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MEMORIAL SERVICE

IN HONOR OF

WILLIAM FREEMAN VILAS

AT THE

UNIVERSITY OF WISCONSIN

MEMORIAL SERVICE

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WILLIAM FREEMAN VILAS

AT THE

UNIVERSITY OF WISCONSIN



ARMORY HALL
OCTOBER THE TWENTIETH
NINETEEN HUNDRED AND EIGHT

LD6146
1908



WILLIAM FREEMAN VILAS

Born at Chelsea, Vermont, July 9, 1840

Died at Madison, Wisconsin, August 27, 1908

A. B., University of Wisconsin, 1858; LL. B., Albany Law School, 1860; A. M., University of Wisconsin, 1861; LL. D., University of Wisconsin, 1885.

Admitted to the Bar of the Supreme Court of New York and of Wisconsin, 1860; Captain of Company A, Twenty-third Regiment of the Wisconsin Volunteer Infantry, August, 1862, Major, February, 1863, Lieutenant Colonel, March, 1863, resigned, August, 1863; Professor of Law in the University of Wisconsin, 1868-1885; Reviser of the Statutes of Wisconsin, 1875-1878; Trustee of the Wisconsin Soldiers' Orphans' Home, 1874-1893; Regent of the University of Wisconsin, 1881-1885; Permanent Chairman of the Democratic National Convention, 1884; Member of the Assembly of the Legislature of Wisconsin, 1885; Postmaster General of the United States, 1885-1888; Secretary of the Interior, 1888-1889; United States Senator, 1891-1897; Member of the State Historical Library Building Commission, 1896-1906; Regent of the University of Wisconsin, 1898-1905; Vice-President of the State Historical Society, 1898-1908; Member of the Wisconsin Capitol Commission, 1906-1908; Author of "A View of the Vicksburg Campaign," published by the Wisconsin History Commission, October, 1908.

PROGRAM

Invocation

By THE REVEREND ADDISON A. EWING

Vocal Solo—Morning Hymn—Henschel

By MRS. MARIE WHITE LONGMAN

Address on behalf of the Regents

By PRESIDENT WILLIAM DEMPSTER HOARD

Address on behalf of the Commonwealth

By CHIEF JUSTICE JOHN BRADLEY WINSLOW

Vocal Solo—Like as the Hart—Allitsen

By MRS. MARIE WHITE LONGMAN

Address on behalf of the College of Law

By PROFESSOR BURR W. JONES

Address on behalf of the University

By PRESIDENT CHARLES RICHARD VAN HISE

Benediction

INVOCATION

OUR FATHER, who art in heaven, Hallowed be thy Name. Thy kingdom come. Thy will be done on earth, As it is in heaven. Give us this day our daily bread. And forgive us our trespasses, As we forgive those who trespass against us. And lead us not into temptation; But deliver us from evil; For thine is the kingdom, and the power, and the glory for ever and ever. Amen.

O ALMIGHTY and everliving God, the source of all power and might, in knowledge of whom standeth our eternal life, whose service is perfect freedom, we, thine unworthy servants, do laud and magnify thy holy name. Thine, O Lord, is the greatness and the power and the glory and the victory and the majesty; for all that is in the heaven and in the earth is thine; thine is the kingdom, O Lord, and thou art exalted as head above all. We yield unto thee most high praise and hearty thanks for the wonderful virtue of those who have been the lights of the world in their several generations. And especially we thank thee for him whose life and services we commemorate this day; for his illustrious example and inspiring force, for his love of country and love of learning. Grant, we beseech thee, that at the day of judgment his soul and all the souls of thy children who have feared thee and loved righteousness, may with us and we with them fully receive thy promises and be made perfect altogether; through the glorious resurrection of thy Son, Jesus Christ our Lord. Amen.

COLONEL VILAS AS A REGENT

WILLIAM D. HOARD, PRESIDENT OF THE REGENTS

The pages of human history disclose the upward struggle of man towards a more perfect ideal of individual and community life. Slowly but surely is society crystalizing in the direction of the Golden Rule; more and more is this principle accepted among men as the gauge of measurement for all latter day civilization. That utterance of the great Teacher, "He who would lose his life shall save it," epitomizes this great university and all it has inspired in the hearts of men. Inconsistent as the statement may appear to some, the great heart of humanity has but little respect for the power or wealth that men may heap up for themselves; but for the spirit of sacrifice it has an abiding memory. Sacrifice is the essence of patriotism, of religion, of citizenship, of parenthood, of education, of all that distinguishes man from the brute creation. It is the inspiring voice of all great enterprises. Public sentiment revolts today, as it never did before, at selfishness, and honors, as it never did before, the giving of life, fortune and great effort to the nourishment of the souls of men. The man whose memory we honor today has done great things for his state. Although distinguished as a lawyer, soldier, publicist and legislator, in none did he lay deeper and broader foundations for public esteem than in his relations with this university. Through it all from the day of his studentship to the crowning act of

his life, every effort was marked by the spirit of glad sacrifice in its behalf and for its honor.

He was first recording secretary of the University Alumni association, organized June 26, 1861. As member of the assembly in 1885-86, it was through his influence that the appropriation was made for the construction of science hall. He was regent from 1881 to 1885, and from 1898 to 1905. His was the inspiring mind that led to the erection of the state historical library. It was a noble conception, one that has not yet ceased to grow in the comprehension and appreciation of the people of the state and nation.

As a regent, he was strong and masterful in his grasp of the full meaning of the university in all its many-sided aspects. He was a tower of strength to the conscientious teacher and investigator; an adviser of rare insight to the student; a vigilant guardian of its financial resources; a profound believer in its future and a staunch supporter of its logical development in the halls of legislation. As I contemplate the relation that Colonel Vilas bore to the university, I am deeply impressed with the retroactive effect which grew out of that relation. Both came together in their youth; both fostered and nourished each other; both became great in human estimation and usefulness, a great school and a great man welded in affectionate regard for each other, to the final glory and advancement of a great commonwealth. There is much in this contemplation to inspire ambition, patriotism and honorable effort on the part of the noble youth of our state.

COLONEL VILAS AND THE STATE

CHIEF JUSTICE JOHN B. WINSLOW

It is eminently fitting that for a few brief hours the work of the classroom and study, of laboratory and shop in this great university should be suspended; that the busy pen should be dropped and the text book remain unopened, in order that teacher and student may join in paying loving tribute to the memory of William Freeman Vilas.

The University of Wisconsin has sent forth many great sons, but it has sent forth none who more completely filled the measure of true greatness than he whom we commemorate today. Great in learning, great in the power of his intellect, great in his grasp of affairs, great in his life work, but greatest of all in that last act by which he dedicated the bountiful fruits of a busy and successful life to the cause of learning and human advancement for all time to come.

Nearly thirty-five years ago, upon a memorable occasion, Colonel Vilas paid an eloquent and affectionate tribute to a great chief justice of Wisconsin who had just passed to his eternal rest. One brief sentence from that tribute in which he most happily expressed his estimate of the ability of the distinguished dead, so truly describes the speaker himself in language which I can not hope to equal, that I can not forbear quoting it now and applying it without reserve to him we mourn. He said: "That profound and abundant wealth of learning, that eloquent tongue, that massive brain, which like an

exhaustless mine yielded richer stores, the deeper it was tried, while its every product sparkled with the gleam of priceless value, are gone from men, lost to us and the state forever.”

Ah! that is the worst of it. Not merely that we who remain have lost a valued friend, but that the university, the community, the state, and the nation have lost forever the powers of that masterful personality and commanding intellect which were ever ready to respond to the call of public duty. In comparison with this the private loss, great though it may be, sinks into insignificance. We may all make new and perhaps dearer friends, but we shall not readily find men endowed with talents like his who are ready and willing to devote them to the public service.

Colonel Vilas served his country in many capacities; as a soldier on midnight march and bloodstained field, as a counsellor in the national cabinet and in legislative halls, and as an executive officer on administrative boards of various kinds, both state and national, he freely gave his splendid abilities to the service of the people with single-hearted and patriotic devotion. It is of these public services that I would briefly speak.

He came to manhood at a momentous time in the nation's history. The very air was charged with political excitement. The great conflict between freedom and slavery was swiftly approaching, though none knew when the clash of arms would come; the hosts were being marshalled, and the tramp of the opposing legions, which were to fight out the question of human bondage, could almost be heard upon the distant hills. Young Vilas had taken his degree of A. B. from this university

in 1858 at the age of eighteen, and had finished his study of law at the Albany Law School in 1860. He immediately commenced the practice in Madison. Forceful, able and industrious, he chained success to his wheel from the very start. He had chosen the law, not for the mere purpose of gaining a livelihood, but because he loved it; and to such the law gives her richest rewards. The storm of war broke within a year, but still he stayed at his desk, for the law was mistress of his heart. But he was young and strong; in his veins flowed no pale and anemic stream, but a full tide of generous and virile blood. A year of war passed, and as the contest became more bloody and doubtful, and loyal spirits drooped, he yielded to the patriotic promptings of his heart, and in August, 1862, closed his office door, raised a company, and went forth as captain of Company A of the twenty-third regiment. That he made a good soldier goes without saying, he could not do otherwise; halfway work was foreign to his nature. His regiment was assigned to the Army of the West, whose objective point soon became the reduction of Vicksburg. In February, 1863, he was promoted to the office of major, and in March he became lieutenant colonel. Grant's Vicksburg campaign was then on, and during it all, and for some months after the fall of the city, he was in command of his regiment. In this marvelous campaign, whose result practically determined the final result of the war, he took an active and by no means unimportant part. More than forty years later I had the good fortune to hear him relate in graphic detail the story of this great campaign, which probably eclipsed in boldness and strategy any campaign of the Civil War. It was a story of daring generalship on the part of the great leader, and heroic devo-

tion on the part of the rank and file, which held its hearers spellbound.

In the fall of 1863 duty called him homeward, and he resigned his commission and returned to Madison. Here he resumed the practice, and for more than twenty years he bent his energies unremittingly to his profession, conquering a place at the very forefront among the greatest lawyers of the state. During this time he took his part as a citizen in political affairs, but did not allow himself to be diverted from his great purpose. The great national contest in 1884, however, appealed strongly to him, and he took an active part in the campaign. Shortly before this he had attracted national attention to himself by his eloquent speech of welcome to his old and beloved leader, General Grant, upon the latter's return from his trip around the world. He was chosen chairman of the great convention which nominated Grover Cleveland for the presidency, and performed his duties with marked ability. Later he acted as chairman of the committee of notification, and on this occasion first met Mr. Cleveland. So impressed was Mr. Cleveland by the apparent strength of the man on this occasion, that he said to an intimate friend at the close of the exercises, "If I am elected I am going to have that man in my cabinet." The campaign went on, Mr. Cleveland was elected, and when he announced his cabinet March 5, 1885, he named Colonel Vilas as postmaster general. Colonel Vilas was then a member of the assembly of the state from the city of Madison, and was doing yeoman service for the state and the university in that body. The appointment came to him unsought; he had made no effort for preferment; he had pulled no wires and made no combinations; the devious ways of the mere politician were

distasteful to him; he wanted no office which his merits did not command; and thus, solely by reason of his ability and fitness, at the age of forty-five, he was called to a place at the council board of one of our greatest presidents. He immediately resigned his position in the assembly, went to Washington, and entered upon four years of arduous and exacting toil, a toil which demanded the use of all his strength, both physical and mental, and which left its heavy mark upon him ever afterward.

It is but the simple truth to say that Colonel Vilas became one of President Cleveland's closest friends and advisers, if not indeed the very closest. While markedly different in many ways, they absolutely agreed in viewing public office as a sacred trust from the people, whose duties were to be performed with a single eye to the public good. There were great questions before that council board, and there were great men there to meet them, but among all the president's advisers there were none endowed with higher abilities or greater grasp of mind than Colonel Vilas. Perhaps no man in that cabinet can be said to have had a dominating influence, for the president himself was ever dominant, but certain it is that no question was there debated which was not illuminated by his clear, logical, and eloquent discussion of it, and upon very many questions his opinion was accepted as decisive.

But he had other and more onerous duties than those of an adviser, important as those might be. He was placed at the head of the post office department, which is, in fact, an enormous business enterprise carried on by the government. The choice was happily made. Besides being a great lawyer in the truest sense, Colonel Vilas was a great business man. He was naturally endowed

with a remarkable business ability, a capacity to grasp and understand great transactions, to correlate complicated details, to decide quickly and wisely questions involving many and conflicting details, to systematize the work and utilize to the utmost the services of subordinates.

In the post office department he found abundant opportunity for the use of all his business ability. As a matter of fact the business of the department had grown to amazing proportions, with no corresponding growth or improvement in business management. The methods were many of them antiquated and extravagant, the organization inefficient, and the results entirely disproportionate to the energy and labor expended. The task of systematizing, and placing on a scientific business basis, the work of the department was well calculated to dismay any man under ordinary conditions, but especially so when there had just been a change in the political control of the country for the first time in twenty-four years, and victorious partisans were clamoring on every hand for distribution of the spoils of victory. Colonel Vilas undertook this great task with that resolute determination and tireless industry which marked his whole life. Day after day, and week after week, he was at his desk consuming not only the ordinary business hours, but stealing from slumber the long and weary hours of the night. Two years of this exacting labor found the department re-organized on a scientific basis, system in place of confusion, and business methods in place of disjointed effort.

Nor was this all. When Secretary Lamar was appointed to the supreme bench, Colonel Vilas was placed at the head of the interior department, and here a task

of the same nature but of greater intricacy and volume awaited him. The interior department covers greater and more diverse interests than any other of the departments of the government. The pension office, with its immense payroll, the patent office, the public land office, the Indian bureau, and many lesser governmental agencies which have found lodgment nowhere else, are included under the supervision of the secretary of the interior. Secretary Lamar was a great and lovable man, but not endowed with the highest administrative ability. Here, too, Colonel Vilas found methods antiquated, labor illy organized and misdirected, results unsatisfactory and business far behind. It is not possible to go into details, but it is sufficient to say that with infinite labor he brought up the arrears, greatly expedited business, established system, and brought order out of confusion. He had also prepared a scheme for the complete legislative re-organization of the department, but on account of the unexpected defeat of President Cleveland in 1888 he necessarily went out of office and the subject was dropped.

Not only had his cabinet labors made inroads on his health and strength, but it is also a fact, not indeed generally known, that the necessary expenses of his position, and his enforced neglect of his own business affairs for four years, had seriously reduced his private resources. Returning to Madison, he again resumed the practice and turned his energies to the rebuilding of his impaired fortune.

He enjoyed but a brief respite, however, from the cares and duties of public office. The political revolution which occurred in Wisconsin in 1890, resulted in his election as senator in January, 1891, and sent him

back to Washington to represent his state in the higher house of the federal congress. His labors in the senate are comparatively recent, and hardly need to be recounted. In the unfortunate contest which arose between President Cleveland and the democratic leaders over the silver question, he stood loyally by the president and thus in a measure alienated many of his former party friends. This was pain and grief to him but it moved him not. He went steadily on in the path he had marked out; he was no time server, he knew no course but to follow his convictions, whatever the result might be. His senatorial career was marked by the same industry, the same fidelity to principle, the same earnest desire to do his whole duty and utilize all his ability for the promotion of the public welfare, which were the keynotes of his work as a cabinet officer. Though at serious variance with the majority of his party when his term closed, he lived, as President Cleveland did, to receive the generous plaudits of all parties whether composed of political friends or foes. Perhaps he had higher ambitions, indeed I am quite sure that he had them, but the practical shipwreck of his party on the silver question rendered their fulfillment impossible; and in 1897 he retired to his beautiful home hoping to enjoy a period of dignified and well earned release from public service.

Upon this second retirement from high office he did not again resume the general practice, but devoted his talents to the upbuilding of his extensive and varied business interests. For this effort the times were ripe; values of all kinds were advancing with rapidity, and during the ensuing years prior to his death, by his untiring industry and business sagacity, he accumulated the greater part of that fortune which he finally devoted to

the advancement of education and the good of his fellow-man.

Again, however, his state called upon him to serve her, first as regent of the university, and later as a member of the commission for building the new capitol.

It is not within my province to speak of his labors as regent, and all are familiar with his great work upon the capitol commission. In this work he rejoiced, and he brought to it all his executive and business ability, supplemented by his valuable experience in Washington in the formulation of the plans for the congressional library building. It was his fond hope to see the new capitol completed, and this hope he expressed to me but a few days before his last illness began. At that time it seemed not unlikely that his hope would be fulfilled. His eye was bright, his step firm, his voice clear, and much of his old time enthusiasm showed in his countenance. But this wish was denied him. A lifetime of arduous labor had seriously undermined a naturally strong constitution. Though he was not old in years, yet in point of labor and achievement he had lived a longer life than many who reach the age of four score. Suddenly, and without warning, the active brain was stilled, the busy hand lay motionless, and the scholar, the statesman, the ever loyal son of the university laid aside all his tasks at his Maker's bidding, and passed to that unknown country, "where beyond these voices there is peace."

COLONEL VILAS AND THE LAW SCHOOL

PROFESSOR BURR W. JONES

At the opening of the college year in 1868 there were nine members of the regular senior class and less than seventy in the college classes of the state university.

Most of the manifold courses and departments of study which now open their doors to thousands of young men and women, had then existed only in the imagination of the wise and farseeing men who had conceived and helped to develop the ambitious plans on which this university was founded.

Whatever may have been the dreams of those men up to that time, the university had been for the most part one of the old time colleges of that day, a training school for lawyers, doctors and ministers.

There was, indeed, a so-called scientific course, looked on by many as a dangerous innovation upon the orthodox traditions of college life.

When President Paul A. Chadbourne came to this university, he was resolute in the view that there must be a department of law. When the first announcement was made there seemed almost insuperable difficulties; there was no building, not even a vacant room in which to house the hoped-for law-school; there was no money with which to pay the professors. But President Chadbourne looked about to find men who could form his faculty. To call law professors from Harvard or Yale was not to be thought of; that would require money. At that time William F. Vilas was a young lawyer in this city; he had attended for two years the Albany Law

School, and I believe was the only man in this city who had had the training of a law school. In those days law schools were regarded by many of the profession as the nursing place of mere theorists and visionaries, and I doubt if there were then a dozen graduates of law schools in the state of Wisconsin. Mr. Vilas was then only twenty-eight years of age, but he was already one of the best known and attractive figures of the Wisconsin bar, and, in the popular estimation, he was able to cope with any antagonist. He had graduated from college at the age of eighteen; had commenced practice at twenty; served under Grant and Sherman in the great campaign in which Vicksburg surrendered, and in which the backbone of the rebellion was broken. Young, virile, handsome, he was the people's lawyer in the community in which he lived. He was trying their cases against the corporations, and had for the masses of men that peculiar charm which they always find in the brilliant advocate who can ably espouse their cause, and who fears no antagonist.

President Chadbourne chose as the dean of the new law school Judge J. H. Carpenter, then in the prime of life, a trained and thorough lawyer of the true judicial temperament, who still lives among us, honored in his retirement.

He and Colonel Vilas were selected as the real faculty of the projected law school. It is true that the names of the three judges of the supreme court were placed upon the catalogue, but so far as I am informed the influence of their names was all that was ever expected.

In the year 1868 this announcement was made by the board of regents:

“III. PROFESSIONAL AND OTHER COLLEGES.

The Law Department.

This important department has been organized since the last annual report of the Regents and will probably soon present one of the most attractive and successful branches of the University. J. H. Carpenter, Esq., has been appointed Dean of the Faculty, and Wm. F. Vilas, LL. B., another of its professors, while the Judges of the Supreme Court have kindly consented to accept professorships in this department and to lecture therein gratuitously when their other duties will permit.”

The law schools of those days were hospitable and they welcomed their students with open arms. In our university the requisites for entry were very simple, and in these words :

“Students will be admitted at any time; but those who are not Collegiate graduates must be 20 years of age to enter this department.

“No examination for admission is required.

“Credentials of good moral character must be furnished.”

A little later Judge Harlow S. Orton became dean of the law faculty. His report to the board of regents for the year 1870 shows the situation, and his sanguine hopes. He said the law department entered upon its present and third year under circumstances of great prosperity and promise with a class of fourteen students. “The class is composed of young men of most excellent abilities, qualifications and character for the bar, and they are most attentive and diligent students.” He added, “the department is already deemed a great success.”

In the report for 1871 he again commended the excellent abilities and attainments of the class, and re-

ported that they were all of good habits and high moral character; that Governor Fairchild had kindly furnished a classroom in the capitol, but it was recommended that during the legislative session a room somewhere in some block around the park should be furnished for the purpose. He reported that the students were poor, and said "to those who for the time are unable to pay for their tuition, the full benefits of the course have been liberally extended, trusting them to pay when able to do so," and that none who could pay for their board and support had been turned away.

These incidents illustrate the humble beginning of the law school in which for many years Mr. Vilas worked with inspiring enthusiasm. Crowded as he was with his professional engagements, there was, of course, no inducement to such service in the hope of mere financial reward, but the appeal came to him as one of loyalty to his alma mater; there were memories of his old comrades and his instructors of university days. In that little group of half a dozen professors there had been Lathrop, Butler, Sterling and Read, men who would have honored any university, young or old, and of every one of them to the last hours of his life, he always spoke with love and gratitude.

Of course such a man appealed to the young law students who came under his magnetic spell. He was their embodiment of what a lawyer should be.

In those days the law course was completed in a single year.

It was his custom to give two hours each week to the duties of the law school. Often those two hours would be extended to three or four as he became interested in his subject. One of his subjects was that of common

law pleading. The old common law lawyers had built up a system of procedure full of mystery and technicalities, but Colonel Vilas was able to show us the outlines of the incongruous structure and the foundation on which it rested.

In dealing with the code of procedure and the rules of evidence, his instruction was filled with illustrations from his own varied and extensive practice, and his students had thus deeply fixed in their minds the principles of law he expounded. He gave us not only the principles, but their mode of application as they arose in the comedies and tragedies of human life.

In his work in the classroom he adhered to no rigid mode of instruction. He required the reading of text books and decisions, he tested our work with questions, he confused us by no deluge of decisions, but insisted that we should know the fundamental rules. He excited our admiration for the great judges and lawyers who had reared the structure of the common law. We could not but feel his scorn and contempt for the tricksters and shysters who sometimes wore the livery of a great profession in which to serve their own avarice. He found time for anecdote, classic and historic allusions, and now and then, as we sat around the table, his own eloquence would stir our blood. He had the true conception of the office of the great teacher.

As we all know, the facts and formulas of the classroom are easily forgotten. But the impress which a strong and learned man, filled with enthusiasm for his work, can make upon eager and ambitious young men is as lasting as life itself. Here was the great service of Colonel Vilas to our law school, and indeed to the whole

student body, because such an influence far overflows the classroom.

The hopes, the ambitions, the ideals, which are being formed in the minds of the thousands of young men in this university to-day, will endure long after the problems of examination papers over which they now toil are forgotten. Much of this they can afford to forget. But the habits and the ideals here inspired are vital. Whether right or wrong, they will last through life and will light the way to success or failure, happiness or woe. Colonel Vilas had the way of letting us know that he expected our success, and would be personally hurt and disappointed by our failure. Years afterward as this or that promotion came to a graduate he would say with a delight not to be mistaken, "he is one of our boys."

Of course this feeling was reciprocated. When he won his triumphs in the forum or on the platform, he found in his former students a band of admirers. When he won national fame as an orator in that memorable address of welcome to his old commander, General Grant, his boys were pleased, but not surprised.

When he stood among the first of his party in national conventions, when he was called to the cabinet of President Cleveland, and when later he was a leader in the senate of the United States those who had loved and admired him in the law school still delighted in his success. Of course when he took up the responsibilities of public life the law school could no longer claim his service.

Nearly seventeen years before he and Judge Carpenter had undertaken the responsibility of establishing a law school; they had commenced without a building or a

room, without the certainty of a student, or the promise of a dollar of reward. When he left in 1885 to become a cabinet minister, the law school was no longer a step-child of the state. The college of law had sent forth hundreds of alumni, who in many a time of stress had fought the battles of the university, and many of whom had become leaders in the courts, on the bench and in the councils of the state. If any department in this institution of learning can have a founder he was one of the founders of the college of law. His fidelity to the law school was only one instance of his love for the university with which, except for a few short interruptions, he was identified from boyhood until death.

In this university he formed with his fellows the friendships of college days. Here four of his brothers had their college years. Here he commenced his intimacy with the great and good writers of the past, an intimacy which he cherished with increasing delight with the passing years.

Over this institution as a regent, he watched with tender care for many years. It is not strange that he had learned to love this university which for so many years, in so many ways, he had helped to upbuild. To those who had long known his thoughts it was no surprise that his last will made that love immortal. The college of law and its alumni, and all the army of alumni of this university, recognize their debt of gratitude to the best friend and the greatest benefactor this university has ever known.

It is by the work and sacrifices of such men as he that great universities are made. Massive buildings and great laboratories have their place and do their work, but after all the chief glory of a university is that she

has produced great men. No university has reached its goal until its alumni are willing to attest their love by toil and sacrifice. We are honoring a man to-day because, during all his remarkable career and during all his busy life, he found time to befriend and work for his university. It will be enriched by a fortune which represents untold energy and toil.

It is enriched still more by the object lesson of such a life. It is part of that lesson that men who acquire great wealth, hold it, in a moral sense, incumbered with a trust.

It was his view, often expressed, that the holders of great fortunes owe a corresponding duty to the state.

He felt it almost a crime that such men, acquiring their fortunes under favorable laws and opportunities, should recognize no debt of gratitude to the state. It would be well if more of the rich men of America recognized their trust. And if they more keenly appreciated the thought, that

“All you can hold in your cold dead hand
Is what you have given away.”

He certainly gave his toil and his fortune with generous hand; and generations hence, when the names of many a politician and statesman now on every tongue, will be well-nigh forgotten, his name will be revered and his memory will be sacred.

COLONEL VILAS AND THE UNIVERSITY

PRESIDENT CHARLES RICHARD VAN HISE

William Freeman Vilas entered the preparatory department of the university in the autumn of 1852, the collegiate department in 1854, and received the degree of bachelor of arts in 1858. After obtaining his first degree he did further work in the university, and was made master of arts in 1861. As already indicated, by a previous speaker, after returning from the Albany Law School, he and Professor Carpenter, in 1868, were instrumental in founding the school of law of the university, now the college of law. Colonel Vilas was a professor in this school from 1868 to 1885, seventeen years. When he retired from this professorship to accept the position of postmaster general of the United States, his great service to the law school was recognized by the degree of doctor of laws.

Colonel Vilas's services to the United States as postmaster general, secretary of the interior, and United States senator, continued until 1897. At the end of his term in the senate he immediately reentered the law school where he remained as lecturer until 1899.

Colonel Vilas was a regent of the university, as well as professor of law, from 1881 to 1885, four years, and again was regent from 1898 to 1905, seven years. His retirement from the regency in 1905 was due to ill health, but it did not lessen his interest in the univer-

sity. It still remained my privilege to consult him upon important matters of university policy, and he continued to give public support to the advancement of its interests.

While a professor of law and a regent in 1885, he was also a member of the assembly, and it was through his persuasive and powerful advocacy that the legislature first recognized in a large way the influence of the university in the upbuilding of the state. Appropriations were made which authorized the construction of the present science building, the machine shops, and the old chemical laboratory. Colonel Vilas's speech upon the university bill in the assembly, has been properly regarded as one of the great pleas for the support of higher education in this state.

During the last period of Colonel Vilas's services to the university as a regent, I had an opportunity to become intimately acquainted with his characteristics. One of the traits that early impressed me was his comprehensive grasp of the financial affairs of the university. His memory was almost infallible, not only with reference to the existing financial condition, but concerning actions which had been taken by the board. Indeed his grip upon financial details was such that the regents came to rely upon him to an extraordinary degree. Probably we may expect that only rarely shall we have a regent who in this particular will be the equal of Colonel Vilas.

But perhaps Colonel Vilas's most important characteristic as a regent was his quick grasp of any large plan for the development of the university. If an idea appealed to his judgment it at once had his powerful support. It is not too much to say that during the time

Colonel Vilas was regent he was a potent influence in each of the important advances made by the university. When he saw a thing should be done his quickness of action was remarkable. Thus, when it was pointed out that the most advantageous site for the new central heating plant was south of University avenue, off the campus proper and adjacent to a railroad, he instantly accepted the suggestion and at once began to secure options on the necessary land.

Another prominent characteristic of Colonel Vilas as a regent was his independence. He believed the regents were placed in the positions they occupied to administer the trust imposed upon them to the best of their judgment and ability. Therefore, whenever a subject was up for consideration, were it great or small, the sole consideration with him was, is this for the best interest of the university, and for higher education in the state? If his conclusion was in the affirmative, it had his support. What members of the legislature might say, what individuals of the state might think, it did not even occur to him to ask or to care. These outside opinions based upon imperfect knowledge of the facts were to him as if non-existent. He believed if he decided correctly, the results would justify him in his conclusion and the legislature and the people would support his action, and such was the invariable outcome. Colonel Vilas's course clearly proved that courage, when combined with judgment, is wisdom.

We have seen that when Colonel Vilas was not engaged in the nation's service, he was almost continuously connected with the university in one capacity or another, from the time he entered as a preparatory student in 1852 until his death fifty-six years later. Thus for

more than fifty years, the University of Wisconsin was in his thoughts. It is certain that next to his family he loved this institution. Upon this matter those who were closest to him have never had any doubts, but what was known to them became known to the world when his will was published. The income of his estate, in part, or in whole if need be, goes to his wife and daughter during their lives. Legacies provide for remoter claims. This recognition given to kindred, the estate then passes to the university, but under certain conditions, and for specified purposes. In providing for these purposes the will becomes not merely a gift but a document containing the wisest conclusions of one of the most able men of the state as to the proper lines of development of the university, and this by one who dearly loved the institution, and who had its welfare in his mind for more than half a century.

When the Vilas estate passes to the trustees for the university, there is provision, first, for a theater, a memorial to the beloved son, Henry Vilas, who was graduated at the university in 1894, but who died at an early age.

After providing for this memorial, a half of the income of the estate goes, first, for scholarships and fellowships, some of which may be traveling fellowships, second, for the support of art and music, and third, for the maintenance of ten research professorships with adequate salaries and assistants.

In reference to the professorships Colonel Vilas said: "These professorships are designed to promote advancement of knowledge rather than to give instruction, and it shall forever be a limitation on the power to require service of any incumbent thereof, that not more than

three hours in one week, nor more than one hour in one day, shall be exacted of him for teaching, lecturing, or other instruction to students, or otherwise." However, the professor is left free to render teaching service beyond this amount if he so desires.

"Any branch of human learning may be selected as the subject of special study" by the Vilas professors. Note the limitless vision of this fundamental clause. The purpose of the study may be material, intellectual, or spiritual. Its purposes may be to increase the productivity of the soil, or to create a poem, or a symphony, or a painting. It may be to eliminate human disease, or to see deeper into the order of nature with no thought of any human advantage other than the widening of our understanding of the amazing mysteries of the universe. The study may be upon the most wonderful of all the things of which we have direct knowledge, the human mind,—that thing which has asked the meaning of the nebulae,—which has dared to interfere with and direct to well defined ends matter and force and life, which before mind interfered were the subject of blind and groping evolution, the most extravagant of all processes, yielding a thousand failures to each success. I do not hesitate to predict that in the not distant future the Vilas bequest will have been devoted to all the above ends and to many others, some of which cannot now be named because unknown. There can be no broader statement of endowment for research than that of the Vilas will.

Colonel Vilas recognized that a professor whose work is the advancement of knowledge must be adequately supplied with books, apparatus, specimens, and assistance, including clerical services, and the will pro-

vides that all of these accessories for research shall be furnished. According to the will these auxiliaries to the professor "ought to be so liberally supplied, within reasonable bounds, that no hindrance or interruption of his work will become necessary, and the increase of knowledge may have the best favoring hope possible in the circumstances." This provision will be deeply appreciated by the capable man who feels himself curtailed in his productive power because of inadequate apparatus, books, and assistants, in consequence of which he is obliged to work under grave disadvantages, not only with reference to materials, but is compelled to do a large amount of routine work which could be more easily and economically performed by an assistant in an earlier stage of development.

While a limited amount of instruction only is required of a professor, and according to the will he is "free to pursue his fixed lines of research in his own way, still it may be expected that, in fact, each professor will gather about him as fellow workers and assistants, so far as may be, students who will both gain learning and inspiration to promote it, from their participation in his pursuits and the opportunities of such association, which he will both desire and best know how to inculcate in them."

Here again we have the wonderful insight into educational theory, which appreciated that the best results can only be obtained by a proper combination of investigation and instruction. The man who is an investigator only is likely to become one-sided, because lacking the stimulus which comes from contact with eager and broadly inquiring youth. It is equally certain, that the instructor who only passes on to the stu-

dents what others have collected, sooner or later becomes dulled. The purpose of these professorships is to advance knowledge, and this can only continue indefinitely by the creation of new scholars. From the time of the ancient philosophers it has been plain that the most efficient method of producing scholars is for the man having high inspirational power to gather about him a group of disciples who shall share in his work, and some of whom may go further than their master, even as Plato went beyond Socrates. The ideal university is one in which each of its professors is both a teacher and a creator of things to be taught.

These research professorships, while not placed first in order, are placed "first in importance among the purposes of the trust." The above provisions for their support, including liberal salaries, assistants, materials, a limited amount of instructional work, and close personal relations with students, are an epitome of the situation in the best German universities, which are admitted to stand first among the institutions of the world in the advancement of knowledge. The accumulated university wisdom of the past centuries, Colonel Vilas has concentrated in his great state document for the advancement of knowledge.

When the ten research professorships shall have been established fifty additional undergraduate scholarships and fifty more fellowships are to be founded, not less than one-fifth of which shall go to "qualified candidates of negro blood if such present themselves."

Then, if the funds permit, additional professorships, assistant professorships, and instructorships are to be established, if these seem the greatest necessities to the university authorities. But this clause is modified by

the statement: "Though provision for chairs of instruction is left discretionary, it ought ever to be remembered that, aside from scholarships and fellowships to aid deserving students, the university may be best raised to the highest excellence as a seat of learning and *education*, through extraneous aid, by abundant support in pushing the confines of knowledge: *the especial object of this trust.*" The will continues "the state may be confidentially expected to furnish sufficient instruction to its youth, and other sources of contribution and revenue will supply any lack."

Finally, additional buildings may be constructed from a portion of the income, provided the trustees or regents find this advisable. But a part of the income is to increase the principal of the estate until it reaches twenty and finally thirty millions of dollars.

As many of this audience well know, I have steadily maintained that a state university under a democracy may be of as high a grade as a state university under a monarchy, that the advancement of knowledge is a function of the state university as well as instruction. Instruction and investigation must both be strong within the university, for without this each will fail of the highest effectiveness. Further the gospel of knowledge must be carried to the people through every possible medium. The scope of the university must become commensurate with humanity. Hence, I have continuously maintained that the work of the university should extend from applied science to the fine arts.

These positions are sustained by the deliberate judgment of one who has studied the university and the education of the state for half a century. Colonel Vilas so firmly believed the principle that research and creative



scholarship are profoundly important functions of a state university, that he dedicated the accumulations of a lifetime to their furtherance.

The provision of the will by which a part of the income of the estate is set aside to increase the principal until it finally becomes thirty millions of dollars, is additional evidence of the far-sightedness of Colonel Vilas. He wished not only to provide funds for the advancement of knowledge, but he was determined that finally there should be adequate funds for these purposes, even if at the outset the amount available was deficient.

However, it is my profound belief that the conviction of Colonel Vilas, that at the university the field of creative scholarship is the one most likely to be neglected, will go far to counteract any current lack of funds for this purpose.

Thus, the benefits of Colonel Vilas's will are likely to influence the development of the university long before financial advantages are received. Those who have been striving for the construction of the university along the highest, as well as the broadest lines, now have the powerful moral support of one of the ablest and most distinguished citizens that has lived in this state, and *the* man who, by long study of educational problems in the university, has the best right to speak as to its future.

The will of Colonel Vilas is not merely a deed of gift of his property to the university; it is a gift of his highest thought, matured through years of consideration of the educational problems of the state. It is, indeed, possible that this gift of his mind may be even greater in its influence upon the development of the university than the gift of his property. Thus Colonel Vilas's will is not merely a financial bequest, but it is a profound

state paper which is certain to perpetually influence the development of higher education in this commonwealth.

It is impossible for me to express adequately my personal feeling in this matter. Throughout my administrative work for the university, I relied upon Colonel Vilas as my most influential supporter. No plan for the advancement of the university, and through the university, the state, was too large to be understood by him. Nor did he ever lack faith that the highest ideals for the university would be ultimately realized. In the death of Colonel Vilas I should indeed have lost my most influential co-worker had it not been that by his will he has left a potent support for the same ideals. In the future as in the past, I shall feel myself working side by side with the spirit of Colonel Vilas for the advancement of this beloved institution.

APPENDIX

LAST WILL AND TESTAMENT

OF

WILLIAM FREEMAN VILAS

I, William F. Vilas, of the city of Madison, in the state of Wisconsin, contemplating the end of life and earnestly hoping that—after they to whom with our lost loved ones, I owe my chiefest happiness in life, shall have enjoyed all the reasonable use and benefit possible to them from my means—I may be able so to direct the accumulations of my labors as most to contribute to the welfare of my fellow-men in time to be, Do Make, Publish and Declare this my Last Will and Testament, in manner following, that is to say:

The expenses of my funeral, which I desire to be simple and unostentatious, all costs of administration, and all debts which I may be owing at the time of my death, and which shall then be due and payable, I desire to be paid promptly, and that my estate may be settled and closed by due final decree and all properties passed into the hands of my trustees, as such, to execute the trust hereinafter created, as soon as all legal notices may be duly given, and the same may be conveniently done. My dearly beloved wife has full knowledge of this will, participates all the desires and purposes of it, equally with myself, and accepts as entirely satisfactory the provisions made for her. Were her desires different, the provisions herein made would have met them; for, as we have lived in affection, our last wishes are in concord.

To my dearly beloved wife, Anna Matilda Vilas, I first bequeath all wearing apparel, personal ornaments, household furniture, pictures, ornamental articles, provisions and stores, all the books which she may desire to retain from sale, and all other movable articles in our home, together with the horses, carriages, harnesses, robes and all like apparel and other things in the barn, all my boats and in-

terest in boats in the boat house, and in short, all movables in use with or appertaining to that part of block 94 in the city of Madison which has constituted our homestead for now over twenty-four years.

And, except as required for payment of expenses and debts and as above bequeathed, all my estate, properties and interests, real, personal and mixed, of whatsoever description and wheresoever situated, of which I may be seized or possessed or to which I may be in any manner entitled at the time of my death, I give, devise and bequeath to the four trustees hereinafter provided for, in fee simple and absolute ownership, To Have and to Hold to them, their survivors and successors, their heirs and assigns forever.

And I authorize and empower my said trustees to conduct and carry on any business, business operation or transaction, in which I may be engaged at the time of my death, with all the powers of ownership or which I myself might in life enjoy and exercise; to hold any stock in any corporation which I may be possessed of or they may acquire, to vote the same at all corporate meetings, to collect and receive dividends thereon, to sell and dispose thereof and duly to assign the same. And I also authorize and empower my said trustees to sell and dispose of, grant, bargain and convey, with all proper covenants for title if they think such needful, all or any part of the property herein devised and bequeathed to them, without exception, and also any which they may acquire in the execution of this trust, from time to time, in their discretion, at public or private sale, for such prices and upon such terms of payment and of credit as to them may seem most advantageous to my estate; to execute, acknowledge and deliver any and all convenient or necessary deeds, contracts, conveyances, bills of sale, or other instruments, which any such transaction may seem to them to require; to take to themselves any notes, bonds, obligations, mortgages, pledges, or other securities for money to be paid, whether upon any such sale or upon any loan or investment; to collect and receive payment of any such, or of any sum in any wise due to my estate, and give all proper acquittances, releases, satisfactions, and discharges thereof; to invest and reinvest, as often as need be, from time to time, by loan or purchase, in their discretion, any and all money or property coming to their hands; to compound and compromise at any time any debt or obligation to, or claimed by, my said estate or themselves; to borrow, at any time, or from time to time, any sum or sums of money requisite, in their discretion, to carry on any business which I may leave in operation and they may decide to carry on, if any such there be, or which may be at any time convenient or desirable in order to make any good investment in anticipation of income to be later derived to the estate from any sources; and also, generally, to deal with, manage and carry on any business, affairs

or dealings in connection with my estate, in their discretion, with all the powers of absolute ownership.

But, while not hereby limiting any of the powers so given them, I commend to my said trustees as the objects of attainment, first, to conduct to the most satisfactory conclusion at the earliest reasonable period, any business operations in which I may happen to be personally engaged at the time of my death; and, secondly, to place the properties of my estate in the most advantageous form to yield a certain annual income, or increment of value, for that purpose holding and retaining all productive property, such as rentable or improving real estate, bank-stocks, Nekoosa Paper company or other good corporate stocks, loans, mortgages, or the like, and buying more as opportunity offers, and disposing of unproductive and unpromising property, while retaining such, however, as shall promise in the future, though somewhat distant, the probability of large increment; having here in view, the public destination of the estate hereinafter provided for; and I purpose, if time be given me, to conduct my affairs henceforth with a view to leave my estate in such form as shall impose the least possible burden on my trustees in these particulars:

But all *in trust*, nevertheless, subject to the directions and for the purposes hereinafter expressed, as follows, to-wit:

First. To pay all debts which I may be owing at the time of my death but which shall not then be payable, if any, and all which my trustees may contract in the conduct of their trust; and I purpose to leave no debts of any substantial amount unpaid, now owing none such.

Second. To manage and conduct my estate, by the wise exercise of the powers herein abundantly given them, so as to place the entire capital—so nearly as may be well done in view of the proper principles of management of which suggestion has been given—in safe and productive form to yield the best annual income in money; but the safety of the principal should always overrule all risks that may be incurred in striving for a greater income and the purchase of all mining stocks, and the like, is entirely forbidden. They shall pay all taxes, charges, assessments and public dues which may be lawfully demanded from time to time; all reasonable and proper expenses for management of the estate, including counsel fees when they think it necessary to employ counsel.

And I especially direct that out of the income of the estate they shall pay all taxes and assessments levied annually or otherwise, so long as my wife shall live, upon our homestead (and all her furniture therein) consisting of two hundred feet of frontage on Gilman street in Madison in block 94 according to the city plat and extending thence to Lake Mendota which is the property of my wife, in-

cluding both houses thereon, and shall also make all repairs necessary to the full enjoyment thereof by her and my darling daughter, Mary Esther, and any improvements and alterations they may think desirable, charging all such expenditures to the Income Account.

Separate and independent books of account of the estate shall be opened and carefully kept by my trustees, in which shall be first entered under proper headings of account a complete inventory of all properties of the estate; and thereafter all items and transactions shall be entered according to the double-entry system. They shall fix some day in the year as the clearance day and beginning of the fiscal year, at which time an inventory shall be annually taken, all accounts closed and balances brought to new account and an exact statement shown by proper transfer to income account of the net annual income of the estate realized in the year then past; but in making such inventory, so far as the same shall be carried to new accounts, no property shall be inventoried with any increment of value by estimation but all losses shall be charged off, if any; so that the net income shall be stated according to the actual money gains realized during the preceding year. And on such day all net income realized which shall not be required by and appropriated to my wife as hereinafter provided, shall be covered in and added to the principal of the estate.

Third. My said trustees shall pay over to my dearly beloved wife so long as she shall survive so much of the net annual income of my estate as she shall desire to use, meaning all of it if she so desire, in such sums from time to time during the year as she shall require it, to be by her expended, employed or given away, as she in her good pleasure may wish to do, without other limitation than her wishes fix.

To her I leave it entirely to give therefrom to our darling daughter, Mary Esther V. Hanks, so much as she may think wise; and also to make such allowances to our beloved daughter, Jessie Ford Vilas; suggesting that it be from fifty dollars per month to one hundred dollars per month, according to her needs and the amount of available income to my wife, and to her judgment and wisdom, so long as Jessie may remain unmarried, and also to make any other gifts she may feel inclined, out of such income, of which we have conversed together. But I intend hereby to impose no obligation, nor any sense of obligation upon my wife, nor any claim upon her or upon my estate; purposing only suggestion of such consideration to others as the income will warrant without detriment to her enjoyment of all the pleasures of life that may remain to her and as her wisdom may approve. So also I leave to her the care of the cemetery where lie our lost ones, and the making of any special provision she may think fit.

It is my expectation that the net cash income of the estate will be sufficient for all her needs and leave to spare more than she will require for other purposes. And I know that if this prove correct, she will find satisfaction in the increase of the fund designed for the advancement of knowledge and education, as an object of mutual desire by both of us.

But in case at any time, or at divers times, there shall happen any deficiency of income for any reason, so that what is available to my wife is insufficient for her needs and reasonable wishes, then I authorize my trustees in their discretion to pay over to her for sole use according to her pleasure any further sums out of the principal which they shall think fit, without other limit than their considerate judgment. And though hoping no misfortune will require it, yet, in any such case, I enjoin on my trustees a generous liberality in so providing for her, to the end that my dearly beloved wife may never be in want or distressed for any lack of money to use according to her reasonable desires.

Fourth. From and after the decease of my wife—or after mine, if she shall not survive me—I direct that my said trustees shall pay over to our darling daughter, Mary Esther Vilas Hanks, twenty thousand dollars (\$20,000) in each and every year out of the net annual income of my estate in quarter yearly installments of five thousand dollars each in advance. If the net annual income, after paying all other charges and outlays required therefrom, including the allowance to Jessie Ford Vilas hereinafter provided for, shall be in any year insufficient to pay all said twenty thousand dollars, the payment in such year, save as hereinafter provided, shall be limited to the net income, but the remainder unpaid shall be paid out of the income of the next succeeding year or years when there shall be excess until all arrearages shall be fully paid.

In addition to the foregoing, if the title to our homestead before mentioned, now held by my wife, shall become vested in me before my death, I hereby give and devise the sole, exclusive and full use and occupancy thereof to our said daughter, Mary Esther, during her natural life to hold and enjoy according to her pleasure—including as part of such homestead property the house now occupied by her husband and herself and all other buildings and appurtenances on or appertaining to such homestead property as hereinbefore described. And in such case, and also in the event that such title shall not come to me before death but that my wife shall provide for the use of the same by our said daughter, I direct my said trustees to pay out of the income of my estate all taxes and assessments levied upon the said homestead property, or any part of it, by public authority, and the entire cost of all repairs, and of all reasonable alterations and improvements they may deem it proper to make on the

said property; hereby giving them full power and discretion in the matter; so long as our said daughter Mary Esther shall live.

The income of my estate may reasonably be expected to exceed all the charges imposed upon it by this will, with a remainder to be annually carried to principal. But, in further provision for our daughter, Mary Esther, if it shall happen from any cause that the net income available for her under the foregoing provision shall fall below twelve, or even below fifteen thousand dollars in any year, I authorize and direct my said trustees, but in their discretion only, to give so much of the principal from time to time, or at any time, as they shall think fit and proper, to our said daughter, Mary Esther, not exceeding, with the income paid her, twenty thousand dollars a year; to the end that, if necessity arise she may be comfortably and suitably provided for according to her station and habits of life.

No gift of money or other thing by myself or wife while living to our said daughter shall be reckoned as an advancement or in any wise to diminish the foregoing provisions for her.

Fifth. From and after the decease of my wife—or after mine if she shall not survive me—I direct my said trustees to pay to our beloved daughter-in-law, Jessie Ford Vilas, if she shall not have remarried, the sum of one hundred dollars per month in advance, so long as she shall remain unmarried. And as this is intended as the continuance of an allowance which has been made since the loss of our dearly beloved Henry, as a contribution merely, in addition to her inheritance from him, to her comfort while living with her own parents, and it is impossible to foresee her future necessities, I also authorize my said trustees, but entirely in their discretion, to increase at any time for so long as they think best, the said monthly allowance to any sum not exceeding three hundred dollars per month, having reference to the income of the estate and other charges upon it; or to make her occasional special allowances for special needs. Payments under this paragraph to be all made from the net annual income.

Sixth. If the title thereto shall vest in me before my death and if my son-in-law and daughter shall reside in our dwelling upon our homestead before mentioned after my wife's decease until the termination of the life of our daughter, Mary Esther, his wife, I give and devise to my good son-in-law, Louis M. Hanks, if he shall survive my daughter, the like use and occupancy of our said homestead property during his natural life; and I also bequeath him in the same contingency ten thousand dollars per year during his life to be paid by my trustees from the net income of the estate in four equal quarterly installments in advance, from and after the decease of our daughter, his wife, or so much thereof in any year as the said net income shall be sufficient to pay; my said trustees also to pay the

taxes on said homestead while he shall occupy the same by virtue of this devise or of any like provision made by my wife. And the like sum of ten thousand dollars per year I also bequeath him, to be paid as aforesaid, in case he shall not derive it by the foregoing provision but shall become entitled to such use and occupation after the death of our daughter by virtue only of any provision made by my wife. This that he may not be disturbed in his residence in the contingency mentioned.

Seventh. To each and every child born to my daughter, Mary Esther, who may survive her, I give and bequeath fifty thousand dollars, to be paid so soon after her death as my said trustees may conveniently provide, not exceeding one year, but without interest.

Eighth. I direct my said trustees to pay any and all inheritance or succession taxes, imposts or excises which may be levied pursuant to any law of the United States or of the state of Wisconsin on my estate, or on or because of any gift, devise or bequest hereinbefore made, so that each of said devisees and legatees shall receive, so far as possible, the provision made intact, save only that such payment shall be charged to the income account if sufficient without impairment of the legacies made therefrom; but neither my wife nor daughter shall be deprived of any sum either may be entitled otherwise to have and may require from the income, by reason hereof; but, if need be for the requirements of either, payments shall be made from the principal. All ordinary and current taxes and assessments on my estate and its properties, and as well all others, though extraordinary, which may be levied by public authority, shall be paid out of the income of my estate.

Ninth. After the decease of our daughter, Mary Esther, if she shall survive my wife, and if my wife shall survive my daughter then after her decease, I desire and direct my said trustees to prepare, before the next session of the legislature of Wisconsin, a complete inventory of the property of my estate, as it shall then be (the last item of which shall be of any and everything, right or interest, real or personal, belonging to it, though not specifically mentioned) to which they shall affix the value, or their estimate of the value, of each item of property therein included, and shall add a statement of any charges remaining still imposed upon it by this will, or by law, unsatisfied or undischarged. And within thirty days after the legislature shall have first convened subsequently to the event aforesaid, my said trustees shall cause to be laid before the legislature, a communication in the following terms, signed by them, with a copy of such inventory affixed thereto, to-wit:

To the Legislature of Wisconsin:

The undersigned, trustees of the estate of William F. Vilas, late of the city of Madison, by authority and pursuant to the instruction

of his last will and testament, respectfully submit to your honorable body the following proposed instrument of conveyance, by which in case you shall authorize its acceptance by the passage of the necessary act, we are empowered to grant, upon the terms and conditions therein expressed, to trustees, to aid the University of Wisconsin in the advancement of learning, all the property which is described in the annexed inventory, (but subject to the temporary charges therein stated (if any)), that is to say:

DEED OF GIFT AND CONVEYANCE.

The undersigned, trustees of the estate of William F. Vilas, late of the city of Madison, in the state of Wisconsin, thereto duly empowered by his last will and testament, and by virtue and in consideration of an act of the legislature of Wisconsin, entitled "An Act to validate and accept the gift for the use of the University of Wisconsin of the late William F. Vilas," approved..... 190... , by which our proposal of this grant was agreed to,

Do hereby give, grant, bargain, sell and convey in fee simple absolute to the five trustees hereinafter named, and to their several and respective successors as such trustees forever, the following real and personal property, to-wit:

(Here to be properly described for legal conveyance all the property in the said inventory mentioned, together with general words to cover all interests of every kind, subject only to any charges thereon yet remaining unsatisfied.)

To have and to hold to them and their said successors forever, with all the rights, privileges and appurtenances thereunto belonging or in any wise appertaining. And the said trustees and their said successors are invested forever with the full and perfect power of absolute ownership to grant, bargain, sell, convey, assign, and transfer the said property, or any part thereof, and likewise also any property, real, personal or mixed, which may ever result therefrom, or in any form or manner come to their hands as such trustees at any time and from time to time forever; also to make any disposition or use of the same whatever, to give any covenants or make any agreements not in violation of law, relating thereto, which to them may seem proper; also to take any measures for the safety and care thereof, including insurance, which they shall think fit; also to invest the same and all the proceeds thereof, and all that may in any manner ever result therefrom, in any real estate or personal property of whatsoever character, whether by purchase or by loan, with a view to the production of income therefrom, and so to re-invest from time to time forever all, or any part, of the property or moneys of the trust estate hereby created; also to collect and receive payment of any moneys due said trust estate, including rents, interest,

dividends, gains and profits in any form, to discharge any mortgages or other securities, to represent and vote upon any stock or interest in any corporation or association, to compound, compromise and settle any and all claims, debts, demands or obligations, arising to or from them, the said trustees, or the trust estate; and, in fine, to do any act or exercise any power or privilege over or concerning such trust estate, or any interest or property appertaining thereto which absolute ownership authorizes them to do or exercise at any time and at all times forever, subject only to the limitations of the law and this deed of gift:

But *in trust*, nevertheless, to observe the directions and execute the purposes hereinafter expressed and set forth, as follows, to-wit:

First. They shall keep in proper bound volumes a complete record of all their meetings, proceedings and orders, the first volume of which shall contain in the beginning a transcription of this deed of gift and of the act of the legislature validating and accepting the same; and thereafter of any further acts of the legislature relating to the execution of the trust. And at the end of each fifty years from its beginning they shall compile and record in such book a succinct history of the trust estate, showing the method of its administration, its course of progress or increase, the objects accomplished and expenditures made, properly classified, and the condition of the estate, its properties and their productiveness, at the end of such period, with any other facts of importance; and shall cause the same to be published, for the information of all interested, in proper printed form.

They shall keep books of account, by the double-entry system, showing the condition of the estate and all their pecuniary transactions, which shall be opened with a detailed inventory of all properties at first received by them; and they shall by regulation or by-law fix some day as the beginning of the fiscal year of the estate, and on such day annually enter an inventory of all the possessions and interests of the estate as then existing, and thereupon close all accounts and carry to the capital account the net gains, (or losses, if so be), save only such share of the net income as they shall be authorized by this deed to expend or to hold as a surplus to insure against failure to maintain and establish scale of expenditure; and any and all other gains or increase existing at the end of any fiscal year shall thereafter forever remain parcel of the principal of the estate and never be paid out or expended, save only in the special cases in this deed hereinafter provided for.

In making such inventory no property of the estate shall ever be entered at more than its cost, or originally inventoried value, to the end that no gains shall be reckoned but such as shall have been realized; but depreciations shall be charged off according to the

judgment of the trustees. Within thirty days after the beginning of each fiscal year, the trustees shall report in writing to the regents of the University of Wisconsin (and by the term, the regents, is intended throughout this deed the governing body of the university, however known or constituted) the inventory then newly taken, showing also a comparison thereof with the next preceding, and an account of the income of the estate and of their transactions during the year last passed; and a duplicate thereof they shall file with the secretary of state of Wisconsin.

The trustees may employ a secretary—who may be also a trustee—and pay him an annual salary, which shall never be increased to more than five thousand dollars unless a greater sum be allowed by act of the legislature and paid by the state. They shall require of him a good and sufficient bond—to be yearly renewed, or so often as entire security may require—for the faithful discharge of his duties and, as lawfully required, the payment over of all money and delivery of all property, securities, books, papers or whatsoever things of the estate that may come to his hands at any time or by any means.

They may appoint a treasurer, or may designate some responsible bank to act as treasurer, requiring such bond as they think fit; but no salary or compensation shall be paid a treasurer unless the legislature shall by act allow and fix it.

They may employ attorneys or counsel when demanded by the interests of the estate; all needful clerical assistance in their office; agents and servitors for the care of real estate or other property; but except for the construction of buildings, no expenditure for other personal service ought to be made.

The trustees themselves shall receive such salary only as shall be allowed by act of the legislature; and it may be expected that, in view of the ends to which the estate is devoted, there will ever be trustees whose requirements will at least be no more than the minimum of reasonable compensation for services bestowed.

The trustees may provide an office for the transaction of their business and the safe keeping of the records and papers of the estate, either by renting apartments or the construction of a fire proof building therefor, or of some part of a building bought or built for investment, or of the theatre, if built as hereinafter provided.

All of the expenses of the trustees, all expenses of the management of the estate herein provided for, and all in any manner properly incurred in the administration of the estate, shall be paid from gains and charged to the annual income account.

This deed, the books of record and of account, and all papers and documents touching the history of the estate, shall never be purposely destroyed, but all shall be carefully preserved so long as the chances of time may allow.

Second. They shall conduct, manage, invest and re-invest the properties and moneys of the estate and in all respects administer its affairs so as to obtain the largest net annual income to be derived with due regard to the safety of the principal, and to that end shall have power to make whatever investments will yield, in their opinion, the best and surest gains, whether through rents, interest, dividends, increment of value, or otherwise; but never shall they invest more than one-tenth of the entire capital of the estate in any single enterprise, corporation, tract of real estate, including buildings thereon, loan, class of securities by the same debtor, or other form, or so as to expose a greater share in any risk; and the legislature may forbid any particular method of investment.

One-half of the net annual income of the estate shall be accumulated and annually added to the principal or capital of the estate, and such further portion of such net income as the trustees shall at any time think fit, until the entire principal or capital shall amount to twenty million dollars, and thereafter one-quarter of such net income shall be so accumulated and added to capital until such capital shall amount to thirty million dollars, at which sum accumulation of capital shall cease, unless the legislature shall authorize its further increase.

But a surplus of income may be carried, out of the annual income available for expenditure, in order to assure against a failure to maintain at any time the scale of annual expenditure established for the benefit of the university as hereinafter provided for.

In case the principal, or capital, of the estate shall at any time, or at divers times, after the attainment of the sum or sums above respectively limited, be reduced by losses, or by expenditures authorized hereinafter to be made therefrom, then, and as often as shall be necessary, accumulation shall be resumed of the one-half or one-quarter of the net annual income, as above respectively directed, and maintained until the limit of accumulation be again attained, as above provided.

In the valuation of the estate with reference to such limits, no property shall be reckoned above cost, nor any securities above the par value thereof.

The trustees shall, as an ordinary item of expense of the estate, to be paid out of the gross income—small, unless accident befall—keep forever in decent order the monument, marking stones and ground of the Vilas burial lot in the Forest Hill cemetery near the city of Madison where lie the remains of said William F. Vilas, his father, and their families, and others of kindred and, in case of injury or destruction, shall restore the same to as good condition as the same were in at the time of the death of said William F. Vilas.

Third. If, when this deed shall be delivered, no such theatre as

is mentioned in this article shall have been provided for the university, and the total valuation of the estate hereby conveyed shall not then be thirteen hundred thousand dollars, at least, all the net annual income shall be accumulated and added to the capital until it shall have fully attained to said sum, and as much more as the trustees shall think requisite for the due execution of this article. They shall then, or without awaiting accumulation if the capital be already thirteen hundred thousand dollars, set apart at least two hundred and fifty thousand dollars of such capital, and so much more as they shall think required—provided that the capital of the estate shall not be thereby diminished to less than one million dollars—to be applied, together with further accruing income, as necessary, so soon as the regents shall provide a suitable site therefor, acceptable to the trustees, to the construction of a theatre, or commodious and fitting structure for the assemblage of the university body and the public when desired, with all convenient and useful appointments and offices in connection therewith, suitable for all university uses desired, including musical and dramatic exhibition, and whatever other university purposes may be subserved.

The plans for such theatre shall be provided by the regents and approved by the trustees, and the regents shall construct the same, the trustees paying over the moneys required therefor in convenient installments from time to time. And in like manner the theatre shall be well and adequately equipped for its intended uses.

Such structure shall be of size and architectural character to cost at least two hundred and fifty thousand dollars, and the trustees may, in their discretion, employ for it, including its equipment, not more than five hundred thousand dollars, first having accumulated the requisite funds, if such accumulation shall be necessary. It is designed, and the trustees are enjoined, in the exercise of their wise discretion, to provide an adequate, dignified and enduring structure, all conditions at the time when they shall act being justly considered. Should a suitable theatre be otherwise provided for the university before the trustees shall be able to execute this article, the trustees shall add the moneys especially provided therefor, if any, to the capital of the estate; and if at any time thereafter, occasion arise for such a theatre, the money necessary, within the limits above defined, shall be provided by the trustees from the capital above one million dollars, or by like accumulation of income therefor.

And wherever a theatre shall be constructed under this article there shall be placed upon its front over the principal entrance a tablet of stone or metal, of appropriate size and design, inscribed "The Vilas Theatre," and within the principal entrance or hall thereof another such suitable tablet inscribed "In Memory of Henry Vilas, A. B. 1894. Born May 28th, 1872, Died July 2nd, 1899."

Both tablets shall be maintained in good condition so long as such theatre shall stand. The trustees shall provide for its adequate insurance out of the income of the estate if the regents do not; and in the event of its destruction shall provide anew for its reconstruction from the insurance moneys realized, with aid, if necessary, from the estate in like manner.

Fourth. Subject to the foregoing provisions the trustees may set apart one-half the net annual income of the estate, until its total invested capital shall be twenty million dollars, and thereafter, so long as that total shall be maintained, three-fourths of said net income, and, after the total invested capital shall have become thirty million dollars, then, so long as it shall be maintained at that amount, all the net income, for expenditure for the ends and objects next hereinafter set forth; but no establishment of any such fixed annual expenditure ought to be provided until it be prudently foreseen that it can be thenceforward continued without interruption. And no more than the above limited shares of the net annual income shall be at any time expended by the trustees for any object in this article provided for; and in case, after the establishment of scholarships, fellowships, professorships, and other like endowments, the above limited provision of the net annual income shall at any time fail in sufficiency therefor for a time, preference, until the capital and income be regained, shall be given in expenditure to the classes of endowments in the order hereinafter provided for their establishment, and in the several classes in the order of their actual establishment. To guard against such failure, the trustees may, in their discretion, always maintain in hand a surplus of such net income as is so available for expenditure under the provisions of this deed in order to supplement at needful times annual receipts and supply deficiencies unexpectedly happening therein; but this shall not authorize any withholding from the increase of the capital of any part of the one-half of the income annually until it shall reach twenty million dollars, as aforesaid, nor of any part of the one-quarter of the net annual income thereafter until the capital shall reach thirty million dollars, as before provided.

The trustees may, from time to time, in their discretion, proffer in writing to the regents provision for the maintenance of the scholarships, fellowships, professorships, with their respective auxiliary allowances as hereinafter provided, and other like endowments hereinafter authorized, in the order hereinafter mentioned; one or more at a time, as may be prudently done; and, upon advice of the appointment of incumbents therefor respectively, shall pay to such incumbents, upon the certificate or warrant of the regents or their proper officer, showing the right thereto, the amount of annual allowance provided for each such incumbent respectively in convenient

periodical installments as required by the regents in each case; or otherwise disburse such annual or special provision according to the method fixed by the regents for its application to the purposes to which assigned; always preferring, when conveniently practicable, direct payment by the trustees to the respective incumbents entitled thereto in suitable installments.

The right of appointment, subject to the preferences therefor hereinafter provided, and the right of removal, shall belong entirely to the regents, without interference by the trustees, direct or indirect.

All such establishments shall be distinguished from other university positions by the name Vilas prefixed, as the Vilas scholarship, fellowship, professorship, or the like, with addition of the college, or of the school, &c., in the University of Wisconsin, correctly designating the same when the same shall be attached to any college, school or department, or otherwise as the case may require. In the establishment of such endowments, it is to be expected that the trustees, though possessed of the power of an owner and giver, will consult with, and unless for reasons not to be foreseen now, will pursue the advice of the regents, as to their character, objects, assignment to colleges, schools, &c., or their creation independently of either, entire harmony and thorough co-operation being essential to good results. It is for the trustees especially to determine the sufficiency of the permanent income to warrant establishment, and see to its application; and that the order and purposes of this deed are observed in the endowments.

A. Provision shall first be made for ten undergraduate scholarships each incumbent whereof shall receive four hundred dollars per year, and for ten fellowships each incumbent whereof shall receive six hundred dollars per year. In appointment to such scholarships and fellowships the regents shall prefer among worthy and qualified candidates those of lineal or collateral kindred to said William F. Vilas, and among such kindred those of his surname.

The regents may prescribe standards of qualification for such scholars and fellows, which shall be alike for all applicants for either respectively; they may fix the duration of enjoyment by any one person; they may require from any fellow such instructional service as they shall think reasonable; and may impose any other appropriate conditions upon the enjoyment of such scholarships or fellowships respectively, of uniform character; it being the purpose that such scholarships and fellowships shall be in essential similar to like positions at the present time in American universities.

The regents may at any time when they shall desire to give leave to any fellow for travel and study in other states or foreign countries award to one person the salary of two fellowships. for a

limited period; or—what is much preferable if the income available will warrant—the trustees may on their request assign for a limited period a salary not to exceed fifteen hundred dollars per year to one or more, not exceeding five, of such fellowships, to constitute traveling fellowships, and enable the incumbent under direction of the regents to pursue studies abroad as they shall authorize; such provision being left to the trustees to make whenever and for such periods as the regents shall deem desirable in aid of specially promising or specially deserving fellows.

B. In their discretion, the trustees may employ out of the available net income—not to exceed one-tenth of one percentum of the capital of the estate, as shown by the last preceding inventory, in amount in any one year—such sum as may seem desirable for the encouragement of merit and talent, or to promote appreciation of and taste for, the art of music, in connection with university instruction therein. This may be by the proffer of prizes, by assistance of meritorious and promising students to pursue study at home or abroad, by contribution to musical festivals or exhibitions, or in such form whatever as the trustees shall deem most serviceable. No obligation is imposed on the trustees, the purpose being that expenditure shall only be made in exceptional instances, not to provide instruction. The promotion of popular taste by the aid of periodical musical festivals is commended to their consideration.

C. Next in order, but first in importance among the purposes of this trust, provision shall be made for the maintenance and suitable equipment, one after another as means shall afford until ten such be established, of professorships of a special class to promote the advancement of knowledge.

Each professor of this class shall receive not less than five thousand dollars, nor more than ten thousand dollars, in yearly salary, as the trustees shall provide; and they may fix the salary of each irrespectively of the others, and may, when less than the maximum shall have been originally fixed—as will no doubt be the rule—increase the salary of any such professor, on the recommendation of the regents, at any time, or from time to time, until said limit shall be reached; but no salary, when fixed at any sum originally or by increase, shall be reduced while the same person holds the professorship, except upon his retirement. In case any such professor shall retire with consent of, or be retired by the regents, after fifteen years' service in his professorship, the trustees shall pay him, during the residue of his natural life, two thousand five hundred dollars per year in equal monthly installments in advance. Upon retirement of any such professor another may be appointed in his stead, so that ten active professors of this class be in service continually, after the full number shall have been established, or so many less as shall then have been.

At the time of establishing each one of such professorships the trustees shall also provide, in addition to the professor's salary, a further annual sum of allowance, to be expended under his direction, to furnish proper auxiliaries to enable his due accomplishment of the ends proposed to him, which shall include personal assistants, such as clerks, stenographers, computers, mechanics, laboratory employes, and whatever others, when requisite, and supplies of appropriate materials, implements, books, apparatus, specimens, and the like. In fixing such sum the trustees will look to the advice of the regents and consider the objects or nature of the line of investigation which such professor is assigned to pursue; but he ought to be so liberally supplied, within reasonable bounds, that no hindrance or interruption of his work will become necessary, and the increase of knowledge may have the best favoring hope possible in the circumstances. And the trustees may increase, or may diminish the sum of allowance so provided, whenever and as often as it is deemed best, upon the request of the regents; or may, on like request, make special and limited appropriation from the available net income to aid any particular research or investigation, or to provide for the cost of any expedition or journey by any such professor, or any assistant, with all needful auxiliaries of persons and things.

Appointments may, if the regents so desire, be made provisionally on probation for one, two or three years, or for successive years or periods not more than five years in all in probation, but after five years' continuous service, if satisfactory, any such professor shall have final appointment, or otherwise be dismissed from such professorship. And whenever a final appointment shall be given, whether after five years', or less, probationary service, or with none, the professor so appointed shall not thereafter be removed, or be deprived of his right to pay after retirement hereinbefore given, except for good and sufficient cause duly proven at a fair hearing by the regents, or with the aid of a committee specially raised therefor, after due notice and opportunity to defend.

These professorships are designed to promote advancement of knowledge rather than to give instruction, and it shall forever be a limitation on the power to require service of any incumbent thereof that not more than three hours in one week, nor more than one hour in one day, shall be exacted of him for teaching, lecturing or other instruction to students, or otherwise, against either his objection or that of the trustees; any such service with assent of both being open. But the regents may determine the reasonable requirement of time to be employed in investigation, prescribe the subjects thereof, and the general line or course to be pursued; and the professorships shall be respectively designated, in summary phrase, accordingly; and they may be assigned to any college, school or department in the

university, or stand independently, as the regents shall determine. Any branch of human learning may be selected as the subject of special study; but when the subject and general course of inquiry of any such professorship shall have been once determined and entered upon, they shall not be changed during the active service of the existing incumbent without his assent. Upon the termination of the active service of any professor by retirement, or otherwise, the regents, when appointing a successor may prescribe any subjects or line of investigation anew; and the trustees may fix upon any sum of annual allowance, or a different salary within the prescribed limits; so that whatever shall then appear most desirable shall be available as upon an original establishment.

The qualifications for such professorships being left to the wisdom of the regents, with opportunity for probationary service before a final appointment, and the power of retirement remaining in the regents, it is right and expedient to secure to incumbents with certainty beyond the risk of interruption the means of life in assured comfort, fixing upon their character and liberty the hope of beneficial achievement in the increase of knowledge, with no greater exaction of service in imparting it to others than may serve to aid, rather than retard, the clarification and definition of results attained. Yet although so untrammelled by obligation to teach—which in proper instances the regents may not require at all, or only at convenient periods—and free to pursue his fixed lines of research in his own way, still it may be expected that, in fact, each such professor will gather about him as fellow workers and assistants, so far as may be, students who will both gain learning, and inspiration to promote it, from their participation in his pursuits and the opportunities of such association, which he will both desire and best know how to inculcate in them.

Due provision must be made for publication of the results of investigation by all such professors, either by the regents or the state; or, if found necessary and desirable, the trustees may provide therefor from the available net annual income.

Suitable quarters or buildings for the work of such professors should be furnished by the regents; but, in necessity, the trustees possess needful authority, under a later article of this deed.

D. The ten professorships aforesaid having been established and supplied, the trustees shall next provide for fifty more undergraduate scholarships, with a salary of from three to four hundred dollars each, as they shall deem best, and then for fifty more fellowships with a salary of from five hundred to six hundred dollars each, to which graduates of the University of Wisconsin shall be appointed; such scholarships and fellowships to be of like character with those first hereinbefore provided for; or, they may, in their

discretion, provide for both fellowships and scholarships, but at least as many of the latter as of fellowships.

For at least one-fifth of these scholarships and fellowships the regents shall prefer in appointment among worthy and qualified candidates those of negro blood, if such present themselves. Otherwise than as aforesaid, they shall be governed by the regents in like manner as those first above provided for.

E. After sufficient provision for the continued maintenance of the foregoing, the trustees may provide from time to time, as increase of available net income shall warrant, for such professorships—either in addition to the ten aforesaid for advancement of knowledge, or simply for instructional service—such associate or assistant professorships, such instructorships, additional scholarships or fellowships, or such other chairs for instruction or for research as to them and the regents shall seem most to promote knowledge and education and benefit the university.

But though provision for chairs of instruction is left discretionary, it ought ever to be remembered that, aside from scholarships and fellowships to aid deserving students, the university may be best raised to the highest excellence as a seat of learning and education, through extraneous aid, by abundant support in pushing the confines of knowledge; the especial object of this trust. The state may be confidently expected to furnish sufficient instruction to its youth, and other sources of contribution and revenue will supply any lack.

But if, and after, any chair of instruction shall have been by them created and an incumbent installed, the trustees shall never withdraw, without the consent of the regents, the provision made therefor during the tenancy of such incumbent, save only if the net annual income available to expenditure hereunder shall fail to supply all the like appointed charges thereon, and then only to the extent actually necessary and in the order required by the rule of preference in such case hereinbefore prescribed. And, subject only to the limitations in this deed contained, the government of all appointees shall remain wholly with the regents, with all the powers given by law, that their relations and services may be most harmoniously and effectively co-ordinated with the other agencies under the regents to the highest benefit of the university and its beneficiaries.

Fifth. At any time after the estate shall have come to exceed five million dollars of capital, the trustees may, in their discretion, upon request of the regents, suspend the addition of the one-half net income to the capital, and for a time accumulate all the available income—not appropriated to endowments—in a special fund for the construction of any building desired for the university, and when a sufficient sum shall have been so gained, and the regents shall have

provided a site and plans therefor to the satisfaction of the trustees, may apply such special fund to the construction of such building.

Upon the front of every such building, over the principal entrance thereto, shall be placed an appropriate stone or metal tablet suitably inscribed to mark it as a structure built by the estate hereby created, and such tablet shall be preserved in good condition, by renewal when needful, so long as such building shall stand.

This power may be exercised so often as the regents and trustees shall, in their wisdom, concur in determining desirable; but, if entered upon, so soon as any such special fund shall have been accumulated to the sum pre-determined to be necessary, then the one-half of the net income (or one-fourth after the invested capital be twenty million dollars) shall again be applied to the increase of the capital as hereinbefore provided. The primary object of this provision is to afford the means, in need, for such buildings as investigation or the progress of knowledge may peculiarly require. All such buildings, indeed, as all others desirable to the university, may be expected from the enlightened care of the state. Yet an unrestrained discretion to so build any is left to the trustees, lest conditions arise when the widest exercise of such authority may become of sufficient importance to the needs of the university.

Sixth. This gift and conveyance are made upon the condition that all the several requirements and limitations respecting its accumulation, administration and use, shall be forever faithfully observed, and to ensure that end the right of visitation and suit is given in the next succeeding article.

But it is further explicitly made an unalterable condition of the right of the trustees to hold the estate hereby granted and any and all property which they may ever receive or have under this deed, that if the provisions in this deed contained requiring the accumulation of the capital thereof by the addition to it of one-half of the annual income until the invested capital be twenty million dollars, and of one-quarter of such income thereafter until such capital be thirty million dollars, or of the before prescribed share of such income to restore the capital in case of any loss thereof at any time or at divers times, shall not be faithfully executed; or if expenditure of the same, or of the income, or of any part of either, shall be at any time made for other and different objects than those hereinbefore prescribed; or if the prescribed order of preference of such objects shall be violated; then all the estate and properties of every kind held by such trustees at the time, and all resulting therefrom, and the complete and perfect ownership thereof and title thereto, shall at once vest in the then existing heir or heirs of said William F. Vilas in however remote degree; and any such heir or heirs may recover the same without entry for condition broken, or any precedent

step or act of any kind by him or them, and any such heir may so separately recover his share thereof, in any action or actions, suit or suits, at law or in equity, and no limitation of time shall defeat such action less than twenty years after the full personal discovery and knowledge by such heir or heirs entitled thereto of the default or breach of condition which shall so vest such estate or properties, or the share thereof to which any such heir may be entitled.

Seventh. Full and complete power of visitation is given to the governor of Wisconsin; to the attorney-general of Wisconsin; to the legislature of Wisconsin, or any committee appointed by it therefor; to the regents, or any committee appointed by them therefor; to each and every scholar, fellow, professor, or other incumbent of any position which may be established by virtue hereof as aforesaid; and to any person who may at any time be heir, to any extent, or in any degree of lineal or collateral relationship, of the said William F. Vilas; and any of said official bodies, officials or persons in this article named, shall possess full power of examination, at all reasonable times, of all the properties, affairs and accounts of the trustees and the trust estate, and may at any time institute and prosecute to effect any necessary or proper action at law or suit in equity or other fit remedy of any kind, to invoke the powers of any court or tribunal having jurisdiction to correct and redress any error or failure in administration of this trust, or any departure from the provisions of this deed for its management or the use of its income; all the costs of which, although the proceeding fail of affirmative result, shall be borne by the estate if the court shall find there were reasonable grounds to warrant its institution; and otherwise, by the parties or the trustees personally, as the court shall adjudge.

But this provision shall in no wise diminish, qualify or affect, the condition and limitation in the next preceding article providing for the devolution of the estate and its properties to the heirs of the said William F. Vilas in case of violation of any of the requirements therein mentioned as essential to the continuance of the trust.

Eighth. ——— of ———; ——— of ———; ——— of ———; ——— of ———; and ——— of ——— having consented thereunto, are hereby made the first trustees, to whom, and to their successors, this conveyance is made, and are invested with all the properties hereinbefore described or mentioned and all the powers herein given as aforesaid.

By the term "the trustees" wherever used in this deed is intended the said persons and their successors in this trust, for the time being forever, as herein provided for. The number of such trustees shall never be less than five. When a vacancy shall occur in such number, the trustees remaining shall as quickly as possible convene and choose a successor and procure his acceptance and en-

try on the duties of his office. If within sixty days from its happening any such vacancy shall not be so filled, the regents, the president of the university, or any citizen of the state, may apply to the court having jurisdiction to appoint a trustee to fill the same, on five days' notice to the remaining trustees, at their office.

The trustees may at any time, by recorded vote, increase the number of trustees to seven, and elect the additional trustees so provided for; and thereafter the foregoing provisions shall apply to such increased number.

No bond shall be required of any trustee, unless the legislature shall by law require it.

It is recommended as good policy that every trustee shall be a graduate of the university; that at least one be a judge of the supreme court of Wisconsin; and, when time arrives, that one or more be chosen from among the first ten professors of the class of investigators to be provided for as hereinbefore set forth. But no limitation on the power of choice is hereby in any wise imposed; inasmuch as it is impossible safely to foresee what circumstances may require or how important it may be to repose choice in particular cases on character and ability unaccompanied by the special qualifications indicated.

In witness whereof, the undersigned, being the trustees now in execution of the last will and testament of William F. Vilas, have, pursuant to the obligations on them imposed and the authority in them vested hereunto set their names and affixed their seals, respectively this _____ day of _____ in the year of our Lord, 19_____.

Trustees as last aforesaid.

And the undersigned trustees of the estate of said William F. Vilas further respectfully inform your honorable body that, according to the instruction and power given to us in his last will and testament, we may execute and deliver the deed of gift and conveyance aforesaid if, and only upon condition that, within two years from the receipt of this communication, your honorable body shall enact by law, (to be entitled as in said proposed deed is for convenience suggested).

(1) That the legislature of Wisconsin accepts for the benefit of the University of Wisconsin the grant proposed to be made by the aforesaid proposed deed of conveyance upon the terms and conditions therein expressed, authorizes such conveyance to be made accordingly, and declares that the same when so made shall be valid and binding forever upon all parties thereto and all persons inter-

ested therein or in any wise affected thereby, and that the terms, conditions, and provisions, in the said proposed deed of conveyance contained and set forth shall in all particulars constitute unalterably the law of such grant and forever unalterably govern the administration and management of the estate and properties by it conveyed and all which may in any manner whatever result therefrom by increment, gains, additional gifts, or any increase thereof whatever;

(2) In case any charges imposed by the last will and testament of said William F. Vilas upon such property and estate remain at the time of such conveyance unpaid, undischarged or unfulfilled, that all charges by such last will and testament required to be sustained by such property shall be justly and in good faith paid, executed and discharged as their nature may require in accordance with the true intent of said last will.

(But if no such charges remain unpaid, unexecuted or undischarged, then this clause may be omitted from the communication to the legislature.)

(3) That the properties of the trust estate so created shall, in all respects, and as well all gains, increment, or other increase thereof, be exempt from all taxation in any form so long as the same shall continue to be held for the uses and purposes of the University of Wisconsin, as therein provided; and

(4) That the several persons hereinbelow proposed therefor (or others to be proposed if objection be found to these) may be named in said deed as the first five trustees to whom the said grant may be made.

And they also pray leave of your honorable body, to propose, pursuant to the instruction to them in the said last will and testament, as the first five trustees. _____, of _____; _____, of _____; _____, of _____; _____, of _____; and _____, of _____, of whom the undersigned (or two, or one, of the undersigned, in case one or more of my trustees decline so to serve) are suggested as a part because such is the written desire of the said testator, and they are willing so to act with the approval of your honorable body.

To which they respectfully add that they stand ready to complete the discharge of their trust under said last will and testament by the due execution and delivery of the proposed deed of conveyance so soon as your honorable body shall authorize the same by the act desired, and they pray your early consideration thereof.

Madison, Wis., _____, 190—.

Trustees.

Tenth. It is my desire that all of the trustees who shall be then in execution of the trust created by this will, shall be also named as trustees in the deed of conveyance so set forth in the communication to the legislature in the next preceding paragraph of this will contained; or so many as will accept that trust; in order that the trustees under such conveyance may possess from the beginning familiar knowledge of all the properties transferred and thus continue their management to the best advantage. In preparing such communication this desire will, I hope, find execution. And they are also directed to select other suitable and competent persons of approved standing and character to complete the full number of five trustees proposed. Should it happen, however, that the legislature shall be unwilling to assent to the designation of any persons so proposed as trustees, my said trustees may, by subsequent communication amendatory of the first, propose others until they nominate five satisfactory to the legislature.

And, if, at any time within two years from the receipt of such communication set forth in the ninth paragraph of this will, the legislature shall enact a law making the provisions therein which are mentioned in the aforesaid communication and numbered (1), (2), (3) and (4), (if number (2) be included because of charges remaining on the estate) without material qualification, or reservation of power to alter the same, then my said trustees shall, as soon as possible after the approval of such law, duly execute such deed in such manner as the statutes may require, deliver the same and make over and transfer to the trustees in such deed named the physical possession and control of all the properties of my estate, and also execute any other papers, or do whatever other thing, necessary or convenient to vest in said trustees full and perfect ownership and possession thereof.

And thereupon my said trustees shall stand discharged of their trust under this will.

Eleventh. In the foregoing paragraphs numbered ninth and tenth of this will, I have indicated and directed the final disposition of my estate entire, in the manner which now appears to me both useful and entirely in consonance with law. But I desire to ensure, if possible, beyond the risk of legal cavil or technical defect, the proffer to the legislature of all of my estate not otherwise disposed of, as proposed in the ninth paragraph, in the belief that if any question otherwise can exist, they will by law validate the proposed gift and assure its devotion to the purposes intended. In amendment of the first part of the ninth paragraph, therefore, I now give my said trustees power and authority, in their discretion, at any time after the decease of my wife, to cause to be laid before the legislature the communication, signed by them, in that paragraph contained; in that

case setting forth with special care the charges thereon, which I have hereinbefore made, in the inventory of the estate, to the end that they may be thus surely provided for; by which means early and definite disposition may be had. And in the event that any question be raised of the validity of this my will in respect to the disposition made in the said ninth and tenth paragraphs aforesaid, or in respect to any other material and substantial disposition hereby made of any part of my estate or the income thereof, I absolutely direct my said trustees at the next ensuing session of the legislature to so lay such communication before that body, as in the ninth paragraph directed, and thereupon to dispose of my estate as in the tenth paragraph required; in the event of the acceptance of the gift as proposed only, however.

Twelfth. In case the legislature of Wisconsin shall not, within the two years limited, pass the act provided for, so as to authorize my trustees to finally dispose of all my estate given them in trust—a contingency which I cannot anticipate as probable because the terms of the gift are all within the law as it now exists if my estate shall amount to the sum I suppose—then my trustees shall, after having discharged all the gifts, legacies and other dispositions hereinbefore provided for, divide all the residue of my estate into three equal parts, so nearly as it can be done by them; for which purpose they are empowered themselves absolutely to fix values upon each and every piece, parcel or article of property, real, personal and mixed, belonging to the estate in their hands, and assign any and every such piece, parcel or article to such of the three parts so to be apportioned by them as they shall see fit; and thereupon they shall make over, transfer, grant and convey one of such three parts to the children of my daughter, Mary Esther Vilas Hanks, who shall then be surviving, if any; and likewise transfer, grant and convey another of such three parts to such of my four nieces, daughters of my deceased brother, Levi M. Vilas, and my nephew, Charles A. Vilas, of Milwaukee, as shall then be surviving, if any of the five, nephew and nieces, shall so remain in life; and likewise transfer, grant and convey, the other and last of said three parts, and also either or both of the previously mentioned two of the three parts if there be no person in being as aforesaid to receive them, or either of them, to the city of Madison, *in trust*, to employ such portion thereof as the common council of said city shall think fit to construct and equip a building to contain a library, reading rooms, recreation rooms, lecture rooms, baths, and other convenient appointments of a club house or resort for the use and enjoyment of the mechanics, artisans, laborers and other citizens of Madison; and to hold the residue as an endowment fund, to be invested and the income thereof applied to the support and maintenance of such establishment and its equip-

ment in such manner as the common council may provide. It is my desire, in case this gift shall ever become operative, that there shall be provided a place of resort, recreation and improvement, for the benefit, especially and primarily—though I would exclude none—of the citizens of Madison who obtain their livelihood by daily labor in whatever occupation. I would have it so planned and conducted that no laboring man or woman but should feel perfectly at home in it, not as the beneficiary of an unpleasing discrimination; to the end that mental and moral improvement, pleasing manners in social intercourse and all rational recreation and enjoyment might be as entirely within the reach of the families of those who may not possess wealth as of those who do, so far as these may be attained by such an establishment.

In order to this end, so briefly indicated, this contingent gift is made absolutely to the city of Madison without other than general indication of the objects proposed, so as to avoid any question of the legality of the disposition. And the same, also, for the further reason that the contingency upon which it may become operative is not likely to occur, since I feel confident that the reasons which upon the whole have seemed to me to make it wiser to keep together the estate I leave and devote it all to the cause of education and the advancement of knowledge, will approve themselves to the legislature of Wisconsin. In fact, the provisions of this twelfth paragraph are inserted in this will only because the contingency, however improbable, must be provided against, for the discharge of my trustees. But were my estate sufficient in amount to set on foot the plan for the aid of the university, hereinbefore provided for, and also to build and endow the club house for mechanics and laborers and their families in the city of Madison, I should wish to provide for both; and if I be still given years and good fortune, the possibility of both lies in my hope.

Thirteenth. I nominate and appoint as executrix and executors of this my last will and testament, my dearly-beloved wife, Anna M. Vilas, my always-faithful brothers, Charles H. Vilas and Edward P. Vilas, and my esteemed friend, Burr W. Jones. And I also appoint and constitute them the trustees first mentioned in this will to whom and to the survivors and successors of them all my estate is as aforesaid hereby devised and bequeathed in trust.

And I desire and request that no bond shall be required of them, or either of them, in either the capacity of executor or trustee. But if any bond shall be necessarily to be given by them, or either of them, or any successor of either, that it may be secured by some responsible surety company and the premium paid from the trust estate, as an ordinary expense thereof.

I desire and direct that there shall always be at least three trustees, and that if at any time vacancies shall occur so that but two remain, they shall at once apply to the proper court for the appointment of a third trustee, and shall nominate such third trustee to the court for appointment, and therefor possess the same persuasive authority which is recognized as a testator's privilege. And so on, until the complete and final discharge of their trust, whenever but two trustees shall remain in office they shall nominate and procure the appointment of a third; to the end that three shall be continually in the execution of the trust hereby created.

And I desire that my said trustees within thirty days after the beginning of each of their fiscal years and the making of the inventory in the second paragraph of the trust aforesaid shall transmit to the regents of the university a summary statement of the condition of the estate as shown by such inventory.

Fourteenth. The right of visitation upon the execution of the trust created by this will, with the rights of examination of accounts and properties and of application to the court for any needed redress, is given to my daughter, Mary Esther V. Hanks, to her husband, Louis M. Hanks, to the president of the University of Wisconsin, and to the regents of the University of Wisconsin.

Fifteenth. I believe I have in no particular exceeded the privileges given by law in testamentary disposition of property, or transgressed in any respect any limitation of law on the term for which property may be held in trust, or otherwise. But if in any particular the powers given to my trustees shall ever be adjudged by the supreme court of Wisconsin to exceed the limits authorized by law, or if in any of the provisions made by this will, there appear to be any illegal excess, then I desire and direct that it be taken as my will that such seeming illegal excess in powers given or in provisions made be alone held invalid and that the same may be expunged herefrom as no part of my will, but that all which is given or directed within the limits of law be sustained independently as the entire purpose and extent of my disposition hereby.

In witness whereof, I, William F. Vilas, have set my hand and seal to this, my last will and testament, consisting of sixty-two single sheets or leaves of paper written by my own hand on one side only, in presence of Breese J. Stevens, Henry Kessenich and Etta E. Davis, whom I have called as witnesses to its execution, on this twenty-seventh day of August, in the year of Our Lord, one thousand, nine hundred and two.

WM. F. VILAS.

The foregoing instrument consisting (besides fly leaves affixed next hereafter) of sixty-two single sheets or leaves of paper, written on one side only by the testator himself, was now here, on this 27th

day of August, A. D. 1902, the day of its date, signed and sealed by the said testator, William F. Vilas, in the presence of all of us, and was by him then and there published and declared to be his Last Will and Testament. And we, at his request, and in his presence and in the presence of each other, have, in testimony thereof, at the same time and place, signed our names hereto.

BREESE J. STEVENS, Madison, Wisconsin.

HENRY KESSENICH, Madison, Wisconsin.

ETTA E. DAVIS, Madison, Wisconsin.

I, William F. Vilas, of the city of Madison in the state of Wisconsin, the testator who made and executed the foregoing last will and testament, do now here make, publish and declare this codicil to the said foregoing will and testament, in amendment thereof, in manner and form following, that is to say:

First. In place of the provision for my daughter made in the first sentence of the fourth paragraph of said will, and of the discretion vested in my trustees in the next-to-the-last sentence in said fourth paragraph, I direct that from and after the decease of my wife—or after mine, if she shall not survive me—my said trustees shall pay over to our darling daughter, Mary Esther Vilas Hanks, thirty thousand dollars (\$30,000) in each and every year out of the net annual income of my estate, in monthly payments of two thousand five hundred dollars each, in advance. If the net annual income, after paying all other charges and outlays required therefrom, including the allowance to Jessie Ford Vilas provided for in the fifth paragraph, shall be in any year insufficient to pay all said thirty thousand dollars, my said trustees may, in their discretion, reduce the payment in such year to the amount of the net income, *provided* that they shall in any case pay her at least twenty thousand dollars (\$20,000) per year, using therefor so much of the principal of the estate as shall be necessary. And out of the income of the next succeeding year or years where there shall be excess of net income, they shall pay all arrearages of said sum of thirty thousand dollars per year remaining unpaid in any previous year, or so much thereof as such excess of net income will enable them to pay, until all such arrearages in all preceding years shall be fully paid. All said sums my daughter shall receive free of taxes in any form, as elsewhere in my will provided. And except as aforesaid, all the provisions in the said fourth paragraph of my said will shall remain unaffected hereby and as therein written.

Second. In the twelfth paragraph of my said will I have directed a division of my estate into three parts, and the disposition of each, in case the legislature of Wisconsin shall not, within the two years limited, pass the act of acceptance in the manner provided for.

That paragraph was written in expectation that it will not be necessary for my trustees to proffer to the legislature the deed of gift provided for until after the decease of my daughter, Mary Esther. But if such proffer shall be made before that event as in said will is provided may be done, and if the legislature shall not pass the act of acceptance as therein provided, then I direct that such division of the estate and the disposition to follow thereon, shall not be made until after the decease of my said daughter, Mary Esther, and the payment of all legacies made to her children and due provision to secure to my daughter-in-law, Jessie F. Vilas, the payment of the legacy bequeathed to her, in case she shall survive my daughter, and remain unmarried, for which purpose my said trustees may purchase an annuity or may charge the same upon the estate; so that said division and consequent disposition shall be made only of the net remainder of the estate then in their hands. And I also direct that in the contingency aforesaid—of the legislature's refusing to accept such proffered deed of gift by not passing the proper act of acceptance within the two years limited, my said trustees shall, from the time of the proffer thereof, pay annually to my daughter, Mary Esther, the entire net income of any said estate during the remainder of her life, and that if the same shall not amount to thirty thousand dollars per year they shall pay her that sum annually, taking so much as necessary from the principal of the estate, and leaving for division only what may thus remain. And they shall also pay all taxes thereon as elsewhere provided in my will.

Third. In case I shall survive my wife, then all the articles of personal property given directly to her in the first part of my said will, I give and bequeath to my daughter, Mary Esther, to the same extent and in like manner.

In witness whereof, I, William F. Vilas, have set my hand and seal to this codicil to my said last will and testament consisting of four leaves or sheets of paper, additional including this on which this is written, and written by my own hand on one side only, in the presence of Breese J. Stevens, Henry Kessenich and Etta E. Davis, whom I have called as witnesses to its execution, on this second day of June, in the year of Our Lord, One Thousand, Nine Hundred and Three.

WM. F. VILAS.

The foregoing instrument consisting of four leaves or sheets of paper additional to the foregoing will, written on one side only by the testator himself, was now here, on this 2nd day of June, A. D. 1903, the day of its date, signed and sealed by the said testator William F. Vilas in the presence of all of us, and was by him then and there published and declared to be a codicil to his Last Will and Testament thereto attached and next preceding. And we, at his

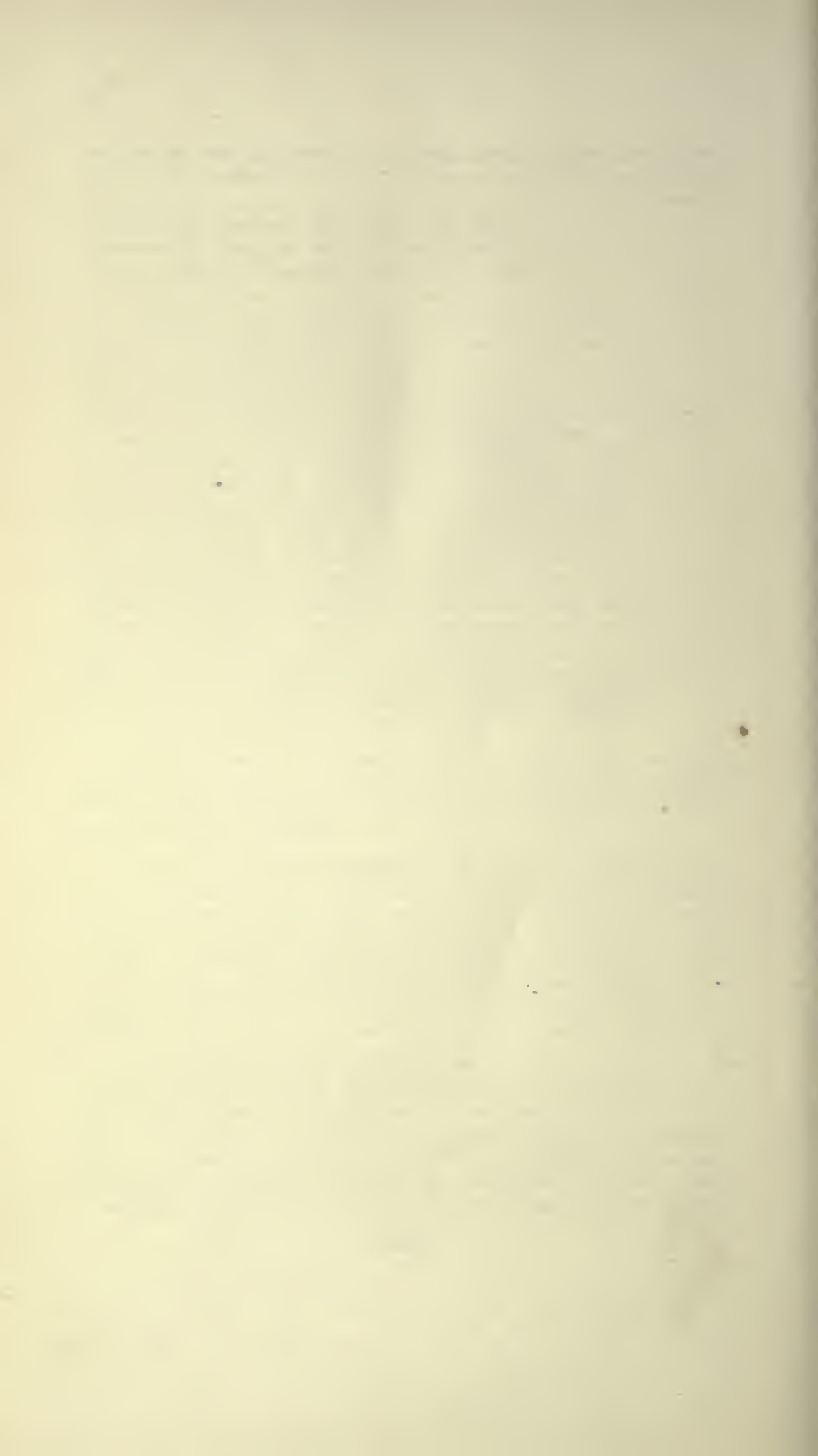
request and in his presence and in the presence of each other, have, in testimony thereof at the same time and place signed our names hereto.

BREESE J. STEVENS, Madison, Wisconsin.

HENRY KESSENICH, Madison, Wisconsin.

ETTA E. DAVIS, Madison, Wisconsin.





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