGHT & McMILLAN,

Per



JBA:AH.

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SECRETARIES

CLERK
O. A. H.

Third Session, Fourteenth Parliament, 14-15 George V, 1924

SCOTT RE

MAY 21 1926

Ans'd

REVISED PROOF
THE SENATE OF CANADA

BILL

An Act to incorporate Shantung Christian University.

Read a first time, day, , 1924.

Honourable Mr.

OTTAWA
F. A. ACLAND
PRINTER TO THE KING'S MOST EXCELLENT MAJESTY

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THE SENATE OF CANADA

BILL

An Act to incorporate Shantung Christian University.

Preamble.

WHEREAS the University known as "Shantung Christian University" has heretofore been operated by and under the control of the following Christian missionary bodies amongst others, namely:—

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The Board of Foreign Missions of the Presbyterian Church in the United States of America;

The Board of Foreign Missions of the Presbyterian Church in the United States; 10

The Women's Foreign Missionary Society of the Methodist Episcopal Church;

all co-operating through the North American Joint Board of Shantung Christian University; and—

The Baptist Missionary Society; 15

The Society for the Propagation of the Gospel in Foreign Parts;

The London Missionary Society;

The Wesleyan Methodist Missionary Society;

The Wesleyan Methodist Missionary Society, Woman's Auxiliary; 20

The Foreign Missions Committee of the Presbyterian Church;

all co-operating through the British Joint Board of Shantung Christian University: 25

And whereas the persons hereinafter named purpose to maintain in Tsinan, or elsewhere in China, the said Shantung Christian University as a University founded and conducted on Christian but not sectarian principles:

And whereas the said persons with the consent of the aforementioned bodies have by their petition prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore 30

His Majesty, by and with the consent of the Senate and House of Commons of Canada, enacts as follows:—

- Incorporation.** 1. The Reverend Alfred Gandier, LL.D., chairman of the Board of Missions of the Presbyterian Church in Canada, clergyman, the Reverend Robert P. MacKay, D.D., secretary of the Board of Missions of the Presbyterian Church in Canada, clergyman, the Reverend Allan E. Armstrong, secretary of the Board of Missions of the Presbyterian Church in Canada, clergyman, the Reverend John D. MacRae, dean of the Faculty of Theology of Shantung Christian University, clergyman, and Edward Warner Wright, solicitor, all domiciled in the province of Ontario and resident in the city of Toronto, together with the persons who may hereafter be members of the board of governors, are hereby incorporated under the name of "Shantung Christian University", hereinafter called "the University".
- Corporate name.**
- Authority for University in China.** 2. The University may, in so far as authority from the Parliament of Canada is requisite for such purposes, establish, maintain and carry on a university within the Republic of China in accordance with this Act.
- Acquisition of assets of other such Universities.** 3. The University may acquire the whole or any part of the rights and property of any university now carrying on or authorized to carry on the work of a university in the Republic of China.
- Provisional board of governors.** 4. The persons named in section one of this Act, or a majority of them, shall be the provisional board of governors of the University, and shall hold office as such until replaced by the permanent board of governors duly appointed in their stead.
- Organization meeting.** 5. The provisional board of governors shall within one year of the passing of this Act, call a meeting at such time and place as they may deem proper, of representatives of the bodies hereinbefore mentioned, and of such other bodies or organizations as they may deem advisable, by sending to the secretaries for the time being of such bodies or organizations, including the said two joint boards, such notice as the provisional board of governors may consider sufficient for the purpose, for the election and organization of the board of governors hereinafter referred to, and for the transaction of such further and other business as may be mentioned in the notice calling the meeting. The basis of representation at such meeting shall be that on the already existing North American and British Joint Boards of the University.

Head office.

6. The head office of the University shall be in the city of Toronto in the province of Ontario, but the University may establish an office or offices and keep its books and records, and hold its meetings, or the meetings of any of its boards or committees, at any place or places which may be deemed convenient. 5

Board of Governors.

7. (1) There shall be a board of governors, chiefly representative of the co-operative missionary organizations, hereinafter called "the Board", chosen in such manner and number from time to time as may be determined by the by-laws. 10

Powers of Board.

(2) The Board may elect appropriate officers and constitute appropriate committees, may adopt a corporate seal for the University, and may from time to time enact by-laws and repeal or amend the same, and unless and until other or different provisions are made by the Board by by-law—

Government.

(a) The government, conduct, management and control of the University and of the property, revenues, business and affairs thereof shall be vested in the Board; 20

Property.

(b) ~~All~~ the property acquired by the University shall be vested in the Board, and shall be re-invested as the Board may provide, but subject to the terms of the trusts affecting any moneys or property hereinafter becoming the property of the University; 25

Endowments.

(c) Any person may, subject to the approval of the Board, endow a chair or found a scholarship;

Lands.

(d) The Board shall have power to purchase, receive, accept, expropriate and acquire and hold all lands and other property given to or acquired for the University; 30

Proceedings by or against Board.

(e) All proceedings by or against the Board may be had and taken in the name of the "Board of Governors of Shantung Christian University"; 35

Audit.

(f) The accounts of the Board shall be audited at least once a year;

Quorum.

(g) The Board may fix the number necessary to constitute a quorum, and shall provide for representation of the members thereof by alternates or by proxy; 40

Proxies.

Subdivisions of Board.

(h) The Board may, if deemed advisable, be subdivided, by by-law into a North American Section and a British Section, and all acts done concurrently by both sections shall have the same force and effect as if passed at a meeting of the whole Board. 45

Annual general meeting.

8. There shall be held annually a general meeting of the Board, the place and time of each such meeting to be determined by the Board. At every annual general

The provision as to the corporate seal might stand as here shown

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meeting a full statement of the affairs of the University shall be presented.

Field Board of Managers in China.

9. There shall be in China a Field Board of Managers of the University, the members of which shall be from time to time appointed and elected as the Board may by by-law from time to time authorize. The Field Board of Managers shall have the duties and powers from time to time authorized by the Board by by-law. 5

Granting degrees.

University

10. The Board may, subject, to such regulations as it may by by-law enact, grant such credentials and degrees, including honorary degrees, as are usually conferred by other universities or colleges of similar scholastic standing in the Dominion of Canada. Degrees other than honorary degrees shall be granted only on the basis of examination held after the passing of this Act. 10 15

The Board

Affiliation.

11. The University may affiliate with other colleges or universities.

Real and personal property.

12. The University may take, hold, possess or acquire by purchase, lease, exchange, donation, devise, bequest, endowment, or otherwise, such real and personal property as may be necessary or requisite for carrying out its purposes and objects; and may sell, mortgage, pledge, hypothecate or alienate such property in any manner whatever. 20

Borrowing powers.

13. (1) If authorized by by-law, sanctioned by the vote of not less than two-thirds of the members present at any meeting of the Board duly called for considering the by-law, the Board may, from time to time, as and when required for the objects of the University— 25
(a) borrow money upon the credit of the University;
(b) limit or increase the amount to be borrowed; 30
(c) make, accept, draw, endorse and execute bills of exchange, promissory notes and other negotiable instruments;
(d) invest the funds of the University in such manner and upon such securities as are determined by the by-law. 35
(2) Nothing in this section shall be construed to authorize the Board to issue any note or bill payable to bearer thereof, or any promissory note intended to be circulated as money or as the note or bill of a bank, or to engage in the business of banking or insurance. 40