

tember, when after due deliberation, the *Baptist Education Society* was formed and the Rev. Joseph Crandall was elected President. A constitution was adopted the next year, under which the Society has, professedly, been working ever since, at least until 1881. [See Appendix B].

But in fact there is not and probably never has been a society properly organized under the constitution, as will be clearly seen on consideration of the following facts :

1. The *membership* was to consist of annual subscribers of 20s, and of persons who contributed £10 at one time and thus became life-members. It does not appear that any persons ever paid an annual subscription fee, as such; or if some did formerly, no such payment has been made for many years. The accounts contain no mention of yearly subscriptions from members for at least twenty years past. Neither is it very clear that there are many life-members, though some few persons claim to be such.

The customary mode of conducting the annual meetings of the "Society," so called, was peculiar. At one or other of the Associations in turn, the assembled delegates were accustomed to *resolve themselves into the Education Society*. The same thing was done last year. Every delegate had the privilege of speaking and voting, though the large majority had probably never contributed a dollar to the funds of the "Society."

2. The *Board of Directors*, elected from time to time by such assemblages, and largely composed of persons who were not properly members of the "Society," cannot be considered a lawfully constituted body.

3. A *general meeting* of the Society and a meeting of the Board of Directors were to be held every year, according to the Constitution. After the Seminary was sold, and the affairs settled up (in 1874, '75 and '76), there was no meeting for four years, unless it was at the Eastern Association in 1878; the minutes of that year are not in my possession.

Again, the Constitution places the management of the affairs of the "Society" in the hands of a *Board of Directors*, and through them a Committee of Management; the Act of Incorporation, on the other hand, places the management of the affairs in the hands of a *Board of Trustees* (See Appendix A, Sec. 6). These are or were two distinct bodies,—the one numbering possibly a hundred or more, of whom *eleven* form a quorum (Const., Sections 5 and 13),—the other numbering five, according to the published reports, together with all the ministers of the denomination accredited at the Association with which the Society meets, of whom *the majority* of the number *present* form a quorum (Act of Incorp., Secs. 6 and 7). How are these regulations to be interpreted consistently? Is the