

CHARTER AND BY-LAWS
OF
THE ATHLETIC ASSOCIATION
OF THE
UNIVERSITY OF PENNSYLVANIA

DECEMBER, 1906

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CHARTER.

WHEREAS, We, the undersigned, citizens of the Commonwealth of Pennsylvania, whose names are subscribed to this charter or certificate of incorporation, have associated ourselves together for the purposes and upon the terms and by the name herein stated, under the provisions of an Act of the General Assembly of the Commonwealth of Pennsylvania, entitled "An Act to provide for the incorporation and regulation of certain corporations," approved the twenty-ninth day of April, in the year of our Lord one thousand eight hundred and seventy-four, and the several supplements thereto; we do, therefore, set forth and declare that—

I.

The name of the corporation is "The Athletic Association of the University of Pennsylvania."

II.

The purposes for which this corporation is formed are to further and promote the physical education and hygienic training of matriculates and graduates of the University of Pennsylvania, and to foster and supervise athletic sports and games in connection with the same institution.

III.

The business of the corporation shall be transacted in the city of Philadelphia.

IV.

The corporation shall have perpetual succession by its corporate name.

V.

There is no capital stock, nor are there any shares of stock.

VI.

The officers of the corporation shall be a President, a Vice-President, a Secretary, a Treasurer, and a Board of Directors, not exceeding twenty in number, and such other officers as the Association may, from time to time, prescribe.

The names and residences of the officers chosen for the first year are:—

President.

THOMAS MCKEAN1925 Walnut Street.

Vice-Presidents.

J. WILLIAM WHITE222 South Sixteenth Street.

H. LAUSSAT GEYELINVilla Nova, Pa.

Secretary.

WILLIAM M. STEWART, JR., 2008 Walnut Street.

Treasurer.

WILLIAM R. PHILLER2117 Spruce Street.

Board of Directors.

JOHN C. SIMS, JR.Graver's Lane, Chestnut Hill.

HENRY C. OLMSTED 327 South Twelfth Street.

SAMUEL POWELL, JR.1825 Pine Street.

EFFINGHAM B. MORRIS....225 South Eighth Street.

JOHN NEILL126 S. Twenty-third Street.

LOGAN M. BULLITT2009 Spruce Street.

VII.

The time and manner of holding the elections and the terms of office of the several officers may be prescribed by the Association.

The corporation shall have power to regulate the admission of members from matriculates or graduates of said University or from other persons who have at any time been members of the Board of Trustees, Administrative Officers, or Officers of Instruction of the said University; their sus-

pension or expulsion, and the causes which justify such suspension or expulsion, and the manner of effecting the same; and the mode and manner in which the property of said corporation shall be divided and appropriated in case of a dissolution of said corporation, or winding up of its affairs; and any member expelled shall forfeit all right which he may have to any of its property, real or personal.

In Testimony Whereof, We, the subscribers, have hereunto set our hands, and written thereafter the places of our residences:—

THOMAS MCKEAN1925 Walnut Street.

J. WILLIAM WHITE222 South Sixteenth Street.

H. LAUSSAT GEYELINVilla Nova, Pa.

WILLIAM M. STEWART, JR., 2008 Walnut Street.

WILLIAM R. PHILLER2117 Spruce Street.

HENRY C. OLMSTED327 South Twelfth Street.

Before the subscriber, the Recorder of Deeds for the City and County of Philadelphia, personally came Thomas McKean, H. Laussat Geyelin, and William R. Philler, three of those who have subscribed the foregoing articles of incorporation, who, in due form of law, acknowledged the same to be their act and deed and the act and deed of their said associates, according to the Act of Assembly in such case made and provided.

In Testimony Whereof, I have hereunto set my hand and affixed my official seal, the fourteenth day of June, A. D., 1883.

JOS. K. FLETCHER,
Deputy Recorder of Deeds.

Recorded in the office for the recording of deeds, etc., in and for the City and County of Philadelphia, in Charter-book No. 8, page 96, etc.

Witness my hand and seal of office, this thirtieth day of June, A. D., 1883.

JOHN O'DONNELL,
Recorder of Deeds.

CITY AND COUNTY OF PHILADELPHIA, ss.

And now, to wit, June 30th, A. D., 1883, the foregoing certificate of incorporation having been duly acknowledged before the Recorder of Deeds of Philadelphia, and the same duly certified under the hand and official seal of the said Recorder of Deeds, and having been duly presented to me, the undersigned, a law judge of the said county, accompanied by proof of the publication of the notice of such application, I certify that I have perused and examined said instrument, and that I find the same in proper form, and within the purposes named in the first class specified in the second section of the Act of Assembly, approved the twenty-ninth day of April, A. D. 1874, entitled "An Act to provide for the incorporation and regulation of certain corporations," and that the same appears lawful and not injurious to the community. It is therefore ordered and decreed that the said charter be and the same is hereby approved, and, upon the recording of the said charter and order, the subscribers thereto and their associates shall be a corporation for the purposes and upon the terms therein stated.

MICHAEL ARNOLD,

*Judge of Court of Common Pleas, No. 4,
County of Philadelphia.*

BY-LAWS.

ARTICLE I.

Name.

SECTION 1. The name of this Association is the Athletic Association of the University of Pennsylvania.

ARTICLE II.

Officers.

SECTION 1. The officers of the Association shall be a Board of Directors of seventeen members, to be constituted and chosen as hereinafter provided, who shall immediately after their election choose from their own graduate members a President, a Vice-President, a Secretary, and a Treasurer for the Association, to serve for one year from the date of their election, or until their successors are chosen; but the offices of Secretary, Treasurer, and Financial Secretary, or any two of them, may be filled by one person, who need not necessarily be a member of the Board.

SEC. 2. No one shall be eligible to the Board of Directors unless he shall have been a member of the Association at least one month.

ARTICLE III.

President.

SECTION 1. The President shall preside at all meetings of the Association and Board of Directors, preserve order, and regulate debate according to the usual parliamentary rules, and shall perform such other duties as the Association or its By-Laws may, from time to time, assign to him.

ARTICLE IV.

Vice-President.

SECTION 1. In the absence of the President the Vice-President shall perform his duties. He shall also perform

such other duties as the Association, the Board of Directors, or the By-Laws may, from time to time, assign to him.

ARTICLE V.

Secretary.

SECTION 1. The Secretary shall keep a record of the proceedings of the Association and of the Board of Directors, and give notice to members of all stated and special meetings of the same. He shall have the custody of the seal and of all the records and papers of the Association, and shall supervise the printing and distribution of such papers as may be authorized or directed by the By-Laws, the Association, or the Board of Directors, and perform such other duties as the Association, the By-Laws, or the Board of Directors may, from time to time, assign to him.

ARTICLE VI.

Treasurer.

SECTION 1. The Treasurer shall receive and be the custodian of all the moneys and securities of the Association, and shall keep the Board of Directors fully advised on all matters connected therewith. He shall give bond, with corporate surety, in such amount as the Board of Directors may from time to time prescribe, not less than three thousand dollars; shall keep a regular set of books containing the accounts of the Association, showing the disposition of all its funds that pass through his hands, and keep the account of the Association in such bank or place of deposit as the Board of Directors may, from time to time, designate. His accounts shall be audited annually, before being presented to the Association, by a special committee appointed by the Board of Directors.

SEC. 2. He shall pay all bills against the Association upon proper certificate of their correctness by the President or the Chairman of the proper committee, and perform such other duties as the Association, its By-Laws, or the Board of Directors may, from time to time, assign to him.

ARTICLE VII.

Board of Directors.

SECTION 1. The Board of Directors shall have general charge of the affairs, funds, and property of the Association. They shall have full power, and it shall be their duty, to carry out the purposes of the Association as set forth in its Charter and By-Laws.

SEC. 2. They shall submit to the Association at each annual meeting a general report showing the state of its membership and finances, and give therein such other information as they may deem desirable or necessary, together with an estimate of the financial wants and resources of the Association for the ensuing year.

SEC. 3. They shall prescribe rules for the government and use of the buildings and grounds of the Association, and shall perform such other duties as the Association or its By-Laws may, from time to time, assign to them. They may make rules for their own government not inconsistent with the By-Laws.

SEC. 4. They shall meet on the first Tuesday in each month, and special meetings shall be called by order of the President, or upon the written request of either committee, or of any three members of the Board. Nine members shall constitute a quorum at all meetings of the Board.

ARTICLE VIII.

Committees.

SECTION 1. There shall be six standing committees: A Ground Committee, a Committee on Football, a Committee on Baseball, a Committee on Rowing, a Committee on Track Athletics, and a Committee on Cricket and Allied Sports.

SEC. 2. The Ground Committee shall consist of the chairmen of the six standing committees and one member of the

Board of Directors to be chosen by the Board. They shall organize immediately after their election by choosing one of their members Chairman. The Ground Committee shall, subject to the direction and control of the Board of Directors, have charge and supervision of the grounds and buildings of the Association and all employees connected therewith, and shall be responsible for the proper enforcement of the ground rules. They shall perform such other duties as the Association, its By-Laws, or the Board of Directors may, from time to time, assign to them.

SEC. 3. The Committee on Football shall consist of five members, two graduate members and one undergraduate member of the Association to be chosen by the Board of Directors, and the Captain and Manager of the University Team. They shall organize immediately after their election by choosing one of their members Chairman. They shall, not later than the 15th of September, nominate to the Board of Directors a coach or coaches for the University Team, and shall have charge of all matters, not otherwise specifically provided for by the By-Laws, connected with the playing of football. They shall, subject to confirmation by the Board of Directors, appoint representatives for this Association at all meetings or conventions of all football leagues or associations of which the University of Pennsylvania is a member, or at which, in the judgment of the Board of Directors, it should have such representation. They shall report to the Board of Directors at the end of the football season, and at other times if so requested by them.

SEC. 4. The Committee on Baseball shall consist of five members, two graduate members and one undergraduate member of the Association to be chosen by the Board of Directors, and the Captain and Manager of the University Team. They shall organize immediately after their election by choosing one of their members Chairman. They shall, not later than the 1st of February, nominate to the Board of Directors a coach for the University Team. They shall

have charge of all matters, not otherwise specifically provided for by the By-Laws, connected with the playing of baseball. They shall, subject to confirmation by the Board of Directors, appoint representatives for this Association at all meetings or conventions of all baseball leagues or associations of which the University of Pennsylvania is a member, or at which, in the judgment of the Board of Directors, it should have such representation. They shall report to the Board of Directors at the end of the baseball season, and at other times if so requested by them.

SEC. 5. The Committee on Rowing shall consist of five members, two members of the Board of Directors and three members appointed by the College Boat Club. They shall organize immediately after their election by choosing one of their number, who is a member of the Board of this Association, Chairman. They shall nominate to the Board of Directors a coach for the University Crew, and have charge of all matters, not otherwise specifically provided for by the By-Laws, connected with the rowing interests of this Association. They shall report to the Board of Directors at the end of the rowing or regatta season, and at other times if so requested by them. They shall, subject to confirmation by the Board of Directors, appoint representatives for this Association at all meetings or conventions of rowing associations of which the University of Pennsylvania is a member, or at which, in the judgment of the Board of Directors, it should have such representation.

SEC. 6. The Committee on Track Athletics shall consist of five members, two graduate members and one undergraduate member of the Association to be chosen by the Board of Directors and the Captain and Manager of the University Team. They shall organize immediately after their election by choosing one of their members Chairman. They shall nominate to the Board of Directors a coach for the University Team, and shall have charge of all matters not otherwise specifically provided for by the By-Laws connected with track, field, and gymnasium athletics. They

shall, subject to confirmation by the Board of Directors, appoint representatives for this Association at all meetings or conventions of all track athletic leagues or associations of which the University of Pennsylvania is a member, or at which, in the judgment of the Board of Directors, it should have such representation. They shall report to the Board of Directors at the close of the Spring and Fall meeting seasons, and at other time if so requested by them.

SEC. 7. The Committee on Cricket, and sports not otherwise provided for (Allied Sports), shall consist of five members, two graduate and three undergraduate members of the Association to be chosen by the Board of Directors. They shall organize immediately after their election by choosing one of their members Chairman. They shall have charge of all matters, not otherwise specifically provided for by the By-Laws, connected with cricket and sports not otherwise provided for. They shall, subject to confirmation by the Board of Directors, appoint representatives for this Association at all meetings or conventions of associations or leagues for the promotion of such sports of which the University of Pennsylvania is a member, or at which, in the judgment of the Board of Directors, it should have such representation. They shall report to the Board of Directors at the end of the season or seasons of the several sports under their charge, and at other time if so requested by them.

SEC. 8. The Board of Directors shall within two weeks after the annual meeting of the Association elect the several committees.

SEC. 9. All committees shall have power to make rules, for their own government, not inconsistent with the rules of the Board of Directors or the By-Laws of the Association.

ARTICLE IX.

Membership.

SECTION I. The membership of this Association shall be divided into graduate and undergraduate.

SEC. 2. Any graduate, or matriculate, in a class which has graduated from any department of the University of Pennsylvania, is eligible to graduate membership, provided that such person is not matriculated in any other department.

SEC. 3. Any undergraduate, or matriculate, in a class which has not graduated, in any department of the University of Pennsylvania, is eligible to undergraduate membership.

SEC. 4. Any person who may at any time have been a member of the Board of Trustees, an Administrative Officer, or an Officer of Instruction of the University of Pennsylvania is eligible to Graduate Membership.

ARTICLE X.

Dues.

SECTION I. The dues of graduate and of undergraduate members shall be five dollars per annum, payable in advance on the first day of October, the payment of which shall entitle such members to a card of admission to the grounds of the Association at all times, except when closed for private practice of a team.

SEC. 2. When the dues of any member shall remain unpaid for the period of two months the Treasurer shall notify him of his delinquency. In case his dues are not paid pursuant to such notice within thirty days, or the default accounted for to the satisfaction of the Board of Directors, they may declare his membership and all his interest in the property of the Association, whether real or personal, forfeited.

No member whose dues are in arrears shall hold office or vote at any meeting or election of the Association.

ARTICLE XI.

Resignations.

SECTION I. All resignations must be presented in writing to the Secretary of the Association, and no resignation shall

be received from any member in arrears to the Association, nor after the fifteenth day of September, unless the member tendering the resignation shall have paid his dues for the succeeding year.

ARTICLE XII.

Suspension and Expulsion.

SECTION 1. If any member be reported to the Board of Directors for wilful infraction of any by-law or ground rule of the Board of Directors, or for acts or conduct which may be deemed disorderly or injurious to the interests or hostile to the objects of the Association, it shall be the duty of the Board of Directors to at once investigate the charge or charges, and if the same appear to be well founded, they shall furnish such member with a copy thereof, and shall afford him an opportunity to be heard thereon by the Board, or a committee thereof to be chosen by the Board, not sooner than two weeks nor later than three weeks after furnishing him with a copy of the charge or charges as aforesaid. After such hearing the Board of Directors may take such action as they deem best in the premises, and may suspend or expel the offending member, provided that at least eight votes are cast for such expulsion or suspension. Should the offending member neglect or refuse to respond to the notification of the Board of Directors for the period of fifteen days, they may proceed to act upon the case without a hearing.

ARTICLE XIII.

Meetings.

SECTION 1. The annual meeting of the Association shall be held on the second Tuesday in December.

SEC. 2. The order of business at stated meetings of the Association shall be:—

1. Reading the minutes of the last annual meeting and of special meetings held subsequent thereto.
2. Report of the Board of Directors.
3. Report of the Treasurer.
4. Reports of Special Committees.
5. Unfinished and referred business.
6. Report of the Judges of Election.
7. New Business.
8. Adjournment.

This order of business may be changed by a two-thirds vote of the members present and voting.

SEC. 3. Upon the written request of ten members, or at the request of the Board of Directors, the President shall call a special meeting of the Association. This request, and also the notice of any special meeting, shall state the object for which the meeting is called, and at a special meeting no subject not so stated shall be considered except by the unanimous consent of the members present.

SEC. 4. Notice of any meeting of the Association, whether annual or special, shall be printed in the college papers, posted on the bulletin boards in the several departments, and sent by mail to the members of the Association at least ten days before the date of the meeting. Twenty-five members shall constitute a quorum at any meeting of the Association.

ARTICLE XIV.

Elections.

SECTION 1. The Board of Directors shall be chosen by ballot as hereinafter set forth:—

From among the graduate members of the Association *five* or *four* (alternately) members shall be elected members of the Board.

From among the undergraduate members of the Association in the College three members shall be elected members of the Board.

From among the undergraduate members of the Association in the Department of Medicine two members shall be elected members of the Board.

From among the undergraduate members of the Association in the Department of Law one member shall be elected a member of the Board.

From among the undergraduate members of the Association in the Department of Dentistry one member shall be elected a member of the Board.

From among the undergraduate members of the Association in the Department of Veterinary Medicine one member shall be elected a member of the Board.

Each member of the Association may vote for the candidates nominated for election, but shall not vote for more than *five* or *four* (alternating) graduate members, three members in the College, two members in the Department of Medicine, one member in the Department of Law, one member in the Department of Dentistry, and one member in the Department of Veterinary Medicine.

SEC. 2. Nominations for the Board of Directors shall be made in writing, giving the full name and the class and department of each nominee, signed by at least ten members of the Association in good standing, and sent to the Secretary at least thirty days before the date of the annual meeting. No member not thus nominated can be voted for, nor can any member whose dues for the current year are unpaid be nominated. The Secretary shall send by mail to each member at least forty days before the annual meeting a copy of this Section of the By-Laws, at the same time calling attention to the date and place of the annual meeting.

SEC. 3. The Secretary shall have the nominations printed in ballot form, certifying the correctness of the same, and mail a ballot to each member of the Association at least fourteen days before the date of the annual meeting, with an envelope, addressed "Judges of Election, care of the Athletic Association." Each member shall cast his vote in

accordance with this By-Law (Sections 1, 2 and 3 of which shall be printed on the ballot), by striking from the ballot the names of the candidates for whom he does not desire to vote, signing his name, with class and department, and mailing the same in the envelope provided for that purpose. A plurality of votes cast shall be necessary to elect. No vote will be received after twelve o'clock noon on *the Saturday previous to the day of* the annual meeting, or bearing the postmark of the Philadelphia Post Office of a later date; nor will any vote not cast on the form of ballot herein prescribed and in accordance with this By-Law be received. In case a tie vote between two or more candidates would result in the election of a greater number of Directors in any class than is herein provided for, a ballot shall be forthwith taken to determine which of such candidates shall be declared elected.

SEC. 4. The Board thus chosen shall serve for the terms hereinafter prescribed and until their successors are chosen. The Board of Directors shall fill all vacancies from the class in which they occur, and the Directors so chosen shall serve until the next annual election.

SEC. 5. The Board of Directors shall, at least thirty days before the annual meeting, appoint three judges of election, who shall be members of the Association in good standing, at least two of whom shall be graduate members. The judges so appointed shall receive and count the votes of the members, and present a report and certificate of the result at the annual meeting. In case of the inability or refusal of any of the judges appointed as above to act, the President may appoint a substitute or substitutes.

SEC. 6. The term of office of the Directors elected shall be as follows, to wit:—

The term of office of graduate members elected shall be two years. The term of office of undergraduate members elected shall be one year.

SEC. 7.—The Board of Trustees of the University of Pennsylvania shall have the right to nominate for any election candidates for Directors of the Association, as follows, viz.: The Board of Trustees may communicate to the Secretary of the Association the names of not less than ten graduates or twelve undergraduates, or both, as their nominees for election to the Board of Directors. Such nominations shall be addressed to the Secretary of the Association, as provided above in the case of other nominations, subject to the same provisions concerning the time when such nominations shall be made and the qualifications of the nominees and their distribution in the case of undergraduate nominees equally among the five departments. In the event of such nominations by the Board of Trustees of the University, the two graduates so nominated who shall receive the highest number of votes cast for any of the graduate nominees of the Trustees, and the two undergraduates so nominated who shall receive the highest number of votes cast for any undergraduate nominees of the Trustees shall be elected: *Provided*, That the two undergraduates so elected shall not be members of the same department. In such case, of those nominated by other than the Board of Trustees as such, the two graduate nominees who shall receive the highest number of votes and the five undergraduate nominees who shall receive the highest number of votes shall be elected, provided that the department representation as established by Section 1 of this Article be maintained.

ARTICLE XV.

Team Captains.

SECTION 1. Team captains shall be chosen by ballot at a meeting of the members of and substitutes on the University Team before the beginning of the ensuing season of each sport. The Committee shall give a week's notice of this meeting, appoint a presiding officer for the same, and certify the result of the election to the Board of Directors.

SEC. 2. Team captains shall take charge of the teams during the continuance of the respective seasons; they shall, in conjunction with the respective committees, secure material for the team and for practice; they shall afford proper opportunity for practice, and conduct the same under the direction of the duly appointed coaches. They shall, together with the chairmen of the respective committees and the coaches, select the members of and substitutes on the teams.

SEC. 3. The captain of the University Crew shall be chosen by ballot of the crew, coxswain, and two recognized substitutes, when chosen by the coach.

SEC. 4. Team or crew captains may be deposed for cause at any time by vote of the team as below stated, confirmed by a majority vote of the respective committees. The vote required is:—

In football, at least eight members of the team.

In baseball, at least seven members of the team.

In rowing, a majority of the crew.

In track athletics, at least three-fourths of the members of the team.

In cricket and sports not otherwise provided for, a majority of the respective teams.

ARTICLE XVI.

Financial Secretary.

SECTION 1. The Board of Directors may employ a Financial Secretary. His compensation shall be fixed by the Board, to whom he shall be responsible, and to whom he shall report through the Treasurer and the chairmen of the several committees. He shall give bond, with corporate surety, for the faithful performance of his duties, in such sum as the Board of Directors may require.

He shall perform such duties as the Board of Directors may from time to time assign to him, and report in such manner and at such times as they may prescribe.

ARTICLE XVII.

Amendments.

SECTION I. These By-Laws may be amended at any meeting of the Association by a vote of three-fourths of the members present, provided that a copy of the proposed amendment or amendments shall have been furnished to the Secretary at least three weeks before the meeting at which it is proposed to consider them, and that a copy of such amendment or amendments accompany the notice of the meeting.

It shall be the duty of the Secretary to mail a copy of such amendment or amendments with each notice of the meeting.

Nothing herein contained shall be construed to prohibit the adoption of amendments to such proposed amendment or amendments, if they are germane to the general purpose and scope of the amendments set forth in the copy furnished to the secretary, as above provided; and provided, further, that no amendment of the By-Laws of the Association shall become operative until it shall have been submitted to and approved by the Board of Trustees of the University of Pennsylvania.

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