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Charter of the Daytona-Cookman Collegiate Institute

Bethune-Cookman University

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CHARTER
OF
THE DAYTONA - COOKMAN
COLLEGIATE INSTITUTE
DAYTONA BEACH, FLORIDA



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Amended Charter of the Daytona-Cookman Collegiate Institute, as adopted by resolution of the Board of Trustees at its Annual Meeting held in Daytona Beach, Volusia County, Florida, March 4, 1931. Whereas, the Board of Trustees of Bethune-Cookman College, Daytona Beach, Florida, at its 49th Annual Meeting held in Daytona Beach, Volusia County, Florida, March 18, 1953, adopted and approved by resolution the amendments to the amended Charter.

NAME

Article I. The name of this corporation shall be "Bethune-Cookman College", and the corporation shall be located within or near the City of Daytona Beach, County of Volusia and State of Florida.

OBJECT

Article II. The general nature of the object of this corporation shall be to establish and maintain an Institution for the moral, physical, spiritual, industrial and intellectual education and advancement of mankind: and to that end, therefore, the corporation shall have the power to establish a hospital and any department, schools or branches that it may deem advisable: to sue and be sued: plead and be impleaded, at law or in equity: to

acquire by gift, devise, bequest, descent, or purchase in its corporate capacity, such real or personal property as may be advantageous to it (the title to same to be held in the manner provided by Article V in this amended charter): to erect and construct upon said property a building or buildings suitable to carry out the object of the corporation: to have and use a corporate seal, the design of which may be set forth in a by-law and which design may be at any time altered by by-laws: to enact all by-laws necessary to the proper conduct of its affairs, with full power to alter, amend, or add to the same from time to time as the interest of said Institution may require: provided such By-Laws are not inconsistent with nor contrary to the laws and Constitution of the United States or the Constitution and laws of the State of Florida.

MEMBERS

Article III. The qualifications of members shall be fidelity to the object of the corporation and any person may become a member of this corporation by election to membership by the Board of Trustees of said corporation in accordance with the provisions of Article V, of this amended Charter.

DURATION

Article IV. The term of the existence of this corporation shall be perpetual.

OFFICERS AND MANAGEMENT

Article V. The affairs of this corporation, as well as the general management thereof, shall be managed and conducted by its Board of Trustees, subject to the rules and regulations of the educational system of the schools of said Board of the Methodist Church, or of such Boards and other agencies of said church as may be in the future

in charge of the educational work: and the title to all real or personal property shall be in the name of said Board of Education of the Methodist Church, or its successors in said work indicated. A majority of the members of the Board of Trustees shall always be members of the Methodist Church and all vacancies on said Board of Trustees shall be filled on nomination by the Board of Education of said Church or by such agencies of said Church as may be in the future in charge of educational work of said Church. Said Board of Trustees shall be composed of not less than nine and not more than seventy-five members, and shall be elected for one, two, or three years according to the discretion of the Board of Trustees in convention assembled, and shall hold office until the expiration of their respective terms, and until their successors are elected. The first Board of Trustees under this amended charter shall consist of the Board of Trustees elected at the annual meeting held March 4, 1931. Said Board of Trustees and their successors may remove any member of the Board as provided by the By-Laws of this corporation, except, however, Mary McLeod Bethune shall be and she is hereby made a life member of said Board of Trustees. The officers of the Board of Trustees shall consist of a Chairman, a First Vice-Chairman, a Second Vice-Chairman, a Secretary and a Treasurer, who shall be elected at the annual meeting of said Board. The Secretary of Said Board of Trustees may or may not be a member of the Board. A majority of the Board of Trustees either in person or by proxy, shall be necessary to constitute a quorum.

BY-LAWS

Article VI. That the By-Laws of this corporation now in existence, or which may hereafter

come into existence may be made, altered or rescinded at any regular meeting of the Board of Trustees by a two-third vote of all Trustees then holding office, or at any special meeting; provided notice of such amendment is given in such case.

INDEBTEDNESS

Article VII. The highest amount of indebtedness or liability to which this corporation may at any time subject itself, shall never be greater than two-thirds of the value of the property of the corporation.

VALUE OF THE REAL ESTATE

Article VIII. The amount in value of the real estate which this corporation may hold, subject always to the approval of the Circuit Court shall not be more than \$5,000,000.00 (five million dollars)

NAME AND ADDRESSES OF SUBSCRIBERS

Article IX. The names and places of residence of the subscribers to this Amended Charter are as follow:

Mary McLeod Bethune, 631 Pearl St. Daytona Beach
W. S. Snead, 915 N. Halifax Drive, Daytona Beach
Ralph Long, 210 N. Peninsula Drive, Daytona Beach
Dr. D. H. Rutter, 121 N. Grandview, Daytona Beach
Dr. T. A. Adams, 560 Second Avenue, Daytona Beach

In testimony of the intents of good faith to carry out the purposes and obligations set forth, we have hereunto set our hands and seal this 4th day of March, A.D. 1931.

Mary McLeod Bethune	(Seal)
W. S. Snead	(Seal)
Ralph H. Long	(Seal)
Dr. D. H. Rutter	(Seal)
T. A. Adams	(Seal)

State of Florida

County of Volusia

On this day personally appeared before me the undersigned authority, Mary McLeod Bethune, to me well and personally known, and known to me to be one of the persons described in and who executed the above and foregoing Amended Charter of the Daytona-Cookman Collegiate Institute, and who being by me first duly sworn according to law, deposes and says that she is one of the subscribers to the foregoing Amended Charter and as such subscriber she acknowledges that the foregoing is the Amended Charter of the Daytona-Cookman Collegiate Institute, Daytona Beach, Fla.

Mary McLeod Bethune

Sworn to and subscribed before me this 4th day of March, A.D. 1931.

James F. Isaac, Notary Public
My commission expires March 8, 1933

DECREE OF INCORPORATION

In the Circuit Court, Seventh Judicial Circuit, in and for Volusia County, Florida.

Amended Charter of the Daytona-Cookman Collegiate Institute of Daytona Beach, Florida a Corporation not for profit.

The proposed Amended Charter of the Daytona-Cookman Collegiate Institute of Daytona Beach, Florida, being this day presented to this Court for its approval, and it appearing that the proposed Amended Charter hereto attached is in proper form and for an object authorized by Chapter 10095 of the Acts of the Legislature of the State of Florida.

It is Therefore ORDERED, ADJUDGED and

DECREED by this Court that the said proposed Amended Charter changing the name of the Daytona-Cookman Collegiate Institute to Bethune-Cookman College, be and the same is hereby approved according to Law, and that the same be recorded in the office of the Clerk of the Circuit Court in and for Volusia County, Florida.
DONE, ORDERED, ADJUDGED and DECREED this 25th day of April A.D. 1931.

M. G. Rowe, Judge, Circuit Court
Seventh Judicial Circuit, in and for
Volusia County, Florida

County of Volusia
State of Florida

We, the undersigned respectively of Bethune-Cookman College, a non-profit Corporation, do hereby certify that the above and foregoing amendments to the Charter of Bethune-Cookman College were unanimously adopted at a meeting of the Board of Trustees of Bethune-Cookman College at a meeting of said Board holden at said College on the 18th day of April A.D., 1953.

Richard V. Moore
President, Bethune-Cookman College
(College Seal)

Attest:

Bessie F. Bailey, Secretary

CHARTER OF INCORPORATIONS

In the Seventh Judicial Circuit Court in and for
Volusia County, Florida.

In RE:

Resolution Amending Articles of Incorporation of
Bethune-Cookman College, a Corporation not for
profit.

ENDORSEMENT OF APPROVAL

The above and foregoing Resolution Amending the Articles of Incorporation of Bethune-Cookman College, Incorporated, having been duly presented to me and I having found the same to be in the proper form and in compliance with section 617.02 of the Florida Statutes and further finding that the purposes and objectives of the corporation are authorized by the State of Florida, now, therefore, I approve said Resolution and here endorse my approval thereon.

DONE and ORDERED in Chambers at Daytona Beach, Volusia County, Florida, this 14th day of April, A.D. 1953.

P. B. Revels, Circuit Judge
Seventh Judicial Circuit, in and for
Volusia County, Florida

BY-LAWS OF THE CHARTER OF BETHUNE- COOKMAN COLLEGE ADOPTED AT THE MARCH 28, 1956 ANNUAL MEETING OF THE BOARD OF TRUSTEES

ARTICLE I

MEETINGS OF TRUSTEES

Section 1:

The Board of Trustees shall hold two (2) regular meetings in each year, one between October 1, and December 31 — the other between March 1, and June 30. The latter shall be the Annual Meeting. The precise date for each meeting shall be fixed either by the Board of Trustees, itself, at a preceding meeting, or by the Executive Com-

mittee, and a minimum of thirty (30) days advance notice in writing of the date fixed for each regular meeting shall be given to each member of the Board.

Section 2:

In the event of an emergency, a special meeting of the Board of Trustees may be called by the Executive Committee, or the Chairman of the Board of Trustees. Each member of the Board shall be notified of the special meeting by registered letters, return receipt or by telegram. Notice shall be deemed given on the day of mailing or telegraphing.

Section 3:

At all meetings, whether regular or special, not less than twelve (12) members of the Board of Trustees shall constitute a quorum, but a less number may adjourn any meeting to another day. All meetings shall be held in the City of Daytona Beach, Volusia County, Florida, except as set by the Board of Trustees, or by the Executive Committee. Every notice of meeting shall specify the place of the meeting and the hour at which it will begin.

ARTICLE II

ORDER OF BUSINESS

At all meetings of the Board of Trustees, the order of business shall include the following items:

1. Devotion
2. Roll Call
3. Approval of Minutes of Preceding Meeting.
4. Approval of Minutes of Preceding Meetings of Executive Committee.
5. Report of the President on the State of

the College.

6. Report of Women's Advisory Board
7. Report of Standing Committees.
8. Special Reports
9. Report of Special Committees.
10. Unfinished Business
11. New Business

This order may be changed by a vote of the majority of members present: unless otherwise provided, Roberts Rules of Order (latest revision) shall be the guide and authority when applicable in all matters of parliamentary law arising at meetings of the Board of Trustees.

ARTICLE III

OFFICERS OF THE BOARD OF TRUSTEES

Section 1:

- A. The Officers of the Board shall be:
 1. Chairman
 2. Two Vice Chairmen
 3. Secretary
 4. Recording Secretary (who may or may not be a member of the Board).
- B. These officers shall be members of the Board.
- C. They shall be elected at each spring meeting of the Board.
- D. The Chairman:

The Chairman shall preside at meetings of the Board. In his absence, one of the Vice Chairmen shall preside. The Chairman shall be ex-officio a member of all Standing Committees, with power to vote.
- E. The Secretary:

The Secretary shall send out written notice of meetings as prescribed by these By-Laws. He shall send with the notice of each stated

or special meeting, an agenda of the business which will come before the meeting.

He shall keep the Minutes of the Board and shall transmit properly after each meeting to the appropriate officers, clerks, Chairmen of committees, etcetera, all papers, matters and resolutions that are referred to them. He shall be custodian of the Minutes and records of the Board and of such copies of Minutes of Committees as may be prescribed later. He shall arrange, with the approval of the Chairman and the President, for the maintenance and safe keeping of the corporate correspondence and records of the College.

F. The Recording Secretary:

The Recording Secretary shall have such powers and perform such duties as may be assigned to him by the Board of Trustees or by the Executive Committee or as may be delegated to him by the Secretary.

G. The Board of Trustees of Bethune-Cookman College shall consist of a minimum of twenty-four and a maximum of thirty-six. Membership shall be divided into three classes — one third of whom shall be elected annually. Vacancies in any class may be filled at each annual meeting.

H. Any Trustee who shall absent himself from three successive stated meetings of the Board, shall be automatically dropped.

ARTICLE IV

EXECUTIVE COMMITTEE

Section 1:

The Board of Trustees at its Annual Meeting shall elect an Executive Committee to be composed

of nine trustees, of whom the Chairman of the Board and the First Vice Chairman shall be ex-officio members. The Board at its spring meeting shall elect the members of the Executive Committee and its officers.

Section 2:

In the event of the absence of any member of the Executive Committee from any meeting, the absentee may designate one of the other trustees to act in his place, provided such trustee designated shall, upon joining the meeting, be a member of the Executive Committee for such meeting with the same effect as if he had been a member of said committee by the Board of Trustees in the first instance.

Section 3:

The Executive Committee shall derive its authority from the Board of Trustees and shall transact such business in intervals between meetings of the Board of Trustees as is delegated to it. A majority of the Executive Committee shall constitute a quorum. The Executive Committee shall keep regular minutes of its proceedings, and all actions of the Executive Committee shall be reported to the Board of Trustees by mail immediately following such meetings, and a summary report shall be made at the general meeting of the Board.

Section 4:

The Executive Committee shall set its own order of Business.

Section 5:

- A. The Executive Committee shall meet at least once each in the months of September, December, February, May and July, said meet-

ings being called by the Chairman and in his absence the next in order.

- B. An emergency meeting may be called at the discretion of the Chairman.

ARTICLE V

THE PRESIDENT

The Board of Trustees shall select a President of the College, who shall operate the College as their representative and report to them as they may require. The President of the College shall nominate such other personnel in administration and faculty members, as may be necessary to the successful operation of the College, for approval by the Board of Trustees. He shall be ex-officio member of the Board and committees of the institution.

ARTICLE VI

STANDING COMMITTEES

The Executive Committee upon the recommendation of the President shall appoint such committees as may seem advisable from time to time under the general guidance and jurisdiction of the Board. Their function shall be such as ordinarily belongs to such committees.

ARTICLE VII

TRUSTEE EMERITUS

Section 1

The Trustees may from time to time elect to be Trustee Emeritus any member of the Board who has served with distinction for a period of not less than three years. A Trustee Emeritus shall be entitled to attend all meetings of the Board without vote.

ARTICLE VIII
ASSOCIATE TRUSTEES

Section 1:

There shall be selected a group of men or women from among the friends and Alumni of Bethune-Cookman College, who by virtue of their great interest, evidenced by actual service in the past, shall become Associates of the College. These Associates shall meet not less than once a year as guests of the College. Upon recommendation of the Chairman of the Board, the President and three other members selected from the Board, there shall be elected from among these Associates, a Chairman, Vice Chairman and Secretary. The chief function of these Associates shall be to promote the Educational, Religious, and Financial interest of the College in every possible way.

ARTICLE IX
WOMEN'S ADVISORY BOARD

Section 1:

There shall be a Women's Advisory Board of five or more members, who shall promote the interest of the College to the best of their ability, and report to the Board of Trustees annually the results of their activities. The members of this Board shall be nominated by the respective members of the present Board and elected by this Board according to their own rules and regulations.

ARTICLE X
AMENDMENTS

Section 1:

These By-Laws may be amended or appealed

at a stated meeting or special meeting by a two third vote of the Board members present, provided notices of the substance of the proposed amendment or repeal has been submitted in writing to the Secretary of the Board at least thirty days in advance of a regular or special meeting and through him to the Trustees in their regular notice of meeting.

ARTICLE XI

REPEAL OF FORMER BY-LAWS

Section 1:

All former By-Laws are hereby repealed.

J. W. E. Bowen, Chairman
Board of Trustees

John Branscomb,, First Vice-
Chairman, Board of Trustees

Lee Nichols, Second Vice-
Chairman, Board of Trustees

O. Alton Murphy, Secretary
Board of Trustees

D. H. Rutter, Treasurer
Board of Trustees

Richard V. Moore, President
Bethune-Cookman College

Bessie F. Bailey, Recording
Secretary, Board of Trustees





