

THE CATHOLIC UNIVERSITY OF AMERICA

FACULTY HANDBOOK

PART I

THE GOVERNMENT OF THE UNIVERSITY

Approved by the Board of Trustees December 2016

[Additional History](#)

PREAMBLE

The *Faculty Handbook* defines the relationship between The Catholic University of America and those individuals appointed to its faculties. The stated provisions of the *Faculty Handbook* are also subject to and, therefore, interpreted in the light of the following, where applicable:

1. the provisions of civil law;
2. the provisions of ecclesiastical law;
3. the provisions of the Ecclesiastical Statutes of The Catholic University of America as they relate to ecclesiastical faculties and to those matters governed by these statutes or by the norms of the Apostolic See pertinent to ecclesiastical programs of study;
4. the By-Laws of The Catholic University of America.

The stated provisions of the *Faculty Handbook* are subject to modification as warranted. They are also subject to regular review by the Academic Senate of The Catholic University of America and the Board of Trustees every five years, which period commences at the time of the most recent approval and promulgation of the *Faculty Handbook* by the Board of Trustees.

Any alterations, modifications, or changes to the stated provisions of the *Faculty Handbook* are subject to approval by the Board of Trustees following appropriate consultation of the Academic Senate and the President.

It is the responsibility of the Administration of The Catholic University of America to announce such alterations, modifications, or changes to or interpretation of the stated provisions of the *Faculty Handbook* and their effective date to the administration, staff and faculties of the University.

It is the responsibility of the administration, staff and faculties of The Catholic University of America to be familiar with and to observe the stated provisions of the *Faculty Handbook*.

The *Faculty Handbook* contains four parts, devoted respectively to the Government of the University (Part I), Faculty Appointments and Promotions (Part II), General Information about Policies, Procedures, and Services (Part III), and the Canonical Statutes of the Ecclesiastical Faculties of The Catholic University of America (Part IV). Part I was approved in its present form by the Board of Trustees in 2016; Part II in 1999; Part III in 2001, and Part IV in 1990 and 2016. This edition incorporates amendments adopted since those dates.

A. The Organization of the University

Section 1: Introduction

Revised December 2016

The Catholic University of America was founded under the auspices of the Roman Catholic Church in the United States of America. From its inception, it has been supported by American Catholics who, through their Bishops, have made generous financial contributions to maintain a national center of academic excellence not only in the sacred sciences but in the arts and sciences generally and in selected professional fields.

The official history of the University dates from 1866 when the Bishops of the United States, meeting in the Second Plenary Council of Baltimore, expressed their earnest desire to have under Catholic auspices a university where "all the letters and sciences, both sacred and profane, could be taught." During the Third Plenary Council in 1884, the Bishops proposed to establish with a gift of \$300,000 from Miss Mary Gwendoline Caldwell of Newport, Rhode Island, a school of higher studies in theology as "a kernel or bud from which, with the help of God's grace, there would blossom forth in its own time a complete university." Pope Leo XIII formally approved the project of a national university on April 10, 1887 (commemorated annually as Founder's Day). Civil incorporation was obtained immediately thereafter. Later in the same year, Pope Leo named John Joseph Keane, Bishop of Richmond, as Rector, and in 1889, in a letter to James Cardinal Gibbons, Archbishop of Baltimore, and his brother Archbishops and Bishops, the Pope confirmed the original Constitutions which placed the University under the jurisdiction of the American Hierarchy, subject to the approval of the Holy See, with pontifical status.

Classes opened in Caldwell Hall on November 13, 1889, with Cardinal Gibbons as Chancellor, Bishop Keane as Rector, and a distinguished Faculty of eight professors. The University then had only the School of Sacred Sciences. In 1895 the Schools of Philosophy and Social Science were opened in McMahan Hall, which had been built from proceeds of a gift of land valued at \$400,000 from the Right Reverend James McMahan of New York City. Like The Johns Hopkins University, founded in 1876, and Clark University, founded in 1883, The Catholic University of America was conceived and established as a graduate school somewhat on the model of contemporary German universities. Today its academic complex includes twelve Schools.

The Certificate of Incorporation given to the University by the District of Columbia in 1887 (Appendix, n. 2) was amended by the Congress of the United States in 1928 (Appendix, n. 4), to extend the services of the University to institutions which it might accept for affiliation and to expand in various particulars the authority of the Board of Trustees. In 1964, by action of the Board, the University filed a Statement of Election to accept the provisions of the District of Columbia Nonprofit Corporation Act (Appendix, n. 5). These documents constitute the civil charter of the University. The Congressional Charter of the University was reaffirmed in filings made pursuant to the new DC non-profit law in December 2013.

¹ For histories of successive administrations of The Catholic University of America, see John Tracy Ellis, *The Formative Years of The Catholic University of America* (Washington: American Catholic Historical Association, 1946); Patrick H. Ahern, *The Catholic University of America, 1887-1896. The Rectorship of John J. Keane* (Washington: The Catholic University of America Press, 1949); Peter E. Rogan, S.S.J., *The Catholic University of America, 1896-1903. The Rectorship of Thomas J. Conaty* (Washington: The Catholic University of America Press, 1949); Colman J. Barry, O.S.B., *The Catholic University of America, 1903-1909. The Rectorship of Denis J O'Connell* (Washington: The Catholic University of America Press, 1950); Blase Dixon,

T.O.R., "The Catholic University of America, 1909-1928. The Rectorship of Thomas Joseph Shahan" (unpublished doctoral dissertation, The Catholic University of America, 1972); H. Warren Willis, "The Catholic University of America, 1928-1935. The Rectorship of James Hugh Ryan" (unpublished doctoral dissertation, The Catholic University of America, 1972); and C. Joseph Nuesse, *The Catholic University of America: A Centennial History* (Washington: The Catholic University of America Press, 1990).

The Constitutions approved by Pope Leo XIII were revised in 1926 and again in 1937, when they were designated as Statutes. Subsequent modifications were included in a new edition in 1964. In view of the University's pontifical status, explicit recognition was given to the Apostolic Constitution *Deus Scientiarum Dominus* of 1931, and to the *Ordinationes* of the Sacred Congregation of Seminaries and Universities attached to it. These documents were replaced in 1979 by a new Apostolic Constitution, *Sapientia Christiana*, and accompanying *Ordinationes* of the (renamed) Sacred Congregation for Catholic Education, intended to take into account the Declaration of Vatican Council II, *Gravissimum educationis*, and other developments. The Apostolic Constitution and the Norms of Application govern the conduct of ecclesiastical studies having canonical effects.

With the approval of the Holy See, the former Statutes were superseded at the beginning of 1970 by the civil Bylaws that are now the effective governing document of the University. By provision of these Bylaws, their full force and effect is extended to the Constitution of the Academic Senate and the *Faculty Handbook* when these documents are duly approved by the Board of Trustees. The Bylaws give recognition also to the Special Statutes for Pontifical Schools which provide that courses, programs and degrees having canonical effects shall be conducted according to norms and regulations promulgated by the Holy See.

Section 2: The Board of Trustees

Revised December 2016

The civil charter and the Bylaws place in the Board of Trustees ultimate responsibility for governance and sole responsibility for fiscal affairs of the University. The University's governance structure is intended to perfect and make permanent the University's essential character as a Catholic and American institution of higher learning and its role as the national university of the Catholic Church while permitting greater lay responsibility and support for the University. The responsibility for governance and oversight of the operations of the University resides in the first instance in the University's Board of Trustees. The Board of Trustees is empowered to create any new school or department or to eliminate any existing school or department after first consulting with the Academic Senate and the administration of the University through the University President. All powers not reserved to the Fellows of the University shall be vested in the Board of Trustees and the business of the University shall be managed and exercised by the Board of Trustees to the extent not reserved to the Fellows, subject to any limitation set forth in the Articles of Incorporation or the Bylaws.

The Fellows, who are also trustees, serve as the members of the University and hold certain retained powers. There shall be Cardinal Fellows, Bishop Fellows, Appointed Fellows, and *Ex Officio* Fellows, who shall be the Chairman of the Board of Trustees, the President of the University, the Chancellor of the University, and the President of the U.S. Conference of Catholic Bishops.

The Bylaws provide for attendance at meetings of the Board of three representatives of the Faculties, who participate without vote, and for attendance at meetings of the Executive Committee of one of these representatives, again without vote. Each representative is elected for a three year term and may be re-elected for only one consecutive term. By decision of the Academic Senate, the representatives are elected by and from each of three groups of Faculties, namely, the School of Arts and Sciences, the Ecclesiastical Schools (Canon Law, Philosophy, and Theology & Religious Studies), and the Professional Schools (Architecture & Planning, Business and Economics, Engineering, Law, Metropolitan School of Professional Studies, Music, Nursing, and Social Service). The Provost solicits nominations from committees elected for the purpose by

the respective Faculties and conducts the elections by mail ballot. A majority of votes cast is required for election, but in the event that a third ballot is required, a simple majority suffices.

The President of The Catholic University of America Alumni Association is also invited to participate in meetings of the Board of Trustees as a non-voting representative of the alumni.

Section 3: Executive Officers

Revised December 2016

Officers. The officers of the University shall be a Chairman, a President, a Vice Chairman, a Chancellor, a Secretary, a Treasurer, a Provost and a Vice President for Finance, and, in the discretion of the Board of Trustees, such other officers or assistant officers as may be deemed necessary or advisable to carry out the business of the University. No person may hold more than one office except that the same person may hold the office of Treasurer and Vice President for Finance. The officers shall have such powers and duties as generally pertain to their respective offices, as well as such powers and duties as may be lawfully provided in these Bylaws or by resolution of the Board of Trustees consistent with the Bylaws.

Election and Appointment; Term. The Board of Trustees shall elect the Chairman and the Vice Chairman at the annual meeting of the Board of Trustees to serve for a term of three (3) years or until his or her successor is elected. The Chairman and the Vice Chairman shall take office upon conclusion of the annual meeting at which he or she is elected. The Board of Trustees shall recommend and the Fellows shall appoint the President as provided in the Articles of Incorporation; the Board shall appoint the Secretary and Treasurer upon recommendation of the President. The President shall appoint the Vice President for Finance whenever a vacancy occurs in that office. As provided in section 1.4 of these Bylaws, the Chancellor shall be that individual serving as the Archbishop of Washington, who shall serve ex officio during his tenure in such office. Any other officer or assistant officer shall be appointed or elected and shall serve such terms as the Board of Trustees shall direct. The Chairman, President, and Vice Chairman may resign at any time upon written notice to the Board of Trustees, and no acceptance of resignation shall be necessary to make it effective. The Vice President for Finance, Treasurer, the Secretary, and any other officer may resign at any time upon written notice to the President, and no acceptance of resignation shall be necessary to make it effective.

Removal. The Board of Trustees may remove the Chairman, the President, the Vice Chairman, the Treasurer, and the Secretary at any time, with or without cause. The President may remove any officer or assistant officer appointed by the President at any time, with or without cause.

Chairman. The Chairman shall be a member of the Board of Trustees. The Chairman, if present, shall chair all meetings of the Board of Trustees.

President. The President shall be the chief executive officer of the University on a full-time basis and will be responsible for the supervision and operation of all its affairs, under the direction and control of the Chairman and the Board of Trustees in accordance with the University's Articles of Incorporation and these Bylaws. The President is appointed by the Fellows upon the recommendation of the Board of Trustees, after a report of a search committee that must include at least three members of the faculties, elected by procedures. The President confers civil degrees earned in course on the recommendations of the cognizant Faculties and the Academic Senate and honorary degrees either on the recommendation of the Academic Senate or his own recommendation when approved by the Board.

Vice Chairman. The Vice Chairman shall be a member of the Board of Trustees. In the case of the disability or

death of the Chairman, the Vice Chairman shall carry out the duties of the Chairman.

Chancellor. The Chancellor of the University shall have those duties and responsibilities as set forth in section 1.5 of the Bylaws. The Chancellor shall be that individual serving as the Archbishop of Washington, who shall serve ex officio during his tenure in such office. The Chancellor shall serve as a liaison between the University and the United States Conference of Catholic Bishops and the Holy See. He confers ecclesiastical degrees earned in course on the recommendations of the cognizant Faculties and the Academic.

Secretary. The Secretary shall be an employee of the University who shall be elected by the Board of Trustees upon recommendation of the President. If the Secretary ceases to be an employee of the University during his or her term as Secretary, he or she shall no longer be eligible to continue to serve as the Secretary. The Secretary shall be responsible for ensuring that a faithful record of all meetings of the Board of Trustees is kept, notice of time and plan for holding special meetings of the Board of Trustees as specified in these Bylaws is given, and all documents entrusted to his or her care are filed and safely kept. The books and papers kept by the Secretary shall be subject at all times to inspection by the Fellows, the Board of Trustees, the President, or any duly authorized committee of the Board of Trustees.

The Provost. The Provost is the chief academic officer and acts for the President in his absence. The Provost is responsible for liaison with the Committee on Academic Affairs of the Board of Trustees. The Provost has continuing general responsibility for the coordination and development of all academic units and programs. On behalf of the President, the Provost receives recommendations for academic appointments and for sabbatical and other leaves of absence and issues the official letters of appointment or leave. The Provost exercises general supervision of procedures leading to recommendations for appointments with continuous tenure and receives appeals for reconsideration of recommendations against reappointment. The Provost approves applications to external agencies for funding of instructional, research, and service programs.

Treasurer. The Treasurer shall keep the Board of Trustees informed of all material matters pertaining to the business and financial affairs of the University. Through the Finance Committee, the Treasurer shall render regular reports to the Board of Trustees.

Vice President for Finance. The Vice President for Finance/Treasurer shall be the chief financial officer and administrative officer of the University under the President in charge of the business and financial affairs of the University and its various divisions. The Vice President for Finance shall report to and be responsible to the President and shall keep the President informed of all material matters pertaining to the business and financial affairs of the University. The Vice President for Finance shall be the officer charged with the supervision of the activities of all other staff members in the areas of business and financial management. The financial records of the University kept by the Vice President for Finance shall be subject at all times to inspection by the Fellows, the Board of Trustees, the President, the Treasurer or any duly authorized committee of the Board of Trustees.

The Board of Trustees may in its discretion or upon the recommendation of the Trusteeship Committee designate as a Trustee Emeritus or Emerita any individual who is a former member of the Board of Trustees or an Appointed Trustee whose term is expiring. Designation of an individual as a Trustee Emeritus or Emerita shall be dependent upon the needs and best interests of the University at that time. A Trustee Emeritus or Emerita shall be invited to all functions of the University to which Trustees are invited, including meetings of the Board of Trustees, and may participate in Board of Trustees' discussions, but shall not have the power to vote. At the discretion of the Board of Trustees or the Chairman, Trustees Emeriti or Emeritae may serve on committees of the Board of Trustees, other than the Executive Committee, and may also be asked to participate in other University activities from time to time. Any Trustee Emeritus or Emerita appointed to serve on a

committee of the Board of Trustees may vote on any matter to be presented to the Board of Trustees or Executive Committee as a recommendation of such committee, but may not vote on any matter in which the committee is exercising the final authority of the Board of Trustees. The attendance of any Trustee Emeritus or Emerita appointed to any committee at any meeting of that committee shall not count towards the establishment of a quorum for the transaction of business by such committee. A Trustee Emeritus or Emerita shall serve until death, incapacity, resignation, or removal.

Section 4: Academic Senate

Revised June 2006

The Academic Senate shares with the President the immediate responsibility for academic governing of the university by establishing, maintaining, supervising, and in general being responsible for the academic policies of the University. Its Constitution and any amendments, as approved by the Board of Trustees, is in full force and effect binding on the Faculty of the University. The [Constitution](#) which is given below in Part B, Current Governing Documents, determines the membership of officers of administration, deans, faculty delegates, students, and others.

Elections of delegates from the Faculties, in proportion to the number of regular faculty members, are held in the individual schools during the month of March for three year terms beginning the following September 1. Deans send notices of the election at least two weeks in advance. Elections are by secret ballot, absentee ballots are excluded, and a simple majority is required. In the event of a vacancy before the expiration of a regular term, a delegate is elected for the remainder of the term.

The Associate Provost, University Libraries and one professional member of the Library Staff elected by the Staff are members of the Senate. Student delegates are elected annually under the auspices of the Graduate Student Association and the Undergraduate Student Government. Both representatives of the Libraries and student representatives have full voting rights, except in passing on the qualifications of faculty members proposed for rank or tenure. The Registrar is a non-voting member of the Senate.

The three faculty representatives elected as non-voting members of the Board of Trustees also serve as members of the Academic Senate, without vote but with the right to propose and second motions. In addition, the Senate may annually, by two-thirds vote, invite non-voting participation by other persons.

a. Committees of the Academic Senate

Ordinarily, the Chair of each standing committee of the Academic Senate is appointed from the membership, but other members may be appointed from any part of the University. Members serve for one year and may be reappointed. The standing committees are listed here in alphabetical order.

The Committee on Academic Freedom and Tenure investigates and reports to the Academic Senate any policy that may affect academic freedom and/or tenure.

The Committee on Appointments and Promotions examines all applications for appointment, promotion, and tenure on which the Academic Senate must pass and makes recommendations for their disposition.

The Committee on Budget and Planning participates in an advisory capacity in the preparation of the University's annual operating budget and in the formulation and interpretation of the Administration's budgetary policies.

The Committee on Committees and Rules appoints the chair and members of all other standing committees, except the Committee on Budget and Planning and, unless the appointment is made by the Academic Senate itself, all special committees. It also serves as a nominating committee to submit names of candidates for election as officers of the Senate. The committee continuously evaluates and proposes changes in the rules of the Senate. Its members are elected directly by the Academic Senate and include the Vice Chair of the Senate *ex officio*.

The Committee on Educational Policy considers and reports on any academic matters referred to it, conducts studies and reports on legislation or administrative policies involving questions of educational policy and students.

The Committee on Faculty Economic Welfare makes recommendations to the Academic Senate concerning the economic welfare of faculty members.

The Committee on the *Faculty Handbook* prepares revisions of the *Handbook* for approval by the Academic Senate.

The Committee on Failing Grades hears appeals of failing grades upon petition when procedures in the cognizant School have been exhausted.

The Committee on Honorary Degrees recommends nominees for honorary degrees for consideration by the Academic Senate.

The Committee on Libraries advises the Academic Senate concerning the holdings, facilities, policies, and services of University libraries.

The Committees of the Academic Senate are discussed in greater detail in the [Policy on Academic Senate Committees](#).

b. The Graduate Board

The Academic Senate has delegated to the Graduate Board general supervision over specific matters relating to graduate study, for example, standards of admission, programs of study, and requirements for degrees. The Graduate Board reports to the Academic Senate its recommendations on these matters.

The Vice Provost and Dean of Graduate Studies is the Chair of the Graduate Board *ex officio*. Members are appointed by the Academic Senate upon the joint recommendation of the Chair of the Graduate Board and the Dean of the School from which the appointment is made. Each School is represented on the Graduate Board by a number of members equal to the number of its faculty delegates in the Academic Senate. Deans are eligible for membership on the Graduate Board. The terms of office coincide with those of the delegates to the Academic Senate.

c. The Undergraduate Board

The Academic Senate has delegated to the Undergraduate Board general supervision over specific matters relating to undergraduate study, parallel to the responsibilities of the Graduate Board (above). The Undergraduate Board reports its recommendations to the Academic Senate. The Vice Provost and Dean of Undergraduate Studies is the Chair of the Undergraduate Board *ex officio*. Members are appointed by the Academic Senate upon the joint recommendation of the Chair of the Undergraduate Board and the Dean of

the School from which the appointment is made. Each School is represented on the Undergraduate Board by a number of members equal to the number of its faculty delegates in the Academic Senate. Deans are eligible for membership on the Board. The terms of office coincide with those of the delegates to the Academic Senate.

Section 5: The Faculties

Revised December 2016

As a corporate entity, a Faculty is a body of teachers empowered to act in such matters as the appointment and promotion of its members, the admission of students, the prescription of curriculum requirements, and the recommendation of candidates for degrees. The term, however, is often used unofficially to denote the body of teachers in the entire institution or in a component part of a Faculty, such as a Department.

Only those who hold appointments in faculty rank (i.e., the rank of Instructor or higher rank) are members entitled to vote on matters before a Faculty. Requirements and procedures for appointments as members and associates of a Faculty are explained in Part II of this *Faculty Handbook*. It will be noted that privileges of participation in meetings without the right to vote may be extended to associates and to students and that in certain matters, especially in appointments and promotions and in consultations prior to the appointment of a Dean or Chair of a Department, separate votes may be required of tenured members of a Faculty or of those higher in rank than a candidate for appointment or promotion.

There are at present twelve Schools of the University and a Metropolitan College. In order of establishment, the Schools are Theology and Religious Studies (1889), Philosophy (1895), Columbus School of Law (1899), Arts and Sciences (1906), Canon Law (originally established in 1923, re-established in 2002), Engineering (1930), the National Catholic School of Social Service (1934), Nursing (1935), the Benjamin T. Rome School of Music (1965), Architecture and Planning (1992), the Metropolitan School of Professional Studies (1979), and the Tim and Steph School of Business and Economics (2013). Each School is administered by a Dean who reports to the Provost and the President.

Two Schools are subdivided into departments. Each Department is administered by a Chair who is responsible to the Dean and Faculty of the Department. The School of Arts and Sciences has Departments of Anthropology, Art, Biology, Business and Economics, Chemistry, Drama, Education, English Language and Literature, Greek and Latin, History, Mathematics, Media Studies, Modern Languages and Literatures, Physics, Politics, Psychology, Semitic and Egyptian Languages and Literatures, and Sociology, as well as Programs in Biochemistry, Comparative Literature, and Irish Studies. The Academic Council of the School, composed of the Chairs of the Departments with the Dean presiding, is the standing committee of the Faculty with primary responsibility for the administration of the School.

The School of Engineering has Departments of Biomedical Engineering, Civil Engineering, Electrical Engineering and Computer Science, and Mechanical Engineering, as well as a Program in Engineering Management. The Chairs of the Departments constitute the Executive Committee of the School, over which the Dean presides. The University also offers interdisciplinary programs in Early Christian Studies and in Medieval and Byzantine Studies.

Section 6: Membership in Consortia

*Issued 1964
Revised December 2016*

In 1964, the five private universities in the District of Columbia organized the Consortium of Universities to coordinate the use of their respective facilities and resources for the enrichment of their graduate programs. The privileges of the student interchange thus inaugurated have since been extended to undergraduates as

well. The Consortium now consists of 17 institutions: American University, Catholic University of America, , Gallaudet University, George Mason University, Georgetown University, George Washington University, Howard University, , Marymount University, National Defense University, National Intelligence University, Northern Virginia Community College, Prince George's Community College, Trinity Washington University, Uniformed Services University of Health Sciences, University of the District of Columbia, and University of Maryland at College Park.

A student in an approved degree program may follow courses at other participating institutions that are not offered at this University, subject to the approval of the cognizant Dean and in accord with regulations for registration.

In a faculty exchange arranged through the Consortium, each participating member retains appointment in the home institution under its regulations. Grading systems, class hours, and related matters are regulated by the institution offering the course, which is expected to supply also office facilities, clerical support, and parking space. The participating faculty are expected to maintain office hours at each institution in which they teach.

The School of Theology and Religious Studies participates in the Washington Theological Consortium, founded in 1967 with the University as one of the original member institutions. This Consortium fosters ecumenical academic cooperation through faculty committees, team-taught courses, publication of library guides, cross-listing of course offerings, and student interchange.

B. Current Governing Documents

Section 1: Mission Statement

Issued December 2006

In the reorganization of the University's governance in the late 1960s the formulation of institutional mission found in the 1937 "Statutes of The Catholic University of America" (Appendix, n. 6) was reconsidered in the light of the Second Vatican Council (1962-1965). University-wide discussions in academic year 1967-1968 resulted in a "Statement of Objectives," regularly referred to as the "Aims of the University" and published in each issue of the *Announcements* since its adoption.

The statement was prepared by the Academic Senate and, after further mutual discussion, adopted by both that body and the Board of Trustees in 1968. In 1970 the Apostolic See, by action of the Roman Congregation for Catholic Education, approved the statement of aims, along with the Bylaws of the University completed in 1969 (below).

To complement the statement of aims approved by the Board of Trustees on July 26, 1968, the Academic Senate prepared a second document, "Goals of The Catholic University of America" (Appendix, n. 8). It was intended to develop operational goals from the basic institutional aims enunciated in the 1968 statement of aims and was approved by the Senate in the same year. This document was not acted upon by the Board of Trustees at that time but was included in the *Faculty Handbook* for a number of years.

After deliberations in academic years 1977-1978 and 1978-1979 and in consultation with the Faculties, the Academic Senate produced a revision of the 1968 "Goals of the University," and this document was submitted to the Board of Trustees on September 6, 1979. With further revision by a joint committee of the two bodies, the text was approved by the Academic Senate on May 7, 1980, and by the Board of Trustees on June 21 of that year.

Finally, in the wake of a University Self-Study in 1988-1989 and a visit on behalf of the Middle States Commission on Higher Education in 1990, the possibility of combining the two statements, with any necessary revisions, into a single mission statement was studied. On November 21, 1991, the Academic Senate voted to incorporate the two documents, of 1968 and 1980, into a single mission statement but without change in either document.

At its meeting on December 12, 2006, the Board of Trustees of The Catholic University of America approved the following revised "**Mission Statement**" for the university:

As the national university of the Catholic Church in the United States, founded and sponsored by the bishops of the country with the approval of the Holy See, The Catholic University of America is committed to being a comprehensive Catholic and American institution of higher learning, faithful to the teachings of Jesus Christ as handed on by the Church. Dedicated to advancing the dialogue between faith and reason, The Catholic University of America seeks to discover and impart the truth through excellence in teaching and research, all in service to the Church, the nation and the world.

This revised statement replaces the two documents --- "Statement of Aims" and "Statement of Goals" --- that were combined as a mission statement and approved by the Board of Trustees in 1980. While those two documents have been replaced by a single, concise, updated statement comparable to those used by other institutions of higher learning, they still contain elements important to understanding the historic mission of The Catholic University of America. The academic senate has requested that they continue to be documents of reference for the university and the president has approved that request. They are presented here in their approved formulation:

AIMS OF THE UNIVERSITY

The Catholic University of America is a community of scholars, both faculty and students, set apart to discover, preserve and impart the truth in all its forms, with particular reference to the needs and opportunities of the nation. As a university, it is essentially a free and autonomous center of study and an agency serving the needs of human society. It welcomes the collaboration of all scholars of good will who, through the process of study and reflection, contribute to these aims in an atmosphere of academic competence where freedom is fostered and where the only constraint upon truth is truth itself.

As a Catholic university, it desires to cultivate and impart an understanding of the Christian faith within the context of all forms of human inquiry and values. It seeks to ensure, in an institutional manner, the proper intellectual and academic witness to Christian inspiration in individuals and in the community, and to provide a place for continuing reflection, in the light of Christian faith, upon the growing treasure of human knowledge.

As a member of the American academic community, it accepts the standards and procedures of American institutions and seeks to achieve distinction within the academic world.

Faithful to the Christian message as it comes through the Church and faithful to its own national traditions, The Catholic University of America has unique responsibilities to be of service to Christian thought and education in the Catholic community as well as to serve the nation and the world.

GOALS OF THE UNIVERSITY

The Catholic University of America was founded in the name of the Catholic Church in the United States by Pope Leo XIII and the bishops of this country as a national institution of learning. Given its origins and the historic role of its ecclesiastical faculties, this university has a responsibility to the Church in the United States that is special to it: It is called to be an intellectual center of highest quality, where the relation between revealed truth and human truth can be examined in depth and with authority. It seeks, moreover, to do this in the light of the American experience. It is for this reason that, from its inception, the university has enjoyed a unique relationship with the Holy See and the entire Catholic community.

Established as a center for graduate study, The Catholic University of America has evolved into a modern American university, committed not only to graduate but also to undergraduate and professional education and to the cultivation of the arts. At every level, the university is dedicated to the advancement of learning and particularly to the development of knowledge in the light of Christian revelation, convinced that faith is consistent with reason and that theology and other religious studies themselves profit from the broader context of critical inquiry, experimentation and reflection.

The university aims at achieving and maintaining in higher education a leading place among Catholic and other privately endowed, research-oriented institutions of comparable size, purpose and tradition. In particular, it seeks to maintain a position of special excellence in the fields of theology, philosophy and canon law.

The Catholic University of America gives primacy to scholarship and scientific research and to the training of future scholars through its graduate programs, not only in order to advance scientific work but also because it recognizes that undergraduate and professional education of high quality also demands the presence of a faculty that combines teaching and professional activity with fundamental scholarship. The university seeks the advancement of knowledge within a context of liberal studies, a context which reflects both its concern for the whole person and the distinctive wisdom to which it is heir as a Catholic institution. This dimension of learning is reflected particularly in its undergraduate programs where religious studies and philosophy are regarded as integral to curricula that include requirements in the arts and humanities, language and literature, and the natural and social sciences. Through its professional programs, the university seeks to educate men and women who can represent their respective professions with distinction and who are formed by the learning and values inherent in its academic and Catholic traditions. In selecting disciplines or fields of specialization to be supported at an advanced level of study and research, the university accords priority to religious and philosophical studies and to those programs which advance the Catholic tradition of humanistic learning and which serve the contemporary and future needs of society and the Church. In supporting particular programs, the university takes into account the present and potential quality of programs, making an effort to maintain present academic strengths, especially when these are not represented elsewhere.

The university recognizes that its distinctive character ultimately depends on the intellectual and moral quality of its members. To create an environment that is intellectually stimulating and characterized by the generosity and mutual support required for collegial life and personal growth, the university seeks men and women who are not only professionally competent but who also can contribute to its Catholic, moral and cultural milieu. The university seeks to preserve its tradition of collegial governance, fostering a climate within which all members of the university community have sufficient opportunities to influence deliberation and choice.

Though a research and teaching institution, the university recognizes that it is part of a larger community to which it has certain obligations consistent with its character. Its presence in the nation's capital and its unique relationship with the Catholic Church in America provide it with opportunities for influencing the resolution of

the crucial issues of our time. In providing information and criteria by which public policy is shaped and measured, the university seeks to be of special service to the nation. Similarly, it seeks to be of service to the Church, not only through the preparation of clergy and other leaders for specific roles in the Church, but also through factual investigations and discussions of principles which influence policy. Thus, in dialogue and cooperation with contemporary society, The Catholic University of America sees itself as faithful to the challenge proposed by the Second Vatican Council for institutions of higher learning, namely, to put forth every effort so that "the Christian mind may achieve . . . a public, persistent, and universal presence in the whole enterprise of advancing higher culture" (*Gravissimum educationis*, n. 10) (approved by the Board of Trustees on June 21, 1980)

Section 2: The University's Catholic Identity

*Issued June 2006
Revised April 11, 2007*

The very name of the University and its historic relationship to and within the Catholic Church from the time of its establishment by the bishops make abundantly clear its Catholic nature and character. In addition to its Mission Statement, the University is guided with regard to its Catholic identity by the [apostolic constitution on ecclesiastical universities and faculties Sapientia Christiana](#) (1979), the 1983 Code of Canon Law ([especially canons 807 - 821](#)), the apostolic constitution [Ex Corde Ecclesiae](#) (1990), and The Application for Ex Corde Ecclesiae For The United States (USCCB 2001) and other relevant ecclesiastical documents that include, among others, the documents of the Second Vatican Council and other pronouncements of the Holy See and the United States Conference of Catholic Bishops governing Catholic higher education. The apostolic constitution Sapientia Christiana (1979) pertains specifically to the ecclesiastical faculties in the Schools of Canon Law, Philosophy, and Theology and Religious Studies, as do canons 815 through 821 of the 1983 Code of Canon Law. The apostolic constitution Ex Corde Ecclesiae (1990) pertains to all the other schools of the university and the university in its entirety as do canons 807 through 814.

Ex Corde Ecclesiae presents four essential characteristics of a Catholic university: (1) a Christian inspiration not only of individuals but of the entire university community; (2) continuing reflection in the light of the Catholic faith upon the growing treasury of human knowledge to which the university seeks to contribute by its own research; (3) fidelity to the Christian message as it comes through the Church; and (4) an institutional commitment to the service of the people of God and of the human family (n. 13). The apostolic constitution goes on to state that: "In a Catholic university, therefore, Catholic ideals and principles penetrate and inform university activities in accordance with the proper nature and autonomy of these activities" (n. 14). And, further, "A Catholic University, therefore, is a place of research, where scholars scrutinize reality with the methods proper to each academic discipline, and so contribute to the treasury of human knowledge. In a Catholic university, research necessarily includes (a) the search for an integration of knowledge, (b) a dialogue between faith and reason, (c) an ethical concern, and (d) a theological perspective" (n. 15).

The founders of The Catholic University of America desired an internationally respected institution that accentuated the Catholic contribution to American culture and maintained the highest standards of academic research. The ideal of a Catholic university becomes a reality when the faculty at The Catholic University of America affirms and acts upon the principles contained in the University's Mission Statement. Each member of the faculty, indeed every employee of the university, regardless of his or her religious affiliation, is expected in virtue of their contract of employment to respect and support the University's Mission Statement. In addition, each member of the faculty has a responsibility to reflect on ways in which his or her research contributes to the University's identity, especially as described in Ex Corde Ecclesiae, whether in general or in specific, as is appropriate to the discipline in which the faculty member works. By themselves and in isolation from other academic units, the University's ecclesiastical faculties and its required courses in philosophy and theology cannot alone sustain the institution's religious identity. Promoting the institution's

Catholic identity is the responsibility of the entire University community. Indeed, a candidate's willingness to respect and contribute to the mission of the University is a consideration in the tenure process.

The Catholic University of America aspires to the pursuit of knowledge through the lens of faith and reason. The University recognizes that no genuine question is outside the potential interest of a Catholic university. "[A]ccepting the legitimate autonomy of human culture and especially of the academic disciplines," a Catholic university "recognizes the academic freedom of scholars in each discipline in accordance with its own principles and proper methods, and within the confines of the truth and the common good." (n. 29) There are, however, areas of investigation that one might expect to be promoted at a Catholic university and other areas that one might not expect. These derive, most obviously, from the concerns of such an institution:

- (a) to transmit the heritage of Catholic thought and life to a new generation; (b) to advance an understanding of that heritage in itself; and (c) to relate that heritage to new problems, theoretical and practical, as these arise.

Section 3: Statement on Academic Freedom

Issued June 4, 1991

Reissued June 2006

Introduction to Statement on Academic Freedom

In 1990 the Middle States Commission on Higher Education, on the occasion of its reaffirmation of accreditation, invited the University to develop a statement concerning academic freedom. During the academic year 1990-1991 a Joint Task Force of the Board of Trustees and the Academic Senate developed such a document. After a series of revisions and consultation by the Senate with the Faculties, the following text was approved by the Academic Senate on March 28, 1991, and by the Board of Trustees on June 4, 1991.

Statement on Academic Freedom - The Catholic University of America

The Catholic University of America affirms its commitment to academic freedom. In so doing, it reaffirms its commitment to the tradition of higher learning that is the heritage of both the Roman Catholic Church and the nation. It is a tradition grounded on respect for truth, social responsibility and individual rights. It is a tradition that posits freedom of inquiry, open discussion and unrestricted exchange of ideas as essential to the pursuit of knowledge.

In the tradition of American universities and in accord with Catholic teaching, The Catholic University of America upholds academic freedom as a fundamental condition for research and dissemination of information. The University is a center of discourse where inquiry is encouraged and discoveries are verified and refined by the interaction of scholar with scholar. The Catholic University of America respects the right and responsibility of its faculty and students to conduct research, to publish their findings, and to discuss ideas according to the principles, sources and methods of their academic disciplines. These principles, sources and methods, as they develop over time, are not external to their respective disciplines. The University sanctions and encourages investigation of unexplored phenomena, advancement of knowledge, and critical examination of ideas, old and new. The University accepts the responsibility of protecting both teacher and student from being forced to deny truth that has been discovered or to assert claims that have not been

established in the discipline.

Where the faculty is concerned, academic freedom presupposes, first of all, personal integrity in dealing with students, peers and officers of the university. Second, it presumes scholarly competence, observance of the professional standards of one's discipline, commitment to the stated mission of the University, and an openness to having one's ideas and findings subjected to the judgment of one's peers. Third, faculty members have a responsibility as professional scholars to be accurate and judicious in their public statements, and respectful of the opinions and responsibilities of others.

The Catholic University of America, from its establishment, has voluntarily embraced a special relationship with the Church. This relationship, with the mutual responsibilities involved, has been made an internal and constitutive part of its mission. Accordingly, priority is given to the study of Catholic theology and related disciplines. In the tradition of the Church, theology serves the Christian community by seeking to express the abiding truth of Christ in human terms and, thereby, to mediate between faith and culture. Theology contributes to an understanding of faith and becomes a means of communicating the Church's teachings to the community of believers and to society at large.

As an academic discipline, Catholic theology is the systematic reflection on the data of revelation expressed in Sacred Scriptures and Tradition as proclaimed, preserved and interpreted by the magisterium of the Church, and received by faith. The teachings of the magisterium are a necessary factor in ascertaining truth in the discipline of Catholic theology. The Catholic University of America affirms its commitment to safeguard the freedom that is necessary if theologians are to pursue the disciplined study of Christian faith in the Catholic tradition according to rigorous standards of scientific investigation. The University recognizes that scholars use diverse methods and sources to explicate the original deposit of faith and to discern patterns of doctrinal development over the centuries. The University also recognizes that freedom of inquiry, thought and expression is requisite to the advancement of knowledge and to the deepening of understanding in matters of faith.

As in the case of all other faculty members, the academic freedom of those engaged in theological disciplines presupposes personal integrity, scholarly competence, commitment to the mission of the University, observance of professional standards and openness to criticism from one's peers. In addition, Catholic theology acknowledges the singular responsibility of the Church's magisterium to safeguard the integrity of the Christian message, and to protect the faithful from erroneous teachings in faith and morals. Although the roles and responsibilities of theologians differ from those of bishops, theologians share a common goal with the magisterium in their service to the ecclesial community. Catholic theologians are expected to give assent to the teachings of the magisterium in keeping with the various degrees of assent that are called for by authoritative teaching. Differences arising over the interpretation and presentation of Church teaching are resolved through dialogue of scholars with members of the magisterium, with due recognition that final authority in matters of faith and morals lies with the magisterium. Such dialogue is carried on in accordance with established procedures in a spirit of Christian charity and mutual, professional respect.

The *Faculty Handbook* outlines the norms and procedures relating the academic freedom with regard to initial appointment, tenured appointment and, where cause has been established, the dismissal of faculty members. In addition, Canonical Statutes govern appointments in the Ecclesiastical Faculties. These documents embody the institution's guarantees that its faculty enjoys the freedom of academic inquiry and expression that is central to its identity as a University authentically Catholic and distinctively American.

Issued September 12, 1969
Revised December 12, 2006

Introduction to the Bylaws

The revision of the University's governing documents was begun in 1967 as a result of the efforts of a newly appointed Special Committee on Survey and Objectives of the Board of Trustees. Dr. Carroll A. Hochwalt of St. Louis, Missouri, served as Chairman of the Committee that initiated a series of discussions intended to elucidate the University's purposes and character. Another Special Committee of which His Eminence, Lawrence Cardinal Shehan, Archbishop of Baltimore, was Chairman, undertook the revision of the papal statutes and the civil Bylaws then in effect. Their work resulted in the replacement of these instruments by a single document.

The Bylaws were approved by the Board of Trustees on September 12, 1969. The Holy See gave its approval to the Statement of Objectives, Historical Preface, and Bylaws on January 23, 1970, and they were promulgated by President Clarence C. Walton on February 6, 1970. The Bylaws were revised and approved by the Board of Trustees on December 14, 2010. The most recent revision of the Bylaws were approved by the Board of Trustees on December 13, 2016.

THE CATHOLIC UNIVERSITY OF AMERICA

AMENDED AND RESTATED BYLAWS

PREAMBLE

The University's governance structure is intended to perfect and make permanent the University's essential character as a Catholic and American institution of higher learning and its role as the national university of the Catholic Church while permitting greater lay responsibility and support for the University. The responsibility for governance and oversight of the operations of the University resides in the first instance in the University's Board of Trustees. The Fellows serve as the members of the University and hold certain reserved powers designed to preserve the ecclesial patrimony of the University.

**ARTICLE I
FELLOWS**

1.1 Classes of Fellows. The University shall have four classes of Fellows, as set forth below, who shall be the Members of the University. All Fellows shall serve as Trustees of the University as

provided in section 3.2(a) of these Bylaws.

(a) Cardinal Fellows. The University shall have as Cardinal Fellows all of the Cardinals serving as diocesan bishops in the United States. A Cardinal Fellow shall serve ex officio during his tenure as a diocesan bishop. No one shall be a Cardinal Fellow without his prior consent.

(b) Bishop Fellows. The University shall have four (4) Fellows who are designated as the Bishop Fellows. Bishop Fellows shall be appointed by the Fellows to serve for terms of three years or until their successors are appointed. A Bishop Fellow may serve two consecutive terms and thereafter shall not be eligible to serve as a Bishop Fellow until a year after the expiration of his second term. Partial terms shall not count for purposes of the foregoing limitation. Notwithstanding the foregoing, the Fellows in their discretion may reappoint any Bishop Fellow who has already served two consecutive terms for a single additional three-year term, in recognition of the Bishop Fellow's extraordinary service and dedication to the University, if the Fellows determine that such reappointment would be in the best interests of the University. The initial Bishop Fellows of the University shall be appointed by the Cardinal Fellows and the Ex Officio Fellows.

(c) Ex Officio Fellows. The University shall have up to four (4) Ex Officio Fellows. The Ex Officio Fellows shall be those individuals who hold the official positions specified below within the organization named, unless they are otherwise Fellows of the University.

- (i) Chairman of the Board of Trustees of The Catholic University of America;
- (ii) President of The Catholic University of America;
- (iii) Chancellor of The Catholic University of America; and
- (iv) President of the United States Conference of Catholic Bishops.

An Ex Officio Fellow shall serve during his or her tenure in the specified office.

(d) Appointed Fellows. The University shall have two (2) Appointed

Fellows, each of whom shall be an Appointed Trustee of the University at the time of his or her initial appointment as an Appointed Fellow. Appointed Fellows shall be appointed by the Fellows, from a slate nominated by the Trusteeship Committee, to serve for terms of three years or until their successors are appointed. An Appointed Fellow may serve two consecutive terms and thereafter shall not be eligible to serve as an Appointed Fellow until a year after the expiration of his or her second term. Partial terms shall not count for purposes of the foregoing limitation. Notwithstanding the foregoing, the Fellows in their discretion may reappoint any Appointed Fellow who has already served two consecutive terms and who continues to meet the eligibility requirements specified above for a single additional three-year term, in recognition of the Appointed Fellow's extraordinary service and dedication to the University, if they determine that such reappointment would be in the best interests of the University. The initial Appointed Fellows of the University shall be appointed by the Cardinal Fellows and the Ex Officio Fellows.

1.2 Retained Powers. The Fellows shall have the following retained powers, as set forth in the Articles of Incorporation:

- (a) To ensure that the University maintains its essential character as a Catholic institution of higher learning in perpetuity and its role as the national university of the Catholic Church;
- (b) To appoint Bishop and Appointed Fellows of the University, as provided by these Bylaws;
- (c) To appoint Bishop and Appointed Trustees of the University, as provided by these Bylaws;
- (d) To remove any Bishop Trustee or Appointed Trustee, with or without cause, at any time upon the vote of two-thirds of the Fellows then serving;
- (e) To appoint the President of the University upon the recommendation of the Board of Trustees;
- (f) To approve any disposition of all or substantially all of the assets of the University;
- (g) To amend the Articles of Incorporation, these Bylaws, and the Canonical Statutes of the University (subject to any additional approvals required under canon law) upon the vote of two-thirds of the Fellows then serving;

(h) To approve dissolution and termination of the University.

1.3 Fellows' Oversight. The Fellows may in their discretion evaluate and audit the programs and services of the University at any time.

1.4 Compensation. No Fellow shall be entitled to any direct or indirect compensation related to that person's services as a Fellow.

1.5 Chancellor of the University. The Chancellor of the University shall be that individual serving as the Archbishop of Washington, who shall serve ex officio during his tenure in such office. The Chancellor shall serve as a liaison between the University and the United States Conference of Catholic Bishops and the Holy See. The Chancellor, in his relations with the ecclesiastical faculties, shall fulfill the requirements under *Sapientia Christiana*, general norms, Art. 12-14, and Norms of Application, General Norms, Section II, Art. 8.

ARTICLE II MEETINGS OF FELLOWS

2.1 Annual Meeting. The annual meeting of the Fellows shall be held immediately before the annual meeting of the Board of Trustees. The Chancellor of the University shall preside at all meetings of the Fellows and establish any committees of the Fellows that may be necessary.

2.2 Special Meetings; Notice. Special meetings of the Fellows may be held within or without of the District of Columbia and may be called at any time or place by the President, the Chancellor, or any five (5) Fellows. Notice of special meetings of the Fellows shall be given to each Fellow not less than five (5) days before the meeting, by delivering the same to the Fellow in person or to the Fellow's residence or business address (or such other place as the Fellow may have directed in writing) by mail, messenger, telecopier, facsimile, electronic mail, or other means of written communication or by telephoning such notice to the Fellow. Any such notice shall set forth the time and place of the meeting. A special meeting may be held at any time and place and without notice by unanimous written consent of all Fellows as described below or by

the presence of all Fellows at each meeting.

2.3 Quorum; Voting. A majority of the number of Fellows then serving shall constitute a quorum for the transaction of business at a meeting of the Fellows. If a quorum is present when a vote is taken, the affirmative vote of a majority of the Fellows present is the act of the Fellows.

2.4 Telephonic Meetings. Any Fellow may participate in a regular or special meeting by, meeting by, and a regular or special meeting may be conducted through the use of, any means of communication by which all Fellows participating may simultaneously hear each other during the meeting. A Fellow participating in a meeting by this means is deemed to be present in person at the meeting.

2.5 Action Without Meeting. Action required or permitted to be taken at a meeting of the Fellows may be taken without a meeting if the action is taken by all Fellows. The action shall be evidenced by one or more written consents, which may be signed in counterparts, stating the action taken, signed by each Fellow either before or after the action is taken, and included in the minutes or filed with the corporate records reflecting the action taken. Action taken under this section becomes effective when the last Fellow signs unless the consent specifies a different effective date, in which event the action taken is effective as of the date specified therein provided the consent states the date of execution by each Fellow.

ARTICLE III TRUSTEES

3.1 General Powers. The University shall have a Board of Trustees. All powers not reserved to the Fellows of the University shall be vested in the Board of Trustees and the business of the University shall be managed and exercised by the Board of Trustees to the extent not reserved to the Fellows, subject to any limitation set forth in the Articles of Incorporation or these Bylaws.

3.2 Classes and Manner of Appointment. The University's Board of Trustees shall consist of the three (3) classes of Trustees: the Fellow Trustees, the Bishop Trustees, and the Appointed Trustees. All three classes of Trustees are necessary and integral to the operation of the Board of Trustees.

(a) Fellow Trustees. The University shall have one class of Trustees who are designated

as the Fellow Trustees. The Fellow Trustees shall be those individuals serving as Fellows of the University. Each Fellow Trustee shall serve ex officio during his or her tenure as a Fellow of the University.

(b) Bishop Trustees. The University shall have three (3) Trustees who are designated as the Bishop Trustees. Only individuals who are not Fellows of the University and who are Bishops serving as diocesan bishops in the United States may serve as Bishop Trustees. Any Bishop Trustee who ceases to serve as a diocesan bishop in the United States shall be deemed to have resigned his position as a Bishop Trustee immediately and the vacancy shall be filled by the Fellows in the manner set forth in section 3.3 of these Bylaws. Bishop Trustees shall be appointed by the Fellows at an annual meeting of the Fellows to serve for terms of three (3) years or until their successors are appointed. A Bishop Trustee may serve two consecutive terms and thereafter shall not be eligible to serve as a Bishop Trustee until he has not served as a Bishop Trustee for a term of one year or more. Partial terms shall not count for purposes of the foregoing limitation. But the Fellows in their discretion may reappoint any Bishop Trustee whose term expires and who has already served two consecutive terms for a single additional three-year term, in recognition of the Bishop Trustee's extraordinary service and dedication to the University, if the Fellows determine that such reappointment would be in the best interests of the University. No individual shall be appointed as a Bishop Trustee without his prior consent.

(c) Appointed Trustees. The University shall have not fewer than twenty (20) and not more than forty (40) Trustees who are designated as the Appointed Trustees. At all times no fewer than 90 percent of the Appointed Trustees of the University shall be members of the Roman Catholic Church. All Appointed Trustees shall be committed to preserving the University's Catholic identity. Appointed Trustees shall be appointed by the Fellows, from a slate nominated by the Trusteeship Committee, to serve for terms of three (3) years. Clergy and professed religious are eligible to serve as Appointed Trustees. At the first annual meeting of the Board of Trustees, the number of Appointed Trustees shall be divided into three (3) groups with each group consisting of one-third of the total. The terms of the Appointed Trustees in the first group

shall expire at the first annual meeting of the Board of Trustees after their appointment; the terms of the Appointed Trustees in the second group shall expire at the second annual meeting of the Board of Trustees after their appointment; and the terms of the Appointed Trustees in the third group shall expire at the third annual meeting of the Board of Trustees after their appointment. Thereafter, at each annual meeting of the Fellows, one group of Appointed Trustees shall be appointed by the Fellows for a term of three years to succeed those whose terms expire. The Fellows may appoint additional Appointed Trustees in their discretion or upon recommendation of the Board of Trustees at any meeting of the Fellows. An Appointed Trustee may serve two consecutive terms and thereafter shall not be eligible to serve as an Appointed Trustee until he or she has not served as an Appointed Trustee for a term of one year or more. Partial terms shall not count for purposes of the foregoing limitation. Notwithstanding the foregoing, the Fellows in their discretion or upon recommendation of the Board of Trustees may reappoint any Appointed Trustee whose term expires and who has already served two consecutive terms for a single additional three-year term, in recognition of the Appointed Trustee's extraordinary service and dedication to the University, if it is determined that such reappointment would be in the best interests of the University. No individual shall be appointed as an Appointed Trustee without his or her prior consent.

3.3 Removal; Vacancies. The Fellows may remove any Bishop Trustee or Appointed Trustee, with or without cause, but only at a meeting called for that purpose, and the notice of the meeting must state that the purpose, or one of the purposes, of the meeting is the removal of the Bishop Trustee or the Appointed Trustee. The removal of a Bishop Trustee or an Appointed Trustee shall be effective only upon the affirmative vote of two-thirds of the Fellows then serving. A vacancy among the Bishop Trustees or the Appointed Trustees, including a vacancy resulting from the removal of a Bishop Trustee or an Appointed Trustee, may be filled by the affirmative vote of a majority of the Fellows at a meeting at which a quorum is present, and may, in the case of a resignation that will become effective at a specified later date, be filled before the vacancy occurs, but the new Bishop Trustee or Appointed Trustee may not take office until the vacancy occurs. Any such election to fill a vacancy shall be for the unexpired term of such Bishop Trustee or Appointed Trustee.

3.4 Annual and Regular Meetings. An annual meeting of the Board of Trustees (for the purpose of electing officers and carrying on such other business as may properly come before the meeting) shall be held in June of each year on such day or days as the Chairman, the President, or the Board of Trustees shall designate. If an annual meeting is not held in June, a substitute annual meeting shall be called as promptly as possible in accordance with the notice provisions of section 3.6. Any meeting so called shall be designated and treated for all purposes as the annual meeting. The Board of Trustees shall also adopt a schedule of additional meetings, which shall be considered regular meetings. The annual and regular meetings shall be held, either within or without the District of Columbia, as the Chairman, the President, or the Board of Trustees shall designate from time to time. If no place is designated in a notice of a meeting, it shall be held at the principal office of the University.

3.5 Special Meetings. Special meetings of the Board of Trustees may be called by the Chairman, the President, or one-fifth (1/5) of the Trustees and shall be held at such times and such places, within or without the District of Columbia, as the person or persons calling the meetings shall designate. If no such place is designated in the notice of a meeting, it shall be held at the principal office of the University.

3.6 Notice of Meetings. No notice need be given of the annual or regular meetings of the Board of Trustees. Notice of special meetings of the Board of Trustees shall be given to each Trustee not less than five (5) days before the meeting, by delivering the same to the Trustee in person or to the Trustee's residence or business address (or such other place as the Trustee may have directed in writing) by mail, messenger, telecopier, facsimile, electronic mail, or other means of written communication or by telephoning such notice to the Trustee. Any such notice shall set forth the time and place of the meeting.

3.7 Waiver of Notice. A Trustee may waive any notice required by law, the Articles of Incorporation, or these Bylaws before or after the date and time stated in the notice, and such waiver shall be the equivalent to the giving of such notice. Except as provided in the next paragraph of this section, the waiver shall be in writing, signed by the Trustee entitled to the notice, and filed with the minutes or corporate

records. A Trustee's attendance at or participation in a meeting waives any required notice to the Trustee of the meeting unless the Trustee at the beginning of the meeting or promptly upon arrival objects to holding the meeting or transacting business at the meeting and does not thereafter vote for or assent to action taken at the meeting.

3.8 Quorum; Voting. One-third of the number of Trustees then serving shall constitute a quorum for the transaction of business at a meeting of the Board of Trustees. If a quorum is present when a vote is taken, the affirmative vote of a majority of the Trustees present is the act of the Board of Trustees. A Trustee who is present at a meeting of the Board of Trustees when corporate action is taken is deemed to have assented to the action unless the Trustee (i) objects at the beginning of the meeting, or promptly upon arrival, to holding it or transacting specified business at the meeting; or (ii) votes against, or abstains from, the action taken.

3.9 Telephonic Meetings. The Board of Trustees may conduct a meeting or permit any of all Trustees to participate in a committee meeting or special meeting, but not a regular meeting, through the use of any means of communication by which the 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.

3.10 Action Without Meeting. Action required or permitted to be taken at a Board of Trustees' meeting may be taken without a meeting if the action is taken by all members of the Board. The action shall be evidenced by one or more written consents, which may be signed in counterparts, stating the action taken, signed by each Trustee either before or after the action is taken, and included in the minutes or filed with the corporate records reflecting the action taken. Action taken under this section becomes effective when the last Trustee signs unless the consent specifies a different effective date, in which event the action taken is effective as of the date specified therein provided the consent states the date of execution by each Trustee.

3.11 Compensation. No Trustee shall be entitled to any direct or indirect compensation

related to that person's services as a Trustee.

3.12 Resignations. An Appointed Trustee shall tender his resignation to the Chairman, the President, or the Secretary immediately upon any significant change in his or her employment or professional status (other than voluntary retirement). The Board of Trustees shall accept such resignation if it determines that it is in the best interests of the University. An Appointed Trustee tendering his or her resignation shall not participate in the Board's decision. Any Trustee may resign at any time by delivering written notice to the Chairman, the President, or the Secretary. A resignation shall be effective when delivered, unless the notice specifies a later effective date.

3.13 Participation of Non-Trustees. The Board of Trustees shall permit the attendance at meetings of the Board of Trustees of the Vice Presidents of the University representing the major divisions or operations of the University, as well as other persons upon invitation of the Chairman or the President. Any such Vice President attending a meeting of the Board of Trustees may participate in discussions with the Board of Trustees as appropriate but shall not have the right to vote on any matter. In addition, the Board of Trustees shall permit the attendance at meetings of the Board of Trustees of four (4) observers, three (3) of whom shall be faculty representatives selected by the faculty and one (1) of whom shall be the President of the national alumni association of the University. Any such observer attending a meeting of the Board of Trustees may participate in discussions with the Board of Trustees as appropriate but shall not have the right to vote on any matter.

3.14 Executive Sessions. Notwithstanding any other provisions of these Bylaws, the Chairman may call an executive session of the Board of Trustees as part of any annual, regular, or special meeting of the Board. Trustees Emeriti, officers, employees, staff, and any other guests in attendance shall be excused from executive sessions; provided, however, that the Chairman may request that any person otherwise excused be invited to remain during all or any part of the executive session.

ARTICLE IV COMMITTEES

4.1 Committees. The Board of Trustees shall have the committees set forth in this Article.

The Board of Trustees may also create one or more additional committees and appoint members of the Board of Trustees to serve on them. Unless otherwise provided in these Bylaws, each committee shall have three (3) or more members who serve at the pleasure of the Board. Subject to the approval of the Board and except as otherwise provided in these Bylaws, the Chairman, in consultation with the President, shall appoint all committee members after solicitation of Trustee preferences and shall designate a Chairman of each committee.

4.2 Authority of Committees. Each committee may exercise the authority specified by the Board of Trustees except that a committee may not exercise any power retained by the Fellows as set forth in the Articles of Incorporation or approve any action which by law requires approval of the Board of Trustees rather than a committee of the Board of Trustees.

4.3 Executive Committee. The University shall have an Executive Committee, which shall have full authority to act in all situations for the Board of Trustees between meetings of the Board, except those reserved to the full Board and those specified in section 4.2 of these Bylaws. The Executive Committee shall consist of the Chairman of the Board, who shall serve as the Chairman of the Executive Committee, the Vice Chairman, the President, the Chancellor, the Chairman of each of the committees set forth in this Article, and three (3) additional Trustees elected by the Board of Trustees to serve for a term of three (3) years. The Executive Committee shall review and recommend to the Board of Trustees any policies necessary or appropriate to carry out the business and operations of the University and not under the purview of any other committee of the Board of Trustees, including personnel policies. The Executive Committee shall also review the President's performance annually and recommend to the Board of Trustees the compensation of the President.

4.4 Finance Committee. The Board of Trustees shall have a Finance Committee, consisting

of at least six (6) Trustees. The Finance Committee shall be responsible for preparation of the annual budget for approval by the Board of Trustees, review of fiscal year expenditures, and review of policies and procedures for the University's financial operations. In addition, the Finance Committee shall provide general oversight of the security, funding, and investment management of all of the University's endowment and investment assets and shall periodically review all investment policies of the University. The Finance Committee shall also oversee enrollment matters for the University either directly or through the establishment of a subcommittee for this purpose.

4.5 Audit Committee. The Board of Trustees shall have an Audit Committee consisting of at least three (3) Trustees, none of whom shall be officers of the University and at least one of whom shall have substantial financial expertise. The Audit Committee shall regularly review the adequacy of the University's internal financial controls, review with the University's independent public accountants the annual audit program and the University's financial statements, and recommend the selection of the University's independent public accountants.

4.6 Trusteeship Committee. The Board of Trustees shall have a Trusteeship Committee consisting of the Chancellor and at least four (4) additional Trustees (at least one of whom shall be a lawyer if possible). The Vice Chairman of the Board shall serve as the Chairman of the Trusteeship Committee. The Trusteeship Committee shall be responsible for board development, consisting of a series of educational activities, including orientation designed to help Trustees clarify and carry out their responsibilities, and development of a Trustee Handbook setting forth the qualifications for and expectations of Trustees and other matters related to service on the Board of Trustees. The Trusteeship Committee shall also oversee the Board of Trustees' adherence to its governing documents, adopted policies, and best practices in higher education governance, and recommend changes to the Articles of Incorporation and these Bylaws. In addition, the Trusteeship Committee shall, after solicitation and consideration of individuals from the Trustees, recommend to the Fellows the names of individuals for appointment as Appointed Fellows or

Appointed Trustees of the University.

4.7 Academic Affairs Committee. The Board of Trustees shall have an Academic Affairs Committee, which shall provide oversight to and encourage improvement of the faculty and academic programs of the University and recommend tenure for approval by the Board of Trustees.

4.8 Advancement Committee. The Board of Trustees shall have an Advancement Committee, which shall provide oversight to the University's fundraising, public relations, alumni affairs, and related activities.

4.9 Seminary Committee. The Board of Trustees shall have a Seminary Committee, which shall meet regularly with the Rector of Theological College to ascertain the status of the seminary in terms of number of men in attendance, the number ready for ordination, and specific formation issues that may arise from time-to-time. The Seminary Committee shall work closely with both the University's academic programs and the Sulpician Fathers to insure that the education and preparation for the priesthood are optimal.

4.10 Student Affairs Committee. The Board of Trustees shall have a Student Affairs Committee, which shall provide oversight in connection with the well-being of the University's students.

4.11 Participation of Others on Committees. The Chairman, Vice Chairman, and President may attend and participate in any meeting of any committee set forth in this Article IV or otherwise established by the Board of Trustees. The Chairman, Vice Chairman, and President may vote on any matter coming before the committee at such meeting and his or her attendance at such meeting shall count towards the establishment of a quorum for the transaction of business by such committee. The Chairman may appoint one or more officers or other individuals who are not Trustees to serve on any committee of the Board other than the Executive Committee and the Trusteeship Committee. Any such officer or other individual appointed to any committee may vote on any matter to be presented to the Board of Trustees or Executive Committee as a recommendation of such committee, but may not vote on any matter in which the committee is exercising the final authority of the Board of Trustees. The attendance of any such officer or other individual

appointed to any committee at any meeting of that committee shall not count towards the establishment of a quorum for the transaction of business by such committee.

4.12 Committee Meetings; Miscellaneous. To the extent not otherwise provided in these Bylaws or by direction of the Board of Trustees, the provisions of these Bylaws which govern meetings, action without meetings, notice and waiver of notice, and quorum and voting requirements of the Board of Trustees shall apply to committees of Trustees and their members as well.

ARTICLE V OFFICERS

5.1 Officers. The officers of the University shall be a Chairman, a President, a Vice Chairman, a Chancellor, a Secretary, a Treasurer, and a Vice President for Finance, a Provost, and, in the discretion of the Board of Trustees, such other officers or assistant officers as may be deemed necessary or advisable to carry out the business of the University. No person may hold more than one office except that the same person may hold the office of Treasurer and Vice President for Finance. The officers shall have such powers and duties as generally pertain to their respective offices, as well as such powers and duties as may be lawfully provided in these Bylaws or by resolution of the Board of Trustees consistent with these Bylaws.

5.2 Election and Appointment; Term. The Board of Trustees shall elect the Chairman and the Vice Chairman at the annual meeting of the Board of Trustees to serve for a term of three (3) years or until his or her successor is elected. The Chairman and the Vice Chairman shall take office upon conclusion of the annual meeting at which he or she is elected. The Board of Trustees shall recommend and the Fellows shall appoint the President as provided in the Articles of Incorporation; the Board shall appoint the Secretary and Treasurer upon recommendation of the President. The President shall appoint the Vice President for Finance whenever a vacancy occurs in that office. As provided in section 1.4 of these Bylaws, the Chancellor shall be that individual serving as the Archbishop of Washington, who shall serve ex officio during his tenure in such office. Any other officer or assistant officer shall be appointed or elected and shall serve such terms as the Board of Trustees shall direct. The Chairman, President, and Vice Chairman may resign at any time upon

written notice to the Board of Trustees, and no acceptance of resignation shall be necessary to make it effective. The Vice President for Finance, Treasurer, the Secretary, and any other officer may resign at any time upon written notice to the President, and no acceptance of resignation shall be necessary to make it effective.

5.3 Removal. The Board of Trustees may remove the Chairman, the President, the Vice Chairman, the Treasurer, and the Secretary at any time, with or without cause. The President may remove any officer or assistant officer appointed by the President at any time, with or without cause.

5.4 Chairman. The Chairman shall be a member of the Board of Trustees. The Chairman, if present, shall chair all meetings of the Board of Trustees.

5.5 President. The President shall be the chief executive officer of the University on a full time basis and will be responsible for the supervision and operation of all its affairs, under the direction and control of the Chairman and the Board of Trustees in accordance with the University's Articles of Incorporation and these Bylaws.

5.6 Vice Chairman. The Vice Chairman shall be a member of the Board of Trustees. In the case of the disability or death of the Chairman, the Vice Chairman shall carry out the duties of the Chairman.

5.7 Chancellor. The Chancellor of the University shall have those duties and responsibilities as set forth in section 1.5 of these Bylaws.

5.8 Secretary. The Secretary shall be an employee of the University who shall be elected by the Board of Trustees upon recommendation of the President. If the Secretary ceases to be an employee of the University during his or her term as Secretary, he or she shall no longer be eligible to continue to serve as the Secretary. The Secretary shall be responsible for ensuring that a faithful record of all meetings of the Board of Trustees is kept, notice of time and plan for holding special meetings of the Board of Trustees as specified in these Bylaws is given, and all documents entrusted to his or her care are filed and safely kept. The books and papers kept by the Secretary shall be subject at all times to inspection by the Fellows, the Board of Trustees,

the President, or any duly authorized committee of the Board of Trustees.

5.9 Treasurer. The Treasurer shall keep the Board of Trustees informed of all material matters pertaining to the business and financial affairs of the University. Through the Finance Committee, the Treasurer shall render regular reports to the Board of Trustees.

5.10 Vice President for Finance. The Vice President for Finance/Treasurer shall be the chief financial officer and administrative officer of the University under the President in charge of the business and financial affairs of the University and its various divisions. The Vice President for Finance shall report to and be responsible to the President and shall keep the President informed of all material matters pertaining to the business and financial affairs of the University. The Vice President for Finance shall be the officer charged with the supervision of the activities of all other staff members in the areas of business and financial management. The financial records of the University kept by the Vice President for Finance shall be subject at all times to inspection by the Fellows, the Board of Trustees, the President, the Treasurer or any duly authorized committee of the Board of Trustees.

5.11 Provost. The Provost is the chief academic officer and acts for the President in his absence. The Provost is responsible for the coordination and development of all academic units, programs, policies, and procedures.

ARTICLE VI TRUSTEES EMERITI OR EMERITAE

The Board of Trustees may in its discretion or upon the recommendation of the Trusteeship Committee designate as a Trustee Emeritus or Emerita any individual who is a former member of the Board of Trustees or an Appointed Trustee whose term is expiring. Designation of an individual as a Trustee Emeritus or Emerita shall be dependent upon the needs and best interests of the University at that time. A Trustee Emeritus or Emerita shall be invited to all functions of the University to which Trustees are invited, including meetings of the Board of Trustees, and may participate in Board of Trustees' discussions, but shall not have the power to vote. At the discretion of the Board of Trustees or the Chairman, Trustees Emeriti or Emeritae may serve on

committees of the Board of Trustees, other than the Executive Committee, and may also be asked to participate in other University activities from time to time. Any Trustee Emeritus or Emerita appointed to serve on a committee of the Board of Trustees may vote on any matter to be presented to the Board of Trustees or Executive Committee as a recommendation of such committee, but may not vote on any matter in which the committee is exercising the final authority of the Board of Trustees. The attendance of any Trustee Emeritus or Emerita appointed to any committee at any meeting of that committee shall not count towards the establishment of a quorum for the transaction of business by such committee. A Trustee Emeritus or Emerita shall serve until death, incapacity, resignation, or removal.

ARTICLE VII MISCELLANEOUS PROVISIONS

7.1 Interpretation. For the purpose of construing these Bylaws, unless the context indicates otherwise, words in the singular number shall be deemed to include words in the plural and vice versa.

7.2 Amendments. These Bylaws may be amended or repealed, and new Bylaws may be made, at any meeting of the Fellows as provided in the Articles of Incorporation; provided, however, the Board of Trustees may recommend to the Fellows at any time amendments to the Bylaws for consideration.

7.3 Application of Canon Law. No provision of these Bylaws shall supersede any limitation or requirement imposed on the University, the Fellows, the Board of Trustees, or the University's officers by the Canon Law of the Roman Catholic Church and the Canonical Statutes of the Ecclesiastical Schools of the University.

Section 5: Constitution of the Academic Senate *Issued November 21, 1970*
Revised June 2006
Approved December 13, 2016

Introduction to the Constitution of the Academic Senate

During academic years 1968 1969 and 1969 1970 the Academic Senate prepared a constitution, which would define its role and procedures in the academic governance of the University, as these had previously been defined in the 1937 Statutes and earlier documents. The document adopted by the Academic Senate on June 3, 1970, was then submitted to the Board of Trustees and, after certain revisions reached by common agreement of the two bodies, was approved by the Board on November 21, 1970.

The Constitution of the Academic Senate, approved by the Board of Trustees, has the same force of law as do the Bylaws. The original text of the Constitution has since been amended by the Senate, with the revisions ratified by the Board of Trustees, principally in order to reflect organizational changes in the University and in the titles of officers of administration. The following text incorporates these amendments.

**CONSTITUTION OF THE ACADEMIC SENATE
THE CATHOLIC UNIVERSITY OF AMERICA**

Article I

The Academic Senate shares with the President the immediate responsibility for the academic governing of the University by establishing, maintaining, supervising, and in general being responsible for the academic policies of the University.

Article II

The voting members of the Academic Senate shall consist of; the President; the Provost; the Vice Provost and Dean of Graduate Studies; the Vice Provost and Dean of Undergraduate Studies; the Deans of the several Faculties; delegates elected by the several Faculties in the proportion of one delegate for each Faculty, a second delegate for each Faculty having thirty or more full time members and an additional delegate for every forty full-time members beyond the number of thirty; two delegates elected by the Faculty of Arts and Sciences to represent baccalaureate programs of the School of Arts and Sciences. In addition, voting members shall include the Associate Provost, University Libraries and one professional librarian elected by the professional library staff, two graduate students appointed by the Graduate Student Association, and three undergraduate students appointed by the Undergraduate Student Government, who shall have full voting rights as Academic Senators except in passing upon the qualifications of faculty members proposed for rank or tenure. Delegates elected to the Academic Senate by the several Faculties shall hold office for a period of three years. They may be re- elected. Student delegates shall be elected annually.

In the election of Faculty Delegates to the Senate, all full time Faculty members are eligible for election and each has a deliberative vote. Faculty delegates to the Trustees shall be ex officio, non-voting members of the Academic Senate. The Registrar shall be an ex-officio, non-voting member of the Academic Senate. The Academic Senate may annually by a two thirds vote invite non-voting participation by such persons it deems will contribute to its effectiveness.

Article III

The Academic Senate shall annually elect a Chairman and a Vice Chairman from among its voting membership, except that the President of the University shall be ineligible for election.

The duties of the Chairman are to preside over the Senate, and to exercise his right to vote when his vote would decide the outcome of an issue, or in all cases of secret ballot. The President of the University and the Chairman, or at his written request, the Vice Chairman, shall be ex officio members of all committees.

The duties of the Vice Chairman are to prepare an agenda, to preside at all meetings in the absence of the Chairman, and to be a member of the Committee on Committees and Rules.

The Academic Senate shall elect annually one of its members as Secretary. The election of Senate officers shall be held at the second meeting of each academic year.

Article IV

The Academic Senate shall meet at least once each month during the academic year, and in addition when either the President, the Chairman, or one third of the Senate requests a meeting. All meetings shall be conducted according to the current edition of Robert's Rules of Order, with the addition that, unless two thirds of the members present and in no case less than a majority of the membership agree to suspend the rule, no substantive matter shall be acted upon which has not been presented to the membership at least one week in advance of the meeting at which action is to be taken.

Article V

The Academic Senate may consider any matter which it deems to involve the welfare of the University.

Article VI

The Senate, through the President, may present to the Board of Trustees such matters as it may consider proper. The report of any action of the Board on these matters shall be made to the Senate by the President.

Article VII

No School, Department or like organizational component shall be created, rearranged, or terminated without the prior consultative vote of the Senate.

Article VIII

It shall be the responsibility of the Academic Senate to authorize, review, and terminate programs of study and to evaluate the academic standards of existing programs.

Article IX

The Academic Senate shall determine minimum academic standards and policies of admission, and insure the application of these.

Article X

The Academic Senate shall determine the minimum requirements for degrees and shall approve the names of all candidates for academic degrees.

Article XI

The Academic Senate shall set the minimum standards for faculty appointments, promotions, and tenure.

Article XII

The Academic Senate, after consultation with the Department, School, and Dean concerned, shall pass upon the academic qualifications of all persons proposed for appointment or promotion to the ranks of Associate Professor and Ordinary Professor, and upon all persons proposed for tenured positions.

Article XIII

The Academic Senate shall communicate its decision on appointments, promotions, and tenure to the President for implementation, and where appropriate for transmission by him to the Board of Trustees. In the event that the President or the Board of Trustees fails to implement the decision of the Senate, the Senate may request a joint committee of the Senate and the Trustees to review the matter.

Article XIV

The enactments of the Senate require the President's approval for validity. If this is not forthcoming, the Senate may require by subsequent vote that the matter be submitted to the Board of Trustees.

Article XV

It is the responsibility of the delegates to the Academic Senate to report the actions of the Senate to their respective constituents.

Article XVI

The Academic Senate shall maintain and empower standing committees which shall report periodically to the Senate. In addition, it may appoint special committees.

Article XVII

There shall be a Graduate Board to exercise general supervision over all matters delegated to it by the Academic Senate relating to graduate study; for example, standards of admission, requirements for degrees, and programs of study, and to report to the Senate recommendations on matters relating to graduate policy. Its Chairman shall be the Dean of Graduate Studies.

Members are appointed by the Senate upon joint recommendation of the Dean of Graduate Studies and the Dean of the School concerned. Each School involved with Graduate Studies shall be represented on this Board by a number of members equal to its number of Faculty delegates in the Senate. The terms of membership shall coincide with those of the delegates to the Senate. Deans shall be eligible for membership

on the Graduate Board.

Article XVIII

There shall be an Undergraduate Board to exercise general supervision over all matters delegated to it by the Academic Senate relating to undergraduate study (for example, standards of admission, requirements for degrees, and programs of study). The Undergraduate Board shall report to the Academic Senate recommendations on matters relating to undergraduate policy. The Vice Provost and Dean for Undergraduate Studies shall chair the Undergraduate Board.

The Academic Senate appoints members to the Undergraduate Board upon joint recommendation of the Vice Provost and Dean for Undergraduate Studies and the Dean of the School concerned. Each school involved with undergraduate education shall be represented on this Board by a number of members equal to its number of Faculty delegates in the Academic Senate. The terms of membership shall coincide with those of the delegates to the Senate. Deans shall be eligible for membership on the Undergraduate Board.

Article XIX

A revision or amendment of this Constitution may be made by a two thirds majority of the members of the Senate present and voting, subject to ratification by the Board of Trustees, provided that the proposed revision or amendment is submitted and circulated to the membership two weeks in advance of the meeting at which action is to be taken.

C. Appendix: Historical Documents

Section 1: Papal Approval of the University

*Approved by The Holy See/Pope Leo XIII
April 10, 1886*

Papal Approval of the University

In response to the proposal of the American bishops assembled at the Third Plenary Council of Baltimore (1884) to establish a new university, Pope Leo XIII issued a letter of approval entitled, *Ouod in novissimo conventu*, on Easter Sunday, April 10, 1887. In this letter Pope Leo linked the project with the venerable Catholic view of the harmony of faith and reason and with the nineteenth-century scholastic revival in Europe to which he had given strong impetus. His letter emphasized in particular the pontifical character of the foundation.

To Our Beloved Son James Gibbons, Cardinal of the Holy Roman Church of the Title of Santa Maria in Trastevere, and by Apostolic Dispensation Archbishop of Baltimore:

Beloved Son, Health and Apostolic Benediction.

What Our Venerable Brethren, the Bishops of North America, assembled in the last Council of Baltimore, in the year 1884, proposed concerning the establishment of a University in your Republic, We learn from your joint letter of October 25th of last year that yourself and the other Bishops of the United States are now anxious to put into practical effect. And We have been especially rejoiced by this admirable manifestation of your faith, and by the sincere homage of your affection towards this Apostolic See, to whose patronage and care you have commended the University from its very first beginnings. For it has ever been

the glory of the Pastors of the Church, and especially of her Supreme Pontiffs, earnestly to promote true knowledge, and studiously to provide that in her schools the sciences, and especially those of theology and philosophy, should be taught in conformity with divine faith, so that the forces of revelation and reason combined should form an invincible bulwark of faith. Hence Our Predecessors, always ardently solicitous for the education of Christian people in the past, spared no pains nor labor to found in the principal cities of Europe those celebrated institutions of learning, that is to say, those Universities which, in the middle ages and in the centuries following, enriched Church and State with multitudes of men of learning. For this same end, from the moment that the government of the Church was committed to Us, We have labored assiduously for the revival of learning, and directed our efforts especially to the restoration of the teachings of Saint Thomas and to establish them in the place of honor they held in the past; with this aim in view that, in the cultivation of the more important studies, while full account should be taken of all the results which the industry of learned men has skillfully and wisely attained to in recent times, the system of philosophy should be shaped according to the noble wisdom of the ancients, and follow with docile zeal in the footsteps of the Angelic Doctor. For there was no doubt what ever in Our mind that, this revival of the sciences once effected, the study even of letters and of the other branches of human learning, joined with regard for religion, would redound greatly to the advantage of civil society.

The importance of this is made manifest by the dangers to which youth is exposed in European countries in our days; and your own acquaintance with the condition of things in North America cannot but have convinced you likewise of its very grave moment. For the unlimited license of thought and of writing, to which erroneous notions concerning both divine and human things have given rise not only in Europe but also in your country, has been the root and source of unbridled opinions; while on the other hand, with religion banished to a great extent from the schools, wicked men audaciously strive, by the craft of fallacious wisdom, to extinguish the light of faith in the minds of the young, and to enkindle therein the flames of irreligion. Wherefore it is necessary that youth be nourished more carefully with sound doctrine, and that those young men especially who are being educated for the Church, should be fully armed to fit them for the task of defending Catholic truth.

We therefore most gladly welcome and heartily approve your project for the erection of a University, moved as you are by a desire to promote the welfare of all and the interests of your illustrious Republic. But in order that this noble institute may be happily established and conducted to ever increasing prosperity, it must remain under the authority and protection of all the Bishops of the country, in such a way that its whole administration shall be directed by them through certain Bishops selected for that purpose, whose right and duty it shall be to regulate the system of study, to make rules of discipline, to select the professors and other officials of the University, and to ordain whatever else pertains to its best government. And it is fitting that whatever shall be established concerning all these things shall be presented to this Apostolic See for its approval. But as to the choice of the city in which the University is to be erected, We desire that counsel be taken with all the Bishops of the United States, and that the question be decided after the opinion of all has been asked.

Go on therefore, Beloved Son, together with all Our other Venerable Brethren the Bishops of the United States, to carry to perfection with one mind what you have begun; and let not any one of you be deterred by any difficulty or labor, but let all take courage from the assured hope that they will receive an abundant return for their cares and solitudes, having laid the foundations of an institute destined to provide the Church with worthy ministers for the salvation of souls and the propagation of Religion, and to give to the Republic her best citizens. And we earnestly beseech Almighty God, that He would send forth upon you Wisdom that sitteth by His throne, that she may direct the minds and hearts of you all; and as a pledge of the divine gifts, and a mark of Our good will, We most lovingly bestow upon you, Our Beloved Son, and upon all

Our Venerable Brethren the Archbishops and Bishops of the United States, and upon all others who will aid you in this work by their liberality, the Apostolic Benediction.

Given in Rome, at Saint Peter's, this 10th day of April 1887, in the tenth year of Our Pontificate.

LEO XIII, POPE

Section 2: Certificate of Incorporation

*Approved by The Holy See/Pope Leo XIII
March 7, 1889*

Section 3: Canonical Establishment of the University

Canonical Establishment of the University

The 1887 letter of approval of Pope Leo XIII was followed two years later by an apostolic letter of the pope entitled, *Magni nobis gaudi*, and dated March 7, 1889, the feast of Saint Thomas Aquinas. By this letter the pope canonically established the University, noting that its opening (in the fall of 1889) came in the centennial year of the establishment of the American hierarchy. Since the dioceses of the United States were still considered "mission territory," the University fell within the competence of the Roman Congregation for the Propagation of the Faith, and it was to this body that the original constitutions (later called statutes) of the University had been submitted for approval.

To Our Beloved Son, James Cardinal Gibbons, of the Title of St. Mary in Trastevere, Cardinal Priest of the Holy Roman Church, Archbishop of Baltimore: and to Our Venerable Brethren, the Archbishops and Bishops of the United States of North America.

Beloved Son and Venerable Brethren, Health and Apostolic Benediction:

We find cause for great joy in the zeal with which you devote yourselves to the preservation of the Catholic religion and to the interests of your dioceses; to the providing of such equipment as may secure the proper formation of youth, both clerical and lay, and the teaching of all knowledge, sacred and profane, according to the rule of faith. Consequently, your letters towards the end of last year gave us great pleasure, since in them you informed us that the work of founding a University in the city of Washington is progressing successfully, so that through your care all things are prepared for the opening of the Theological School this year. From our Venerable brother, John Keane, Titular Bishop of Jasso, the Rector of the University, whom you sent to us, we have gladly received the statutes and regulations of the University, submitted by you to our authority and judgment. And in this matter we deem worthy of all praise your resolution to commemorate the centenary of the establishment of your hierarchy by making the opening of the University a monument and perpetual memorial of that most auspicious event. Desiring, therefore, to secure the fulfillment of your righteous wishes, we committed the examination of the Constitutions of your University, which had been referred to us, to the Cardinals of the Congregation for the Propagation of the Faith, that they might report to us concerning them. Having heard their opinion, we willingly grant your request, and by our authority approve by these present letters the statutes and regulations of your University, and endow it with the rights proper to a lawfully constructed University. We grant, therefore, to your University power to confer academic degrees on students who shall have passed satisfactory examinations, and likewise to confer the doctorate in philosophy, theology, pontifical law, and those other studies in which the different degrees and the doctorate are usually conferred, whenever the teaching of these branches shall have been established. And we wish that you, Beloved Son, and you, Venerable Brethren, should exercise watchful care over the

proper direction of studies, the preservation of discipline among the students in your University, either in person or through Bishops chosen by you to attend to this duty. And since, moreover, the See of Baltimore is foremost among the See of the United States, we confer on the Archbishop of Baltimore and his successors the office and authority of Chancellor. We desire, in addition, that the plan or courses of studies, or the program of the branches taught in your University, especially in so far as they relate to philosophy and theology, shall be submitted to the Apostolic See for recognition and approval, and that all the departments of the University may be so ordered that young clerics and laymen may have an equal opportunity of fully satisfying their laudable desire for knowledge. We wish that among these departments there should be founded a school of Pontifical Law and Public Ecclesiastical Law, since we realize the great importance of these studies, especially at the present time. We exhort you all that you should take care to affiliate with your University your seminaries, colleges, and other Catholic institutions, according to the plan suggested in the Constitution, in such a manner, however, as not to destroy their autonomy. In order that a greater number may enjoy more abundantly the benefits of the teaching of the University in its various departments, let these schools, and especially the Schools of Philosophy and Theology, be thrown open, not only to those who have completed their studies according to the decrees of the Third Plenary Council of Baltimore, but also those who wish to begin or to continue their studies. Since, however, this University not only tends to the greater honor of your country, but also promises rich and salutary results both for the spread of sound doctrine and the defense of the Catholic religion, we have every reason for trusting that the faithful of America, with their wonted magnanimity, will not allow you to lack the help of their generosity for the glorious completion of this work now begun. And as the University at Washington is established by these our letters, we decree that no other institution of this nature shall be undertaken by anyone without consulting the Apostolic See. We believe that these present declarations and ordinances of ours will be a clear proof of the zeal and solicitude with which we desire that the glory and prosperity of the Catholic religion in your country may be advanced from day to day. We earnestly implore the most Merciful God, from whom comes every good and perfect gift, that He may direct your undertakings to a prosperous and happy outcome, and as a presage of all celestial gifts we most lovingly impart our Apostolic Benediction as a token of our sincere affection for you, Beloved Son, for you, Venerable Brethren, and for all the clergy and the faithful over whom you preside.

Given at Rome, at St. Peter's, on the seventh day of March, Feast of St. Thomas Aquinas, 1889, the twelfth year of our Pontificate.

LEO PP. XIII

*Approved by U.S. Congress
April 3, 1928*

Section 4: Act of Congress

Act of Congress

Amendment of the Certificate of Incorporation became necessary as a result of developments during the University's fourth decade. Pope Pius XI, under date of April 25, 1922, sent an Apostolic Letter to the bishops of the United States urging the development of the university as a temple of knowledge side by side with the temple of prayer that was to become the Basilica of The National Shrine of the Immaculate Conception. All the bishops were asked to interest themselves in presenting a plan for the development of the university.

Archbishop Michael J. Curley, who had succeeded to the See of Baltimore after Cardinal Gibbons' death in 1921, consulted the Faculties in his role as Chancellor. Reorganization took shape in the revised Constitution that was approved by the Holy See in 1926. This revision increased the number of trustees and required amendment of the Certificate of Incorporation, which was accomplished, together with further specification of the authority of the Board, by Act of Congress in 1928

Public Law No. 235, 70th Congress (S. 2310)

Act of April 3, 1928, ch. 312, 45 Stat.402

An Act Supplementary to, and amendatory of, the incorporation of the Catholic University of America, organized under and by virtue of a certificate of incorporation pursuant to class 1, chapter 18, of the Revised Statutes of the United States relating to the District of Columbia.

Be it enacted by the Senate and House of Representatives of the United States of America in Congress assembled, That the incorporation of the Catholic University of America under chapter 18, Revised Statutes of the United States relating to the District of Columbia, be, and the same is hereby, approved and confirmed.

Section 2. That in addition to the rights, duties, and obligations enjoyed and imposed by chapter 18 of the Revised Statutes of the District of Columbia the said university may enter into affiliated agreements with any institutions of learning within or outside of the District of Columbia, for the purpose of giving to students of such institutions the educational facilities of said university, upon such terms as are mutually agreed upon by the said university and the affiliated institutions.

Section 3. That said university shall have, and is hereby given, the power to increase the number of its trustees from time to time by a two-thirds vote of the whole number of the trustees at the time such vote is taken to a number not exceeding fifty.

In case of the increase of the number of trustees a certificate stating the number of the board and the time when it shall go into effect, and that the action so taken was by a two-thirds vote as required by this Act, shall be filed with the Recorder of Deeds of the District of Columbia.

Section 4. The said board of trustees shall have, and are hereby given, full power and authority, by a vote of two-thirds of its members, to adopt and change by-laws for the conduct of the business and educational work of said university, to fix the time of meetings, regular and special, and the form of notice to be given; they may appoint an executive committee, composed of trustees, designate the number and chairman thereof, with such powers and authority as are usually exercised by an executive committee, and which shall be conferred by the board subject always to the control of the board of trustees; they may create and establish schools and departments of learning to be connected with and become a part of said university, and establish such scholastic boards and officers as may be required for academic operation and direction in education; they may receive, invest, and administer endowments and gifts of money and property absolute or subject to payments by way of annuities during the life of the donor, for the maintenance of educational work by said university and by any department or chair thereof, now established or which may hereafter be created or established by said university, and they shall have all of the powers and authority heretofore granted to or invested in the trustees of said university by chapter 18 of the Revised Statutes of the United States relating to the District of Columbia.

Section 5. That nothing in this Act contained shall be so construed as to prevent Congress from altering, amending, or repealing the same.

Approved by Board of Trustees

Section 5: Election to Accept District of Columbia Non-profit Corporation Act

Issued June 29, 1964

Election to Accept District of Columbia Non-profit Corporation Act

In 1964, after action by the Board of Trustees, the University filed a Statement of Election to Accept the District of Columbia Non-profit Corporation Act. The occasion for this action was the need for provisions by which the former Catholic Sisters College could be merged with the university. An effect of the action was to broaden substantially the corporate powers of the university.

*To: The Recorder of Deeds, D.C.
Washington, D. C.*

Pursuant to the provisions of the District of Columbia Nonprofit Corporation Act, the undersigned corporation elects to avail itself thereto.

FIRST: The name of the corporation is The Catholic University of America.

SECOND: A resolution recommending that the corporation accept the District of Columbia Non-profit Corporation Act, was adopted in the following manner: The resolution was adopted at a meeting of the Board of Trustees held on March 31, 1964 and received the vote of a majority of the Trustees in office, there being no members having voting rights in respect thereof.

THIRD: The purpose or purposes which it will hereafter pursue are maintaining an institution of learning in the District of Columbia of the rank of a University.

FOURTH: The corporation is not to have members.

FIFTH: The manner of the election of Trustees shall be as provided in the By-Laws.

SIXTH: Provisions for the regulations of the internal affairs of the corporation shall be as provided in the By-Laws. Provisions for distribution of assets on dissolution or final liquidation shall be in accordance with the provisions of law.

SEVENTH: The address, including street and number, of its registered office in the District of Columbia is 620 Michigan Avenue, N. E., and the name of its registered agent at such address is Rt. Rev. Msgr. James A. Manger.

EIGHTH: The names and respective addresses, including street and number of its officers and directors are:

Francis Cardinal Spellman, Trustee John J. Deaden, Trustee

James Francis Cardinal McIntyre, Trustee John J. Krol, Trustee

Richard Cardinal Cushing, Trustee James P. Davis, Trustee

Albert Cardinal Meyer, Trustee Paul J. Hallinan, Trustee

Joseph Cardinal Ritter, Trustee James E. Kearney, Trustee

Patrick A. O'Boyle, President Jerome D. Hannan, Secretary

*Karl J. Alter, Trustee Bryan J. McEntegart, Trustee
Edward D. Howard, Trustee John J. Russell, Trustee
Joseph T. McGucken, Trustee Ambrose Senyahyn, Trustee
Joseph F. Rummel, Trustee William J. McDonald, First Vice President
John A. Floersh, Trustee Joseph B. McAllister, Second Vice President
Robert E. Lucey, Trustee James A. Magner, Assistant Secretary Treasurer
Urban J. Vehr, Trustee Lewis L. Guarnieri, Treasurer
Paul Shulte, Trustee Thomas W. Pangborn, Trustee
Lawrence J. Shehan, Trustee Andrew P. Maloney, Trustee
Gerald T. Bergan, Trustee James Keelty, Trustee
Gerald T. Bergan, Trustee John A. Coleman, Trustee
Thomas A. Connolly, Trustee John McShain, Trustee
Edward J. Hunkeler, Trustee John Walter Clarke, Trustee
Thomas A. Boland, Trustee Charles P. Maloney, Trustee
Henry J. O'Brien, Trustee Dr. Carroll A. Hochwalt, Trustee
James J. Byrne, Trustee John J. Drummey, Trustee
Leo Binz, Trustee Daniel J. Donahue, Trustee
William E. Cousins, Trustee*

DATE June 29, 1964

ATTEST: THE CATHOLIC UNIVERSITY OF AMERICA

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*Approved by Holy See/Pope Pius XI
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Section 6: The Pontifical Statutes of 1937

The Pontifical Statutes of 1937

After Pope Pius XI promulgated the apostolic constitution *Deus Scientiarum Dominus* on May 24, 1931, for the governance of ecclesiastical faculties and universities, a revision of the 1926 constitutions was undertaken. The statutes approved in 1937 began with a statement of aims expressive of the University's understanding of its historic mission.

Article. 1 The aim of the Catholic University of America is to search out truth scientifically, to safeguard it, and to apply it to the molding and shaping of both private and public life. With this aim in view the University imparts, carefully cultivates and promotes learning, and furnishes both students and teachers with the means for scientific research and study, and so directs them that they may properly fulfill their duties toward God, Church, and Country.

Article. 2 The University must look to the welfare not only of the students enrolled but also of all the faithful in the United States of America, and hence it should be of help and assistance to Schools, Colleges, and Seminaries, especially by training teachers who shall be qualified to instruct Catholic youth in these Institutions. Thus the University should be a national center of Catholic culture, and should be held as such by all.

Article. 3 The University shall keep in touch with other Universities and scientific Institutes in all matters pertaining to the increase of knowledge and to the perfecting of educational methods, but particularly in whatever pertains to the maintenance of social order by moral influence.