

McMASTER UNIVERSITY

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(The McMaster University Act, 1976)**

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Contact Department: **[University Secretariat](#)**

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BILL Pr7

3RD SESSION, 30TH LEGISLATURE, ONTARIO
25 ELIZABETH II, 1976

An Act Respecting McMaster University

Preamble

WHEREAS McMaster University was incorporated by An Act to unite Toronto Baptist College and Woodstock College under the name of McMaster University by chapter 95 of the Statutes of Ontario, 1887; and whereas Hamilton College was incorporated in 1948 by letters patent under The Companies Act and was affiliated with McMaster University; and whereas McMaster University and Hamilton College were united and Hamilton College was dissolved and its property vested in McMaster University by The McMaster University Act, 1957; and whereas McMaster University hereby applies for special legislation varying the provisions of its Act of incorporation in relation to its organization, government and administration; and whereas it is expedient to grant the application;

Therefore, Her Majesty, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

Interpretation

1.— (1) In this Act,

- (a) "Board" means the Board of Governors of the University;
- (b) "Chancellor" means the Chancellor of the University;
- (c) "Divinity College" means McMaster Divinity College;
- (d) "graduate" means a person who has received a degree, diploma or certificate authorized by the Senate of the University or from a college affiliated with the University and is no longer registered as a student;
- (e) "non-teaching staff" means the employees of the University and of a college affiliated with the University who are not members of the teaching staff;
- (f) "President" means the President of the University;
- (g) "property" includes all property, both real and personal;
- (h) "Senate" means the Senate of the University;

- (i) "student" means a person who is registered in a course of study approved by the Senate;
- (j) "teaching staff" means the employees of the University or of a college affiliated with the University who hold the academic rank of professor, associate professor, assistant professor or lecturer;
- (k) "University" means McMaster University;
- (l) "year" means the membership year of the Board and of the Senate, and shall be any twelve-month period established from time to time by the Board or Senate respectively.

Conflict
R.S.O. 1970.
c. 89

(2) In the event of conflict between any provision of this Act and any provision of The Corporations Act, the provision of this Act prevails.

Corporation
continued

2. The corporation of McMaster University is hereby continued as a body corporate with perpetual succession and a common seal under the same name and, subject to the provisions of this Act, shall have, hold, possess and enjoy all the property, rights, powers and privileges which it now has, holds, possesses or enjoys.

University non-
denominational

3. The University, while recognizing the Judeo-Christian tradition in which it was founded, shall be free in its management and discipline from the control of any religious body.

PROPERTY

Trust property
vested in
University

4. All property heretofore or hereafter granted, conveyed, devised or bequeathed to or to any person in trust for or for the benefit of the University or any faculty, school, institute, or department thereof or otherwise in connection therewith, or to any person in trust for or for the benefit of Hamilton College, Moulton College or Woodstock College, subject to any trusts affecting the same, shall be vested in the University.

Property
R.S.O. 1970.
c. 225

5. The University shall have, in addition to the powers, rights and privileges mentioned in section 26 of The Interpretation Act, power to purchase or otherwise acquire, take or receive by deed, gift, bequest or devise and to hold, possess and enjoy, without licence in mortmain and without limitation as to the period of holding, any estate or property whatsoever and to sell, grant, convey, mortgage, lease or otherwise dispose of the same or any part thereof or any interest therein from time to time as occasion may require, and to acquire other estate or property in addition to or in the place thereof without such licence and such limitation.

Land Vested in University no liable to expropriation 6.— (1) Real property vested in the University and used by the University for and in connection with its purposes shall not be liable to be entered upon, used or taken by any corporation, except a municipal corporation, or by any person possessing the right of taking real property compulsorily for any purpose and no power to expropriate real property hereafter conferred shall extend to such real property unless in the Act conferring the power it is made in express terms to apply thereto.

Application of statute of limitations (2) All real property vested in the University, as far as the application thereto of any statute of limitations is concerned, shall be deemed to have been and to be real property vested in the Crown for the public uses of Ontario.

Property to be applied for purposes of University 7. Except as provided by section 18, the property of the University shall be applied solely for the purposes of the University.

THE BOARD OF GOVERNORS

Composition of Board 8.— (1) There shall be a Board of Governors of the University composed of,

- (a) the Chancellor, the President and the Chairman of the Board-Senate Committee on Long-Range Planning, who shall be ex officio members;
- (b) eleven members, none of whom shall be a full-time student or a member of the teaching or non-teaching staff, elected by the Board for a term of four years;
- (c) one member appointed by each of the Board of Trustees of the Divinity College and by the governing board of any other affiliated college for a term of four years;
- (d) five members appointed by the Alumni Association of the University from among the graduates for a term of four years;
- (e) three members appointed by the Senate from among the members thereof for a term of three years;
- (f) four members elected by the teaching staff of the University and affiliated colleges from among themselves for a term of three years;
- (g) one member elected by the undergraduate students from among themselves for a term of two years;

- (h) one member elected by the graduate students from among themselves for a term of two years;
- (i) two members elected by the members of the non-teaching staff from among themselves for a term of three-years; and
- (j) six members, none of whom shall be a full-time student or a member of the teaching or non-teaching staff, appointed by the Lieutenant Governor in Council for a term of four years.

Election procedures

(2) The Board shall by by-law determine the manner and procedure for the election of its members under clauses *b, f, g, h* and *i* of subsection 1 and for such elections may determine constituencies and assign persons or classes of persons to such constituencies, shall conduct such elections and determine any dispute as to eligibility to hold office or to vote, and the election of members under clauses *b, f, g, h* and *i* of that subsection shall be by secret ballot.

Canadian citizenship

(3) Subject to subsection 4, no person shall be eligible to serve on the Board unless such person is a Canadian citizen.

Saving

(4) Subsection 3 does not apply to a person who was a member of the Board on the day before this Act comes into force.

Eligibility

(5) A member of the Board ceases to hold office if he ceases to be eligible under subsection 3 or the clause in subsection 1 under which he was appointed or elected.

Term of office

(6) Subject to subsection 7, a member of the Board shall be eligible for re-appointment or re-election, as the case may be, except that no member shall serve for more than three consecutive terms, but on the expiration of one year after having served the third of three consecutive terms, such person may again be eligible for membership on the Board.

Proviso

- (7) The limit of three consecutive terms referred to in subsection 6 does not include,
- (a) service on the Board prior to the day this Act comes into force;
 - (b) the balance of an unexpired term for a person who becomes a member of the Board under section 15;
 - (c) a term reduced under subsection 2 of section 19.

Continuation in office

(8) Notwithstanding the expiration of the term for which he was appointed or elected, a member of the Board who is otherwise eligible may, by

resolution of the Board, continue to hold office until his successor is appointed or elected.

Exercise of powers by Board

(9) Notwithstanding any vacancy on the Board, where there are at least twenty-five members, the Board may exercise its powers.

Quorum

(10) The quorum of the Board shall consist of sixteen members or such greater number as the Board by by-law may determine, and at least one-half of the quorum shall consist of members of the Board appointed or elected under clauses b, c, d and j of subsection 1.

Vacancies

(11) After thirty days notice to an appointed or elected member, the Board, by a resolution passed by at least two-thirds of the votes cast at a meeting of the Board, may for just cause declare vacant the seat of such member.

Chairman and Vice-Chairman

(12) The Board shall elect a Chairman and a Vice-Chairman from among the members appointed or elected under clauses b, c, d and j of subsection 1 and in the case of the absence or illness of the Chairman or of there being a vacancy in that office, the Vice-Chairman shall act as and have all the powers of the Chairman.

Absence or illness

(13) In the absence or illness of the Chairman and Vice-Chairman, the Board may appoint one of its members appointed or elected under clauses b, c, d and j of subsection 1 to act as Chairman for the time being and the member so appointed shall act as and have all the powers of the Chairman.

Term of office

(14) The term of office of the Chairman and of the Vice-Chairman shall be as determined by the Board.

Records and books of account

(15) The Board shall keep proper records and minutes of its proceedings and proper books of account of the financial affairs of the University.

Conflict of interest

(16) A member of the Board or of a committee appointed by the Board who is in any way inter-ested in a proposed contract with the University shall declare such interest at any meeting at which the proposed contract is considered, shall withdraw from the meeting during any discussion of such contract and shall not vote thereon.

Powers of Board

9. Except in such matters as are assigned by this Act to the Senate, the government, conduct, management and control of the University and of its property, revenues, business and affairs shall be vested in the Board and the Board shall have all powers necessary or convenient to perform its duties and achieve the objects and purposes of the University including, without limiting the generality of the foregoing, power to,

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- (a) subject to subsection 3 of section 16, appoint, suspend or remove the President, and whenever there is a vacancy in that office appoint an acting President to hold office during the pleasure of the Board or until a President is appointed;
 - (b) appoint, promote, suspend or remove one or more Vice-Presidents, the Deans, the University Librarian, the University Registrar, and the members of the teaching staff of the University, provided that,
 - (i) all such appointments, excluding therefrom a person to be appointed for a stated period of time, shall be made upon nomination by the Senate and subsequent recommendation by the President,
 - (ii) all such promotions shall be made upon nomination by the Senate and subsequent recommendation by the President,
 - (iii) in the case of the suspension or removal of a member of the teaching staff, the Board shall prior thereto, but without limiting its power, consult the Senate,and appoint, promote, suspend or remove all other officers, agents and employees of the University;
 - (c) fix the number, duties, salaries and other emoluments of the officers, agents and employees of the University;
 - (d) delegate from time to time such of its powers under clauses b and c as it considers proper to the President or such other officer or employee of the University as may be designated by the President and approved by the Board;
 - (e) appoint an executive committee and such other committees as it may deem advisable and delegate to any such committee any of its powers;
 - (f) borrow money for the purposes of the University and give security therefor on such terms and in such amounts as it may deem advisable;
 - (g) invest all money that comes into its hands and is not required to be expended for any purpose to which it may lawfully be applied, subject always to any express limitations or restrictions on investment powers imposed by the terms of the instrument creating any trust as to the same in such manner as it considers proper and, except where a trust instrument otherwise directs, combine trust

moneys belonging to various trusts in its care into a common trust fund;

- (h) make by-laws and regulations for the conduct of its affairs;
- (i) establish and collect fees and charges for tuition and for services of any kind offered by the University and collect fees and charges on behalf of any entity or organization of the University;
- (j) on the recommendation of the Senate,
 - (i) establish or terminate any faculty, school, institute or department, and
 - (ii) make agreements with any institution of higher learning to become part of or be affiliated with the University and to provide for the alteration or termination of such agreements; and
- (k) make recommendations to the Senate as to educational policy.

Audit
R.S.O. 1970.
c. 373

10. The Board shall appoint one or more public accountants licensed under The Public Accountancy Act to audit the accounts and transactions of the Board at least once a year.

Annual report

11.— (1) The Board shall make a financial report annually to the Minister of Colleges and Universities in such form, and containing such information as the Minister may require.

Tabling

(2) The Minister shall submit the report to the Lieutenant Governor in Council and shall then lay the report before the Assembly if it is in session or, if not, at the next ensuing session.

Annual report
to faculty, etc.

(3) The Board shall make available to the employees of the University and its affiliated colleges and to the students, an annual report including an annual financial report in such form and manner as the Board may determine.

THE SENATE

Composition of
Senate

12.— (1) There shall be a Senate of the University composed of,

- (a) the Chancellor, the President, the Vice-Presidents, the senior Dean of each faculty, the Dean of Graduate Studies, the Dean of Adult Education, the Principal of the Divinity College, the head of each college hereafter affiliated with the University, the

chairman of the Board-Senate Committee on Long-Range Planning and the Chairman of the Undergraduate Council, who shall be ex officio members;

- (b) three members appointed by and from the Board;
- (c) four members appointed by the Alumni Association of the University from among the graduates;
- (d) six members, one to be elected by and from the undergraduate students registered in each of the Faculties of Business, Engineering, Health Sciences, Humanities, Science and Social Sciences;
- (e) six members, one to be elected by and from the graduates students registered through the School of Graduate Studies in each of the Faculties of Business, Engineering, Health Sciences, Humanities, Science and Social Sciences;
- (f) one member appointed by and from the teaching staff of the Divinity College and of each college hereafter affiliated with the University;
- (g) members elected by and from the teaching staff of the University in the following numbers,
 - (i) Faculty of Theology —one member,
 - (ii) Faculty of Business —three members,
 - (iii) Faculty of Engineering —three members,
 - (iv) Faculty of Health Sciences —six members,
 - (v) Faculty of Humanities —six members,
 - (vi) Faculty of Sciences —six members,
 - (vii) Faculty of Social Sciences —six members;

and

- (h) three members elected by and from the teaching staff of, and one member elected by and from the undergraduate students registered in, each faculty established hereafter.

**Election
procedures**

(2) The Senate shall by by-law determine the manner and procedure for the election of its members under clauses *d*, *e*, *g* and *h* of subsection 1 and for such elections may determine constituencies and assign persons or classes of persons to such constituencies, shall conduct such elections and determine any dispute as to eligibility to hold office or to vote, and the

	election of members under clauses <i>d</i> , <i>e</i> , <i>g</i> and <i>h</i> of that subsection shall be by secret ballot.
Eligibility	(3) A member of the Senate ceases to hold office if he ceases to be eligible under the clause in subsection 1 under which he was appointed or elected.
Term of office	(4) The term of office for an appointed or elected member of the Senate shall be three years except that, in the case of a student member, the term shall be two years.
Idem	(5) Subject to subsection 6, a member of the Senate shall be eligible for re-appointment or re-election, as the case may be, except that no member shall serve for more than two consecutive terms, but on the expiration of three years after having served the second of two consecutive terms, such person may again be eligible for membership on the Senate.
Proviso	(6) The limit of two consecutive terms referred to in subsection 5 does not include, <ul style="list-style-type: none">(a) service on the Senate prior to the day this Act comes into force;(b) the balance of an unexpired term for a person who becomes a member of the Senate under section 15;(c) a term reduced under subsection 2 of section 19.
Continuation in office	(7) Notwithstanding the expiration of the term for which he was appointed or elected, a member of the Senate who is otherwise eligible may, by resolution of the Senate, continue to hold office until his successor is appointed or elected.
Exercise of powers by Senate	(8) Notwithstanding any vacancy on the Senate, where there are at least forty-five members, the Senate may exercise its powers, and twenty members or such greater number as is provided by by-law constitute a quorum.
Vacancies	(9) After thirty days notice to an appointed or elected member, the Senate, by a resolution passed by at least two-thirds of the votes cast at a meeting of the Senate, may for just cause declare vacant the seat of such member.
Chairman and Vice-Chairman	(10) The President shall be Chairman of the Senate and Vice-Chancellor of the University.
Vice-Chairman	(11) One of the Vice-Presidents, designated by the President, shall be the Vice-Chairman of the Senate.

Secretary (12) The Secretary of the Senate shall be an officer of the University so designated by the Senate.

Powers of Senate

13.— The Senate has power to,

- (a) appoint the Chancellor;
- (b) nominate for appointment by the Board under the procedure established in subsection 3 of section 16, a person for the position of President;
- (c) nominate for appointment by the Board, one or more Vice-Presidents, the Deans, the University Librarian, the University Registrar, and the members of the teaching staff of the University, excluding a person to be appointed for a stated period of time;
- (d) nominate for promotion by the Board, the members of the teaching staff of the University;
- (e) recommended to the Board the suspension or removal of a member of the teaching staff of the University;
- (f) control and regulate the system of education pursued in the University and the conduct, activities and discipline, including suspension or expulsion, of the students thereof;
- (g) determine all courses of study, including standards for admission into the University and qualifications for degrees, diplomas and certificates;
- (h) conduct examinations and appoint examiners;
- (i) deal with matters arising in connection with the award of fellowships, scholarships, medals, prizes and other awards;
- (j) authorize the Chancellor and the Vice-Chancellor to confer the degrees of bachelor, master and doctor, including degrees in theology, and to award diplomas and certificates;
- (k) recommend to the Board the establishment or termination of any faculty, school, institute or department and the terms on which any institution of higher learning may become part of or be affiliated with the University;

- (l) appoint an executive committee and such other committees as it may deem advisable and delegate to any such committee any of its powers;
- (m) make by-laws and regulations for the conduct of its affairs; and
- (n) make recommendations to the Board on any subject of concern to the University.

BOARD OF GOVERNORS AND SENATE

- Meetings to be open** 14.— (1) Subject to subsections 2 and 3, the meetings of the Board and of the Senate shall be open to the public and prior notice of such meetings shall be given to the members and to the public in such manner as the Board and the Senate by by-law shall respectively determine, and no person shall be excluded therefrom except for improper conduct.
- Proviso** (2) Where matters confidential to the University may be discussed at a meeting of the Board or of the Senate, the part of the meeting concerning such matters shall be held *in camera*.
- Idem** (3) Where matters of a personal nature concerning an individual may be discussed at a meeting of the Board or of the Senate, the part of the meeting concerning such individual shall be held *in camera* unless such individual requests that such part of the meeting be open to the public.
- Examination of by-laws** (4) The by-laws of the Board and of the Senate shall be open to examination by the public during normal business hours.
- Publication of by-laws** (5) The Board and the Senate shall publish their by-laws from time to time in such manner as they may respectively consider proper.
- Vacancies** 15. Where a vacancy on the Board or Senate occurs before the term of office for which a person was appointed or elected has expired,
- (a) if the vacancy is that of an appointed member, the vacancy may be filled by the same authority which appointed the person whose membership is vacant; and
 - (b) if the vacancy is that of an elected member, the Board or the Senate, as the case may be, shall determine by resolution if the vacancy is to be filled and, if so, and notwithstanding any other provision of this Act, the manner and procedure for doing so shall be determined by by-law,

and a person appointed or elected hereunder shall hold office for the remainder of the term of office of the person whose membership is vacant.

CHANCELLOR AND PRESIDENT

Duties of
Chancellor

16.— (1) The Chancellor or in his absence the Vice-Chancellor shall preside at all convocations and, by virtue of the authority vested by the Senate, the Chancellor and the Vice-Chancellor shall confer all degrees and award diplomas and certificates.

Powers of
President

(2) The President of the University shall be the chief executive officer of the University under the authority of the Board and the Senate, and shall have general supervision over and direction of the academic and administrative work of the University and of its teaching and non-teaching staffs.

Appointment
of President

(3) The President shall be appointed by the Board on nomination by the Senate after the Senate has requested, received and considered a recommendation from a committee composed of five persons to be named by the Board and five persons to be named by the Senate, as shall be determined by their respective by-laws, which committee shall appoint its own chairman and determine its own procedure, and any recommendation of the committee shall be made in writing and signed by at least eight members and delivered to the Senate within nine months after the date on which the Senate shall have named the five persons to be named by it, and failing such recommendation, the Senate may nominate and the Board may appoint the President.

Recommend-
ation by
President as to
staff

(4) The President may upon the nomination of the Senate make recommendations to the Board as to the appointment and promotion of one or more Vice-Presidents, the Deans, the University Librarian, the University Registrar and the members of the teaching staff of the University.

GENERAL

Affiliation of
McMaster
Divinity
College
continued

17. McMaster Divinity College shall continue to be affiliated with the University subject to the terms of agreement between the said college and the University.

Power to
transfer
property to
Divinity
College

18. The Board shall have power to transfer or grant to the Divinity College, as may be agreed upon with the Board of Trustees of the Divinity College,

(a) property received after the coming into force of this Act under wills and other instruments dated prior thereto in trust for purposes of theological education, subject to the trusts thereof; and

- (b) the right to use property and services of the University while the work of the Divinity College is conducted on lands owned by the University.

Present Board and Senate continued	19.— (1) Notwithstanding sections 8 and 12, the members of the Board and Senate holding office immediately before this Act comes into force shall continue to hold office and constitute the Board and Senate under this Act until the members of the Board and Senate are appointed or elected in accordance with this Act.
Staggered terms of office	(2) Prior to the first appointments or elections of members after this Act comes into force, the Board and Senate respectively shall provide for staggered terms of office.
By-laws, etc. continued	(3) Subject to this Act, all by-laws, rules, regulations and resolutions of the Board and Senate made prior to the coming into force of this Act shall continue in force until amended or repealed.
First membership year	(4) Notwithstanding any other provision of this Act, the first membership year of the Board and of the Senate after this Act comes into force may be for a period of less than twelve months.
Repeals	20. The following are repealed: 1. <i>The McMaster University Act, 1957</i> , being chapter 144. 2. <i>The McMaster University Amendment Act, 1962-63</i> , being chapter 173. 3. <i>The McMaster University Amendment Act, 1968-69</i> , being chapter 155.
Commencement	21. This Act comes into force on the day it receives Royal Assent.
Short title	22. This Act may be cited as <i>The McMaster University Act, 1976</i> .