

The Northwestern University Charter and Amendments

CHARTER (1851)

AN ACT TO INCORPORATE THE NORTHWESTERN UNIVERSITY

SECTION I. *Be it enacted by the People of the State of Illinois, represented in the General Assembly:* That Richard Haney, Philo Judson, S. P. Keys, and A. E. Phelps, and such persons as shall be appointed by the Rock River Annual Conference of the Methodist Episcopal Church to succeed them in said office; Henry Summers, Elihu Springer, David Brooks, and Elmore Yocum, and such persons as shall be appointed by the Wisconsin Annual Conference of said church to succeed them; four individuals, if chosen, and such persons as shall be appointed to succeed them by the Michigan Annual Conference of said church; four individuals, if chosen, and such persons as shall be appointed to succeed them by the North Indiana Annual Conference of said church; H. W. Reed, I. I. Steward, D. N. Smith, and George M. Geas, and such persons as shall be appointed to succeed them by the Iowa Annual Conference of said church; four individuals, if chosen, and such persons as shall be appointed to succeed them by the Illinois Annual Conference of said church; A. S. Sherman, Grant Goodrich, Andrew J. Brown, John Evans, Orrington Lunt, J. K. Botsford, Joseph Kitterstring, George F. Foster, Eri Reynolds, John M. Arnold, Absalom Funk, and E. B. Kingsley, and such persons, citizens of Chicago or its vicinity, as shall be appointed by the Board of Trustees hereby constituted to succeed them, be, and they are hereby, created and constituted a body politic and corporate, under the name and style of the *Trustees of the Northwestern University*, and henceforth shall be styled and known by that name, and by that name and style to remain and have perpetual succession, with power to sue and be sued, plead and be impleaded, to acquire, hold and convey property, real, personal, or mixed, in all lawful ways, to have and use a common seal, and to alter the same at pleasure, to make and alter from time to time such by-laws as they may deem necessary for the government of said institution, its officers and servants, provided such by-laws are not inconsistent with the constitution and laws of this State and of the United States, and to confer on such persons as may be considered worthy of such academical or honorary degrees as are usually conferred by similar institutions.

SECTION II. The term of office of said Trustees shall be four years, but that of one member of the Board for each conference enjoying the appointing power by this act, and [the] term of three of the members whose successors are to be appointed by the Board hereby constituted, shall expire annually, the term of each member of the Board herein named to be fixed by lot at the first meeting of said Board, which Board shall, in manner above specified have perpetual succession, and shall hold the property of said institution solely for the purposes of education, and not as a stock for the individual benefit of themselves or any contributor to the endowment of the same; and no particular religious faith shall be required of those who become students of the institution. Nine members shall constitute a quorum for the transaction of any business of the Board, except the appointment of President or Professor, or the establishment of chairs in said institution, and the enactment of by-laws for its government, for which the presence of a majority of the Board shall be necessary.

SECTION III. Said annual conferences of the Methodist Episcopal Church, under whose control and patronage said university is placed, shall each also have the right to appoint annually two suitable persons, members of their own body, visitors to said university, who shall attend the examination of students, and be entitled to participate in the deliberations of the Board of Trustees and enjoy all the privileges of members of said board except the right to vote.

SECTION IV. Said institution shall remain located in or near the City of Chicago, Cook County, and the corporators and their successors shall be competent in law or equity to take to themselves, in their said corporate name, real, personal, or mixed estate, by gift, grant, bargain and sale, conveyance, will, devise or bequest of any person or persons whomsoever and the same estate, whether real, personal, or mixed, to grant, bargain, sell, convey, devise, let, place out at interest, or other-wise dispose of the same for the use of said institution in such manner as to them shall seem most beneficial to said institution. Said corporation shall faithfully apply all the funds collected or the proceeds of the property belonging to the

said institution, according to their best judgment, in erecting and completing suitable buildings, supporting necessary officers, instructors, and servants, and procuring books, maps, charts, globes, and philosophical, chemical, and other apparatus necessary to the success of the institution, and do all other acts usually performed by similar institutions, that may be deemed necessary or useful to the success of said institution, under the restrictions herein imposed: Provided, nevertheless, that in case any donation, devise, or bequest shall be made for particular purposes accordant with the design of the institution, and the corporation shall accept the same, every such donation, devise, or bequest shall be applied in conformity with the express conditions of the donor or devisor: Provided further, that said corporation shall not be allowed to hold more than two thousand acres of land at any one time unless the said corporation shall have received the same by gift, grant, or devise; and in such case they shall be required to sell or dispose of the same within ten years from the time they shall acquire such title; and by failure to do so, such land over and above the beforenamed two thousand acres, shall revert to the original donor, grantor, devisor, or their heirs.

SECTION V. The treasurer of the institution and all other agents when required, before entering upon the duties of their appointment, shall give bond for the security of the corporation in such penal sums, and with such securities as the corporation shall approve, and all process against the corporation shall be by summons, and the service of the same shall be by leaving an attested copy thereof with the treasurer at least sixty days before the return day thereof.

SECTION VI. The corporation shall have power to employ and appoint a President or Principal for said institution, and all such professors or teachers, and all such servants as may be necessary, and shall have power to displace any or such of them, as the interest of the institution may require, to fill vacancies which may happen, by death, resignation, or otherwise, among said officers and servants, and to prescribe and direct the course of studies to be pursued in said institution.

SECTION VII. The corporation shall have power to establish departments for the study of any and all the learned and liberal professions in the same; to confer the degree of doctor in the learned arts and sciences and *belles-lettres*, and to confer such other academical degrees as are usually conferred by the most learned institutions.

SECTION VIII. Said corporation shall have power to institute a board of competent persons, always including the faculty, who shall examine such individuals as may apply, and if such applicants are found to possess such knowledge pursued in said institution, as in the judgment of said board renders them worthy, they may be considered graduates in course, and shall be entitled to diplomas accordingly on paying such fee as the corporation shall affix, which fee, however, shall in no case exceed the tuition bills of the full course of studies in said institution; said examination board may not exceed the number of ten, three of whom may transact business, provided one be of the faculty.

SECTION IX. Should the corporation at any time act contrary to the provisions of this charter, or fail to comply with the same, upon complaint being made to the Circuit Court of Cook County, a scire facias shall issue, and the circuit attorney shall prosecute in behalf of the People of this State for forfeiture of this charter.

This act shall be a public act, and shall be construed liberally in all courts, for the purposes herein expressed.

SYDNEY BREESE
Speaker of the House of Representatives

WILLIAM McMURTEY
Speaker of the Senate

Approved January 28, 1851
A. C. FRENCH

Attest: a true copy, March 22, 1851
DAVID L. GREGG
Secretary of State

AMENDMENTS TO NORTHWESTERN UNIVERSITY CHARTER

FIRST AMENDMENT (1855)

AN ACT TO AMEND AN ACT ENTITLED "AN ACT TO INCORPORATE THE NORTHWESTERN UNIVERSITY," APPROVED JANUARY 28, 1851

SECTION I. *Be it enacted by the People of the State of Illinois, represented in the General Assembly:* That John L. Smith, Aaron Wood, Luther Taylor, and Wm. Graham, and such persons as shall be elected to succeed them by the Northwestern Indiana Conference of the Methodist Episcopal Church, be, and they are hereby, constituted members of the Board of Trustees of the Northwestern University.

SECTION II. No spiritous, vinous, or fermented liquors shall be sold under license, or otherwise, within four miles of the location of said University, except for medicinal, mechanical, or sacramental purposes, under a penalty of twenty-five dollars for each offense, to be recovered before any Justice of the Peace of said County in an action of debt in the name of the County of Cook: Provided, that so much of this act as relates to the sale of intoxicating drinks within four miles, may be repealed by the General Assembly whenever they may think proper.

SECTION III. The said corporation shall have power to take, hold, use and manage, lease and dispose of all such property, as may in any manner come to said corporation charged with any trust or trusts, in conformity with trusts and direction, and so execute all such trusts as may be confided to it.

SECTION IV. That all property of whatever kind or description, belonging to or owned by said corporation, shall be forever free from taxation for any and all purposes.

SECTION V. This act shall be a public act, and take effect from and after its passage.

THOMAS P. TURNER
Speaker of the House of Representatives

G. KOERNER
Speaker of the Senate

Approved Feb. 14th, 1855
J. A. MATTESON

I, Alexander Stearm, Secretary of State for the State of Illinois, do hereby certify that the foregoing is a true and correct copy of an Enrolled Law now on file at my office.

In testimony whereof, I have hereunto set my hand and caused the great seal of State to be affixed. Done at the City of Springfield, this 21st day of March 1855.

ALEXANDER STEARM
Secretary of State

AMENDMENTS TO NORTHWESTERN UNIVERSITY CHARTER

SECOND AMENDMENT (1861)

AN ACT TO AMEND AN ACT ENTITLED "AN ACT TO INCORPORATE THE NORTHWESTERN UNIVERSITY"

SECTION I. *Be it enacted by the People of the State of Illinois, represented in the General Assembly:* That the annual conferences of the Methodist Episcopal Church, which now are or may hereafter be authorized to elect or appoint Trustees of said University, shall hereafter elect only two Trustees each, who shall also be and perform the duties of the visitors to said institution, and the place of the two Trustees last appointed by each conference is hereby vacated. The trustees elected by such conferences shall hereafter hold their office for two years, and until their successors are chosen, the term of one elected by each of them expiring annually. In case any conference having authority to elect Trustees now or hereafter be divided into two or more annual conferences, they shall have authority to elect Trustees. On the request of the Board of Trustees made at a regular meeting, any such annual conference may elect Trustees as herein provided.

SECTION II. Any annual conference electing Trustees as herein provided, having at any time refused to elect successors thereto, or resolved to discontinue or refuse its patronage to said institution, shall authorize the Board of Trustees, by a vote of a majority thereof at any regular meeting, to declare vacant the place of all Trustees appointed by such conference, and its right to appoint Trustees shall thereupon cease.

SECTION III. Any chartered institution of learning may become a department of this University by agreement between the Board of Trustees of the two institutions.

SECTION IV. This act shall take effect and be in force from and after its passage.

SHELBY M. CULLOM
Speaker of the House of Representatives

FRANCIS A. HOFFMAN
Speaker of the Senate

Approved Feb. 16th, 1861
RICHARD YATES
Governor

A true copy—Attest: Feb. 16th, 1861

O. M. HATCH
Secretary of State

AMENDMENTS TO NORTHWESTERN UNIVERSITY CHARTER

THIRD AMENDMENT (1867)

AN ACT TO AMEND AN ACT ENTITLED "AN ACT TO INCORPORATE THE NORTHWESTERN UNIVERSITY" AND THE SEVERAL ACTS AMENDATORY THEREOF

SECTION I. *Be it enacted by the People of the State of Illinois, represented in the General Assembly:* That the name of that corporation created by act of the General Assembly of the State of Illinois, approved on the 28th day of January, A. D. 1851, under the name of the "Trustees of the Northwestern University," be, and the same is, hereby changed to "Northwestern University," and by that name shall hereafter be known, and in and by such name shall have and exercise all the powers and immunities conferred on said corporation by said act of incorporation, and all acts amendatory thereof.

SECTION II. In addition to the number of Trustees heretofore provided for by law, the Board may elect any number, not exceeding twenty-four, and without reference to their several places of residence; and a majority of the whole Board shall be members of the Methodist Episcopal Church.

SECTION III. No greater number shall be required to constitute a quorum than has been heretofore required by law; *Provided*, that in all called meetings of the Board, the object of the meeting shall be particularly specified in the notice to be previously given to each Trustee.

SECTION IV. This act shall be a public act, and in force from and after its passage.

F. CORWIN

Speaker of the House of Representatives

WILLIAM BREESE

Speaker of the Senate

Approved Feb. 19, 1867

P. J. OGLESBY

A true copy—Attest: February 23, 1867

SHARON TYNDALE

Secretary of State