Record Book

of the

William M. Rice Institute
for the Advancement of
Literature, Science, and Art

also,

The Original Charter
The State of Texas.  
County of Harris.

Know all men by these presents, that  
G. A. Rice, Joseph A. Baker, Jr.,  
S. Raphael, C. Lambritti, J. E.  
McAslan, and A. S. Richardson,  
Residents of the City of Houston,  
State of Texas, availing themselves  
of the rights, benefits, immunities,  
powers and privileges conferred  
by an Act of the Legislature of the  
State of Texas, entitled: "An Act  
Concerning Private Corporations," ap- 
proved April 23d, 1874, Article  
565, of the Revised Statutes of Texas,  
do for themselves and their succes-  
sors, hereby create and establish  
a body politic and corporate  
under the name of the William  
MacFee Institute, for the advancement  
of literature, science, and art, for  
the purposes and objects, and in the  
manner mentioned in the  
following Articles:

Article One (1)

This institution shall have the  
power to enjoy and have succession  
by its corporate name, for the period  
of fifty (50) years; to contract  
and be contracted with; to sue  
and be sued in its corporate  
name; to make and use a corpor-  
ate seal; to receive, hold, and
enjoy property, real, personal, and intangible, to hold, lease, sell, give, or sell the same, for the use and benefit of the Institution in such manner as in the judgment of the Board of Trustees may be best for the interest of the Institution; to hire and appoint such Trustees, managers or officers, and to make such rules, laws, or regulations as its interest and convenience may require, and to do and perform all other things necessary to carry into effect the objects and purposes of this Corporation.

Article Two (2)

The objects, intents, and purposes of this Institution are declared to be the establishment and maintenance of an Institute for the advancement of literature, science, art, philosophy and letters; the establishment and maintenance of a Polytechnic School; for procuring and maintaining Scientific Collections; Collections of Chemical and Philosophical apparatus, mechanical and artistic models, drawings, pictures, and statues; and for cultivating other means.
of instruction for the use of the inhabitants of the City of Houston, and the State of Texas, to, for, and upon the uses, intents, and purposes, and upon the trusts, and subject to the conditions and restrictions contained in a deed which is in form, substance and words as follows, that is to say:

The State of Texas

County of Harris

This Indenture made and entered into the thirteenth day of May, in the year eighteen hundred and ninety-one, by and between William M. Rice, of the City and State of New York, party of the first part, and James A. Baker, Jr., Raphael C. Lombardi, J. E. McAnsh, J. A. Rice and J. S. Richardson, of the City of Houston, County of Harris, and State of Texas, parties hereby to the second part, WITNESSETH:

That the party of the first part, for and in consideration of the sum of One Dollar to him paid by the said parties hereto of the second part, the receipt whereof is hereby acknowledged, and of other good considerations from the said party moving, has given, granted, delivered and conveyed, and by these presents, doth give, grant, deliver, and convey unto the said parties of the second part, and to their successors, as hereinafter provided, the sum of Two Hundred Thousand Dollars, 

etc.
as evidenced by the certain promissory note executed by the said party of the first part and delivered by him unto the said parties of the second part, and of which the following is a substantial copy, to-wit:

$20,000.00
 Houston, Texas, May 10, 1891.

At my death, for value received, I promise to pay in Houston, Harris County, Texas, to the order of F. A. Rice, Jr., E. E. Raphael, C. Lombardi, J. O. Maasam, and A. J. Richardson, for the William M. Rice Institute for the advancement of Literature, Science, and Art (to be incorporated) the sum of $2,000 Thousand Dollars, with interest at the rate of two and a half per cent per annum until paid; interest payable annually. This note is made in conformity with the terms of a certain deed of donation this day executed and delivered by me to the said F. A. Rice, Jr., E. E. Raphael, C. Lombardi, J. O. Maasam and A. J. Richardson, Trustees for the use and benefit of the William M. Rice Institute for the advancement of Literature, Science, and Art (to be incorporated)

(Signed) W. M. Rice

To have and to hold the said
above mentioned Two Hundred Thousand Dollars, together with the interest, issues, incomes, and profits thereof unto the said parties of the second part, and their successors; in trust, nevertheless, and subject to the following conditions and restrictions, to be, for, and upon the following Nos., intents, and purposes, to wit:

First: That the above sum of Two Hundred Thousand Dollars is an Endowment Fund; that the interest, incomes, issues, and profits thereof shall forever be devoted to the institution and improvement of the white inhabitants of the city of Houston, and State of Texas, through and by the establishment and maintenance of a Public Library and Institute for the advancement of literature, science, and art, to be incorporated as hereinafter provided, as to be known by such name as the said parties of the second part, may in their judgment select.

Second: That the parties of the second part, shall forthwith proceed to incorporate themselves, under the general incorporation laws of the State of Texas, into a body politic for the purpose of carrying out the uses, intents, and purposes of this trust.

Third: That as soon as the said Public Library and Institute for the advancement of Science and Art shall have been incorporated, as hereafter contemplated, then the said Institute,
through and by its Board of Trustees hereinafter named, shall accept from the said parties of the second part, the Endowment Fund of Two Hundred Thousand Dollars.

Fifth: The Articles of Incorporation hereinafter referred to shall provide for Seven Trustees, and the names and residences of those first appointed shall be:

William M. Rice, New York City
T. A. Rice, Houston, Texas
Jr. Baker, Jr., Houston, Texas
C. Rapha, Houston, Texas
W. Lombardi, Houston, Texas
J. Mc Ashley, Houston, Texas
O. Richardson, Houston, Texas.

The members of such Board of Trustees shall hold their offices as such, for life. Should any vacancy in the Board of Trustees occur by death, resignation or removal, during the life of the party of the first part then he receives the right to fill such vacancy. After the death of the party of the first part any vacancy in the Board of Trustees shall be filled by a vote of the surviving Trustees, taken by ballot, and it shall require at least four-fourths votes to elect such Trustee.

Any Trustee who may be elected or appointed hereafter to fill
a vacancy in the Board of Trustees, shall be an inhabitant of the City of Houston, Texas.

Fifth:—The party of the first part reserves the right, during his natural life, to direct and control, by the advice and with the assistance of the Board of Trustees, the investment of the Endowment Fund, with the increase and profits thereof, and the management of the said Institute. Should, however, there at any time be a difference of opinion, between the party of the first part and said Trustees, as to the investment or expenditures of said funds, or the management of said Institute, then the decision of the said party of the first part shall control.

Sixth:—Upon the death of the party of the first part, if in his desire, and the said Trustees, that the entire control, and management of the said Endowment Fund, and such other endowments, donations and bequests, as may be added thereto, together with the increase and profits thereof, shall be in the hands, and under the direction of said Trustees and their successors.

Seventh:—The Endowment Fund, herein mentioned, including all future endowments, donations, and bequests that may hereafter be made to the said Institute, not otherwise provided, shall be devoted to the following objects, and purposes,
A. To the establishment and maintenance of a free Library, Reading Room, and Institute for the advancement of Science and Art.

B. To provide, as soon as the fund will warrant, such expenditure for the establishment and maintenance of a thorough Polytechnic School, for males and females, designed to give instruction in the application of Science and Art to the useful occupations of life; the requirements for admission to which shall be left to the discretion of the Board of Trustees.

C. Said Library, Reading Room, Scientific Department, and Polytechnic School, and the instruction, benefits, and enjoyment, to be derived from the Institute, to be free and open to all, to be non-sectarian and non-partisan, and subject to such restrictions only, as in the judgment of the Board of Trustees will contribute to the good order and honor of the said Institute.

Eighth: Said Institute, when chartered, and in operation, shall be subject to the jurisdiction of any Court of Justice which now are,
or hereafter may be found to empower, for the purpose of preventing and re- 
dressing any mismanagement, waste, or breach of trust.

Ninth:—The trustees of said 
Institute are hereby expressly 
forbidden ever to permit any 
lien, encumbrance, debt or mortgage 
to be placed upon any of the property, 
or funds, belonging now, or that may 
hereafter belong to the said Institute, 
and it is the desire of the parties of 
the first part, and he so directs, that 
the entire property of the Institute 
shall always be kept free from 
debt.

Tenth:—The Trustees shall not 
receive any compensation for their 
services. A member of the Board 
of Trustees may, for sufficient cause 
be removed; such removal shall 
not take place except by a two-third 
vote of the Board.

Eleventh:—Full authority is 
hereby given to said Trustees to 
formulate and enforce such Bylaws, 
Rules and Regulations, for the 
government of the affairs of said 
Institute as in their judgment 
they may deem proper.

Twelfth:—It is expressly 
provided that one tenth of the 
income of the Endowment Fund.
Twelfth:—The said Board of Trustees shall publish each year, in the month of May, beginning in May, 189—, an Annual Account, under oath, of all the Receipts and Expenditures of the aforesaid Institute.

Thirteenth:—It is expressly provided, that one tenth of the increase of the Endowment Fund, herein mentioned, shall be set apart as a Sinking Fund which may be used in the discretion of the Board of Trustees for betterments and improvements of the Institute.

In Witness whereof, the said parties have hereunto set their hands in the City of Houston the day and year first above written.

(Seal) (Signed) W.M. Rice
J.A. Rice
J. D. Baker Jr.
O. Raphael
L. Lombardi
J. Emé Ashaw
A. T. Richardson

State of Texas
County of Harris

Before me
W. Bowdeh, a Notary Public
in and for said County and
State, on this day personally appeared
W.M. Rice, F.A. Allee, I.M. Boller Jr.,
S. Raphael, Chas. Linder, J. E. Casburn
and A.D. Richardson, known to me to
be the persons whose names are
subscribed to the foregoing instrument,
and generally acknowledged to me
that they executed the same for the
purposes and considerations therein
expressed,

Given under my hand and
seal of office, this sixteenth day
of May 12, 1891

(signed) C.W. Brocock,
notary public
Harris County, Texas

Article Three (3)
The office of the Freedmen's Institute
shall be established and remain
in the city of Houston, State of
Texas.

Article Four (4)
The period for which this Institute
is to exist shall be fifty (50) years.

Article Five (5)
The corporate powers of the
Institute shall be managed by
and exercised by a Board of
Seven Trustees, and the main
and residences of those first appointed are as follows, that is:

William M. Rice  New York City
T. V. Rice  Houston Texas
James A. Baker Jr  Houston Texas
J. Raphael  Houston Texas
C. Lambardi  Houston Texas
J. Valles  Houston Texas
R. S. Richardson  Houston Texas

Article Six (6)

The corporation hereby created is authorized and empowered to execute the trusts and powers mentioned in and intended to be created by the aforesaid deed set forth in Article Five hereof, to accept such deed and to hold the endowment therein mentioned with the increase and profits thereof, including all endowments, donations, and bequests at any time to be made to the said Institute, subject to the conditions and restrictions created in said deed, and to, for and upon the uses, intents, and purposes therein expressed and provided.

Article Seven (7)

The Corporation hereby created, and the Board of Trustees thereof, are hereby authorized and empowered to do and perform all and every act and thing whatsoever, and to carry out and accomplish all and every trust, intent, and purpose provided to be
done, carried out or accomplished, in
and by the aforesaid deed in respect to
the said Corporation or Board of Trustees,
and the said Corporation is hereby also
authorized and empowered to receive
all addenda, instrumentation, donation,
and request made to it, and to appropriate
the same to the uses, intents, and purposes
 contemplated herein and in said deeds.

Article Eight (8)

The said Institute has no Capital
Stock

Witness our hands at
Houston, Texas, this 18th day of
May A.D. 1891.

(signed)  
T. A. Rice
J. A. Baker Jr
S. Raphael
C. Lombardi
J. E. McAslan
A. D. Richardson

The State of Texas
County of Harris

Before me,
C.W. Bocock, a Notary Public,
in and for said County and State on
this day personally appeared
T. A. Rice, J. A. Baker Jr., S. Raphael,
C. Lombardi, J. E. McAslan, and
A. D. Richardson, known to me to
be the persons whose names are subscribed to the foregoing instrument
and generally acknowledged to me that
they executed the same for the purposes
and consideration therein expressed.

Given under my hand and
Seal of office, this 18th Day
of May A.D. 1891

(Signed) C.W. Bocock,
Notary Public
Harris Co. Texas.

(Endorsement)

Articles of Incorporation
of
William M. Rice Institute for the
advancement of Literature, Science
and Art

Filed in Department of State
May 19th, 1891

(Signed) Geo. W. Smith
Secretary of State
Department of State.

To Geo W. Smith, Secretary of State of the State of Texas, do the Secretary certify, that the foregoing is a true copy of the original Charter of the William M. Rice Institute for the Advancement of Literature, Science, and Art, with the endorsements thereto, as now appears of record in this Department.

Witness my official Signature, and the Seal of State affixed, at the City of Austin, this 19th day of May, A.D. 1891.

(Signed) Geo. W. Smith
Secretary of State

(Seal)