

Articles of Incorporation and By-Laws of the
Kansas City, Missouri Young Men's Christian Association
What Is The YMCA?

"The Young Men's Christian Association we regard as being, in its essential genius, a World-Wide fellowship of men and boys united by common loyalty to Jesus Christ for the purpose of building Christian personality and a Christian society.

ARTICLES OF INCORPORATION of the

Kansas City, Missouri, Young Men's Christian Association

Incorporated May 25, 1896 Reincorporated May 20, 1916 Amended February 28, 1928

We, the undersigned, do hereby associate ourselves together intending to be incorporated under and in accordance with the provisions of Article Ten (10) of Chapter Thirty-three (33), of the Revised Statutes of Missouri, 1909, and amendments thereto and in furtherance of such purpose we agree and declare:

1. The name of the proposed corporation shall be "Kansas City, Missouri, Young Men's Christian Association."

2. The location of said proposed corporation shall be in Kansas City, Jackson County, Missouri.

3. The objects and purposes of this association shall be the promotion of the spiritual, intellectual, social and physical welfare of young men, and its policy shall be definite work for young men only in all departments. For the purpose of carrying out said objects and purposes, the corporation may receive, accept and hold gifts of money and other property, whether real or personal, and it may engage to pay to donors of such gifts, or beneficiaries designated by them, certain annuity payments for the life or lives of such donors, or for the life or lives of beneficiaries designated by them. The terms, conditions and rates upon which the annuity payments shall be made may be fixed by the Board of Directors from time to time, and the corporation may issue certificates in the form of a bond, or otherwise, evidencing the annuity contract.

4. The duration of the proposed corporation shall be nine hundred and ninety-nine (999) years.

5. Henry M. Beardsley, John W. Jenkins, Albin B. Colton, Adelbert P. Nichols, James F. Holden, Elbert L. McClure, Samuel J. Brown, James A. Carpenter, Edmund D. Bigelow, James B. Welsh, Andrew C. Knox, George W. Fuller, Jay M. Lee, Orange Judd Hill, and Fletcher Cowherd shall constitute the first Board of Directors.

6. The first meeting of the membership of the corporation shall be held in the building known as the Young Men's Christian Association Building, located on the northeast corner of Tenth and Oak Streets, in Kansas City, Missouri, at 12:30 o'clock P. M., on Tuesday, the 25th day of May, 1916; and the first meeting of the Board of Directors shall be held at the same place immediately at the close of said meeting of the membership.

WITNESS our hands this 15th day of May, 1916.

GUY F. WARE E. J. FRIITZ ORANGE J. HILL E. D. NITCHALS V. P. WETZ M. H. SPENCER J. H. FELT J. F. POLLOCK L. R. ASH JAY M. LEE A. W. TYTLER R. L. FLYNN B. W. BUSH R. E. PARSONS G. M. SMITH JOHN M. MCCOY McC. TREMBLY G. R. JOHNSON J. H. POWELL C. G. LORD WALTER FISHER R. E. GRADOLF E. T. BRIGHAM C. C. SPENCER ALBIN B. COLTON JOHN W. JENKINS SAMUEL J. BROWN WM. H. WALLACE L. V. CHANDLER GEORGE W. KLEOPFER R. FRANKLIN

HOLCOMBE JAMES A. CARPENTER FLETCHER COWHERD GEORGE W. FULLER ADELBERT P.
NICHOLS ELBERT L. McCLURE ANDREW C. KNOX HENRY M. BEARDSLEY EDMUND D. BIGELOW
JAS. B. SCHWITZGEBEL ALFRED T. HEMINGWAY W. FRANK GENTRY FRANK W. OSBORN W. M.
FERGUSON VICTOR H. COCHRANE C. P. FLETCHER BOYD I. WALKER

BY-LAWS of the

Kansas City, Missouri, Young Men's Christian Association as of September 10, 1939

Adopted December 20, 1912 Re adopted June 20, 1917, Dec. 28, 1923 Amended June 10, 1929
Amended October 15, 1937 Amended September 10, 1939

ARTICLE I.

1. All present corporate members of the Association, and all corporate members hereafter admitted, shall continue as such so long as they respectively continue as members of evangelical churches, and continue their financial support of the Association by payment of dues, or otherwise. Such a payment shall automatically qualify a person as a corporate member until the end of the calendar year next succeeding the calendar year in which the payment was made. Any man twenty-one years of age, or over, who is a member of an evangelical church, may become a corporate member of the Association, upon the approval of the committee on corporate membership, by paying membership dues during the current calendar year, or by becoming a contributor to the financial budget of the corporation for the current calendar year, and by signing the corporate membership roll.

2. Annual dues of corporate members of the Association may be prescribed from time to time by the Board of Directors.

3. If a corporate member neither pays dues during a particular calendar year nor contributes to the financial budget of the Association during such year, his corporate membership, unless otherwise directed by the Board of Directors, shall automatically terminate at the end of such year.

4. At least thirty and not more than sixty days prior to a meeting of the corporate members, the committee on corporate membership shall submit to the Board of Directors the roll of corporate members as shown by its records, and said roll, if approved, or as corrected by the Board, shall constitute the corporate membership for the purpose of calling and holding meetings of the corporate members.

5. A meeting of the corporate members may be held at any time on the call of the President or Vice-President. Such meeting shall be called upon the written request of not less than five corporate members.

6. Notice of a meeting of the corporate members shall be posted in the central office of the Association at least seven days prior to the time fixed for said meeting, and written or printed notice of the time and place thereof be personally delivered to each member of the corporation prior to the meeting, or shall be mailed to him at his last known address at least two days before the time fixed for the meeting.

7. At a meeting of the corporate members, ten per cent of the number shown on the last previously approved membership roll shall constitute a quorum for the transaction of business.

8. The membership of the Association, other than the corporate membership, shall consist of men and boys of good moral character who may become such members under regulations which may from time to time be adopted by the Directors.

ARTICLE II.

1. The affairs of the Association shall be managed by a Board of Directors consisting of twenty-one corporate members. The present members of the Board shall continue in office until the expiration of the terms for which they were respectively elected, namely: C. H. Baird, A. C. Knox, E. S. North, J. H. Torrance, J. M. Salter, Oscar Thomas, and Cornelius E. Lombardi, until 1940, F. W. Osborn, A. B. Colton, E. E. Amick, Hal Shaffer, J. E. Longmoor, Walter Voigtlander, Carl Schutte, until 1941, J. A. Carpenter, A. W. Tytler, G. S. Montgomery, W. A. Reich, A. J. Daniel, A. M. Seddon, and F. E. Wilcox, until 1942, and until their respective successors are elected and accept office. All vacancies resulting from death, resignation, or otherwise, may be filled by the Board of Directors, each Director so selected to hold office until the next election of Directors, and until his successor is elected and accepts office. Each year successors to Directors whose terms are then expiring shall be elected by the corporate members, from a list of nominees submitted by the nominating committee mentioned in the next section, to serve for a term of three years, and until their respective successors are elected and accept office; except that a person elected to fill an office originally made vacant by death, resignation or otherwise, shall serve only until the expiration of the original term of the director whose office so became vacant, and until a successor shall have been elected and shall have accepted.

2. At each annual meeting of the corporate members, or at a meeting called for that purpose, provision shall be made for a nominating committee to serve until a successor committee shall have been similarly constituted. It shall be the duty of such nominating committee to submit names of persons to be voted upon at the next annual election of Directors. At least one person shall be nominated for each office to be filled. The report of the nominating committee shall be filed with the Board of Directors within thirty days after request therefor.

3. In the discretion, and according to the direction of the Board of Directors, the annual election of Directors shall be held, at a meeting of the corporate members (either annual or special), called for that purpose and held within the first three months of each calendar year, or shall be conducted within the same period by mail ballot of the corporate membership under the supervision of the Board of Directors.

4. The Directors shall hold regular meetings at such times as they may by vote decide. Special meetings may be held at any time upon the call of the President, Vice-President, or any two Directors.

5. Notice of each meeting of the Directors shall be given personally, or by mail directed to the last known addresses of the Directors, mailed at least one day prior to the meeting. Meetings may be held, without notice, by consent of all of the Directors.

6. Nine Directors shall constitute a quorum for the transaction of business at any meeting of the Directors.

7. If any member of the Board shall absent himself from four consecutive meetings of the Board, his place may be declared vacant by the Board, and such vacancy may be filled as provided for in the case of other vacancies in such Board.

ARTICLE III.

1. The officers of the Association shall be a President, a Vice-President, a Recording Secretary and a Treasurer, who shall respectively perform the duties ordinarily incident to their respective offices.

2. All officers shall be chosen by the Directors annually at the first meeting after the annual election of Directors, and shall hold office until their successors are elected and qualified. The President and the Vice- President shall be, and the other officers may be, chosen from among the Directors.

3. The Recording Secretary shall make and preserve minutes of all meetings of the corporate members, the Directors, and Executive Committee, and shall cause to be issued all notices required by the By- Laws.

ARTICLE IV.

1. The Directors shall have the power to establish or disband departments or branches of the Association in various parts of the city and make rules for their government and appoint and remove committees of management for the same.

2. The Directors shall appoint four of their own number, who with the President, shall constitute an Executive Committee to superintend and act upon all business requiring immediate attention during the intervals between the regular meetings of the Board of Directors.

3. The Directors shall appoint annually a committee on corporate membership, and may appoint such other committees and such employees, as the Directors may deem necessary, and define their duties and fix their compensation. All committees shall report their acts and proceedings to the Board of Directors.

4. The Directors shall have the control and management of the property of the Association, with power to borrow money for corporate purposes and to mortgage the real and personal property of the corporation as security therefor.

5. At least once a year the Chairmen of all committees of the Association shall meet with the Board of Directors at a meeting called and held for that purpose, which meeting shall be devoted to a discussion of the general affairs and policies of the Association and of the various departments.

ARTICLE V.

These By-Laws may be amended by a two-thirds' vote of the corporate members present at any meeting of the corporate members of the Association.