

# CHARTER OF THE MEDICAL UNIVERSITY OF SOUTH CAROLINA

The Medical University of South Carolina was founded as The Medical College of South Carolina in 1824 under the auspices of the Medical Society of South Carolina. On December 20, 1832, it was chartered as a corporate body and named the Medical College of the State of South Carolina. The term of the charter was for a period of twenty-one years. The charter was “renewed and revived” periodically until January 25, 1900, when the Secretary of State renewed the Charter in PERPETUITY. On February 19, 1913, all property of the Medical College was conveyed and transferred to the State of South Carolina and thus was established a “State Medical College.” This 1913 Act, numbered 126, repealed “all Acts or parts of Acts inconsistent with the provisions of this Act.” Subsequent changes or additions are referable to the 1913 Act and take the form of Amendments. Additional historical information follows the *Charter* under the title *History of the Medical University Charters and Powers*.

**Act No. 2580, VIII McCord, Statutes at Large 349 (1840)  
December 20, 1832**

## CHARTER

### An ACT to Incorporate the Medical College in South Carolina

Sec. 1. Be it enacted by the Senate and House of Representatives, That a Board of Trustees and Professors be and are hereby established and declared to be a corporate body, under the style and title of the President, Trustees and Faculty of the Medical College of the State of South Carolina.

Sec. 2. And be it further enacted, That the said Board of Trustees shall consist of eleven member, viz; Nathaniel Heyward, C. J. Colcock, Henry L. Pinckney, Robert J. Turnbull, Samuel Prioleau, Elias Horry, William Drayton, Jacob Ford, H. A. Desaussure, Jasper Adams, and Mitchell King, Esquires, who shall elect a President from among themselves.

Sec. 3. And be it further enacted, That when a vacancy shall occur among the members of the said Board of Trustees, such vacancy or vacancies shall be filled by the remaining members of the Board.

Sec. 4. And be it further enacted, That the Faculty shall consist of J. Edwards Holbrook, Samuel Henry Dickson, Thomas G. Prioleau, Edmund Ravenel, Henry R. Frost, and John Wagner, Professors.

Sec. 5. And be it further enacted, That the said Board of Trustees and Faculty shall have perpetual succession of officers and members, with a common seal; shall have power to make all lawful and proper rules and by-laws, for the government and regulation of themselves and of the said College; and that the said corporation is declared capable of receiving and holding real and personal estate, not exceeding sixty thousand dollars, whether acquired by gift, devise, bequest or purchase, for the benefit of said College.

Sec. 6. And be it further enacted, That whenever a vacancy shall occur in the Faculty of the said College, the said Board of Trustees and Faculty shall have the power to elect to the vacant Professorship, and also to establish such other or assistant Professorship, under such regulations as they may deem essential to the interests of the said College, and to remove any Professor or Professors for incapacity or

misconduct.

Sec. 7. And be it further enacted, That the said Board of Trustees and Faculty shall have power to confer Medical degrees with license to practice Medicine and Surgery, on such persons as may have attended Lectures in the said College, and may be recommended by the Faculty, and on such other persons as they may propose.

Sec. 8. And be it further enacted, That this shall be deemed a public Act, that the same need not be pleaded, but may be given in evidence under the general issue.

Sec. 9. And be it further enacted by the authority aforesaid, That this Act shall be and continue in force for the term of twenty-one years.

In the Senate House, the twentieth day of December, in the year of our Lord, one thousand eight hundred and thirty-two, and the fifty-seventh year of the Sovereignty and Independence of the United States of America.

H. DEAS, President of the Senate

H. L. PINCKNEY, Speaker of the House of Representatives

## **History of the Medical University Charters and Powers<sup>1</sup>**

The Medical College of the State of South Carolina, predecessor to the present day Medical University of South Carolina, was chartered on December 20, 1832, by Act No. 2580.<sup>2</sup> VIII McCord, *Statutes at Large* 349 (1840). The duration of the charter was twenty-one years. The board of trustees and faculty were granted the “power to make all lawful and proper rules and by-laws, for the government and regulation of themselves and of the said college” and “the said corporation is declared capable of receiving and holding real and personal estate, not exceeding \$60,000, whether acquired by gift, devise, bequest or purchase, for the benefit of said College.” Act No. 2580 is attached as Exhibit A.<sup>3</sup>

On December 21, 1854, the General Assembly passed Act No. 4200, which renewed the charter of, *inter alia*, the Medical College of the State of South Carolina, “with all the rights, powers and privileges heretofore granted to them respectively; and all acts done by any of the said corporations, in accordance with their respective charters, since their expiration be, and the same are hereby, allowed to be legal and valid.” XII *Statutes at Large* 319 (1874). Note that the original charter, passed in 1832 with a life of twenty-one years, would have expired before Act No. 4200 was passed. Hence, the language “renewing” the charter and validating acts done after the charter’s expiration. Although the charter was not renewed in 1853, the Appropriations Act for 1853, included an appropriation of \$20,000 to the Medical College of the State of South Carolina. Act No. 4200 is attached hereto as Exhibit B.<sup>3</sup>

On December 24, 1878, Act No. 706 was passed which “renewed and revived for the term of twenty-one years” the charter of the Medical College of the State of South Carolina, “with all the rights, powers and privileges heretofore granted; and that all acts done by the said corporation in accordance with its charter since the expiration thereof be, and the same are hereby, declared legal and valid.” XVI

*Statutes at Large* 817 (1876 [sic]).<sup>4</sup> Act No. 706 is attached hereto as Exhibit C.<sup>3</sup>

The 1853 renewal of the original charter did not contain a time limit but, being a renewal, the limit was probably twenty-one years. If so, the charter should have been renewed in 1875. The charter was renewed in 1878 with a provision validating acts done after the expiration of the charter. Note that although the charter of the Medical College would technically have expired December 20, 1875, on March 10, 1876, the legislature passed Act No. 118 creating a board of pharmaceutical examiners, to which members were to be appointed by the Medical College of the State of South Carolina.

On March 9, 1896, the General Assembly passed Act No. 45, "An Act to Provide for the Formation of Certain Corporations and to Define the Powers Thereof," which appears to be the first general statute concerning the formation and powers of corporations. *XXII Statutes at Large* 92 (1896). That Act was amended on March 5, 1897, by Act No. 333 (*XXII Statutes at Large* 522 [1896]) and again on February 21, 1898, by Act No. 479 (*XXII Statutes at Large* 771 [1896]). Act No. 45 is attached hereto as Exhibit D<sup>3</sup>; Act No. 333 as Exhibit E<sup>3</sup>; and Act No. 479 as Exhibit F.<sup>3</sup>

Section 10, Act No. 45 provides that for "Any corporation heretofore created which has not forfeited its charter . . . may surrender its charter and secure a new charter under this Act . . ." Various procedures are outlined in order to obtain a new charter. Under Section 12, "All charters granted under the provisions of this Act shall continue of force perpetually unless limited by the terms of the [incorporators'] petition . . . ."

Particularly important is Section 15 which provides:

Every corporation chartered under this Act shall have the following powers, to wit:

\* \* \*

5. To make contracts, to loan money, to acquire and to transfer property, both real and personal, . . . possessing the same powers in such respect as individuals now enjoy.

Section 31 provides that "Every corporation created under the provisions of this Act . . . shall have all the rights, powers and privileges now provided for by law."

Section 8 of Act No. 333 of March 5, 1897, amended Section 12 of Act No. 45 by adding the following words, "If the charter of any corporation under this Act shall hereafter expire by limitation of time, such charter may be renewed . . . in the following manner:" Thereafter, a form of petition is incorporated into the statute.

Act No. 479 of February 21, 1898, again clarified the statute by adding the following words: "If the charter of any corporation heretofore or hereafter granted by special Act . . . has expired, or shall expire by limitation of time, such charter may be renewed . . . in the following manner:" As a result of Act No. 479, legislative charters which had expired (as had the Medical College's) could be renewed by petition to the Secretary of State.

Pursuant to these statutes the trustees and faculty of the Medical College of the State of South Carolina filed a petition with the Secretary of State for a perpetual charter. The petition is handwritten

and in the form specified by the statute. It is attached hereto as Exhibit G.<sup>3</sup> A transcription of the petition is attached hereto as Exhibit G-1.<sup>3</sup>

The petition recites that the original charter was granted on December 20, 1832, and asserts that the original charter was renewed from time to time until December 24, 1878, and that the charter expired on December 24, 1899. The petition cites the above statutes as the basis for the petition. The Secretary of State issued a “perpetual charter” on January 25, 1900.<sup>5</sup> That charter is attached as Exhibit H.<sup>3</sup>

On February 15, 1912, the General Assembly passed Act No. 556 amending the original charter of 1832 so as to eliminate the phrase “not exceeding \$60,000,” a phrase which limited the amount of property the college could hold. XXVII *Statutes at Large* 1067 (1911). That Act is attached hereto as Exhibit I.<sup>3</sup>

Until 1913, the Medical College remained a private institution. On February 19, 1913, the General Assembly passed Act No. 126 accepting the transfer of the property of the private Medical College of the State of South Carolina and establishing a State medical college. XXVIII *Statutes at Large* 188 (1913). That Act is attached hereto as Exhibit J.<sup>3</sup>

The name was changed to The Medical University of South Carolina by Act No. 349, 1969 Acts and Joint Resolutions 444.

<sup>1</sup> Source: This historical information was prepared by H. Simmons Tate, Jr., Esquire, of Sinkler and Boyd Law Firm in Columbia, South Carolina on March 10, 1998.

<sup>2</sup> Act No. 2534 of December 17, 1831, is sometimes erroneously given as the first charter of the Medical College. That act was passed at the request of the faculty of the Medical College of South Carolina, a private medical college created in 1824 and operated by the Medical Society of South Carolina pursuant to § XXXV of Act No. 2322 of December 20, 1823. VIII *Statutes at Large* 328, 333 (1840). The faculty felt the Medical Society gave the college inadequate financial support and petitioned the General Assembly to change the governance of the college. Act 2534 created a board of trustees consisting of appointees of the Medical Society and the governor. Act No. 2534 was declared unconstitutional by *The State v. N. Heyward*, 37 S.C.L. (3 Rich.) 390 (1832). The legislature responded by passing Act No. 2580 of 1832, which created another private medical school separate from the one operated by the Medical Society. The faculty of the Medical Society’s medical school resigned *en masse* and joined the new medical school. The Medical Society hired a new faculty and for a number of years, the two medical schools operated in competition. The Medical Society’s college went by the name of the “Medical College of South Carolina.” The new college was the “Medical College of the State of South Carolina.” Ultimately, the Medical Society closed its college.

<sup>3</sup> The exhibits are omitted because of their length; they are available upon request.

<sup>4</sup> I cannot explain why an Act passed in 1878 is printed in a volume whose title page has a date of 1876.

<sup>5</sup> The “perpetual charter” was “dissolved by forfeiture” in 1975. I have no information why this occurred.