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Shantung / Chefoo  
Administrative  
Re charter and by-laws  
1925, 1929, 1936

J. B. Allen

SHANTUNG

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APR 14 1925  
248-10  
SECRETARIES  
TELEPHONE ELGIN 5121

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.

RECEIVED  
FEB 21 1925

TRANSFER

February 20th, 1925.

ANS'D  
Pres. Christian Foreign Mission Board  
Rev. A. B. Armstrong,

439 Confederation Life Bldg.,

Toronto.

Dear Mr. Armstrong:- Re Shantung University

I have your letter of the 19th instant enclosing the last draft of the proposed by-laws.

Section 5 of the Act in regard to organization meeting provides that "The basis of representation at such meeting shall be that of the already existing North American and British joint boards of the University." I have looked over the by-laws of the present joint boards, and do not find anything mentioned as to proxies. I, therefore, do not think that proxies could be used at the organization meeting. Under the Constitution of the present North American joint board I see that alternates are provided for, and I think that alternates could sit at the organization meeting in as far as authorized by the by-laws of the American board.

In regard to proxies at subsequent meetings of the incorporated University, Section 7 (2) (f) reads as follows:

FEB 20  
1925

Rev. A. E. Armstrong.

-2-

"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." If the by-laws which are to be passed distinctly and expressly provide that proxies may be used to constitute a quorum I think such provision would be effectual, but in the absence of such provision I do not think that proxies could be used to constitute a quorum, although alternates could be counted for such purpose. There is a difference between an alternate and a proxy. An alternate is appointed by the constituent organization to sit in the absence of the regular member, whereas a proxy would be appointed by the member, and, of course, could not be allowed to vote as proxy except in the absence of both the regular member and his alternate.

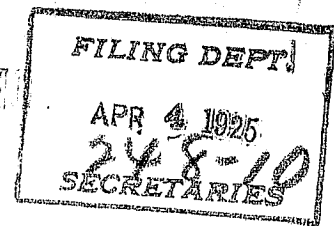
There are a number of provisions in the last draft of the by-laws about which I would like to speak to you; for instance, the requirement of a majority of each section of the board even when the board is meeting ensemble. If you would be good enough to telephone me when it would be convenient for me to go over, I should be much obliged.

Yours faithfully,

JBA/A



SHANTUNG



TRANSFER

April 5, 1925

Mr. J. B. Allen,  
Reid, Wood, Wright & McMillan,  
38 King Street West,  
Toronto, Ontario,  
Canada.

Dear Mr. Allen:

I have your letter advising that you will attend the Board of Governors Meeting of the Shantung Christian University next Tuesday, April 7, 1925, which is to meet in our Board Room No. 824, 156 Fifth Avenue, at 9:30 a.m. We are grateful to you for extending this favor to the University.

At your suggestion, I am enclosing a copy of the by-laws draft with the changes suggested by the North American Joint Board at its Meeting of February 26. I am also enclosing a copy of the amendments proposed by the British Joint Board at its meeting of March 20.

Looking forward to seeing you next Tuesday, I am

Very sincerely yours,

GTS-G

George T. Scott.

*cc to A. E. Armstrong 248-10*

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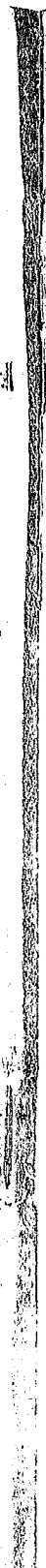
SHANTUNG  
CHRISTIAN  
UNIVERSITY

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CHARTER, BY-LAWS  
AND  
INTERNAL REGULATIONS



*Printed at the University Press, Tsinan.*



CHARTER OF INCORPORATION

14-15 GEORGE V.

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CHAP. 99.

An Act to incorporate Shantung Christian University.

*(Assented to 19th July 1925.)*

**W**HEREAS 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:— Preamble.

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

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 co-operating 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 petition: Therefore 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 herein-  
before 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.

Notice.

The basis of representation at such meeting shall be that on the  
already existing North American and British Joint Boards of the  
University. Representa-  
tion

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 com-  
mittees, at any place or places which may be deemed convenient. Head office

7. (1) There shall be a board of governors, chiefly repre-  
sentative 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. Board of  
Governors.

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

(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; Government.

(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; Property.

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

(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; Lands.

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

(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; Quorum.  
Proxies.

(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. Subdivisions  
of 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. Annual  
general  
meeting.



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.

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 in accordance with the laws of China.

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.

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.

Limitation.

(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.

## BY-LAWS OF THE BOARD OF GOVERNORS

Adopted April 7, 1925

### ARTICLE I — NAME

The corporate name of this Institution shall be Shantung Christian University, the Chinese name shall be 齊魯大學 (Cheeloo Ta Hsueh).

### ARTICLE II — PURPOSE

The purpose of Shantung Christian University shall be the advancement of the Kingdom of God through higher education of a distinctly Christian character, having in view the development of a capable and consecrated leadership for the Christian Church and the community in China.

### ARTICLE III — COMPOSITION

SECTION 1. The University shall be constituted, operated and controlled by the cooperation of various Christian organizations.

SECTION 2. Any Christian agency by accepting the regulations governing the University, by undertaking to provide at least the minimum basis of cooperation and after approval of three-fourths of the cooperating bodies may participate in the University. The Charter names the bodies participating at the time of incorporation.

SECTION 3. The Minimum basis and the unit of cooperation shall be the provision of an approved member of the University staff with residence or rent along with either an annual payment of Mex. \$2,000. or a capital grant of Mex. \$35,000. for current expenses. An annual grant of Mex. \$4,000. or a capital grant of Mex. \$70,000. for plant or endowment shall be considered the equivalent of the support of a member of the staff. A full cash unit shall be an annual grant of Mex. \$6,000. or a capital grant of Mex. \$100,000.

SECTION 4. A cooperating organization is free to withdraw from the University, or may have its relationship discontinued by the Board of Governors hereinafter mentioned, upon notice of at least one year, and with such special financial adjustment on property and other equities as may be agreed upon mutually or by arbitration.

## ARTICLE IV — BOARD OF GOVERNORS

### SECTION 1. CONSTITUTION.

(a) **Membership.**— There shall be a Board of Governors, hereinafter usually called "the Governors", composed, until members are elected under these by-laws, of the members of the Joint Boards of the unincorporated University as constituted in 1924, and thereafter it shall be composed of (1) members designated by constituent organizations according to their degree of cooperation as follows: 1. one member for a quota which is temporarily less than a unit, provided the Governors specifically approve; or 2. two members for one to three units; or 3, three members for four to seven units; or 4. four members for eight to twelve units; or 5. five members for thirteen or more units; and (2) members coopted by each section of the Governors to a number not exceeding one-half the number of its representative members; and (3) three Chinese members designated by the Board of Managers; and (4) the president of the University. All Governors shall be Christians in cordial sympathy with the purpose of the University.

(b) **Alternates and Proxies.**— Any member may have an alternate who shall be chosen in the same manner as the principal. In the absence of the principal, an alternate may sit with full powers. At *ensemble* meetings an absent representative member, in the absence of his alternate, if any, may be represented by a properly accredited proxy with full powers. Alternates and proxies shall count in constituting a quorum.

(c) **Length of term.**— The term of membership shall be four years but for the initial organization one-half of the members shall be elected for two years. The members shall be divided into two classes with terms expiring alternately in the odd numbered years. Members shall continue in office until their successors are chosen. Members are eligible for re-election.

(d) **Vacancies.** A vacancy shall be filled for the balance of the term in the same manner as the former member was chosen.

### SECTION 2 SECTIONS.

(a) "The Board shall be sub-divided 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" (*Act*)

(b) Each Section shall hold such Meetings and adopt such Regulations as may be either required by the Governors or desired by that Section. Actions by Sections to be valid as actions of the Governors must be carried by a majority of each Section.

(c) The Functions of the Sections shall be chiefly the joint promotion and execution of ad interim affairs and such other activities as may be either designated by the Governors or undertaken by the Section in harmony with the Governors' policy and program.

(d) Each Section may have such Officers and Committees of its own as may seem desirable.

SECTION 3. MEETINGS.— The Board of Governors will usually meet in Sections. *Ensemble* meetings may be called according to provisions hereinafter specified.

(a) **Time of Meetings.** The annual general meeting shall be held *ensemble* at such time and place as the Governors may decide. Special *ensemble* meetings may be called by the concurrent action of the two Sections. Members of the Field Board of Managers, hereinafter usually called "the Managers", may attend meetings of the Governors as corresponding members.

(b) **Call for Meetings.** Written notice of each *ensemble* meeting shall be sent to each Governor by the Secretary at least sixty days prior to the date of such meeting; the call shall indicate the exact time and place of meeting and as far as practicable the nature of the business to be considered.

(c) **Quorum.** Of all *ensemble* meetings the quorum, including alternates and proxies, shall consist of one-half of the Governors provided that they represent both Sections of the Board and one-half of the cooperating organizations.

### SECTION 4. FUNCTIONS.

(a) "The government, conduct, management and control of the University and of the property, revenue, business and affairs thereof shall be exercised by the Board." (*Act*) The Governors shall be responsible

for the various functions indicated by the Act for the University and for the Board.

(b) The Governors shall be the ultimate authority in the University but for field administration shall empower the Managers and act through them as fully as possible. Matters from China referred to the Governors should come through the Managers with their covering recommendation.

(c) The Governors shall determine the annual budget of the University (see Art. VI, Sec. 4 (c) ), shall pass upon the purchase, construction or sale of property, may hold in trust or by other agreement property used by or for the University, shall consider all matters involving change of policy or the establishment of new departments of the University, and shall endeavor to provide for the needs of the University through the cooperating organizations and in other ways.

(d) The Governors shall, subject to the provisions of Art. VI, Sec. 4 (b), appoint the president, vice-president(s), treasurer, deans, professors, associate professors, and all non-Chinese, permanent members of the staff. They may at their discretion appoint or remove any member of the staff.

(e) The Governors may, from time to time, as and when required for the objects of the University; (1) borrow money upon the credit of the University; (2) limit or increase the amount to be borrowed; (3) make, accept, draw, endorse and execute bills of exchange, promissory notes and other negotiable instruments; and (4) invest the funds of the University in such manner and upon such securities as shall be determined from time to time by the Governors. (*But see Act 13*)

(f) The Governors shall determine the custody and use of the University seal, impression of which is to be found in the margin. The seal is to be lodged in the Toronto office and by vote of Governors duplicate seal(s) may be lodged in Tsinan, London, New York and, or other suitable place(s).

#### SECTION 5. OFFICERS.

(a) The Officers of the Board of Governors shall be a Chairman, vice-Chairman, a Secretary or Secretaries, a Treasurer or Treasurers, and such other officers as may be duly chosen. One person may hold more than one office.

(b) **Election.** The Officers shall be elected at the annual meeting to serve one year or until their successors shall have been elected and shall have qualified. In case any vacancy occurs, an election may be held at any regularly called meeting or the Chairman of the Governors may designate an acting officer to serve ad interim.

(c) **Duties of the Officers.** The Chairman of the Governors shall perform all the customary duties of that Office; he shall sign and shall execute, with the Secretary or other designated officer (s) attesting, contracts and instruments authorized or issued by the authority of the Governors requiring his signature. A vice-Chairman of the Governors in the absence or disability of the Chairman shall perform all duties of the Chairman of the Governors. A Secretary shall perform the usual duties of this Office and shall have custody of a corporate seal. A Treasurer shall perform the duties which ordinarily pertain to this Office.

#### SECTION 6 COMMITTEES.

The Board of Governors or either Section may appoint such committees under such regulations as it may desire.

### ARTICLE V — FINANCE AND PROPERTY.

The fiscal year of the University shall be from July 1 to June 30. Remittances on University account may be made by any cooperating missionary organization through its own Mission in China to the University Treasurer on the Field. Any cooperating missionary organization may receive funds for transmission to the University. Title to the property used for University purposes shall preferably stand in the name of the University; but when necessary it shall be held in trust or under agreement by the University for the organization providing it or in trust by such organization for the University.

### ARTICLE VI—FIELD BOARD OF MANAGERS.

SECTION 1. "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." (Act.) The by-laws of the Managers and amendments thereto shall be subject to the approval of the Governors.

#### SECTION 2. - MEMBERSHIP.

(a) The Field Board of Managers shall be composed of: (1) Representatives of the cooperating Christian Missions and Churches in the Field, designated on a basis from time to time determined by the Governors with due regard to the responsible relationship with the University and to the part taken by women in University affairs; (2) three or, at the discretion of the Governors, more members designated by and from the graduates; (3) coopted members not to exceed in number one-half of the representative members; and (4) the President of the University. Each Manager shall be a Christian, in cordial sympathy with the purpose of the University. All elections to the Managers shall be subject to approval by the Governors. Procedure regarding term of membership, alternates, vacancies, et cetera shall be regulated by the by-laws of the Managers.

SECTION 3. MEETINGS. The Managers shall hold an annual meeting and may hold other meetings. Full minutes of all meetings shall be submitted to the Governors. Procedure regarding time, place, quorum, and call of meetings shall be regulated by the by-laws of the Managers.

#### SECTION 4. FUNCTIONS.

(a) The Managers shall, in agreement with these By-laws, have the responsibility and authority for the Field administration of the University, with powers and duties similar to those of the Managers of similar institutions, their duties and powers to be more specifically designated in their Constitution. The Managers may delegate such of their powers and duties to other responsible groups or persons as will provide for the most efficient functioning of the institution. They shall promote the interests of the University in all appropriate ways.

(b) The Managers shall present to the Governors names for President, Vice-President, Treasurer, Deans, Professors, Associate Pro-

fessors and permanent non-Chinese members of the staff and may in consultation with any Mission directly involved appoint or remove any other member of the staff. The Managers shall prescribe the courses of studies, determine the conditions of entrance, fix the fees and other charges, and in general decide all questions of local management in harmony with the recognized policy and program of the University with due regard to due corporate opinion of the University staff. Important change in the character of the educational or financial policy or program shall be made only with the approval of the Governors.

(c) The Managers shall at least annually prepare and present to the Governors audited balance sheets and financial statements including proposed budgets for the following year and shall make recommendation or suggestion on any and all matters vitally affecting the University.

(d) The Managers shall be accountable to the Governors for the condition, custody and uses of all funds received by them from whatever source. The Managers shall determine the salaries of members of the staff paid directly by the University. The Managers shall locally administer and control on behalf of the owners all land, buildings, equipment and other properties used by the University in China. Funds shall be expended or obligations incurred only within the annual budget sanctioned by the Governors, or with their special authorization. Appeals for funds in North America or Great Britain shall be only through or with the approval of the Governors or the respective Section.

#### ARTICLE VII — THE UNIVERSITY STAFF

SECTION 1. Each officer and teacher shall be distinctly Christian in profession and character and shall be in cordial sympathy with the Purpose and Program of the University. In an exceptional case involving particular qualifications of a Chinese for a specialized position for which no qualified Christian is available, the Managers may, by two-thirds vote, temporarily waive this requirement.

SECTION 2. Prior to assigning a representative to the staff a cooperating organization shall make sure that the prospective appointment is desired by the Managers.

SECTION 3. The various ranks in the teaching staff shall be Professor, Associate Professor, Assistant Professor, Lecturer, Instructor and Assistant Instructor.

SECTION 4. The President of the University shall *ex officio* be a Manager and a Governor. He shall preside at meetings of the faculty and unless there is special action to the contrary shall be the official medium of communication between the Managers and the Governors. He shall be responsible for the educational policy and general discipline of the University and for the execution of measures, not otherwise committed, concerning the field administration of the University. He shall have custody of a duplicate seal. In case of vacancy in the office of President or of his absence or inability to serve, an acting president shall be designated by the Managers, subject to the approval of the Governors.

#### ARTICLE VIII — DEGREES AND CREDENTIALS

(a) The Managers may, subject to conditions approved by the Governors, confer undergraduate and graduate degrees upon the basis of examinations passed after the special Act of Parliament of Canada incorporating the University on July 19, 1924.

(b) The Governors, upon nomination or approval of the Board of Managers may confer honorary degrees.

(c) Credentials may be granted by the Managers to those who have satisfactorily completed certain prescribed courses of the University.

#### ARTICLE IX — AMENDMENTS

Amendments to these By-laws may be proposed by either Section of the Governors or by the Managers. The By-laws may be amended by a two-thirds vote at any regularly called and constituted meeting of each Section, provided that a month's advance notice, with at least the substance of the amendment, shall have been furnished each member of the Board of Governors.

#### Minutes of the Special Committee on Financial Regulations of the Board of Governors of Shantung Christian University.

April 15, 1926—4:30 P. M.

150 FIFTH AVENUE—NEW YORK CITY.

Pursuant to action taken by the Governors in Toronto on April 9th, a Special Committee on Financial Regulations met at 4:30 p. m., April 15th, 1926, all of the members being present as follows:

F. H. Hawkins	Henry J. Cochran
Mrs. L. L. Shaw	Eric M. North
Dr. Hugh H. Weir	

F. H. Hawkins was chosen as Chairman and led the Committee in prayer.

After consideration of the draft of Financial Regulations submitted by Eric M. North, the draft was amended and adopted as follows:

#### FINANCIAL REGULATIONS

G-Sp.69 Board of Governors of Shantung Christian University.

1. At the Annual Meeting of the Board of Governors, the Treasurers of the British and North American Sections will ordinarily be elected Assistant Treasurers of the Corporation. In their administration as Assistant Treasurers they shall be governed by the regulations which follow, which shall also apply to the Treasurer of the Corporation. Subject to the approval of the Governors, the Board of Managers shall adopt suitable financial regulations covering transactions on the field.

2. There shall be in each Section a Finance Committee of not less than three members approved by the Section. These Committees shall have supervision over the finances of the respective Sections and of the office and work of the respective Assistant Treasurers. In accordance with the general policy, and under the instructions of the respective Sections, each Committee shall make or cause to be made investments of all funds held by the Assistant Treasurers and available for investment. Each

Committee shall make formal report of all investments and change in investments to the respective Sections at the next succeeding Section meeting. In the interim between ensemble meetings of the Governors but subject to such concurrent action as the two Sections may take, the Finance Committee of the North American Section shall exercise committee direction over investment of funds held by the Treasurer and shall report to the Sections thereon. No investment, purchase, or sale for the account of endowment funds of the University, nor any contract concerning the same, shall be made by the Treasurer or Assistant Treasurers, without the formal approval of the Finance Committee concerned.

3. The funds of the University shall be grouped as follows:

- (a) Endowment funds;
- (b) Funds for special purposes;
- (c) Building Funds;
- (d) Current Funds.

The endowment funds shall neither be expended nor hypothecated for current expenses, but shall be retained and preserved inviolate. Investments of endowment funds shall be made as heretofore provided by the Finance Committees. In no case shall the amount loaned on mortgages exceed two-thirds of a fair valuation.

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

Funds for special purposes shall consist of all gifts, grants, donations and bequests for special purposes whose principal and income may be used, and shall be expended or invested in accordance with the terms of the gift.

Building funds shall consist of all gifts, grants, donations, and bequests for the erection and equipment of buildings, and of other moneys and properties appropriated, or assigned by the Board of Governors for that purpose.

The current funds shall consist of income on endowments, tuition receipts and other fees, gifts, grants or bequests for current purposes, receipts from business and commercial operations of the University and all other receipts for current use. These may be held by the Treasurer or Assistant Treasurers or by the Field Treasurer.

4. The Treasurer and Assistant Treasurers shall be the custodians of the funds and securities belonging to the corporation and shall keep the securities in safety deposit vaults to be designated by the respective Finance Committees. Regulations as to access to the securities shall be adopted by the respective Sections as a part of these Regulations. The provisions of this regulation shall not be held to prevent the Sections from contracting with responsible Trust Companies to act as custodians in holding and keeping safely said securities and to make deliveries on the orders of such persons as the Sections may authorize.

5. The Treasurer and Assistant Treasurers shall collect and receive all moneys arising from gifts, bequests, or otherwise, for the benefit of the University and all fees and money from any source due to the Board of Governors or the Sections. They shall deposit all such moneys received to the credit of the University in the appropriate bank accounts in such banks as may be determined by the Board of Governors or the Sections. They shall keep proper books of the accounts, fully setting forth the financial conditions and transactions of the Board of Governors and the Sections and shall supply the Governors, the Sections, and their Committees and the President of the University with such statements as may be required.

6. An annual audit shall be made, preferably by one or more firms of public accountants, of the books and securities of the Governors and the Sections; under such supervision as the Governors or Sections may direct.

7. The Treasurer may be bonded in such sum as the Governors may direct. The Assistant Treasurers may be bonded in such sums as the respective Sections may direct. The premiums on such bonds shall be paid from the funds of the Governors and the Sections.

8. The Governors or the respective Sections shall adopt such resolutions as they deem necessary authorizing the opening of bank accounts and the signing of checks.

ERIC M. NORTH.  
Secretary

## BY-LAWS OF THE FIELD BOARD OF MANAGERS.

### Article I.

#### COMPOSITION OF THE FIELD BOARD

##### SECTION I—MEMBERSHIP.

The Field Board of Managers shall be composed of:

A. (1) One representative elected or appointed by each of the cooperating missions, churches or other Christian organisations; (2) one additional representative elected or appointed by each organisation supplying in staff members or financial support up to the equivalent of six full units of cooperation, (see By-laws of Board of Governors, Art. III, Sec. 3); (3) one representative appointed by each Women's Board or other body which contributes through the Women's Unit to the University in staff or finances up to the "minimum basis and the unit of cooperation", regardless of whether the Mission of which the contributing body is a part, is or is not otherwise represented on the Board.

B. Three or, at the discretion of the Governors, more representatives designated by and from the graduates.

C. Co-opted members not to exceed in number one-half of the representative members.

D. The President and Vice-President of the University as ex-officio members, without voting power.

Each Manager shall be a Christian and in cordial sympathy with the purpose of the University.

##### SECTION II—ALTERNATES.

In case of the unavoidable absence of a member from any meeting a substitute may be sent from the body he represents.

##### SECTION III—LENGTH OF TERM.

The period of service for members of the Field Board shall be three years; the members shall be divided into three classes with

terms expiring in successive years. Members shall continue in office until their successors are appointed. Members shall be eligible for re-election.

##### SECTION IV—PRESIDENT OF THE UNIVERSITY.

The President of the University shall be Secretary of the Field Board, with the right to move and second resolutions but without voting power.

##### SECTION V—MEETINGS.

There shall be an annual meeting of the Field Board of Managers, to be held preferably during the University Commencement season. Seven voting members shall constitute a quorum. The Field Board of Managers shall elect annually a voting member as chairman. Special meetings may be called by the Administrative Council, or on the written request of five members of the Field Board of Managers. Full minutes of all meetings shall be submitted to the Board of Governors.

### Article II. FUNCTIONS

SECTION I. The Managers shall, in agreement with the By-laws of the Board of Governors, have the responsibility and authority for the field administration of the University, with powers and duties similar to those of the Managers of similar institutions. The Managers may delegate such of their powers and duties to other responsible groups or persons as will provide for the most efficient functioning of the institution. They shall promote the interests of the University in all appropriate ways. In particular the interests of the Women's Unit shall be delegated to a special Council as hereinafter provided for.

SECTION II. The Managers shall present to the Governors names for President, Vice-President, Treasurer, Deans, Professors, Associate Professors and permanent non-Chinese members of the staff, and may in consultation with any Mission directly involved, appoint or remove any member of the staff. The Managers shall prescribe the courses of studies, determine the conditions of entrance, fix the fees and other charges, and in general decide all questions of local management, in

harmony with the recognised policy and programme of the University, with due regard to the corporate opinion of the University staff. Important changes in the character of the educational or financial policy or programme shall be made only with the approval of the Governors.

SECTION III. The Managers shall at least annually prepare and present to the Governors audited balance sheets and financial statements, including proposed budgets for the following year, and shall make recommendation or suggestion on any or all matters vitally affecting the University.

SECTION IV. The Managers shall be accountable to the Governors for the conditions, custody and use of all funds received by them from whatever source. The Managers shall determine the salaries of members of the staff paid directly by the University. The Managers shall locally administer and control on behalf of the owners, all land, building, equipment and other properties used by the University in China. Funds shall be expended or obligations incurred only within the annual budget sanctioned by the Governors, or with their special authorisation. Appeals for funds in North America or Great Britain shall be only through or with the approval of the Governors or the respective Sections.

#### Article III.

##### ADMINISTRATIVE COUNCIL.

SECTION I. The ad-interim executive of the Field Board of Managers shall be called the Administrative Council of the Field Board of Managers.

SECTION II. The Council shall consist of not less than seven Managers who shall be elected at the annual meeting of the Field Board, together with the President and Vice-president of the University, who shall be ex-officio members without vote. Four voting members shall form a quorum. The Chairman of the Field Board of Managers shall also be chairman of the Administrative Council.

SECTION III. Regular meetings of the Administrative Council shall be held twice a year and shall be convened by the President. Special meetings may be called by the President or at the request of three members.

SECTION IV. On behalf of the Field Board of Managers and within the lines of policy to be indicated by it, the Administrative Council shall (a) administer and control all land, building, equipment or other property of the University; supervise the expenditure of all funds duly committed to it, and generally direct the financial and business affairs of the University; and (b) have power to take immediate action in all urgent ad interim matters, including provisional appointments to staff, in which delay would be harmful to the University.

SECTION V. All actions of the Council shall be reported immediately to all members of the Field Board of Managers.

SECTION VI. Decisions of the Council must have a three-fourths majority in order to be valid. In urgent cases they shall be final, if unanimous; in all other cases they shall be final unless within three weeks from the issue of the report a protest is received by the President from at least three members of the Field Board of Managers. In such cases the action in question shall be reserved for consideration by the Field Board of Managers.

#### Article IV.

##### COUNCIL OF WOMEN'S UNIT

SECTION I. The Council of the Women's Unit shall consist of the Chairman of the Field Board of Managers, all women members of that Board, the President of the University and the Dean of women ex officio. Any cooperating body which contributes to the Women's Unit of the University three times the minimum basis and unit of cooperation may appoint an additional member of this Council (who shall not thereby be constituted a member of the Field Board of Managers). The Council thus constituted may coopt additional members, not exceeding one-half of its regular membership.

SECTION II. The Council of the Women's Unit shall promote the interests of the Women's Unit of the University, and make recommendations to the Field Board of Managers on all matters arising from Senate action relating to the Women's Unit of the University.



Article V.

**FINANCE AND PROPERTY COMMITTEE**

The financial administration, annual auditing of the Treasurer's accounts, upkeep of grounds and buildings, power plant, workshop and printing press shall be under the direction of a Finance and Property Committee of the Administrative Council, acting in accordance with instructions of the Administrative Council. The President and Treasurer shall be ex-officio members of the Committee without vote.

Article VI.

**AMENDMENTS**

Subject to the concurrence of the Board of Governors these By-Laws may be amended by a vote of two-thirds of the Managers present and voting (1) at an annual meeting, or (2) at any meeting of the Managers, provided that full notice of the proposed amendment shall have been given at a previous meeting or have been sent to each Manager at least one month in advance of the meeting at which action may be contemplated.

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**REGULATIONS FOR THE INTERNAL ORGANISATION  
OF THE UNIVERSITY**

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Art. I. Schools and Departments.

The Schools and Departments of the University shall include a School of Arts and Science, a School of Theology, a School of Medicine, an University Extension Department, and such other schools or departments as shall be determined upon by the Field Board of Managers in co-operation with the Board of Governors.

Note. Only a "School" shall be placed in charge of its own Dean and Faculty.

Art. II. Officers of the University.

The officers of the University shall include a President, a Vice-President, Deans of Schools, a Dean of Women, a Director of the Extension Department, a Treasurer and a Registrar.

Art. III. The President.

Sec. 1. The President shall be the official representative of the University; he shall also be ex-officio a member of every governing body of the University.

Sec. 2. It shall be the duty of the President, in consultation with the Field Board of Managers and the Board of Governors, to secure necessary reinforcements for the teaching staff, promote the financial interests of the University and generally concern himself with all matters affecting its welfare and progress.

Sec. 3. The President shall have general oversight of the several Schools and Departments, of University property, together with the financial and business administration of the University. Subject to the approval of the Field Board of Managers, he may delegate to other University officers such of his supervisory powers as he may desire.

Sec. 4. The President shall be Chairman of the Academic Board and, in conjunction with it, shall be responsible for the maintenance of

the educational standard of the University, for the well-being of the student body as a whole, and for the general academic administration of the University.

**Note:** The Vice-President shall co-operate with the President in the general administration of the University, and shall act in his stead whenever necessary.

**Art. IV. The Deans of Schools.**

Sec. 1. The Dean of each School shall have the oversight of the teaching and administration of his School, shall be responsible for its efficiency, and shall in consultation with his faculty and with the President, use his best efforts to ensure its welfare and progress.

Sec. 2. The Dean shall, in conjunction with his faculty, be responsible for the discipline of his School, in accordance with Art. XIII.

Sec. 3. The Dean shall be Chairman, executive officer and convener of his faculty. He shall issue an agenda before each meeting to the members of the Faculty and to the President.

**Art. V. The Treasurer.**

Sec. 1. The Treasurer shall receive, and as directed by the Field Board of Managers, shall disburse, or otherwise manage, the funds of the University; he shall be responsible for the accurate keeping of the accounts of the University, and for preparing balance sheets, budget sheets and all other financial statements, as the Field Board of Managers shall direct.

Sec. 2. He shall pay all orders signed by persons duly authorised by the Field Board of Managers, provided that the total of such orders on any particular account is within the appropriation made by the Field Board of Managers.

Sec. 3. The administration of the Treasurer's office shall be under the supervision and direction of the Finance and Property Committee of the Administrative Council, and any question as to the legitimacy of an item of expenditure, or validity of an order on the

Treasurer, shall be referred to the President, who shall bring the matter before the Finance and Property Committee for its decision.

Sec. 4. He shall study the financial interests of the University, and make recommendations thereon to the Field Board of Managers or to the Administrative Council.

**Art. VI. The Registrar.**

The Registrar shall be responsible for accurate registration of the entrance and academic records of all students, and shall keep other records of a similar nature, and attend to all other business pertaining to this office in accordance with the instructions of the Senate.

**Art. VII. The Librarian.**

Sec. 1. The Librarian in conjunction with the Library Committee, shall have charge of the Library, and shall make and keep a complete catalogue of its contents. He shall, with the approval of the Committee, arrange for the purchase of all additions to the Library, and make regulations for controlling the use of the Library and Reading Room; and he shall perform all other duties pertaining to the office in accordance with the instructions of the Senate.

Sec. 2. There may be sections of the general Library in the several Schools or Departments under the care of sub-Librarians, as determined by the Library Committee, with the approval of the Senate.

**Art. VIII. Teachers of the University.**

Sec. 1. The teachers of the University shall be classed as Professors, Associate Professors, Assistant Professors, Lecturers, Instructors and Assistants.

Sec. 2. Professors shall be such whole-time teachers as, by reason of special knowledge and experience, are, in the judgment of the Board of Managers, qualified for the office and have been duly appointed thereto. In Chinese they shall be styled, Cheng Chiao Shou.

Sec. 3. Associate Professors shall be such whole-time teachers as in the judgment of the Board of Managers are qualified to teach their subject or subjects without supervision by another teacher, but who have not been specifically appointed to the office of Professor. In Chinese they shall be styled, Chiao Shou.

Sec. 4. Assistant Professors shall be such full-time teachers as in the judgment of the Board of Managers are qualified to teach their subject or subjects, but whose experience or other qualifications do not yet entitle them to the rank of Associate Professor. In Chinese they shall be styled, Fu Chiao Shou.

Sec. 5. Lecturers shall be such teachers as in the judgment of the Board of Managers are qualified to be Professors, Associate Professors, or Assistant Professors, but who are giving only part time to teaching in the University. In Chinese they shall be styled, Chiang Shih.

Sec. 6. Teachers other than those specified above shall be ranked in two grades, the higher grade shall be entitled Instructors, Chu Chiao, and the lower grade, Assistants, Fu Chu Chiao.

#### Art. IX. The Senate.

Sec. 1. There shall be a Senate of the University, composed of the President as Chairman, Vice-President, the Deans, the Director of the Extension Department, the Superintendent of the Hospital, two representatives from each Faculty, at least one of whom shall be a Chinese, elected annually by the Faculties, and a representative from the Women's Unit. The Registrar and Treasurer shall be members ex-officio without vote.

Sec. 2. It shall have charge, subject to the regulations of the Field Board of Managers, of the internal administration of the University in the matters hereinafter stated, and such other matters as may be committed to it by the Field Board of Managers. It shall meet at least once a month.

Sec. 3. It shall make regulations, upon recommendation from the faculties concerned, relating to entrance requirements, courses of study, examinations and granting of diplomas and degrees; take such actions as are necessary to co-ordinate the instruction given in the several schools of the University; recommend candidates for diplomas and degrees on presentation of their names by the Faculties; and have general internal direction of the education provided by the University.

Sec. 4. It shall receive recommendations from each Faculty concerning any matter affecting the efficiency and development of the School of that Faculty, and, if necessary, report the same to the Field Board of Managers with such recommendations as it may deem advisable.

Sec. 5. It shall have power to review, refer back, suspend, or disallow any act of a Faculty which affects any other school or schools of the University, or, in the judgment of the Senate, is not in the best interests of the University as a whole. Any faculty or member thereof may appeal to the Field Board of Managers or its Administrative Council.

Sec. 6. The Senate shall receive and co-ordinate the budgets prepared by the Faculties and standing committees and shall present the co-ordinated budget to the Field Board of Managers.

Sec. 7. The Senate shall, after consultation with the faculties concerned, make recommendations to the Field Board of Managers with regard to the appointment or retirement of professors, associate professors, assistant professors and lecturers.

Sec. 8. The Senate shall, after consultation with the faculty or faculties concerned, appoint or retire instructors or assistants and all other members of the staff of the several schools not otherwise provided for.

Sec. 9. The Senate shall make recommendations to the Field Board of Managers with regard to appointment to such offices of general University administration as the Field Board of Managers may determine.

Sec. 10. The Senate shall have power to appoint assistant officers for General University administration to such offices as the Field Board of Managers may create. It shall also have power to retire these officers.

Sec. 11. It shall be responsible to the Field Board of Managers for the general moral and religious well-being of the student body and shall make such regulations as it may deem necessary therefor. It shall also formulate general regulations for the discipline of the University, and have power to suspend or expel any student of the University.

Sec. 12. All acts, rules and regulations of the Senate shall be subject to the review and control of the Field Board of Managers. The minutes of all its meetings shall be circulated without delay among the members of the Field Board of Managers and shall be accessible to the members of the Academic Board.

Sec. 13. The Senate may appoint committees for such objects as it may determine.

Art. X. The Women's Unit of the University.

Sec. 1. The Women's Unit of the University shall consist of the President of the University, the Dean of Women, the Associate Dean of Women, and all permanent women members of the Faculties of the University appointed by the Field Board of Managers. It shall act as a subcommittee of the Senate, preparing for presentation to the President, the Senate, or the faculties concerned, recommendations on the following matters:

- a. The nomination of Dean of Women and Associate Dean of Women.
- b. The nomination by the Faculties of all permanent women members of the staff of the rank of professor, associate professor, assistant professor and lecturer.
- c. The nomination of women members of the staff below the rank of those appointed by the Field Board of Managers, with the salaries proposed for them.
- d. The annual budget of the Women's Unit.
- e. Plans for buildings or projects for the expansion of the Women's Unit.
- f. All rules and regulations pertaining to the women students, including the constitution and by-laws referred to it by the Women Students' Self-Government Society.

Sec. 2. The Women's Unit shall annually elect one of its number as a representative on the Senate.

Sec. 3. There shall be an Accounting Secretary of the Women's Unit who shall keep a record of funds contributed to the University Budget through the Women's Boards. She shall be custodian of the

funds for running expenses, and of such special funds as cannot conveniently be handled by the Treasurer of the University. A full account of all such funds shall be sent annually, through the Dean of Women, to the Women's Committee of the Board of Governors.

Art. XI. Academic Board.

Sec. 1. There shall be an Academic Board composed of the President, Vice-President, the Deans, the Superintendent of the Hospital, the Director of the Extension Department and all other members of the several faculties, the Treasurer, Registrar and Librarian of the University.

Sec. 2. It shall make recommendations to the Senate with regard to educational policy, the establishment of new departments, or any other matters affecting the progress and general efficiency of the University.

Sec. 3. The Academic Board shall meet as convened by the President. Special meetings shall be called on the request of the Senate or any five members of the Academic Board.

Art. XII. The Faculties.

Sec. 1. The Faculty of each School shall be composed of the Dean and such professors, associate professors, assistant professors and lecturers of the School as shall be appointed to the Faculty by the Field Board of Managers. The powers and duties of the Faculty shall include the following:—

Sec. 2. To have charge of the instruction in the subjects assigned to it, and be responsible for such other matters as may be committed to it by the Field Board of Managers, or by the Senate.

Sec. 3. To regulate the conduct of examinations in the subjects assigned to it, in accordance with the rules and regulations of the Senate.

Sec. 4. To be responsible for the discipline of the students in its School in accordance with the regulations concerning University discipline stated in Art. XIII.

Sec. 5. To make recommendations to the Senate concerning entrance requirements, courses of study, and granting of diplomas and degrees in its own School.

Sec. 6. To make recommendations to the Senate with regard to educational policy and other matters affecting the efficiency and development of the School.

Sec. 7. To make recommendations to the Senate with reference to appointments to staff.

Sec. 8. To make recommendations to the Senate with reference to buildings and equipment.

Sec. 9. To prepare the annual budget for its own school and report the same to the Senate, and to have charge of the disbursement of such sums as are committed to it.

Sec. 10. All actions of the Faculties shall be reported to the Senate.

#### Art. XIII. Discipline.

Sec. 1. The general regulations for students' discipline shall be formulated by the Senate, subject to the approval of the Field Board of Managers.

Sec. 2. Each Faculty may determine its rules of discipline in accordance with the regulations formulated by the Senate.

Sec. 3. In minor cases of discipline a member of the teaching staff, may, in accordance with the rules of his Faculty, take immediate action which shall be final. In more serious cases report shall be made to the Dean who, if necessary, shall report to the Faculty for consideration and final action.

Sec. 4. Such flagrant offences as in the judgment of the Faculty may call for suspension or expulsion, shall be reported to the Senate for consideration and final action.

Sec. 5. Where a case occurs threatening to involve the general order of the University or the discipline of more than one School, report shall at once be made to the President by the Dean or Deans concerned, or by such other members of the University staff as have cognizance of the matter. The President shall bring it before the Senate, who shall take suitable action. If however, in the judgment of the Senate, the matter is of sufficient gravity, the Academic Board may be consulted before final action is taken.

#### Art. XIV. Annual Budgets and Disbursement of Current Funds.

Sec. 1. The disbursement of funds allotted to the several schools and departments for equipment and maintenance shall be in charge of the respective faculties or committees, and the annual budgets for the same be prepared by those bodies. Orders on the Treasurer shall be signed by the respective Deans or their appointees.

Sec. 2. The disbursement of funds allotted for University administration, not otherwise provided for, shall be in charge of the Senate, and the annual budget for the same be prepared by that body. Orders on the Treasurer shall be signed by the President or his appointees.

Sec. 3. The disbursement of funds allotted to committees or their sub-committees shall be in charge of those committees or sub-committees and the annual budgets prepared by them. Orders on the Treasurer shall be signed by the respective chairmen.

Sec. 4. The several budgets referred to in the above sections shall be co-ordinated by the Senate, and the co-ordinated budget shall be presented by it, together with such recommendations as it may deem wise, to the Field Board of Managers.

Sec. 5. The annual budget for expenditures by the President shall be submitted by him to the Senate, and orders on the Treasurer for such expenditures shall be signed by him.

Sec. 6. Any transfer of appropriations affecting the total budget of a School or Department must first be approved by the Administrative Council.

#### Art. XV. University Property.

Sec. 1. The Administrative Council shall on behalf of the Field Board of Managers control all capital expenditure on the University Grounds, Building and Equipment; appoint architects and builders; pass upon all plans and specifications; and authorise all contracts.

Sec. 2. Plans of buildings for the use of the several Schools shall be presented to the Faculties concerned, or in the case of the University grounds and the general University buildings, to the Senate,

and opportunity given to those bodies to make recommendations concerning them, which shall be reported to the Administrative Council.

Sec. 3. The Administrative Council may depute such committees as it shall deem expedient to supervise building operations in accordance with the plans which it has approved.

Sec. 4. Orders on the Treasurer for building operations herein provided for shall be signed by the President or by such others as may be appointed by the Administrative Council.

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TRANSFER

SHANTUNG

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

COUNSEL:-

NEWTON W. ROWELL, K. C.

RECEIVED

JUL 21 1925

July 22nd, 1925.

ANS'D  
Presbyterian Foreign Mission Board

Rev. A. E. Armstrong,  
Board of Foreign Missions,  
United Church of Canada,  
Confederation Life Bldg.,  
T o r o n t o .

Dear Mr. Armstrong:-

Re - Shantung University.

I have your letter of the 20th inst. and have read Dr. Cochrane's letter, which I return herewith.

" The only portions of the Act which are relevant are Section 7 (2) (b) and Section 12, from which you will note that the University may acquire and hold property by purchase, donation, devise, etc., and the Board may re-invest University property as they may deem advisable but subject to the terms of any trust affecting such property. It would therefore appear that there is no restriction by the Statute as to investment by the Board of University funds, but I should think that the Board should restrict its investments to those which are authorized by Law for trustees, such as first mortgages on improved City property not exceeding fifty per cent. of its value, and properly authorized bonds. #

If you wish further information as to just what are comprised

JUL 22  
1925

Rev. A. E. Armstrong - 2.

in the term "trustee securities", I shall be glad to advise  
you at any time.

Yours sincerely,

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-MH."

JBA-MH.

Encl.



**ROWELL, REID, WRIGHT & McMILLAN**

**BARRISTERS & SOLICITORS**

THOS. REID WARD WRIGHT, K.C. E. G. McMILLAN  
JOHN B. ALLEN EWART R. LYNCH WILFRED R. BINCH  
DOUGLAS J. NICKLE F. WILKINSON H. E. LANGFORD

COUNSEL - NEWTON W. ROWELL, K.C.

SHANTUNG

CABLE ADDRESS "ROWELL"

38 KING STREET WEST  
TELEPHONE ELGIN 5121

TORONTO 2, April 30th, 1929.

RECEIVED

MAY 1 1929

ANS'D

Handwritten notes and a rectangular stamp, possibly containing a name or reference number.

TRANSFER

Rev. A. E. Armstrong, D.D.,  
299 Queen St. W.,  
Toronto 2, Ont.

Dear Dr. Armstrong:

RE SHANTUNG CHRISTIAN UNIVERSITY.

I have your letter of the 29th instant with enclosure as therein stated, which is returned herewith.

Under the Act of Incorporation, being Chapter 99 of the Statutes of Canada, 1924, the government of the University was vested in the Board of Governors, and they have power from time to time to enact by-laws and repeal or amend the same. A Field Board of Managers was established by Section 9 of the Act, reading as follows -

"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."

APR 30  
1929  
TRANSFER

Rev. A. E. Armstrong, D.D., - 2 -

Under the powers given to the Board of Governors I am of the opinion that all the powers which it is desired for the Board in China to have can be delegated to them by by-law, but that the name "Field Board of Managers" cannot be changed except by amendment to the Statute incorporating.

I am a little at a loss to understand the reason of the third paragraph of the enclosed memorandum. I am of the opinion that the Board of Governors can lease the University plant to any one they see fit, and can delegate the power of leasing to the Field Board of Managers by by-law, but to lease it to the Field Board of Managers as such would be in fact leasing it to themselves. If, however, for reasons peculiar to the situation in China it is desirable that the University plant be leased to the Field Board of Managers in their individual and personal capacity there is no legal reason, as far as our law goes, why this cannot be done.

I will be very glad to confer with you and Mr. Garside in connection with the matter, and if I should be out of town my partner, Mr. Allen, is thor-

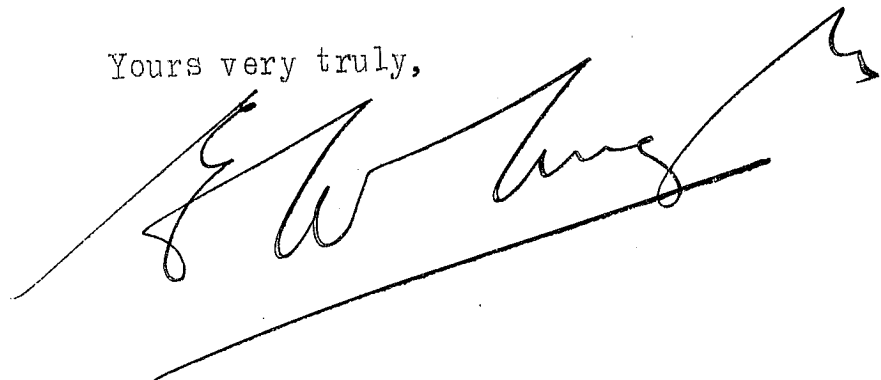
APR 30  
1929

Rev. A. E. Armstrong, D.D., - 3 -

oughly conversant with it, and concurs in the above  
opinion.

Yours very truly,

EW/HD.  
ENCLS.

A handwritten signature in cursive script, appearing to read "G. W. Armstrong", is written over a horizontal line. The signature is slanted upwards to the right.

RECEIVED  
UNIVERSITIES  
MAY - 3 1929  
JOINT OFFICE

**REVISED BY-LAWS OF THE BOARD OF DIRECTORS**

**CHEELOO UNIVERSITY**

**1936**

**REVISED BY-LAWS OF THE BOARD OF DIRECTORS  
CHEELOO UNIVERSITY**

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*Section 1. Name*

The name of the Board shall be the Board of Directors of Cheeloo University (Ssu Li Cheeloo Ta Hsueh Hsiao Tung Hui).

*Section 2. Purpose*

The Board shall be responsible for the general management of the University and shall exercise the functions described in Section 19 of the Revised Regulations for Private Schools.

*Section 3. Founders*

The Founders are the associations in the West representing the missionary societies which join in the support of the University. The Founders may elect one to three regular members of the Board.

*Section 4. Composition of Board*

The Board shall consist of 11 to 15 members. Foreign members shall not exceed one-third. The representation shall be in accordance with the following regulations:

The American Presbyterian Mission (North) and the American Presbyterian Mission (South) conjointly one Chinese and one foreigner. The English Baptist Mission, the London Mission and the English Methodist Mission conjointly one Chinese and one foreigner, it being understood that the English Baptist Mission shall have one representative. The Society for the Propagation of the Gospel one, either Chinese or foreign. The United Church of Canada Mission and the United Church of Canada Women's Board conjointly one, Chinese or foreign; and the Women's Foreign Missionary Society, one woman, Chinese or foreign.

The Alumni shall have three representatives, one being a medical graduate.

The General Assembly of the Church of Christ in China shall have one representative.

The remaining four members shall be coopted by the Board.

Any cooperating missionary society not directly represented on the Board may send one representative to sit at Board meetings as a corresponding member without vote.

All members of the Board shall be members in good standing of some evangelical church.

#### *Section 5. Qualifications of Members*

Not less than four members of the Board shall be trained educationists or persons with experience in the administration of schools. No member of the University staff shall be eligible for membership.

#### *Section 6. Term of Office*

The period of service for members of the Board shall be three years, beginning July 1st. At its first meeting after reorganization the members of the Board shall divide themselves into three sections to serve for one, two and three years respectively. Members shall be eligible for reelection. In case a person who has agreed to serve as a director fails to attend two consecutive meetings, without sufficient excuse, his place shall be considered vacant. Vacancies among the members elected by bodies other than the Board may be filled temporarily by the Board at any meeting until a new member has been regularly elected.

#### *Section 7. Officers*

There shall be a chairman and secretary. They shall be elected annually at the summer meeting of the Board from among its membership. The chairman shall be a Chinese. The President of the University, while not a member of the Board, shall attend all meetings and shall have all privileges of the floor except the right to make motions and to vote.

#### *Section 8. Meetings*

There shall be two regular meetings of the Board each year — a summer meeting held at the University shortly before the end of the school year, and a winter meeting.

Eight members shall constitute a quorum.

The chairman may call special meetings of the Board at his discretion and he shall call a special meeting on the written request of five members of the Board.

#### *Section 9. Special Majorities*

The election of a president shall require the approval of at least ten members of the Board. The approval of the annual budget, of amend-

ments to these by-laws, and the election of coopted members of the Board shall require a vote of two-thirds of the members present at the meeting when action is taken.

*Section 10. Amendments*

These By-laws may be amended only at a regular meeting and on the proposal of three voting members of the Board. The proposed amendment shall be mailed by the secretary of the Board to each member not less than one month before the meeting at which the amendment is to be voted on.

*Section 11.*

These By-laws shall be carried into effect when approved by the Ministry of Education.