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Yenching  
Corres.  
Princeton in Peking  
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CHARLES A. B. PRATT  
BENJAMIN B. McALPIN  
TALBERT W. SFRAGUE  
JAMES McALPIN PYLE  
DAVID H. McA. PYLE  
VAN SANTVOORD MERLE-SMITH  
PAUL HURLBURT SMART

KENNETH C. KIRTLAND

PRATT & McALPIN  
COUNSELLORS AT LAW  
120 BROADWAY  
NEW YORK



March 13, 1925

Dr. Eric M. North  
Secretary, Peking University  
150 Fifth Avenue  
New York City

My dear Dr. North:-

It would seem advisable that we have a written memorandum of the agreement arrived at between the Board of Trustees of Princeton in Peking and the Finance Committee of the Board of Trustees of Peking University, with regard to the residence being built upon the Peking University Campus by funds supplied by Princeton in Peking.

The following sets forth the understanding of the Board of Trustees of Princeton in Peking:

The building shall be built by Peking University according to the desires of Mr. Burgess as to arrangement. Princeton in Peking will loan the money necessary for the construction of the building to Peking University, the maturity date to be indefinite. Peking University agrees to repay to Princeton in Peking the amount of the loan, in case circumstances occurring in the future necessitate a separation of the two organizations. In case a permanent arrangement for a close association of the two organizations is entered into, it is contemplated that the debt might then be cancelled as a part of such arrangement. The residence, after its erection, will be rented to Princeton in Peking for a term commensurate with the existence of the debt. The lease will be rent free in lieu of interest on the monies loaned. ~~Princeton~~ Peking University will assume the up-keep of the building and the supply of water to the premises. The lease may be cancelled at any time on the part of the University by the repayment of the loan.

Will you kindly sign below, where indicated, to evidence the agreement of Peking University to this proposition? We are enclosing a copy for your files.

Very truly yours

PRINCETON IN PEKING

BY Van S. Merle-Smith  
Trustee

APPROVED: Peking University

BY \_\_\_\_\_  
Secretary

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CHINA UNION UNIVERSITIES

FUKIEN CHRISTIAN UNIVERSITY  
UNIVERSITY OF NANKING

SHANTUNG CHRISTIAN UNIVERSITY  
PEKING UNIVERSITY

CENTRAL OFFICE

150 Fifth Avenue, New York City

ERIC M. NORTH, Secretary

PEKING UNIVERSITY

Cable Address  
Nanfushan, New York

Telephone  
Chelsea 2130

May 5, 1925.

Mr. Van Santvoord Merle-Smith,  
120 Broadway,  
New York City.

My dear Mr. Merle-Smith:

You will recollect the agreement for the Boyd Scholarship Fund which you went over at the last meeting of the Committee on Finance. It is quite acceptable to Mr. Boyd, but he has raised the point that it would be entirely possible in the future for the accumulation of the repaid loans together with the income from the fund to become a sum larger than the University might need for loan purposes. After telephone conversation with him yesterday, Mr. Boyd suggested that I draft a supplement to be added to the agreement. I should be glad to have your criticism of the following suggestion:

*Mr. North - You might add the words noted for accuracy sake Van & W.*

"Supplementary to the agreement between William Boyd and Corabel Tarr Boyd, and Peking University, dated the first day of May, 1925, concerning the establishment of the "Boyd Scholarship Fund",

"IT IS FURTHER AGREED that if and when the accumulated repayments upon the amounts loaned, together with the income from the invested funds, shall become a sum that shall be, in the judgment of the Board of Managers, more than is needed by the University for the purposes set forth in the agreement aforesaid, the University shall then be at liberty to add such part of said accumulation as it may deem wise, to its general Endowment Funds.

*and/or stock income*

"WITNESS the seal of the corporation and the signature of its duly authorized officers, the \_\_\_\_\_ day of May, 1925.

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PEKING UNIVERSITY

By \_\_\_\_\_  
President, Board of Trustees.

"ATTEST

\_\_\_\_\_  
Secretary, Board of Trustees.

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Mr. Van Santvoord Merle-Smith

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May 5, 1925.

I enclose our extra file copy of the original agreement, in order that you may have the full statement before you, and I should appreciate it if you would return this to me together with your judgment upon the supplement, at your early convenience.

Cordially yours,



Secretary,  
Peking University.

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MEMORANDUM FOR THE RECORD

TO: THE RECORDS SECTION  
FROM: [Illegible]  
SUBJECT: [Illegible]

[Illegible handwritten notes]

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BENJAMIN B. McALPIN, COUNSEL  
TALBERT W. SPRAGUE  
VAN SANTVOORD MERLE-SMITH  
PAUL HURLBURT SMART

SPRAGUE, MERLE-SMITH & SMART  
COUNSELLORS AT LAW  
57 WILLIAM STREET  
NEW YORK

PEKING  
TELEPHONE: JOHN 5330  
CABLE ADDRESS: "SMARVAN"

**TRANSFER**

October 28, 1927.

Mr. B. A. Garside, Assistant Secretary,  
Peking University,  
150 Fifth Avenue,  
New York, N.Y.

Dear Mr. Garside:

Confirming my telephone message of the other day in connection with resolution F-2166 of the Committee on Finance, Property and Investment of the Trustees of Peking University, this will inform you that the authorities at Princeton-in-Peking have consented to the appointment of Mr. Olin Wannamaker by Peking University to help Dr. Stuart in promotion work during the next few months. I have talked the matter over with Mr. Wannamaker and he believes that he will have sufficient time available for such work and coordinate it with similar work on behalf of Princeton-in-Peking and will await further communication from you or from President Stuart with regard to the matter. The matter of such compensation he ought to receive would depend upon the amount of work desired. I suggest this information be forwarded to President Stuart.

Will you also notify President Stuart that I have talked with President Hibben of Princeton University regarding the proposal that the Hall Estate be asked to finance the expenses of exchange professorships between Princeton University and Peking University, that President Hibben views the matter with considerable favor and will take it up with the heads of the Departments of History, Politics and Economics and with Professor Conklin. They will consider the tentative plan with the idea of talking it over with President Stuart when he visits Princeton as planned. The matter of his visit to Princeton was also discussed with President Hibben and Professor Conklin. It is proposed that President Stuart deliver a lecture on current events in China at that time and that the lecture be given as much publicity as possible in the important daily papers. Professor Conklin has this in mind and will confer with President Hibben and will make arrangements through Mr. Wannamaker. It might be wise for President Stuart to notify Mr. Wannamaker of such dates as he might have available.

I would appreciate your transmitting this

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Mr. B. A. Garside

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October 28, 1927.

information to President Stuart and keeping me advised  
of the progress of these plans.

Very truly yours,

*Van S. Merle-Smith*

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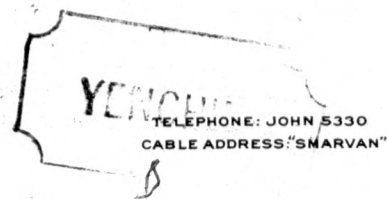
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BENJAMIN B. McALPIN, COUNSEL  
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57 WILLIAM STREET  
NEW YORK



March 26, 1929.

Mr. B. A. Garside,  
150 Fifth Avenue,  
New York, N. Y.

TRANSFER

Dear Mr. Garside:-

I have your letter of March 9th, enclosing a letter from Mrs. Lucius O. Lee, which you requested me to consider.

Mrs. Lee's first point has to do with Article I of the Constitution, which defines the term "Yenching University". Its main purpose was to set forth the fact that the Yenching College for Women had become a constituent unit of the University. It is possible that only the important administrative units of the University should be included and that the Princeton-in-Peking unit and the University's share in the Harvard Yenching Institute should not be mentioned in this paragraph, but should be mentioned in a following note explaining these organizations as associated with rather than constituent parts of the University. It is probably true that Princeton-in-Peking and the Harvard Yenching Institute are more nearly in parallel to certain of the Mission Boards, in that they support, under an agreement, certain elements which are constituent parts of the University.

In respect of Article IV., Section 1, I have had considerable doubt about the statement of the powers of the Board of Trustees, but I look at it from a different angle from that presented in Mrs. Lee's letter. I believe the statement that the property and funds of the Women's College should be held in separate trust amply protects the Women's College. For instance, it would seem that the law of trusts would require that both the principal and proceeds of any property and funds would have to be used solely for the Women's College. My question, however, is whether the Board might not find it difficult legally to transfer any real property in exchange for other real property or sell it even if it appeared advisable to everybody so that the proceeds could be used for other purposes of the Women's College without at least complicated court proceedings. My suggestion, therefore, would be that the clause read somewhat as follows:

"The Board of Trustees shall control and administer for the purposes of Yenching University property and funds of the Corporation as provided by law, and shall be responsible for the management of the affairs of the Corporation and for the administration of Yenching University.

"PROVIDED HOWEVER, that property and funds now held, or in the future received by the Corporation for Yenching

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*transferred*

College for Women shall, by the Board, be held in separate trust for the use and benefit of the said College. The property so held in separate trust may be ~~allocated~~ or used for other purposes upon, but only upon, the written consent and approval of the Committee of Yenching College for Women. The funds so held in separate trust may be invested and re-invested by the Board, in its discretion, unrestricted by laws or regulations limiting investments permitted to Trustees."

The purpose of this change in phraseology would be to have some designated unit which would be empowered to act on behalf of the beneficiary in the event that changes in the form of holdings of property and funds might in the circumstances be required, it might be wise even to add a further clause somewhat as follows:

*current was*

~~"The principal of endowment funds of Yenching College for Women, unless by the terms of the gift otherwise provided, may be expended for the uses and benefit of the Women's College upon, but only upon, the written consent of the Committee of Yenching College for Women."~~

Mrs. Lee's comments on Article III., Section 8 of the By-laws raise questions that I do not feel should properly be covered in the constitution or By-laws. Paragraph 1 of Section 8 to which she refers merely sets forth as an administrative detail the separation of the items in the budget. It is not intended to cover and does not affect the questions which Mrs. Lee raises.

In general, my understanding of the action of the Board of Trustees in respect of the Women's College is that the Women's College has been made a constituent part of the University which involves upon the trustees a responsibility to provide for its maintenance and administration in the same manner as it must provide for the maintenance and administration of any other part of the University. It is true that the Women's College has been given certain additional protective safeguards. Certain definite provisions have been adopted covering the holding of its property and funds in separate trust and the requirement that certain acts on the part of the Board in respect to the Women's College must have the approval of a committee provided in the Constitution and By-laws for that purpose. These safeguards in no way limit the responsibility of the Board of Trustees toward the Women's College as a constituent part of the University. This is as complete and upon the same basis as the responsibility, for instance, that the Board of Trustees has in respect of the maintenance and administration of the men's college.

I take it that the proceeds of the funds held by the Board of Trustees in special trust for the Women's College should and will be treated in exactly the same way as any other part of the endowment specially designated for a particular purpose. For

instance, the fact that there might exist a partial endowment of the Department of Politics would not relieve the University from its normal obligation of furnishing adequate funds for that Department necessary to make up a reasonable budget for that purpose. On the other hand, for example, it would be unwise for the University to resolve that funds given generally for a certain building should be used only on its construction, when there was a surplus available for its maintenance, when such maintenance was within the general purpose for which the moneys had been accepted. The same consideration applies to moneys now held in trust for the Women's College and future moneys that might be donated for that purpose. The obligation of the Board of Trustees therefore, is in no way limited by the current proceeds of the Women's College endowment and gifts received for it. The budget must be determined upon the same considerations as apply to any other part of the University. The Board, however, should not determine that no part of the proceeds of such endowment or gifts should be expended for a portion of the general administration of the University reasonably attributable to the Women's College. It might happen in the future that there be a surplus of Women's College funds available for this purpose. Under such conditions it would be proper for the Board, in my opinion, to apply such surplus for this purpose.

It would seem inexpedient in view of the continually changing conditions to attempt to lay down any definite share of income of the University which should be applied to each of its various units.

In reply to Miss Stahl's comments, therefore, I think it can be said that the Women's College can be assured that irrespective of their own income they have a right to share in the University's income just as any other part of the University; that it is impracticable to attempt to lay down any permanent proportion for the women's share in general income. The same considerations apply to any attempt to separate parts of the general endowment of the University for the purposes of special units. I see no reason for Miss Stahl's fears as to the future development of the Women's College unless some ratio of general endowment is established.

I think, however, Dr. Stuart made a mistake in stating that the Women's College budget should be determined in relation to its own income. As to the Women's College funds being utilized to bear a share of the general administration expenses of the University, such question would only come up in the event that there was a surplus of current funds designated for the Women's College over and above their reasonable administration budget. I do not know whether such a situation exists this year. The maintenance of a separate treasury seems to me merely double labor and added expense. I cannot see why it should be necessary.

In respect of the proposed amendment of Article III., Section 9, my own opinion is that it is inexpedient as a general rule to attempt to lay down any specific ratio, either of faculty or students, between various departments and units of the University. It may be or become expedient and advisable that certain members of the University faculty instruct both men and women students. In theory separate faculties should not be maintained for the men's

and women's college, except as circumstances may require. Princeton University does not maintain a separate and distinct faculty for the College and for the Graduate School. Of course, conditions in China very probably, at the present time, do require women professors for the Women's College, but we do not know how long such conditions will continue; and certainly if a change occurred it would be to the benefit of the Women's College to be able to utilize the services of the best members of the general faculty. It seems, therefore, inadvisable to lay down as a permanent rule of the University some arbitrary proportion. The ratio now provided in its By-laws of one woman member of the teaching staff for every ten women students has justification aside from considerations of scholastic instruction in the permanent necessity for closer personal supervision and influence by women over the women students.

Very truly yours,

*Van S. Muhl-Heath*

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J.M. [unclear]

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SPRAGUE, MERLE-SMITH & SMART

BENJAMIN B. McALPIN, COUNSEL  
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COUNSELLORS AT LAW

57 WILLIAM STREET

NEW YORK

TELEPHONE: JOHN 5330  
CABLE ADDRESS: "SMARVAN"

May 13, 1929.

TRANSFER

Mr. E. A. Evans,  
Chairman, Committee on Finance,  
Property & Investment,  
Trustees of Yenching University,  
150 Fifth Avenue,  
New York City.

My dear Mr. Evans:

As I told you some time ago, I have long considered the necessity of tendering my resignation to the Finance Committee of Yenching University. The fact is I have too many outside affairs on my shoulders. The time required materially handicaps my legal work. Naturally, Princeton and the Hill School have an inside track. I also have a strong fiduciary sense in connection with the Princeton-in-Peking effort. I had hoped that we might be able to organize the work of the Finance Committee to the degree that might make it possible for me to devote the time adequate to discharge my responsibilities in connection with it. I have come to the conclusion that I cannot afford the time which the work of the Committee will require, however carefully it may be organized. It is against my principles to accept a responsibility which I cannot discharge. I beg, therefore, that my resignation be accepted and that someone else with more leisure be appointed to the Committee in my place.

I wish to thank you, however, for your own kindness and consideration and the pleasure I have had in serving on your Committee.

Very cordially yours,

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Van S. Merle-Smith

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