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New York State Department
of Education (Board of
Regents) 1915-1917

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THEO. N. VAIL, PRESIDENT

BELVIDERE BROOKS, GENERAL MANAGER

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SEND the following message subject to the terms of back hereof, which are hereby agreed to

TRANSFERRED
[Handwritten signature]

August 24, 1915

Andres Ten Eyck
Commission on Education
Albany, N. Y.

Our records show petition June twenty fifth
eighteen eighty nine Certificate granted by legislature
June eighteen ninety No record of place or date of
filing Making further inquiry

P. M. North

(Charge to Bd. Foreign Missions,
M. E. Church, 150 Fifth Ave., N.Y.)

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THE UNIVERSITY OF THE STATE OF NEW YORK
THE STATE DEPARTMENT OF EDUCATION
OFFICE OF THE PRESIDENT OF THE UNIVERSITY
AND COMMISSIONER OF EDUCATION

ALBANY
August 30, 1915

RECEIVED BY	
COR. SECY.-NORTH ()	
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TO — REFERRED —	DATE
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Dear Doctor North:

Do you think it is possible that Peking University might have had another name at the time of its incorporation? We can find no trace, in the office of the Secretary of State or in the County Clerk of New York's office, of the charter of any corporation known as Peking University. I will greatly appreciate any clue you may have as to the identity of this institution at the time of its incorporation in order that we may have a copy of the charter or the instrument setting forth its incorporate rights.

Very sincerely yours

Amos Ben Esch
Secretary to the President

Dr F. M. North
Board of Foreign Missions
150 Fifth avenue
New York City

1125

TRANSFERRED

August
Thirtieth,
Nineteen Fifteen

Dr. Pliny B. Sexton,
Palmyra, N. Y.

My dear Sir:

A few days since I had an interview with Dr. J.H. Finley, Commissioner of Education concerning the procedure to be taken in securing slight alterations to the Charter of Peking University, Peking China, which was incorporated under the General Act of 1848 in June 1890. Acting under the suggestion of Dr. Finley and his legal advisers, the Trustees of the University have put in form the enclosed petition, which represents a unanimous request, as you will see, by the individual signatures appended. For several reasons it is not only very important that the amendments asked for be granted, but that action be taken at the earliest practicable date. These reasons I desire briefly to state on behalf of the Trustees.

First: Peking University was originally incorporated, as you well know, by a simple but generous charter with the probable intention on the part of the incorporators that at some time it might really represent in its administration several cooperating missions. After a very prolonged consideration of this possibility and after no little difficulty because of individual, and, perhaps I should say, denominational opinions on the field, a complete agreement was reached about a year ago and all parties in interest, the Missions themselves in Peking and the three Boards at home, the American Board of Commissioners for Foreign Missions, the Presbyterian Board of Foreign Missions and the Board of Foreign Missions of the M. E. Church, have unanimously agreed to a basis of cooperation, which in substance has been stated in the proposed revision of by-laws of the Trustees and which will come into operation when the charter is amended in the matter of the number of trustees. Since there has been so long a negotiation and so complete an agreement at last, those who are interested in promoting a really great Christian University in North China urge that there be no delay now in getting the plan into practical operation. It is desired that this should be done, if possible, this early fall.

Second: The natural question arises, and I frankly refer to it because it has been in my own thought as well as

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in that of others, namely, whether a new charter might not be more satisfactory than a revision of the old. The answer to this is that the continuance of the old charter has been one of the points of discussion on the field and those who have invested time and money and life in the promotion of the University under the present charter are particularly tenacious that it should be continued. All others agree. It seems to us that it would be a serious error to attempt or permit the reopening of discussion at this point, since there is unanimity now in accepting the proposal that the present charter shall be continued with the slight alterations required.

Third: The changes required in the articles of incorporation are three:

- (1) The first will substitute the word "University" for other terms so that the organization will not be distinct-

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in that of others, namely, whether a new charter might not be more satisfactory than a revision of the old. The answer to this is that the continuance of the old charter has been one of the points of discussion on the field and those who have invested time and money and life in the promotion of the University under the present charter are particularly tenacious that it should be continued. All others agree. It seems to us that it would be a serious error to attempt or permit the reopening of discussion at this point, since there is unanimity now in accepting the proposal that the present charter shall be continued with the slight alterations required.

Third: The changes required in the articles of incorporation are three:

(1) The first will substitute the word "University" for other terms so that the organization will be distinctly on a university basis. I think that this is entirely justifiable in view of the fact that a very strong medical school is being organized under the auspices of the China Medical Board in conjunction with the missionary boards, and it is understood that ultimately this is to be a department of the University. It is altogether probable that other departments will develop into schools and that the institution will be worthy of the name of University. The articles incorporated the "Trustees of Peking University". It will be logical to carry this term throughout.

(2) The number of Trustees. If it is legally possible the Board would prefer the amendment proposing a minimum and maximum number. We understand that twenty-five is the legal maximum possible. If, therefore, we could say not less than fifteen and not more than twenty-five, it would make a safe basis. We think that this would be the better form. If, however, the law requires that a definite number be named, we should prefer twenty-five. This is because we shall have in the membership of the Board Trustees named by at least three different institutions, probably four and possibly five. Then there will be sufficient margin to permit of the co-optating of additional trustees when it may be valuable to add to the number.

(3) The third item is not especially important excepting, as the Trustees may not all be centered in New York, it will be desirable not to be obliged to select men who are residents in this state. Therefore, we propose to hold to the residence in the United States but not to the residence in the State of New York, excepting so far as law requires it. Any further adjustments, we understand, can be worked out in the by-laws without necessary changes in or additions to the charter.

Fourth: Once the amendments are adopted it will be the purpose of those who come into the cooperation to provide under the charter, through its by-laws and through some such agreement as has been adopted by the cooperating Boards in the case of Hanking University of whose trustees I chance to be one, to complete the cooperation for such effective work as will give to the University an outstanding position in China.

I am sending you under another cover copy of the Minutes of the Twenty-fifth Annual Meeting of the Board of Managers in Peking, and enclose herewith the petition with copies of the same, in harmony with the understanding with Dr. Finley.

I am hoping that we are taking the proper procedure in this matter and that the Board of Regents may find it practicable at their meeting on September 9th to grant the request herewith presented.

With very deep appreciation of the service for the cause of education in our State and recognition of far-reaching influence of the work of the University of the State of New York, I am,

Yours very cordially,

Encl.

FMB
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Dr. P. B. Sexton

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Fourth: Once the amendments are adopted it will be the purpose of those who come into the cooperation to make provision under the charter, through its by-laws and through some such agreement as has been adopted by the co-operating Boards in the case of Hanking University of whose trustees I chance to be one, to complete the cooperation for such effective work as will give to the University an outstanding position in China.

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I am hoping that we are taking the proper procedure in this matter and that the Board of Regents may find it practicable at their meeting on September 9th to grant the request herewith presented.

With very deep appreciation of your service for the cause of education in our State and recognition of the far-reaching influence of the work of the University of the State of New York, I am,

Yours very cordially,

Encl.

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TRANSFERRED

WESTERN UNION

Form 260



TELEGRAM

GEORGE W. E. ATKINS, VICE-PRESIDENT NEWCOMB CARLTON, PRESIDENT BELVIDERE BROOKS, VICE-PRESIDENT

RECEIVER'S No.	TIME FILED	CHECK
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SEND the following Telegram, subject to the terms on back hereof, which are hereby agreed to

September 1, 1915.

Mr. Andrew Ten Eyck,
Department of Education,
Albany, N. Y.

Have copy certificate Trustees of Peking University filed
and recorded June twenty fifth eighteen ninety signed Th. E.
Benedict Deputy Secretary of State Copy certified by
Frank Rice Secretary of State

F. H. North.

(Charge to Board of Foreign Missions,
150 Fifth Avenue, New York.)

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TRANSFERRED

File in Mr. H.C. Ingraham
Henry A. Ingraham

September
First,
Nineteen Fifteen

Dr. J. H. Finley,
Commissioner of Education,
Albany, N. Y.

My dear Dr. Finley:

One of our Trustees, Mr. Henry A. Ingraham, who has signed the petition, is the son of Mr. H. C. Ingraham through whom the first certificate was filed. Mr. Ingraham is a thoughtful young lawyer and he has some query as to two or three points. I have asked him to submit to you a memorandum raising the points which are in his mind and he has signed the petition with the understanding that he will be at liberty to do this. This will not be to question the legal position of your advisers, but to put one or two questions which are in his own mind.

The first has to do with the legality of the arrangement for election of trustees by certain organizations under a charter that does not definitely provide for such participation. This was covered in our conversation and it was agreed that there was no bar to this process, as I understand it.

The second question touches some legal decision which he thinks may affect the standing of an institution which has been incorporated under the law of 1848 but did not receive the endorsement of the Regents at the time. If I understand the case properly, that point was raised and it was decided that at that time it was not necessary in the case of an institution of this sort.

I will be glad to have attention given to Mr. Ingraham's views. At the same time I am strongly hoping that the simpler modifications suggested may be entirely legal and that they may be granted at the coming meeting.

Permit me to enclose a copy of the Certificate of Incorporation, which may not be in your hands. This

1132

was filed in the office of the Secretary of State, June 25, 1890. I telegraphed today to Mr. Ten Eyck that I have a copy of the certificate with the date of record duly attested by the Secretary of State at that time, Mr. Frank Rice. To that item I might add that the Notary who took the deposition of some of the Trustees on May 20, 1890, was John R. Huff, Notary Public #244; of others, J. D. Bell of Kings County. The certificate was endorsed as follows: "I consent to and approve of the filing of this certificate. George P. Andrews, Justice of the Supreme Court, First Department."

Yours very truly,

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TRANSFERRED

PLINY T. SEXTON
PALMYRA, N. Y.

OFFICE MANAGER (
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SEP 6 1915	
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September 4,

Rev. Frank Mason North, D. D., Secretary
150 Fifth Avenue, New York

Dear Sir :

Your letter of August 30 was duly received, enclosing the mentioned petition to the Board of Regents of The University of the State of New York for certain specified amendments to the charter of the organization whose corporate name appears to be "The Trustees of Peking University, China."

Consideration has been given to the application and to the explanations given by your letter of the commendable planning for increasing the usefulness of the institution, and no reason is now apparent why the Board of Regents may not properly grant the desired amendments.

It is not altogether clear, however, that they will be able to do so at their next meeting, which I will here mention has been postponed from the 9th to the 16th of this month. The difficulty, which would be jurisdictional, is that your certificate as to the action of the trustees of Peking University at their meeting on August 26 does not definitely state that every member of the Board was present at such meeting, and that the requested amending of their charter was unanimously voted by such meeting of the full Board. If all of the trustees were present in the mentioned meeting of their Board and then voted for the desired amendments, your certificate thereof may properly be so amended as to sufficiently establish the required jurisdictional facts, and it would then be possible for the Regents to grant the requested amendments at their first meeting when the petition is submitted.

1134

PLINY T. SEXTON
PALMYRA, N. Y.

Or there is yet time, before the appointed next meeting of the Regents, for your trustees to have another Board meeting with every one present and all voting for the amendments, and for a new duly certified petition to be prepared and forwarded for consideration.

Otherwise, in the absence of the unanimous request of your trustees voted when all are together and acting as a board, the Regents would not have power to act definitely upon the desired amendments until after giving an appointed hearing of objections thereto after 30 days notice thereof.

Simply signing such a petition by every person who is a member of the Board of trustees does not make it the unanimous action of the trustees, as such. They can act officially only when duly assembled in a Board meeting.

I see that I have omitted acknowledging the receipt of the copy which you sent me of the Minutes of the Twenty-fifth Annual Meeting of the Board of Managers of Peking University, which has much interested and informed me. The institution will doubtless be one of very great usefulness.

Very truly yours,

Pliny T. Sexton

1135

TRANSFERRED

September
Eighth
Nineteen Fifteen.

Dr. Pliny T. Sexton,
Palmyra, New York.

My dear Sir:

Your favor of the 4th inst. is at hand.

I am glad to know that the suggested amendments to the Charter of the Trustees of Peking University, China, seem to you to be proper and advisable and that you see no reason now why the Board of Regents may not properly grant the desired amendments. I note the change in the date of the meeting of the Board of Regents.

I am in some perplexity as to the technical question involved in the formal action of the Board and obey the impulse to give you the exact facts and ask your advice, requesting, first of all, that you keep in mind the fact that for reasons named in my recent letter prompt action on this matter of amendment to the Charter is exceedingly desirable. As is true of many Boards, it has not been easy to secure at our meetings the attendance of every member. In the case of the meeting on August 26th, eight of the nine members of the Board were present. It was then thought that since all were agreed to the action, and eight of the nine members were present and voting, that if the entire nine members signed the petition it would represent to the

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Dr. Pliny T. Sexton.

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September 8, 1

Board of Regents the desire and the actual position of every member of the Board. Your statement of the law would seem to negative this hope inasmuch as I understand you to say that all the trustees must be present at the meeting and all vote in favor of the desired amendments. This was not strictly the case as there was one member absent out of the nine, though, as the paper shows, all the members signed the document.

But two courses seem to me to be open if final action is to be taken on the 16th: First, to secure another meeting of our Board at which all the members shall be present and shall vote for the proposed amendments. Unfortunately, one of the members, Bishop Luther B. Wilson, is now in the west on official duty and will not return until September 22. This plan therefore cannot be worked. Second, that our earlier meeting, which adjourned at the call of the chair, be reassembled and the vote of the absent member recorded, the meeting itself being regarded as a continuation of the meeting of August 26th. This, I think, is done in the case of some corporation meetings. We would not wish to do it however unless in your judgment it would properly meet the legal obligation involved.

A third method might be to modify the form of the petition now in your hands on the basis of the action already taken, stating that it was adopted by eight of the nine members, and leave to the Board of Regents the process of securing the appointed hearing after the thirty days. I do not

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TRANSMITTED

Dr. Pliny T. Sexton.

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September 8, 1915.

know how soon again the Board of Regents will meet, but I fear that this method will mean a serious postponement of final action.

Will you kindly telegraph me at 150 Fifth Avenue if the second plan would be satisfactory? I think I could assemble a meeting in time for placing the proper action before the Regents at their meeting on September 16th.

If our interests were not so important in this matter I would certainly be unwilling to give you as much trouble as to the details as I seem to be forced to do.

Yours cordially,

FMN:T

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P. V. Union
TRANSFERRED

PLINY T. SEXTON
PALMYRA, N. Y.

September 8, 1915

Rev. Frank Mason North, D. D., Secretary
150 Fifth Avenue, New York

Dear Sir :

I have received to-day from Albany the letters which you and Henry A. Ingraham, Esq., addressed to Dr. John H. Finley under date of September 1, stating two legal queries which have arisen in the mind of Mr. Ingraham concerning the complete regularity of the incorporation in June 1890, under the mentioned law of 1848, of the "Trustees of Peking University, China," and as to the sufficiency for their intended purposes of the amendments to the charter of such institution which its trustees have now requested the Regents of The University of this State to grant.

Concerning Mr. Ingraham's first doubting, I may say that in 1890 incorporation under the said law of 1848 did not require the consent of the Regents of The University, in any case, whether the new corporation was to be established in this or in a foreign country, and it probably is an error to attribute to Chancellor Curtis the making of the reported distinction.

Mr. Ingraham is correct, however, in thinking that the mentioned proposed amending of the charter of the Peking University would not authorize the election of its trustees by any other organization, and if it is desired that other bodies shall have such power further specific amending than has been asked for would be required.

Of course, it would always be competent for the members of the corporation of the said University, in their discretion, in electing its trustees to be guided by the expressed wishes of others.

Doctor Finley's Secretary, in sending me the mentioned letters from you and Mr. Ingraham, indicated that you are wishing to know if the presence of any one interested in your University will be necessary at the coming meeting of the Board of Regents, and I may say that such representation does not seem needful.

Very truly yours,

Pliny T. Sexton

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PLINY T. SEXTON
PALMYRA, N. Y.

September 9, 1915

~~UNRECORDED~~ REFERRED

Rev. Frank Mason North, D. D., Secretary
150 Fifth Avenue, New York

My dear Doctor :

Complying with the request of your letter of yesterday and regretting to disappoint you, I have telegraphed you that your "second plan would not give the Regents jurisdiction," meaning, of course, for immediate final action.

For your mentioned third method, it would not be necessary to modify or renew the petition already sent in. It is sufficient as it is to set the Regents in motion, and they can, if it shall seem desirable, arrange for the required hearing of objections, which in such case must precede competent granting of the amendments.

But possibly, after receiving my letter of yesterday and further considering Mr. Ingraham's suggestions, you may wish to ask for additional amendments, and if that shall be so probably you will be able to have a meeting of your full board of trustees and secure their unanimous vote,, when thus assembled, for all of the amendments which you shall conclude to be needful, and to have a new petition embodying such action ready for presentation at the meeting of the Regents which will likely be held about the 20th of October.

If further amendments are to be sought, perhaps when you have decided upon their substance I might aid you some in determining their preferable form.

Very truly yours,

Pliny T. Sexton

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September
Tenth
Nineteen Fifteen.

Dr. Pliny T. Sexton,
Palmyra, New York.

My dear Dr. Sexton:

I am obliged to you for your favor
of the 8th and note carefully its contents.

Mr. Ingraham's first inquiry will need
no further discussion. The legal requirement, as
indicated in his second query, will oblige the trustees
to send you for action a substitute to the amendment
proposed as to the enlargement of the Board of Trustees.
It is my plan at the meeting of the trustees on Tuesday,
September 14th, to propose for adoption a substitute
for the petition now in your hands, in all ways identical
with that but including a plan for the election of
trustees on some such basis as that provided in the
charter of the University of Nanking. I trust that this
will be properly framed. It is clear that it cannot at
that time receive the unanimous vote of the trustees, be-
cause of the necessary absence of at least one member of
the Board. I assume therefore that there is no way to
avoid the delay, but the Regents if they favor the
amendment will give the thirty days notice for a hearing
and in the event of no objection being brought forward
will make the amendment final.

Yours cordially,

FMN:T

1143

PLINY T. SEXTON
PALMYRA, N. Y.

October 16, 1915 ✓

Peking University
~~RECEIVED~~

Rev. Frank Mason North, D. D., Secretary
150 Fifth Avenue, New York

My dear Doctor :

Oct 15

Your letter of the 14th has brought to me its mentioned "proposals for a change of the charter of Peking University," but too late, I am regretting to have to say, to admit of their being made ready for their desired submission to the Board of Regents on the 21st instant.

While I am not able immediately to give the necessary understanding consideration to the proposals, it is sufficiently clear that as presented they would not be approved by the Board of Regents, and I am writing (it is all that I can find time to do now) to suggest that you defer the contemplated meeting of the trustees of Peking University, until after there can be further clarifying conferring between us concerning the amending of its charter.

With what is already now in hand, it is not likely that satisfactory attention can be given to the wished for amendments for several days, but doubtless an understanding concerning them can be easily reached before the meeting of the Board of Regents which is expected to be held on November 18.

Regretting to have you and your associates disappointed,
I am,

Very truly yours,
Pliny T. Sexton

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RECORDED
PLINY T. SEXTON
PALMYRA, N. Y.

October 25, 1915 ✓

Rev. Frank Mason North, D.D., Secretary
150 Fifth Avenue, New York

My dear Doctor :

Your disappointment at not having the charter of the Trustees of Peking University amended, as you desired, at the meeting of the Regents on the 21st, was much regretted, but, as has been indicated to you, when your later propositions for the amending of the charter came, there was therein matter which had not been previously mentioned, and which it seemed that the Regents could not grant. And as other not clearly apprehended difficulties were noted, it was apparent that there was need for more careful consideration of the requested amendments, generally, than there would be available opportunity for in the brief time remaining before the said meeting of the Regents.

The trouble first noted in the papers was caused by the adding, to the declaration of purposes of the corporation, that of applying, when advisable, the funds of the University, "from time to time, towards the support and maintenance of educational work in such other educational institutions, corporations or organizations as the Board of Trustees of Peking University by two-thirds vote may decide upon."

It is, indeed, a great benefaction which your combination of Missionary Societies is planning to bestow upon the people of China, through the Peking University, and it was quite natural and commendable that such philanthropic organizations should wish to give still wider extension to the practical operation of their benevolent purposes. And there need not be difficulty in so doing.

But it seemed that it would not be competent for the Regents to authorize the making of the Peking University the almoner of such enlarged purposes, and that, instead, separate institutions should be created for each field of work.

1146

PLINY T. SEXTON

PALMYRA, N. Y.

The incorporating powers of the Regents of The University of this State are limited. They can charter educational institutions, and empower them to do varied educational work, as functions of the particular corporations. But the Regents cannot authorize such corporations to create or aid other organizations.

And subsequent examination and reflection have confirmed the earlier impressions that by the clause quoted from the last requested amending of the charter of the Peking University, and by the words of like import in the concluding sentence of the proposed amended second paragraph of the charter, more was being asked from the Regents than they would be likely to think they could competently grant.

And in this connection I am moved to say to you that, in amending the said second paragraph of your charter, the Regents probably would wish, in order to avoid future misapprehensions, to change the phrase authorizing the "establishing and maintaining, or assisting to establish or maintain, in Peking, China, its immediate vicinity or in adjacent countries, a University, " etc.

While such phrase in the original charter was alternative in form, making it largely discretionary as to what should be done, and where, such granted power of choosing has been exercised and the contemplated institution established and located, and the original discretionary power probably is not regarded as being further operative. It would, therefore, seem preferable to change the form of expression of that phrase from an alternative to a direct authorization of the establishing and maintaining of a University at Peking, China.

There is also another matter which a study of your papers suggests mentioning to you. It is observed that the University is now conducting a preparatory department and a "special" department (whatever that may signify), which seem to be doing much the greater and probably the most useful part of its educational work.

But is quite doubtful if the establishing and maintaining of such departments of secondary and possibly elementary education can be regarded as lawfully competent for a College or University, unless in terms made a part of its authorized corporate functions, and you may perhaps wish to ask the Regents, in amending the charter of the University, to specifically authorize it to have secondary and elementary departments.

And now we come to the proposed changed form of the "Third" paragraph of the charter, relating to the constitution and election of the Board of Trustees of the University.

Difficulty in readily understanding the first part of that proposed amendment, emphasized the desirability of delay in recommending to the Regents any action thereon until there could be opportunity for its due comprehension.

An assistant, who undertook to aid me therein, when the papers came, said that the plan stated in such proposed amended paragraph was not workable. It seemed that he must be mistaken, but testing consideration could not then be given to the matter. And upon carefully examining the proposed paragraph, I am constrained to say that it does not appear that its expressed plan can be operated to give effect to any supposable intent.

Briefly stated, such expressed plan makes the Board of Trustees, after January 1, 1916, consist of 25 persons, to be divided into three classes -- say 8 to hold till January 2, 1917, 8 to hold till January 2, 1918, and 9 to hold till January 2, 1919, with successors to hold for three years. Four of such persons (the 25) to be chosen each year by each of the four named Missionary Societies -- making (4 x 4) 16 to be chosen each year, to succeed 8, whose term would then expire.

Or if the wording of the stated plan could possibly be construed to mean that the four Societies shall each choose only one trustee each year, then there would be thus chosen only 4 to succeed 8.

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PLINY T. SEXTON
PALMYRA, N. Y.

It will not be useful to do much speculating about the mentioned plan ; evidently something has been left out of the statement of it, and you will wish to rewrite it. And in so doing it would be well to be sure that you have the correct and full legal corporate names of the proposed trustee-electing Missionary Societies.

There is also a further difficulty in the said proposed new third paragraph, in its provision for affiliating "other organizations." It would be only other incorporated missionary organizations whose affiliation, as trustee-electing members of the corporation of the University, the Regents would be willing to sanction.

And the proposition that trustees chosen by any newly affiliated body should replace other trustees, is not quite complete, for the Educational Law, and the policy of the Regents, would not accord with any plan for displacing a trustee before his term expires, unless he willingly vacates his office.

And in this connection it may be mentioned that the request for the amending of the charter of the University so as to have its present trustees succeeded by a new Board on January 1, 1916, should be accompanied by the written resignations of the existing trustees, to take effect at that date.

After the foregoing suggestions have been duly considered, and our thoughts shall run together as to the substance of the desired and possible amending of the charter of the University, perhaps it will be helpful for us to confer a little as to the preferable form of such amending.

Very truly yours

Pliny T. Sexton

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TO	10/26/15	DATE
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TRANSFERRED

October
Twenty-seventh
Nineteen fifteen.

Dr. Pliny T. Sexton,
Palmyra, New York.

My dear Dr. Sexton:

I am in receipt of your favor of the 25th and thank you for its clear statement concerning the paper presented to you. I have not been able yet to study your analysis of the paragraphs. I am sending a copy of your letter to Mr. Ingraham, who has given immediate attention to the wording of the proposed amendments.

I will mention one or two matters which occur at once. The item to which you first refer, namely, that with reference to the support and maintenance of educational work in such other educational institutions, etc. is a part of the original act of incorporation. This is not an addition but is a part of the original certificate. I had not supposed that there would be any withdrawal of privilege granted under that certificate. The intention of the paragraph I think I could expound, but the point now is that it is not proposed as an amendment to the original articles of incorporation.

While we here are justified in making any proposal of amendment which does not modify the powers

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Dr. Sexton.

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October 27, 1915.

of the original charter, we should be very greatly embarrassed if an amendment was asked to which the contracting parties on the field had not given consent. You will see at once to what a remote point this would defer action upon the charter.

I will not comment further at this time but we shall wish to confer as to your suggestions and report to you at as early a date as possible.

With best wishes and thanks for your courtesy,

I am

Yours cordially,

FMN:T

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TRANSFERRED

October
Thirtieth
Nineteen Fifteen.

Dr. Pliny T. Sexton,
Palmira, N.Y.

My dear Dr. Sexton:-

You have received both my letter and my telegram I assume. My letter was written in great haste, and should not have been sent without verification of its content. I find that I was in error as to the paragraph to which you refer. Let me now say that we have had a meeting of our Committee and have gone over your suggestions with much care. It may not be improper for me to say that I left the preparation of the paper to others because of the extreme strain just now resting upon me in connection with other work.

We have committed to Mr. H. J. Ingraham, of 189 Montague Street, Brooklyn, the revision of the petition. This will meet your objection as to the clause which I see is quite outside of the powers of the Regents suggesting authority for the support of work in other educational institutions, etc. We also entirely agree that since the University is now definitely located in Peking the alternative phrase may be omitted. You will recall the fact that this Constitution is almost exactly, if not entirely a copy of the Constitution of the Articles of Incorporation of the Robert College, and I think of the College in Bayreuth.

We do not desire to introduce preparatory school work. The reason for this is that the aim in the union work is confined entirely to University courses. The preparatory work will be conducted in schools supported by the several denominations contiguous to the University, but not an integral part of it, and it is not desired that there should be any liberty granted in this charter which would lead to the creation of a preparatory school of the University itself which might interfere with the other program. Your suggestion is entirely natural but we think it unwise to incorporate it under the circumstances.

Certain modifications suggested will be put into shape by Mr. Ingraham covering the classification of trustees. I will leave him to represent that to you.

The one point I now wish to make clear is that the petition presented will ask for 21 instead of 25 trustees and will name as the cooperating bodies the three American Boards involved. This is because the final agreement in the matter has not been reached with the Board of the London Missionary Society and there is some attitude on the part of the missionaries in the field which does not exactly harmonize with the program outlined. It is therefore de-

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wise to incorporate with the provision in the charter for the entrance into the combination of another Board. This will be, I am sure, the simplest and the quickest way of covering this point and it will be, I am sure, entirely satisfactory to the parties in interest.

I am leaving for the West on Monday and the Committee has asked Mr. Ingraham to take up the matter directly with you with the hope that positive action may be secured at the next meeting of the Board of Regents. The requested resignations will be ready at the proper time.

I enclose herewith the formal minute concerning the meeting of the Board at which the resolutions were passed.

Thanking you for your cooperation, I am

Yours cordially,

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Enc.

PLINY T. SEXTON
PALMYRA, N. Y.

November 3, 1915

Rev. Frank Mason North, D.D., Secretary

150 Fifth Avenue, New York

My dear Doctor :

Your letter of October 30 is awaiting me upon my desk to-day.

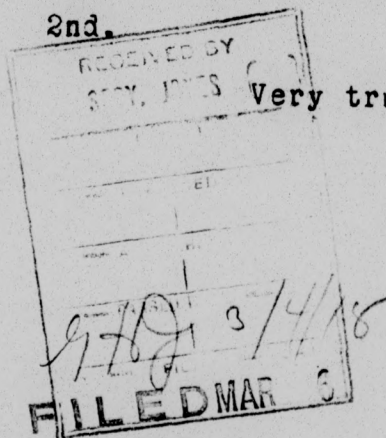
You are correct in supposing that I duly received your letter of October 27 and your telegram dated two days later, which reached me practically together. Both would have been more promptly acknowledged, but that the telegram spoke of another letter following, which I supposed would reach me quite immediately and that all would have attention at the same time.

Your mentioned letter of October 30 has been read with interest and with the understanding that Mr. Ingraham will soon send me a statement of the later determined desired amending of the charter of the trustees of Peking University, and to which sympathetic consideration will be given.

Mention should be made to you herein that the time for the next meeting of the Board of Regents, which it was expected it would be held on the 18th of this month, has been postponed to December 2nd.

Very truly yours,

Pliny T. Sexton



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*File
Peking Union
Mission*

November
Nineteenth
1915.

Bishop Luther B. Wilson, D.D., LL.D.,
150 Fifth Avenue, New York City.

My dear Bishop Wilson:

There will be required before final action by the Board of Regents on the matter of the change of Charter of Peking University another meeting of the trustees. Your special committee earnestly requests you to attend such a meeting on Monday, November 22nd, at 11 o'clock, in the Board Room of the Board of Foreign Missions, 150 Fifth Avenue, New York. It will be in every way an advantage if every member can be present. The meeting need not be a long one.

Cordially yours,

For the Committee.

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November
Twenty-second
Nineteen Fifteen.

Dr. Pliny T. Sexton,
Palmyra, New York.

My dear Dr. Sexton:

At the meeting of the Trustees of Peking University, held today, Mr. Ingraham presented the modified petition as agreed to by yourself. The form of the application I return herewith in the terms of the exact statement which you furnished to Mr. Ingraham, with the exception of the clause which we understood from your later letter you felt it not necessary to include. The reason for omitting that clause is that we are dealing in part with representatives from Great Britain, who are not a little sensitive to the evidences and to the fact of exclusive control over corporations in which they are interested, under American law. While we recognize the relationship to the educational law, that, perhaps, will go without saying and it will save some embarrassment in the field constituency if that clause may be omitted. We have therefore assumed that you would agree to have it stricken out in accordance with your letter.

Some questions are raised as to procedure under the modified terms of the Act of Incorporation, but these, we believe, can be settled happily

Dr. Pliny T. Sexton.

2.

November 22, 1915.

and we shall be very glad indeed if the Board of Regents can act affirmatively upon the proposals, as now presented, at their meeting on December 2nd.

Thinking that you might desire that Dr. Finley should have a copy of the action, I am enclosing him a copy of the statement as sent to you.

If there is any other item needing attention previous to the meeting, kindly advise me and I will try to meet any further requirements.

Thanking you for your cooperation, I am

Yours cordially,

Enclosure.
FMN:T

1158

Application for the Amending
of the Charter of the
Trustees of Peking University, China.

To the Regents of The University
of the State of New York:

At a duly assembled meeting of the Board of Trustees of the Trustees of Peking University, China, held in the City of New York, on *November 22nd*, 1915, at which were present Luther B. Wilson, William V. Kelley, John F. Goucher, F. M. North, J. R. Joy, J. Edgar Leaycraft, H. A. Ingraham, G.B. Hodgman and C. H. Taft, being all of the Trustees of such institution, it was unanimously

Voted, That the Board of Regents of The University of the State of New York be requested to amend the certificate of incorporation of the Trustees of Peking University, China, which was executed June 25, 1889, and filed on or about June 25, 1890, in the office of the Secretary of State, of the State of New York, by changing the corporate name of the institution to that of
PEKING UNIVERSITY
and by changing the second and third of the numbered paragraphs of the said certificate of incorporation so as to read as follows:

Second: The purpose of the corporation shall be to establish and maintain in Peking, China, a University, founded and conducted on strictly Christian and evangelical, but not sectarian, principles, and to aid the youth of the Chinese Empire, now Chinese Republic, and of other countries, in obtaining in such University a literary, scientific or professional education.

The corporation of the University shall, generally, have the powers and privileges of corporations created under, ~~and be subject to the provisions of~~ the Education Law of the State of New York, the same as if originally incorporated thereunder.

Third: The Board of Foreign Missions of the Presbyterian Church in the United States of America, the American Board of Commissioners for Foreign Missions, and the Board of Foreign Missions of the Methodist Episcopal Church, shall be the constituent trustee-electing members of this corporation, and the managing boards of such Boards of Missions shall each choose, to be the respective representatives of the said bodies, four persons to be members of the board of trustees of the corporation, to so hold, in the first instance and in succession, that the term of one member of each group of such representative trustees shall expire in each year.

Such representative trustees, acting together, shall, as the terms of the present nine general trustees, and of their successors, in continuing succession, expire, choose such successors, to so hold that the terms of three of such general trustees shall expire in each year.

Other incorporated missionary organizations may at any time be affiliated with and made constituent trustee-electing members of the corporation of the University, by the favoring vote of the managing board^s of all of the then existing such constituent bodies; and each such so added constituent body shall be entitled to choose, as its representative, or representatives, an additional member, or such group of members as the vote of affiliation shall provide, of the board of trustees of the corporation, to so hold that the term of such trustee, or of one of such group of trustees, shall expire each year.

The successors, in continuing succession, of the representative trustees, shall be chosen by their respective trustee-electing bodies; and all members of the board of trustees of the University shall continue to hold, after the expiration of their specific terms of office, until their successors shall be chosen.

A majority of the trustees of the corporation shall be citizens of the United States of America.

The foregoing is a true statement of the aforesaid meeting and action of the board of trustees of the Trustees of Peking University, China.

President

Secretary.

TRAN. 11161

PLINY T. SEXTON
PALMYRA, N. Y.

November 24, 1915

Rev. Frank Mason North, D.D.,
Secretary, Trustees of Peking University
150 Fifth Avenue, New York

My dear Doctor :

Your letter of the 22nd has reached me this morning, bringing with it the mentioned petition of the Board of Trustees of the Trustees of Peking University for the amending of their charter, which will be presented to the consideration of the Board of Regents of The University at their meeting on December 2nd, and with expectation of their approval.

It was proper and, under the circumstances, preferable to omit from the petition the words, which were in the suggested form, specifically subjecting The University to the provisions of the Education Law. Probably, as intimated in my last letter to Mr. Ingraham, such subjection already exists ; and it may be added that it does not appear that there are any provisions of such law which would operate upon The University otherwise than benignly and helpfully, and from ^{which} exclusion would not be a deprivation, rather than any relief.

Very truly yours

Pliny T. Sexton

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TO THE HONORABLE BOARD OF REGENTS
OF THE STATE OF NEW YORK:-

Dear sirs:-

The Trustees of Peking University was incorporated in June, 1890 under the Act of April 12, 1848 entitled "An Act for the incorporation of benevolent, charitable, scientific and missionary societies". (See copy of Certificate of Incorporation annexed hereto and marked Exhibit "A".)

After twenty-five years of development, during which many students have been graduated, the staff of teachers has been enlarged and land acquired and buildings have been erected, the institution has reached a point where its character has become recognized in the capital city of China, where its friends and supporters desire so to strengthen its position as to enable it successfully to meet the larger ideals of education now beginning to ~~diminate~~ dominate the Chinese Republic. To accomplish this, it is proposed to bring into more effective co-operation the missionary forces at work in North China, centering in Peking, China, under the charter of the Trustees of Peking University. In order to effect these results certain alteration in the charter

are required, and to that end, at a meeting of the Board of Trustees of Peking University, at which all of such Trustees were present, it was regularly moved, seconded and unanimously voted that the Board of Regents of the State of New York be petitioned as follows:-

"R E S O L V E D that the second paragraph of the Certificate of Incorporation of the Trustees of Peking University be altered to read as follows -

Second:- The particular business of the Society shall be to raise a fund for the purposes hereinafter mentioned, to make from time to time such investments and reinvestments thereof as may seem to be most judicious, to collect and receive the income thereof and to apply the same and such portions of the principal fund, from time to time, as may be deemed necessary or expedient, in establishing and maintaining, or assisting to establish or maintain, in Pekin, China, its immediate vicinity or in other adjacent countries, a University which shall be founded and conducted on expressly Christian and evangelical,

but not sectarian, principles, and also to act in the appointment of the officers and faculty of the University and as the Board of Control and Appeal in its management, and also when advisable to apply the same and such portion of the principal fund, from time to time, towards the support and maintenance of educational work in such other educational institutions, corporations or organizations as the Board of Trustees of Peking University by two-thirds vote may decide upon.

The objects of said Society shall be to aid the youth of the Chinese Empire, now Chinese Republic, and other countries in obtaining in such university or other educational institutions, corporations or organizations, a literary, scientific or academic education.

BE IT FURTHER RESOLVED that the Third Paragraph of the Certificate of Incorporation of Peking University be altered to read as follows:-

Third:- The number of persons constituting said society or Board of Trustees to manage the same shall be until January first 1916 the persons now constituting said Society or Board of Trustees. Thereafter the number of persons constituting said Society or Board of Trustees shall be twenty-five (25) to be divided into three (3) classes; the term of one class to expire on January second, 1917; the term of the second class to expire January second, 1918; and the term of the third class to expire January second, 1919, and their successors to hold for a term of three years. Four of such persons shall be chosen each year by each of the following societies:- The American Board of Commissioners of Foreign Missions; The London Missionary Society; The Board of Foreign Missions of the Methodist Episcopal Church; and the Presbyterian Board of Foreign Missions. The sixteen (16) persons thus chosen shall choose in the first instance three (3) additional trustees of each of the classes above named, and thereafter

each year three (3) trustees to hold for a term of three (3) years.

Other organizations may at any time be affiliated with and made a constituent trustee electing member of the society by the favoring vote of the managing boards of all its then existing constituent bodies, and each so added constituent body shall be entitled to choose as its representative or representatives of the Board of Trustees of the Society, to hold for a term of three (3) years a trustee or trustees not exceeding four (4) as the vote of affiliation shall provide, and to choose in succeeding years a successor or successors to such trustee or trustees. The trustee or trustees so chosen shall take the place of an equal number of those ^{additional trustee} chosen by the ~~Board of~~ Trustees as above provided, thereby diminishing the number of ^{such additional} ~~trustees to be annually~~ chosen by the ~~Board of~~ Trustees of the Society.

The majority of the Board of Trustees shall be citizens of the United States of America.

By the favoring vote of all the participating boards, the Board of Trustees to be elected by each board may be reduced to three (3).

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Petition to the Board of Regents
of the University of the State of New York
asking amendments in the Articles of Incorporation
of the Peking University.

Dear Sirs:

The Peking University was incorporated by the act of the Legislature of the State of New York in June 1890, under the Act of April 12, 1848, entitled "An Act for the Incorporation of Benevolent, Charitable, Scientific and Missionary Societies." - See copy of the Articles of Incorporation marked A.

After twenty-five years of development during which many students have been graduated, the staff of teachers has been enlarged, land has been acquired and buildings have been erected, the institution has reached the point where its general character has become recognized in the capital city of China, and where its friends and supporters desire so to strengthen its position as to enable it successfully to meet the larger ideals of education now beginning to dominate the Chinese Republic. To accomplish this it is proposed to bring into *more effective* cooperation the missionary forces at work in North China and centering in Peking under the honored charter granted by the State of New York in 1890. Slight alterations in the charter are required to effect this result.

We request your honorable body to aid the purposes of the University by making these changes.

They are as follows:

First: That in section second the word "University" be substituted for "a college or other educational institution," for the word "college" and for the phrase "college or educational institution."

Second: That in section third, (a) for the word "nine" shall be substituted the word "twenty-five," and (b) that all after the word "America" shall be stricken out - namely the words "and a majority of whom shall be citizens of and residents within the State of New York."

See memo copy

This petition was adopted at a duly called meeting of the Trustees of the Peking University at which eight of the nine Trustees were present, one being unavoidably absent. It is signed by all of the nine Trustees and thus represents the unanimous request of the Trustees of Peking University.

Yours very truly,

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Peking Univ

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THE UNIVERSITY OF THE STATE OF NEW YORK
THE STATE DEPARTMENT OF EDUCATION

December 2, 1915

Rev. Frank Mason North, D.D.,
Secretary, Trustees of Peking University
150 Fifth Avenue, New York

My dear Doctor:

It doubtless will gratify you to receive, as it does me to be able to send you, the enclosed copy of the vote this day adopted by the Board of Regents amending the charter of the Trustees of the Peking University, whose large educational usefulness is confidently anticipated by

Yours very truly



Chancellor of the University

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THE UNIVERSITY OF THE STATE OF NEW YORK
THE STATE DEPARTMENT OF EDUCATION
OFFICE OF THE PRESIDENT OF THE UNIVERSITY
AND COMMISSIONER OF EDUCATION
ALBANY

December 2, 1915

*Peking
Univ*

My dear Doctor North:

It is gratifying that the matter of your deep interest and our concern has today been brought to a conclusion. I hasten to send you my wishes that the institution under its amended charter may perform a great service.

Cordially yours

John C. Miller

To
Dr Frank M. North
Secretary, Trustees of Peking University
150 Fifth avenue, New York City

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THE UNIVERSITY OF THE STATE OF NEW YORK
THE STATE DEPARTMENT OF EDUCATION
OFFICE OF THE PRESIDENT OF THE UNIVERSITY
AND COMMISSIONER OF EDUCATION
ALBANY

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February 21 , 1916

Dr Frank Mason North
Secretary, Board of Foreign Missions
150 Fifth avenue
New York City

Dear Sir:

There is being sent to you today, by prepaid express, the amendment of charter of Peking University, which was granted by the Regents of The University of the State of New York at their meeting of December 2, 1915. Kindly acknowledge receipt.

Very truly yours

Andrew Fenwick

Secretary to the President

RECEIVED BY	STY. J. L. C.
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November 23, 1917.

Mr. Augustus S. Downing,
Department of Education,
Albany, New York.

My dear Sir:

As Peking University is incorporated under the Regents of the University of New York, it would be of assistance to us if we might have for reference, a copy of your publication giving the rules of the Regents of the University of New York.

Will you not kindly send me one, and if there is any price for it I shall be glad to remit to you.

Very sincerely yours,

Secretary Board of Trustees
Peking University.

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