

**The Declaration, Charter,
Amendments, Constitution,
and Ordinances of
The University of the South**

The Declaration, Charter and Amendments1

The Constitution.....9

The Ordinances19

THE
DECLARATION,
CHARTER,
AND
AMENDMENTS TO CHARTER
OF
THE UNIVERSITY OF THE SOUTH

DECLARATION

Made By the Founders of The University at
Lookout Mountain, July 6, 1857

We, the undersigned Bishops and Delegates of the Dioceses of North Carolina, South Carolina, Georgia, Florida, Alabama, Mississippi, Louisiana, Texas, Arkansas, and Tennessee, do hereby resolve to establish a University upon the following principles:

1. The University shall in all its parts be under the sole and perpetual direction of the Protestant Episcopal Church, represented through a Board of Trustees.
2. The Board of Trustees shall be composed of the Bishops of the Dioceses above named, *ex officio*, and one clergyman and two laymen from each of said Dioceses, to be elected by the Convention of the same. The joint consent of Bishops as an order and of the clerical and lay Trustees as another order, shall be necessary to the adoption of any measure proposed. The Senior Bishop, by consecration, shall always be President of the Board.
3. This University shall not be put in operation until the sum of at least five hundred thousand dollars be actually secured.
4. The funds subscribed to this University shall all be considered as capital, to be preserved untouched for any purpose connected either with the organization or management of the University; provided, that donations and legacies may be received for such objects as the donors may indicate.
5. There shall be a treasurer appointed in each Diocese by the Convention of the same, to whom shall be delivered the cash, notes, bonds, stock, or titles to lands obtained as subscription in that Diocese, and whose duty it shall be, under the advice of the Standing Committee, to invest the cash and all money which shall be derived from the realization of the above mentioned private securities in the best public securities or other safe investments, paying over annually to the Treasurer of the University the interest of the amount subscribed.
6. There shall be a Treasurer of the Corporation, who shall receive the interest annually from the diocesan treasurers and expend it under the direction of the Board of Trustees.
7. The amount subscribed in any Diocese as above shall, in the event of the dissolution of the Corporation, be returned to the donors or their legal representatives, and in case of there being no legal representatives, then it shall revert to the Diocese.
8. The location of the University shall be as central to all the contracting Dioceses as shall be consistent with the necessary conditions of location.
9. No Diocese shall be bound by these principles to furnish any particular sum of money, but its contribution shall be voluntary, according to its pleasure and ability.

10. The signatures to this Declaration shall not bind the Dioceses further than they have already bound, or may hereafter bind, themselves by their respective Conventions.

Signed at Lookout Mountain, near Chattanooga, Tennessee, this sixth day of July, A.D. 1857.

JAMES H. OTEY, Bishop of Tennessee;
LEONIDAS POLK; Bishop of Louisiana;
STEPHEN ELLIOTT, Bishop of Georgia;
N. H. COBBS, Bishop of Alabama;
W. M. GREEN, Bishop of Mississippi;
FRANCIS H. RUTLEDGE, Bishop of Florida;
THOMAS F. DAVIS, Bishop of South Carolina;
JOHN ARMFIELD, Tennessee;
DAVID PISE, Tennessee;
FRANCIS B. FOGG, Tennessee;
W. T. LEACOCK, Louisiana;
GEORGE S. GUION, Louisiana;
HENRY C. LAY, Alabama;
CHARLES T. POLLARD, Alabama;
L. H. ANDERSON, Alabama;
W. W. LORD, Mississippi;
ALEXANDER GREGG, South Carolina;
M. A. CURTIS, North Carolina;
W. D. WARREN, North Carolina;
J. WOOD DUNN, Texas.

**THE CHARTER OF THE UNIVERSITY
OF THE SOUTH ADOPTED BY THE
GENERAL ASSEMBLY OF THE STATE OF TENNESSEE
IN 1858 AND AMENDED IN 1860, 2000, AND 2002**

WHEREAS, Sundry citizens of the States of Tennessee, Arkansas, Georgia, North Carolina, South Carolina, Alabama, Louisiana, Texas, Mississippi, and Florida, contemplate establishing a University, to be located in the State of Tennessee, at a place which shall be conveniently accessible to the citizens of said State, which University is to be under the control and government of the Protestant Episcopal Church, subject to such rules, regulations, and restrictions as are hereinafter set forth: and *whereas*, the security of society, the supremacy of the law, the preservation of liberty, regulated by law, the perpetuity of our institutions and of the Union — all are, at least, dependent upon the prevalence of intelligence of the people and sound moral sense among them: and *whereas*, it is the interest of the State, and indeed of every State, to encourage the erection of Seminaries of learning, therefore,

SECTION 1. *Be it enacted by the General Assembly of the State of Tennessee*, That James H. Otey, David Pise, Francis B. Fogg, John Armfield, Thomas Atkinson, M. Ashby Curtis, Thomas Ruffin, Thomas D. Warren, Thomas F. Davis, Alexander Gregg, J. L. Manning, Wm. Allston Pringle, W. H. Cobbs, Henry C. Lay, C. T. Pollard, L. H. Anderson, Wm. M. Green, W. W. Lord, Geo. S. Serger, Eugene Hinton, Leonidas Polk, W. T. Leacock, Geo. S. Guion, Wm. M. Mercer, J. W. Dunn, E. B. Nichols, J. E. Nicholson, Francis H. Rutledge, G. E. Fairbanks, Whitfield J. J. Scott, and such other person or persons as may hereafter be appointed Trustees of said University, in pursuance of the Constitution and By-Laws thereof, be and they and their successors are hereby constituted a body corporate and politic, in fact and in name, by the name of “The University of the South,” and by that name shall have perpetual succession and a common seal, and shall be capable in law of suing and being sued, and shall have power to purchase, receive by donation or otherwise, and to possess, hold, alien and dispose of property of all kinds and descriptions, to be held in fee simple or otherwise, subject, nevertheless, to such restrictions and conditions as are contained in this charter.

SEC. 2. That said Trustees shall have power to assemble at such time and place as may be designated by the President of the Board, for the purpose of organizing said Institution, and of forming a Constitution for the government of said University. A majority of said Trustees shall constitute a quorum for such purpose. Said Trustees shall have power in and by said Constitution to designate *how*, by *whom*, and in what way said University shall be governed; and said Constitution when adopted, may be altered or amended in such manner as may be provided for in said Constitution. Said Board shall keep a minute of their proceedings.

SEC. 3. That said Board shall meet at least once a year at the University, when the buildings are erected — but they may be called together, in extra session, in such manner as may be provided for in said Constitution, or by the By-Laws of said Institution.

SEC. 4. That said Trustees shall have power to appoint Committees (all the members of which shall not be required to belong to the Board of Trustees) to perform duties which may be delegated to them by said Trustees.

SEC. 5. That all subscriptions, donations, devises, or bequests, made upon the faith of the terms, conditions or stipulations set forth in the Constitution of said University, shall be governed thereby, and the subsequent change or alteration of said Constitution, shall not have the effect to alter the terms, conditions, or stipulations of said subscription, donation, bequest or devise.

SEC. 6. That said Trustees shall appoint a President, and shall have power, from time to time, to make by-laws and ordinances for the government of said University, not inconsistent with the Constitution thereof; and for the appointment of Professors and for other officers; and for regulating the duties and conduct of the officers, Professors and students, fixing the salaries of officers, &c., &c.; *Provided*, the same be not inconsistent with the Constitution and laws of this State or of the United States.

SEC. 7. That upon the death, resignation, or removal of any of said Trustees, the vacancy occasioned thereby shall be supplied in the mode provided by the Constitution.

SEC. 8. That said University shall have full power to establish Literary and Scientific Departments, and those of Law, Theology, and Medical Science, and such other departments as said University may see proper, and to confer upon students, or any other person, the Degrees of Bachelor of Arts, Master of Arts, or any degree known and used in any College or University; and shall enjoy all other powers and immunities incident to corporations of this description.

SEC. 9. That said University shall be established and located at Sewanee, on the Cumberland Mountain, in or near Franklin county, or at any other point that the Board of Trustees may hereafter designate in the State of Tennessee; the site to be selected by said Trustees, or by such person or persons as they may appoint, which site shall continue until changed by the Trustees according to the provisions of the Constitution.

SEC. 10. That said University may hold and possess as much land as may be necessary for the building, and to such an extent as may be sufficient to protect said Institution and the students thereof, from intrusion of evil-minded persons who may settle near said Institution,¹ one thousand acres of which, including buildings and other effects and property of said Corporation, shall be exempt from taxation, so long as said land belongs to said University.

SEC. 11. That no misnomer or misdescription of said Corporation in any deed, will, gift, grant, devise, or other instrument of contract or conveyance, shall abate or defeat the same, but that the same shall take effect in like manner as if the said Corporation were regularly named; *Provided*, it be sufficiently described to ascertain the intention of the parties.²

SEC. 12. Stephen Elliott, Wm. N. Hawks, Daniel Griffin and J. Hamilton Cowper, be, and they are hereby appointed additional trustees to said University of the South.

¹ The words "Said land, however, not to exceed ten thousand acres," were deleted by action of the Board of Trustees on May 5, 2000.

² The preface and Sections 1 through 11 are the charter adopted as Chapter 29 of the Public Acts of 1857-1858 by the General Assembly of the State of Tennessee on January 6, 1858.

SEC. 13. The said University of the South shall have power and authority to receive donations and grants of lands.³

SEC. 14. The said University of the South shall have a right to establish such police and municipal regulations as may be necessary for the preservation of order and the enforcement of the by-laws of said University, the same to be consistent with the laws and constitution of the United States and this State. That the foregoing shall be the amendment of the charter of said University.⁴

SEC. 15. To the same and to the fullest extent permitted by the Tennessee Nonprofit Corporation Act for corporations to which the act applies, all members of the governing bodies of the University, including the Board of Trustees and the Board of Regents, or an officer shall not be liable for monetary damages for breach of fiduciary duty as a director or officer, and the provisions of Title 48, Chapter 58, Parts 5 and 6 shall be applicable to the University. If the Tennessee Nonprofit Corporation Act is amended after the date hereof to authorize corporate action further eliminating or limiting the personal liability of directors, governing board members, or officers, then the liability of a member of the Board of Trustees, of a member of the Board of Regents, or of an officer shall be eliminated or limited to the same and fullest extent permitted by the Tennessee Nonprofit Corporation Act, as so amended from time to time. Any repeal or modification of this paragraph shall not adversely affect any right or protection of a member of the Board of Trustees, of the Board of Regents, or of an officer existing at the time of such repeal or modification or with respect to events occurring prior to such time.⁵

SEC. 16. This Charter may be amended only upon affirmative vote by orders, clerical and lay trustees voting as an order and Episcopal trustees voting as an order, upon thirty (30) days notice of such proposed amendment. A majority of those members present and voting in each order shall be required for a proposed amendment to be adopted.⁶

³ The words “in addition to the number of acres specified in the 10th section of the charter: *Provided*, That if said additional donations or grants are of lands in this State, that such lands be sold and disposed of by the University, and converted into personal securities or State bonds.” were deleted by action of the Board of Trustees on May 5, 2000.

⁴ Sections 12, 13, and 14 are amendments to the charter of 1858 adopted as Chapter 36 of the Private Acts of 1859-1860 by the General Assembly of the State of Tennessee on January 19, 1860.

⁵ Section 15 was adopted by the Board of Trustees as an amendment to the Charter on May 5, 2000.

⁶ Section 16 was adopted by the Board of Trustees as an amendment to the Charter on May 3, 2002.

THE CONSTITUTION
OF
THE UNIVERSITY OF THE SOUTH

**CONSTITUTION
AND
BY-LAWS
OF
THE UNIVERSITY OF THE SOUTH**

ARTICLE I

Name and Control

“THE UNIVERSITY OF THE SOUTH” is the name given to this institution in its Charter, which was granted by the State of Tennessee in 1858. Pursuant to that Charter, it must in all parts be under the sole and perpetual control of the Protestant Episcopal Church in the United States of America, represented by a Board of Trustees composed as hereinafter provided. This Constitution and By-Laws is formed pursuant to the authority of the Charter and supercedes all previous such instruments however denominated.

ARTICLE II

The Board of Trustees

SECTION 1. The Board of Trustees shall be composed of the Bishops, Bishops Coadjutor, Bishops Suffragan, and Assistant Bishops, but not Assisting Bishops, of the Dioceses of Alabama, Arkansas, Atlanta, Central Florida, Central Gulf Coast, Dallas, East Carolina, East Tennessee, Florida, Fort Worth, Georgia, Kentucky, Lexington, Louisiana, Mississippi, Missouri, North Carolina, Northwest Texas, South Carolina, Southeast Florida, Southwest Florida, Tennessee, Texas, Upper South Carolina, West Tennessee, West Texas, Western Louisiana, Western North Carolina, and such Dioceses as may hereafter become affiliated with the University, who shall be *ex officio* members of the Board. One presbyter and two lay communicants of this Church from each of these Dioceses will be elected by the Councils or Conventions or legislative assemblies of the same for the term of three years or for terms of one, two, or three years until staggered succession is provided. The term of office for an elected diocesan trustee shall commence at the beginning of the annual meeting of the Board of Trustees next following the trustee’s election and shall end three years thereafter. Each member of the Board of Trustees shall be entitled to one vote. Retired Bishops of the constituent Dioceses of the University, formerly members of the Board of Trustees, shall be honorary members of the Board of Trustees with all the privileges of membership except the right to vote.

The Associated Alumni of THE UNIVERSITY OF THE SOUTH shall have representation in the Board of Trustees by the president of the Associated Alumni and by three presbyters and twelve lay members, to be elected by the Board of Trustees upon nomination from and by the Associated Alumni, each to serve for three years beginning at the annual meeting next after their election.

The Faculties of THE UNIVERSITY OF THE SOUTH shall have representation in the Board of Trustees by three members to be elected by the Board of Trustees, to include one member upon the nomination of the School of Theology, and two members upon the nomination of the Faculty of the College of Arts and Sciences, each of whom shall serve for a period of three years. The terms of Faculty Trustees shall expire on July 1 triennially.

The Student Body of THE UNIVERSITY OF THE SOUTH shall have representation in the Board of Trustees by three students. There shall be two from the College of Arts and Sciences and one from the School of Theology, to be elected by the Board of Trustees upon nomination by their student bodies, to serve for a two year term that shall commence at the adjournment of the Annual Meeting of the Board of Trustees at which the election occurs. A candidate for nomination from the College must have

attained a 2.50 grade point average for two semesters prior to nomination; and must have completed fifty-seven semester hours.

The Staff of THE UNIVERSITY OF THE SOUTH shall have representation in the Board of Trustees. One full-time, exempt employee shall be nominated by that staff group, and one full-time, non-exempt employee shall be nominated by that staff group. Each nominee is to be elected by the Board of Trustees for a three year term.

SECTION 2. Forty-four members of the Board of Trustees shall constitute a quorum for the transaction of business, provided that at least ten bishops, ten presbyters, and twenty-four lay members are present.

SECTION 3. A vote by orders may be demanded by at least five Trustees, in which event the concurrence of a majority of the bishops voting as one order, and a majority of the clerical and lay Trustees voting as the other order, shall be necessary for the adoption of the proposed measure.

SECTION 4. All questions shall be decided by a majority of those present and voting, except that, when a vote by orders shall be demanded, the question shall be decided by a majority of those members present and voting in each order.

SECTION 5. Any member of the Board of Trustees may resign from office by notifying the Chancellor. The Chancellor shall then notify the Secretary of the Board of Trustees, who shall notify the body originally electing the resigning trustee. Vacancies in the order of clerical and lay Trustees shall be filled in such manner as shall be prescribed by the body originally electing such Trustees to membership on the Board. The Council or the Convention of a Diocese may authorize its Bishop to appoint an alternate Trustee to attend a meeting of the Trustees if an elected Trustee cannot be present.

SECTION 6. The Board of Trustees shall have such committees as may be necessary from time to time for the conduct of its business, the members of such committees to be appointed by the Chancellor.

ARTICLE III

Powers and Duties of the Board of Trustees

SECTION 1. The Board of Trustees shall have power from time to time, as hereinafter directed, to elect and appoint a Board of Regents, a Chancellor, a Vice-Chancellor, and a Chaplain; to consider and approve proposed amendments to the Charter; to amend the Constitution; and to convey and transfer by mortgage, or otherwise, lands and buildings constituting the University Domain. In this context, "University Domain" shall mean the land (and buildings thereon) originally given by grant to the University by the Sewanee Mining Co. and all land contiguous thereto owned by the University and such additional lands as the Board of Trustees may designate from time to time. The Board of Trustees shall receive at its Annual Meeting a Report from the Board of Regents, and shall have the power to repeal any Ordinance adopted by the Board of Regents. In all cases unprovided for by the Charter, Constitution, or Ordinances, the Board of Trustees shall have authority and is empowered to take such action as will, in its judgment, best promote the welfare of the University. It shall be the duty of the members of the Board of Trustees to promote Church Support and student enrollment.

SECTION 2. The Board of Trustees shall be responsible for approving, modifying, or rejecting all plans for the growth and development of the University recommended by the Board of Regents or by special Committees of the Board of Trustees. The Board of Trustees shall also be responsible for evaluating progress toward established goals.

ARTICLE IV

The Board of Regents

SECTION 1. The Board of Regents shall consist of eighteen members each of whom shall serve terms of six years. Additionally, the Chancellor and the Vice Chancellor shall be *ex officio* members of the Board of Regents.

Twelve members of the Board of Regents shall be elected by the Board of Trustees of which number three shall be Bishops, three shall be Presbyters and six shall be lay persons. Five of the six lay persons must be members of the Episcopal Church and the sixth lay person may be an Episcopalian or may be a member of another Christian body. The terms of these twelve members of the Board of Regents shall be staggered; one Bishop, one Presbyter, and two lay persons shall be elected biennially.

The remaining six members of the Board of Regents shall be nominated by the Board of Regents and confirmed by the Board of Trustees, and at least three of this six shall be members of the Episcopal Church. Initially, the three additional members of the Board of Regents shall be nominated by the Board of Regents, and confirmed by the Board of Trustees, for two, four, and six-year terms respectively. Thereafter, the terms of these six members of the Board of Regents shall be staggered so that two members are confirmed biennially.

The terms of the members of the Board of Regents shall commence at the adjournment of the Annual Meeting of the Board of Trustees at which they are elected or confirmed and shall terminate at the conclusion of such Annual Meeting in the sixth year thereafter. A member of the Board of Regents shall be ineligible for re-election until at least one year has elapsed since the expiration of his or her term; provided, however, that a Regent filling a term of not more than two years shall be eligible for re-election.

Any member of the Board of Regents may resign from office by notifying the Chair of the Board of Regents, who shall then notify the Chancellor and the Secretary of the Board of Trustees. Any member of the Board of Regents may be removed for cause by a two-thirds' majority of the Board of Regents in accordance with procedures to be established and implemented by that Board, following notice and an opportunity to be heard. In the event of a vacancy on the Board of Regents, the unexpired term of the vacating Regent shall be filled at the next regular meeting of the Board of Trustees. If the Regent whose term is unexpired was originally elected by the Board of Trustees as set forth herein above, then this unexpired term shall be filled in the same manner. If the Regent whose term is unexpired was originally nominated by the Board of Regents and confirmed by the Board of Trustees as set forth herein above, then this unexpired term shall be filled in the same manner.

SECTION 2. The Board of Regents is vested with all the powers and authority granted in the Charter of THE UNIVERSITY OF THE SOUTH for its establishment, maintenance, and government, except such powers as are heretofore expressly reserved by the Board of Trustees in Article III. In the exercise of such authority, the Board of Regents may adopt Ordinances which shall be effective until and unless repealed by the Board of Trustees, and may prescribe all regulations needful to promote the welfare of the University. Except as otherwise specifically prescribed in Article III, upon, and only upon, the nomination of the Vice-Chancellor, all professors and other persons connected with the teaching or administrative or promotional work of the University or of the Corporation, whose position is of an official or executive nature, shall be elected by the Board of Regents; provided that the Dean of the School of Theology shall be elected only upon nomination of the Vice-Chancellor, subject to the approval of a majority of the Bishops who are members of the Board of Regents.

SECTION 3. The Board of Regents shall provide for and establish such police and municipal regulations as may be necessary for the preservation of order and for enforcement of the same as authorized by the Charter of the University.

SECTION 4. The Board of Regents, at its last meeting before a biennial election by the Board of Trustees, shall elect a Chair and a Secretary, who shall serve during the ensuing two years and until the election and qualification of their successors.

SECTION 5. A majority of the Board of Regents, when both clergy and laity are present, shall constitute a quorum. Meetings of the Board of Regents shall be held at least three times during the year. Special meetings may be held at any other time upon call of the Chair or of two members.

SECTION 6. The Board of Regents shall be the executive body of the University. It shall cause full and explicit minutes of its proceedings to be kept, on which shall be based its Annual Report to the Board of Trustees, in accordance with the provisions of Article III.

SECTION 7. On nomination by the Chair of the Board of Regents, members of the Board shall be elected to serve on Standing Committees to be composed of not less than two members of the Board. Associate members of Committees, not members of the Board, may be nominated by the Standing Committees, and shall be elected to serve thereon, but shall have no seat or voice on the Board of Regents except on the expressed invitation of the Board.

ARTICLE V

The Chancellor of the University

SECTION 1. The Chancellor shall be the Bishop of one of the constituent Dioceses. The Chancellor shall be elected by ballot of the Board of Trustees for a term of six years, and shall not be eligible for successive election. The Chancellor shall be *ex officio* President of the Board of Trustees. In the absence of the Chancellor, the Senior Bishop (in consecration order) present shall call the Board to order; and, after organization, the Board shall proceed to elect as President pro tempore one of the bishops entitled to a seat in the Board of Trustees. Should a vacancy occur in the office of Chancellor, the Board of Trustees at its next meeting shall elect a Chancellor for a term of six years. In the event of a vacancy, or of the disability of the Chancellor by sickness or other cause, while the Board is not in session, the Senior Bishop on the Board (in consecration order) shall exercise all the functions of the Chancellor until the Board meets.

SECTION 2. When unable to perform ceremonial functions due to absence, illness, or disability, the Chancellor or the Board of Regents may designate another Bishop who is a member of the Board of Trustees to act as Chancellor.

SECTION 3. The Chancellor of the University shall give time to the presentation of the cause and claims of the University.

ARTICLE VI

The Vice-Chancellor of the University

The Board of Trustees shall elect the Vice-Chancellor, as provided in Article III, and shall have power to remove the Vice-Chancellor from office. The Vice-Chancellor shall be the administrative and executive head of the University. The Vice-Chancellor shall preside over all meetings of the Senate and shall perform such other duties as may be prescribed by the Board of Regents. The Vice-Chancellor shall be required to reside at the University. The Vice-Chancellor shall have seat and voice, but no vote, in the Board of Trustees and shall make an Annual Report to the Board of Trustees. The Vice-Chancellor shall be *ex officio* President of the Corporation named by its Charter "THE UNIVERSITY OF THE SOUTH."

ARTICLE VII

The Chaplain of the University

Upon, and only upon, the nomination of the Vice-Chancellor, the Board of Trustees shall elect a Chaplain of the University, who must be a presbyter or bishop of the Protestant Episcopal Church of the United States of America. The Chaplain shall be elected to serve for the term of four years or until a successor shall have been elected. The Chaplain shall be eligible for reelection. The Chaplain shall be required to reside at the University.

ARTICLE VIII

The Secretary of the Board of Trustees

The Board of Trustees shall elect a Secretary, who shall hold office four years or until a successor is elected and qualified. It shall be the duty of the Secretary to prepare, print, and distribute the Annual Proceedings of the Board of Trustees and of the proceedings of any other meeting as soon as practicable after adjournment of a meeting of the Board, copies of which shall be available in the office of the Vice-Chancellor for inspection by any officer, faculty member, student, or trustee of the University. It shall also be the duty of the Secretary to notify all persons elected to any office by the Board of Trustees.

ARTICLE IX

The Provost of the University

Upon, and only upon, the nomination of the Vice-Chancellor, the Board of Regents shall elect a Provost. The Provost shall be the chief administrative and executive assistant to the Vice-Chancellor, and in the absence of the Vice-Chancellor shall be the Vice-Chancellor pro tempore. The Provost shall be *ex officio* the Vice-President of the Corporation named by its Charter, "THE UNIVERSITY OF THE SOUTH," and a member of the University Senate. The Provost shall reside at the University.

ARTICLE X

The Treasurer of the University

Upon, and only upon, the nomination of the Vice Chancellor, there shall be elected by the Board of Regents a Treasurer of the University. The Treasurer shall receive and disburse all money of the University and shall perform such other duties as may be required, under the direction of the Vice-Chancellor. The Treasurer shall give such bond and security as may be prescribed by the Board of Regents.

ARTICLE XI

Secretary of the Corporation

Upon, and only upon, the nomination of the Vice-Chancellor, there shall be elected by the Board of Regents a Secretary of the Corporation who shall perform such duties as may be required by the Vice-Chancellor. There may also be elected in the same manner one or more Assistant Secretaries.

ARTICLE XII

Municipal and Other Officers

The Vice-Chancellor shall have the power, subject to the approval of the Board of Regents, to appoint, from time to time, such officers for the discipline of the students, for municipal government, and for the regulation of all persons residing upon the Domain of the University, as the Vice-Chancellor may think necessary.

ARTICLE XIII

Meetings of the Board of Trustees

The Board of Trustees shall meet annually at Sewanee, Tennessee, and at such other time or times as it shall prescribe. Special meetings of the Board of Trustees shall be called by the Chancellor upon the written request of twenty-five members of the Board, by the Chancellor upon the written request from the University Senate, or by the Chancellor of his own volition. At each meeting a religious service shall be conducted and an address given by the Chancellor or the Chancellor's designee. The Eucharist shall be celebrated at a time appointed.

Notice of meetings of the Board of Trustees shall be given as follows:

(a) Notice of the day, hour, and place of the annual meeting shall be given at least thirty (30) days prior to the meeting date.

(b) Notice of the day, hour, and place of a special meeting shall be given at least ten (10) days prior to the meeting date except that, when notice is given of a proposed amendment to the Charter of the University, notice shall be given at least thirty (30) days prior to the meeting date.

(c) Notice may be given by mail postage prepaid, private carrier, facsimile transmission, electronic mail, or by oral notice, and notice is considered given when properly transmitted.

(d) Notice of an annual meeting need not include an agenda except that specific notice of proposed amendment to the Charter or the Constitution and By-Laws shall be given. Notice of a special meeting shall generally describe the matters to be considered at such special meeting.

(e) At the discretion of the Chancellor, Trustees may participate in an annual or special meeting by, or conduct the meeting through the use of, any means of communication by which all Trustees participating may simultaneously hear each other during the meeting. A Trustee participating in a meeting by this means is deemed to be present in person at the meeting.

ARTICLE XIV

New Dioceses

Subject to the concurrence of the Board of Trustees by a two-thirds (2/3) vote of those present and voting, any Diocese desiring to become a member of the group of Dioceses which support and control THE UNIVERSITY OF THE SOUTH shall be requested to adopt the following preamble and resolutions at a regular meeting of the Convention or Council of the Diocese and to send a copy to the Chancellor of the University:

WHEREAS, THE UNIVERSITY OF THE SOUTH, Sewanee, Tennessee, worthily represents the contribution which the Protestant Episcopal Church in the United States of America is making to the cause of Christian education in the country, and

WHEREAS, The Convention (or Council) of the Diocese of desires to give its support and encouragement, formally and officially, to this great cause; therefore,

Be it Resolved, That the Convention (or Council) of the Diocese of hereby petitions the Board of Trustees of THE UNIVERSITY OF THE SOUTH to enroll the Diocese of as an active

member of the group of Dioceses owning and controlling THE UNIVERSITY OF THE SOUTH; and hereby pledges itself to accept and discharge whatever obligations, financial or other, may be involved in membership in this union, and

Be it Resolved, That the Convention (or Council) proceed to elect one presbyter and two lay representatives to attend the next meeting of the Board, and, with the Bishop, to present this petition and act as representatives of this Diocese on the Board of Trustees of THE UNIVERSITY OF THE SOUTH.

In case of subdivision of any of the existing Dioceses connected with this University, each Diocese arising out of the subdivision shall be entitled to the same representation on the Board to which Dioceses are entitled at the time of the subdivision, and the clerical and lay Trustees shall be elected by the Council or Convention thereof.

ARTICLE XV

Standards of Conduct

SECTION 1. Any member of the Board of Trustees may be removed for cause by the Board of Trustees, following notice and an opportunity to be heard. The Board of Trustees' Committee on Nominations and Credentials shall establish and implement the procedures for the removal of a Trustee from office.

SECTION 2. (a) A member of the Board of Trustees or of the Board of Regents shall discharge all duties as a trustee or regent, including duties as a member of a committee:

- (1) In good faith;
- (2) With the care an ordinarily prudent person in a like position would exercise under similar circumstances; and
- (3) In a manner the trustee or regent reasonably believes to be in the best interests of the University;

(b) In discharging such duties, a member of the Board of Trustees or the Board of Regents is entitled to rely on information, opinions, reports, or statements, including financial statements and other financial data, if prepared or presented by:

- (1) One (1) or more officers or employees of the University whom the trustee reasonably believes to be reliable and competent in the matters presented;
- (2) Legal counsel, public accountants or other persons as to matters the trustee reasonably believes are within the person's professional or expert competence; or
- (3) A committee of the Board of Trustees or of the Board of Regents of which the trustee is not a member, as to matters within its jurisdiction, if the trustee or regent reasonably believes the committee merits confidence.

(c) A member of the Board of Trustees or of the Board of Regents is not acting in good faith if the trustee or regent has knowledge concerning the matter in question that makes reliance otherwise permitted by subparagraph (b) unwarranted.

(d) A Member of the Board of Trustees or of the Board of Regents is not liable for any action taken as a trustee or regent or any failure to take action or if the trustee or regent performed the duties of the office in compliance with this paragraph or if the trustee or regent is immune from suit under the provisions of Tennessee Code Annotated § 48-58-601.

(e) A trustee or regent shall not be deemed to be a trustee as defined by Tennessee law with respect to the University or with respect to any property held or administered by the University, including without limitation, property that may be subject to restrictions imposed by the donor or transferor of such property.

ARTICLE XVI

Amendments to the Constitution

No amendment shall be made to this Constitution unless it shall have been passed at two successive annual meetings by a majority of the Board of Trustees; provided that such majority be a quorum.

As amended October 2013

ORDINANCES
OF
THE UNIVERSITY OF THE SOUTH

(PART 1) ORDINANCES FOR THE GOVERNMENT OF THE CORPORATION

1. Board of Trustees

SECTION 1. The Board of Trustees shall meet at least annually. At each meeting a religious service shall be conducted and an address given by the Chancellor or the Chancellor's designee. The Eucharist shall be celebrated at a time appointed.

SECTION 2. The Trustees shall be given notice of the day, the hour, and the place of the Annual Meeting.

SECTION 3. The Secretary of the Board shall send each year certificates of election for new Trustees to the Secretaries of the several Dioceses entitled to representation on this Board, with the request that they be filled out and returned.

SECTION 4. As soon as practical after adjournment of the Board, a summary of official actions shall be prepared by the Secretary of the Board. The Secretary shall also prepare a set of minutes as the official record of the proceedings and acts of this Board. Copies of such minutes shall be available in the office of the Vice-Chancellor for inspection by an officer, faculty member, student, or trustee of the University.

SECTION 5. Any Diocese desiring to become a member of the group of Dioceses which support and control THE UNIVERSITY OF THE SOUTH shall be requested to adopt the following preamble and resolutions at a regular meeting of the Convention or Council of the Diocese and to send a copy to the Chancellor of the University:

WHEREAS, THE UNIVERSITY OF THE SOUTH, Sewanee, Tennessee, worthily represents the contribution which the Protestant Episcopal Church is making to the cause of Christian education in the country, and

WHEREAS, The Convention (or Council) of the Diocese of desires to give its support and encouragement, formally and officially, to this great cause; therefore,

Be it Resolved, That the Convention (or Council) of the Diocese of hereby petitions the Board of Trustees of THE UNIVERSITY OF THE SOUTH to enroll the Diocese of as an active member of the group of Dioceses owning and controlling THE UNIVERSITY OF THE SOUTH; and hereby pledges itself to accept and discharge whatever obligations, financial or other, may be involved in membership in this union, and

Be it Resolved, That the Convention (or Council) proceed to elect one presbyter and two lay representatives to attend the next meeting of the Board, and, with the Bishop, to present this petition and act as representatives of this Diocese on the Board of Trustees of THE UNIVERSITY OF THE SOUTH.

SECTION 6. It shall be the duty of the Secretary to notify all persons elected to any office by the Board of Trustees.

SECTION 7. In nominating members of the Board of Regents, the Board of Trustees shall select persons who are qualified according to the following set of considerations: (a) adherence to the tenets of the Christian faith; (b) adherence to the fundamental principles of the University; (c) the talents needed by the Board of Regents; and (d) the composition of the University alumni/ae.

2. Board of Regents

SECTION 1. The Board of Regents shall hold three regular meetings at Sewanee, Tennessee, each year, preferably in the Fall, in the Winter, and in the Spring, on such days as shall be fixed by the Board. Other meetings may be called by the Chair or by two members as provided by Section 5 of Article IV of the Constitution.

SECTION 2. The Board of Regents shall establish from time to time such standing committees pursuant to Article IV, Section 7 of the Constitution as the Regents deem necessary to conduct their business.

The number of Standing Committees may be increased or diminished from time to time at the discretion of the Board of Regents. Matters involving their several responsibilities shall be referred to Committees by the Chancellor, the Vice-Chancellor, or the Chair of the Board of Regents when necessary, whether the Board of Regents is in session or not. These Committees may, on their own initiative, make recommendations to the Board of Regents and shall furnish to the Vice-Chancellor such assistance and counsel as the Vice-Chancellor may from time to time request or require.

The Board of Regents and the Standing Committees of the Board shall function through the Vice-Chancellor and shall not attempt direct executive administration

SECTION 3. The several Standing Committees shall present full reports upon which the Chair of the Board of Regents shall base the Chair's Annual Report to the Board of Trustees. The Chair may make additions to the Annual Report, but he or she shall submit its final form for approval by the Board of Regents before filing it with the Board of Trustees.

SECTION 4. All persons whose election by the Board of Regents is required by the Constitution shall be elected only upon nomination by the Vice-Chancellor. All non-tenured faculty members will be deemed elected by the Board of Regents upon the Vice Chancellor's approval of the appointment, such appointments to be reported to the Board of Regents at its next meeting. The granting of tenure requires the nomination of the Vice Chancellor and the approval of the Board of Regents.

SECTION 5. The Secretary of the Board of Regents shall record the minutes of each meeting of the Board after they have been approved by the Board. The Vice-Chancellor shall be the custodian of the book of minutes when the Board of Regents is not in session. The minute-book shall be subject to inspection by any member of the Board of Trustees.

SECTION 6. It shall be the duty of the Vice-Chancellor to notify all persons elected to any office by the Board of Regents.

SECTION 7. Members of the Board of Regents who are not members of the Board of Trustees shall be entitled to attend all sessions of the Board of Trustees, with all the privileges of membership except the right to vote.

SECTION 8. In exercising its constitutional power of nominating candidates for the Board of Regents, to be elected by the Board of Trustees, the Board of Regents shall nominate persons who are qualified according to the following set of considerations: (a) adherence to the tenets of the Christian faith; (b) adherence to the fundamental principles of the University; (c) the talents needed by the Board of Regents; and (d) the composition of the University alumni/ae.

SECTION 9. The Board of Regents may authorize a Nomination Committee to select candidates to nominate for the Board of Regents, subject to notice to, consideration of, and approval by the Board of Regents.

3. Officers

The officers of the corporation are the Vice-Chancellor, Provost, Treasurer, Secretary, Dean of the College, Dean of the School of Theology, Dean of Students, Dean of Admission, Vice-President for Advancement, and Legal Counsel.

4. The Vice-Chancellor

SECTION 1. The Vice-Chancellor shall have control over all schools and departments of the University and shall be responsible for the order and discipline of the University as a whole. The Vice-Chancellor shall be charged with the responsibility of engaging and discharging all

employees whose employment is not otherwise provided for in the Constitution or Ordinances. The salaries or wages of employees shall come within the budget approved by the Board of Regents.

SECTION 2. The Vice-Chancellor shall preside at meetings of the Senate. The Vice-Chancellor shall be responsible to the Board of Regents for the official conduct of all officers and employees of the Corporation and of the University.

SECTION 3. The Vice-Chancellor shall have authority, subject to review by the Board of Regents, to establish, equip, and maintain a private, volunteer fire department consisting of students, faculty, staff and other community residents. Fire prevention and suppression shall be limited to the University Domain; except that the Vice-Chancellor may authorize emergency fire suppression services to unincorporated areas located near the University Domain; and the Vice-Chancellor is authorized to enter into mutual aid agreements with neighboring corporate towns and cities.

SECTION 4. The Vice-Chancellor shall make a report concerning the condition of the University to the Board of Regents at each meeting, and the Vice-Chancellor's Annual Report, at the Fall Meeting, shall show the general condition of the University during the current academic year and suggest to the Board such alterations and improvements as may be necessary for its consideration. The Vice-Chancellor shall incorporate in this Report recommendations from the Senate and shall make an Annual Report to the Board of Trustees.

SECTION 5. In accordance with the provisions of the Constitution, the Vice-Chancellor shall be President of the Corporation named by its Charter, "THE UNIVERSITY OF THE SOUTH," and, as such, shall execute, or have duly authorized representatives execute, on behalf of the Corporation all legal documents; execute, sign, sell, and deliver bonds and certificates of stock; sell or subscribe to rights to stocks; execute the transfer of securities registered in the name of THE UNIVERSITY OF THE SOUTH; and otherwise shall do all such other things as the Vice-Chancellor is directed or authorized to do by the Constitution and these Ordinances, and all acts customarily incident to the office of President in the daily management of the affairs of a University. In the event of the Vice-Chancellor's absence or inability to act the Board of Regents may authorize the Provost to these ends.

SECTION 6. The Vice-Chancellor shall have the sole power of granting leaves of absence to professors and staff of the University. The Vice-Chancellor or his or her designee shall have the right at any time to visit any hall, lecture room, office, or student's room of the University.

SECTION 7. If any member of the Faculty or staff of the University should fail to discharge his or her duties properly or should neglect his or her responsibilities, the Vice-Chancellor shall have the power to take whatever steps may seem wise and necessary, any extraordinary action by the Vice-Chancellor to be subject to review and approval by the Board of Regents.

SECTION 8. If the Vice-Chancellor should be, for any reason, temporarily unable to discharge the duties of the office, the Provost shall normally become the Vice-Chancellor pro tempore. If that should not be feasible, the Vice-Chancellor or the Provost shall appoint a member of the University Senate or a senior administrator to act as Vice-Chancellor. If no substitute should be appointed, or if the Vice-Chancellor should resign or die when the Board of Trustees is not in session, then the Board of Regents shall appoint an Acting Vice-Chancellor who shall exercise the functions of the office until the removal of the disability, or until the Board of Trustees shall have elected a successor who has entered upon the duties of the office.

SECTION 9. All officers of the University, the Chaplain, and the Registrar shall be nominated only by the Vice-Chancellor and elected by the Board of Regents, or by the Board of Trustees in the case of the Chaplain; provided that the Board of Regents (or the Board of Trustees in the instance of the Chaplain) may, in its discretion, decline to elect any nominee, in which case the Vice-Chancellor shall make further nomination or nominations until an election is had.

In an emergency, the Vice-Chancellor may make interim faculty appointments which shall be effective not longer than the end of the academic year in which made.

SECTION 10. The Vice-Chancellor shall have authority to act to meet any emergency. Such action may be subject to review by the Board of Regents.

SECTION 11. The Vice-Chancellor may create such committees or councils of patrons and benefactors of the University as are appropriate and assign to them projects in support of the University as is advisable.

SECTION 12. The Vice-Chancellor shall have authority to establish, equip, and maintain a Police Department which shall consist of a Chief of Police and other officers and personnel as are necessary to maintain public order, to enforce University regulations, and to enforce local, county, state, and federal laws.

The Chief of Police shall be appointed and may be removed by the Vice-Chancellor.

The Chief of Police shall be responsible to the Vice-Chancellor or to an appropriate officer of administration designated by the Vice-Chancellor. The duties of the office shall include responsibility for protecting the property of the University and for enforcing University codes and regulations pertaining to public safety and order.

The Police Department personnel and procedures shall conform to the established codes, guides, regulations, and laws for law enforcement agencies in the State of Tennessee.

The Police Department may actively cooperate with and render assistance to the law enforcement agencies of neighboring communities and of the state and federal governments.

The Chief of Police and other police personnel hired by the University may, where appropriate, hold non-remunerative commissions of rank or membership in other duly constituted law enforcement agencies on a cooperative basis and provided that such membership or commission not take precedence by way of authority, obligation, or time over their duties and obligations to the University.

SECTION 13. The Vice-Chancellor is authorized to make regulations as to times of recreation, amusements, and general social gatherings that are necessary to prevent the interruption of study and relaxation of discipline.

SECTION 14. All athletics shall be under the administration of the Vice-Chancellor, who shall exercise his or her authority and discharge his or her responsibility with advice and counsel from the Director of Athletics and the University Advisory Committee on Athletics.

5. The Provost

SECTION 1. The Provost shall be the chief administrative and executive assistant to the Vice-Chancellor. In the absence of the Vice-Chancellor, the Provost shall be the Vice-Chancellor pro tempore.

SECTION 2. The Provost shall assist with faculty relations, appointments, promotions, and the preparation of the University budget.

SECTION 3. In academic matters the Provost shall be a consultant to the Vice-Chancellor, sitting on all committees with the Vice-Chancellor and acting for the Vice-Chancellor in the Vice-Chancellor's absence.

SECTION 4. The Provost shall submit to the Vice-Chancellor an annual report and shall perform such duties as the Vice-Chancellor may assign him or her.

SECTION 5. The Provost shall chair the meetings of the Joint Faculties.

6. Vice-President for Advancement

SECTION 1. The Vice-President for Advancement shall be appointed by the Vice-Chancellor and confirmed by the Board of Regents and shall be responsible for the promotional work of the University.

SECTION 2. The Vice-President for Advancement shall submit to the Vice-Chancellor an annual report and shall perform such duties as the Vice-Chancellor may assign.

7. Secretary and Assistant Secretary

The Secretary of the Corporation shall attest the signature of the President under the seal of the Corporation whenever required and perform such other duties as may be assigned by the Vice-Chancellor. The Assistant Secretary may perform all duties of the Secretary when the Secretary is unavailable.

8. The Treasurer

SECTION 1. The Treasurer of the University shall receive and disburse under proper voucher the funds of the University.

SECTION 2. The Treasurer shall administer such funds, and all other funds coming into his or her hands, under such regulations as may be established by the Board of Regents.

SECTION 3. Books and accounts maintained by the Treasurer shall be audited annually by a Certified Public Accountant, designated by the Board of Regents, whose certificate of audit shall be attached to the Treasurer's annual report.

SECTION 4. The Treasurer shall report annually to the Board of Regents the state of the finances and property of the University and shall present as often as required by the Board a full statement of the operations of his or her office.

9. The Dean of Students

SECTION 1. The Vice-Chancellor shall recommend, and the Board of Regents shall appoint, a Dean of Students who shall have overall responsibility and authority for student services. The Dean of Students shall have faculty status. He or she shall serve on the relevant faculty committees and chair the student life cabinet.

SECTION 2. The Dean of Students shall enforce class attendance rules.

SECTION 3. The Dean of Students shall administer the faculty advisory system.

SECTION 4. The Dean of Students shall have supervision of head residents and proctors and shall have oversight of student housing.

SECTION 5. The Dean of Students shall be responsible for establishing and implementing a student disciplinary system.

SECTION 6. The Dean of Students shall perform such other duties as may be delegated by the Vice-Chancellor.

SECTION 7. The Vice-Chancellor, after consultation with the Dean of Students, may appoint Associate or Assistant Deans of Students who shall report to the Dean of Students and may also have faculty status. Associate or Assistant Deans of Students shall perform whatever duties are assigned by the Dean of Students.

10. The Dean of Admission

SECTION 1. The Dean of Admission shall be appointed by the Vice-Chancellor and confirmed by the Board of Regents and shall be responsible for recruiting new students for the College and administering financial aid for both the College and the School of Theology.

SECTION 2. The Dean of Admission shall submit to the Vice-Chancellor an annual report and shall perform such duties as the Vice-Chancellor may assign.

11. Legal Counsel

Legal Counsel is the institution's chief legal officer and advises and represents the University, including its Board of Trustees, Board of Regents, and officers, on all legal matters which affect the University. He or she reports to the Vice Chancellor.

12. Leases and Other Uses of Land Within the Domain

SECTION 1. No part of the Domain shall ever be alienated except as provided in the Constitution and except that sites may be granted and conveyed to the United States of America, the State of Tennessee, the County of Franklin, or political sub-divisions thereof, or to public utility corporations for the purpose of aiding in the provision of essential public services. Each grant so made shall first be authorized by resolution of the Board of Regents and the instrument of conveyance shall expressly provide that the premises shall revert to the University of the South if not used for the purpose for which granted or if that use shall cease. Easements over the Domain may be granted for adequate consideration to any public or private utility serving the community of Sewanee and environs, but upon condition that, if the easement is not used for the purpose granted or if that use shall cease, the easement shall terminate and all rights therein shall revert to the University. Ingress and egress easements may be granted to a leaseholder or to the owner of a single-family residence whose property adjoins the University's if such property has no access to a public road other than through the property of the University, and upon condition that (i) if the easement is not used for the purpose granted or if that use shall cease, the easement shall terminate and all rights therein shall revert to the University, and (ii) the easement shall be subject to such other conditions deemed appropriate by the University provided that such conditions are consistent with state and local law. It is further provided that when duly authorized by resolution of the Board of Regents, the title to land may be granted for use as a cemetery, to be held by a not-for-profit corporation formed for that purpose.

SECTION 2. There shall be a Lease Committee in charge of the granting of leases, easements, and other conveyances under the provisions of these ordinances. The members of this Committee shall be the Provost, the Treasurer, serving *ex officio*; two members at large appointed by the Vice-Chancellor; two members elected by the Sewanee Community Council; and two members elected by the Joint Faculties. All these members shall have voice and vote. Members other than *ex officio* members shall be named or elected for two-year terms and shall serve until reappointed or re-elected or a successor is named. The Provost, or in the Provost's absence, the Treasurer, shall act as Chair of this Committee.

SECTION 3. There shall be a Superintendent of Leases appointed by the Vice-Chancellor. The Superintendent of Leases shall be the administrator for all matters coming under the jurisdiction and charge of the Lease Committee, shall *ex officio* be a member of that Committee, with vote, and act as the Secretary and shall be authorized to execute all leases and other documents

as directed by the Committee. The Superintendent shall keep and maintain a full and detailed record of all leases and other documents affecting the land or land uses within the Domain.

SECTION 4. Leases of land within the Domain may be granted for the use of individuals or commercial establishments for a term not to exceed thirty (30) years; provided, that where made necessary by a mortgage loan or other special condition, this term may be extended not to exceed ten (10) additional years. A lease may also provide that at the expiration of a stated term, if the University does not purchase the lessee's improvements at their value at that time, the lessee shall be offered a new lease on the same terms and conditions as are then in effect for leases being offered to others.

SECTION 5. All leases hereafter granted within the 1000 Acre Reserve (that part of the Domain in which the University has been granted tax exemption by Legislative Act) or in or immediately adjacent to the campus areas shall be no larger than approximately one and one-third acres.

SECTION 6. The annual fee to be paid for a lease shall include a fair rental for the use of the land involved, based upon the then current value of that land, and a fair and proportionate share of the then current cost to the University of the municipal-type services which it furnishes within the Domain and without other charge to lessees. A lease may provide for the redetermination of this fee each year or at such other intervals as the lease may state. Leases of land for commercial purposes may provide for additional charges equitably related to the particular business use. The provisions of this section may be waived, in whole or in part, where leases or other grants are made for religious, educational or public purposes, or for agricultural or easement use only.

SECTION 7. Every lease shall provide that it is made subject to the Charter, Constitution, Ordinances, and Lease Policies of The University of the South as in effect during the term of any lease and upon these express conditions:

(a) That the sale of wine, beer, or intoxicating liquor will not be permitted upon the premises without Lessor's written consent.

(b) That the premises will not be used for gambling, except as permitted by Tennessee law and with Lessor's prior written consent, or an illegal or immoral purpose.

(c) That horses, cows, or other livestock will not be kept upon the premises without Lessor's permission.

(d) That the premises will be kept in good and sanitary condition and free of any unreasonable hazard or nuisance. For this purpose they will be subject to inspection by the appropriate authority.

(e) That all new construction or changes in or additions to existing construction on this leasehold will conform to the applicable building and fire prevention codes. That the Lessor's Fire Marshal or other appropriate authority shall have the right to make inspections of the premises at reasonable times for the purpose of determining the existence of conditions offering an unreasonable risk of fire or explosion and to direct the elimination of such conditions. If the improvements should be destroyed or damaged by fire or other casualty, Lessee agrees that they will be replaced or properly repaired within a reasonable time, and in keeping with the provision of this lease, or the lease surrendered.

(f) That buildings and other structures on the premises will be maintained in good condition and appearance, and the grounds kept orderly and free from trash and debris. No signs shall be erected except with Lessor's permission.

(g) That the premises will not be used in any way which in the judgment of Lessor's Board of Regents would be detrimental to the discipline, health, or moral welfare of students on the Domain.

SECTION 8. All leases shall be subject to the approval of the Lease Committee which shall have the authority to include such other terms and conditions as it finds to be appropriate, including but not limited to restrictions on the use of the leased premises, the improvements

constructed, and the transfer of the lease. No lease shall be sold, transferred or assigned, in whole or in part, without the consent of the Lease Committee, and in the event of any proposed sale or other transfer the University shall have the right of first refusal.

SECTION 9. The hunting, taking, chasing, trapping, or killing of wild animals, wild birds, or wild fowl within the domain of The University of the South, in Franklin County Tennessee, is hereby prohibited, except by permission of the Vice-Chancellor.

SECTION 10. A manager of forest lands shall be named by the Vice-Chancellor to be responsible for the management and conservation of that part of the University domain in Franklin County which is outside the campus areas and is not leased to other persons for residential or commercial use. The manager of forest lands shall maintain and secure the records of those lands which are within said jurisdiction and oversee the protection of their boundaries.

SECTION 11. That part of the domain of The University of the South in Franklin County, Tennessee, which lies on the southerly side of U.S. Highway 64 and within 200 feet of its center line is declared to be zoned for commercial uses, including the posting of signs, provided a use for that purpose is approved by the Lease Committee.

SECTION 12. There shall be a Committee for control and management of the University Cemetery, to be known as the University Cemetery Committee. The Chaplain and the Director of Physical Plant Services shall be members of this Committee, *ex officio*, and the Vice-Chancellor shall appoint a Chair for the Committee and such other members as the Vice-Chancellor considers to be appropriate.

13. Indemnification of Regents, Trustees, and Officers

The University shall indemnify to the full extent authorized by law any person made or threatened to be made a party to any suit or proceeding by reason of the fact that such person, or his or her testator or intestate, is or was a Regent, Trustee or Officer of the University; provided, however, that promptly after receipt by any such person of notice of the commencement of any action as to which a claim may be made against the University under this Ordinance, such person shall notify the University in writing of the commencement thereof. If notice is then given by the University to such person of its election to assume the defense thereof, the University shall not be liable to such person for legal or other expense subsequently incurred by such person in connection with that defense or for any amounts paid in settlement without the consent of the University.

(PART 2) ORDINANCES FOR THE GOVERNMENT OF THE UNIVERSITY

14. Finances

SECTION 1. The Board of Regents shall have oversight of the administration, management, and investment of endowment and other funds and assets of the University. The Board may delegate its responsibilities to a Board committee or subcommittee, and may authorize such committees, the Vice Chancellor or other University officers to contract with banks, investment firms, or others to have custody of or manage University funds or assets.

SECTION 2. The Board of Regents shall approve the University's annual budget and tuition and fees.

SECTION 3. The Board of Regents shall require an annual audit by a firm of certified public accountants selected by the Board.

SECTION 4. The Vice-Chancellor shall direct appropriate University officers and committees to assist in the preparation of an annual budget.

15. Organization of the University

SECTION 1. The University shall consist of an undergraduate college of arts and sciences and of such special and graduate schools as the expansion of the University may make necessary.

SECTION 2. Each college or school shall be under the direction of a Dean to be elected by the Board of Regents upon the recommendation of the Vice-Chancellor. The Dean shall be held responsible for its character and success.

SECTION 3. The Faculties of the College of Arts and Sciences and of the School of Theology shall meet once a month, and at other times upon the call of the respective Deans. Each Faculty shall have power to prescribe and enforce rules and regulations for the government of its own students, and each shall be the final authority in determining and prescribing the courses in its own department of the University, subject to the approval of the Senate and of the Vice-Chancellor.

16. The Chaplain

SECTION 1. The Chaplain shall read or arrange for the reading of Morning Prayer and Evening Prayer in a Chapel of the University. The Chaplain shall be responsible for any other regularly scheduled prayer services or any other uses of the University Chapel, the St. Augustine's Chapel, and the St. Luke's Chapel. The Chaplain shall conduct or arrange for the conducting of the usual public services on Sunday and Holy Days in accordance with the Book of Common Prayer. The Chaplain shall have pastoral responsibility of the officers, faculty, and students of the University, and shall share, as he or she can, with the Rector of Otey Memorial Parish and other appropriate clergy on the faculty and staff of the University responsibility for the families of the University community and the town of Sewanee.

SECTION 2. On recommendation of the Chaplain, and by nomination of the Vice-Chancellor, and subject to appointment by the Board of Regents, there shall be employed an Associate Chaplain. The duties of the Associate Chaplain shall be those prescribed from time to time by the Chaplain.

SECTION 3. The work of the Chaplains of the University shall be under the Episcopal oversight of the Chancellor of the University. By appointment, for a fixed period of time, the Chancellor may name another bishop of an owning diocese to assume this oversight.

17. The Senate

SECTION 1. There shall be a Senate, composed of the Vice-Chancellor as Chair, the Provost, the Deans, all full professors in all departments, and the Chaplain of the University.

SECTION 2. The Senate shall meet once a semester or upon the call of the Vice-Chancellor or upon the request of five members.

SECTION 3. The Senate shall pass on requirements for degrees, adopted by any Faculty, and on any expansion or curtailment of the curriculum involving a departure from the traditional policy of the University; but a two-thirds vote of its entire membership is required to veto the action of any Faculty.

SECTION 4. The Senate shall have the authority to call upon any Faculty of the University for copies of its rules and regulations, including its entrance requirements, for its own information. The Senate shall not be charged with the ratification of rules and regulations, but shall have the power to veto all or any part of them by a two-thirds vote of its entire membership.

SECTION 5. The Senate shall have jurisdiction and control in all matters, not otherwise provided for, involving more than one school or college.

SECTION 6. The Senate shall have power to originate and discuss any proposal necessary for the good government, academic proficiency, repute, and common weal of the University, which they may think expedient to lay before the Board of Regents.

SECTION 7. In all matters affecting the scholarship of the University, the Senate shall act as an advisory body to the Deans and the Vice-Chancellor.

SECTION 8. In all matters affecting the members of the several Faculties of the University, the Board of Regents or its appropriate Standing Committee may call upon the Senate to appear through representatives or as a body for a hearing.

SECTION 9. The Senate shall approve all candidates for Honorary Degrees, as provided in Section 2 of Ordinance 19, entitled "Honorary Degrees."

SECTION 10. Upon proper representation of the Faculty concerned, the Senate shall award all degrees earned and shall transmit to the Vice-Chancellor the names of the qualified candidates upon whom the Vice-Chancellor may confer the degrees awarded.

18. The Joint Faculties

The Joint Faculties shall consist of the several faculties of the University along with such members of the staff or administration determined by the Provost to have faculty status, but not rank, as well as such other persons as may be given membership in this body by the Provost. All members of the Joint Faculties shall have seat, voice, and vote in all matters which shall come before it. Membership in the Joint Faculties does not carry with it rank or status in any other faculty of the University or in the Senate. It shall be the purpose of the Joint Faculties to receive information, deliberate, and offer recommendations; provided that any act or resolution of the Joint Faculties shall not be in conflict with, binding upon, or overturn the rules and regulations of any other faculty or the Senate. Meetings of the Joint Faculties shall be called by the Provost who shall preside at all meetings.

19. Honorary Degrees

SECTION 1. Honorary Degrees awarded by the University are in recognition of unusual achievement by individuals whose services to the Church, to arts and letters, to science or to human society have advanced the principles for which the University stands. Proper candidates for honorary degrees include:

- Scholars of Excellence
- Alumni of Distinction
- Benefactors of the University
- Outstanding Churchmen and Churchwomen
- Persons of distinction whose contributions to the nation or humanity deserve recognition

Within the field of theology, the degree of Doctor of Divinity is intended to honor achievement which is primarily ecclesiastical, in contrast to the degree of Doctor of Sacred Theology, which is reserved for scholarly contributions. The Doctor of Canon Law (D. Cn. L.) is intended to honor achievements in both ecclesiastical and public service. The degree of Doctor of Civil Law (D.C.L.) is intended to honor achievement outside of either academic or theological fields. The degree of Doctor of Humane Letters (L.H.D.) is intended to honor achievement in both nonacademic scholarship and public service. The degree of Doctor of Letters (D. Litt.) is intended to honor achievement in academic scholarship in the humanities and the social sciences. The degree of Doctor of Fine Arts (D.F.A.) is intended to honor achievement in the arts, including the performing arts. The degree of Doctor of Music (Mus.D.) is intended to honor achievement in music. The degree of Doctor of Science (Sc.D.) is intended to honor achievement in the natural sciences, medicine and mathematics.

SECTION 2. Recipients of all honorary degrees must be approved by the Board of Regents. Nominations of recipients of honorary degrees shall be the responsibility of the Joint Regent-Senate Committee on Honorary Degrees. The Committee shall consist of three members chosen by the University Senate and up to three Regents appointed by the Chair of the Board, one of whom shall be designated by the Chair of the Board as the Chair of the Committee. The Committee shall establish such procedures as seem appropriate to provide an opportunity for candidates for honorary degrees to be proposed to the Committee, to insure the collection of sufficient information about persons proposed for honorary degrees, and to provide adequate time for the consideration by the Senate of persons nominated by the Committee. Nominations by the Committee shall be approved by the affirmative vote of a majority of the Senate present. The affirmative vote of a majority of the Regents is sufficient for final approval of the award of a degree to a person nominated by this procedure. The Board of Regents may approve the award of an honorary degree to a person not nominated by the foregoing procedure by the affirmative vote of two-thirds of the Regents with the subsequent concurrence of two-thirds of the Senate present.

SECTION 3. Except by unanimous vote by secret ballot of the Regents present and constituting a quorum, no honorary degree shall be awarded to any current staff member or member of any Faculty of the University, to any current member of the Board of Trustees, except the Episcopal members thereof, nor to any current member of the Board of Regents.

SECTION 4. The Committee, when nominating any person for the awarding of any degree, shall state its reasons for doing so in a written citation, and this citation, or some other citation approved by the Dean of the College or, in the case of a person awarded the degree of Doctor of Divinity, by the Dean of the School of Theology, shall be read at the time of the conferring of the degree.

SECTION 5. After the approval by the Regents of the award of an honorary degree, it shall be the duty of the Vice-Chancellor to inform each recipient and, upon receipt of acceptance of the award, to cause the diploma thereof to be prepared.

SECTION 6. Honorary degrees shall be conferred by the Chancellor at the Commencement or Special Convocation designated by the Regents.

20. Costumes, Colors, and Insignia

SECTION 1. The official robe of the Chancellor shall be a Bishop's chimere and scarf of royal purple, with white rochet, and an Oxford cap of royal purple.

SECTION 2. The official robe of the Vice-Chancellor shall be scarlet, faced with ermine, with black cassock. The robe of the Vice-Chancellor shall correspond in form with that of the robe of the Vice-Chancellor of the University of Cambridge, England.

SECTION 3. The professors and proctors of the University shall wear on official occasions, appropriate gowns and the usual University cap and hood of this University pertaining to their degrees.

SECTION 4. The fashion of gowns shall be so varied as to indicate the different ranks and degrees of the officers of the University and schools to which the students belong, the specific details to be settled by an appropriate committee of the Board of Regents.

SECTION 5. The wearing of hoods is not to be required as a part of the ordinary costume, but only on high days and at such times as may be designated by the Vice-Chancellor.

SECTION 6. Professors and other officers of the University who are graduates of colleges which have in use their own gowns and hoods may wear them in lieu of those of this University.

SECTION 7. The hoods pertaining to the several degrees conferred by this University shall be as follows: all Sewanee hoods are of the Oxford shape. The only other feature common to all Sewanee hoods is the purple cord cutting the colors; that is to say, a purple cord binding all seams which unite the outside material of the hood to its lining. The color of the hood proper (i.e. of its

outside material) defines the academic level of the degree as follows: Doctors' hoods are scarlet; Masters' hoods are blue, except the Master of Divinity, which is black; Bachelors' hoods are black.

SECTION 8. The colors of the University shall be purple, white and gold.

21. Rituals

SECTION 1. Installation of a Chancellor or a Vice-Chancellor:

EPISCOPUS PRAESENTANS: Cancellarie nobilissime,
Domini diligentissimi, habemus pro nobis (nomen),
quem Cancellarium (aut Procancellarium) huius
Universitatis consensu creavimus. Placetne tibi,
Cancellarie, ut in hoc insignissimum officium hic
publice hodie admittatur?

CANCELLARIUS: Placet.

EPISCOPUS PRAESENTANS: Placetne vobis, Domini?

CURATORES: Placet.

EPISCOPUS PRAESENTANS: Proprium igitur est,
Cancellarie reverendissime, tibi praesentare hunc
virum, Cancellarium (aut Procancellarium)
designatum, qui a te in officium Cancellarii (aut
Procancellarii) hic publice hodie proferatur.

CANCELLARIUS: (Nomen), dasne fidem te statuta, iura,
privilegia, libertates, et consuetudines huius
Universitatis bene et fideliter, quantum in te sit,
tuturum et conservaturum esse.?

CANCELLARIUS (AUT PROCANCELLARIUS) DESIGNATUS:
Do fidem.

CANCELLARIUS: (Nomen), dasne fidem te munera
omnia et singula quae ad officium Cancellarii (aut
Procancellarii) spectent fideliter executurum esse?

CANCELLARIUS (AUT PROCANCELLARIUS) DESIGNATUS:
Do fidem.

CANCELLARIUS: Auctoritate huius Universitatis mihi
commissa, admitto te in officium Cancellarii (aut
Procancellarii) Universitatis Meridiana et omnia
dona, jura, privilegia, honores, dignitates, et
potestates quae aut hic aut alibi ad istud officium
quocumque modo pertinent, do et concedo. In nomine
Patris, et Filii, et Spiritus Sancti. Amen.

SECTION 2. Installation of a Provost:

CURATOR PRAESENTANS (UNUS EX REGENTIBUS):
Cancellarie nobilissime, Domini diligentissimi,
Procancellarie insignissime, habemus pro nobis
(nomen), qui huius Universitatis Praepositus delectus
est. Placetne tibi, Cancellarie, ut in hoc insignius
officium hic publice hodie admittatur?

CANCELLARIUS: Placet.

CURATOR PRAESENTANS (Si Curatores Episcopales
adsunt): Placetne vobis, Domini?

CURATORES: Placet.

CURATOR PRAESENTANS: Placetne tibi, Procancellarie?

PROCANCELLARIUS: Placet.

CURATOR PRAESENTANS: Proprium igitur est,
Procancellarie insignissime, tibi praesentare (nomen),
Praepositum delectum, qui a te in officium
Universitatis Meridianae Praepositi hic publice hodie
proferatur.

PROCANCELLARIUS: (Nomen), dasne fidem te in rebus
administrandis Procancellarium iuturum esse atque,
Procancellario absente, te officium eius fideliter
gesturum esse?

PRAEPOSITUS DELECTUS: Do fidem.

PROCANCELLARIUS: Curamne praecipuam pro
professoribus in Artium Scientiarumque Collegio et in
Sacrosanctae Theologiae Schola atque pro rebus
fiscalibus habebis?

PRAEPOSITUS DELECTUS: Hanc curam exercebo.

PROCANCELLARIUS: Consiliumne quod in rebus
academicis rectissimum tibi videbitur Procancellario
dabis?

PRAEPOSITUS DELECTUS: Hoc consilium dabo.

PROCANCELLARIUS: Vir erudite et sagax, auctoritate
huius Universitatis mihi commissa, admitto te in
officium Praepositi Universitatis Meridianae. Mihi
esto minister primus amplo in opere Sevaniae
gubernandae.

SECTION 3. Installation of a Dean:

CURATOR PRAESENTANS (UNUS EX REGENTIBUS):

Cancellarie nobilissime, Domini diligentissimi,
Procancellarie insignissime, habemus pro nobis
(nomen), qui Sacrosanctae Theologiae Scholae (aut
Artium Scientiarumque Collegii) Decanus electus est.
Placetne tibi, Cancellarie, ut in hoc insigne
officium hic publice hodie admittatur?

CANCELLARIUS: Placet.

CURATOR PRAESENTANS: Placetne vobis, Domini?

CURATORES: Placet.

CURATOR PRAESENTANS: Placetne tibi, Procancellarie?

PROCANCELLARIUS: Placet.

CURATOR PRAESENTANS: Proprium igitur est,
Procancellarie insignissime, tibi praesentare (nomen),
Decanum electum, qui a te in officium Sacrosanctae
Theologiae Scholae (aut Artium Scientiarumque
Collegii) Decani hic publice hodie proferatur.

(FOR DEAN OF THE SCHOOL OF THEOLOGY)

PROCANCELLARIUS: (Nomen), visne omni fidelitate et
diligentia doctrinas spirituales in Sacrosanctae
Theologiae Schola semper tueri et docere ad
aedificationem gregis Christi?

DECANUS ELECTUS: Hoc volo, auxiliante Domino.

PROCANCELLARIUS: Visne disciplinam Christi in Schola

tibi committenda adhibere, in constantia fidei, in puritate dilectionis, et in sinceritate pacis?

DECANUS ELECTUS: Hoc volo, auxiliante Domino.

PROCANCELLARIUS: Visne instare, in cultu divino, et in exsequendis Ecclesiae ritibus, ut omnes tibi subditi sciant quomodo oporteat se in domo Dei conversari?

DECANUS ELECTUS: Volo hoc facere, Dei auxilio.

PROCANCELLARIUS: Pater admodum Reverende, auctoritate huius Universitatis mihi commissa, admitto te in officium et opus Sacrosanctae Theologiae Scholae Decani, secundum statuta, iura, et consuetudines huius Universitatis. Esto fidelis et prudens, quem constituit Dominus super familiam suam, ut des illis cibum in tempore opportuno.

(FOR DEAN OF THE COLLEGE)

PROCANCELLARIUS: (Nomen), visne omni fidelitate et diligentia illam eruditionem excelsam integramque quae sit huius Universitatis exemplar tueri et docere atque illos in Artium Scientiarumque Collegio illa mentis ingenique disciplina quae educationis Christianae sit indicium ducere et instruere?

DECANUS ELECTUS: Hoc volo, auxiliante Domino.

PROCANCELLARIUS: Tibine persuadetur officium ad quod electus sis existere ut adulescentes virtute Christiana, insignibus ducum, victoria sui, conscientia hominum, amore artium, probitate intellectus, rationibus ad scientiam cognitionis instruantur ut eis Deus gloriatur atque felicitas humana progrediatur?

DECANUS ELECTUS: Ita mihi persuadetur.

PROCANCELLARIUS: Semperne pro illis in Artium Scientiarumque Collegio mores ad gloriam Dei, in honorem reipublicae, et in splendorem huius Universitatis sustinebis?

DECANUS ELECTUS: Hoc volo, auxiliante Domino.

PROCANCELLARIUS: Magister perite doctrinaeque plene, auctoritate huius Universitatis mihi commissa, admitto te in officium et opus Artium Scientiarumque Collegii Decani, secundum statuta, iura, et consuetudines huius Universitatis. Esto fidelis servus et prudens, adulescentibus exemplar, amator eruditionis.

SECTION 4. Conferring of Degrees in Course:

DECANUS FACULTATIS ARTIUM ET SCIENTIARUM:

Procancellarie dignissime, tibi praesento hos discipulos nostros (et illos absentes) in Facultate Artium et Scientiarum, ut admittantur ad gradus Baccalaurei in Artibus et Baccalaurei in Scientia et Baccalaurei in Scientia Silvestri et Magistri in Artibus et Magistri in Bellis Artibus et Magistri in Artibus Docendi.

DECANUS FACULTATIS THEOLOGIAE: Procancellarie

dignissime, tibi praesento hos discipulos nostros (et illos absentes) in Facultate Theologiae, ut admittantur ad gradus Licentiatus in Theologia et Magistri in Theologicis Studiis et Magistri in Divinitate et Magistri in Sacrosancta Theologia et Doctoris in Ministerio.

PROCANCELLARIUS: Cancellarie nobilissime, vosque reverendi Curatores ac honorandi, hosce juvenes (et illos absentes), discipulos nostros, candidatos ad gradus Baccalaurei in Artibus et Baccalaurei in Scientia et Baccalaurei in Scientia Silvestri et Magistri in Artibus et Magistri in Bellis Artibus et Magistri in Artibus Docendi et Licentiatus in Theologia et Magistri in Theologicis Studiis et Magistri in Divinitate et Magistri in Sacrosancta Theologia et Doctoris in Ministerio ab Universitatis Senatu probates praesento, atque potestatem ad illos his gradibus hic publice exornandos a vobis peto. Placetne tibi, Cancellarie?

CANCELLARIUS: Placet.

PROCANCELLARIUS: Placetne vobis, Domini?

CURATORES: Placet.

PROCANCELLARIUS: Auctoritate huius Universitatis mihi commissa, admitto vos (et illum absentem aut et illos absentes) ad gradum (nomen gradus), et omnia dona, jura, privilegia, honores, dignitates, et potestates quae aut hic aut alibi ad istum gradum quocumque modo pertinent, do et concedo. In nomine Patris, et Filii, et Spiritus Sancti. Amen. Huius rei hoc diploma testimonium sit. Iuvenes dilecti et nunc exornati, videte ut probe et integre vos geratis, ad gloriam Dei, in honorem reipublicae, et in splendorem huius Universitatis. Valete, et Deus vos benedicat.

SECTION 5. Conferring of Honorary Degrees:

PROCANCELLARIUS: Cancellarie reverendissime, exornare honoribus bene meritos est proprium munus huius Universitatis. Gratissimum igitur mihi est tibi praesentare hunc virum (aut hanc feminam aut hos homines) ab Universitatis Meridianae Regentibus et Senatu doctorem (aut doctores) honoris causa creatum (aut creatam aut creatos) qui (aut quae) ad illum gradum proferatur (aut proferantur) atque cui (aut quibus) diploma (aut diplomata) ut huius rei testimonium (aut testimonia) detur (aut dentur).

CANCELLARIUS: Auctoritate huius Universitatis mihi commissa, admitto te ad gradum (nomen gradus: Doctorem in Divinitate, Doctorem in Sacrosancta Theologia, Doctorem in Litteris, Doctorem in Humanis Litteris, Doctorem in Civili Lege, Doctorem in Canonica Lege, Doctorem in Scientia, Doctorem in Musica, Doctorem in Bellis Artibus) honoris causa, et omnia

dona, jura, privilegia, honores, dignitates, et potestates quae aut hic aut alibi ad istum gradum quocumque modo pertinent, do et concedo. In nomine Patris, et Filii, et Spiritus Sancti. Amen.

PROCANCELLARIUS: Huius rei hoc diploma testimonium sit.

SECTION 6. Conferring of an Honorary Degree at a Special Convocation:

PROCANCELLARIUS: Cancellarie nobilissime vosque Curatores reverendissimi ac honorandi, habemus pro nobis virum praeclarum (aut feminam praeclaram) quem (aut quam) Regentes et Senatus huius Universitatis doctorem honoris causa creaverunt. Placetne tibi, Cancellarie, ut in hoc insignissimum gradum hic publice admittatur?

CANCELLARIUS: Placet.

PROCANCELLARIUS: Placetne vobis, Domini?

CURATORES: Placet.

PROCANCELLARIUS: Exornare honoribus bene meritos est proprium munus huius Universitatis. Gratissimum igitur est mihi praesentare tibi, Cancellarie reverendissime, hunc virum (aut hanc feminam) (nomen) qui (aut quae) ad gradum (nomen gradus) honoris causa proferatur.

CANCELLARIUS: Auctoritate huius Universitatis mihi commissa, admitto te ad gradum (nomen gradus) honoris causa, et omnia dona, jura, privilegia, honores, dignitates, et potestates quae aut hic aut alibi ad istum gradum quocumque modo pertinent, do et concedo.

In nomine Patris, et Filii, et Spiritus Sancti. Amen.

PROCANCELLARIUS: Huius rei hoc diploma testimonium sit.

SECTION 7. Prayers Specially Appointed:

For Meetings of the Board of Trustees

The Collect

The University Prayer

The Epistle

Ephesians 3:13-21

The Gospel

St. John 8:28-36

THE UNIVERSITY PRAYER

Almighty God, the Father of our Lord Jesus Christ, we Thy servants, implore Thy blessing upon this University. Give the Spirit of Wisdom to all those to whom Thou hast given the authority of teaching and of government. Let the students grow in grace day by day; enlighten their minds, purify their hearts, and sanctify their wills. Bless all who have contributed to this institution; and raise up to the University, we humbly pray Thee, a never-failing succession of benefactors; through our Lord and Savior, Jesus Christ. Amen.

THE SCHOOL OF THEOLOGY PRAYERS

Prayer for Students, Faculty, and Administration

O God, whose blessed Son Jesus sat humbly in the midst of the doctors, both hearing them and asking them questions, grant us, Your servants, both aptness to teach and willingness to learn; that we may daily increase in wisdom and humility and be made obedient followers of Your Son, our Savior, Jesus Christ. Amen.

Prayer for Graduates and Alumni/ae

Eternal God, inspirer of the prophets and priests of old, we humbly beseech You to inspire those who go forth from this place to preach the Gospel of Your blessed Son. Open their eyes that they may see the wondrous things of Your law and grace; and deepen their faith that they may truly believe in the coming of Your kingdom; so that, seeing and believing, they may bring many to know and love Jesus Christ our Lord. Amen.

THE CHANCELLOR'S PRAYER
(Following the Chancellor's Installation)

O Lord our God, who dost shed the abundance of Thy grace upon those whom Thou dost appoint to serve Thee in the sacred ministry of Thy Church, keep Thy servant now chosen Chancellor of this University, and give me strength well and faithfully to administer this high office with a pure conscience and with a full measure of devotion. By the power of Thy Holy Spirit fill me with love and zeal, and sanctify me wholly, that I may be well pleasing unto Thee; through Jesus Christ our Lord. Amen.

PRAYER FOR THE VICE-CHANCELLOR
(Following the Vice-Chancellor's Installation)

Almighty God, without whom nothing is strong, nothing is holy, we pray Thee to bless unto us the solemn purpose of this hour. Let Thy favor rest upon Thy servant,, who

now undertakes in Thy name the sacred task of Vice-Chancellor of this University. Let Thy voice be *(his)* guide, Thy purpose *(his)* aim; Thy truth *(his)* integrity; and Thy wise and loving patience *(his)* control. Protect *(him)* from the allurements of lesser victories, and keep *(his)* eyes fixed upon that vision of the true task, well and faithfully done, which is the passion of all Thy faithful servants. Strengthen *(him)* or difficulties and discouragements, for misunderstandings and injustice. Share with *(him)* *(his)* loneliness. Prove to *(him)* that with Thee one can be victorious. Teach *(him)* to feel *(his)* responsibility without thought of *(himself)*, without swerving from *(his)* high purpose. Teach *(him)* to accept *(his)* opportunity with elation of spirit, as *(he)* seeks to make this Institution an instrument of light and leading for all who seek its ministrations. We ask this in the name of Thy only begotten Son, our Lord and Savior Jesus Christ. Amen.

22. Seal and Coat-of-Arms

SECTION 1. The heraldic description that follows is adopted for the Seal of THE UNIVERSITY OF THE SOUTH. The Seal is the property of the University and can only be used or reproduced with the express permission of the University.

Purpure, encircling a Cross Couped or, between the Greek characters in the dexter chief IH, in the sinister chief XP, in the dexter base A, and in the sinister base Ω, or, a chain or, representing owning Dioceses. Above the shield, on a field or, a descending dove natural, representing the Holy Spirit. Beneath the shield, on a ribbon or, the words ECCE QUAM BONUM, purpure; beneath the ribbon, on a field or, two cubit arms, hands clasped, natural, habited sable, cuffed. Surrounding the whole, a bordure purpure, on which is inscribed "SEAL OF THE UNIVERSITY OF THE SOUTH 1858", or.

The design herewith shown illustrates the Seal.



SECTION 2. The heraldic description that follows is adopted for the Coat-of-Arms of THE UNIVERSITY OF THE SOUTH. The Coat-of-Arms is the property of the University and can only be used or reproduced with the express permission of the University.

Shield: Purpure a cross pall or overall a double hanging tressure long-crossed and counter long-crossed counterchanged,

Crest: A dove holding in its beak an olive branch proper,

Supporters: Dexter, a mountain goat argent; sinister, a heraldic tiger or.

Motto: ECCE QUAM BONUM

The design herewith shown illustrates the Coat-of-Arms.



(PART 3) ORDINANCES FOR THE GOVERNMENT OF THE
COLLEGE OF ARTS AND SCIENCES

23. The Dean

SECTION 1. The executive officer of the Faculty of the College of Arts and Sciences shall be a Dean elected by the Board of Regents upon recommendation of the Vice-Chancellor.

SECTION 2. It shall be the duty of the Dean to preside at meetings of the faculty, and the Dean shall have power to call special meetings at his or her discretion. The Dean shall have the right to recommend to the Vice-Chancellor all members of the faculty of the College except the Dean's own successor as Dean; provided, that the Vice-Chancellor may, in his or her discretion, decline to approve any such recommendation or recommendations.

SECTION 3. The Dean shall administer the academic requirements of the College.

SECTION 4. Upon recommendation of the Dean of the College and the Vice-Chancellor, the Board of Regents shall appoint an Associate Dean or Deans who shall perform whatever duties are assigned by the Dean.

24. Departments

SECTION 1. The College of Arts and Sciences shall consist of such departments as the Faculty of Arts and Sciences shall recommend for approval to the Provost and Vice-Chancellor.

SECTION 2. The teachers in these departments shall constitute the Faculty of Arts and Sciences.

SECTION 3. The work of each department shall be directed by a professor designated as the chair of the department. The Chair shall be aided by as many professors, associate professors, assistant professors, and instructors as may be necessary.

SECTION 4. Each teacher shall keep a record of attendance and scholarship in his or her classes. The teacher shall transmit the record of attendance to the Deans of Students at such times and in such manner as the Deans of Students shall direct; and the record of scholarship to the Registrar at such intervals and in such manner as the Dean of the College shall direct.

25. Academic Year and Commencement

SECTION 1. The date of Commencement Day shall be fixed by the Vice-Chancellor, but shall always be on a Sunday; the opening date shall be made to conform with the requirement of the Southern Association of Colleges and Schools. There shall be a Baccalaureate Preacher, but there shall be no Commencement Orator.

SECTION 2. The academic year shall be divided into two semesters, the first to be known as the Advent Semester and the second as the Easter Semester.

(PART 4) ORDINANCES FOR THE GOVERNMENT OF THE SCHOOL OF THEOLOGY

26. The Dean

SECTION 1. The executive officer of the School of Theology shall be a Dean, elected by the Board of Regents upon recommendation by the Vice-Chancellor. All programs in the School of Theology, including those not granting a degree, shall be under the Dean's jurisdiction.

SECTION 2. It shall be the duty of the Dean to preside at meetings of the faculty, and the Dean shall have power to call special meetings at his or her discretion. The Dean shall have charge of all services in the Seminary Chapel. The Dean shall administer, with the advice of the faculty, the admission of students.

The Dean shall have the right to recommend to the Vice-Chancellor, after consultation with the tenured faculty of the School of Theology all members of the faculty of the School of Theology; provided that the Vice-Chancellor may, in the Vice-Chancellor's discretion, decline to approve any such recommendation, in which case the Dean shall make further recommendation or recommendations until an approved recommendation is made.

SECTION 3. The Dean shall administer the requirements of the School in matters of scholarship and of conduct.

SECTION 4. Upon the recommendation of the Dean of the School of Theology, the Vice-Chancellor may appoint an Associate Dean or Deans who shall perform whatever duties are assigned by the Dean.

27. The School of Theology

SECTION 1. The School of Theology shall consist of such departments as the Faculty of the School shall determine.

SECTION 2. The faculty of the School of Theology shall be charged, under the Dean, with the general oversight of all theological students.

SECTION 3. The Vice-Chancellor, upon nomination by the Dean, may appoint a Director of Graduate Study beyond the Master of Divinity in the School of Theology. The Director shall collaborate with the Dean in administering any program of this nature, and shall have specific responsibility for planning and general direction of such a program throughout the academic year, subject to the regulations of the University and the approval of the Dean and the Vice-Chancellor. The Director shall certify to the Dean all students completing either the degree of Master of Sacred Theology or the degree of Doctor of Ministry.

SECTION 4. The Degree of Master of Theological Studies may be conferred upon holders of academic degrees upon such terms and conditions as may be determined by the Faculty of the School of Theology and the Senate of the University.

SECTION 5. The Licentiate in Theology may be conferred upon regular students who have passed all work prescribed for this degree by the Faculty of the School of Theology and approved by the Senate of the University.

SECTION 6. The Degree of Master of Divinity may be conferred upon holders of academic degrees upon such terms and conditions as may be determined by the Faculty of the School of Theology and the Senate of the University.

SECTION 7. The Degree of Master of Sacred Theology may be conferred upon holders of the Degree of Bachelor of Divinity or Master of Divinity, upon such terms and conditions as may be determined by the Faculty of the School of Theology and the Senate of the University.

SECTION 8. The Degree of Doctor of Ministry may be conferred upon holders of the Degree of Bachelor of Divinity or Master of Divinity, upon such terms and conditions as may be determined by the Faculty of the School of Theology and the Senate of the University.

SECTION 9. The Degree of Master of Arts may be conferred upon holders of academic degrees upon such terms and conditions as may be determined by the Faculty of the School of Theology and the Senate of the University.

SECTION 10. The Dean may enter into an agreement with one or more accredited institutions, possessing comparable curriculum and standards, upon the approval of the University Senate and the Board of Regents, in order to offer a joint degree program at the levels of the Master of Sacred Theology and the Doctor of Ministry. In either case, however, students in such programs will have the option to receive the degree they earn from The University of the South, upon recommendation and election by the Dean and the Faculty of the School of Theology and the Senate of the University.

SECTION 11. The Library of the School of Theology, a unit within the University Library System, maintains its own identity and integrity in that it (a) has its own staff, with the Librarian of the School of Theology as its head, (b) has its own collection identifiable by its own bookplate, (c) has its own location, and (d) has its own identifiable portion within the University Library budget administered by the Librarian of the School of Theology.

Responsibility for the oversight of the collection of the Library of the School of Theology rests jointly within the University Librarian, the Librarian of the School of Theology, and the Dean and Faculty of the School of Theology.

(PART 5) MISCELLANEOUS ORDINANCES

28. Ordinance Adoption, Amendment and Repeal

Ordinances may be adopted, amended or repealed by the Board of Regents by a two-thirds vote of all the members present at any meeting of the Board of Regents; provided that each proposed ordinance change shall have been distributed to the Board prior to the meeting and thereafter referred to and reported upon by the Regents' committee charged with consideration of amendments to the Ordinances. All ordinance changes shall take effect immediately upon their adoption by the Board of Regents unless some future date is specified at the time of adoption. All ordinance changes shall be reported to the Board of Trustees at its Annual Meeting following their adoption, and if disapproved by the Board of Trustees as provided in Article III of the Constitution, shall, from the date of such disapproval, be null and void.