

H. D. Gardner Property

ARTICLES OF AGREEMENT

—FOR—

FORMATION AND INCORPORATION

—AND—

BY-LAWS

OF THE

CHURCH CHARITY

ASSOCIATION

—OF—

KANSAS CITY.

1884.

WILKINSON-POWELL PRINTING AND LITHOGRAPHING Co.

STATE OF MISSOURI, } ss.

I, MICHAEL K. McGRATH, Secretary of State of the State of Missouri, hereby certify that the annexed pages contain a full, true and complete copy of Articles of Association or Agreement of the Church Charity Association of Kansas City, with the several certificates thereon, filed October 3rd, 1882, as the same appears on file, as the law directs in this office.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of office of the Secretary of State. Done at the City of Jefferson this 3rd day of October, A. D. eighteen hundred and eighty-two.

[SEAL.]

MICHAEL K. McGRATH,
Secretary of State.

OFFICERS.

JOHN A. McDONALD. President.
A. N. SADLER, Vice President.
O. P. DICKINSON Treasurer.
ROBERT MIDDLEBROOK, Secretary.

TRUSTEES.

T. K. HANNA,	BENJAMIN McLEAN,
GEO. KEATING,	JOHN A. McDONALD,
NATH'L GRANT,	C. A. CHASE,
R. H. HUNT,	F. T. HADLOND,
J. K. STARK,	G. Y. SMITH,
A. G. TRUMBULL,	GEO. M. SHELLEY.

DIRECTORS.

L. J. TALBOTT, Mayor, ex-officio.
JNO. A. McDONALD, P. S. GIDLEY,
A. N. SADLER, WALTER HARWOOD,
H. A. WIMBUSH, C. J. WADE.
B. F. WILKINSON, J. C. WHITTINGTON.
C. M. INGRAHAM, ROBT. B. MIDDLEBROOK,
REV. H. D. JARDINE, REV. ROBT. TALBOTT.

STANDING COMMITTEES.—In addition to the names below the President is ex-officio a member of all committees.

BUILDING COMMITTEE.

P. S. GIDLEY, CHM.,	A. N. SADLER,
WALTER HARWOOD,	C. J. WADE,
J. C. WHITTINGTON.	

FINANCE.

McDONALD, CHM., SADLER, JARDINE.

AUDITING COMMITTEE.

SADLER, CHM., WIMBUSH, MIDDLEBROOK.

CHURCH
CHARITY ASSOCIATION
OF KANSAS CITY.

ARTICLES OF AGREEMENT FOR FORMATION AND
INCORPORATION.

The undersigned, of the City of Kansas, Jackson County, Missouri, to-wit:

F. T. HADLOND,	WALTER HARWOOD,
B. F. WILKINSON,	J. C. WHITTINGTON,
T. W. HOLT,	R. B. MIDDLEBROOK,
P. LEC. ATKINSON,	M. CARNAHAN,
MRS. F. H. PERKINS,	MRS. ANNIE KOUNTZ,
MRS. J. O. DAY,	M. A. FITZGERALD,
F. C. BROCK,	MRS. M. J. HADLOND,
C. M. INGRAHAM,	H. D. JARDINE,
MRS. HELEN SMITH,	

all of the City of Kansas, Jackson County, Missouri, by these articles of agreement. associate

themselves together as an organization or society for benevolent and purely charitable purposes, as hereinafter stated, and desire to be consolidated and united into a corporation under the laws of the State of Missouri, and to that end agree as follows, to-wit:

1. The association shall be known as the Church Charity Association of Kansas City.
2. The association shall exist and have succession by such corporate name for one thousand years.
3. Its objects shall be to conduct a charity and pay hospital, an orphan asylum and other enterprises of public benevolence and charity in or near Kansas City, Jackson County, Missouri. To provide for and maintain said hospital and other charities, and to furnish gratuitous medical and surgical aid to such poor, sick, indigent and distressed persons as may, under the regulations to be prescribed by the Board of Directors, become inmates of the hospital, and conduct other charitable enterprises. To take and hold real property, through its Trustees, whose duties are hereinafter specified in any legal manner, the same as a natural person, and to manage through its Directors real and personal property of every nature necessary for accomplishing such objects including property, to furnish rent or income for said charitable and

benevolent purposes. All sums received from pay patients to be expended for the support and extension of said Hospital.

4. Any person who shall contribute the sum of Five Dollars (\$5.00) annually towards the maintenance and support of said Hospital, or other charities, shall be eligible to become a member of the Association, and upon election such persons shall have a voice in the selection of officers to control and manage the affairs of the Association, and shall be entitled to vote, and also be eligible to office.

There shall be no distinction in the reception of beneficiaries into the Hospital respecting sect or religion, but all persons under such regulations and restrictions as shall be made by the Board of Directors, or by the By-Laws shall be eligible for admission into said Hospital. And all persons who shall become inmates of the institution shall be privileged to receive the ministrations of any spiritual adviser they may prefer.

5. The affairs and business of the Association shall be managed by a Board of Directors of the number of twelve (12), whose officers shall be the officers of the Association. The Directors shall hold office during good behavior, and shall be elected as vacancies occur by members of the Association from their own

number. The Board of Directors shall have power to fill vacancies in the body of Trustees, which shall consist of twelve members (12), who shall hold office during good behavior, and whose duty it shall be to hold in trust the title to all real estate for the uses of the Hospital and other charities, and to see that it is not otherwise used than for the purposes hereinafter specified, and such as are subsidiary thereto.

6. The following persons shall be the first Board of Trustees: T. K. Hanna, Benjamin McLean, Geo. Keating, John A. McDonald, Nath'l Grant, C. A. Chase, R. H. Hunt, F. T. Hadlund, J. K. Stark, G. V. Smith, A. G. Trumbull, Geo. M. Shelley.

7. The following persons shall be the first Board of Directors: J. R. Hardy, Robert Adams, P. J. Tiernan, P. LeC. Atkinson, Walter Harwood, W. E. Winner, B. F. Wilkinson, H. D. Jardine, A. N. Sadler, R. B. Middlebrook, J. C. Whittington, C. M. Ingraham.

8. The Board of Directors shall choose annually a President, Vice President, Treasurer and Secretary.

9. There shall be a Medical Staff, consisting of responsible and skillful Physicians, resident in said city, who shall be appointed by the Board, and whose duties it shall be to look after the medical and surgical affairs of the Hospital.

10. The Mayor of said city shall be ex-officio a member of the Board of Directors; and the City Physician shall be ex-officio a member of the Medical Staff of the Hospital.

11. The Board shall require of its officers, medical staff, and chief employees from time to time full information concerning the executive affairs of the Association, and shall require them to furnish annual reports, including the proceedings, and a detailed statement of the finances from the Treasurer and Secretary for each institution under its management.

12. Officers shall continue in office until their successors are elected and qualified. The times and mode of election of officers shall be fixed by the Board. Special meetings of the Board shall be held on call of the President at any time on five days' notice of the time and place inserted in a newspaper published in said city. In the absence from the city of the President and Vice President, then the Treasurer or Secretary shall call a special meeting upon the application of three members. In the absence of all officers from the city, any five members may call a meeting.

13. By-Laws shall be made by the Directors according to the Statutes of Missouri, defining further the powers and duties of officers and employees which have not already been specified herein.

14. To aid in the work and support of the Corporation there shall be a committee known as the Ladies' Auxiliary Association connected therewith, who shall hold office during good behavior.

Until an election can be held the following named persons shall act as President, Treasurer and Secretary, respectively: P. LeC. Atkinson, President; Walter Harwood, Treasurer; R. B. Middlebrook, Secretary.

(Signed) F. T. HADLOND,
WALTER HARWOOD,
B. F. WILKINSON,
J. C. WHITTINGTON,
P. LEC. ATKINSON,
ROBERT B. MIDDLEBROOK,
MRS. HELEN SMITH,
MISS MARY A. FITZGERALD,
MRS. F. H. PERKINS,
MRS. J. ORSO DAY,
MRS. M. J. HADLOND,
M. CARNAHAN,
T. W. HOLT,
MRS. A. D. KOUNTZ,
F. C. BROCK,
C. M. INGRAHAM,
H. D. JARDINE.

Filed Sept. 2, 1882:

WALLACE LAWS, Clerk.

By L. F. McCoy, D. C.

Be it remembered, that at the regular August Term, A. D. 1882, of our Circuit Court of Jackson County, State of Missouri, and on the 12th day thereof, the same being the 9th day of September, 1882, the following among other proceedings were had, to-wit:

In the matter of the incorporation of the Church Charity Association of Kansas City, Missouri.

Now come P. LeC. Atkinson, President; R. B. Middlebrook, Secretary; Walter Harwood, Treasurer, of the Church Charity Association of Kansas City, Missouri, having submitted to this Court the articles of agreement to be and become an association, together with a petition, praying for a pro forma decree thereon, and the same having been filed in the Court and remained on file in the Clerk's office for more than three days, and now on the 9th day of September, 1882, on consideration thereof the Court is of the opinion that such articles of agreement and the purpose of the Association come properly within the purview of article 10 of the laws of the State of Missouri relating to Corporations, and are not inconsistent with the Constitution or laws of the United States or of this State. It is therefore ordered by the Court that said articles of agreement and the purpose of said Association come properly within the

purview of said article 10, and are not inconsistent with the Constitution or laws aforesaid. Ordered that a certified copy hereof be attached to the said articles of agreement by the Clerk of this Court.

Filed Sept. 2, 1882.

WALLACE LAWS, Clerk.

By L. F. McCoy, D. C.

STATE OF MISSOURI, } ss.
Jackson County,

I, Wallace Laws, Clerk of the Circuit Court, within and for the County aforesaid, do certify that the foregoing is a true and perfect transcript of the decree.

In the matter of the incorporation of the Church Charity Association of Kansas City, as the same now remains of record and on file in my office.

In witness whereof, I hereunto set my hand and affix the seal of said Circuit Court, at office in Independence, this 11th day of September, A. D. 1882.

[SEAL.]

WALLACE LAWS, Clerk.

By L. F. McCoy, D. C.

STATE OF MISSOURI, } ss.
County of Jackson,

In Recorder's office, I, Charles D. Lucas, Recorder of Deeds, within and for the county aforesaid, do hereby certify that the foregoing and annexed instrument of writing, was on the 12th day of September, A. D. 1882, at 5 o'clock 30 minutes P. M., duly filed for record in this office, and with the certificate of acknowledgment thereon endorsed is recorded in the records of this office, in Book B. No. 78, at page 447.

In witness whereof, I hereunto set my hand and affix the seal of said office at Kansas City, Mo., the day and year last aforesaid.

[SEAL.]

C. D. LUCAS, Recorder.

By W. H. WINSHIP, Deputy.

Filed October 3rd, 1882.

MICHAEL K. McGRATH,
Secretary of State.

BY-LAWS
OF THE
CHURCH CHARITY ASSOCIATION
OF KANSAS CITY.

ARTICLE I.

TIME AND PLACE OF MEETING.

SECTION 1.—Meetings of the Board of Directors shall be held regularly on the first and third Wednesday evenings of each month in the Sacristy of St. Mary's Church at eight (8) o'clock.

ARTICLE II.

SPECIAL MEETINGS.

SECTION 1.—The President of the Board may call a special meeting when he shall deem it advisable, according to the requirements of the Constitution. Upon receipt of a written request, signed by five (5) members of the Board, he *shall* call such meeting.

ARTICLE III.

ELECTION OF OFFICERS.

SECTION 1.—The annual election of officers shall be held at the first regular meeting in June each year, at which time the Board of Directors shall elect a President, Vice President, Treasurer and Secretary by ballot, and a Superintendent and medical and surgical staff.

ARTICLE IV.

MODE OF VOTING.

SECTION 1.—Each member of the Board, the President excepted, shall be entitled to one vote, and but one upon all questions, and in all elections, save that in case a tie vote occurs, the President may then cast his vote. No one shall be allowed to vote by proxy.

ARTICLE V.

DUTIES OF PRESIDENT.

SECTION 1.—The President, and in his absence, the Vice President, shall exercise general supervision of the affairs of the Corporation, and shall give any directions regarding the hospital by him deemed advisable, subject to revision by the Board, and shall report any

action taken by him to the Board at its next meeting. He shall preside at all meetings of the Board, be ex-officio a member of all committees, and shall countersign all orders on the Treasurer for the payment of moneys previously appropriated by the Board.

ARTICLE VI.

DUTIES OF SECRETARY.

SECTION 1.—The Secretary shall keep a record of the proceedings of all meetings of the Board, and shall serve all notices necessary to be issued shall receive and collect all moneys due from members or contributed in any manner, paying the same over to the Treasurer and taking his receipt therefor, in a book provided for that purpose: he shall keep the necessary books, indicating in detail the receipts and expenditures of the Board, such books to be subject at all times to inspection by the auditing committee.

ARTICLE VII.

DUTIES OF TREASURER.

SECTION 1.—The Treasurer shall receive all moneys of the Association and pay them out only on order of the President of the Association, attested by the Secretary, the said order

reciting the authorization of the Board of Directors. The Treasurer shall give bond in the sum of ten thousand dollars (\$10,000), conditioned for the faithful discharge of his duties, and shall make a report at each regular meeting of the Board of Directors.

ARTICLE VIII.

AUDITING COMMITTEE.

SECTION 1.—An auditing committee of three (3) members of the Board shall be appointed annually by the President. To this committee all bills and claims shall be referred, and its approval or rejection of the same shall be regularly reported to the Board, that action may be taken thereon.

ARTICLE IX.

AMENDMENT OF BY LAWS.

SECTION 1.—These by laws may be amended at any time by a vote of two-thirds of the members present; but proposed amendments shall be in writing and presented to the Secretary in open meeting at least two (2) weeks before they shall be voted upon by the Board, and the Secretary shall state in his notice of a meeting any proposed action in regard to amendments.

ARTICLE X.

ORDER OF BUSINESS.

The following shall be the order of business :

1. Call of Roll.
2. Reading minutes of previous meeting.
3. Reports of officers and committees.
4. Unfinished business.
5. New business.
6. Adjournment.

ARTICLE XI.

QUORUM.

SECTION 1.—Seven (7) shall constitute a quorum of this Board, but a less number may adjourn from time to time.

**ARCHIVES DIOCESE OF WEST MISSOURI
420 W. 14th St. P. O. Box 413227
K. C., MO 64141**

P. L. Y. Alkmin
A. N. Sadler
J. R. Hardy
J. C. Whittington
Walter Harwood
B. F. Wilkinson
G. Y. Hadland
C. M. Ingraham
H. O. Gardner
R. B. Middlebrook
R. Yalbot
P. J. Tiernan
Robert Adams
B. Hutchins
G. W. Benden
C. J. Wade
J. C. Shea
J. H. Ashley
Mrs Kowitz
Mrs J. O. Day
Mrs L. D. M. Lott
Mrs Ruth Grant
Miss Mary A. Miller
Mrs Helen Smith
Mr O. P. Dickerson
W. S. Gruner
H. A. Wintush

Sister Seabel
Sister Anna
Mrs C. J. Wade
Mrs Kirby
Mrs Dr. Dickerson
Mr Burnell
Mrs Harwood
Mrs Perkins
Mrs Hadland
Miss Yeager
Miss French
Miss K. Wade
J. A. McDonald