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ACT OF INCORPORATION

OF THE

Rensselaer Polytechnic Institute

TOGETHER WITH

BY-LAWS

RULES OF ORDER

AND

REGULATIONS OF THE FACULTY

CORRECTED TO JANUARY, 1902

ACT OF INCORPORATION

OF THE

Rensselaer Polytechnic Institute

Troy, N.Y.

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RULES OF ORDER

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TROY, N. Y.

HENRY STOWELL & SON, PRINTERS, 15 THIRD STREET

1902

T. 171
R. 41
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ACT OF INCORPORATION.

Being chapter 151, Laws 1861, as amended by chapter 277, Laws 1887, which became a law May 4, 1887.

The People of the State of New York, represented in Senate and Assembly, do enact as follows:

Section 1. Nathan S. S. Beman, William P. Van Rensselaer, Isaac McConihe, Thomas C. Brinsmade, Alvah T. Twing, Joseph M. Warren, LeGrand B. Cannon, D. Thomas Vail, Benjamin P. Johnson, Alexander Van Rensselaer, John B. Tibbits, Thomas W. Blatchford, Jonathan Edwards, William Gurley, Jonathan E. Whipple, John F. Winslow, John A. Griswold, E. Thompson Gale, the present Trustees of the Rensselaer Institute and their successors, are hereby constituted a body corporate and politic, by the name of Rensselaer Polytechnic Institute. By that name they shall have perpetual succession, with power to fill vacancies as they may occur from time to time in their Board, to sue and be sued, to complain and defend, to contract and be contracted with, to make and use a common seal, and to alter the same from time to time, at their pleasure; to purchase, take and hold, by gift, grant or otherwise, and to dispose of any real and personal property, the yearly income of which shall not exceed ten thousand dollars, and to borrow from time to time such sum or sums, not exceeding in the aggregate ten thousand dollars, as may be necessary to aid in maintaining this school, and to give the proper and sufficient obligations for the same; provided that the funds of said corporation shall be used and appropriated to the object of maintaining a scientific and literary school in the county of Rensselaer.

Names of
First Trustees

Power to fill
vacancies

Power to
hold property

Power to
borrow money

Object of
the Institute

Sec. 2. The Rensselaer Polytechnic Institute is hereby incorporated for the purpose of continuing and maintaining in the city of Troy and county of Rensselaer, a school for instruction in mathematics, civil engineering, chemistry, mineralogy, geology, botany, literature and the arts and their application to agriculture, domestic economy and manufacturing, as the trustees shall direct; and for the delivery of lectures on such subjects connected therewith as may be deemed necessary by said Board of Trustees.

Meetings of
the Board

Sec. 3. The Trustees shall hold an annual meeting on such day as may be prescribed by their by-laws, and such other meetings as may be called by the President of the Board; and a meeting shall be called at any time, at the written request of any three members of the Board. But no meeting shall be held unless notice shall have been sent by mail to, or left at, the dwelling house or place of residence of each member of the Board signed by the Secretary, or in case of his inability by the President or Vice-President. [As amended in 1866.]

Quorum
of the Board

Sec. 4. No new Trustee shall be elected, nor shall any real estate be purchased or alienated unless at least ten members of the Board shall be present at the meeting. Seven members shall be a quorum for the transaction of any other business. The Board shall have power in its discretion to increase the number of Trustees, so as to make it consist of twenty-five members, including the Mayor of Troy. If any Trustee shall, for a continuous period of one year, fail to attend the meetings of the Trustees, without reasonable excuse, he may be removed from his office as Trustee at any meeting of the Trustees where there are not less than twelve Trustees present. [As amended in 1866.]

Number of
MembersRemoval
of MembersMember
ex-officio

Sec. 5. The Mayor of the city of Troy for the time being shall, ex-officio, be a member of the Board.

Officers of
the Board

Sec. 6. The Board of Trustees shall have power to appoint a President, Vice-President, Secretary and

Treasurer, a Prudential Committee, a Director, and such other officers as they may deem necessary; to make such by-laws as they may deem proper for the election of their officers and for defining their duties, and for the regulation and government of the Institute, and the school connected therewith; to appoint professors and teachers in said school, and remove the same, including the Director, at their pleasure, and to prescribe the compensation to be allowed to each for his services; to organize the school under the charge of the instructors, and define their duties in the government and discipline of said school; to fix the amount of term fees and other charges for tuition; the amount of fines and other impositions, including damages for injury done by students to the property of the Institute; and to make such rules and regulations for the suspension or expulsion of students as may be necessary for maintaining the discipline of the school. [As amended in 1887.]

By-Laws

Appointment
of InstructorsTuition
and finesExpulsions
and suspensions

Sec. 7. The Director and professors shall constitute the faculty of said school, and, subject to the by-laws, the Director shall have charge of the course of instruction and discipline in said school, and it shall be his duty to prescribe and pursue such a system of instruction as shall be calculated to make thorough scholars in the several branches of civil engineering and other studies of this Institute. [As amended in 1887.]

Duties of the
Director

Sec. 8. The Board of Trustees shall have power to confer the degrees of civil engineer, topographical engineer, bachelor of science and such other academical honors as they may see fit on such individuals as shall have pursued the course of study prescribed in the Institute, and shall have conformed to the rules and regulations for the government of the same, and who, in a thorough examination, shall have been found qualified for their respective degrees, and been recommended by the faculty for the same.

Degrees
conferred

Sec. 9. The officers of the present Board of Trustees of the Rensselaer Institute shall continue to hold their

Temporary
provisions in 1887

respective offices in the Rensselaer Polytechnic Institute until others are appointed in their stead by the Board; and all by-laws and resolutions of the Board as now organized shall remain in full force, as the acts of the new Board until repealed, altered or amended by the Board constituted under this act, and the present Director and professors and teachers shall be continued in office and pursue the present prescribed course of study and instruction, until otherwise ordered by the Board.

Temporary provisions in 1887

Sec. 10. All the real and personal estate of the Rensselaer Institute shall belong to the Rensselaer Polytechnic Institute; and all liabilities and obligations of the present Board shall be equally binding on the Board as organized by this act; and any suit in law now pending, commenced in the name of the Rensselaer Institute, may be continued and conducted in the same name, and for the benefit of the Rensselaer Polytechnic Institute, in the same manner as if the corporate name had not been changed by this act.

Visitation of Regents

Sec. 11. The Rensselaer Polytechnic Institute shall be subject to the visitation of the Regents of the University, and shall be entitled to the same privileges, government funds and other advantages as the academies, colleges, and other schools of the higher order, on complying with the terms required by law and the rules of said Regents.

Reference to general statutes

Sec. 12. The corporation shall have all such powers, and be subject to such duties and liabilities as are specified or contained in the second and fifth articles of the first title of the fifteenth chapter; and in title third, chapter eighteen, of the first part of the revised statutes, except so far as the same are inconsistent with this act.

Repeal of former acts

Sec. 13. All laws and parts of laws relating to the incorporation of the Rensselaer School, or the Rensselaer Institute, inconsistent with this act are hereby repealed.

Operation of act

Sec. 14. This act shall take effect immediately.

Only one other act relating to the Institute has been passed from May 4, 1887, to date (January 8, 1902). This is chapter 483, Laws 1898, which became a law April 22, 1898. The text is given below:

The People of the State of New York, represented in Senate and Assembly, do enact as follows:

Section 1. The Rensselaer Polytechnic Institute shall have exclusive power to regulate and prescribe the terms of admission of students to the courses of instruction prescribed from time to time to candidates for its degrees and on the satisfactory completion of such courses of study to confer degrees as authorized by chapter one hundred fifty-one of the laws of eighteen hundred and sixty-one, and the several laws amendatory thereof and to award suitable diplomas or certificates thereof.

Admission of
students

Degrees and
diplomas

Sec. 2. This act shall take effect immediately.

BY-LAWS.

ARTICLE I.

OFFICERS AND THEIR TERM OF OFFICE.

Officers

The officers of the Rensselaer Polytechnic Institute shall be a President, a Vice-President, a Secretary and a Treasurer, who shall be chosen by ballot, and hold their respective offices during the pleasure of the Board of Trustees.

ARTICLE II.

COMMITTEES.

Committees

There shall be two standing committees: a prudential committee, to consist of the President and two Trustees; and a finance committee, to consist of the Vice-President and two Trustees, who shall be appointed by the Board by not less than seven affirmative votes. All special committees shall be appointed by the presiding officer.

ARTICLE III.

MEETINGS.

Meetings

There shall be an annual meeting of the Board of Trustees held on the first Wednesday of May in each year, and quarterly meetings, one on the first Wednesday of December and on the Wednesday succeeding the opening of each session of the Institute. The hour and place of meeting shall be fixed by the President, who may call special meetings, and shall do so when requested in writing by any three Trustees.

Special meetings

No business shall be transacted at any special meeting other than that specified in the notices for such meeting, without unanimous consent. At least two days' notice of meetings shall be given.

ARTICLE IV.

DUTIES OF THE PRESIDENT.

The President shall preside at all meetings of the Trustees; when absent the Vice-President shall preside. If both are absent the Board shall appoint a President pro tem. The President shall, at commencement, conduct the exercises and deliver an address to the class graduated, and shall confer degrees or honors upon such students as shall be recommended by the Faculty for such degrees or honors, and approved by the Board of Trustees.

Duties of the
President

VICE-PRESIDENT.

In case of the absence or disability of the President, his duties and powers shall devolve upon the Vice-President.

Duties of the
Vice-President

SECRETARY.

The Secretary shall keep a full record of the proceedings and votes of the Board, with the names of the Trustees present at each meeting. He shall give all notices required by the acts of incorporation, by the Board of Trustees or by the President. He shall in all cases where business is transacted affecting the election of Trustees, or the officers and committees of the Board, the Director, the members of the Faculty or any person or persons having business relations with the Board, communicate its action to them.

Duties of the
Secretary

TREASURER.

The Treasurer shall have the custody of the seal of the corporation, and of its funds, vouchers, books of account, deeds and evidences of debts due to the corporation. He shall also collect and receive all moneys belonging to it, or held in trust for it, and on receipt of such moneys shall immediately deposit the same in such bank or banks as the Trustees shall have designated, to the credit of the corporation. He shall enter all trust funds in a book to be kept for that purpose. He shall

Duties of the
Treasurer

Collections

Deposits

Payments pay and disburse such moneys (and no other except fixed salaries), as shall be authorized by the Board and audited by the President or the Finance Committee. He shall execute a bond to the corporation whenever required by the Board of Trustees for such sum as the Trustees may fix, and with such securities as they shall approve, for the faithful performance of his duties. He shall, at least two weeks before the annual meeting, present to the Finance Committee a statement of the financial condition of the corporation, and a full statement of his receipts and disbursements for the preceding year, with the proper vouchers, and shall also furnish them, at least one week before the annual meeting, a statement of the trust funds of the corporation, and of the donors thereof, showing the receipts and disbursements of the several funds, with the proper vouchers.

PRUDENTIAL COMMITTEE.

Duties of the Prudential Committee The Prudential Committee shall be the Executive Committee of the Board. They shall have charge of the buildings of the corporation, and, with the Director, shall supervise the condition of the buildings, library and apparatus of the Institute, and shall have power to do such acts and perform such duties between the meetings of the Board as, in their discretion, cannot properly be delayed till its next meeting.

Act for the Board They shall confer with the Director in relation to the appointment of any professor, teacher or employee to be made by the Board, and shall report to the Board any alteration of or addition to the buildings or land deemed by them necessary. They shall also confer with the Director in relation to the discipline of the students, but no expulsion or dismissal of any student shall be made without the sanction of the Board of Trustees, nor suspension without the concurrence of the Prudential Committee.

FINANCE COMMITTEE.

Duties of the Finance Committee The Finance Committee shall have the supervision of the finances of the corporation, shall examine the Treas-

urer's account at least once a year, and oftener if required by the Board, taking the fiscal year to terminate on the first day of March. They shall report to the Board, at their annual meeting, the financial condition of the corporation, with any suggestions that may seem to them useful in relation to the finances.

Examination of
Treasurer's accounts

The chairman of each committee shall report to the Board, at each meeting, all business done by such committee since the last meeting of the Board, and shall recommend any business deemed necessary to be done at such meeting pertaining to said committee.

Reports of
Committees

MISCELLANEOUS.

Any proposition to alter these by-laws shall lay over one meeting of the Board.

Alteration of
By-Laws

All former by-laws or resolutions of the Board conflicting with the foregoing by-laws are hereby rescinded.

RULES OF ORDER.

RULE I.

Order of procedure
at meetings

At all regular meetings the following order of business shall be pursued, unless dispensed with by a vote of the members present :

1. Reading the minutes of former meetings, and correcting the same.
2. Presentation of petitions and papers, and taking action thereon.
3. Reports of standing and special committees, and taking action on the same.
4. Unfinished and miscellaneous business.

RULE II.

Motions

No motion shall be debated unless seconded ; and if seconded, may be withdrawn by the person making the same, at any time before a decision or amendment is made ; and all motions and resolutions shall be reduced to writing, if any member shall so request.

RULE III.

Divisible
questions

Every question containing two or more distinct propositions or objects shall be divided by the chairman on the request of any member, but a motion to strike out and insert shall not be divisible.

RULE IV.

Filling of
blanks

When a blank is to be filled, the question shall first be taken on the largest sum, the greatest number and the longest time.

RULE V.

When a question is under debate no motion shall be entertained unless for *an adjournment, for the previous question, to postpone indefinitely, to postpone to a certain day, to lay on the table*, to commit or to amend; and such motions shall have preference in the above order; and the first five shall be decided without debate or amendment.

Questions having preference

RULE VI.

A motion to adjourn shall always be in order, except when the previous question has been moved, or when the Board is voting on any question.

Motion to adjourn

RULE VII.

No motion or resolution shall admit of more than two amendments; and the last amendment shall be considered first.

Amendments to motions

RULE VIII.

The previous question shall be, "Shall the main question be now put?" and until that question is decided no debate, amendment or other motion shall be in order. If decided in the affirmative, then the Board shall, without debate or amendment, proceed to vote on the passage of the matter under consideration; but in case a majority shall not vote in favor of the previous question, the main question or matter under consideration shall be deemed as still remaining under debate.

Previous question

RULE IX.

No motion to reconsider a question shall be in order unless made by a member who voted with the majority, nor unless the same be made on the same day, or at the next meeting thereafter; and such motion being put and lost, shall not be renewed except by unanimous consent.

Motion to reconsider

RULE X.

Procedure in
debating

A member shall not speak more than twice on the same subject, except by unanimous consent. He shall address the President, and confine his remarks to the subject under discussion; and when called to order he shall, at the request of the presiding officer, take his seat until the point of order is decided.

RULE XI.

Ayes and noes

The ayes and noes shall be taken on any question or matter presented to the Board for decision, on the request of any member, and shall be recorded on the minutes.

RULE XII.

Appeals from
decisions

An appeal, without debate, from the decision of the presiding officer, in relation to points of order, shall be allowed; but such officer may give his reasons for such decision.

RULE XIII.

Excuse for
not voting

No member shall be excused from voting except the President, unless by a vote of a majority of the members present; but the President, if he has not already voted, shall, in case of a tie vote, always vote.

RULE XIV.

Interruption
of speakers

While a member is speaking no member shall entertain any private discourse, or pass between him and the chair.

RULE XV.

Suspension
of rules

Any of the foregoing rules may be suspended, for a special purpose, by a vote of two-thirds of the members present.

REGULATIONS OF THE FACULTY.

Section 1. The Director, professors and teachers compose the Faculty of the Institute, who shall, under the control of the Trustees, have charge of the instruction, government and discipline of the students, except that they shall not dismiss or expel any student without the sanction of the Board of Trustees.

Faculty

Sec. 2. The Faculty shall annually choose one of its members to be its Secretary, who shall keep a record of all business transacted at its meetings, and of the votes taken therein, which shall be subject to the inspection of the President. The Secretary shall present the record to the Board at its regular meetings, and at such other times as directed by the President or the Board of Trustees.

Duties of the Secretary

Minutes

Six members of the Faculty, of whom three shall be professors or acting professors, shall constitute a quorum for the transaction of business.

Quorum

Sec. 3. Weekly meetings of the Faculty shall be held during term time, at which reports shall be made to the Director, by the professors and teachers, of the progress of the several classes in their respective studies, and the standing of each member of each class; and suitable steps shall be taken to keep up the work of the course in every department. The professors and teachers shall also promptly report to the Director the result of the various examinations in their several departments relating to the admission and progress of the students in the several classes, and the final examinations for graduation. They shall also make such special reports to the Director as he may require.

Weekly meetings

Reports to the Director

Special
meetings

Sec. 4. The Director shall have power to call special meetings of the Faculty, and shall give proper notice of such meetings.

Absences

No member of the Faculty shall be absent from the general examinations for admission or promotion, from his duties at the Institute during term time, nor from the commencement exercises without written permission from the Director. The Director shall report monthly to the President all such absences, with the various reasons therefor, and also all absences from the weekly meetings.

Members entitled
to vote

Sec. 5. When questions are submitted to vote at meetings of the Faculty, only the Director, the professors and acting professors shall be entitled to vote; but no vote of the Faculty shall reverse or overrule any decision of the Director.

POWERS AND DUTIES OF THE DIRECTOR.

Grounds and
buildings

Sec. 6. The Director of the Institute shall be the executive head of the Faculty. As such head he shall have charge of the grounds, buildings, rooms, apparatus and other appliances of the Institute, and shall control or regulate their uses, subject to the provisions of that paragraph of Article IV. of the By-Laws, entitled "Prudential Committee."

Preparation of
programmes

Sec. 7. He shall, with the advice of the Faculty, prepare the programme or course of study, instruction and examination in the Institute, with estimates of the annual expenditures to carry out the same, and submit them to the Trustees for their criticism and approval. In like manner, he shall, from time to time, recommend to the Trustees such changes or additions to the course of study as he shall think necessary for the proper conduct of the educational business of the Institute.

Direction of
courses

Sec. 8. He shall have power, and it shall be his duty to see that the course of study is properly carried out in all departments of the Institute in such manner as

shall most effectually tend to the progress of its students in their education.

Sec. 9. He shall direct the professors and teachers, arrange the students into divisions and classes, direct the execution of the course of study and the examinations, shall review the record of standing of each student in the Institute, in reference to conditions in all departments of study, conduct the correspondence of the Institute; and shall report to the Board of Trustees, at each annual meeting, the condition of the property of the Institute under his charge, and shall, from time to time, make such special reports to the Board or to the Prudential Committee as shall to him seem necessary.

Arrangement of classes

Report condition of property

Sec. 10. An opportunity shall be afforded to conditioned students to remove their conditions at the time of the fall entrance examinations. If they fail to remove their conditions at this time, they shall be allowed to continue their full Institute course for a degree only with the next lower division, except on the recommendation of the Director and the approval of the Prudential Committee.

Conditioned students

DUTIES OF PROFESSORS AND TEACHERS.

Sec. 11. It shall be the duty of each professor, with the aid of his assistants in his own department (subject to the control of the Director), to give instruction in all the subjects assigned to such departments, except such special instruction as may be assumed by the Director, or assigned by him to some other teacher specially qualified therefor.

Duty of Professors

Sec. 12. Professors shall not change their text-books or modes of instruction without consultation with, and consent of, the Director. They shall be held responsible to the Director for the maintenance of proper discipline and order in their respective classes and exercises; and in case they find it necessary to discipline their classes, or any member or members thereof, they shall imme-

Change of books or methods

diately report the facts in the case to the Director, who, with the professor reporting, shall immediately take proper steps to remedy the trouble in a manner consistent with the dignity and authority of the professor and the rights of the student.

Duties of
Assistant
Professors

Sec. 13. It shall be the duty of all assistant professors and teachers to carry out the instructions of the heads of their respective departments and of the Director, to preserve order in their rooms, and to perform such other duties as may be required pertaining to their department. In case of disorder or misconduct in their respective rooms they shall promptly take such steps to enforce order and discipline as circumstances may seem to require, and shall immediately report the facts to the Director, who shall proceed to take proper action to remedy the trouble.

Advice of
Faculty

Sec. 14. It shall be the duty of all members of the Faculty, whenever requested to do so, to advise with the Director and to render him such co-operation and aid as may be in their power in advancing the best interests of the Institute and its students. In like manner it shall be the duty of the Director to aid, by his advice, any professor who may seek his counsel and assistance in the discharge of his duties.

Absence of
Director

Sec. 15. In case of the absence or disability of the Director, his duties shall devolve upon the senior professor present on duty.

Appeal of
Faculty

Sec. 16. In case the Faculty, or any member or members thereof, shall feel aggrieved by any act or requirement of the Director, an appeal may be taken to the President, and from his decision to the Board of Trustees.

General powers
of appeal

Sec. 17. Appeals from any action of the professors may be taken by the teachers to the Director, and from his decision to the President and to the Trustees. Stu-

dents may appeal from any act or requirement of the teachers, assistant professors or professors in like manner or order.

Sec. 18. All appeals must be made in writing; and to secure the proper statement of the whole case, must be forwarded through the teacher, professor or Director to the superior authority, thus giving the party appealed from opportunity to state his side of the case.

Appeals in
writing

Sec. 19. Any former rules or regulations that shall conflict with the foregoing are hereby rescinded.

Former rules
rescinded

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