

Dated 11 Nov. 1893

2043 24916

Indorsement of

Incorporation

of the

"University of Southern California"

FILED in the Office of the

SECRETARY OF STATE.

the 15th day of

November A. D. 1895.

L. H. Brown

By *M. P. Stearns*

SECRETARY OF STATE.

DEPUTY.

Record Book, 87 Page, 146.

*Endorsed*  
FILED

NOV 14 1895

T. B. NEWLIN, Clerk,

By *Samuel* Deputy.

(75)

Articles of Incorporation

---of the---

UNIVERSITY OF SOUTHERN CALIFORNIA

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KNOW ALL MEN BY THESE PRESENTS, that we, the undersigned, a majority of whom are citizens and residents of the State of California have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of California, for the purpose of consolidating two certain corporations, the one known as "The University of Southern California", heretofore incorporated on or about the 5th day of August, 1880, and the other known as the "The College of Liberal Arts of the University of Southern California," heretofore incorporated on or about the 7th day of January, 1892, under the provisions of the Civil Code of the State of California, and we hereby certify:-

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That the name of said corporation hereby organized shall be the "University of Southern California".

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The purposes for which this corporation is formed are as follows:-

1. To receive all the property, rights and franchises of the said corporation heretofore referred to as "The University of Southern California", incorporated on or about the 5th day of August, 1880, and of the said corporation heretofore referred to as "The College of Liberal Arts of

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the University of Southern California", incorporated on or about the 7th day of January 1902, and to create a new corporation in place of said two corporations under the provisions of Sections 652 and 653 of the Civil Code of the State of California.

2. To establish and maintain a University for educational purposes with all the powers necessary to maintain and conduct a University:

With power to receive and hold by purchase, gift, devise, bequest or grant, real or personal property for educational purposes connected with the corporation or for the benefit or endowment of the corporation or the institution under its control:

With power to sell, mortgage, pledge, lease and otherwise use and dispose of the property of the corporation in such a manner as its Board of Trustees shall deem most conducive to the prosperity of the corporation.

With power also to borrow money on its corporate promissory note, or notes, and to pledge such of its property as security therefor as its trustees may deem necessary.

With power to direct and prescribe the courses of study and discipline to be observed in the University, or in any of the colleges or seminaries or other institutions under its direction or control:

With power to appoint the President of the University, the Deans and the Principals of its various colleges, seminaries or other institutions under its control, who shall hold office during the pleasure of the trustees:

With power to appoint such professors, tutors and other officers, as the Board of Trustees shall deem necessary, who shall hold office during the pleasure of the Trustees;

With power to grant such literary honors and degrees as are usually granted by any University or College or Seminary of learning in the United States, and in testimony thereof to give suitable diplomas under the corporate seal and the signatures of such officers of the corporation and the colleges, seminaries or institutions under its control, as the Board of Trustees shall deem expedient.

While this corporation is purely benevolent and beneficent in its purpose and organization, and is not formed for pecuniary profit still, it may charge and collect such fees and dues and other charges from those, who shall participate in its benefactions or make use of its facilities for learning and research, as its trustees may from time to time prescribe.

3. With power to receive any donation or bequest made for particular purposes accordant with the design and purposes of this corporation, and in such case to receive such donation or devise and to hold and to use the same in conformity with the express condition of the donors or devisors.

4. With power to establish separate colleges or departments or institutions for the study of every and all learned and liberal professions in the same, and for any scientific or other educational purpose.

5. With power to take in by affiliation or otherwise any other institutions of learning whether incorporated, chartered or otherwise, and to make the same a department or departments, or a college, or a seminary of this corporation by an agreement between the Board of Trustees of this corporation and the governing Board of the institution so affiliated with, or taken in.

6. With the power to be exercised by the Board of Trustees of this corporation to make all by-laws and ordinances (necessary and proper to carry into effect the powers) of this corporation, and necessary to advance the interests thereof, provided that no by-law or ordinances shall conflict with the constitution or laws of the United States or of the State of California.

7. Said University shall be open in every respect for the equal education of both sexes.

8. Said University, and this corporation, shall be under the control and management as hereinafter <sup>after</sup> provided of the Southern California Conference of the Methodist Episcopal Church, or such other ~~one~~ conference or conferences, into which the same may hereafter be resolved or divided.

9. To declare vacant the seat of any trustee who shall absent himself from eight (8) succeeding meetings of the Board.

III.

The place where the principal place of business of this corporation is to be located is and shall be in the City of Los Angeles, in the County of Los Angeles, State

14.

y.

The names and residences of those who are appointed for the first year, being those who compose the Board of Directors and Trustees of the said two corporations hereby consolidated, and others, are as follows:

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|                   |                             |
|-------------------|-----------------------------|
| J.W. Campbell,    | Los Angeles City.           |
| Geo. I. Cochran,  | " "                         |
| P.M. Green,       | Pasadena, Los Angeles Co.   |
| E.G. Gory,        | Pomona, "                   |
| S.A. Thomson,     | Los Angeles Co.             |
| A.H. Pomeroy,     | Los Angeles City.           |
| Thomas C. Hoag,   | Pasadena, Los Angeles Co.   |
| Geo. F. Boyard,   | Los Angeles Co.             |
| Will A. Knighten, | Los Angeles City.           |
| Bern A. Healy,    | Ontario, San Bernardino Co. |
| Clark Crawford,   | Pasadena, Los Angeles Co.   |
| D.M. Welch,       | Los Angeles Co.             |
| J.K. Hawk,        | " " City                    |
| W.J. Williams     | " " "                       |
| W.W. Backett,     | Los Angeles City.           |
| A.J. Wallace,     | Ontario, San Bernardino Co. |
| Geo. Sinsabaugh,  | Los Angeles City.           |

Said trustees shall as soon as organized so classify themselves, that one-third of their number shall go out of office every year and thereafter, the said trustees shall hold office for three years, that is to say, seven of said trustees hereinbefore named shall hold office as such trustees for the term of three years; seven others of said trustees hereinbefore named shall hold office as such trustees for two years, and the remaining seven trustees so named, shall hold office as such trustees for one year. All the powers of this corporation shall be vested in and exercised by the Board of Trustees.

#### VI.

The successors of said Trustees shall be elected by the members of the Southern California Conference of the Methodist Episcopal Church, or such other conference or conferences into which the same may hereafter be resolved or divided. The elections to be in such manner

As such Conference or Conferences may from time to time adopt, and in case of any vacancies occurring in said Board of Trustees, said Board of Trustees may at any meeting thereof fill such vacancy, and the said trustee or trustees so appointed shall hold office until the next following session of said Conference, when such Conference shall elect a trustee or trustees in place of those appointed by the Board to fill such vacancies.

VII.

There is no capital stock and there are no shares of stock.

VIII.

All the alumni of the said two corporations hereby consolidated, shall be the alumni of this corporation the same as though they had received their degrees or diplomas therefrom.

IX.

This corporation assumed all indebtedness and liabilities of the said two corporations hereby consolidated.

WE, THE UNDERSIGNED FURTHER CERTIFY that the Southern California Conference of the Methodist Episcopal Church under whose patronage and control the said two corporations hereinbefore mentioned as "The University of Southern California" and "The College of Liberal Arts of the University of Southern California" were conducted and managed, did for the purpose of greater efficiency and simplicity in the administration of its educational interests, duly pass at its regular session, held in the City of Pasadena, County of Los Angeles, State of California, on the 26<sup>th</sup> day of September, 1885, the following resolution: to wit:-

"Whereas this conference has under its patronage the two colleges or institutions of higher education hereinafter mentioned.

"Resolved, that this conference for the purpose of greater

"efficiency and simplicity in the administration of its educational in-  
terests desires to consolidate such institutions under one management  
and

"Resolved, that this conference does hereby authorize and di-  
rect the consolidation of the said institutions and the formation of  
a new corporation to be known as the "University of Southern Califor-  
nia" for the purpose of consolidating the said two corporations hereto-  
fore existing and known as "The University of Southern California" and  
"The College of Liberal Arts of the University of Southern California",  
and that the several Boards of Trustees and directors of the instituti-  
ons thus consolidated shall be and are hereby authorized to transfer  
all property, real and personal, held by them to said new corporation  
so to be formed, together with all powers, privileges and authority  
conferred <sup>on</sup> or enjoyed by them under their respective articles of incor-  
poration or otherwise."

AND WE FURTHER CERTIFY thereafter on the 8th day of October  
1895, at a meeting of the Board of Directors of "The University of South-  
ern California" specially called for that purpose the formation of this  
corporation, and the transfer to it of all property, rights and fran-  
chises of the corporation was duly authorized, ~~ratified and confirmed~~,  
and that on the 8th day of October, 1895, the Board of Trustees of "The  
College of Liberal Arts of the University of Southern California" did  
by resolution duly authorize, ~~ratify and confirm~~ the formation of this  
corporation and the transfer to it of all the property, rights and fran-  
chises thereof.

IN WITNESS WHEREOF the undersigned have hereto affixed  
their hands and seals the 11th day of Nov, 1895.

Geo. H. White (SEAL.)

B. G. McLean (SEAL.)

J. B. Green (SEAL.)

E. S. Chase (SEAL)  
John M. Campbell (SEAL)  
Wm. Lee Chan (SEAL)  
Wm. Green (SEAL)  
B. C. Gory (SEAL)  
S. A. Thompson (SEAL)  
A. E. Perry (SEAL)  
Thomas C. Hays (SEAL)  
Wm. H. Borard (SEAL)  
Wm. A. Knight (SEAL)  
Cyrus A. Healy (SEAL)  
Wm. A. Crawford (SEAL)  
S. M. Welch (SEAL)  
H. H. Orick (SEAL)  
J. K. Hawk (SEAL)  
H. J. Williams (SEAL)  
A. J. Wallace (SEAL)  
Wm. A. Baugh (SEAL)

State of California,  
COUNTY OF LOS ANGELES.

} ss. No. 2043

I, T. E. NEWLIN, County Clerk and ex-officio Clerk of the Superior Court,  
do hereby certify the foregoing to be a full, true and correct copy of the original

*Articles of Incorporation of the  
University of Southern California*

on file in my office, and that I have carefully compared the same with the  
original.

In Witness Whereof, I have hereunto set my hand and  
affixed the seal of the Superior Court, this 14<sup>th</sup>  
day of Nov. 1895

T. E. NEWLIN, County Clerk.

By *Sanku* Deputy.

[20—Clerk—Certified Copy.]

11-24916

STATE OF CALIFORNIA, } ss.  
County of Los Angeles.

On this 11th day of November in the year of our Lord one thousand eight hundred and ninety five, before me L. A. PHILLIPS, a Notary Public in and for said County of Los Angeles, State of California, residing therein, duly commissioned and sworn, personally appeared

B. L. Cory

known to me to be the person whose name is subscribed to the within instrument, and acknowledge to me that he executed the same at my office in the City of Pomona

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written

E. Barnes  
Notary Public in and for Los Angeles County, State of California.

[GENERAL]

STATE OF CALIFORNIA, } ss.  
County of Los Angeles.

On this 11th day of November in the year of our Lord one thousand eight hundred and ninety five, before me L. A. PHILLIPS, a Notary Public in and for said County of Los Angeles, State of California, residing herein, duly commissioned and sworn, personally appeared

J. D. Green, C. B. McLean, J. D. Leachman, C. M. Green, S. L. Robinson, A. B. Pomeroy, Thomas A. Hagg, H. O. Boyard, M. L. R. Huntington, C. B. Pomeroy, Robert C. Hagg, D. M. Welch, Jr., K. H. Hagg, H. J. Hallahan, H. H. Hagg, H. H. Hagg

known to me to be the persons whose names are subscribed to the within instrument, and acknowledge to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

L. A. Phillips  
Notary Public in and for Los Angeles County, State of California.

[GENERAL]

10-24916

STATE OF CALIFORNIA, } ss.  
County of Los Angeles.

On this 5th day of November in the year of our Lord one thousand eight hundred and ninety five, before me L. A. PHILLIPS, a Notary Public in and for said County of Los Angeles, State of California, residing therein, duly commissioned and sworn, personally appeared

A. J. Wallace of Ontario, Cal

known to me to be the person whose name is subscribed to the within instrument, and acknowledge to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

M. B. McQuigg  
Notary Public in and for Los Angeles County, State of California.

[GENERAL]