



RESTATED ARTICLES OF INCORPORATION
OF
THE UNIVERSITY OF CHICAGO

Filed with the Illinois Secretary of State on September 7, 2010

1. The name of the corporation is “**THE UNIVERSITY OF CHICAGO.**” The corporation was originally incorporated on September 10, 1890. The corporation has not changed its name since its original date of incorporation.
2. On the date of this restatement, the registered office of the corporation is 5801 South Ellis Avenue, Chicago, Illinois 60637. The registered agent of the corporation on the date of this restatement is Beth A. Harris.
3. The management of the corporation shall be vested in a Board of Trustees, forty-seven (47) in number at the date of this restatement. The acts of the Board of Trustees shall be the acts of the corporation for all purposes. The number of Trustees may be increased or decreased from time to time by amendment to the Bylaws. Trustees shall be divided into such classes and be elected by the Board of Trustees in such manner and for such terms of office as shall from time to time be provided in the Bylaws.

No religious test or particular religious professions shall ever be held as a requisite for elections to said Board or for admission to said University or to any department belonging thereto or which shall be under the supervision or control of this corporation, or for election to any professorship, or any place of honor or emolument in said corporation, or any of its departments or institutions of learning.

The corporation shall have no members.

The Board of Trustees may make Bylaws not inconsistent with the terms of this charter, or with the laws of this State, or of the United States, for the government and control of said corporation and of its several departments, and of the several institutions of learning under its care and control, and for the proper management of the educational, fiscal, and other affairs of said corporation, and for the care and investment of all moneys and property

belonging to it, or given or intrusted to the said corporation for educational or other purposes. Said Bylaws shall provide for annual meetings.

4. The particular objects for which said corporation is formed are to provide, impart, and furnish opportunities for all departments of higher education to persons of both sexes on equal terms; to establish, conduct, and maintain one or more academies, preparatory schools, or departments, such as academies, preparatory schools, or departments to be located in the city of Chicago or elsewhere as may be deemed advisable; to establish, maintain, and conduct manual-training schools in connection with such preparatory departments; to establish and maintain one or more colleges, and to provide instruction in all collegiate studies; to establish and maintain a university, in which may be taught all branches of higher learning, and which may comprise and embrace separated departments for literature, law, medicine, music, technology, the various branches of science, both abstract and applied, the cultivation of the fine arts, and all other branches of professional or technical education which may properly be included within the purposes and objects of a university, and to provide and maintain courses of instruction in each and all of said departments; to prescribe the courses of study, employ professors, instructors, and teachers, and to maintain and control the government and discipline in said University, and in each of the several departments thereof, and in each of the several academies, preparatory schools, or other institutions subordinate thereto, and to fix the rates of tuition, and the qualifications for admission to the University and its various departments; to receive, hold, invest, and disburse all moneys and property, or the income thereof, which may be vested in or intrusted to care of the said corporation, whether by gift, grant, bequest, devise, or otherwise, for educational purposes; to act as trustee for persons desiring to give or provide moneys or property, or the income thereof, for any one or more of the departments of said University, and for any of the objects aforesaid, or for any educational purpose; to grant such literary honors and degrees as are usually granted by like institutions, and to give suitable diplomas; to establish and administer charities and to receive, hold, control, invest, and disburse moneys and property or the income thereof in support of such charitable uses; and generally to pursue and promote all or any of the objects above named, and to do all and every of the things necessary or pertaining to the accomplishment of said objects or either of them.

The corporation is not a Condominium Association as established under the Condominium Property Act, a Cooperative Housing Corporation as defined in Section 216 of the Internal Revenue Code of 1954, or a Homeowner's Association which administers a common-interest community as defined in subsection (c) of Section 9-102 of the code of Civil Procedure.

5. Other provisions:

The location of the corporation shall be in Chicago, in the County of Cook, and State of Illinois.

For historical reasons, the corporation has set forth below the names of its original Trustees at its date of formation:

E. Nelson Blake, Ferd. W. Peck, Judge Joseph M. Bailey, Charles L. Hutchinson, Francis E. Hinckley, Herman H. Kohlsaat, Hon. George A. Pillsbury, Eli B. Felsenthal, Professor William R. Harper, Martin A. Ryerson, Edward Goodman, George C. Walker, John W. Midgley, Judge Daniel L. Shorey, Alonzo K. Parker, D.D., C.C. Bowen, Andrew MacLeish, Frederick A. Smith, Henry A. Rust, Charles W. Needham, Elmer L. Corthell.

For historical reasons, the corporation has set forth below the names of its original incorporators at its date of formation:

JOHN D. ROCKEFELLER {Seal}
E. NELSON BLAKE {Seal}
MARSHALL FIELD {Seal}
FRANCIS E. HINCKLEY {Seal}
FRED T. GATES {Seal}

BYLAWS OF THE UNIVERSITY OF CHICAGO

Enacted by the Board of Trustees

Last Amended: May 23, 2024

I. TRUSTEES

1. *Trustees.* The number of Trustees shall not exceed fifty-five, including the President of the University. The Board shall, at each Annual Meeting, elect Trustees for five-year terms to succeed the group of Trustees whose terms expire with that meeting. The terms of the Trustees shall be staggered, and the number of Trustees in each of the five groups shall be as equal as is feasible. Vacancies in the Board arising from any cause may be filled by the Board at any meeting. If a Trustee (other than the President) is re-elected to serve as a Trustee for a subsequent five-year term and during such term will turn seventy-five, then the Trustee shall be deemed ineligible to continue to serve as a Trustee after the Annual Meeting following such Trustee's seventy-fifth birthday; provided, however, that in certain circumstances, such as during periods of leadership transition or a particular need of the Board, a Trustee who would otherwise become ineligible to continue to serve pursuant to this Section I.1 may nevertheless be appointed to serve for an additional one-year term, upon the recommendation of the Trusteeship and Governance Committee and as approved by affirmative vote of a majority of the Trustees. A Trustee may be removed from office with or without cause by the affirmative vote of a majority of the Trustees.

2. *Chair; Vice Chair(s).*

- a) There shall be a Chair of the Board and one or more Vice Chairs.
- b) The Chair shall be elected from among the Trustees (other than the President) at the regular meeting that precedes the Annual Meeting of the Board, by affirmative vote of a majority of the Trustees. The term of the Chair shall begin at the close of the Annual Meeting following his or her election, and shall serve for up to two three-year terms, the latter of which may be extended for additional one-year periods by affirmative vote of a majority of the Trustees. Vacancies in the position of Chair for any reason may be filled by the Board at any meeting by the election of a Chair for the unexpired term of the person succeeded, or by the election of an acting Chair to fill such term or so much thereof as the Board shall determine.
- c) Upon the recommendation of the Chair, the Vice Chair(s) of the Board shall be appointed by the Board at its Annual Meeting or as soon thereafter as practicable, to serve until the next Annual Meeting of the Board. Vacancies in the position of Vice Chair for any reason may be filled by the Chair by the appointment of a Vice Chair for the unexpired term of the person succeeded, or by the appointment of an acting Vice Chair to fill such term or so much thereof as the Chair shall determine.
- d) In the absence or inability to act of the Chair, the Vice Chair(s), in the order of their length of service on the Board of Trustees, shall have the powers and perform the duties of the Chair.

3. *Honorary Trustees; Trustees Emeriti.*

- a) The Board may elect Honorary Trustees at any regular meeting.
- b) A Trustee who has served at least two five-year terms and leaves the Board in good standing may be elected a Trustee Emeritus. In exceptional instances, based on a determination that the Trustee has rendered truly distinguished service to the University, a Trustee who has served only one term may be elected a Trustee Emeritus. Elections to Trustee Emeritus can be made at any Annual Meeting upon recommendation by the Trusteeship and Governance Committee. The election of a Trustee to the position of Trustee Emeritus will create a vacancy on the Board.
- c) Honorary Trustees and Trustees Emeriti do not attend the business session of Board meetings or any meetings of standing committees. Honorary Trustees and Trustees Emeriti shall not be members of the Board, and shall not have the privilege of voting or of holding any office which is filled by election or appointment from among the members of the Board. Honorary Trustees and Trustees Emeriti shall not be counted in determining the number of Trustees required to constitute a quorum nor in determining the presence of a quorum at meetings of the Board.

II. MEETINGS OF TRUSTEES

1. *Meetings of Trustees.*

- a) *Regular Meetings.* The Board shall hold three meetings each year, on such dates as shall be established by the Board.
- b) *Annual Meeting.* The last regular meeting of each fiscal year shall be the Annual Meeting. Any action directed in these bylaws to be taken at an Annual Meeting, which is not so taken, may be taken at any subsequent regular or special meeting.
- c) *Special Meetings.* Special meetings of the Board shall be called by the Secretary at any time the Secretary shall be requested to do so by the Chair or a Vice Chair of the Board, by any three Trustees, or by the President of the University.
- d) *Quorum.* One-third of the Board shall constitute a quorum for all purposes and the act of a majority of the Trustees present at a meeting at which a quorum is present shall be the act of the Board, except that (1) the adoption of amendments to the Articles of Incorporation, (2) the election of Trustees and the elected officers of the University, (3) final action on the annual budget, and (4) the designation of committees to have and exercise the authority of the Board in the management of the University shall receive the affirmative vote of a majority of the Trustees.
- e) *Notices.* Notices of meetings of the Board shall be delivered or sent by personal delivery, mail or electronic mail to the Trustees at their addresses as shown by the records of the University, in the case of regular meetings at least five days, and in the case of special meetings at least two days, before the dates of the meetings. Each notice shall state the place, date, and hour of the meeting.

2. *Place of Meetings.* Meetings shall be held at such locations as shall be determined from time to time by the Board, by the Chair of the Board, or by the President of the University.

III. COMMITTEES

1. *In General.*

a) The standing committees of the Board and their respective purposes are as set forth below:

- (i) Audit Committee: To provide oversight of the University's financial practices, internal controls, and external and internal audit processes, as well as the University's compliance with laws and regulations.
- (ii) Executive Committee: To exercise the authority of the Board of Trustees in the management of the University and to carry out the responsibilities of the Board, except to the extent (i) precluded by law, (ii) these Bylaws require the affirmative vote of a majority of the Trustees or (iii) otherwise provided by resolution adopted by a majority of the Trustees.
- (iii) Financial Planning Committee: To oversee and advise University administration and the Board as to the University's capital and operating budgets, performance against the budgets, debt capacity and its long-range financial plan.
- (iv) Institutional Capacity Committee: To oversee and advise University administration and the Board on matters relating to the University's (i) development, (ii) physical facilities, real estate and master plan, (iii) human resources and employee benefits, (iv) information technology infrastructure, and (v) campus safety and security.
- (v) Investment Committee: To oversee the operation, administration and performance of the University's investment assets and portfolio to ensure proper stewardship of invested funds in support of the University's mission.
- (vi) Medical Center Executive Committee: To serve a dual role as the Executive Committee of the University of Chicago Medical Center ("UCMC") Board and as the Medical Center Committee of the University Board. As a University Board committee, the Committee provides feedback to the University President and University Board on UCMC as an important component of the University as a whole.
- (vii) Outward Engagement Committee: To review, support and advise on University programs, partnerships and affiliations with external impact at the local, regional, national or global level, and their coordination in the context of the University's positioning and communications efforts.
- (viii) Trusteeship and Governance Committee: To achieve and maintain an effective, active and engaged Board of Trustees and coordinated committee structure and lead the review of the Board's role and responsibilities, composition, knowledge and effectiveness.
- (ix) University Advancement Committee: To ensure the University's status as an intellectual destination for scholars, researchers, and public and private sector leaders from around the world, as well as a lifelong intellectual destination for University

students and alumni. The Committee's pursuit of these goals will focus on fostering an environment conducive to the successful recruitment and support of faculty and students, advancing the University's intellectual infrastructure, and enhancing University alumni engagement.

- b) Upon the recommendation of the Chair of the Board, Committee members shall be appointed by the Board at its Annual Meeting or as soon thereafter as practicable, to serve until the next Annual Meeting of the Board. Vacancies in standing committees may be filled, and new members of standing committees may be appointed, at any regular or special meeting of the Board.
- c) The Board may from time to time create such other committees as shall seem advisable. Any committee, if so provided in a resolution adopted by a majority of the Trustees, may have and exercise the authority of the Board in the management of the University and to the extent provided in such resolution.
- d) The Chair of the Board shall designate the Chair and any Vice Chairs of all committees appointed by the Board, except as is otherwise provided in these bylaws. No person shall serve as a Chair of a standing committee, with the exception of the Executive Committee, for more than two consecutive terms of three years each. In the absence or disability of the Chair and any Vice Chair of any standing committee, the Chair of the Board shall designate another member of the committee as acting Chair.
- e) Each committee shall hold regular meetings each year, on such dates as shall be established by the President and the Chair of the Board. Special meetings of a committee may be called by the Secretary upon the request of the committee Chair, the President or the Chair of the Board.
- f) Except as otherwise provided in these Bylaws, a majority of the members of any committee shall constitute a quorum at any meeting, and any action taken by a majority of the members attending any meeting at which a quorum is present shall be the act of the committee for all purposes. *Ex officio* members of a committee shall be counted in determining the number of members required to constitute a quorum, as well as in determining whether a quorum is present at any meeting, and shall have voting rights.
- g) Each standing committee shall adopt, and periodically review, a charter setting forth the committee's purpose, responsibilities, composition and such other rules as shall seem advisable for the conduct of its affairs (each, a "Charter"). The Board shall review and approve each initial Charter. The Chair of the Board, Chair of the Trusteeship and Governance Committee and the President shall, in consultation with the Secretary, jointly approve all proposed Charter amendments; provided, however, that the Chairs may jointly elect to submit any proposed amendments to the Trusteeship and Governance Committee for review and subsequent approval by the Board. In the event of a conflict between these Bylaws and any Charter, these Bylaws shall control.

2. *Advisory Councils.*

- a) The Board may, from time to time on nomination of the President, designate advisory councils

(“Councils”) for University divisions, schools or other units to help advance the units’ goals. For the sake of consistency and clarity, the name of all such Councils shall consist of the name of the unit followed by “Council” (e.g., the “Humanities Division Council,” the “Law School Council”).

- b) Members of Councils shall be appointed by the Board, upon recommendation of the President and the Secretary of the University, in consultation with the dean or director of the relevant unit. In making such recommendations, the President and the Secretary of the University shall be guided by the current needs and functions of the particular Council, and where possible each Council shall have in its membership persons who are particularly qualified to deal with the area covered by the unit they are serving, as well as persons whose general experience qualifies them to be of assistance. The Councils shall report periodically to the Board either in writing or through their Council Chairs. Upon the recommendation of the President, the Board may dissolve a Council.
- c) Councils are charged with providing advice, advocacy, and philanthropy to the units they serve and, through their work and reporting, increasing the understanding of the Board of Trustees and other friends of the University regarding the respective unit they serve. The members’ ability to perform this function is facilitated by the active participation of the deans and directors, the President, and the administration, who provide the members of the Councils with the information they need to carry out their responsibilities.
- d) Members of the Councils shall be appointed for such terms as the Board shall provide. The normal term shall be three years, but to maintain continuity of members, the Board may, when deemed advisable, appoint one or more members of each Council to a term or terms of less than three years so that the number of terms expiring in one year is not more than about one-third of the membership. A member of a Council may be appointed to more than one term but shall ordinarily be considered ineligible for reappointment for one year following the expiration of three successive terms. The Chair of a Council shall be appointed by the Board for a term of three years, and may be reappointed as Chair or as a member of the Council. In order to encourage broad participation, but at the same time provide flexibility for special circumstances, the chairship of any Council normally shall be rotated after two successive terms.

3. *Term of Appointment.* All committee appointments shall be for the period expiring with the next Annual Meeting of the Board, except as otherwise provided in Section 2 (with respect to Advisory Councils). Members of all committees, standing or otherwise, shall, however, serve until their respective successors have been elected or the committee discharged.

IV. OFFICERS

1. *In General.*

- a) The officers of the University shall be:
- President of the University
 - Provost of the University
 - Vice President and Chief Financial Officer
 - Vice President and Chief Investment Officer
 - Executive Vice President for Medical Affairs
 - One or more additional Vice Presidents
 - Secretary of the University
 - Such other officers as the President may recommend.

The President of the University, the Provost of the University, all Vice Presidents, and the Secretary of the University shall be elected at the Annual Meeting of the Board by affirmative vote of a majority of the Trustees to serve at the pleasure of the Board until the next Annual Meeting and until their respective successors shall have been elected. The affirmative vote of a majority of the Trustees shall be required to fill vacancies in any office arising from any cause. Such vacancies may be filled by the election of officers for the unexpired terms of the officers they succeed or by the election of acting officers to fill such terms or so much thereof as the Board shall determine.

- b) The Board may appoint such other officers as it shall seem advisable, to hold office at the pleasure of the Board.
- c) The Provost of the University, the Vice Presidents, and the Secretary of the University shall be nominated by the President of the University.
- d) The officers shall have such authority and perform such duties, in addition to the duties prescribed in these bylaws, as may be prescribed from time to time by the President or by the Board.

2. *The President.*

- a) The President shall be the executive head of the University, and shall serve as a Trustee for so long as he or she shall be President. The President shall make appointments to the academic and non-academic staff of the University (except for offices with respect to which the appointive power is reserved to the Board or its elected officers) under such regulations as may be adopted from time to time by the Board, and report them to the Board, as appropriate. The President shall be responsible, under the supervision of the Board, for the management of the physical plant and the administration of all business activities of the University, including investments, investment properties, and special property holdings in the neighborhood of the University. The President shall be responsible for carrying out all measures officially agreed upon by the faculties in regard to matters committed to them by the Board, and such measures concerning the administration of the

University as the Board may enact. The President shall be the official medium of communication between the faculties and the Board, and between the students and the Board.

- b) The President shall submit a budget to the Board at its Annual Meeting for its consideration and approval, and shall report to the Board on the work and condition of the University, as appropriate.

3. *The Provost.* The Provost of the University shall have general responsibility under the President for the development, implementation, and administration of the academic affairs of the University. In furtherance of this responsibility, the Provost shall take the initiative in proposing plans and action in academic matters, in reviewing and implementing educational programs and policies, and in meeting and consulting with Deans, Chairs of Departments, Directors, and members of faculties (each, as defined in the University Statutes authorized pursuant to paragraph 7 below). The Provost shall also (1) be empowered to appoint faculty committees and to call meetings of any Ruling Body, Department, University Board, or Institute (each, as defined in the University Statutes authorized pursuant to paragraph 7 below); (2) recommend to the President the appointment of Deans, Chairs of Departments, and Directors; (3) appoint members of University Boards; and (4) be responsible for academic appointments, assignments, and promotions; for the supervision of Deans, Chairs of Departments, and Directors in the administration of their areas; and for the approval of faculty assignments. The Provost shall have authority over academic budgets. The Provost shall be the senior officer of the University under the President, shall preside at meetings of all Ruling Bodies, Departments, and University Boards when the President is not present at such meetings, and in the absence of the President, or in case of vacancy in the office, the Provost shall have the powers and perform the duties of the President.

4. *The Vice Presidents.*

- a) The Vice Presidents shall have such powers and perform such duties as may be prescribed in the bylaws or by the Board, or in the absence thereof, such powers as the President may prescribe. Each Vice President specifically so delegated in writing by the President may execute such contracts and other instruments as the conduct of the University's business in its ordinary course requires, according to the terms of the President's delegation.
- b) The Vice President and Chief Financial Officer, under the direction of the President, shall be the University's chief financial officer and shall be responsible for the supervision and control of the financial affairs of the University. The Vice President and Chief Financial Officer shall supervise the financial records and accounts of the University; prepare or cause to be prepared and supply for the Board and its officers and committees and for the President such statements and reports as may be from time to time required, or as may be needed to show the financial condition and operation of the University. The Vice President and Chief Financial Officer shall coordinate the work of external auditors engaged by the University, manage the University's external debt and banking relationships, and perform other duties as assigned by the President.
- c) The Vice President and Chief Investment Officer, subject to the Board and the Investment Committee, and under the supervision of the President of the University, shall have charge of the investment of the University's funds; the purchase, management, and sale or other disposition of

its investment properties, including real estate; and insurance and taxes relating to investment property; and the management of the Investment Office. The Vice President and Chief Investment Officer shall receive and be the custodian of all securities of the University and of the legal documents relating to invested funds, either directly or by depositing such securities with a trust company or trust companies designated by the Board as depositaries.

5. *The Secretary of the University.*

- a) The Secretary of the University shall be responsible to the President and shall have the duties prescribed in these bylaws and as the President may prescribe.
- b) The Secretary shall have the responsibility of keeping minutes of all meetings of the Board of Trustees, and of the Executive Committee; the Secretary shall also keep minutes of meetings of other committees when requested by their chairs. Copies of the minutes of the meetings of the Board and of the Executive Committee shall be made available for review at the next regular meeting of the Board of Trustees. The Secretary shall keep and file all documents belonging to the University committed to the custody of the Secretary.
- c) The Secretary shall have the authority to certify the bylaws, resolutions of the Board and Committees, and other documents of the University as true and correct copies thereof.
- d) In the absence of the Secretary or in the event of the Secretary's inability to act, an Associate or Assistant Secretary shall have the powers and perform the duties of the Secretary.

V. GENERAL

1. *Purchase, Sale and Lease of Real Property.* Contracts for the purchase, sale, or disposition of real estate or leaseholds thereof and leases and deeds of conveyance of real estate and leaseholds thereof authorized by the Board or the Investment Committee, shall be executed and delivered by the President, the Vice President and Chief Financial Officer or any of their respective designee(s).

2. *Access to and Withdrawal of Securities.* Access to and withdrawal of securities of the University shall be had by not less than two persons jointly, as authorized by resolution of the Board or the Investment Committee.

3. *Delivery and Receipt of Securities.*

- a) Delivery of U.S. Government securities or corporate money market instruments approved by the Investment Committee against payment in cash at current market values may be made by the custodian banks upon written or verbal instructions of the Vice President and Chief Investment Officer or a person authorized in writing by the Vice President and Chief Investment Officer, subject to prompt confirmation by two persons as provided in paragraph 2 of this Article V.
- b) Receipt of U.S. Government securities, subscription deposit therefor, or corporate money market instruments approved by the Investment Committee may be charged by the custodian against the University account upon written or verbal instructions of the Vice President and Chief Investment

Officer, or a person authorized in writing by the Vice President and Chief Investment Officer, subject to prompt confirmation by two persons as provided in paragraph 2 of this Article V.

- c) In connection with the lending of securities, receipt and delivery may be made by custodian banks in exchange for cash collateral or U.S. Government and agency securities against collateral in similar obligations, subject to prompt confirmation by two persons as provided in paragraph 2 of this Article V.

4. *Banking Authority.*

- a) The President or the Vice President and Chief Financial Officer shall have the authority to authorize individuals to open and operate bank accounts in the University's name, to instruct the transfer of funds, to issue checks and other instruments, and to otherwise manage and transact in funds in such accounts.
- b) Checks drawn upon the University's Voucher and Payroll Accounts shall be signed by the Vice President and Chief Financial Officer, or a representative authorized by the Board, against vouchers certified by the Associate Vice President for Finance or his or her designee, or a representative authorized by the Vice President and Chief Financial Officer.

5. *Authority for Expenditure.* No agent, officer, or other person shall expend any money or make any contract, agreement, promise, or undertaking in the name of the University unless authority for such action is contained in these bylaws or is provided for in the budget or is specifically granted by the Board or a standing committee thereof, or is contained in a delegation of authority approved by the President.

6. *Indemnification of Trustees and Officers.* Each person who is or was a Trustee or Officer of the University or who is or was serving at the request of the University as a director or officer of another corporation, partnership, joint venture, trust, or other enterprise, shall be indemnified by the University in accordance with, and to the fullest extent authorized by, the General Not For Profit Corporation Act of the State of Illinois as it may be in effect from time to time.

7. *University Statutes.* The Board may enact, amend, or repeal statutes for the organization and proper management of the educational affairs of the University.

8. *Medical Center.* Unless expressly delegated to the President, the Board shall approve nominations for Trustees of the University of Chicago Medical Center ("UCMC") and for the Chair of the UCMC Board of Trustees.

9. *Amendments.* These bylaws may be amended or repealed at any regular meeting of the Board provided that notice of the general nature of the proposed amendment is given at least five days prior to the meeting at which action thereon is to be taken and the proposed amendment is recommended by the Executive Committee, but the recommendation of the Executive Committee shall not prevent modification of the proposed amendment at the meeting of the Board and its adoption as so modified.

10. *Changes in Articles of Incorporation.* The Articles of Incorporation may be amended at any regular meeting of the Board by the affirmative vote of a majority of the Trustees. Notice of the proposed amendment shall be given to each Trustee at least five days before the meeting at which action thereon is to be taken, but this requirement shall not prevent modification of the proposed amendment at the meeting and its adoption as so modified.

11. *Non-Discrimination.* In keeping with its long-standing traditions and policies, the University of Chicago considers students, employees and applicants for admission or employment, and those seeking access to programs on the basis of individual merit. The University, therefore, does not discriminate on the basis of race, color, religion, sex, sexual orientation, gender identity, national or ethnic origin, age, disability, veteran status, or other protected classes under the law.

12. *Periodic Review.* The Board will conduct a review of these Bylaws, its standing committees, and its overall governance structure and functions at least every five years.

13. *Former Bylaws.* All former Bylaws are hereby repealed.

STATUTES OF THE UNIVERSITY OF CHICAGO

Enacted by the Board of Trustees

Last Amended July 24, 2024

STATUTE 1. The University includes the Schools, the Divisions, the College, the Institute for the Study of Ancient Cultures, the Rockefeller Memorial Chapel, the University Library, the University Press, the David and Alfred Smart Museum of Art, the Court Theatre, the William B. and Catherine V. Graham School of Continuing Liberal and Professional Studies, and the Laboratory Schools.

STATUTE 2. The Divisions and Schools

2.1. The Divisions include: The Division of the Arts and Humanities, the Division of the Social Sciences, the Division of the Physical Sciences, and the Division of the Biological Sciences.

2.2. The Schools include: The Divinity School; the Pritzker School of Medicine of the Division of the Biological Sciences; the Law School; the Booth School of Business; the Crown Family School of Social Work, Policy, and Practice; the Irving B. Harris Graduate School of Public Policy Studies; and the Pritzker School of Molecular Engineering.

STATUTE 3. The University Library is responsible for the selection, custody, maintenance, and service of the various collections of books, journals, manuscripts, microforms, maps, and other materials for the teaching, research, and scholarly activities of the faculty and students of the University. The Director of the Library shall be in general charge of operation and administration of the Library. The Director shall be subject to the jurisdiction of the Board of the Library and shall be responsible through the Provost to the President of the University.

STATUTE 4. The University Press is responsible for the publication and distribution of books and journals issued in whatever media under the imprint of the University. The Press is under the supervision of a Director, who is responsible for its budget, operations, and editorial work. The Director shall be subject to the jurisdiction of the Board of University Publications and shall be responsible through the Provost to the President of the University.

STATUTE 5. The William B. and Catherine V. Graham School of Continuing Liberal and Professional Studies is responsible for the conduct of programs of continuing education in cooperation with the academic units of the University. The Dean of the Graham School of Continuing Liberal and Professional Studies shall be in charge of its operation and administration. The Dean shall be subject to the jurisdiction of the Board of the Graham School of Continuing Liberal and Professional Studies and shall be responsible through the Provost to the President of the University. The Graham School of Continuing Liberal and Professional Studies may recommend candidates for the degrees Master of Liberal Arts, Master of Arts in Teaching, and Master of Science.

STATUTE 6. The President and the Provost.

6.1. The President of the University is the executive head of the University. The President is the presiding officer of all Ruling Bodies and is a Trustee of the University. The President is the official medium of communication between the Faculties and the Board of Trustees, and between the students and the Board of Trustees; the President makes appointments to the academic and non-academic staff of the University (except as the appointive power is reserved to the Board or its elected officers) under such regulations as may be adopted from time to time by the Board, and reports them to the Board of Trustees, as appropriate; the President is responsible for carrying out all measures officially agreed upon by the Faculties in regard to matters committed to them by the Board, and such measures concerning the administration of the University as the Board of Trustees may enact. The President makes an annual report to the Senate.

6.2. The Provost of the University shall have general responsibility under the President for the development, implementation, and administration of the academic affairs of the University. In furtherance of this responsibility, the Provost shall take the initiative in proposing plans and action in academic matters, in reviewing and implementing educational programs and policies, and in meeting and consulting with Deans, Chairs, Directors, and members of Faculties. The Provost shall also (1) be empowered to appoint faculty committees and to call meetings of any Ruling Body, Department, University Board, or institute, (2) recommend to the President the appointment of Deans, Chairs of Departments, and Directors; (3) appoint members of University Boards, and (4) be responsible for academic appointments, assignments, and promotions; for the supervision of Deans, Chairs of Departments, and Directors in the administration of their areas; and for the approval of faculty assignments. The Provost shall have authority over academic budgets. The Provost shall be the senior officer of the University under the President, shall preside at meetings of all Ruling Bodies, Departments and University Boards when the President is not present at such meetings. In the absence of the President, or in case of vacancy in the office, the Provost shall have the powers and perform the duties of the President.

6.3. The Office of the President of the University shall consist of:

- a) The President of the University;
- b) The Provost of the University;
- c) One or more Deputy Provosts and one or more Associate or Assistant Provosts;
- d) One or more Vice Presidents;
- e) One or more Associate or Assistant Vice Presidents;
- f) Such other officers as shall from time to time be recommended by the President and appointed by the Trustees.

The officers shall have such authority and perform such duties, in addition to the duties prescribed in these Statutes, as may be prescribed from time to time by the President and the Trustees.

STATUTE 7. The Deans.

7.1. The Schools, Divisions, and the College are each administered by a Dean under the supervision of the Provost of the University. That Dean is empowered to act as the executive officer and representative of a Faculty, and, with regard to educational policy, to take the initiative in proposing plans to the Faculty, and to carry into effect plans adopted by the Faculty.

7.2. When the Dean of a Division, School, or the College is to be appointed, the Faculty shall elect a committee whose duty shall be to confer with the President and the Provost of the University, to ascertain the suggestions and preferences of the Faculty members and to make a list of candidates. The Dean shall be appointed by the President upon the recommendation of the Provost under such regulations as may be adopted from time to time by the Board of Trustees after the President has requested and received suggestions from the committee concerning its list of candidates and the list the President has under consideration. Each member of the Faculty shall have the privilege of communicating preferences for or criticisms of candidates directly to the President or the Provost of the University, or to the members of the committee.

7.3. The period of appointment of a Dean shall be for a term not to exceed five years, and at the end of each period the appointment shall be subject to review.

STATUTE 8. The Dean of Students in the University. In addition to the Deans provided for in the foregoing section, there shall be a Dean of Students in the University. The Dean of Students coordinates the University's relations with students in the College, the Divisions, and the Schools. The Dean of Students is responsible to the President of the University through an officer designated by the President or Provost.

STATUTE 9. The Dean of the Rockefeller Memorial Chapel supports religious and spiritual life at the University; the Dean also serves as needed in religious and spiritual exercises. The Dean is responsible to the President of the University through an officer designated by the President or Provost.

STATUTE 10. Directors. The Institute for the Study of Ancient Cultures, the David and Alfred Smart Museum of Art, the Court Theatre, and the Laboratory Schools are each under the general charge of a Director. Each of these Directors is responsible to the President of the University or his or her designee.

STATUTE 11. Faculty and Other Academic Appointees.

11.1. The Members of the University Faculties are classified as follows: Professor, Associate Professor, Assistant Professor, Collegiate Assistant Professor, and Instructor. Every person holding one of these titles with status as defined in §11.1 shall be a member of the Faculty. Membership in the University Faculties is restricted to persons holding appointment as prescribed in §11.1.

The procedure in making appointments and in determining tenure and promotion of members of the Faculties shall be as follows:

11.1.1. Instructors. The term of appointment as instructor shall be for either one or two years, provided that no person shall be appointed to serve in the rank of instructor for a total of more than four years. When an instructor is not reappointed for a second, third, or fourth year, terminal notice shall be given to the instructor not later than March 15 of the last year of appointment. When an instructor has held full-time appointment for three years in one or more Divisions or in the Pritzker School of Molecular Engineering, and is reappointed for a fourth year of such service, the department, the College, or the School shall review the case and recommend to the appropriate Dean (1) that the instructor be promoted to assistant professor as defined in §11.1.3 at the end of the fourth year, or (2) that the instructor not be reappointed at the end of the term of appointment. Following subsequent review, and not later than December 15 of the last year of appointment, the instructor shall be notified of the final decision. Persons whose appointive year ends at dates other than June 30 or September 30 will be given comparable notice.

11.1.2. Collegiate Assistant Professors. The term of appointment as Collegiate Assistant Professor shall be for four years. Appointment as a Collegiate Assistant Professor shall be limited to one, non-renewable four-year term in the College and shall carry no implication of eligibility for indefinite tenure or a right to be reviewed for indefinite tenure.

11.1.3. Assistant Professors. The appointment of an assistant professor normally shall be for a term of either three or four years of full-time service in one or more Faculties of the Departments, the College, and Schools, provided that no person shall be appointed to serve in this rank for (1) a total of more than seven years, or (2) a total of more than six years if the person previously had an appointment for full-time service in the rank of instructor for as long as four years. In the last year of full-time service as an assistant professor under an initial term of appointment (third or fourth year, whichever is applicable), the Department, or the College, or the School shall review the case and recommend to the appropriate Dean (1) that the assistant professor be reappointed for a second term of not more than three or four years, whichever is applicable, or (2) that the assistant professor not be reappointed at the end of the term of appointment. When an assistant professor has completed all but the last year of service under a second full-time appointment and is in the last year (sixth or seventh year as the case may be) of such appointment, the Department, or the College, or the School shall review the case and recommend to the appropriate Dean (1) that the assistant professor be promoted to associate professor as defined in §11.1.4 at the completion of the term of appointment, or (2) that the assistant professor not be reappointed at the end of the term of appointment. With respect to reviews under §11.1.3, following subsequent review and not later than December 15 of the last year of appointment, the assistant professor shall be notified of the final decision. Persons whose appointive year ends at dates other than June 30 or September 30 will be given comparable notice.

11.1.4. Associate Professors and Professors. Normal appointment to the rank of associate professor or professor shall be with indefinite tenure. Exceptions can be made for appointments at those ranks on a term basis, and the notice of appointment shall specify the period of appointment. Such term appointments carry no implication of indefinite tenure. When an associate professor or professor on a term appointment has completed all but the last year of service under such an appointment, the

Department, or the College, or the School shall review the case and recommend to the appropriate Dean normally either (1) that the associate professor or professor shall at the completion of the term of appointment be appointed with indefinite tenure, or (2) that the associate professor or professor not be reappointed at the end of the term of appointment. Following subsequent review, and not later than December 15 of the last year of appointment, the associate professor or professor shall be notified of the final decision. Persons whose appointive year ends at dates other than June 30 or September 30 will be given comparable notice.

11.1.5. Clinical faculty without public distinction of title. Appointments in the Division of the Biological Sciences of clinical faculty without public distinction of title shall be made at the ranks of Assistant Professor, Associate Professor, or Professor. All appointments under this Section 11.1.5 shall be without indefinite tenure.

11.1.5.1. Appointments as assistant professor under this section shall be made for terms of up to four years; an individual shall hold such a full-time appointment for no more than seven years. In the last year of service in the initial term of such an appointment, the Department shall review the case and recommend to the Dean either that the assistant professor will (1) be reappointed to another term, or (2) not be reappointed at the end of the first term of appointment.

A similar procedure shall be followed in subsequent appointments as assistant professor under this section, except that when an assistant professor appointed under this section has completed all but the seventh year of appointment, the Department shall review the case and recommend to the Dean that the individual (1) be promoted to associate professor as defined in §11.1.5.2, or (2) not be reappointed.

With respect to reviews under §11.1.5.1, following subsequent review and not later than December 15, the assistant professor shall be notified of the final decision.

Persons whose appointive year ends at dates other than June 30 or September 30 will be given comparable notice.

11.1.5.2. Appointments as associate professor under this section shall be made for terms of up to five years and may be renewed with no limit as to the number of terms. When an associate professor has completed all but the last year of service under such an appointment, the Department shall review the case and recommend to the Dean that the associate professor (1) be reappointed, (2) be promoted to professor as defined in §11.1.5.3, or (3) not be reappointed. Following subsequent review and not later than December 15, the associate professor shall be notified of the final decision. Persons whose appointive year ends at dates other than June 30 or September 30 will be given comparable notice.

11.1.5.3. Appointments as professor under this section normally shall be made for terms of up to five years which may be renewed with no limit on the number of terms. Appointments may be

made for a term without specified limit of time; such appointments shall be made subject to a one-year notice of termination. When a professor has completed all but the last year of service under a specified term appointment, the Department shall review the case and recommend to the Dean that the professor (1) be reappointed, or (2) not be reappointed. Following subsequent review and not later than December 15, the professor shall be notified of the final decision. Persons whose appointive year ends at dates other than June 30 or September 30 will be given comparable notice.

11.2. Other academic appointees. The University also makes academic appointments that are not Faculty appointments, and are for a specified or unspecified length of term. Each of the following appointments shall be made for periods and upon terms consistent with the applicable administrative policies of the University, which are subject to change. No appointments under this section shall be eligible for or carry any implication of indefinite tenure. At the end of the term of appointment, employment by the University ceases unless the appointment is renewed, and the failure to give or receive a notice of termination shall not give rise to any contrary presumptions or implications either as to (1) promotion, or (2) reappointment. These other appointments are as follows:

11.2.1. Clinical appointments in the Division of the Biological Sciences. In the Pritzker School of Medicine, persons engaged in the educational programs of the School may be appointed to one of the following designated positions. Appointments requiring clinical privileges which are made under §11.2.1 shall terminate upon the loss of medical licensure or attending physician privileges, except when the appointee voluntarily relinquishes those privileges upon beginning a medical leave. In such instance where the appointee voluntarily relinquishes attending physician privileges upon beginning a medical leave, the academic appointment shall terminate upon the expiration of the academic appointment or the cessation of medical disability insurance coverage, whichever occurs sooner.

11.2.1.1. Academic Clinical Appointments. Academic clinical appointments shall consist of appointments as Instructor of [Department], Assistant Professor of [Department], Associate Professor of [Department], and Professor of [Department].

11.2.1.2. Clinical Academic Appointments. Clinical academic appointments shall consist of appointments as Clinical Instructor of [Department], Clinical Assistant Professor of [Department], Clinical Associate Professor of [Department], and Clinical Professor of [Department].

11.2.1.3. Clinical Associate Appointments. Appointments may be made as Clinical Associate.

11.2.1.4. Appointments of members of the staff of an affiliated hospital to positions at the University of Chicago will be made in accordance with the University's academic appointment standards and procedures. Such appointments require the agreement of the affiliated hospital and are subject to continuation of the affiliation agreement between the University of Chicago and the affiliated hospital. An appointment ceases upon the termination of the staff member's appointment at the affiliated hospital or at the end of the term of the University appointment, whichever occurs first.

11.2.2. Professors from Practice and Clinical Appointments in the Law School. In the Law School, persons engaged in the educational and clinical law programs may be appointed to one of the following designated positions.

11.2.2.1. Clinical Instructors. Appointments as Clinical Instructor shall be made for terms of up to two years. Clinical Instructors shall ordinarily serve in this position for a maximum of four years.

11.2.2.2. Assistant Clinical Professors. Appointments as Assistant Clinical Professor shall be made for terms of up to three years. Assistant Clinical Professors shall ordinarily serve in this position for a maximum of six years.

11.2.2.3. Associate Clinical Professors. Appointments as Associate Clinical Professor shall be made for terms of up to three years. Associate Clinical Professors shall ordinarily serve in this position for a maximum of six years.

11.2.2.4. Clinical Professors. Appointments as Clinical Professor shall be made for terms of up to five years, which may be renewed with no limits on the number of terms.

11.2.2.5. Adjunct Professor from Practice. Part-time and visiting appointments as Adjunct Professor from Practice shall be made for terms of up to five years, which may be renewed with no limits on the number of terms.

11.2.2.6. Professor from Practice. Appointments as Professor from Practice shall be made for terms of up to five years, which may be renewed with no limits on the number of terms.

11.2.3. Clinical and Adjunct Appointments in the Booth School of Business. In the Booth School of Business, persons engaged in the educational programs of the School may be appointed to one of the following positions.

11.2.3.1. Adjunct Assistant Professor of [Area]. Appointments as Adjunct Assistant Professor shall be made for terms of up to five years. These appointments may be renewed with no limit on the number of terms, though an adjunct assistant professor shall ordinarily serve in this position for no longer than six years.

11.2.3.2. Adjunct Associate Professor of [Area]. Appointments as Adjunct Associate Professor shall be made for terms of up to five years. These appointments may be renewed with no limit on the number of terms, though an adjunct associate professor shall ordinarily serve in this position for no longer than six years.

11.2.3.3. Adjunct Professor of [Area]. Appointments as Adjunct Professor shall be made for terms of up to five years. These appointments may be renewed with no limit on the number of terms.

11.2.3.4. Clinical Assistant Professor of [Area]. Appointments as Clinical Assistant Professor shall be made for terms of up to five years. These appointments may be renewed with no limit on the number of terms, though a clinical assistant professor shall ordinarily serve in this position for no longer than six years.

11.2.3.5. Clinical Associate Professor of [Area]. Appointments as Clinical Associate Professor shall be made for terms of up to five years. These appointments may be renewed with no limit on the number of terms, though a clinical associate professor shall ordinarily serve in this position for no longer than six years.

11.2.3.6. Clinical Professor of [Area]. Appointments as Clinical Professor shall be made for terms of up to five years. These appointments may be renewed with no limit on the number of terms.

11.2.4. Research Appointees and Lecturers.

11.2.4.1. Research Appointees are classified as follows: Research Associate and Senior Research Associate; Research Scientist; Research Assistant Professor, Research Associate Professor, and Research Professor.

11.2.4.2. Lecturers are classified as follows: Lecturer and Senior Lecturer.

11.2.4.2.1. Lecturers are classified as follows: Lecturer; Assistant Instructional Professor, Associate Instructional Professor, Instructional Professor.

11.2.4.2.2. Senior Lecturers are classified as follows: Senior Lecturer; Assistant Senior Instructional Professor, Associate Senior Instructional Professor, Senior Instructional Professor.

11.2.5. Field Work Personnel. In the Crown Family School of Social Work, Policy, and Practice appointments may be made to the following additional positions: Field Work Professor, Field Work Associate Professor, Field Work Assistant Professor, and Field Work Instructor. Additionally, in the Crown Family School of Social Work, Policy, and Practice, appointments may be made to the positions of Senior Clinical Associate and Clinical Associate.

11.2.6. University Librarians. On the nomination of the Director of the Library, appointments may be made to the following positions: Assistant Librarian, Librarian, and Senior Librarian.

11.2.7. Professors of Practice in the Arts in the Division of the Arts and Humanities. In the Division of the Arts and Humanities and the College, persons whose responsibilities are for instruction and instruction-related activities in the performing and creative arts programs may be appointed to one of the following positions.

11.2.7.1. Assistant Professor of Practice in the Arts. Appointments as Assistant Professor of Practice in the Arts in the Division of the Arts and Humanities and in the College shall be made for terms of up to three years and may be renewed with no limit on the number of terms, though an Assistant Professor of Practice in the Arts shall ordinarily serve in this position for no longer than a total of six years.

11.2.7.2. Associate Professor of Practice in the Arts. Appointments as Associate Professor of Practice in the Arts in the Division of the Arts and Humanities and the College shall be made for terms of up to five years and may be renewed with no limit on the number of terms.

11.2.7.3. Professor of Practice in the Arts. Appointments as Professor of Practice in the Arts in the Division of the Arts and Humanities and the College shall be made for terms of up to five years and may be renewed with no limit on the number of terms.

11.2.8. Adjunct and Clinical Appointments in the Division of the Physical Sciences. In the Division of the Physical Sciences, persons whose responsibility is in the practice oriented master's degree programs may be appointed to one of the following positions. All such appointments shall end either with the end of the practice oriented master's degree program or with the end of the appointee's affiliation with the program. Clinical appointments shall end either with the end of the practice oriented master's degree program or with the end of the appointee's affiliation with the program.

11.2.8.1 Adjunct Instructor. Part-time appointments as Adjunct Instructor of [Area] shall be made for terms of up to two years, renewable up to a maximum of four years in the aggregate.

11.2.8.2 Adjunct Assistant Professor. Part-time appointments as Adjunct Assistant Professor of [Area] shall be made for terms of up to five years, which may be renewed with no limit on the number of terms, although an adjunct assistant professor shall ordinarily serve in this position for no longer than six years.

11.2.8.3 Adjunct Associate Professor. Part-time appointments as Adjunct Associate Professor of [Area] shall be made for terms of up to five years, which may be renewed with no limit on the number of terms, although an adjunct associate professor shall ordinarily serve in this position for no longer than six years.

11.2.8.4. Adjunct Professor. Part-time appointments as Adjunct Professor of [Area] shall be made for terms of up to five years, which may be renewed with no limit on the number of terms.

11.2.8.5. Assistant Clinical Professor. Appointments as Assistant Clinical Professor of [Area] shall be made for terms of up to five years, which may be renewed with no limit on the number of terms.

11.2.8.6. Associate Clinical Professor. Appointments as Associate Clinical Professor of [Area] shall be made for terms of up to five years, which may be renewed with no limit on the number of terms.

11.2.8.7. Clinical Professor. Appointments as Clinical Professor of [Area] shall be made for terms of up to five years, which may be renewed with no limit on the number of terms.

11.2.9. Clinical Appointments in the Division of the Social Sciences. In the Division of the Social Sciences, persons whose responsibility is in practice oriented master's programs may be appointed to one of the following positions.

11.2.9.1. Assistant Clinical Professor. Appointments as Assistant Clinical Professor shall be made for terms of up to three years. In the last year of the term of the appointment, a faculty committee designated by the Dean of the Division of the Social Sciences shall review the record of each Assistant Clinical Professor and recommend to the Dean one of three dispositions: 1) appointment for an additional term of up to three years as Assistant Clinical Professor; 2) promotion to Associate Clinical Professor; or 3) termination at the end of the last year of the term. The Assistant Clinical Professor shall be given notice of the decision not later than January 15.

11.2.9.2. Associate Clinical Professor. Appointments as Associate Clinical Professor shall be made for terms of up to three years. In the last year of the term of appointment, a faculty committee designated by the Dean of the Division of the Social Sciences shall review the record of each Associate Clinical Professor and recommend to the Dean one of three dispositions: a) appointment for an additional term as Associate Clinical Professor; b) promotion to Clinical Professor; or c) termination at the end of the last year of the term. The Associate Clinical Professor shall be given notice of the decision not later than January 15.

11.2.9.3. Clinical Professor. Appointments as Clinical Professor shall be made for terms of indefinite length, which may be terminated only after notice of termination has been given one year in advance of such termination.

11.2.10. Persons with appropriate academic qualifications may be appointed as Associates or as Visiting Scholars in Departments, Schools, or the College.

11.3 At the end of the term of appointment, membership in the Faculties of and employment by the University ceases unless a faculty member is reappointed, and the failure to give or receive a notice of termination within the time or times specified in §11.1 shall not give rise to any contrary presumptions or implications either as to (1) promotion in rank, or (2) reappointment in the same rank. During a term of appointment, a member of the Faculties should not engage in business or professional activities encroaching upon University obligations; and before undertaking a continuing extra-University activity which might interfere with such obligations, a Faculty member must obtain the consent of the appropriate Chair or Director, and Dean.

11.4. Provisions for removal or termination.

11.4.1. All appointees under §11 are subject to removal for inadequate performance of duty or for misconduct.

11.4.2. Before removal of a member of the Faculty holding appointment under §11.1, the individual must be given notice of the charges and must be given the opportunity to resign or to be heard by a Faculty committee. Such committee shall be appointed by the President. If the committee does not report within the time fixed by the President, the President shall take whatever action the President deems appropriate. Such committee shall be informed of the reasons if recommendations which it makes are not followed.

11.4.3. Appointments of individuals under §11.1.5 shall be terminated upon loss of medical licensure or attending physician privileges, and may be terminated upon discontinuation of the relevant specialty program, absence of a reimbursement base to support the practice, or diminished participation in clinical service and teaching; such termination shall not be subject to the proceedings as set out in §11.4.2 for inadequate performance or misconduct.

STATUTE 12. The Organization and Powers of the University Senate, the Ruling Bodies, and Other University Bodies.

12.1. General. All advisory, legislative, and administrative powers in the University concerning its educational work, except those vested in the President by the Board of Trustees, shall be exercised by, or be under the authority of, the Ruling Bodies specified in §12, according to their respective jurisdictions as herein defined.

12.2. The University Ruling Bodies. The University Ruling Bodies shall consist of:

- a) The Council of the University Senate;
- b) The Faculty of the College;
- c) The Faculty of the Division of the Biological Sciences, including the Pritzker School of Medicine;
- d) The Faculty of the Division of the Arts and Humanities;
- e) The Faculty of the Division of the Physical Sciences;
- f) The Faculty of the Division of the Social Sciences;
- g) The Faculty of the Booth School of Business;
- h) The Faculty of the Divinity School;
- i) The Faculty of the Law School;
- j) The Faculty of the Irving B. Harris Graduate School of Public Policy Studies;
- k) The Faculty of the Crown Family School of Social Work, Policy, and Practice;
- l) The Faculty of the Institute for the Study of Ancient Cultures;
- m) The Faculty of the Pritzker School of Molecular Engineering; and
- n) The University Boards.

12.3. Provisions Common to Several Ruling Bodies

12.3.1. Constitution.

12.3.1.1. Membership in the Faculty of a School, Division, the College, or the Institute for the Study of Ancient Cultures with voting privileges shall be extended to all persons listed in §11.1 who are appointed on a full-time basis in the University for at least a year under any of the types of appointment listed in §14, and one-third of whose work for the current year is in the School, Division, the College, or the Institute for the Study of Ancient Cultures. Further, the Faculty of any School or Division, or of the College, or the Institute for the Study of Ancient Cultures may adopt a rule conferring membership with voting privileges on faculty members who have been full-time members of the Faculty and who currently have at least a half-time appointment in the University.

12.3.1.2. A Faculty member on full-time service in the University for at least a year under any of the types of appointment listed in §14 may, if specifically appointed, hold joint membership with voting privileges in more than one Faculty on the basis of less than one-third service.

12.3.1.3. Members Emeritus of the Faculty and academic personnel appointed under the provisions of §11.2 who are appointed for at least one year in the College, a Division, a School, or the Institute for the Study of Ancient Cultures may be invited to attend the meetings and take part in the deliberations of its Faculty, but shall not vote.

12.3.1.4. Vacancies in the places of ex officio representatives in any Ruling Body may be temporarily filled by persons appointed by the President.

12.3.1.5. The President shall be the presiding officer of each Ruling Body or, if the President is not present, the Provost of the University. If neither the President nor the Provost is present, a Dean or other member of the Ruling Body may be appointed by the President to serve in the President's stead.

12.3.1.6. A Secretary of the Faculties appointed by and responsible to the President or his designee shall support the University Senate, the Council of the Senate, and the Committee of the Council, as well as the University Boards.

12.3.2. Jurisdiction and Powers.

12.3.2.1. Each Faculty shall have general legislative power over all matters pertaining to its own meetings, and to the admission requirements, curricula, instruction, examinations, grading, and degrees in its own School or Division, and these powers of each Faculty shall be exclusive and final, except as otherwise specifically provided in §12.5.3.

12.3.2.2. Meetings of any Faculty may be called by the Dean, and shall be called by the Dean at the request of such proportion of the Faculty as shall be fixed by the Faculty.

12.4. The University Senate

12.4.1. Constitution. The Senate shall consist of:

- a) Professors (as identified above under §II.1.4 and §II.1.5.3);
- b) Associate Professors (as identified above under §II.1.4 and §II.1.5.2);
- c) Assistant Professors (as identified above under §II.1.3 and §II.1.5.1) who have completed one year's full-time service on academic appointment at whatever rank;
- d) the President
- e) the Provost; and
- f) the Vice Presidents.

12.4.2. Powers.

12.4.2.1. The Senate shall meet not less than once a year to hear a report from the President and to discuss matters of University interest.

12.4.2.2. The President may call special meetings of the Senate, and shall call such special meetings on vote of the Council or on petition of one-tenth of the members of the Senate.

12.4.2.3. The Senate shall elect a Council as provided in §12.5.1.

12.5. The Council of the University Senate

12.5.1. Constitution. The Council of the University Senate shall consist of fifty-one elected members chosen by the Senate from its membership by the Hare System of Proportional Representation. The President and the Provost of the University shall be members without vote, save that the Chair may vote to break a tie. These officers shall serve as Chair or Vice Chair in the order listed, and if none of these be present, a Dean of a Division shall preside. Nominations shall be made and elections shall be held each year to elect seventeen regular members to serve for a term of three years from September 25, to replace the seventeen whose terms expire on September 24. Candidates shall be placed in nomination by three or more members of the Senate. The retiring members, except those who have served less than one year, shall be ineligible for re-election until the lapse of one year. Vacancies shall be filled, in accordance with the Rules of Procedure of the Council, at the time of the annual elections.

12.5.2. Meetings. The Council shall meet once a month in the Autumn, Winter, and Spring Quarters, or more often at the call of the President or of the Provost, or of such proportion of its membership as it shall determine.

12.5.3. Jurisdiction and Powers.

12.5.3.1. The Council shall be the supreme academic body of the University, having all legislative powers except concerning those matters reserved to the Board of Trustees, the Office of the President, or the other Ruling Bodies. In particular, it shall have such jurisdiction over (1) matters affecting more than one Ruling Body, and (2) any action of any Ruling Body which substantially affects the general interest of the University. Questions of jurisdiction between the President and the Council shall be decided by the Board of Trustees. Questions of jurisdiction between the Council and other Ruling Bodies shall be decided by the President. The competence of the Council shall extend to the Institutes and other educational and research organizations of the University not defined as Ruling Bodies and not subordinate to a Ruling Body in the same way that competence applies to the Ruling Bodies.

12.5.3.2. Actions of Ruling Bodies within the jurisdiction of the Council shall be referred to the Council, through the Committee of the Council, at the first Council meeting following the action, and shall not be effective until that meeting of the Council. At such meeting the Council may approve or disapprove such action, or direct that such action be stayed until further order of the Council.

12.5.3.3. The Council shall act by vote of the majority (but not less than twenty) of the members in attendance.

12.5.3.4. The President, the Provost, or any member of the Council may initiate legislation in the Council. Any Ruling Body may lay before the Council action of any other Ruling Body which it desires the Council to consider.

12.5.3.5. Consistent with the powers reserved to the Board of Trustees, the Office of the President, and other Ruling Bodies, the Council of the University Senate shall formulate those rules that relate to student conduct prohibited by §21. The Council of the University Senate shall formulate the procedures that will enforce those regulations and shall provide for hearings where there are charges of violations of those regulations. The Council of the University Senate may also establish mechanisms for the formulation and administration of additional rules and regulations for student conduct prohibited by §21.

12.5.3.6. The President shall not give effect to proposals on matters within the jurisdiction of the Council without the approval of the Council, but the President may submit the action of the Council to the Board of Trustees. Any action so referred to the Board of Trustees shall be accompanied by such report or reports as the interested parties may prepare and transmit to the Board of Trustees through the President. The interested parties may, at their request, meet with the appropriate committee of the Board of Trustees. The decision of the Board of Trustees shall be final.

12.5.3.7. Either the President, the Provost, or the Council may make recommendations to any Ruling Body concerning matters within the jurisdiction of the latter.

12.5.3.8. The President may within a reasonable time before the next regular meeting of the Council disapprove any action of the Council (including action disapproving the action of a Ruling Body), and upon such disapproval the action shall be reconsidered by the Council before becoming effective. Approval by the Council of such action upon reconsideration shall constitute reference of the action to the Board of Trustees. The decision of the Board of Trustees shall be final. Any action so referred to the Board of Trustees shall be accompanied by such report or reports as the interested parties may prepare and transmit to the Board of Trustees through the President. The interested parties may, at their request, meet with the appropriate committee of the Board of Trustees.

12.5.3.9. The President or the Council may invite any person not a member of the Council to attend a meeting of the Council, with the right to speak, but not to vote.

12.6. The Committee of the Council

12.6.1. Constitution. The Committee of the Council shall consist of seven members of the Council chosen annually by the Council by the Hare System of Proportional Representation. Deans shall not be eligible for election to the Committee. Members of the Committee shall be eligible for re-election provided they are members of the Council. The President and the Provost of the University shall be members of the Committee, without vote, and shall be Chair and Vice Chair, respectively. Vacancies in the elected membership shall be filled as provided by the Council. The Committee shall elect a spokesperson who shall be the channel of communication between the Committee and the Council.

12.6.2. Powers. The Committee may concern itself with all matters of educational policy within the jurisdiction of the Council. All matters to be presented to the Council for action shall first be laid before the Committee, which shall report its opinion upon them to the Council through its spokesperson. At the Committee's request it may meet with the appropriate committee of the Board of Trustees.

12.6.3. Meetings. The Committee shall meet every two weeks during the Autumn, Winter, and Spring Quarters, or more often at the call of the President or of such proportion of its membership as it shall determine.

12.6.4. The President shall keep the Committee informed as far as practicable on all matters of general University interest.

12.6.5. Subcommittees of the Committee of the Council shall be appointed by the President in consultation with the spokesperson.

12.7. The Faculties of the Divisions

12.7.1. Constitution. The Faculty of each Division shall consist of:

- a) The President;
- b) The Provost of the University;
- c) The Dean of the Division;
- d) The Dean of Students in the University;
- e) The Director of the University Library;
- f) Members of the Faculty, as defined in §12.3.1.1 and §12.3.1.2, in such Departments and institutes as the President may assign to the Division.

12.7.2. Jurisdiction and Powers. The Faculty of each Division shall have control of the work of the Division and of recommending candidates for the Master's and Doctor's degrees and the Bachelor's degree jointly with the College where formal arrangements for joint degrees have been adopted.

12.7.3. The Faculty of the School of Medicine of the Division of the Biological Sciences. The Faculty of the Pritzker School of Medicine of the Division of the Biological Sciences shall consist of the President, the Provost of the University, the Dean of the Division of the Biological Sciences, and members of the Division of the Biological Sciences, part of whose work is in the Pritzker School of Medicine. This Faculty shall recommend candidates for the degree of M.D.

12.8. The Faculties of the Schools

12.8.1. Constitution. The Faculty of each School shall consist of:

- a) The President;
- b) The Provost;
- c) The Dean of the School;
- d) The Dean of Students in the University;
- e) The Director of the University Library;
- f) Members of the Faculty, as defined in §12.3.1.1 and §12.3.1.2, in each School.

12.8.2. Jurisdiction and Powers. The Faculty of each School shall have jurisdiction and powers defined in §12.3.2. Candidates may be recommended for the following degrees:

- a) in the Divinity School: M.A., M.Div., and Ph.D.;
- b) in the Law School: M.L.S., LL.M., M.Comp.L., D.Comp.L., J.D., and J.S.D.;
- c) in the Booth School of Business: M.B.A., M.Fin., M.M., and Ph.D.;
- d) in the Crown Family School of Social Work, Policy, and Practice: M.A. and Ph.D.;
- e) in the Irving B. Harris Graduate School of Public Policy Studies: M.A., M.P.P., and Ph.D.;
- f) in the Pritzker School of Molecular Engineering: M.Eng., M.S., Ph.D.

12.9. The Faculty of the College

12.9.1. Constitution. The Faculty shall consist of:

- a) The President;
- b) The Provost of the University;
- c) The Deputy Provost;
- d) The Dean of Students in the University;
- e) The Director of the University Library;
- f) The Dean of the College, the Associate Deans of the College, the Dean of Students in the College;
- g) Members of the Faculty of the University by appointment with the concurrence of the Master of the appropriate Collegiate Division, the Dean of the College, the Dean of the Division, and the approval of the Provost;
- h) The Deans of the Divisions and Schools and Chairs of (non-clinical) Departments and committees within Divisions.

12.9.2. Jurisdiction and Powers.

12.9.2.1. The Faculty shall have control of the work in the College leading to the Bachelor of Arts degree and of the recommendation of candidates for the Bachelor of Arts degree; shall determine the requirements in general education for the Bachelor of Science degree; and shall jointly with a Division recommend candidates for that degree, with the jurisdiction and powers defined in §12.3.2.

12.9.2.2. The Faculty shall meet at least once a year and, in addition, shall meet upon the call of the Dean of the College or upon the petition of twenty percent of the members of the Faculty. With the exception of the election of members of the College Council, and the election of the committee when the Dean is to be appointed, the College Council shall exercise the powers of the College Faculty.

12.9.3. College Council. The College Council shall consist of forty members. Half will be elected by the College Faculty and half will be appointed by the President upon the recommendation of the Provost after consultation with the Dean of the College who will in turn consult with the Deans of the Divisions and the Masters of the Collegiate Divisions. Three members shall be designated as representatives from each of the Governing Committees of the Biological Sciences Collegiate Division, the Arts and Humanities Collegiate Division, the Physical Sciences Collegiate Division, and the Social Sciences Collegiate Division. The terms for members of the College Council shall be for not more than three years. The President, Provost, Dean of the College, Associate Deans of the College, Masters, Dean of Students in the College, Dean of Students in the University, and the Dean of College Admissions shall be ex officio members of the College Council.

12.9.4. Collegiate Divisions. A Collegiate Division shall consist of members of any Faculty as defined in §12.3.1.1, who regularly give undergraduate instruction in the field of the Collegiate Division, as defined by rules which may be adopted by the College Council, or as designated under §12.9.1(g). Subject to the authority of the College Council and subject to the General Statutes of the University, the Collegiate Division shall determine the general policy of the Collegiate Division. Each Collegiate Division of the College shall have a Governing Committee and an Associate Dean or Chair appointed by the President for terms not to exceed three years upon the recommendation of the Provost after consultation with the Dean of the College and with the advice of the Deans of the relevant Divisions. When an Associate Dean or Chair is to be appointed, the Provost shall notify the Collegiate Division of the vacancy and request the Collegiate Division to make suggestions to the Provost as to the Associate Dean or Chair, and give it opportunity to submit such suggestions. The President, the Provost, and the Dean of the College shall be ex officio members of the several Collegiate Divisions.

12.9.5. The Dean of the College, in the absence of the President and the Provost, shall be the presiding officer of the College Council and of the Collegiate Divisions, but the Associate Dean or Master of a Collegiate Division may be designated by the Dean of the College to act in the Dean's stead.

12.II. The University Boards

12.II.1. List of Boards. There shall be the following University Boards:

- a) The Board of the Library;
- b) The Board of the Graham School of Continuing Liberal and Professional Studies;
- c) The Board of University Publications;
- d) The Board of Computing Activities and Services;
- e) The Board of Campus and Student Life.

12.II.2. Membership. The Boards shall consist of the following members:

- a) The President;
- b) The Provost;
- c) One other member of the Office of the President;
- d) Administrative officers in charge of any of the activities controlled by the Boards and, where appropriate, Deans designated by the President, as ex officio members of the appropriate Board;
- e) Not fewer than six nor more than fourteen members appointed by the Provost. All appointed members shall be appointed for three years. The retiring members shall be ineligible for reappointment until the lapse of one year.
- f) The President shall annually designate one of the appointed members of each Board to act as presiding officer in the absence of the President and the Provost.

12.II.3. Jurisdiction and Powers.

12.II.3.1. Each University Board shall have policy-making powers, not specifically reserved to a Faculty by §12, within its appropriate domain. In addition, each Board is expected to consult with, advise, and make recommendations to the Provost with respect to such operational and other matters pertaining to the area under the cognizance of the Board as may be requested by the Provost.

12.II.3.2. Each University Board shall provide an abstract of all of its important actions to the Faculties concerned and to the Council of the University Senate.

12.II.3.3. Any action of a University Board affecting another Ruling Body or the general interest of the University may be altered or reversed by the Council of the University Senate.

12.II.3.4. Action under §12.II.3.3 may be requested by any Ruling Body.

12.II.3.5. Each Board concerned shall be given an opportunity to be heard by the Council of the University Senate, through representatives appointed by it for that purpose, before final action is taken under §12.II.3.3, preceding. The operation of Board actions may, however, be suspended meanwhile, in the discretion of the Council of the University Senate.

12.I2. Departments

12.I2.1. Constitution. A Department shall consist of members of any Faculty, as defined in §12.3.1.1, other than the Faculty of the College, regularly appointed to give instruction at the Divisional level in one of the well-recognized fields of study and investigation. A member of the Faculty who gives no instruction at the Divisional level in the field of a Department is not a member of the Department in the absence of an agreement by the Department to the contrary. The President and the Provost shall be ex officio members of the several Departments. Members of the Faculty giving instruction in the same field in a Division and in the College should make suitable arrangements for the discussion of common problems.

12.I2.2. Powers and Organization.

12.I2.2.1. The Department, subject to the general Statutes of the University, shall determine from time to time the general policy and work of the Department and include among its duties: the duty of determining in consultation with the Dean of the School, Division, or College in which the Department may be established; the program of studies offered by the Department; the candidacy of students for higher degrees; the examination of candidates for higher degrees; the filing of theses for higher degrees; the duty of editing the departmental journal, if any be edited; and of providing for the examination and acceptance of theses for higher degrees.

12.12.2.2. The administration of the Department shall ordinarily be conducted through a Chair, who shall be appointed from the Department by the President upon the recommendation of the Provost to serve for a term not to exceed three years, at the end of which period a new Chair shall be appointed or the same one reappointed. Prior to the President's appointment or reappointment of a Chair, the Provost shall notify the Department of the vacancy, request the Department to make suggestions to the Provost as to a Chair, and give it opportunity to submit such suggestions.

12.12.2.3. In the case of a large Department an administrative assistant shall normally be appointed by the Chair of the Department to aid in the work of administration.

12.12.2.4. In the absence of the President or the Provost, the Chair—or in the absence of the Chair, the executive officer—shall preside at all meetings of the Department. A meeting of the Faculty of each Department shall be held at least once a Quarter. Other meetings may be called by the Chair, and shall be called by the Chair at the request of such proportion of the Faculty as shall be fixed by the Faculty. The Chair is empowered to act as executive officer and representative of the Faculty, and, with regard to educational policy, to take the initiative in proposing plans to the Faculty and to carry into effect plans adopted by the Faculty. The Chair shall be the official representative of the Department in all official communications with the President and the Provost of the University and with other officers and Boards of the University, and also in all departmental communications with students.

12.13. Other Institutes

12.13.1. Constitution. An institute is an organizational unit of the University engaged in research and advanced instruction; it does not recommend candidates for degrees. The voting members of an institute shall consist of members of any Faculty or Faculties, as defined in §12.3.1.1, regularly appointed to conduct research under the auspices of the institute. Persons who are not Faculty members are not voting members of an institute in the absence of decision by the Faculty members of the institute to the contrary.

12.13.2. Powers and Organization.

12.13.2.1. The voting members of an institute, subject to the General Statutes of the University, shall determine from time to time the general policy and work of the institute.

12.13.2.2. The administration of an institute shall ordinarily be conducted through a Director who shall be appointed from the institute by the President, upon recommendation of the Provost, to serve for a term of not to exceed three years, at the end of which period a new Director shall be appointed or the same one reappointed. Prior to the President's appointment or reappointment of a Director, the Provost shall notify the institute of the vacancy, request the institute to make suggestions to the Provost as to a Director, and give it opportunity to submit such suggestions.

12.13.3. In cases in which the burden of administrative duties requires it, an administrative assistant shall be appointed by the Provost on recommendation of the Director, not necessarily from the Faculty.

12.13.4. The Director—or in the absence of the Director, a voting member of the institute delegated by the Director—shall preside at all meetings of an institute. A meeting of the voting members of each institute shall be held at least once a Quarter. Other meetings may be called by the Director and shall be called by the Director at the request of such proportion of the voting membership as shall be fixed by the voting membership. The Director is empowered to act as executive officer and representative of the institute and to take the initiative in proposing plans to the institute and to carry into effect plans adopted by the institute. The Director shall be the official representative of the institute in all official communications with the President and the Provost of the University and with other officers and Boards and Departments of the University.

12.14. Amendments

Amendments to §12 may be recommended to the Board of Trustees in either of the following ways:

12.14.1. Amendments may be recommended to the Council of the University Senate by any Ruling Body, or the Council of the University Senate itself may propose them. An opportunity shall then be given to any other Ruling Bodies affected to make recommendations also upon the matter to the Council of the University Senate. By a majority vote the Council of the University Senate may recommend the proposed amendments, through the President, to the Board of Trustees for adoption. Should the Council of the University Senate be adverse, any Faculty may still have the matter presented, through the President, to the Board of Trustees by a two-thirds vote (a majority of the voting members of the Faculty in residence being present), in which case the President shall lay before the Board of Trustees a report stating the recommendations of all Ruling Bodies and the adverse action of the Council of the University Senate, with the reasons for each.

12.14.2. Upon call of the President, or at the request of the Council of the University Senate, or of any two Faculties, or of any one Faculty by a two-thirds vote, a joint meeting shall be held of all Faculties at which amendments may be recommended, through the President, to the Board of Trustees. The Council of the University Senate or any Faculty may dissent from these recommendations and may present, through the President, to the Board of Trustees a statement containing the reasons therefor.

STATUTE 13. The Academic Year is divided into four Quarters, beginning with the Summer Quarter. The Autumn Quarter begins about October 1; the Winter Quarter begins about January 2; the Spring Quarter begins in late March; the Summer Quarter begins about the middle of June. The length of a Quarter is from ten to twelve weeks.

STATUTE 14. Residence Requirements for Academic Appointees. Individuals appointed under Statute 11 for full-time service during each appointive year shall perform service (in instruction, research, and other activities)

as may be recommended by the appropriate Dean and approved by the Provost. Work under such assignments shall be considered to be service in residence, and shall normally be performed within the University, but such service may be rendered outside the University when recommended by the Dean and approved by the Provost. Periods of freedom from assignment, when extended to one Quarter or more, are considered to be out of residence unless otherwise specified in the Statutes. A member of the Faculty or an academic appointee under Statute II.2 during the Quarters of residence may not engage in consultation, teaching at other universities, regular compensated lecturing, compensated editorial activities, or other substantial outside employment, unless such activity is consistent with the faculty member's or academic appointee's obligations to the University, is not inimical to the fullest development of scholarly activities, and meets with the approval of the faculty member's or academic appointee's Chair and Dean.

14.1. Three-Quarter appointments: Each Faculty member under this type of appointment shall perform service in residence during three Quarters of the member's appointive year as may be recommended by the appropriate Dean and approved by the Provost. Compensation for such service is payable in twelve equal monthly installments annually.

14.2. Four-Quarter appointments: When certain types of continuous service are required, a member of the Faculty may be appointed to serve during the four Quarters (or equivalent thereof) of the academic year. Compensation shall be in twelve equal monthly installments. The different types of Four-Quarter appointments provided for are designated below by the symbol used in budget and appointment forms.

a) 4 Q: Four-Quarter appointments requiring specified service in each Quarter are provided for members of the Faculty assigned to teaching, research, or administrative duties through four Quarters of the year. Persons receiving this type of appointment shall be entitled to four weeks of vacation annually.

b) 4 S: This type of Four-Quarter appointment is provided for members of the staffs of the clinics and clinical Departments of the Pritzker School of Medicine appointed under §II.1.1 to §II.1.4. Appointees are subject to the Divisional regulations on full-time service. Service in the classrooms, laboratories, and clinics, as may be approved by the Dean, is required throughout the appointive year, except that the appointee is entitled to four weeks of vacation annually. Fees charged for professional services shall be paid to the University, including income received for professional consultation and professional services outside the University.

c) 4 CT: This type of Four-Quarter appointment is provided for members of the staffs of the clinics and clinical Departments of the Pritzker School of Medicine who are appointed under §II.1.5. Appointees are subject to the Divisional regulations on full-time service. Service in the classrooms, laboratories, and clinics, as may be approved by the Dean, is required throughout the appointive year, except that the appointee is entitled to four weeks of vacation annually. Fees charged for professional services shall be paid to the University, including income received for professional consultation and professional services outside the University.

Members of a Faculty in (a), (b), and (c) above who accept full-time appointment under these conditions, and who have served thereunder eleven Quarters or longer in the rank of Assistant Professor or higher, shall be eligible to apply for one full Quarter out of residence for each such eleven Quarters of service, with pay at the basic academic salary in force when such leave is taken, except that under no circumstances may a member of the Faculty accumulate more than two Quarters of leave in out-of-residence status and, when a second Quarter of such leave has been accumulated, no further accumulation is permitted until at least one full Quarter of such leave has been taken.

14.3. The President is authorized to make provision for less than full-time appointments.

STATUTE 15. Convocation. Degrees are conferred at the end of each Quarter upon those students who have, during such Quarter, completed all applicable requirements. A Convocation is held at the end of the Spring Quarter, and at other times as may be called for by the President or the Board of Trustees.

STATUTE 16. Emeritus Status. Faculty may retire at age fifty-five. A Faculty member who retires from a position on indefinite tenure or who retires from a Faculty position after serving as a Faculty member for twenty years shall be designated a Member Emeritus of the faculty.

STATUTE 17. University Benefits. The University shall provide such employee benefits to persons in the service of the University as are described in the employment plans and policies of the University in effect from time to time.

STATUTE 18. Patent Policy.

18.1. The basic policies of The University of Chicago include complete freedom of research and the unrestricted dissemination of information. While the traditional method of dissemination of the results of academic work is through publication in scholarly or other public media, developments having commercial potential often arise in the course of University research or other activities. For the benefit of the University, the inventor or creator, and the public, the University endeavors to bring the products of research to practical implementation. Where research or other activities carried out at the University, or with substantial aid of its facilities or funds administered by it, result in inventions, discoveries, or device-like software, such intellectual property shall be disclosed to the University, and shall be the property of the University from inception. The inventor or creator shall agree in writing to notify the University promptly of any such intellectual property and to assign to the University all of his or her rights, title and interests in such intellectual property, in the form of a present assignment of future rights. The inventor or creator shall comply with the University's request that he or she perfect the University's ownership of the intellectual property by execution of a recordable assignment of the intellectual property to the University, or to an organization designated by the University. The University, acting directly or through its designee, shall endeavor to license or assign such intellectual property in a manner that benefits the University and the public, and provides a return to the inventor or creator. The inventor or creator shall be consulted and kept informed of the arrangements. The conditions for the disposition of intellectual property rights shall

be consistent with (1) the basic policies of the University, (2) the terms of sponsorship of activities that led to the intellectual property, and (3) the requirements of law and professional ethics.

18.2. Where neither the University nor its designated organization wishes to retain the rights to the intellectual property, and the conditions of sponsorship so permit, the inventor or creator may be allowed to obtain the rights, and to obtain patents, at the expense and for the benefit of the inventor or creator, but in any event the customary processes of academic publication will be utilized for the benefit of the scholarly and general public.

18.3. This §18 does not apply in any situation where the Illinois Employee Patent Act or other law does not permit the University to require that rights be assigned to it. In any situation where the inventor or creator retains rights under this §18, the inventor or creator may offer to assign the intellectual property to the University or its designee, upon such terms as may be agreed upon.

18.4. Procedures to implement the foregoing shall be developed and administered by the Office of Technology and Intellectual Property under the direction of the President or his or her designee.

STATUTE 19. Use of University's Name. The University will not permit its name or other trademarks to be used to endorse or support a commercial firm, product or service. Any uses of the University's name or other trademarks not precluded by the preceding sentence require the approval of the President or his or her designee.

STATUTE 20. The Unit of Instruction. The unit of instruction may be the course or, in the case of Ph.D. students, a period of residence. In the College, "the course" is defined as one-third or one-fourth of the normal student load per Quarter and calls for a minimum of three hours a week per course of classroom work or its equivalent. For Master's degree students in the Divisions and for students in the Schools "the course" is usually defined as one-third of the normal student load per Quarter and usually calls for a minimum of three hours a week per course of classroom work or its equivalent. For Ph.D. students in the University, the unit of instruction is Quarters of residence, classified as Scholastic Residence for the first four years, and thereafter as Advanced Residence or Extended Residence until the degree is awarded.

STATUTE 21. Disruptive Conduct. Disruptive conduct is conduct by any member of the University community that substantially obstructs, impairs, or interferes with: (i) teaching, study, research, or administration of the University, including UCMC's clinical mission; (ii) the authorized and other permissible use of University facilities, including meetings of University students, faculty, staff, administrators and/or guests; or (iii) the rights and privileges of other members of the University community. Any member of the University who engages in disruptive conduct will be subject to disciplinary action. Disruptive conduct includes but is not limited to (1) obstruction, impairment, or interference with University sponsored or authorized activities or facilities in a manner that is likely to or does deprive others of the benefit or enjoyment of the activity or facility and (2) use or threatened use of force against any member of the University community or his or her family that substantially and directly bears upon the member's functions within the University.

STATUTE 22. Degrees. The degrees of Bachelor of Arts (A.B.), Bachelor of Science (S.B.), Master of Arts (A.M.), Master of Fine Arts (M.F.A.), Master of Legal Studies (M.L.S.), Master of Science (S.M.), Master of Business Administration (M.B.A.), Master in Finance (M.Fin.), Master in Management (M.M.), International Master of Business Administration (I.M.B.A.), Master of Arts in Teaching (M.A.T.), Master of Science in Teaching (M.S.T.), Master of Divinity (M.Div.), Master of Engineering (M.Eng.), Master of Public Health (M.P.H.), Master of Public Policy (M.P.P.), Master of Liberal Arts (M.L.A.), Master of Laws (LL.M.), Master of Comparative Law (M.Comp.L.), Doctor of Philosophy (Ph.D.), Doctor of Medicine (M.D.), Doctor of Law (J.D.), Doctor of Jurisprudence (J.S.D.), and Doctor of Comparative Law (D.Comp.L.) are conferred upon the recommendation of the several Faculties or, for those degrees authorized under Statute 5, the Graham School. None of these degrees will be conferred on a student who has done less than one year of resident work at the University. The (honorary) degrees of Doctor of Divinity, Doctor of Music, Doctor of Laws, Doctor of Science, and Doctor of Humane Letters are conferred upon the recommendation of the Council of the University Senate. These degrees are granted only for specific achievements in such fields as scholarship, discovery, or administration. At Convocation, the President may recite the specific ground upon which these degrees are conferred.

22.1. The Board of Trustees may revoke a degree at its own initiative or upon the recommendation of a disciplinary committee to the President.

22.2. The University may grant a degree posthumously only if a student has satisfied all requirements for the degree.

STATUTE 23. All rules, regulations, and statutes heretofore adopted, inconsistent with these Statutes, are hereby repealed.