

BULLETIN

OF THE

AMERICAN MATHEMATICAL SOCIETY

INCORPORATION OF THE AMERICAN MATHEMATICAL SOCIETY

One of the milestones in the progress of the Society was passed on October 27, 1923, when the unincorporated body turned over the conduct of its affairs to the corporation known as the American Mathematical Society. An announcement was made in this BULLETIN for June, 1923, that a certificate of incorporation had been filed in the District of Columbia and that a meeting of the corporation had been held; but it was later ascertained that this meeting on May 4, 1923, was legally irregular. In consequence, O. S. Adams, Harry English, J. T. Erwin and H. L. Hodgkins met in the office of Dean Hodgkins, 2033 G Street, N. W., Washington, D. C., on October 22, 1923, at 4.00 p. m., for the purpose of arranging all preliminaries necessary to a final transfer of authority to the corporation at the October meeting of the Society. President Veblen was present by invitation.

Dean Hodgkins was elected President of the incorporators and Professor Erwin, Secretary. A waiver of the notice of meeting, signed by all five incorporators, was read.

A set of By-Laws drawn up by a committee of the Society was adopted. According to the revised By-Laws, Ex-Presidents of the Society will after 1923 no longer be ex-officio members of the Council. The designation "Chicago Section" has been dropped, since the meetings in that region have for many years been meetings of the Society. With the addition of a third Vice-President, it is expected that

in the future such meetings will be presided over by the President or a Vice-President. To provide secretaries for both regions in which regular meetings of the Society are held, the office of Assistant Secretary has been created in addition to that of Secretary. With these exceptions, the revised By-Laws in general conform as closely to the By-Laws of the unincorporated body as the legal requirements permit. The only essential change *necessitated by incorporation* is the addition of a Board of Trustees to take charge of the financial affairs of the Society. The Council will as heretofore have entire charge of its scientific activities. The By-Laws will be published in full in the List of Members to be issued in the autumn of 1924.

All members of the unincorporated body were elected to membership in the corporation. To fulfil the requirements of the Certificate of Incorporation, the following Board of Trustees was appointed by the incorporators, the list of thirty-one being made up with a view to ensuring the necessary quorum of a majority at the session on October 27 and at the Annual Meeting for 1923: J. W. Alexander, R. C. Archibald, B. A. Bernstein, G. D. Birkhoff, E. W. Brown, F. N. Cole, L. P. Eisenhart, H. B. Fine, W. B. Fite, T. C. Fry, H. E. Hawkes, R. Henderson, H. L. Hodgkins, E. V. Huntington, S. A. Joffe, O. D. Kellogg, E. H. Moore, W. F. Osgood, Anna J. Pell, M. I. Pupin, R. G. D. Richardson, J. F. Ritt, L. P. Siceloff, Clara E. Smith, D. E. Smith, W. M. Strong, H. W. Tyler, Oswald Veblen, H. S. White, J. K. Whittemore, J. W. Young.

The incorporators authorized the Trustees to take over the assets of the unincorporated body and to assume its liabilities. So far as was consistent with the By-Laws, they elected as officers of the corporation the officers of the old organization and for the same terms. The members of the Editorial Committee for the Transactions, formerly members of the Council but not officers, were elected officers with the same terms; as their terms expire, their successors will be elected by the Society, instead of being appointed by

the Council. The name of the Committee of Publication was changed to Editorial Committee for the Bulletin, the term of office being adjusted so that instead of all members retiring in 1923, E. R. Hedrick continues until December, 1924, and J. W. Young until December, 1925. The appointed committees of the new organization correspond precisely to those of the old.

As a further necessary step in the proceedings, a meeting of the Board of Trustees was held in the Trustees Room of Columbia University on October 27, 1923, at 9.30 a. m. The call and the waiver, bearing the signatures of all the trustees, were read. Twenty-eight of the trustees responded to the roll-call. President Veblen was elected Chairman of the Board and R. G. D. Richardson, Secretary. An executive committee was appointed, consisting of Oswald Veblen, H. E. Hawkes, Robert Henderson, R. G. D. Richardson, and H. W. Tyler. Resolutions were passed authorizing the taking over of the assets and liabilities of the unincorporated Society and the general dispatch of necessary business.

The final stage in the proceedings was reached at the morning sessions with the adoption of resolutions by the Council and Society transferring all property and incumbrances to the Corporation.

The By-Laws of the incorporated body specify that after May 3, 1924, the Board of Trustees shall consist of five members, and nominations by the Council for these trustees were ordered printed on the ballot to be voted on at the Annual Meeting of 1923.

R. G. D. RICHARDSON,
Secretary.