

Charter of Goucher College

Baltimore, Maryland

I. SECTION 1

The corporation heretofore constituted and organized as Goucher College, under the hereinafter mentioned laws and enactments, and located in Baltimore, shall be and remain a body corporate and politic to be known as Goucher College, with all the powers, rights and privileges conferred upon “The Trustees of the Woman’s College of Baltimore City,” a corporation duly incorporated under and by the virtue of the general laws of Maryland on January 26th, 1885, and subsequently amended by the Acts of 1890, Chapter 325, of the General Assembly of Maryland, by which the name of said corporation was changed to “The Woman’s College of Baltimore,” and further amended by the Acts of 1910, Chapter 40, of the General Assembly of Maryland, by which the name of said corporation was changed to “Goucher College”; and all property of every name and kind whatsoever now held and possessed by or accruing to said corporation is hereby continued and confirmed in and to the corporation hereby constituted, to be held by it for the purpose set forth in the gift, grant or conveyance thereof, if any, and for the further uses and purposes hereinafter set forth.

II. SECTION 2

Said corporation shall be constituted for the purpose of establishing, promoting and conducting a college for the higher education of women and men under auspices distinctively favorable to the maintenance of the faith and practice of the Christian religion, but all departments of said College shall be open alike to students of any religion or sect and no denominational or sectarian test shall be imposed in the choice of Trustees, officers or teachers, or in the admission of students. Said College may have as many departments as the Trustees shall determine.¹

III. SECTION 3

Said corporation shall consist of the Board of Trustees of Goucher College now in office and their successors elected from time to time in accordance with this Charter and the bylaws adopted pursuant thereto. Said Board of Trustees shall be the ultimate source of authority in all matters pertaining to the College, and may act through the President of the College and other officers and agents, through such standing committees and other groups, bodies and assemblies as shall be named and established and whose functions and powers shall be described in the bylaws, and through such special and ad hoc committees as shall be designated from time to time.²

IV. SECTION 4

There shall be not fewer than twenty-five nor more than fifty Trustees as shall be established from time to time by the Board of Trustees and specified in the bylaws, who shall have such qualifications and be elected at such times, in such manner and for such terms as may be prescribed in the bylaws. The President of the College, the President of the Alumnae and Alumni of Goucher College, and such other individuals as the Board of Trustees specifies in its bylaws shall be Trustees ex officio, and at least three other Trustees shall be alumnae/i of the College.³

V. SECTION 5

Said corporation, in its corporate name and capacity, shall be capable in law to purchase, have, hold, receive, and enjoy estate, real, personal, and mixed, of every kind and nature whatsoever, and the same to sell, grant, convey, alien, demise, manage, and dispose of at pleasure; to sue and be sued, plead and be impleaded, defend and be defended in any and all courts; to make, have, and use a common seal, and the same to alter, break, and renew at pleasure; to elect the President, faculty and other instructors of the said College; to ordain, establish and execute such By-Laws, ordinances, rules, and regulations as may be considered necessary, expedient, or convenient for the wise ordering and conducting of the affairs and government of said corporation, and for the proper regulation and instruction of the students connected with said College not contrary to the laws of the United States or of this State; and generally to do and execute all and singular the acts, matters, and things, and to transact all business which to it shall appertain tending to promote the usefulness and prosperity of said institution and in the exercise of the powers herein conferred. But neither the campus or the buildings of said corporation used for College purposes, nor the permanent funds of said corporation, nor any donations to said corporation, the income only of which may be used for the current expenses of said College, shall be pledged, hypothecated, or in any other manner be disposed of, by the Trustees for the purpose of paying the current expenses of said College or for borrowing money to pay the same.

VI. SECTION 6

At any regular meeting of the said Trustees, or at any adjournment thereof, any business may be transacted without special notice of such business having been previously given, unless such notice be required by the By-Laws. Special or extraordinary meetings may be called by the President of the College or by one-fourth of the Board of Trustees, by giving such notice of the time, place and object of said meeting as shall be provided in the By-Laws. At any meeting of said Board of Trustees the presence of nine members thereof shall constitute a quorum for the transaction of business. The concurring vote of at least nine Trustees, however, shall be requisite for the election of new Trustees.⁴

VII. SECTION 7

Said Goucher College shall continue the work done by the corporation, or corporators, or trustees, whose successors they are, in accordance with the Charter and amendments thereto, whereof this Act is an amendment, and as therein stated to be the creating and maintaining of a college for the higher education of women and men; and shall have the continuing power to admit students of the said College and other persons who shall merit the distinction to such degree or degrees in course or honorary, as the College

may see fit to award, under such conditions and requirements as shall be fixed by the College in its By-Laws; and all powers, privileges, rights and franchises previously granted to, or reserved through and by all former charters, or amendments thereto, not inconsistent herewith, including the right to receive, hold and administer all gifts, grants, legacies and devices, as may have been intended for or heretofore given to the said "Woman's College of Baltimore," or to the said "The Trustees of the Woman's College of Baltimore City," or which may be hereafter so granted, bequeathed or devised, shall be and the same are hereby granted, confirmed and continued to said corporation; and said corporation shall, in addition to the powers herein granted, have and possess all rights, powers, and privileges not inconsistent herewith, provided for and pertaining to corporations incorporated under the general laws of this State.⁵

VIII. SECTION 8

This Act shall be construed liberally for every beneficial purpose hereby intended, and no omission to use any of the privileges hereby granted shall cause a forfeiture of the same, nor shall any gift, grant, conveyance or devise to or for the benefit of said corporation be defeated or prejudiced by any misnomer, misdescription, or informality whatever, provided the intention of the parties can be shown or ascertained beyond a reasonable doubt.

IX. SECTION 9

Chapter 40 of the Acts of 1910 and Chapter 325 of the Acts of 1890 are hereby repealed and so much of Sections 1, 3, 4, 5 and 8 of said Chapter 40 of the Acts of 1910,⁶ and so much of Sections 1, 3, 4, 5 and 8 of said Chapter 325 of the Acts of 1890,⁷ as may not be inconsistent with this Act are hereby re-enacted.

X. SECTION 10

This Act shall take effect from the date of its passage. Sealed with the Great Seal and presented to the Governor, for his approval this 17th day of March, 1914, at eleven o'clock A.M.

FOOTNOTES

Chapter 101 of the Acts of 1914, as Amended by the Board of Trustees of Goucher College

1. As amended by the Board of Trustees on May 10, 1986, having been previously amended by the Board of Trustees on October 29, 1966, and June 15, 1957.
2. As amended by the Board of Trustees on October 21, 1972, having been previously amended by the Board of Trustees on January 16, 1971, January 30, 1965, and June 15, 1957.
3. As amended by the Board of Trustees on October 21, 2017, having been previously amended by the Board of Trustees on October 21, 1972, January 16, 1971, October 29, 1966, and June 15, 1957.
4. As amended by the Board of Trustees on October 24, 1964.
5. As amended by the Board of Trustees on May 10, 1986.

Chapter 40 of the Acts of 1910

6. AN ACT to amend the charter, change the name of and extend the powers of the Woman's College of Baltimore, a corporation hereto before formed under the General Laws of Maryland, and to repeal Sections 3, 4, 5, 6 and 7 of Chapter 325 of the Acts of 1890, and to re-enact said sections of said Act with amendments.

SECTION 1.

Be it enacted by the General Assembly of Maryland, That the charter of "The Trustees of the Woman's College of Baltimore City," the corporate name of the institution, created under the provisions of the Code of Public General Laws relating to corporations, and afterward changed by Act of April 3, 1890, Chapter 325, of the Acts of 1890, to "The Woman's College of Baltimore," be and hereby is so changed that the name shall be "Goucher College."

SEC. 3.

And be it enacted, That the said Goucher College shall receive, hold and administer through its Board of Trustees such gifts, grants, legacies and devises as may have been intended for or hereto before given to the Woman's College of Baltimore, or may be hereafter so given, granted, bequeathed or devised, and by the name "Goucher College" the said corporation shall be capable of receiving, holding, granting, mortgaging, leasing, conveying and aliening its property, both real and personal.

SEC. 4.

And be it enacted, That the said Goucher College shall continue the work done by the corporation, or corporators, or trustees, whose successors they are, in accordance with the charter whereof this Act is an amendment, and as the reinstated, to be the creating and maintaining a college for the higher education of women, and shall have the continuing power to admit students of the college to such degree or degrees as the college may see fit to award, under conditions and requirements to be fixed by the college and its by-laws.

SEC. 5.

And be it enacted, That the said Goucher College shall have the power to hold and use funds for the

purpose of founding, establishing and maintaining scholarships, professorships, lectureships and chairs of instruction, and shall have, hold and acquire by gift, grant, purchase, devise or any other mode, land and property, both real and personal, for the purpose of investing the funds of said corporation and carrying forward its educational work and plans.

SEC. 8.

And be it enacted, That this Act shall take effect from the date of its passage. *Approved March 31, 1910.*

Chapter 325 of the Acts of 1890

7. AN ACT to amend the charter, change the name of, and grant additional powers to “The Trustees of the Woman’s College of Baltimore City,” a corporation incorporated under the General Laws of Maryland.

SECTION 1.

Be it enacted by the General Assembly of Maryland, That the charter of “The Trustees of the Woman’s College of Baltimore City,” a corporation created under the provisions of the Code of Public General Laws relating to corporations, be and it is hereby so amended that the duration of said corporation shall be unlimited.

SEC. 3.

And be it enacted, That all legacies now existing or hereafter given by persons dying after the date of this act, and all gifts, grants and devises intended for this corporation but heretofore or hereafter given or made to it in the name of “The Trustees of the Woman’s College of Baltimore City” instead of its name as fixed by this act, shall inure to the

benefits of, and vest and remain in “The Woman’s College of Baltimore,” and by that name the said corporation shall be capable of holding, granting, mortgaging, leasing, conveying and aliening its property both real and personal.

SEC. 4.

And be it enacted, That the said corporation, “The Woman’s College of Baltimore,” shall have the power to admit students to the said college who shall merit the distinction to the degrees of doctor of laws or of bachelor or master of arts; to grant to students in such college such certificates of proficiency and attainments in any special study as the said college may see proper to confer, and to grant the honorary degrees of doctor of laws, master of arts or such other degrees as may be proper to any person who may merit such distinction whether such person be a student in said college or not.

SEC. 5.

And be it enacted, That the said, “The Woman’s College of Baltimore” shall have the power to found, establish and maintain scholarships, professorships, lectureships, and chairs of instruction, and to have, hold and acquire by gift, grant, purchase, devise or any other mode, land and property, both real and personal, for the purpose of supporting such scholarships, professorships, lectureships and chairs, and for the purpose of investing the funds of said corporation and carrying on its educational work and plans.

SEC. 8.

And be it enacted, That this act shall take effect from the date of its passage.