

Outline of Argument

1st - Show who founded Bacon College and Ky University &c. -

14 out of 16 Trustees of B. College are members of C. Church & the other two even in sympathy with it, their families being members

Refer to Ky C. E. Society & the act authorizing it to elect Trustees of B. College Vol 1 Act, 1855 1856 page 222 & Vol 2 of same page 106. -

Refer to Act 1858 head preamble & 8th Section & comment on same - Answer Col B's

Here show that Col B denies that Bacon College was founded & show they have changed their ground
Dilemma

argument about read headed men and Citizens of Fayette - Show that the Curators are estopped to deny recitals of Preamble of 1858 - Either the Legislature were deceived then or are attempted to be deceived now - Let them take either horn of the dilemma. -

Here make explanation for Govt

8th Sec in connection with recitals in preamble rest the equitable title in the Curators - Certainly the beneficial interest is in some one - It is not in the Curators who are only Trustees -

It is not in the Donors for the very name implies a parting with their gift - Their rights are protected by the 14th Section which provides that their donations shall be strictly applied according to the instructions given by the donor & by the 19th Sec which gives them a representation in the Board. -

Here make Show that donor can only carry out his
Explanations intentions by vesting the property in some
for Gov. P. body that is to be perpetual as his heirs
may entertain entirely different views from
their Ancestor.

No other religious denomination or
the people at large make no claim to
the University.

Answer Col B
reading from
document that
the University
was to be for
the people
by showing that
the same
donor appointed
Committee to
draft charter

Who then has the beneficial interest -
Surely the 8 Sec means something & if it
means anything it puts this interest in
the C. Church & by through the 2/3 of the
Board -

Answer Col B quibble about the Church
is Churches giving nothing, and that being
Congregational they cannot incorporate -
The Board of Curators was incorporated for
the very purpose of holding in Trust for
them - Now do the Congregations hold their
Church buildings - Through Trustees -
If they can do this, they certainly can
hold through an incorporated Trustee their
University - New from Holyoke Mass 15 Wallan 571.572.

Here refer to how Catholics, through their
Bishops, Presbyterians through their Synods
Methodists through their Conferences, &
Baptists hold property - All these hold
in Trust for their respective denominations

The Charter in Express
Terms Recognizes the
Christian Church of
Harvard as & is provided
an incorporation of it.

Where the words of a law, contract or will are capable of two or more meanings, as that the meaning is left doubtful, what has been spoken or written by the same law maker, legislator or contractor on some other occasion in a corresponding law, contract or will, is explanatory of the doubtful writing. — Devans, n. Statutes, 136.

and these bodies are composed of delegates selected by the different Congregations —

The C. Church is Democratic & selects its own delegates & they would send fewer preachers than solid Presbyterians would do. —

This is a Key Institution. —

Read Extracts from official utterances of the Board and its officials as to the ownership of the University

Explain Term Unsectarianism &c
Then discuss the money question & show that we actually purchased Transylvania. She was no donor to Ky University — He paid her a good price for in the removal to Lexington, agreeing to refund all Mercer Co Subscriptions.

When the University was first removed to Lexington no one doubted it belonged to C. Church — All the Faculty ^{were} members of C. Church

Refer to Civil rights Bill which if passed will admit negroes into the University if it belongs to the people —

2-

2nd — Give the reasons why amendments are required. — All power of Cor have come to be ^{being applied in one manner} ~~being applied in one manner~~. The Charter has been disregarded and violated in both its letter and spirit by Act of misuser and non user of the power granted to the Council.

1st By failure to elect a President & the Creation by By Law of a Regent. — The President is ~~to be~~ referred to in the Charter &c Under 4th Sec the Board is authorized to select and employ such Officers &c — Sec 15 speaks of President or other head &c Under their power is claimed to create a Regent & place him over all the Officers of the University.

2nd The Executive Committee (the name implies Executive power only) have been vested with all the legislative & other

Refer to the powers of the full Board — The Regent is made Ex Officer & member of & Chairman of this Committee — The same person is also Treasurer — Now read 7th Section. — The Ex Com have also usurped the power to order the Treasurer to pay out money — They also approve Treasurers Bond — Refer to the organization of the Committee — Practically the whole powers of the Corporation are vested in the man, the Regent. Illustrate briefly reference to Governor of City &c

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418.000
care. —
& my own
& Steels
Report

Reports 3 - They have assumed power to ^{elect} Eleven
Holyoke Co new Curators, though by 10 Section Their
Lyman power is limited to filling vacancies which
15 Mallon occur by death, resignation or otherwise.
571-572.

By this simple process they have nullified
the 19 Sec which gives donors a right of
representation - The new Curators are
representatives of the Majority of the Board
which elects them not of the donors who are
entitled to representation.

Here refer to Gent Garis case.

If ever there was a strictly close
corporation on Earth this is one.

They have set at defiance the
Church & Donors, the owners & founders of

the University & denied their title &c. -
When the trustee denies his responsibility to the donors give them he should
be removed - Notice Col B's assertion that Newman has, after
or Treasurer offered to resign - Refer to Sam Hearleys case.

Here notice what Patterson said about B offering to resign every meeting
of the Board Refer to complexion of the Board -

Refer to Prof Shadelford's case. - Here
review Col B's argument that the University has now
none sent or sent - Prof Dicketts -

Under their combined influence the
University is going down, & the State &
General public are common sufferers under
the Church & Donors. - Read last Study.

Show that the money cannot be

raised by Borman to carry out Contract
with State to erect College Buildings
for Agriculture College. That the
\$100,000 provided was all put in
Ashland now used as his private
residence & then an additional \$40,000
raised to buy Nordland to get a private
dwelling to teach in &c. -

And all sufficient reason why the
amendment should be granted is the
simple & naked fact that the owners
& founders of the College desire it &
have petitioned for it. -

Then refer to Church Petition, & the
Lexington Petition - M.C. Johnson Frank
Hunt &c

3 — Show the propriety and reasonable nature of the amendment desired —

Only two are asked

1st To make the Curator or Trustees elective by delegates of the Church, and the donors, in the proportion provided in the Charter. —

Even if the 8th Sec does not confer any beneficial interest or equitable title on the C. Church of Ky, yet it certainly requires $\frac{2}{3}$ of the Curators at least to be selected out of her members — This being so, who so proper to select her representatives as the Church which is to be represented. — Who so proper to select the Representatives of the donors as the donors themselves. — The 19th Sec gives them a right of representation. —

The University
interferes as
much under
control of these
of the Curators
elect them
as if Church
elects and
in one case
the best man
in Church will
get in with
who have no
confidence

Col B says all Colleges have failed through Ecclesiastical Control — Exactly the reverse is well known to be true — Between the Catholic — Presbyterian — Baptist & Methodist Colleges all over the Country. —

Ay University cannot flourish except it has the support of the C. Church & their sympathy with them. —

Here answer Col B's language on Bowman & Son that if he is all right he will be reflected — our people are not only generous but they are just. —

2 - That the Treasurer shall not be a member of the Committee that was created by the Charter to watch him & guard the Treasury -

Col Breckinridge says why trouble the Legislature, go to the Courts -
Show that the Courts can give no remedy -

Explain that as to certain abuses the Courts can give a remedy, but not as to the points covered by the Amendments. If there are granted we can remedy the evils ourselves & save the University -
Should the Amendments be resisted in the Courts by threatened the conflict would be short & the University not suffer -

Lexington Petition against amendments -
Show that many signed never read & many have retracted - Most of these Petitions have no interest & but very few of them are patrons of the University -

Note Unanimity of Church Petitions which were gotten up by parties without fair full consideration - Reply to what he said about Paris, Frankfurt, & Louisville -
Radical preaching in Paris & Frankfurt & all protestants at Louisville Radicals -

Line of Argument
before Judiciary
Committee of
House Senate

Kent 2 Rep 307 says "If the Charter be granted and accepted with that reservation, there seems to be no ground to question the efficiency of the Corporation."

4th The Legislature has full power to make the amendment.

State general rule that private Corporations are Contracts & cannot be impaired &c

Then state the general rule that the Legislature may reserve the power to amend, modify or repeal by making it part of the Act or by general law. When power is reserved, it becomes a part of the Contract & its exercise is in no sense an impairment of the Contract.

This case is covered not only by a special reservation in the original Charter (see Sec 7) but also by the general Statute of July 14 1856 (2 Statutes 121) and re-enacted in the General Statutes.

Read from A. S. Ang on Corporations § 767 pages 766 & 768. Note the cases cited. - Reports 2nd Kent 306-307 -

Wales vs Stetson 2 Mass R 146

Hartman vs Collyer & Woodward 4 Wheaton 708

McLaren vs Pennington 1 Paige Chy 108, 109

Empire Toll Bridge Co vs Canal River Co 7 Conn 53

{ First Natl Bank vs United States
1 Monr Iowa R 482

Erie & N. E. R. R. vs Casey 26 Pa State 287

Providence Bank case 11 Pet 443 - 511.

Saydman by Mom & Barbour 19 R ³⁶⁵ 358
 Read by Frankfort Bank 23 Maine 318
 Tomlinson by Jessup 15 Wallace 454
 Miller by The State 15 " 478
 Holyoke Co by 15 500
 Sherman by Smith 1 Black 587 -
 Myersto in 15 Wallace page 495.

Pennsylvania Collie Case 13 Wallace 213
 Here discuss Sage by Holland 15 B Monro
 page 340 & show that it was really
 no amendment, but an actual Exercise
 of a franchise of the Corporation

That the part of the case which is
 against our view is a mere dictum &
 in conflict with all the authority, State
 & Federal & that the dictum is also
 directly opposed by following Ky Case
 Griffin by Ky Insurance Co 3 Bush 592
 which cites A & Strong as read & approves
 the text & says it is sustained both by reason
 & authority.

353 - Simpson County Court by Arnold 7 Bush 353
 Hamilton by Keith 57 Bush 458 fully
 recognizes right after Act of 1850 to
 change tolls. -
 Forgothe by Big Sandy R Road 2 Met 321
 Rail Road by Dudley

Reuben Labadie by Massachusetts St. 9
N. A. Co. 18 St. 9 Equit N 78 State facts
off his own rear from 182 - Rear from
186 - 187 - 192 - 193.

The general tendency of the age is
to keep Corporations within bounds
Witness great uprising all of the
Country against these powerful monopolies
Granges &c have been established in self
defense by the farmer & mechanics.

* The Reciprocity Bank 22 New York (14)
White by N. A. Co 14 Barbours 559 ✓
Plankroad by Thatcher 11 New York 110
Oliver Lee & Co Paint 21 St York 9
" " " " 19 St York 146

State by Adams 44 Missouri 570



House of Representatives,

Frankfort, Ky., 187

Cooley on Con Sum	279		
Darlington College & Woodward	4	Wheeler	579
Trustees Vincennes, University & Indiana	14	Howard	268
Planters Bank & Sharp	6	"	305
Requa Bank & Knook	16	"	369
Binghampton Bridge Co.	3	Malins	57
Morris & Trustees Abington Academy	4	Ida	7
Grammar School & Bart	11	Vermont	63 1/2
Brown & Hammer	4	Pa State	86
State & Haywards	3	Rich	389
People & Manhattan Co	9	Wend	357
Commonwealth & Cullen	13	Penn State	133
Commercial Bank & State	14	Miss	599
Bachus & Lebanon	11	N. H.	19
Michigan State Bank & Harley	1	Doug Mich	225
Bridge Co & Hoboken Co	2	Beas	81
Mines Bank & United State	1	Green Iowa	553
Edward & Lazen	19	Indiana	407
State & Ayer	47	Maine	189
Bruffett & G. W. R. R Co	25	Ill	353
People & Jackson Mich Bank & Co	9	Mich	285

Bank of the State & Bank Cape Fear	13	Indell	75
Miles & Williams	11	Id	558
Hawthorne & Calef	2	Mal	10
Wales & Stelson	2	Mass	146
Nichols & Bertronn	3	Re storing	342
King & Dedham Bank	15	Mass	447
State & Tombeckbee Bank	2	Steward	30
L Mills & Williams	11	Indell	561
Dart & Houston	22	Georgia	506

These Charters of incorporation however which are granted not as a part of the Machinery of the government, but for the private benefit or purposes of the Corporators are held to be contracts between the Legislature and the Corporators, ~~based~~ for their consideration, in the liabilities and duties which the Corporators assume by accepting them; and the grant of the franchise can no more be resumed by the Legislature, or its benefits diminished or impaired without the consent of the grantee, than any other grant of property or valuable thing, unless the right to do so is reserved is reserved in the Charter itself. —