Abbott, Clara A., Trust
Gift for Chicago Lying-in Hospital
Abbott, Edith
Gift for Elizabeth S. Dixon Memorial Fund
Abbott, Edith, friends of
Gift to establish the Edith Abbott Scholarship Fund
Abbott, Edith, Scholarship Fund
Gifts for
Abbott, Grace, Memorial Fellowship Fund
Gift for
Abbott Laboratories
Gift for research
Abbott, Nelia
Adjustment in appointment of
Abel, John, Jr., Fellowship in Pharmacology
Gift for
Abb, Dr. L. A.
Nominated to staff, Children's Memorial Hospital
Accounting and Audit Committee on
Appointment of
Amott, Trevor, inquiry of, referred to
Adair, Dr. F. L.
Gifts
For books
In honor of
Adams, Joseph
Request, allocation of
Will of
Adams, Dr. Walter
Nominated to staff, Provident Hospital
Adams, Dr. W. E.
Nominated to staff, Provident Hospital
Adams, W. E.
Honorary degree conferred upon
Adams, Dr. G. H.
Nominated to staff, Provident Hospital
Administrative reorganization
Report on
Alberty, Adrian
Elected to National Academy of Sciences
Albright, Dr. W. G.
Nominated to staff, Children's Memorial Hospital
Alden, W. E.
Gift in support of University
Aldrich, Dr. C. A.
Nominated to staff, Children's Memorial Hospital
Allen, W. C.
Gift for research by
Allerton, Robert
Gift in support of University
Allison, Dr. J. M.
Nominated to staff, Provident Hospital
Allison, W. A.
Salary increase and leave of absence of
Alpha Chi Theta
Gift for Alpha Chi Theta Loan Fund
Alpha Chi Theta Loan Fund
Gift for
Alt, Dr. H. L.
Nominated to staff, Children's Memorial Hospital
Alving, Dr. A. S.
Nominated to staff, Provident Hospital
American Chemical Society
Gifts through the Chicago section of
American Council of Learned Societies
Gifts for
Publication of
"Francesco di Giorgio"
Japanese course for U.S. Armed Forces Institute
Tuition awards
American Daughters of Sweden
Gift for scholarship
American Daughters of Sweden Scholarship
Gift for
American Medical Association Journals
Gift of
American Osteological Society
Gift for research
Anderson, Dr. J. K.
Nominated to staff, Children's Memorial Hospital
Anonymous
Gifts for
Abbott, Edith, Scholarship Fund
Billings Hospital
Bulbs for the Quadrangles
Dixon, Elizabeth Susan, Honor Awards
Fellowship
Gale, Henry, memorial to
Harper, G. W., books and papers of
Lima, James Weber, Scholarship Fund
Merrill, John Pye, Memorial Fund
Miller, Dr. C. F., research of
Morton, Jane, Scholarship Fund
Morton, Joy, Scholarship Fund
Palmer, Dr. Walter, use of
Phonograph records by
Masters, Edgar Lee
Prokofiev, Sergei
Sundberg, Carl
Richter, Dr. H. T., research of
Scholarship
Support of University
Anspach, Dr. W. E.
Nominated to staff, Children's Memorial Hospital
Anthony, Dr. S. N.
Nominated to staff, Provident Hospital
Archeology
Gift for research in
Armed Forces
Reports on

Arms, Mrs. J. O.
Appointed to Board of Managers, Country Home

Armour Laboratories
Gift for research

Armstrong, Dr. Catherine
Appointed to staff, Children's Memorial Hospital

Aronsohn, Dr. H. C.
Appointed to eligible staff, Chicago Lying-in Hospital

"Ashmoun Manuscript of Tatian's Diatessaron"
Gift of
Assistant Business Manager
Authorized to sign checks
Reappointment of

Assistant Controller
Reappointment of

Assistant Secretary, Board of Trustees
Appointment of Mrs. Frances Patterson as Assistant Treasurer and Assistant Secretary of the Board
Reappointment of

Associated Manufacturers of Washable Service Apparel
Gift for research

Associated Music Publishers
Gift of

Astronomy, Department of
Gift for

Aubrey, E. E.
Appointed to Administrative Council, Divinity School

Avery, S. L.
Appointed to Committees on Business Affairs
Development
Recalled Trustee
Transferred from Class 3 to Class 2
Avery, Mrs. S. L.
Appointed to Board of Managers, Country Home

Awards for Excellence in Undergraduate Teaching
Creating of

Axelson, Charles
Appointed to Committees on Accounting and Audit
Memorials
Trustees' Dinner to Faculty

Babcock, J. C.
Appointment change and salary increase of

Bacteriology and Parasitology, Department of Gifts for research

Baker, Mrs. L. T.
Gift for research

Baker, Mrs. Robert
Appointed to Board of Managers, Country Home

Balderas, J. A.
Letter of June, 1919, to re-nominated Trustees

Baptist Theological Union
See "Divinity School"

Barber, Dr. E. S.
Nominated to staff, Children's Memorial Hospital

28, 60, 62, 98, 166, 185, 197

26

207

528

207

241

124

196

76, 139, 139

117

117

65

117

242

92

92

125

123

138

138

122

138

120

207

13, 91, 133

12

236

126

241
Barnard, Harry
Appointed Acting Director, Press Relations 188
Barnes, Dr. J. H.
Nominated to staff, Provident Hospital 160
Barnes, W. H.
Membership on Citizens Board accepted by 243
Barnett, A. H.
Appointment of 125
Barnett, C. H.
Membership on Citizens Board accepted by 18
Bartholomay, Ensign Herman
Gifts for Research 124
Support of University 208
Barth, Walter
Compensation for extra services of 16
Barton, Emos W., Scholarship Fund 14
Gifts for 14
Beausch & Lamb Optical Company 67
Benn, Dr. Pa
Resignation of 69
Bennet, Enos W.
Nominated to staffs 229
Children's Memorial Hospital 160
Beaven, J. C.
Appointed to Committees on Business Affairs 138
Memorials 138
Belding, Frances, Charitable Trust 14
Gifts for 14
Chicago Lying-in Hospital and Dispensary Country Home
Bell, Laird
Appointed to Committees on Instruction and Research 138
Metallurgical Project 60
Nominations 138
Reelected 117
Second Vice-Chairman of the Board Trustee 116
Bonar, Dr. Harry
Appointed to Associate Staff, Chicago Lying-in Hospital 123
Boness, Dr. Sel
Appointed to courtesy staff, Chicago Lying-in Hospital 123
Benjamin, A. Cornelius
Promotion and salary increase of 189, 237
Benton, William
Agreement 19, 49, 62, 104
Benton v. University
Appointed to Board of Directors, Encyclopaedia Britannica, Inc. 22
See "Encyclopaedia Britannica, Inc."
Benton, Mrs. William
Agreement 19, 49, 63, 104
Benton vs. University
Gifts for Bohr Roberts Hospital 201
Chicago Lying-in Hospital 201
See "Encyclopaedia Britannica, Inc."
Bequests

Adams, Joseph
See "Estates and/or Wills"

Bequests and Gifts

Charta by Comptroller

Berry, Dr. Joseph
Nominated to staff, Provident Hospital

Beverly, Dr. Leo
Nominated to staff, Provident Hospital

Beverly, Dr. B. I.
Nominated to staff, Children's Memorial Hospital

Beverly Hills University Club
Gift for student aid

Biery, J. J.
Authority to sign checks

Bigler, Dr. J. A.
Nominated to staff, Provident Hospital

Bloom, Mrs. Leopold
Gift for Maurice L. Rothschild Scholarship Endowment Fund

Bloomfield, Dr. James
Appointed to eligible staff, Chicago Lying-in Hospital

Blount, J. E.
Gift in support of University

Board of Governors, International House
Appointment of

Board of Managers, Country Home
Appointment of

Bobe Roberts Hospital
Gifts for

Salary of play supervisor of

Regina, Mary L., Loan Fund
Unit for

120,181

118

116

208

76

133

181

138

138

124

154

97

226

248
Bond, W. S.
Appointed to Committees on Finance and Investment... 138
Instruction and Research... 138
Memorials... 138
Metallurgical Project... 60
Reelected First Vice-Chairman of the Board... 138
Trustees... 138
Transferred from Class 2 to Class 3... 138
Trustees' Dinner to Faculty Toastmaster... 138
Botany, Department of
Gifts for
Bouyer, Dr. H. F.
Nominated to staff, Provident Hospital... 138
Bowen, W. C.
Retirement of... 138
Bowen, W. A.
Additional appointment and salary increases of... 138
Bowman, Dr. W. J.
Nominated to staff, Provident Hospital... 138
Bowmans, Dr. W. A.
Appointed to eligible staff, Chicago Lying-in Hospital... 138
Boyle, Dr. W. N.
Nominated to staff, Children's Memorial Hospital... 138
Boynton, F. P.
Gift for support of University... 138
Brade, W. J., and Sons
Gift for research... 138
Brander, J. A.
Appointed Director, University Press... 138
Braun, Dr. L. A.
Nominated to staff, Children's Memorial Hospital... 138
Braun, Dr. W. L.
Gift for student aid for Brockhridge, Sophoniesha P.
Gift for Fellowship... 138
Brockhridge, Sophoniesha P., Fellowship Fund
Gifts for... 138
Breneman, Dr. Joseph
Nominated to staff, Children's Memorial Hospital... 138
Britt, Dr. W. W.
Nominated to staff, Children's Memorial Hospital... 138
Brooks, Dr. Roosevelt
Nominated to staff, Provident Hospital... 138
Brown, E. E.
Appointed to Committees on Finance and Investment... 138
Welcome to membership on Board... 138
Brown, Dr. W. W.
Nominated to staff, Provident Hospital... 138
Brown, W. G.
Gift for research of... 138
Brown, W. L.
Nominated to staff, Children's Memorial Hospital... 138
Brown, Mrs. A. J.
Appointed to Board of Managers, Country Home... 138
Brundage, Richard
Leaves of absence of... 138
Brumbaugh, A. J.
Appointed to give Fourth quarter instruction... 138
Brommitt, Dr. W. H.
Nominated to staff, Provident Hospital

Brunschwig, Dr. Alexander
Appointed to staff, Home for Destitute Crippled Children
Gifts for research by
Nominated to staff, Provident Hospital
Salary increase of Secretary, Department Surgery, appointment as

Bryan, Dr. A. M.
Resignation of

Bryant, Dr. J. E.
Nominated to staff, Provident Hospital

Buchanan, Dr. D. N.
Appointed to staff, Children's Memorial Hospital
Gift for research by
Nominated to staff, Provident Hospital

Budd, Ralph
Membership on Citizens Board accepted by

Budget
1942-43
Midyear review of
1943-44
Adoption of
Policy in presentation of
Encyclopaedia Britannica, Inc., income from, included in budget
Financing and operation of budget
Statement re proposed budget
Underwriting for

Budget, Committee on
Underwriting placed at disposal of
Bakkenst, Mrs. Anton
Gift for Department of Astronomy
Bulbs for Quadrangles
Gift for
Burello, Louis
Appointment of
Darrell, Dr. J. W.
Nominated to staff, Provident Hospital

Business Affairs, Committee on
Appointment of
Referred to
Expenditure of Rockefeller Final Gift appropriation
for additional plant facilities
Extension of heating tunnels
Leasing and/or purchase of property to take care of needs of Government contracts
Wage increases for employees
Business Manager authorized to make increases

Business Manager
Authorized to
Increase wages of non-academic employees
Sign and/or execute and deliver
Checks

Contracts and other instruments

Reappointment of
<table>
<thead>
<tr>
<th>Name</th>
<th>Event</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Cannon, Dr. R. K.</td>
<td>Appointment of Cardiac Clinic</td>
<td>237</td>
</tr>
<tr>
<td>Carlson, Dr. A. J.</td>
<td>Gift for research by</td>
<td>13</td>
</tr>
<tr>
<td>Carnap, Rudolf</td>
<td>Gifts for research by</td>
<td>156</td>
</tr>
<tr>
<td>Carnegie Corporation</td>
<td>Gift for publication of &quot;From Economic Theory to Policy&quot;</td>
<td>119</td>
</tr>
<tr>
<td>Carr, G. R.</td>
<td>Gift in support of University</td>
<td>27</td>
</tr>
<tr>
<td>Carr, W. S.</td>
<td>Gift in support of University</td>
<td>14</td>
</tr>
<tr>
<td>Carter, W. C.</td>
<td>Membership on Citizens Board accepted by</td>
<td>132</td>
</tr>
<tr>
<td>Cassels, Dr. R. E.</td>
<td>Nominated to staff, Provident Hospital</td>
<td>162</td>
</tr>
<tr>
<td>Center in Child Development</td>
<td>Gift for support of</td>
<td>90</td>
</tr>
<tr>
<td>Chamberlain, C. E.</td>
<td>Death of</td>
<td>10</td>
</tr>
<tr>
<td>Chamberlin, Georgia</td>
<td>Death of</td>
<td>168</td>
</tr>
<tr>
<td>Charles, Dr. Ruth</td>
<td>Appointed to eligible staff, Chicago Lying-in Hospital</td>
<td>124</td>
</tr>
<tr>
<td>Chavez, H. A.</td>
<td>Appointed to Administrative Council, Divinity School</td>
<td>191</td>
</tr>
<tr>
<td>Chemistry, Department of</td>
<td>Gift for research by</td>
<td>67</td>
</tr>
<tr>
<td>Chicago Community Trust</td>
<td>Gifts for</td>
<td>26,21,134</td>
</tr>
<tr>
<td>Chemistry, Department of</td>
<td>Chicago Lying-in Hospital and Dispensary</td>
<td>27</td>
</tr>
<tr>
<td>Chemistry, Department of</td>
<td>Country Home for Convalescence Children</td>
<td>14,134</td>
</tr>
<tr>
<td>Chemistry, Department of</td>
<td>Scholarship awards</td>
<td>208</td>
</tr>
<tr>
<td>Chemistry, Department of</td>
<td>Student aid</td>
<td>25,91,134,196</td>
</tr>
<tr>
<td>Chicago Orchestral Association</td>
<td>Proposed cooperative arrangement with</td>
<td>186,206</td>
</tr>
</tbody>
</table>
Chicago Philanthropic Club
Gift for research in Cardiac Clinic

Chicago Theological Seminary
See "Federation of Theological Schools"

Chicago Woman's Ideal Club
Gift for scholarship
Gift for research in Cardiac Clinic

Children's Memorial Hospital
Gifts for scholarship
Nominations to staff of

Citizens Board
Additional members of

Clifton, Dr. W. M.
Nominated to staff, Children's Memorial Hospital

Clinton Laboratories
See "Hamilton National Bank, Knoxville, Tennessee"

Clark, Ruth
Gift for research in Cardiac Clinic

Cole, Fay-Gooper
Gift for research in Cardiac Clinic

Cole, Mrs. H. C.
Appointed to staff, Provident Hospital

College Residence Halls
Reduction of investment in

Colson Cart
Gift for purchase of

Compere, Dr. E. L.
Gift for University Loan and Gift Fund
Nominated to staff, Children's Memorial Hospital

Compton, A. H.
Gift for research by

Committee on Personnel Problems
Gift for Human Relations in Industry Project

Commonwealth Fund
Gifts for Fellowships in School of Social Service Administration:
Hospital Administration Courses

Community Fund of Chicago
Gifts for

Comptroller
Annual Report 1942-43
Financial highlights of
Charts on Gifts and Bequests
Reorganization of
See "Budget"
Conference on Japanese Relocation
Gift toward expense of 91
Connor, W. H., Company
Gift in support of University 157
Connor, Dr. A. F.
Nominated to staff, Provident Hospital 100
Connor, F. W.
Gift in support of University 13
Consolidated Investment Merger
Diversification schedule 142
Continental Illinois National Bank and Trust Company
Resolutions governing
Depositary, designation as 25, 72
Darrell, W. B., facsimile signature of 24
Nation accounts 71, 199
Signatures authorized 64, 75, 74, 129, 130, 135, 140

Contributory Retiring Allowances
Interpretation of "teaching staff" in Statute 10
Cooper, Dr. H. P.
Nominated to staff, Provident Hospital 158
Coppock, Dr. W. F.
Appointed to eligible staff, Chicago Lying-in Hospital 124
Cornejo, Dr. Manuel
Nominated to staff, Children's Hospital 241
Cottrell, Dr. E. C.
Appointed to associate staff, Chicago Lying-in Hospital 135
Cosbie, Ray
Gift for research in 123
Cottle, Dr. E. H.
Nominated to staff, Children's Memorial Hospital 240
Cotton, A. F.
Authority to sign checks 64, 74, 129, 130, 135, 140

Country Home for Convalescent Children
Board of Managers
Gifts for
236
14, 15, 92, 134, 245

County of Cook
Additional option on McCormick property 77
Cowles Commission
Gift for research by
26, 156
Crass, Dr. E. W.
Gift of Journals 209
Crass, Dr. Henry
Nominated to staff, Provident Hospital 160
Cromwell, Charles, Trust
Report on
138
Cunningham, Dr. J. A.
Nominated to staff, Provident Hospital 160
Cushman, Mrs. A. W.
Appointed to Board of Managers, Country Home 236
Dack, Dr. G. M.
Leave of absence of

Daiches, David
Reappointment and leave of absence of

Dailey, Dr. U. G.
Nominated to staff, Provident Hospital

Daily, P. L.
Membership on Citizens Board accepted by

Daines, M. C.
Reappointed Controller
See "Controller"

Davis, Mrs. Abel
Appointed to Board of Managers, Country Home

Davis, Dr. A. H.
Nominated to staff, Children's Memorial Hospital

Davis, Allison
Gift for research by

Davis, Dr. C. M.
Nominated to staff, Children's Memorial Hospital

Davis, C. M.
Membership on Citizens Board accepted by

Davis, Margaret
Gift of scholarship aid for

Davis, Mary
Authority to sign checks

Davis, Dr. W. J., Jr.
Appointed to eligible staff, Chicago Lying-in Hospital

Davisson, Dr. Julian
Nominated to staff, Provident Hospital

Deaths
Boutler, Hans

Chamberlain, C. J.

Chamberlin, Georgia

Dennis, Elizabeth

Hagelst, Peter

Henson, J. C. N.

Harvey, S. W.

Lind, Mrs. Adeline

McKe, J. W.

Mallory, M. P.

Prestcott, H. W.

Summey, R. E.

Wolley, H. G.

DeCosta, Dr. E. J.
Appointed to eligible staff, Chicago Lying-in Hospital

Deering, Dr. W. V., S.
Nominated to staff, Children's Memorial Hospital

Defoe, Desire
Appointment of

DeSolyer, Mrs. Laurence
Appointed to Board of Managers, Country Home

Degrees
Candidates for

Honorary Degree to

DeLee, Joseph B., Memorial Fellowship Trust Fund
Gifts for

DeLee, Dr. S. T.
Appointed to courtesy staff, Chicago Lying-in Hospital
Delta Sigma Alumnae Association
Gift for Delta Sigma Alumnae Association Loan Fund

Delta Sigma Alumnae Association Loan Fund
Gift for

Derrick, Lucile
Gifts for loans to students, School of Business

Development activities
Requests for scholarship and research, report on
Publications
"The Lower Cost of Making a Gift to
The University of Chicago in 1943"
"The Plundered Attack on Disease"
"The University and the Child"

Development Committee on
Appointment of

Dewey, C. S.
Appointed to Board of Governors, International House

Dick, Dr. G. F.
Appointed to staff, Home for Destitute Crippled Children
Gift for research by
Nominated to staff, Provident Hospital

Dickerson, Dr. S. C.
Nominated to staff, Provident Hospital

Dieckmann, Dr. W. J.
Gift for research by
Nominated to staff, Provident Hospital

"Diet in Relation to Health and Longevity"
Gift for research on

Diggs, Dr. A. E.
Nominated to staff, Children's Memorial Hospital

Diggs, Dr. N. A.
Nominated to staff, Provident Hospital

Dill, Dr. L. A.
Appointed to eligible staff, Chicago Lying-in Hospital

Dillard, Dr. M. A.
Nominated to staff, Provident Hospital

Disciples Divinity House
Possible extension of housing tunnels to
See "Federated theological Schools"

Distinguished Service Professorships
MacLeish, Andrew, Distinguished Service Professorship
Rossby, C. G., appointed to
Ryerson, Martin, Distinguished Service Professorship
Kraus, E. J., appointed to

Divinity School
Administrative Council, appointment of
Budget 1943-44
Increased to include Federated theological Schools salaries
See "Federated theological Schools"

Division Fund
Gift in support of University

Dixon, Elizabeth
Death of
Gift from friends of, for
Dixon, Elizabeth Susan, Honor Award

Dixon, Elizabeth Susan, Honor Award
Gift for

132, 154, 187, 208
Dobson, Dr. Catherine
Appointed to courtesy staff, Chicago Lying-in Hospital 123

Docter, Dr. J. M.
Nominated to staff, Children's Memorial Hospital 241

Doering, O. C.
Gift in support of University 154

Doyle, Mrs. Mary
Gift of Elamian rug "Palace of Persepolis" 107

Dooley, Dr. Parker
Appointed to staff, Home for Destitute Crippled Children 188

Douglas, Mr. and Mrs. H. W.
Gift for research 14

Dragstedt, Dr. L. R.
Appointed to staff, Home for Destitute Crippled Children 188

Dole, Mrs. Mary
Gift of Kinnan rug "Palace of Persepolis" 107

Don, Edward and Company
Gift for studies at the University 120

DuBois, W. E.
Appointed to staff, Provident Hospital 162

Drake, H. L.
Gift in support of University 13

Driscoll, Lucy
Appointed to staff, Provident Hospital 159

Dunlap, Mary
Salary increase of 190

DuPont de Nemours, E. I., and Company, Inc.
Gift for fellowship 26

Durand Hospital and McCormick Institute Buildings
Additional option on purchase of property of 77

Dusko, Dr. J. W.
Nominated to staff, Children's Memorial Hospital 238

Edelstein, Dr. R. B.
Appointed to eligible staff, Chicago Lying-in Hospital 124

Edible Gelatin Manufacturers' Research Society
Gift for research 12,163

Educational Department of
Gift for project conducted by 91

Eisenberg, Dr. George
Appointed to eligible staff, Chicago Lying-in Hospital 124

Elementary School Shop
Gift for 67

Elks, B., and Company
Gift in support of University 242

Elks, Ladies of the, from Elmhurst
Gift for Country Home 92

Emett, E. L.
Salary increase of 190

Elmon, Ann
Appointed to staff, Home for Destitute Crippled Children 188

Emerson, Ruth
Leave of absence of 190

Employed (Non-academic)
Regulations regarding engagement, salary, and termination of services for those earning
a. Less than $4,500 37
b. More than $4,500 37
Employees (non-academic) continued

Wage increase
Appropriation from Campaign Suspense Fund for Business Manager authorized to make 115
Work week, increase in hours of 69
Encyclopedia Britannica, Inc.
Acceptance of gift of 10,11
Agreements
Approval of University vs. Benton 19,49,50,184
University vs. Britannica 78
Amendment of Charter of Benton, William and/or Helen 19,49,50,184
Agreement with Financial commitment by, aspects of Plan for operation 11
Proposal 2
Directors of 22
Epsi Classroom Films Possible acquisition of 182,120
Purchase of 241
Fellowships, Service, establishment of Fraser and Forbes Contribution of services 59
Study by Great Books of Western World Possible publication of 187
History of early negotiations 1
Hepzibs, Albert Contribution of services 59
Human Adventure Broadcast GIFTS FOR 181,186
Income from Included in Budget 88
Lawyrs Fees Appropriation from General Campaign Fund for Officers authorized to sign consummation documents 69
Officers authorized to sign consummation documents 11
Operation Method of Plan I 4
Plan II 11
Adoption of Alternations in Recommendation of adoption of 4
Reports on 4,50,105,184
Sears Roebuck and Company Gift of Encyclopedia Britannica, acceptance of Resolution re gift of Britannica 48
Special Committees on Encyclopedia Britannica (Acceptance of Gift) Appointment of Reports of Encyclopedia Britannica (Stock) Appointment of 11,19,49,56
Appointment of Proposed Publishing Project Recommendation of acceptance of gift Reports of Gifts of 5,6
Terms of gift Engel, Dr. Rose promotion and salary increase of 16,189
Fabricant, Dr. N. D.
Nominated to staff, Children's Memorial Hospital
129

Epstein, Max
Appointment to Committees on Development
Instruction and Research
138
138
110

Transferred from Class 3 to Class 2
116

Krul Films
Purchased by Encyclopedia Britannica, Inc.
132, 210, 241

Estates
Gray, Charles
See "Bequests and/or Wills"
White, Ethel
100, 166
251

Ethno-History Project
Gift for
104

Ethnic, Sena
Leave of absence of
Evans, Jr., H. A., Jr.
Gift for research by
66, 91

Evans Company
Gift in support of University
15

Evaporated Milk Association
Gift for research
195

Faulkner, Dr. H. L.
Nominated to staff, Children's Memorial Hospital
240

Faculty
War service of
25

Falls, Dr. A. G.
Nominated to staff, Provident Hospital
168

Farms Foundation
Gift for Institute of Rural Education
61, 194

Farr, N. C.
Gift in support of University
157

Feulkner, Dr. N. L.
Nominated to staff, Children's Memorial Hospital
238

Federated Theological Schools
Efforts to bring about a unified program
25

Proposed Articles of Agreement
Acceptance of, recommended to Board
95

Adoption of
Referred to Committee on Instruction and Research
60

Reports on
95, 206

Salaries
University responsible for certain salaries
95

Tuition of, to be paid to University
96

Feu, Dr. Samuel
Gift for research by
195

Promotion of
169

Fellowships
15, 26, 27, 61
87, 91, 119
121, 250, 266
26, 26, 27, 61

For
Abbott, Grace, Memorial Fellowships
121, 243
Abel, John J., Fellowship in Pharmacology
61
Fellowships (continued)

For (continued)

Breckinridge, S. P., Fellowships
DeLee, Dr. Joseph B., Fellowships
DuPont Postgraduate Fellowship
Hillman, Isaac, Memorial Fellowship
Latin-American Fellowship
Nursing Education Alumnae Fellowship
Salmon, Otto

In

Chemistry
Economics
Pediatrics (Latin-American)
Pharmacology
Physical Sciences
School of Social Service Administration
Sociology

Feltges, Edna
Appointment of
Fentress, Mrs. and Mrs. Calvin
Gift in support of University

Ference, Michelle
Award for Excellence in Undergraduate Teaching given to

Field, Marshall
Reelected Trustee
Trustees' Dinner to Faculty speaker

Field, Marshall, and Company
Gift for scholarships

Fifteenth anniversary General Campaign Expense Fund
Appropriations from, for

Fogg, W. T., Lectures Endowment Fund
Wage increases for non-academic employees

Finance and Investment, Committee on
Appointment of

Fornell, Trevor, suggestion of referred to

Diversification Schedule for Consolidation
To meet monthly to approve actions of sub-committees

Fishbein, Dr. and Mrs. Morris
Gift for

Elementary School Shop in memory of son

Fishner, W. T.
Appointed to Board of Governors, International House

Flaeming, Dr. John
Nominated to staff, Provident Hospital

Food Research Institute

Forbrich, Dr. J. A.
Nominated to staff, Children's Memorial Hospital

Forney, Dr. O. L.
Nominated to staff, Provident Hospital

Fordyce, E. S.
Appointment of

Four Year College
Additions to faculty of

"Francoise di Gorgio"
Gift for publication of

Frankenthal, Dr. L. E., Jr.
Appointed to eligible staff, Chicago Lying-in Hospital

Franklin, Benjamin
Gift of books on

133,183
142,155
203
242
Frantz, Dr. K. E.
Nominated to staff, Children's Memorial Hospital

Frauen, Dr. Gisela
Gifts for
Support of teaching of
Swedish Chair under direction of
Fraser and Torbet
Contribution of services of
Results of study made by

Frenzen, Dr. G. M.
Gifts for
Support of teaching of
Swedish Chair under direction of
Frazer and Torbet
Contribution of services of
Results of study made by

Friesen, Dr. Smith
Nominated to staff, Children's Memorial Hospital

Friedman, Arthur
Award for Excellence in Undergraduate Teaching given to
Salary increase of

Friedman, Hortense
Reappointed Assistant Treasurer

Friedman, Dr. T. B.
Nominated to staff, Children's Memorial Hospital

Frodin, Reuben
Additional appointment and salary increase of
"From Economic Theory to Policy"
Gift for publication of

Gale, H. C.
Gift in memory of

Gamble, Dr. R. C.
Nominated to staff, Children's Memorial Hospital

Ganzer, Helena
Promotion and salary increase of

Garrison, W. B.
Retirement of

Gebb, T. A.
Change in term of appointment of
Leave of absence of

General Campaign Fund
Appropriation from for Encyclopedia Project expense

General Education Board
Gifts for
Center in Child Development
Sale of schools in acculturation
Workshop on Human Development and Nutrition

Geology, Department of
Gift for

Gibbs, Dr. W. W.
Nominated to staff, Provident Hospital

Gibson, Dr. Stanley
Nominated to staff, Children's Memorial Hospital

Gifts for
Abbott, Edith, Scholarship Fund
Abbott, Grace, Memorial Fellowship Fund
Abel, John J., Fellowship
Addair, Dr. Fred, in honor of
Aerial research in archeology
Alpha Chi Theta Loan Fund
American Daughters of Sweden Scholarship
Anderson, The William, Fund
Anthropology, Department of
Ethno-History Project
Gifts (Continued)

For (Continued)

Astronomy, Department of 92
Barton, Enos H., Scholarship Fund 14
Billings, Albert Merritt, Hospital 16,92,208
Sobe Roberts Memorial Hospital 61,20,130

Bogardus, Mary I., Loan Fund 243
Braunfeld, Fritz, student aid for 180
Brockmire, Sophonisba P., Fellowship Fund 27,67
Cardiss Clinic 26
Carnegy, Rudolf, salary of 186
Center in Child Development 90
Chicago Lying-in Hospital and Dispensary 15,14,20,27,
87,60,130,
185,187,208
Chicago Women's Ideal Club Scholarship 130
Clayman, Ruth, scholarship for 208
Clinics, University 18,99,208
Conference on Japanese Relocation 91
Country Home for Convalescent Children 14,15,92,154,
243
Davie, Margaret, scholarship for 243
Delano, Joseph H., Memorial Fellowship Fund 15,242
Delta Sigma Alumnae Association Loan Fund 61
Dixon, Elizabeth Susan, Commemorative Honor Award
Elementary School Shop 67
Fellowships

For

Abbott, Grace, Memorial Fellowships 121,243
Abel, John J., Fellowship in Pharmacology 61
Brockmire, Sophonisba P., Fellowships 27,67
Delano, Joseph H., Fellowships 15,242
DePauw Postgraduate Fellowship 26
Hillman, Isaac, Memorial Fellowship 119
Latin-American Fellowship 208
Nursing Education Alumnae Fellowship 243
Holsworth, Olin 161

In

Chemistry

Home Economics 26
Pediatrics (Latin-American) 208
Pharmacology 332
Physical Sciences 156
School of Social Service Administration 133
Sociology 67

"Francesco di Giorgio," publication of 26
Franzen, Olaf, salary of 18,97,61
"From Economic Theory to Policy," publication of 119
Geology, Department of 108
Green, Margaret, Memorial Fund 92
Hatfield, Genevieve, Student Loan Fund 26
Hillman, Isaac, Memorial Fellowship 119
Hofter, Carolyn, Memorial Fund 14,61,121
Home for Destitute Crippled Children 90
Hospital Administration Courses 242
Hospital and Medical Schools 18
Gifts (Continued)

For (Continued)

"Human Adventure, The" programs
Human Relations in Industry project
Institute of Military Studies
Institute of Rural Education
Inter-American Education, summer workshop in
Japanese courses for U.S. Armed Forces Institute
Japanese relocation, conference on
Latin-American Fellowship in Pediatrics
Lichtenegger, August, scholarship for
Lee, Edward C., Memorial Lecture
Liberal education, humanistic or social studies
Library, gifts for
Linn, James Weber, Scholarship Fund
Loan Funds
Lockwood Loan Fund
MacNair, Florence Ayseough, Fund
Marshall Field and Company Scholarships
McKinney, James G., Scholarship
Medicine, Department of
Memorials to
McGee, Dr. Joseph
Fishbein, son of Mr. and Mrs. Morris
Gale, Henry
Hartley, Mrs. Alberta
Kaplan, Dr. Bertha
Loomis, Frank
Merrill, Colin
Williams, Elgretta
Merrill, John Eyre, Memorial Fund
Middle American Research
Morton, Jene, Scholarship Fund
Morton, Joa, Scholarship Fund
New York University Film Library, joint project with
Obstetrics and Gynecology, Department of
Offices and Retail Sales Personnel Selective Tests
Oglesby, Moma, scholarship for
Ornithological Institute
Osama, Simone Clewes, publication of
Pathology, Department of
Pediatrics, Department of
"Peguchi: A Study of Andean Indians," publication of
Pharmacy, Department of
Philosophy, Department of
Physical Sciences, Division of
Physiology, Department of
Phi Delta Phi Scholarship Fund
Preliminary, Bohs Roberts Hospital, salary of
President, to be used at his discretion
Publication of:
"Francesco di Giorgio"
"From Economic Theory to Policy"
Japanese courses for the U.S. Armed Forces Inst.
"Peguchi: A Study of Andean Indians"
Gifts (Continued)

For (Continued)

Publication of (Continued)

Public administration, studies in

Results of research in tuberculosis and

death of sheet by Dr. Robert Bloch

Relieus, Dr. Otto, fellowship for

Research

By

Allee, W. C.
Alston, Dr. J. E.
Blach, Dr. Robert
Bloch, Weldon
Buchanan, Dr. Douglas
Cannon, Dr. Paul
Carlson, Dr. A. J.
Carp, Rudolf
Chave, Ernest
Cole, Fay-Cooper
Compton, A. M.
Cowles Commission
Davis, Allison
Dick, Dr. G. F.
Dickmam, Dr. H. W.
Dragstedt, Dr. L. W.
Drum, Karl, Jr.
Fagen, Dr. Samuel
Golfer, Dr. Martin
Gordon, Dr. P. B.
Gray, William
Halliday, Evelyn
Hedliss, W. H.
Huggins, Dr. Charles
Hynes, Everett
Johnson, Warren
Kirsner, Dr. J. B.
Koer, W. D.
Koester, W. H.
Lindsay, Dr. John
Meadows, Dr. Jacob
Miller, Dr. C. Phillip
Morris, Charles
Nef, John
Palmer, Dr. Walter
Pat, Thomas
Bedfield, Robert
Bevees, Floyd
Bickotts, Dr. Henry
Roberts, Lydia
Schluts, Dr. F. W.
Taliaferro, W. H.
Tyler, N. W.

In

Bacteriology, Department of
Biochemistry, Department of
Botany, Department of
Chemistry, Department of
Economics, Department of
Education, Department of
Gifts (Continued)
For (Continued)
Research (Continued)
In (Continued)

<table>
<thead>
<tr>
<th>Department/Project</th>
<th>Pages</th>
</tr>
</thead>
<tbody>
<tr>
<td>Economics, Department of</td>
<td>66</td>
</tr>
<tr>
<td>Medicine, Department of</td>
<td>134, 119, 131</td>
</tr>
<tr>
<td>Oriental Institute</td>
<td>196</td>
</tr>
<tr>
<td>Pathology, Department of</td>
<td>25, 90</td>
</tr>
<tr>
<td>Pediatrics, Department of</td>
<td>14, 116</td>
</tr>
<tr>
<td>Philosophy, Department of</td>
<td>156</td>
</tr>
<tr>
<td>Physics, Department of</td>
<td>133</td>
</tr>
<tr>
<td>Physiology, Department of</td>
<td>15</td>
</tr>
<tr>
<td>Public Administration</td>
<td>133</td>
</tr>
<tr>
<td>Religious Education</td>
<td>67</td>
</tr>
<tr>
<td>School of Medicine</td>
<td>243</td>
</tr>
<tr>
<td>Social Sciences</td>
<td>119</td>
</tr>
<tr>
<td>Surgery, Department of</td>
<td>25, 61, 119</td>
</tr>
<tr>
<td>Zoology, Department of</td>
<td>13, 25</td>
</tr>
</tbody>
</table>

On
Aerial research in archaeology                           15, 208
Alloxan, diabetes                                         194
Basic foods                                              207
Blood proteins                                           153
Bone formation in fenestration operation                  196
Braun, E. J., & Sons, project of benefit to               12
Business organization, management, financial structure    206
Character development in Morris community                194
Cooking effect on vitamin and mineral content of vegetables 66
Cosmic rays                                              153
Dermatology                                              208
"Diet in relation to health and longevity"               15
Ecology of animal populations                           13, 25
Economics and social problems in air transportation      12
Beehives                                                 156
Elasticity of demand                                     26
Endocrinology                                            207
Ethno-History project                                    194
Evaporated milk                                          196
Food poisoning                                           13
Gastric activity                                         119
Gelatin                                                  15, 101

History of war and industry in modern Europe             13
Human relations in industry                              207
Improved Bible school curriculum                         67
Industrial diseases                                      90
Influence of airplane on society                         12
Lipoic acid                                              61
Malaria studies                                          13
Meningitis                                               166, 242
Middle American Research                                 206
Neuro-pychiatry                                          122
Nutrition factors in canned foods                        194
Nutritive value of processed meat during storage         66
Offices and retail sales personnel selection costs      207
<table>
<thead>
<tr>
<th>Gifts (Continued)</th>
<th>For (Continued)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Research (Continued)</td>
<td>On (Continued)</td>
</tr>
<tr>
<td>Parenteral nutrition</td>
<td>13</td>
</tr>
<tr>
<td>Philosophy</td>
<td>91</td>
</tr>
<tr>
<td>Postwar adjustment of Washable Service Apparel Industry</td>
<td>242</td>
</tr>
<tr>
<td>Practical finance</td>
<td>166</td>
</tr>
<tr>
<td>Problems of sex</td>
<td>119</td>
</tr>
<tr>
<td>Project of benefit to E. J. Brach &amp; Sons</td>
<td>26</td>
</tr>
<tr>
<td>Proteins</td>
<td>166</td>
</tr>
<tr>
<td>Race relations in industry</td>
<td>67</td>
</tr>
<tr>
<td>Relation of visual efficiency to achievement in reading</td>
<td>90</td>
</tr>
<tr>
<td>Relationship of protein metabolism to acquired resistance</td>
<td>96</td>
</tr>
<tr>
<td>Retention of vitamins during cooking of beef</td>
<td>196</td>
</tr>
<tr>
<td>Riboflavin requirements</td>
<td>242</td>
</tr>
<tr>
<td>Adults</td>
<td>196</td>
</tr>
<tr>
<td>Infants</td>
<td>242</td>
</tr>
<tr>
<td>Young women</td>
<td>166</td>
</tr>
<tr>
<td>Role of schools in acculturation</td>
<td>194</td>
</tr>
<tr>
<td>Rural education</td>
<td>166</td>
</tr>
<tr>
<td>Semantics</td>
<td>166</td>
</tr>
<tr>
<td>Solids, surfaces of</td>
<td>181</td>
</tr>
<tr>
<td>Soybeans</td>
<td>91</td>
</tr>
<tr>
<td>Sulfonamide drugs</td>
<td>12</td>
</tr>
<tr>
<td>Tuberculosis and causes of chest and publication thereof</td>
<td>156</td>
</tr>
<tr>
<td>Wartime price control</td>
<td>156</td>
</tr>
<tr>
<td>Under</td>
<td>Miller, C. C., Research Fund</td>
</tr>
<tr>
<td>Roberta, Bobs, Hospital</td>
<td>194</td>
</tr>
<tr>
<td>See &quot;Robes Roberts Hospital&quot;</td>
<td>243</td>
</tr>
<tr>
<td>Rosenthal, Leasing, in honor of</td>
<td>92</td>
</tr>
<tr>
<td>Rothchild, Maurice L., Scholarship Endowment Fund</td>
<td>26, 135, 195</td>
</tr>
<tr>
<td>Round Table Salaries of</td>
<td>156</td>
</tr>
<tr>
<td>Carnap, Rudolf</td>
<td>18, 27, 61</td>
</tr>
<tr>
<td>Fryxell, Greta</td>
<td>120, 191</td>
</tr>
<tr>
<td>Play supervisor, Bobs Roberts Hospital</td>
<td>25, 154, 161, 195, 196, 206, 209, 242, 255</td>
</tr>
<tr>
<td>Salleytine Fund</td>
<td>196</td>
</tr>
<tr>
<td>Scholarships</td>
<td>15, 15, 24, 36, 61, 67, 68, 93, 110, 120, 121, 125, 134, 167, 181, 195, 196, 206, 209, 242, 255</td>
</tr>
<tr>
<td>For</td>
<td>Clayman, Ruth</td>
</tr>
<tr>
<td>Davis, Margaret</td>
<td>208</td>
</tr>
<tr>
<td>Lechtenegger, Augusta</td>
<td>243</td>
</tr>
<tr>
<td>Ojike, Abom</td>
<td>157</td>
</tr>
<tr>
<td>School of Business, Student Loan Fund of</td>
<td>61</td>
</tr>
<tr>
<td>School of Social Service Administration</td>
<td>14, 134</td>
</tr>
<tr>
<td>Sheldon, Mary Strong, Scholarships</td>
<td>28, 93, 135</td>
</tr>
</tbody>
</table>
Gifts (Continued)

<table>
<thead>
<tr>
<th>Name</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Smith, Gerald Birney,</td>
<td></td>
</tr>
<tr>
<td>Instructorship Fund</td>
<td></td>
</tr>
<tr>
<td>Solomon, Hannah B.,</td>
<td></td>
</tr>
<tr>
<td>Tuition Scholarships</td>
<td></td>
</tr>
<tr>
<td>Stieglitz, Julius,</td>
<td></td>
</tr>
<tr>
<td>Memorial Lectureship Fund</td>
<td></td>
</tr>
<tr>
<td>Student aid</td>
<td></td>
</tr>
<tr>
<td>For Brahmfield, Fritz</td>
<td></td>
</tr>
<tr>
<td>Wagner, Mario</td>
<td></td>
</tr>
<tr>
<td>Student Loan Fund, School</td>
<td></td>
</tr>
<tr>
<td>of Business</td>
<td></td>
</tr>
<tr>
<td>Studies of Dr. Robert</td>
<td></td>
</tr>
<tr>
<td>Bloch, publication of</td>
<td></td>
</tr>
<tr>
<td>Apparel Industry</td>
<td></td>
</tr>
<tr>
<td>Support of Postwar</td>
<td></td>
</tr>
<tr>
<td>Adjustment of Washable</td>
<td></td>
</tr>
<tr>
<td>Service</td>
<td></td>
</tr>
<tr>
<td>Support of Inter-American</td>
<td></td>
</tr>
<tr>
<td>Education</td>
<td></td>
</tr>
<tr>
<td>Support of the University</td>
<td></td>
</tr>
<tr>
<td>Surgery, Department of</td>
<td></td>
</tr>
<tr>
<td>Swedish Chair</td>
<td></td>
</tr>
<tr>
<td>Swedish, Teaching of</td>
<td></td>
</tr>
<tr>
<td>Tuition awards</td>
<td></td>
</tr>
<tr>
<td>University Loan and Gift</td>
<td></td>
</tr>
<tr>
<td>Fund</td>
<td></td>
</tr>
<tr>
<td>Wagner, Mario, aid for</td>
<td></td>
</tr>
<tr>
<td>Walker, Edward, publication of</td>
<td></td>
</tr>
<tr>
<td>Wood, Evelyn, Memorial</td>
<td></td>
</tr>
<tr>
<td>Loan Fund</td>
<td></td>
</tr>
<tr>
<td>Workshop on Human</td>
<td></td>
</tr>
<tr>
<td>Development and Nutrition</td>
<td></td>
</tr>
<tr>
<td>Zeller Memorial Dental</td>
<td></td>
</tr>
<tr>
<td>Clinic</td>
<td></td>
</tr>
<tr>
<td>Of</td>
<td></td>
</tr>
<tr>
<td>American Medical</td>
<td></td>
</tr>
<tr>
<td>Association, Journals of</td>
<td></td>
</tr>
<tr>
<td>Ashbaugh Manuscript of</td>
<td></td>
</tr>
<tr>
<td>Tatian's Diatessaron</td>
<td></td>
</tr>
<tr>
<td>Books and papers of S. N.</td>
<td></td>
</tr>
<tr>
<td>Harper</td>
<td></td>
</tr>
<tr>
<td>Books and periodicals for</td>
<td></td>
</tr>
<tr>
<td>Obstetrics and Gynecologic</td>
<td></td>
</tr>
<tr>
<td>Staff</td>
<td></td>
</tr>
<tr>
<td>Books on astronomy</td>
<td></td>
</tr>
<tr>
<td>Bulbs for Quadrangles</td>
<td></td>
</tr>
<tr>
<td>Coleman cart</td>
<td></td>
</tr>
<tr>
<td>Drapee</td>
<td></td>
</tr>
<tr>
<td>Floor fans</td>
<td></td>
</tr>
<tr>
<td>Franklin, Benjamin, books</td>
<td></td>
</tr>
<tr>
<td>on</td>
<td></td>
</tr>
<tr>
<td>Harper, E. R., books and</td>
<td></td>
</tr>
<tr>
<td>papers of</td>
<td></td>
</tr>
<tr>
<td>Animators</td>
<td></td>
</tr>
<tr>
<td>Journals of American</td>
<td></td>
</tr>
<tr>
<td>Medical Association</td>
<td></td>
</tr>
<tr>
<td>Kirman pictorial rug,</td>
<td></td>
</tr>
<tr>
<td>&quot;Ruins of Persepolis&quot;</td>
<td></td>
</tr>
<tr>
<td>Microprojector</td>
<td></td>
</tr>
<tr>
<td>Mirror telescope</td>
<td></td>
</tr>
<tr>
<td>Old Testament, Hebrew</td>
<td></td>
</tr>
<tr>
<td>grammars and works on</td>
<td></td>
</tr>
<tr>
<td>Homograph records by</td>
<td></td>
</tr>
<tr>
<td>Masters, Edgar Lee</td>
<td></td>
</tr>
<tr>
<td>Prozerliff, Sergei</td>
<td></td>
</tr>
<tr>
<td>Stenborg, Carl</td>
<td></td>
</tr>
<tr>
<td>Respirator</td>
<td></td>
</tr>
<tr>
<td>Rug, Kirman pictorial,</td>
<td></td>
</tr>
<tr>
<td>&quot;Ruins of Persepolis&quot;</td>
<td></td>
</tr>
<tr>
<td>Rug and pad</td>
<td></td>
</tr>
</tbody>
</table>
Gifts (Continued)

<table>
<thead>
<tr>
<th>Spectrophotometer</th>
<th>( \text{Continued} )</th>
</tr>
</thead>
<tbody>
<tr>
<td>Tables, overbed</td>
<td>67</td>
</tr>
<tr>
<td>Titian’s Diptych, Ashbrook Manuscript of</td>
<td>67</td>
</tr>
<tr>
<td>Venetian blinds</td>
<td>156</td>
</tr>
</tbody>
</table>

From

Abbott, Clara A., Trust  133
Abbott, Edith            209
Abbott Laboratories      119
Addair, Dr. F. L.         61
Adams, W. T.              15
Allerton, Robert          187
Alpha Chi Theta           15
American Council of Learned Societies 26, 67, 209
American Daughters of Sweden 186
American Orological Society 156
Anderson, R. A.           61
Anderson, Mrs. William    15, 106
Anonymous                 18, 16, 67, 92, 119, 134, 156, 167, 242

Armour Laboratories  207
Associated Manufacturers of Washable Service Apparel  242
Associated Music Publishers  92
Baker, Mrs. L. T.        12
Bartolomay, Dr. Herman   156, 208
Bausch & Lomb Optical Company  67
Beidler, Frances, Charitable Trust  14
Bentley, Mrs. William    206
Beverly Hills University Club  167
Blair, George Davis, Foundation  67, 183, 196
Block, Mrs. E. B., Jr.    91
Blount, J. E.             184
Boynton, F. F.            167
Brough, E. J., and Sons  12
Brookings Bridge, S. P.   121
Butler, Mrs. Anton       92
Butterworth, H.          243
Carnegie Corporation     119
Carr, O. R.              27
Carr, Mrs. S.             14
Chicago Community Trust  18, 25, 37, 92, 142, 144, 208
Chicago Community Trust  26
Chicago Woman’s Ideal Club  120
Colwell, Ernest          196
Colwell, Mrs. Ernest    196
Committee on Personnel Problems  167
Commonwealth Fund        183, 242
Community Fund of Chicago 90
Compera, Dr. E. L.       119
Conboy, W. H., Company   167
Connor, P. H.            18
Cross, E. W.             609
Delta Sigma Alumnae Association  61
Derrid, Louie             14, 134
Division Fund            92
Deering, Otto            134
Gifts (Continued)
From (Continued)

Dole, Mrs. Mary 167
Don, Edward, and Company 120
Douglas, H. V. 14
Douglas, Mrs. H. V. 14
Drake, H. L. 13
di Pont de Nemours, E. L., and Company 26
Edible Gelatin Manufacturers' Research Society 92,181
Elkan, H., and Company 242
Elks, Ladies of the, from Elmhurst 92
Ellicott, Frank 196
Encyclopaedia Britannica, Inc. 121,196
Evans Fur Company 18
Evaporated Milk Association 196
Farm Foundation 61,194
Farr, N. C. 167
Fentress, Calvin 14
Fentress, Mrs. Calvin 14
Field, Marshall, and Company 242
Fieshelin, Dr. Morris 67
Fieshelin, Mrs. Morris 67
Frazier and Torbet 59
General Education Board 90,91,196
Goodspeed, Edgar 196
Gottlieb, Ephraim 157
Green, A. S. 13
Green, Mrs. R. F. 92
Grey, Charles F., Estate of 26,208
Hall, E. N. 16
Hammond, R. S. 14
Hammond, Mrs. R. S. 14
Hanson, Jr. Co. 120
Harriss, G. M. 120
Hatfield, Genevieve 26
Hatterley, G. B. 130
Hibbard, Mrs. W. G. 187
Hillman Periodicals, Inc. 119
Hirsh, Mrs. E. F. 120
Hixon, Mrs. F. F. 14
Hodgkins, W. P. 209
Hoff, G. W. 181
Hollander, Morris 14
Home Economics Alumnae 26
Hopkins, Albert 59
Hopkins, Mrs. A. L. 308
Jacob, George 26
Hartland, R. S. 14
Hubachi, F. S. 14
Illinois Home Economics Association 134
Ingalls, Mrs. Fr. A. 67
Inter-American Affairs, Office of the Co-ordinator of 91
International Minerals and Chemical Corporation 26
Jennette, Mrs. Stella 107
Jones, Mrs. E. J. 190
Kochendorf, Mrs. W. E. 14
Kochendorf, Mrs. W. E. 67
Kellogg, W. K., Foundation 12
Kennedy, Mrs. J. B. 119
Kesternich, Neper 248
<table>
<thead>
<tr>
<th>Gifts (Continued)</th>
<th>From (Continued)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Holander, Mrs. Rose</td>
<td>$208</td>
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<td>Ladies of the Elks from Elmhurst</td>
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</tr>
<tr>
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<td>$100, $208</td>
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<td>Lederle Laboratories, Inc.</td>
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</tr>
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<td>$26, $243</td>
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<td>$181</td>
</tr>
<tr>
<td>Logasa, Hannah</td>
<td>$209</td>
</tr>
<tr>
<td>MacDonald, Mary</td>
<td>$243</td>
</tr>
<tr>
<td>Macnair, A. F.</td>
<td>$186</td>
</tr>
<tr>
<td>Macy, Josiah, Jr., Foundation</td>
<td>$24</td>
</tr>
<tr>
<td>Markle, John and Mary R., Foundation</td>
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<td>$207</td>
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<td>Mayhew Corporation</td>
<td>$26</td>
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<tr>
<td>Medberry, Mrs. J. C.</td>
<td>$181</td>
</tr>
<tr>
<td>Mead, Dr. Irene</td>
<td>$196</td>
</tr>
<tr>
<td>Mead Johnson and Company</td>
<td>$61</td>
</tr>
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<td>$18, $266</td>
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<td>$384</td>
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<td>$194</td>
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<td>$120</td>
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<td>$61, $120</td>
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</tr>
<tr>
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<td>$91, $167, $208</td>
</tr>
<tr>
<td>National Dairy Council</td>
<td>$242</td>
</tr>
<tr>
<td>National Foundation for Infantile Paralysis</td>
<td>$133</td>
</tr>
<tr>
<td>National Live Stock and Meat Board</td>
<td>$26, $133, $195</td>
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<tr>
<td>National Research Council</td>
<td>$119</td>
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<td>$13, $134, $104, $242</td>
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<tr>
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<td>$15, $134, $242</td>
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<td>Nellison, Mrs. Francis</td>
<td>$119</td>
</tr>
<tr>
<td>Newman, Mrs. A. A.</td>
<td>$14</td>
</tr>
<tr>
<td>Nutrition Foundation, Inc.</td>
<td>$64</td>
</tr>
<tr>
<td>Oak Park and River Forest Panhellenic Association</td>
<td>$187</td>
</tr>
<tr>
<td>Parsons, Herbert</td>
<td>$119</td>
</tr>
<tr>
<td>Parsons, Jr. E.</td>
<td>$118</td>
</tr>
<tr>
<td>Parsons, Melfoehne</td>
<td>$119</td>
</tr>
<tr>
<td>Perkins, R. F.</td>
<td>$120</td>
</tr>
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<td>$187</td>
</tr>
<tr>
<td>Gifts (Continued)</td>
<td></td>
</tr>
<tr>
<td>-------------------</td>
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<td><strong>From (Continued)</strong></td>
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<tr>
<td>Pflaum, Mrs. S. R.</td>
<td></td>
</tr>
<tr>
<td>Phelps-Stokes Fund</td>
<td>61</td>
</tr>
<tr>
<td>Philbrick, Richard</td>
<td>106</td>
</tr>
<tr>
<td>Pi Beta Phi Alumnae</td>
<td>92</td>
</tr>
<tr>
<td>Pi Lambda Theta, Lambda Chapter</td>
<td>61,121</td>
</tr>
<tr>
<td>Pittsburgh Plate Glass Company</td>
<td>12</td>
</tr>
<tr>
<td>Pellegrini, G. L.</td>
<td>15</td>
</tr>
<tr>
<td>Progress Tailoring Company</td>
<td>242</td>
</tr>
<tr>
<td>Quaker Oats Company</td>
<td>208</td>
</tr>
<tr>
<td>Quantrell, Mrs. E. S.</td>
<td>119</td>
</tr>
<tr>
<td>Helmsen, T. A.</td>
<td>14</td>
</tr>
<tr>
<td>Reliable Paper Company</td>
<td>206</td>
</tr>
<tr>
<td>Research Corporation</td>
<td>181,242</td>
</tr>
<tr>
<td>Roberts, Mrs. John</td>
<td>130,181</td>
</tr>
<tr>
<td>Rockefeller Foundation</td>
<td>13,28,60,91,</td>
</tr>
<tr>
<td></td>
<td>91,126,130,</td>
</tr>
<tr>
<td></td>
<td>194,196</td>
</tr>
<tr>
<td>Rosenwald, Julius, Fund</td>
<td>91</td>
</tr>
<tr>
<td>Rothschild, Teresa</td>
<td>92</td>
</tr>
<tr>
<td>Sandburg, Carl,</td>
<td>92</td>
</tr>
<tr>
<td>School of Social Service Administration</td>
<td></td>
</tr>
<tr>
<td>Alumnae of</td>
<td></td>
</tr>
<tr>
<td>Staff of</td>
<td></td>
</tr>
<tr>
<td>Seiden, Mrs. L. H.</td>
<td>134</td>
</tr>
<tr>
<td>Sears, Roebuck and Company</td>
<td>107</td>
</tr>
<tr>
<td>Shannon, Mrs. Ruth</td>
<td>207</td>
</tr>
<tr>
<td>Shattuck, M. E.</td>
<td>61</td>
</tr>
<tr>
<td>Sheldon, Mrs. M. S.</td>
<td>196</td>
</tr>
<tr>
<td>Sloan, Alfred P., Foundation</td>
<td>91</td>
</tr>
<tr>
<td>Social Science Research Council</td>
<td>25,183,195</td>
</tr>
<tr>
<td>South Side Swedish Club</td>
<td>13</td>
</tr>
<tr>
<td>Spitz, Leo</td>
<td>14</td>
</tr>
<tr>
<td>Sprague, C. S. A., Memorial Institute</td>
<td>133</td>
</tr>
<tr>
<td>Squibb, S. A., and Sons</td>
<td>26</td>
</tr>
<tr>
<td>Stayer, James</td>
<td>196</td>
</tr>
<tr>
<td>Strauss, Mrs. Madeleine</td>
<td>81</td>
</tr>
<tr>
<td>Strong, Henry, Educational Foundation</td>
<td>150</td>
</tr>
<tr>
<td>Strong, Mrs. W. A.</td>
<td>243</td>
</tr>
<tr>
<td>Sudler, Carroll, Jr.</td>
<td>184</td>
</tr>
<tr>
<td>Swedish Club of Chicago</td>
<td>16</td>
</tr>
<tr>
<td>Swedish Engineers Society of Chicago</td>
<td>91</td>
</tr>
<tr>
<td>Swift and Company</td>
<td>13</td>
</tr>
<tr>
<td>Swift, T. F.</td>
<td>12</td>
</tr>
<tr>
<td>Swigart, J. D.</td>
<td>181</td>
</tr>
<tr>
<td>Talbot, Marion</td>
<td>27,67,121</td>
</tr>
<tr>
<td>Templeton, Walter</td>
<td>27</td>
</tr>
<tr>
<td>Thomas, Dorothy</td>
<td>209</td>
</tr>
<tr>
<td>Tolman, Charles</td>
<td>198</td>
</tr>
<tr>
<td>United Air Lines</td>
<td>12</td>
</tr>
<tr>
<td>Universal Oil Products Company</td>
<td>181</td>
</tr>
<tr>
<td>University Clinics</td>
<td></td>
</tr>
<tr>
<td>Auxiliary Committee</td>
<td>26</td>
</tr>
<tr>
<td>Graduate Nurse Staff</td>
<td>243</td>
</tr>
<tr>
<td>Viking Fund, Inc.</td>
<td>208</td>
</tr>
<tr>
<td>Viking Corporation</td>
<td>156</td>
</tr>
<tr>
<td>Veenendaal, George</td>
<td>128</td>
</tr>
<tr>
<td>Warden, Mary, Helen, Foundation</td>
<td>13,20,91</td>
</tr>
<tr>
<td>Welles, Lt. Com. D. P.</td>
<td>16</td>
</tr>
<tr>
<td>Welles, E. K.</td>
<td>26</td>
</tr>
</tbody>
</table>
Gifts (Continued)
From (Continued)
Winthrop Chemical Company, Inc.
Zacharias, Robert
Zonta Club of Chicago
Gifts and Bequests
Charts on
Giles, Dr. C. R.
Nominated to staff, Provident Hospital
Giles, Dr. R. C.
Nominated to staff, Provident Hospital
Giles, Dr. W. D.
Nominated to staff, Provident Hospital
Gilkey, C. W.
Appointed to Administrative Council, Divinity School
Board of Governors, International House
Glenner, Dr. R. J.
Appointed to eligible staff, Chicago Lying-in Hospital
Goldner, Dr. Martin
Gift for research by
Nominated to staff, Provident Hospital
Good, Dr. F. W.
Nominated to staff, Children's Memorial Hospital
Gooden, Dr. R. L.
Nominated to staff, Provident Hospital
Goodman, Erna Sawyer
Wills of
Goodman, Howard
Appointed to Committees on
Accounting and Audit
Finance and Investment
Trustees' Dinner to Faculty
Goodspeed, Charles
Appointed to Committees on
Accounting and Audit
Business Affairs
Re-elected Trustees
Goodspeed, E. J.
Gift of Ashbaugh Manuscript of Tatian's Hexapla
Gordon, Dr. A. H., Jr.
Nominated to staff, Provident Hospital
Gordon, Dr. F. B.
Gift for research by
Gorecki, Dr. Helen
Nominated to staff, Children's Memorial Hospital
Gotthilf, Hybrain
Gift of phonograph records by Sergei Prokofieff
Government Contracts
Leasing of property in connection with
Graduate nurses' staff, University Clinics
Gifts for Mary I. Rogers Loan Fund
Graham, Dr. J. A.
Nominated to staff, Children's Memorial Hospital
Graham, William
Appointed Advisor, University College
Salary increase of
Grant, Dr. W. C.
Nominated to staff, Provident Hospital
Grant, W. C.
Membership on Citizens Board accepted by
Gray, Dr. A. W.
Nominated to staff, Provident Hospital 159

Gray, Dr. E. W.
Nominated to staff, Provident Hospital 160

Gray, W. S.
Gift for research by Great Books of the Western World 67

Green, Dr. A. E.
Appointed to eligible staff, Children's Memorial Hospital 124

Green, G. E.
Gift in memory of Dr. Joseph DeLee 13

Green, Dr. Nathaniel
Nominated to staff, Provident Hospital 160

Green, Mrs. R. P.
Gift for Margaret Green Memorial Fund 92

Griffin, Dr. J. P.
Appointed to associate staff, Chicago Lying-in Hospital 132

Greenwood, Dr. G. J.
Nominated to staff, Children's Memorial Hospital 260

Grinean, Dr. R. N.
Gift for student aid 26,208

Guibor, Dr. G. B.
Nominated to staff, Children's Memorial Hospital 239

Gibson, Dr. G. R.
Nominated to staff, Children's Memorial Hospital 240

Gilliken, Harold
Leave of absence of 186

Griley, W. F. N.
Gift of 166

Hanes, Ervin
Promotion of 164

Hackett, S. W.
Nominated to staff, Provident Hospital 161

Haberman, Dr. J. B., Jr.
Appointed to eligible staff, Chicago Lying-in Hospital 134

Haggard, Peter
Death of 141

Hagens, Dr. J. G.
Appointed to courtesy staff, Chicago Lying-in Hospital 123

Hales, G. W.
Membership on Citizens Board accepted by 197

Hall, Arthur
Appointed to Committee on Finance and Investment 136

Hall, R. B.
Rescinded Trustee 135

Hall, R. B.
Gift in support of University 15

Hall, Dr. J. W.
Nominated to staff, Provident Hospital 161

Hall, Thomas
Appointment of 62

Halliday, Evelyn
Gifts for research by 66,104,105

Halperin, S. W.
Salary increase of 164
Ralston, W. A.
Promotion and salary increase of

Hamann, Dr. Anna
Nominated to staff, Provident Hospital

Hamilton National Bank, Knoxville, Tennessee
Resolution governing
Kellogg Laboratories, name of account
Designation as depositary
Facsimile signatures
Designation of bank accounts
Salary (C) account No. 20
Signatures
Tax account No. 23
Voucher (C) account No. 21
War bond account No. 22

Hamann, Dr. Anna
Nominated to staff, Provident Hospital

Hammond, Mr. and Mrs. Robert
Gift for scholarship

Hanson, J. C. M.
Death of

Hansen, J. D.
Gift for research

Hart, Dr. E. E.
Nominated to staff, Provident Hospital

Harrington, W. D.
Gift for research by

Harper, P. V.
Appointed to Committees on
Accounting and Audit
Instruction and Research
Memorials
Nominations

Reelected Trustee

Harper, S. N.
Death of

Harper, W. R.
Gift of books and papers of

Harrell, W. R.
Gift of works on Old Testament from library of

Hasbrouck, Dr. E. E.
Nominated to staff, Provident Hospital

Hatcher, Dr. C. H.
Appointed to staff, Home for Destitute Crippled Children
Nominated to staff, Provident Hospital
Hatfield, Genevieve
Gift for loan fund

Hatfield, Genevieve, Student Loan Fund
Establishment of

Hatfieldsley, G. B.
Gift in support of University

Hattery, Mrs. Alberta
Gift in memory of

Hayden, Dr. H. C.
Nominated to staff, Children's Memorial Hospital

Heating tunnels
Possible extension of

Hebrew grammar and works on Old Testament
Gift of

Heenan, Esther
Appointment of

Hemens, R. D.
Appointed

Helper, R. M.
Nominated to staff, Provident Hospital

Henderson, Dr. J. M.
Nominated to staff, Provident Hospital

Henderson, Dr. T. C.
Nominated to staff, Provident Hospital

Herrick, Virgil
Appointed to give Fourth Quarter instruction

Hesseltine, Dr. H. O.
Nominated to staff, Provident Hospital

Hetreed, Dr. F. W.
Nominated to staff, Children's Memorial Hospital

Heupel, Dr. H. G.
Nominated to staff, Children's Memorial Hospital

Hubbard, Mrs. William
Gift for scholarship

Hickey, R. H., Jr.
Salary increase of

Hicks, Gertrude Dunn, Fund
Accumulation of income from

Hightower, Dr. J. H.
Nominated to staff, Provident Hospital

Hilfstein, Dr. H. W.
Appointed to eligible staff, Chicago Lying-in Hospital

Hilman, The Isaac, Memorial Fellowship
Gift establishing

Hilman Periodicals, Incorporated
Gift for fellowship

Himpton, Dr. A. W.
Appointed to staff, Chicago Lying-in Hospital

Hirsh, Mrs. Elizabeth
Gift for student aid

Hirsh, Mrs. Frank
Gift in support of University

Hodges, Dr. P. C.
Nominated to staff, Children's Memorial Hospital

Hodgkins, W. P.
Gift in support of University

Hoffer, Carolyn, Memorial Fund
Gift for
Hoffer, C. W.
Gift in support of University
Hoffman, P. O.
Appointed to
Board of Directors, Encyclopaedia Britannica, Inc.
Committees on
Development
Instruction and Research
Hollinger, Dr. P. H.
Nominated to staff, Children's Memorial Hospital
Holman, H. E.
Gift in support of University
Holman, C. T.
Appointed to Administrative Council, Divinity School
Home Economics Alumnae
Gift to establish graduate fellowship
Home Economics, Department of
Gifts for
Home for Destitute Crippled Children
Appointment of staff
Humpis, A. L.
Contribution of services
Humphrey, Mrs. A. L.
Gift for Chicago Lying-in Hospital
Horner, Dr. D. A.
Appointed to associate staff, Chicago Lying-in Hospital
Horst, Dr. Elfrieda
Nominated to staff, Children's Memorial Hospital
Horton, G. T.
Gift in support of University
Horton, H. B.
Gift in support of University
Hospital Administration Courses
Gift for
Hospital, and Medical Schools
Gift for
Hoyne, Dr. A. L.
Nominated to staff, Children's Memorial Hospital
Hubbsen, F. E.
Gift in support of University
Huggins, Dr. C. W.
Appointed to staff, Home for Destitute Crippled Children
Gift for research by
Nominated to staff, Provident Hospital
Salary increase of
Hughes, Everett
Gift for research of
Human Adventure Program
Gift for expenses of
Human Relations in Industry Project
Gift for
Hutchins, P. B.
Appointed to Board of Directors, Encyclopaedia
Britannica, Inc.
Salary increases of
Hyatt, J. P.
Appointment of

Illinois State Nurses' Association
Gift for Evelyn Wood Memorial Loan Fund

Ingaills, Mrs. F. A.
Gift in support of University

Institute of Meteorology
Expansion of work
Expenditure Budget increased

Institute of Military Studies
Gift for

Institute of Rural Education
Gift for

Instruction and Research, Committee on
Appointment of
Authorized to make 1943-44 Budget appointments
President's docket referred to, with power to act
Proposed Agreement with nearby divinity schools
Referred to

Innsbruck Final Gift appropriation
Expenditure for additional plant facilities,
Referred to

To represent Board in committee from Senate discussions
on administrative procedure

Inter-American Affairs, Office of Coordinator
Gift for Summer Workshop in Inter-American Education

International House
Auditor, appointment of

Bank accounts

Additional signatures authorized

Board of Governors
Appointment of

Budget, 1943-44, approved

Director and Business Manager, appointment of

International Minerals and Chemical Corporation
Gift for research

Ireland, Dr. Jay
Nominated to staff, Children's Memorial Hospital

Irenes, Jr. Carl
Nominated to staff, Children's Memorial Hospital

Irwin, W. A.
Appointed to Administrative Council, Divinity School

Jackson, Dr. Bruce
Nominated to staff, Provident Hospital

Jacoby, M. H.
Leave of absence of

Jackson, Mr. C. E.
Nominated to staff, Provident Hospital

Jennings, Mrs. Stella
Gift in support of University

Jennings, Mr. Priska
Nominated to staff, Children's Memorial Hospital

Jennings, Jr. Sam
Appointed to eligible staff, Chicago Lying-in Hospital

Japanese course for U.S. Armed Forces Institute
Gift for publication of

Japanese Education, Conference on

Gift for expense of

Jarrett, Mrs. Ruth
Gift for Chicago Lying-in Hospital
Jefferson, Dr. R. N.  
Nominated to staff, Provident Hospital  
160

Jenkins, Dr. C. M.  
Nominated to staff, Provident Hospital  
160

Jenkins, Dr. H. P.  
Appointed to staff, Home for Crippled Children  
Nominated to staff, Provident Hospital  
160

Jenkins, Dr. Charlotte  
Nominated to staff, Children's Memorial Hospital  
96, 239

Johnson, Dr. David  
Nominated to staff, Provident Hospital  
160

Johnson, Dr. E. M.  
Nominated to staff, Provident Hospital  
159

Johnson, R. W.  
Salary increase and adjustment of appointment of  
237

Johnson, Dr. Victor  
Leave of absence of  
68

Johnson, Walter  
Award for Excellence in Undergraduate Teaching given to  
122, 164

Johnson, W. C.  
Gift for research of  
12

Jones, Dr. B. O.  
Nominated to staff, Children's Memorial Hospital  
239

Jones, Dr. J. A.  
Nominated to staff, Provident Hospital  
161

Jones, W. N.  
Nominated to staff, Provident Hospital  
159

Jordan, W. E.  
Resignation of  
184

Journals of the American Medical Association  
Gift of  
184

Judd, Dr. B. E.  
Leave of absence of  
100

Judson, Clay  
Appointed to Board of Governors, International House  
97

Kaplan, Dr. Bertha  
Gift in memory of  
14

Kappra, Dr. L. C.  
Nominated to staff, Children's Memorial Hospital  
239

Kaufman, Dr. G. E.  
Nominated to staff, Children's Memorial Hospital  
238

Kautenberg, Mrs. W. E.  
Gift for Carolyn Hoenfer Memorial Fund  
14

Kellems, G. E.  
Gift in support of University  
67

Killing, W. A., Foundation  
Gift for loans to medical students  
12

Kennedy, Mrs. John  
Gift for publication of book  
119

Kersey, Dr. G. J.  
Nominated to staff, Provident Hospital  
160

Kersting, Noye  
Gift in honor of Lessing Rosenblal  
243

Kimball, Dr. E. E.  
Nominated to staff, Children's Memorial Hospital  
239

King, Dr. Joseph  
Nominated to staff, Provident Hospital  
160
<table>
<thead>
<tr>
<th>Name</th>
<th>Action</th>
<th>Page</th>
</tr>
</thead>
<tbody>
<tr>
<td>Kinney, Jacob</td>
<td>Appointment of</td>
<td>62</td>
</tr>
<tr>
<td>Kirmser, Dr. J. S.</td>
<td>Gift for research</td>
<td>119</td>
</tr>
<tr>
<td></td>
<td>Leave of absence of</td>
<td>207</td>
</tr>
<tr>
<td>Knight, F. A.</td>
<td>Gift for research of</td>
<td>119</td>
</tr>
<tr>
<td>Knox, John</td>
<td>Designation of</td>
<td>26</td>
</tr>
<tr>
<td>Knox, Margaret</td>
<td>Authority to sign checks</td>
<td>190-196</td>
</tr>
<tr>
<td>Koff, Dr. A. K.</td>
<td>Appointed to associate staff,</td>
<td>123</td>
</tr>
<tr>
<td>Kolander, Mrs. Rose</td>
<td>Gift to Clinics in memory of</td>
<td>208</td>
</tr>
<tr>
<td>Kornhauser, A. W.</td>
<td>Leave of absence of</td>
<td>190</td>
</tr>
<tr>
<td>Kosar, Dr. S. A.</td>
<td>Gift for research by</td>
<td>91</td>
</tr>
<tr>
<td>Kraft, Dr. S. H.</td>
<td>Nominated to staff, Children's</td>
<td>238</td>
</tr>
<tr>
<td>Kraus, E. J.</td>
<td>Appointed to eligible staff,</td>
<td>155</td>
</tr>
<tr>
<td>Krause, Dr. A. C.</td>
<td>Appointed to staff, Home for</td>
<td>165</td>
</tr>
<tr>
<td>Kresnoff, Dr. C. S.</td>
<td>Nominated to staff, Children's</td>
<td>168</td>
</tr>
<tr>
<td>Kretschmer, Dr. H. L.</td>
<td>Nominated to staff, Children's</td>
<td>188</td>
</tr>
<tr>
<td>Krogman, W. L.</td>
<td>Salary increase of</td>
<td>238</td>
</tr>
<tr>
<td>Laboratory Schools Tuition Remission</td>
<td>Two-thirds remission if parent's salary level is $2,900 or less</td>
<td>98</td>
</tr>
<tr>
<td>Landa, L. A.</td>
<td>Salary increase of</td>
<td>62</td>
</tr>
<tr>
<td>Landowski, Dr. Milton</td>
<td>Nominated to staff, Provident</td>
<td>182</td>
</tr>
<tr>
<td>Langs, Hans</td>
<td>Appointment of</td>
<td>189</td>
</tr>
<tr>
<td>Landry, Dr. A. Pa.</td>
<td>Mill Road Farm</td>
<td>206</td>
</tr>
<tr>
<td>Langley, Dr. C. W.</td>
<td>Golf, farm and garden equipment purchased</td>
<td>70</td>
</tr>
<tr>
<td>Latin-American Fellowship</td>
<td>Gift for</td>
<td>206</td>
</tr>
<tr>
<td>Law, Sam</td>
<td>Gift for research</td>
<td>195</td>
</tr>
<tr>
<td>Lawry, Dr. M. W.</td>
<td>Appointed to eligible staff,</td>
<td>124</td>
</tr>
<tr>
<td>Laving, Dr. M. W.</td>
<td>Appointed to eligible staff,</td>
<td>124</td>
</tr>
<tr>
<td>Lawler, Dr. M. W.</td>
<td>Appointed to eligible staff,</td>
<td>124</td>
</tr>
</tbody>
</table>
Lawler, Dr. F. X.
  Appointed to eligible staff, Chicago Lying-in Hospital 124

Lawless, Dr. T. E.
  Nominated to staff, Provident Hospital 161

Lawton, Dr. S. E.
  Nominated to staff, Children's Memorial Hospital 240

Leaky, Margaret
  Gift for Edith Abbott Scholarship Fund 196, 209

Leaves of absence
  Allison, S. K. 125
  Bruere, Richard 16
  Buterin, Bula 16
  Deck, Dr. G. M. 125
  Delese, David 136
  Darrow, Ruth 6
  Ebenezer, Hope 237
  Eichstedt, Harry 237
  Gelby, J. A. 125
  Gilliken, Harold 125
  Jacoby, N. H. 125
  Johnson, Dr. Victor 6
  Kill, Dr. D. E. 125
  Knizer, Dr. J. B. 207
  Kornhauser, Asa W. 125
  Lachis, Dr. C. G. 125
  Menzsch, F. A. 125
  McLean, Dr. F. C. 125
  Merrin, Eula 125
  Miller, Dr. Benjamin 125
  Monroe, G. S. 125
  Robin, Arthur 125
  Schnett, B. E. 125
  Seale, Keith 125
  Smith, T. V. 125
  Sorrell, L. C. 125
  Turner, Jr., S. R. 125
  Wilson, John 125

Lechtenegger, Augusta
  Gift for scholarship for 157

Lederer, Charles
  Membership on Citizens Board accepted by 116
  Lederle Laboratories, Inc. Gift for fellowship 133

Lee, Mrs. Julia
  Gift for the Edward C. Lee Memorial Lecture 195
  Lee, Edward C., Memorial Lecture 195

Lexon, Dr. H. H.
  Gift in support of University 195

Leach, E. E.
  Reassigned Assistant Treasurer and Assistant Secretary 117

Leahin, Dr. Norman
  Nominated to staff, Children's Memorial Hospital 225

Leavenstam, E. L.
  Gift in memory of Dr. Bertha Kaplan 16

Leventhal, Dr. N. L.
  Appointed to eligible staff, Chicago Lying-in Hospital 124

Lewis, Dr. J. H.
  Nominated to staff, Provident Hospital 161

Lewis, Mrs. Katherine
  Nominated to staff, Children's Memorial Hospital 241
<table>
<thead>
<tr>
<th>Name</th>
<th>Position/Action</th>
</tr>
</thead>
<tbody>
<tr>
<td>LewiS, Mrs. L. D.</td>
<td>Appointed to Board of Managers, Country Home</td>
</tr>
<tr>
<td>Lichtenstein, Walter</td>
<td>Appointed to Board of Governors, International House</td>
</tr>
<tr>
<td>Lilly, Dr. F. R.</td>
<td>Gift for Department of Surgery, Dentistry</td>
</tr>
<tr>
<td>Lilly, Eli</td>
<td>Gift for study of character development</td>
</tr>
<tr>
<td>Lilly, Eli, and Company</td>
<td>Gifts for Fellowships in Chemistry</td>
</tr>
<tr>
<td>Livingston, Dr. G. S.</td>
<td>Nominated to staff, Provident Hospital</td>
</tr>
<tr>
<td>Lingle, J. G.</td>
<td>Gift in support of University, Provident Hospital</td>
</tr>
<tr>
<td>Linn, Mrs. W. S.</td>
<td>Appointed to Board of Managers, Country Home</td>
</tr>
<tr>
<td>Linn, Mrs. W. S.</td>
<td>Appointed to Board of Managers, Country Home</td>
</tr>
<tr>
<td>Linn, Mrs. W. S.</td>
<td>Appointed to Board of Managers, Country Home</td>
</tr>
<tr>
<td>Linn, Mrs. W. S.</td>
<td>Appointed to Board of Managers, Country Home</td>
</tr>
<tr>
<td>Livingstone, Dr. Huberta</td>
<td>Salary increase of</td>
</tr>
<tr>
<td>Loan Funds</td>
<td></td>
</tr>
<tr>
<td>Alpha Chi Theta Loan Fund</td>
<td></td>
</tr>
<tr>
<td>Bogardus, Mary L., Loan Fund</td>
<td></td>
</tr>
<tr>
<td>Delta Sigma Alumni Association Loan Fund</td>
<td></td>
</tr>
<tr>
<td>Hatfield, Genevieve, Student Loan Fund</td>
<td></td>
</tr>
<tr>
<td>Lockwood Loan Fund</td>
<td></td>
</tr>
<tr>
<td>School of Business, Student Loan Fund of University Loan Fund and City Fund</td>
<td></td>
</tr>
<tr>
<td>Wood, Evelyn, Memorial Loan Fund</td>
<td></td>
</tr>
<tr>
<td>Lockwood, Mrs. D. W.</td>
<td>Gift for Loan Fund</td>
</tr>
<tr>
<td>Lockwood Loan Fund</td>
<td>Gift for</td>
</tr>
<tr>
<td>Logue, Eunice</td>
<td>Gift in support of University</td>
</tr>
<tr>
<td>Loomer, B. E.</td>
<td>Appointed to Administrative Council, Divinity School</td>
</tr>
<tr>
<td>Looft, Dr. C. G.</td>
<td>Leave of absence of</td>
</tr>
<tr>
<td>Nominated to staff, Provident Hospital</td>
<td></td>
</tr>
</tbody>
</table>
Loring, Dr. R. M.  Nominated to staff, Children's Memorial Hospital 240
Lowden, Governor Frank  Gift in memory of 92
Lucas, H. M.  Appointed to Board of Directors, Encyclopedia Britannica, Inc. 22

MacDonald, Mary  Gift for Grace Abbott Memorial Fund 243
Mack, J. W.  Death of 168
MacLeish, Andrew, Distinguished Service Professorship 163
MacKaye, Florence Ayres, Fund 195
MacMurry, N. P.  Gift for Florence Ayres MacKaye Fund 195
MacVie, Joseph, Jr. Foundation 61
Mallory, H. E.  Death of 141
Mansfield, H. W.  Leave of absence of 190
Maple, Dr. F. E.  Appointed to eligible staff, Chicago Lying-in Hospital 264
Marcovich, Dr. A. W.  Appointment of 27
Marcus, Dr. Ralph  Appointment of 124
Marquis, Dr. H. H.  Nominated to staff, Children's Memorial Hospital 240
Marshall, John and Mary S., Foundation Gift for research 90, 91
Marks, Dr. E. L.  Appointment of 124
Marks, Dr. E. L.  Nominated to staff, Children's Memorial Hospital 239
Marschalk, Dr. Jacob  Gift for research by 26
Marshall Field and Company  Participation in Contributory Retiring Allowance Plan 27
Marshall Field and Company  Gift for scholarship 242
Martin, Frits  Appointment of 236
Mason, Dr. J. M.  Nominated to staff, Provident Hospital 159
Masters, Edgar Leo  Gift of phonograph records by 22
Matthew, W. J.  Reappointed Assistant Secretary on leave of absence 117
Matthews, Dr. H. E.  Nominated to staff, Provident Hospital 180
Matthews, Howard Authority to sign checks 75, 129, 139
Matten, Dr. F. A.  Nominated to staff, Provident Hospital 161
May, H. L.  Gift for student aid 120
May, R. E.  Gift in support of University 15
Mayer, Dr. K. M.
Nominated to staff, Children's Memorial Hospital

Mayer, Oscar
Gift in support of University

Mayer, Oscar and Company
Gift for research

Mayer Corporation
Gift in support of University

McCallister, J. H.
Appointment of

McDonald, Dr. Audrey
Nominated to staff, Children's Memorial Hospital

McDonald, Dr. E. H.
Nominated to staff, Provident Hospital

McEnery, Dr. E. Y.
Nominated to staff, Children's Memorial Hospital

McGrath, M. E.
Appointed to Board of Governors, International House

McEneaney, Dr. W. C.
Elected to staff, Children's Memorial Hospital

McManus, Mrs. James
Gift for scholarship

McKee, Dr. W. C.
Reinstated to staff, Children's Memorial Hospital

McKinsey, Mrs. Jane
Gift for scholarship

McLaughlin, David Blair, Prize Endowment
Interpretation of conditions of award

McLean, Dr. F. C.
Leave of absence of

McNamee, P. B.
Appointment of

McNary, Prentis
Appointed to

Board of Managers, Country Home
Committee on Development
Finance and Investment

McNally, Dr. W. D.
Nominated to staff, Children's Memorial Hospital

McNeal, Dr. M. D.
Nominated to staff, Children's Memorial Hospital

McNeill, J. T.
Appointed

Acting General Editor, University Press
To Administration Council, Divinity School

McPherson, Dr. E. R.
Appointed to eligible staff, Chicago Lying-in Hospital

Mead, Dr. Irene
Gift in support of University

Mead Johnson and Company
Gift for research

Mead, S. E.
Appointed to Administrative Council, Divinity School

Medical School and Clinics
Possible extension of heating tunnels to
See "Federated Theological Schools"

Personnel in

Difficulties in connection with securing and maintaining
See "Controller"
Memorials to
DeLee, Dr. Joseph 13,242
Fishbein, son of Dr. and Mrs. Morris 67
Gale, H. G. 14
Hattery, Mrs. Alberta 208
Kaplan, Dr. Bertha 14
Lowden, Frank 92
Merrill, Collin 134
Williams, Elgretta 91
Memorials, Committee on
Appointment of 138
Mentzer, J. W.
Gift in support of University 126
Morsor, Dr. A. H.
Nominated to staff, Provident Hospital 168
Morrison, Leslie
Leave of absence of 184
Morris, C. E.
Appointment of 135
Morrill, C. E.
Gifts for
Research 156
Student aid 13
Morrill, Collin
Gift in memory of 134
Merrill, John Fyffe, Memorial Fund
Gift for 134
Merrill, Mrs. and Mrs. Robert
Gift for John Fyffe Merrill Memorial Fund 134
Metallurgical Project, Special Committee on
Appointment of 60,198
Meteorology
Sam "Institute of Meteorology"
Mayor, Dr. H. E.
Nominated to staff, Children's Memorial Hospital 238
Mayor, Reuben
Gift honoring birthday of Lessing Rosenthal 243
Michel, Dr. H. L.
Appointed to associate staff, Chicago Lying-in Hospital 123
Middle American Research Program
Gift in support of 208
Military Situation at University
Reports on 60,128,132,160
Mill Road Farm
Budget for 1942-43 35
Landis, A. H.
Gift, farm and garden equipment purchased from 70
Wood paneling and flooring removal approved 70
Negotiations for sale of 140
Responsibility for operation and liquidation transferred to Treasurer 70
Miller, Dr. E. P.
Leave of absence of 100
Miller, Dr. C. Phillip
Gift for research by 156,242
Miller, Mrs. C. Phillip
Appointed to Board of Managers, Country Home 236
Miller, C. C.
Research Fund
Gift for research under 194
Miller, R. T.
Gift for the O. C. Miller Research Fund

Minsk, Dr. L. R.
Nominated to staff, Children's Memorial Hospital

Mitchell, Catherine
Authority to sign checks

Mitchell, Dr. J. B.
Nominated to staff, Provident Hospital

Mitchell, W. B.
Resignation as Associate Dean

Moak, O. S.
Promotion and leave of absence

Montgomery, Dr. A. H.
Nominated to staff, Children's Memorial Hospital

Moody, William Vaughn, Lectures Fund
Correction of error in administration of

Moore, Dr. G. B.
Nominated to staff, Provident Hospital

Moore, P. W.
Gift in support of University

Moore, Dr. Robert
Appointed to staff, Home for Destitute Crippled Children

Morgan, Dr. H. H.
Appointed to staff, Home for Destitute Crippled Children

Morgenstern, W. H.
Appointed Director of Press Relations

Morrogh, M. J.
Appointment of

Morrisey, Mrs. Blair
Gifts for student aid

Morris, Mrs. C. E.
Appointed to Board of Managers, Country Home

Mortimer, Dr. Bernard
Appointed to eligible staff, Chicago Lying-in Hospital

Morton, Dr. Chauncey
Nominated to staff, Provident Hospital

Morton, Jane, Scholarship Fund
Gifts for

Morton, Jay, Scholarship Fund
Gifts for

Morton, Mary
Gifts for Morton Scholarship Fund

Mortimer's Aid of Chicago Lying-in Hospital
Gifts for

Morrison, Dr. J. B.
Nominated to staff, Provident Hospital

Morrison, Dr. H. E.
Nominated to staff, Provident Hospital

Morrissey, Mrs. Blair
Gifts for student aid

Morris, Mrs. C. E.
Appointed to Board of Managers, Country Home

Mortimer, Dr. Bernard
Appointed to eligible staff, Chicago Lying-in Hospital

Morton, Dr. Chauncey
Nominated to staff, Provident Hospital

Morton, Jane, Scholarship Fund
Gifts for

Morton, Jay, Scholarship Fund
Gifts for

Morton, Mary
Gift for Morton Scholarship Fund

Mortimer's Aid of Chicago Lying-in Hospital
Gifts for

Morrison, Dr. J. B.
Nominated to staff, Provident Hospital

Morrison, Dr. H. E.
Nominated to staff, Provident Hospital

Morrissey, Mrs. Blair
Gifts for student aid

Morris, Mrs. C. E.
Appointed to Board of Managers, Country Home

Mortimer, Dr. Bernard
Appointed to eligible staff, Chicago Lying-in Hospital

Morton, Dr. Chauncey
Nominated to staff, Provident Hospital

Morton, Jane, Scholarship Fund
Gifts for

Morton, Jay, Scholarship Fund
Gifts for

Morton, Mary
Gift for Morton Scholarship Fund

Mortimer's Aid of Chicago Lying-in Hospital
Gifts for

Morrison, Dr. J. B.
Nominated to staff, Provident Hospital

Morrison, Dr. H. E.
Nominated to staff, Provident Hospital

Morrissey, Mrs. Blair
Gifts for student aid

Morris, Mrs. C. E.
Appointed to Board of Managers, Country Home

Mortimer, Dr. Bernard
Appointed to eligible staff, Chicago Lying-in Hospital

Morton, Dr. Chauncey
Nominated to staff, Provident Hospital

Morton, Jane, Scholarship Fund
Gifts for

Morton, Jay, Scholarship Fund
Gifts for

Morton, Mary
Gift for Morton Scholarship Fund

Mortimer's Aid of Chicago Lying-in Hospital
Gifts for

Morrison, Dr. J. B.
Nominated to staff, Provident Hospital

Morrison, Dr. H. E.
Nominated to staff, Provident Hospital

Morrissey, Mrs. Blair
Gifts for student aid

Morris, Mrs. C. E.
Appointed to Board of Managers, Country Home

Mortimer, Dr. Bernard
Appointed to eligible staff, Chicago Lying-in Hospital

Morton, Dr. Chauncey
Nominated to staff, Provident Hospital

Morton, Jane, Scholarship Fund
Gifts for

Morton, Jay, Scholarship Fund
Gifts for

Morton, Mary
Gift for Morton Scholarship Fund

Mortimer's Aid of Chicago Lying-in Hospital
Gifts for

Morrison, Dr. J. B.
Nominated to staff, Provident Hospital

Morrison, Dr. H. E.
Nominated to staff, Provident Hospital

Morrissey, Mrs. Blair
Gifts for student aid

Morris, Mrs. C. E.
Appointed to Board of Managers, Country Home

Mortimer, Dr. Bernard
Appointed to eligible staff, Chicago Lying-in Hospital

Morton, Dr. Chauncey
Nominated to staff, Provident Hospital

Morton, Jane, Scholarship Fund
Gifts for

Morton, Jay, Scholarship Fund
Gifts for

Morton, Mary
Gift for Morton Scholarship Fund

Mortimer's Aid of Chicago Lying-in Hospital
Gifts for

Morrison, Dr. J. B.
Nominated to staff, Provident Hospital

Morrison, Dr. H. E.
Nominated to staff, Provident Hospital

Morrissey, Mrs. Blair
Gifts for student aid

Morris, Mrs. C. E.
Appointed to Board of Managers, Country Home

Mortimer, Dr. Bernard
Appointed to eligible staff, Chicago Lying-in Hospital

Morton, Dr. Chauncey
Nominated to staff, Provident Hospital

Morton, Jane, Scholarship Fund
Gifts for

Morton, Jay, Scholarship Fund
Gifts for

Morton, Mary
Gift for Morton Scholarship Fund

Mortimer's Aid of Chicago Lying-in Hospital
Gifts for

Morrison, Dr. J. B.
Nominated to staff, Provident Hospital

Morrison, Dr. H. E.
Nominated to staff, Provident Hospital

Morrissey, Mrs. Blair
Gifts for student aid

Morris, Mrs. C. E.
Appointed to Board of Managers, Country Home

Mortimer, Dr. Bernard
Appointed to eligible staff, Chicago Lying-in Hospital

Morton, Dr. Chauncey
Nominated to staff, Provident Hospital

Morton, Jane, Scholarship Fund
Gifts for

Morton, Jay, Scholarship Fund
Gifts for

Morton, Mary
Gift for Morton Scholarship Fund

Mortimer's Aid of Chicago Lying-in Hospital
Gifts for

Morrison, Dr. J. B.
Nominated to staff, Provident Hospital

Morrison, Dr. H. E.
Nominated to staff, Provident Hospital

Morrissey, Mrs. Blair
Gifts for student aid

Morris, Mrs. C. E.
Appointed to Board of Managers, Country Home

Mortimer, Dr. Bernard
Appointed to eligible staff, Chicago Lying-in Hospital

Morton, Dr. Chauncey
Nominated to staff, Provident Hospital

Morton, Jane, Scholarship Fund
Gifts for

Morton, Jay, Scholarship Fund
Gifts for

Morton, Mary
Gift for Morton Scholarship Fund

Mortimer's Aid of Chicago Lying-in Hospital
Gifts for

Morrison, Dr. J. B.
Nominated to staff, Provident Hospital

Morrison, Dr. H. E.
Nominated to staff, Provident Hospital

Morrissey, Mrs. Blair
Gifts for student aid

Morris, Mrs. C. E. 
Mothers' Aid of Chicago Lying-In Hospital (Continued)

Gifts for (Continued)

Pavilion drapes 306
Spectrophotometer 67
Workroom floor fans and incubator 157

Moulds, J. F.
Resigned Secretary of the Board 117

Moulton, Dr. H. C.
Gift in support of University 200

Mollin, F. J.
Salary increase of 189

Mullon, Dr. V. C.
Nominated to staff, Provident Hospital 145

Munns, W. C.
Appointment of 97

Munson, Dr. C. M.
Nominated to staff, Children's Memorial Hospital 238

Mussil, Dr. J. J.
Nominated to staff, Children's Memorial Hospital 240

Nadelhoffer, Dr. R. H.
Appointed to associate staff, Chicago Lying-in Hospital 123

National Academy of Sciences
Faculty members elected to
Albert, Adrian 190
Robertson, Dr. O. H. 90
Rossby, C. G. G. 90

National Canneries Association
Gifts for Research 15,194

National Council of Jewish Juniors
Gifts for scholarship 91,157,208

National Dairy Council
Gift for research 242

National Foundation for Infantile Paralysis
Gift for research 153

National Live Stock and Meat Board
Gifts for research 26,135,193

National Research Council
Gift for research 119

Nearby Divinity Schools
Proposed articles of agreement with 60,65

Net, John
Gifts for Research of 13,134,181,243

Net, Mrs. John
Gifts for Discretion of President 13

Neilson, Mrs. Francis
Gift in support of University 119

New York University Film Library
Joint promotion with Round Table 26,193

Newberger, Dr. Charles
Appointed to eligible staff, Chicago Lying-in Hospital 124

Nowack, Dr. A. E.
Nominated to staff, Children's Memorial Hospital 238

Nowak, Mrs. Albert
Gift in support of University 24
Newton, A. V.
Appointment of
New York University Film library
Joint project with Round Table

Nocks, Dr. W. B.
Nominated to staff, Children's Memorial Hospital
Nominations, Committee on
Appointment of

Northrup, E. E.
Appointment of

Nude Daum
Adoption of Chicago College Plan by

Noyes, Dr. H. J.
Nominated to staff, Children's Memorial Hospital
Nursing Education Alumnae Fellowship Fund
Gift for

Nutrition Foundation, Inc.
Gift for research

Nunem, John, Jr.
Appointment to Committee on
Development
Finance and Investment
Instruction and Research
Nominations
Trustees Dinner to Faculty

Oak Park and River Forest Panhellenic Association
Gift for scholarship aid

Obenhoe, Victor
Appointment of

Obstetrics and Gynecology, Department of
Gifts of
Books and periodicals
Microscopes

Office of Coordinator of Inter-American Affairs
Gift for Summer Workshop in Inter-American Affairs

Ogus, R. W.
Appointment of

Ojeku, Ahmed
Gift for scholarship aid for

Old Testament, Hebrew grammars and works on
Gift of

O'Meara, W. J.
Appointment of

Oriental Institute
Gift for research in

Out Patient Clinic
Nicks, Gertrude Dunn, Fund income accumulated for

Overlock, J. L.
Membership on Citizens Board accepted by

Palmer, C. E.
Appointment of

Palmer, Dr. Walter
Gift for research by
Salary increase, change in date of
Park, Dr. Thomas
Appointment and salary increase of
Gift for research by

Parsons, Dr. Eloise
Appointed to associate staff, Chicago Lying-In Hospital
Gift for publication of book by

Parsons, Elise
Gift for publication of book

Parsons, Herbert
Gift for publication of book

Parsons, J. E.
Gift for publication of book

Parsons, Mcllvaine
Gift for publication of book

Patent Policy
Referred to Committee on Instruction and Research
All Board members to be invited when discussed
Statutes amended to include

Pathology, Department of
Gifts for
American Medical Association Journals
Research in

Paully, Dr. W. E.
Nominated to staff, Children's Memorial Hospital
Phases, Dr. E. W.
Nominated to staff, Children's Memorial Hospital

Pediatrics, Department of
Gifts for
"Pueblo, A Study of Andean Indians"
Gift for publication of

Perkins, Mrs. Herbert
Gift for publication of

Perry, Dr. Henry
Appointed to staff, Home for Destitute Crippled Children

Perry, Mrs. F. A.
Last pension check returned for purchase of Library books

Pherrine, S. W.
Return of aunt's pension check for purchase of books

Personnel Problems, Committee on
Gifts for Human Relations in Industry Project

Peterson, Dr. P. G.
Appointed to eligible staff, Chicago Lying-In Hospital

Peterson, Mrs. Frances
Appointed Assistant Secretary of the Board

Petty, R. B.
Gift in support of University
Philipsborn, Dr. Herbert
Nominated to staff, Children's Memorial Hospital

Phillips, Dr. M. Alice
Appointed to associate staff, Chicago Lying-in Hospital

Philosophy, Department of
Gift for research

Photograph records by
Masters, Edgar Lee
Prokofieff, Sergei
Sandberg, Carl

Physical Sciences, Division of
Gift for fellowship in

Physics, Department of
Gift for research in

Physiology, Department of
Gift for research in

Pi Delta Phi Alumni
Gift for Pi Delta Phi Scholarship Fund

Pi Delta Phi Scholarship Fund
Gift for

Pierow, Dr. M. L.
Nominated to staff, Children's Memorial Hospital

Pijan, Dr. Margaret
Nominated to staff, Children's Memorial Hospital

Plumba Theta, Lambda Chapter
Gifts for Carolyn Hober Memorial Scholarship Fund

Pittsburgh Plate Glass Company
Gift for research

"Planned Attack on Disease, The"
Presentation of shown to Trustees

Play supervisor
Gift for salary of

Pollock, G. L.
Gift in support of University

Pontius, Dr. G. V.
Nominated to staff, Children's Memorial Hospital

Patient, Dr. W. J.
Nominated to staff, Children's Memorial Hospital

Potts, Dr. W. J.
Nominated to staff, Children's Memorial Hospital

Powell, E. H.
Appointed to Board of Directors, Encyclopedia Britannica, Inc.
Membership on Citizens Board accepted by

Pratt, S. W.
Authority to sign checks

Prescott, H. W.
Death of

President
Gifts to be used at discretion of

Press Relations, Department of
Appointment of Harry Barnard as Acting Director of

Price, Dr. P. J.
Nominated to staff, Children's Memorial Hospital

Progress Tailoring Company
Gift in support of University

Prokofieff, Sergei
Gift of phonograph records by

Proposed Publishing Project
See "Encyclopedia Britannica, Inc."

Provident Hospital
Nominations to staff of

Public Administration
Gift for completion and publication of studies in

Publication of
"Graziano di Giorgio"
"From Economic Theory to Policy"
Japanese course for U.S. Armed Forces Institute
"Poguchis: A Study of Andean Indians"
Public Administration, studies in
Results of research in tuberculosis and diseases of

Furlas, Dr. A. M.
Nominated to staff, Children's Memorial Hospital

Quadrangles, Bulbs for
Gift for
Quaker Oats Company
Gift for fellowship
Quantrell, Mrs. E. E.
Gift for Jane and Jay Norton Scholarship Funds
Quantrell, E. E.
Reelected Trustee

Raines, Dr. T. C.
Nominated to staff, Provident Hospital

Randall, C. B.
Appointed to Committees on
Accounting and Audit
Development
Nominations
Reelected Trustee
Transferred from Class 2 to Class 3

Redfield, Robert
Gifts for research by

Reeves, Floyd
Gift for research by
Registration, reports on

Rehgans, T. A.
Gift in support of University

Reinhart, Dr. J. L.
Nominated to staff, Children's Memorial Hospital

Reilmuth, Otto
Gift for fellowship for
Reliable Packing Company
Gift for research
Religious Education
Gift for research in
Research Corporation
Gifts for
Fellowship
Research

Resignations
Bean, D. P.
Bryan, Dr. A. H.
Carmichael, Dr. H. T.
Jordan, W. K.

Quantrell, Mrs. E. E.
Resignations (Continued)

Knox, John 28
Swings, Folydor 62
Templeton, Dr. Frederic 16

Respirator
Gift for purchase of 26

Retirements
Bower, W. C. 68
Squar, Mrs. Alexander 136

Rhodes, Dr. Julius
Appointed to Board of Managers, Country Home 236

Rice, Dr. W. E.
Nominated to staff, Children's Memorial Hospital 239

Riecke, Dr. E. D.
Nominated to staff, Provident Hospital 162

Ricketson, Dr. E. T.
Gift for research by 14

Rigby, Dr. E. C.
Nominated to staff, Children's Memorial Hospital 239

Rinear, Dr. K. C.
Nominated to staff, Children's Memorial Hospital 240

Riet, Martin
Appointment of 146

Roberts, Dr. C. C.
Nominated to staff, Provident Hospital 158

Roberts, Mrs. John
Gifts for Baba Roberts Hospital 127,161

Roberts, Lydia
Gift for research by 162

Roberts, Mrs. C. H.
Appointed to National Academy of Sciences 90

Rockefeller Final Gift
Appropriation from for additional plant facilities 167

Rockefeller Foundation
Gifts for
Cosmic ray research 133
Ecology of animal populations 25
Ethno-History project 134
Philosophical studies of Charles Morris 91
Public administration 135
Research 123,23,100
Salary of Rudolf Carnap 156
Wagner, Maria, living expenses of 156
Winter price control study 158

Rodgers, Dr. C. C.
Nominated to staff, Provident Hospital 159

Roll, Mrs. E. C.
Nominated to staff, Children's Memorial Hospital 96,239

Rose, Mrs. H. A.
Nominated to staff, Children's Memorial Hospital 138

Rosenblum, Lessing
Gift in honor of birthday of 243

Rosenwald, Julius, Fund
Gift for conference on Japanese Noloc ation 91

Rosenwald, L. E.
Reselected Trustee 116
Rossby, C. G., Jr.
Appointed
MacLeish, Andrew, Distinguished Service Professor 165
Elected to National Academy of Sciences 90
Rothman, Dr. Stephen
Nominated to staff, Provident Hospital 163
Promotion and salary increase, change in date of 164
Rothschild, Maurice L., Scholarship Endowment Fund
Gift for
Rothschild, Teresa
Gift for Maurice L. Rothschild Scholarship Endowment Fund 92
Round Table
Gifts for
Joint project with New York University Film Library 26,133,195
20,106
Nowetta, G. A.
Appointed Director and Business Manager, International House 27
Salary increase of 97
Rubin, A. L., M.
Extension of leave of absence of 138
Rubovits, Dr. F. E., Jr.
Appointed to eligible staff, Chicago Lying-in Hospital 124
Rubovits, Dr. William
Appointed to courtesy staff, Chicago Lying-in Hospital 133
"Ruins of Persepolis" - a Kinner Pictorial Rug 154
Russell, Paul
Appointed to Committees on
Accounting and Audit 138
Development 138
Instruction and Research 138
Metallurgical Project 60
Nomination 138
Ryerson, Edward
Appointed to Committees on
Finance and Investment 138
Metallurgical Project 138
Nominations 138
Ryerson, Martin A., Distinguished Service Professorship
Ems, R. J., assigned to 163
Sachs, Dr. Herschel
Nominated to staff, Children's Memorial Hospital
Salaries of
Gifts for
Carnegie, Rodolfo
Salary supervisor, Ada Roberts Hospital 156, 151
Salas, E. P.
Appointment of 165
Salisbury Fund
Gift for 196
Sandberg, Carl
Gift of phonograph records by 92
Sand, Dr. Pedro
Nominated to staff, Provident Hospital 199
Schaefer, Dr. F. W.
Nominated to staff, Children's Memorial Hospital 341
Schaff, E. E.
Membership on Citizens Board accepted by 116
Schilling, R. E.
Promotion and salary increase of 27
Schultz, Dr. F. W.
Appointed to staff, Home for Destitute Crippled Children 108
Gifts for research by 195
Nominated to staff
Children's Memorial Hospital 238
Providence Hospital 178
Schutt, H. L.
Leave of absence of 237
Schultz, Dr. W. J.
Nominated to staff, Children's Memorial Hospital 187,241
Scholastic
Abbott, Edith Scholarship 21,134,157,208
American Daughters of Sweden Scholarship 200
Anderson, The William, Fund 12,106
Barlow, Elow H., Scholarship 14
Chicago Woman's Ideal Club Scholarships 120
Dixson, Elizabeth Susan, Honor Award 121,134,208
For
Clayton, Ruth 208
Davis, Margaret 243
Lehtonen, Augusta 157
Ciklo, Hous 61
School of Social Service Administration students 15,133,157,195
Hofer, Cora, Library Fund 16,61,101
Linz, James Weber, Scholarship 119
Marshall Field and Company Scholarships 242
McKenzie, James C., Scholarship 121
Morton, Jane, Scholarship 15,119,191
Morton, Jay, Scholarships 13,119,191
Pi Delta Phi Scholarships 92
Nobis, Merrie L., Scholarship Endowment Fund 92
Sheldon, Mary Strong, Scholarship 92
Solomon, Hannah M., Tuition Scholarship 208
School of Business
Gifts for
Loans to graduate students in 154
Student Loan Fund 14
School of Medicine
Gift for Dermatology 243
School of Social Service Administration
Gifts for
Fellowship 133
Scholarships 26,29,133,157,187,195,196,209
Gifts from
Alumni of 195
Staff of 134
Schoen, Dr. W. J.
Appointed to eligible staff, Chicago Lying-in Hospital 124
Schoene, Dr. W. E.
Appointed to eligible staff, Chicago Lying-in Hospital 157
Schoene, Dr. R. F.
Nominated to staff, Children's Memorial Hospital 17
Schubert, Mrs. Louis
Gift for Julius Schubert Memorial Lecture 167
Schults, Dr. L. W.
Nominated to staff, Children's Memorial Hospital 240
Schults, T. W.
Appointment of 185
Schuster, H. H.
Appointed to Board of Directors, Encyclopaedia Britannica, Inc. 22
<table>
<thead>
<tr>
<th>Name</th>
<th>Action/Title</th>
<th>Page</th>
</tr>
</thead>
<tbody>
<tr>
<td>Schutzenbank, Dr. F. s.</td>
<td>Appointed to eligible staff, Chicago Lying-in Hospital</td>
<td>104</td>
</tr>
<tr>
<td>Schwartz, Dr. J. J.</td>
<td>Appointed to staff, Children's Memorial Hospital</td>
<td>17,241</td>
</tr>
<tr>
<td>Schreppe Endowment Fund</td>
<td>Appropriation from</td>
<td>110</td>
</tr>
<tr>
<td>Scott, R. L.</td>
<td>Honorary Trustee</td>
<td>115</td>
</tr>
<tr>
<td>Scull, Dr. R. E.</td>
<td>Nominated to staff, Provident Hospital</td>
<td>161</td>
</tr>
<tr>
<td>Sears Roebuck and Company</td>
<td>Gifts</td>
<td></td>
</tr>
<tr>
<td></td>
<td>For A Study of Selective Tests for Office and Retail Sales Personnel</td>
<td>207</td>
</tr>
<tr>
<td></td>
<td>Of Encyclopedia Britannica, Inc.</td>
<td>10</td>
</tr>
<tr>
<td></td>
<td>Acceptance of Resolution re Encyclopedia Britannica, Inc.</td>
<td>40</td>
</tr>
<tr>
<td></td>
<td>Terms of gift of</td>
<td>6</td>
</tr>
<tr>
<td>Seckel, Dr. H. P. G.</td>
<td>Appointment of Secretary, Board of Trustees</td>
<td>164</td>
</tr>
<tr>
<td></td>
<td>Reelection of John F. Moulds as</td>
<td>117</td>
</tr>
<tr>
<td>Seeb, K. C.</td>
<td>Leave of absence</td>
<td>16</td>
</tr>
<tr>
<td>Segader, J. C.</td>
<td>Salary Increase of</td>
<td>142</td>
</tr>
<tr>
<td>Seliger, Dr. Ferdinand</td>
<td>Nominated to staff, Children's Memorial Hospital</td>
<td>241</td>
</tr>
<tr>
<td>Serbin, Dr. W. E.</td>
<td>Appointed to eligible staff, Chicago Lying-in Hospital</td>
<td>124</td>
</tr>
<tr>
<td>Shaffton, Dr. A. L.</td>
<td>Nominated to staff, Children's Memorial Hospital</td>
<td>228</td>
</tr>
<tr>
<td>Shannon, Mrs. Ruth</td>
<td>Gift for John Roberts Hospital</td>
<td>87</td>
</tr>
<tr>
<td>Shattuck, R. B.</td>
<td>Gift in support of University</td>
<td>156</td>
</tr>
<tr>
<td>Shaw, Dr. H. M.</td>
<td>Nominated to staff, Provident Hospital</td>
<td>158</td>
</tr>
<tr>
<td>Sheldon, Mrs. Mary Strong</td>
<td>Gift for Mary Strong Sheldon Scholarship Fund</td>
<td>91</td>
</tr>
<tr>
<td>Sheldon, Mary Strong, Scholarship Fund</td>
<td>Gift for</td>
<td>91</td>
</tr>
<tr>
<td>Shepard, Dr. R. E.</td>
<td>Nominated to staff, Provident Hospital</td>
<td>161</td>
</tr>
<tr>
<td>Sherer, Mrs. Albach</td>
<td>Appointed to Board of Managers, Country Home</td>
<td>236</td>
</tr>
<tr>
<td>Sherer, E. F.</td>
<td>Membership on Citizens Board accepted by</td>
<td>18</td>
</tr>
<tr>
<td>Short, Jeffery</td>
<td>Membership on Citizens Board accepted by</td>
<td>18</td>
</tr>
<tr>
<td>Shrapheoir, Dr. George</td>
<td>Nominated to staff, Provident Hospital</td>
<td>158</td>
</tr>
<tr>
<td>Gillis, Mrs. C. M.</td>
<td>Appointed to Board of Managers, Country Home</td>
<td>236</td>
</tr>
<tr>
<td>Sinani, Dr. J. A.</td>
<td>Nominated to staff, Children's Memorial Hospital</td>
<td>187,240</td>
</tr>
<tr>
<td>6107-09 University Avenue</td>
<td>Change in use of property for government projects</td>
<td>63</td>
</tr>
</tbody>
</table>
Slight, Dr. David
Appointed to staff
Home for Destitute Crippled Children
Provident Hospital
188
186
161
161

Sloan, Alfred P., Foundation
Gifts for Round Table
25,133,195

Smith, Gerald Birney, Instructorship Fund
Gift for
Smith, L. H.
Appointed to Committees on
Business Affairs
Finance and Investment
138
138

Smith, Mr. E. N.
Nominated to staff, Provident Hospital
169

Smith, Mr. T. M.
Nominated to staff, Provident Hospital
150

Smith, Dr. Troy
Nominated to staff, Provident Hospital
160

Smith, T. V.
Leave of absence of
164

Social Science Research Council
Gift for research
13

Sociology, Department of
Gift for Fellowship in
67

Sokoloff, Dr. Anna
Appointed to eligible staff, Chicago Lying-in Hospital
124

Solomon, Hannah G., Tuition Scholarship
Gift for
110

Sorrell, L. C.
Leave of absence of
16

South Side Swedish Club
Gift in support of Robert Frouzon's work
27

Special Committees on
Encyclopaedia Britannica (Acceptance of Gift)
Appointment of
Encyclopaedia Britannica (Stock)
Appointment of
Metallurgical Project
Appointment of
Trustees' Dinner to Faculty
Appointment of
198

Spencer, W. H.
Part-time appointment of
189

Spiegel, Dr. Manuel
Appointed to associate staff, Chicago Lying-in Hospital
133

Spitz, Leo
Gift in support of University
14

Sprong, Dr. M. L.
Nominated to staff, Children's Memorial Hospital
289

Sprague, Ohio S. A., Memorial Institute
Gift for research
133

Springer, Dr. V. G.
Nominated to staff, Children's Memorial Hospital
289

Stein, F. F., and Sons
Gift for Zoller Dental Clinic

Stock, Dr. E. H.
Nominated to staff, Children's Memorial Hospital
289

Standing Committees
Appointment of
"State of the University, The"
Future mailing of
243
Statutes
Amendments to
Stewers, L. R.
Reappointed Treasurer
Stein, Mrs. I. F.
Appointed to eligible staff, Chicago Lying-In Hospital
Stone, H. R.
See "Mrs. Rose Engel"
Steinman, A. J.
Appointed to Board of Governors, International House
Stengel, Julius, Memorial Lectureship
Gift for
Stifler, James
Appointed to Board of Governors, International House
Gift of 100 books on Benjamin Franklin
Stigler, George
Appointed to Board of Governors, International House
Stiso, Dr. C. F.
Appointed to staff, Children's Memorial Hospital
Stinner, M. M.
Nominated to staff, Children's Memorial Hospital
Stinespring, W. F.
Appointment of
Stone, Mrs. J. M.
Appointed to Board of Managers, Country Home
Straus, Mrs. Madeline
Gift in support of University
Strieb, Dr. A. J.
Nominated to staff, Children's Memorial Hospital
Stromba, Henry, Educational Foundation
Gift for fellowship
Strong, Mrs. Walter
Appointed to Board of Managers, Country Home
Gift for Country Home
Stuart, John
Appointed to
Board of Directors, Encyclopaedia Britannica, Inc.
Committee on Business Affairs
Committee on Finance and Investment
Student Aid
Gifts for
Student Loan Fund, School of Business
Gifts for
"Study of the Postwar Adjustment of the Washable Service Apparel Industry, A"
Gift for support of
"Study of Selective Tests for Office and Retail Sales Personnel"
Gift for support of
Sudler, C. H.
Gift in support of University
Sulzberger, Frank
Appointed to Committees on Memorials
Nominations
Reelected Trustees
Summer Workshop in Inter-American Education
Gift for support of
Sunny, B. E.

Death of
Letter of sympathy for family of
Mill of
Surgery, Department of
Gifts for
Swedish Chair
Gift for
Swedish Club of Chicago
Gift for Swedish Chair
Swedish Engineers' Society of Chicago
Gift for teaching of Gusta Fransen
Swift and Company
Gift for Fellowship
Swift, Harold
Appointed to Committee on Metallurgy
Reelected
Chairman of the Board
Trustee
Swift, T. Philip
Gift for Hospital and Medical Schools
Swigart, J. D.
Gift in support of University
Swings, Polydor
Acceptance of resignation of
Talbot, Marion
Gifts for
Breakridge, S. P., Fellowship Fund
Dixon, Elizabeth Susan, Honor Award
Taliferro, W. H.
Gift for research of
Tate, Dr. William
Nominated to staff, Provident Hospital
Taylor, F. P.
Membership on Citizens Board accepted by
Templeton, Dr. C. J.
Nominated to staff, Provident Hospital
Templeton, B. A.
Resignation of
Templeton, W. B.
Gift in support of University
Terrell, Dr. A. E.
Nominated to staff, Provident Hospital
Thall, H. H.
Authority to sign checks
Thatcher, Dr. H. W.
Nominated to staff, Provident Hospital
Thomas, Dorothy
Gift for Edith Abbott Scholarship Fund
Thompson, O. C.
Additional appointment and salary increase of
Thompson, Dr. H. C.
Nominated to staff, Provident Hospital
Tomlinson, C. W.
Gift for Salisbury Fund
Traisman, Dr. A. S.
Nominated to staff, Children's Memorial Hospital

28,61,199
Trammell, Dr. H. M.  
Nominated to staff, Provident Hospital  
Treasurer
Alternates for signing checks and warrants  
Mill Road Farms
Responsibility for operation and liquidation transferred to  
Reappointment of  
Trice, Dr. J. S.  
Nominated to staff, Provident Hospital  
Trustees  
Assistant Secretary of the Board  
Appointment of temporary  
Brown, E. E.  
Welcome to membership on Board  
Reselection of  
Retirement of  
Scott, Robert  
Special meeting of, on  
University's War Program  
Trustees' Fund, letter of reminder re  
Trustees' Dinner to Faculty  
Appointment of special committee on  
Plans for 1944 dinner  
Report on 1943 dinner  
Trustees' Fund  
Letter inviting contributions authorized  
Tucker, Dr. Beatrice  
Appointed to associate staff, Chicago Lying-In Hospital  
Tucker, Dr. W. B.  
Nominated to staff, Provident Hospital  
Tuition Awards, gift for  
Deferrals  
President authorized to make  
Laboratory Schools  
Two-thirds remission if faculty or employee parent's salary is $2,000 or less  
Turner, Dr. A. R.  
Leave of absence of  
Tyler, R. W.  
Gift for research of  
United Air Lines  
Gift for research  
United States Armed Forces Institute  
Gift for course to be published for  
Universal Oil Products Company  
Gift for research  
"University and the Child, The"  
Presentation of to Trustees  
University Boards  
Appointment of  
University Clinics  
Gifts for  
Graduate Nurses Staff  
Gift from Mary I. Hopkins Loan Fund  
University Clinics Auxiliary Committee  
Gift of registrar
University Library
Gifts for
University Loan and Gift Fund
Gift for
University of Chicago
Gift in support of

University Press
Appointments of
Brandt, J. A., as Director
Hemens, Rollin, as Manager and Assistant Director
McNeill, J. T., as Acting General Editor

University Senate, Committee from
To meet with Committee on Instruction and Research
to discuss administrative procedure

Urenes, Dr. N. F.
Appointed to associate staff, Chicago Lying-in Hospital

Van Beuningen, Dr. W. C.
Appointed to eligible staff, Chicago Lying-in Hospital

Van Noes, Mrs. Errett
Appointed to Board of Governors, International House

Vander Veer, Dr. R. R.
Salary increase of

Van Hazel, Dr. Willard
Nominated to staff, Provident Hospital

Van Hazel, Dr. William
Nominated to staff, Provident Hospital

Van Hazel, Dr. William
Nominated to staff, Children's Memorial Hospital

Van Hazel, Dr. William
Nominated to staff, Children's Memorial Hospital

Vesly, W. C.
Appointed to eligible staff, Chicago Lying-in Hospital

Wallace, Dr. J. H.
Nominated to staff, Children's Memorial Hospital

Wagner, Mario
Gift for living expenses of

War Work Projects,
Report on
Warden, Mary Helen, Foundation
Gifts for research
12,208

Warner, Dr. H. E.
Nominated to staff, Children's Memorial Hospital
261

Warren, Dr. W. O.
Nominated to staff, Children's Memorial Hospital
259

Water, Mrs. E. F.
Appointed to staff, Providence Hospital
160

Watson, Dr. C. J.
Appointments
162

Watson, David
Bonus for
142

Webb, J. O.
Authority to sign checks
75,180,211

Weber, E.C.
Authority to sign checks
150,210

Webster, Drs. J. B.
Appointed to staff, Children's Memorial Hospital
239

Weisberg, Drs. A. G.
Nominated to staff, Children's Memorial Hospital
239

Weil, Dr. W.
Nominated to staff, Children's Memorial Hospital
239

Welker, A. S.
Gift for publication of manuscript by
28

Welles, Lt. Col. B. J.
Gift in support of University
14

Wells, E. G.
Gift in support of University
28

Wells, E. G.
Death of
79

Wentz, Dr. Vida
Nominated to staff, Children's Memorial Hospital
239

Wethers, Dr. W. H.
Nominated to staff, Provident Hospital
161

White, H. G.
Authority to sign checks
75,180,210

White, E. C.
Report on estate of
106,166

White, Dr. E. R.
Nominated to staff, Provident Hospital
159

Whiteson, Drs. G. G.
Salary increase of
68

Whitney, Dr. W. H.
Nominated to staff, Children's Memorial Hospital
239

Wilbur, Dr. H. H.
Nominated to staff, Provident Hospital
160

Wildy, Lois
Salary increase of
190

Williams, Elguetta
Gift in memory of
61

Williams, Drs. C. W.
Nominated to staff, Provident Hospital
160

Williams, Drs. C. W.
Nominated to staff, Children's Memorial Hospital
239

Willis, Dr. F. W.
Nominated to staff, Provident Hospital
159

Willingham, H. M.
Appointed to Administrative Council, Divinity School
143
Wills
Adams, Joseph
Cromwell, Charles
Goodman, Eunice Sawyer
Gurley, M. F.
See "Matrices and/or Requests"
Durning, D. H.
Wilson, Dr. C. L.
Nominated to staff, Provident Hospital
160
Wilson, J. A.
Appointed Chairman, Special Committee on World Affairs
Leave of absence cancelled
Salary increase of
Wilson, Louise C. Hoyt
Estate of
Winnett, Dr. W. M.
Appointed to staff, Provident Hospital
Winthrop Chemical Company, Inc.
Gift for John J. Abel Fellowship
Wood, Donald
Appointed to eligible staff, Chicago Lying-in Hospital
Woolf, Oliver
Appointment of
Woodward, Frederick
Appointed to Board of Managers, Country Home
Work Week
Increase in hours of
Workshop on Human Development and Nutrition
Gift for
Wren, Dr. Charles
Nominated to staff, Provident Hospital
161
Wright, Dr. J. H.
Appointed to staff, Home for Destitute Crippled Children
Wulff, Oliver
Appointment of
Yarbrough, Dr. J. A.
Nominated to staff, Provident Hospital
Zecharias, Robert
Gift in support of University
Zeisler, Dr. Martin
Nominated to staff, Children's Memorial Hospital
Zeltner, Dr. Edna
Nominated to staff, Children's Memorial Hospital
Zimmerman, Herbert
Appointed to Committees on
Business Affairs
Development
Metalurgical Project
Zoller Dental Clinic
Gift for
Zonta Club of Chicago
Gift for scholarship aid
Zoology, Department of
Gifts for research of
Zwicker, Dr. G. H.
Appointed to eligible staff, Chicago Lying-in Hospital
<table>
<thead>
<tr>
<th>Name</th>
<th>Page Numbers</th>
</tr>
</thead>
<tbody>
<tr>
<td>Bentley, G. E.</td>
<td>192</td>
</tr>
<tr>
<td>Benton, Mrs. Helen</td>
<td>159</td>
</tr>
<tr>
<td>Benton, William</td>
<td>159</td>
</tr>
<tr>
<td>Berry, Dr. Joseph</td>
<td>159</td>
</tr>
<tr>
<td>Berry, Dr. Leonidas</td>
<td>159</td>
</tr>
<tr>
<td>Beutler, Max</td>
<td>159</td>
</tr>
<tr>
<td>Blayney, Dr. James</td>
<td>159</td>
</tr>
<tr>
<td>Black, Mr. Dale</td>
<td>159</td>
</tr>
<tr>
<td>Blair, W. McComack</td>
<td>159</td>
</tr>
<tr>
<td>Bower, W. C.</td>
<td>159</td>
</tr>
<tr>
<td>Bower, W. S.</td>
<td>159</td>
</tr>
<tr>
<td>Boyce, Dr. Harry</td>
<td>159</td>
</tr>
<tr>
<td>Boynton, Frederick</td>
<td>159</td>
</tr>
<tr>
<td>Brandy, Joseph</td>
<td>159</td>
</tr>
<tr>
<td>Braun, Dr. Leonard</td>
<td>159</td>
</tr>
<tr>
<td>Breakfield, Fritz</td>
<td>159</td>
</tr>
<tr>
<td>Brennanbridge, Sophonisba</td>
<td>159</td>
</tr>
<tr>
<td>Bresnahan, Dr. Joseph</td>
<td>159</td>
</tr>
<tr>
<td>Breslow, Dr. Manuel</td>
<td>159</td>
</tr>
<tr>
<td>Brooks, Dr. Roosevelt</td>
<td>159</td>
</tr>
<tr>
<td>Brown, Edward</td>
<td>159</td>
</tr>
<tr>
<td>Brown, Mrs. Herman</td>
<td>159</td>
</tr>
<tr>
<td>Brown, J.</td>
<td>159</td>
</tr>
<tr>
<td>Brown, William</td>
<td>159</td>
</tr>
<tr>
<td>Byam, Mrs. Aldis</td>
<td>159</td>
</tr>
<tr>
<td>Bryce, Dr. Albert</td>
<td>159</td>
</tr>
<tr>
<td>Brumbaugh, A. J.</td>
<td>159</td>
</tr>
<tr>
<td>Brummitt, Dr. William</td>
<td>159</td>
</tr>
<tr>
<td>Brunnenberg, Dr. Alex</td>
<td>159</td>
</tr>
<tr>
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<td>159</td>
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<td>Buchanan, Dr. Douglas</td>
<td>159</td>
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<td>Budd, Ralph</td>
<td>159</td>
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<tr>
<td>Buckenham, Dr. Lewis</td>
<td>159</td>
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<td>Burr, Dr. John</td>
<td>159</td>
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<td>Butcher, R.</td>
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<td>159</td>
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<td>159</td>
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<td>159</td>
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<td>Name</td>
<td>Page</td>
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<td>Carni, Dr. Hugh</td>
<td>186</td>
</tr>
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<td>Carnap, Rudolf</td>
<td>196</td>
</tr>
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<td>102</td>
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<td>27</td>
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<td>14</td>
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<td>182</td>
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<td>105</td>
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<td>18</td>
</tr>
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<td>185</td>
</tr>
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<td>192</td>
</tr>
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<td>224</td>
</tr>
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<td>Chave, Ernest</td>
<td>67, 191</td>
</tr>
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<td>280</td>
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<td>164</td>
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<td>193</td>
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<td>194</td>
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<td>194</td>
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<td>194</td>
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<td>194</td>
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<td>194</td>
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<td>194</td>
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<td>194</td>
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<td>Conner, Frank</td>
<td>194</td>
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<td>194</td>
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<td>194</td>
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<td>194</td>
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<td>194</td>
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<td>194</td>
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<td>194</td>
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<td>194</td>
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<td>Dain, Dr. S. M.</td>
<td>194</td>
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<td>194</td>
</tr>
<tr>
<td>Daily, Dr. Ulysses</td>
<td>194</td>
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<tr>
<td>Daily, Frances</td>
<td>194</td>
</tr>
<tr>
<td>Daines, Harvey</td>
<td>238</td>
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<tr>
<td>Dalton, Brig. Gen. Joe</td>
<td>238</td>
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<tr>
<td>Davis, Dr. A. W.</td>
<td>238</td>
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<tr>
<td>Davis, Mrs. Abel</td>
<td>238</td>
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<td>Davis, Alliecon</td>
<td>238</td>
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<td>Davis, Chester</td>
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<td>Davis, Margaret</td>
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<td>238</td>
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<td>Dewees, Dr. Julian</td>
<td>238</td>
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<td>DeCoste, Dr. Edward</td>
<td>238</td>
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<tr>
<td>Deering, Mrs. V. W.</td>
<td>238</td>
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<td>Devere, Desire</td>
<td>238</td>
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<tr>
<td>Name</td>
<td>Page</td>
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<td>DeGolyer, Mrs. Lawrence</td>
<td>230</td>
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<td>13</td>
</tr>
<tr>
<td>Dulin, Dr. Sol</td>
<td>123</td>
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<tr>
<td>Damgater, A. J.</td>
<td>162</td>
</tr>
<tr>
<td>Derrick, Lucile</td>
<td>14,131</td>
</tr>
<tr>
<td>Dewey, Charles</td>
<td>97</td>
</tr>
<tr>
<td>Dick, Dr. George</td>
<td>161,188,207</td>
</tr>
<tr>
<td>Dickerson, Dr. Spencer</td>
<td>159</td>
</tr>
<tr>
<td>Blekemeyer, Dr. William</td>
<td>14,162</td>
</tr>
<tr>
<td>Diggins, Dr. A. E.</td>
<td>240</td>
</tr>
<tr>
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<td>166</td>
</tr>
<tr>
<td>Dill, Dr. Loren</td>
<td>154</td>
</tr>
<tr>
<td>Dillard, Dr. Maury</td>
<td>159</td>
</tr>
<tr>
<td>Dixon, Elizabeth</td>
<td>103,167</td>
</tr>
<tr>
<td>Dobsch, Dr. Catherine</td>
<td>123</td>
</tr>
<tr>
<td>Docter, Dr. Jack</td>
<td>241</td>
</tr>
<tr>
<td>Doering, Otis</td>
<td>134</td>
</tr>
<tr>
<td>Dole, Mrs. Mary</td>
<td>107</td>
</tr>
<tr>
<td>Dooley, Dr. Warren</td>
<td>168</td>
</tr>
<tr>
<td>Douglas, R. V.</td>
<td>14</td>
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<tr>
<td>Douglas, Mrs. H. V.</td>
<td>14</td>
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<tr>
<td>Draggstedt, Dr. Lester</td>
<td>61,162,188,193</td>
</tr>
<tr>
<td>Drake, Harry</td>
<td>35</td>
</tr>
<tr>
<td>Driscoll, Lucy</td>
<td>159</td>
</tr>
<tr>
<td>Dodda, E. A.</td>
<td>192,230</td>
</tr>
<tr>
<td>Dudley, Dr. C. V.</td>
<td>159</td>
</tr>
<tr>
<td>Dusky, Mary</td>
<td>190</td>
</tr>
<tr>
<td>DuShane, Dr. J. W.</td>
<td>224</td>
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<tr>
<td>Edelstein, Dr. Rudolph</td>
<td>124</td>
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<td>104</td>
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<tr>
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<td>124</td>
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<td>192</td>
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<td>235</td>
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<tr>
<td>Elliott, Frank</td>
<td>195</td>
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<tr>
<td>Elomac, Ann</td>
<td>186</td>
</tr>
<tr>
<td>Emerson, Ruth</td>
<td>190</td>
</tr>
<tr>
<td>Engel, Dr. Rose</td>
<td>36,189</td>
</tr>
<tr>
<td>Ennis, Dr. Othello</td>
<td>189</td>
</tr>
<tr>
<td>Epstein, Max</td>
<td>116,117,118,138</td>
</tr>
<tr>
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<td>66</td>
</tr>
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<td>66,91</td>
</tr>
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<td>Feifer, Dr. K. E.</td>
<td>240</td>
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<tr>
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<td>168</td>
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<td>187</td>
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<tr>
<td>Paulson, Dr. H. L.</td>
<td>280</td>
</tr>
<tr>
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<td>102,122,123,124</td>
</tr>
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<td>Feige, Dr. Samuel</td>
<td>169,196</td>
</tr>
<tr>
<td>Feisenstein, Eli</td>
<td>196</td>
</tr>
<tr>
<td>Felgus, Edna</td>
<td>125,182</td>
</tr>
<tr>
<td>Festriez, Calvin</td>
<td>44</td>
</tr>
<tr>
<td>Festriez, Mrs. Calvin</td>
<td>14</td>
</tr>
<tr>
<td>Ference, Michael</td>
<td>132</td>
</tr>
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<td>Field, Marshall</td>
<td>116,117,118,236</td>
</tr>
<tr>
<td>Filbey, E. T.</td>
<td>224</td>
</tr>
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<td>Flanders, Dr. and Mrs. Maria</td>
<td>67</td>
</tr>
<tr>
<td>Fisher, Walter</td>
<td>97</td>
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<td>Name</td>
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<td>160</td>
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<td>236</td>
</tr>
<tr>
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<td>169</td>
</tr>
<tr>
<td>Foster, Laurence</td>
<td>163</td>
</tr>
<tr>
<td>Frenzeckbach, Dr. Leo, Jr.</td>
<td>134</td>
</tr>
<tr>
<td>Frantz, Dr. K. E.</td>
<td>156, 240</td>
</tr>
<tr>
<td>Fyanser, Odeta</td>
<td>125, 27, 61</td>
</tr>
<tr>
<td>Freeman, Dr. Smith</td>
<td>236</td>
</tr>
<tr>
<td>Friedman, Arthur</td>
<td>62, 132</td>
</tr>
<tr>
<td>Friedman, Hortense</td>
<td>117, 119</td>
</tr>
<tr>
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<td>236</td>
</tr>
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<td>145</td>
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<td>19</td>
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<td>38</td>
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<td>Garrett, W. A.</td>
<td>68</td>
</tr>
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<td>Gell, J. A.</td>
<td>126, 237</td>
</tr>
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<td>194</td>
</tr>
<tr>
<td>Gibbs, Dr. William</td>
<td>159</td>
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<td>Gibbons, Dr. Stanley</td>
<td>203</td>
</tr>
<tr>
<td>Gills, Dr. Chumney</td>
<td>167</td>
</tr>
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<td>Gils, Dr. Escott</td>
<td>168</td>
</tr>
<tr>
<td>Gils, Dr. William</td>
<td>161</td>
</tr>
<tr>
<td>Gilkey, Charles</td>
<td>97, 132, 191</td>
</tr>
<tr>
<td>Glenna, Dr. Robert</td>
<td>138</td>
</tr>
<tr>
<td>Goldner, Dr. Martin</td>
<td>181, 194</td>
</tr>
<tr>
<td>Good, Dr. Palmer</td>
<td>240</td>
</tr>
<tr>
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<td>183</td>
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<td>Goodman, Erma</td>
<td>201</td>
</tr>
<tr>
<td>Goodman, Howard</td>
<td>135, 136</td>
</tr>
<tr>
<td>Goodspeed, Charles</td>
<td>116, 117, 118, 138</td>
</tr>
<tr>
<td>Goodspeed, Edgar</td>
<td>196</td>
</tr>
<tr>
<td>Gordon, Dr. A. M., Jr.</td>
<td>160</td>
</tr>
<tr>
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<td>135</td>
</tr>
<tr>
<td>Gorecki, Dr. Helen</td>
<td>187, 238</td>
</tr>
<tr>
<td>Gottlieb, Ephraim</td>
<td>187</td>
</tr>
<tr>
<td>Gottschalka, Louis</td>
<td>192, 193</td>
</tr>
<tr>
<td>Grubbs, Dr. John</td>
<td>240</td>
</tr>
<tr>
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<td>19</td>
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<td>189</td>
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<td>116</td>
</tr>
<tr>
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<td>160</td>
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<td>160</td>
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<td>67</td>
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<td>134</td>
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<td>13</td>
</tr>
<tr>
<td>Green, Dr. Nathaniel</td>
<td>160</td>
</tr>
<tr>
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<td>92</td>
</tr>
<tr>
<td>Greenhill, Dr. J. P.</td>
<td>123</td>
</tr>
<tr>
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<td>240</td>
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<tr>
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<td>239</td>
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<td>240</td>
</tr>
<tr>
<td>Guilews, Hureld</td>
<td>126</td>
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<tr>
<td>Gunley, William</td>
<td>155</td>
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<tr>
<td>Name</td>
<td>Page</td>
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<tr>
<td>Hellinger, Dr. P. H.</td>
<td>259</td>
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<td>Holland, Morris</td>
<td>14</td>
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<tr>
<td>Holman, Charles</td>
<td>123</td>
</tr>
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<td>Helsinger, E. J.</td>
<td>194</td>
</tr>
<tr>
<td>Hopkins, Albert</td>
<td>69</td>
</tr>
<tr>
<td>Hopkins, Mrs. Albert</td>
<td>208</td>
</tr>
<tr>
<td>Hornor, Dr. D. A.</td>
<td>183</td>
</tr>
<tr>
<td>Horst, Dr. Elfriede</td>
<td>239</td>
</tr>
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<td>Norton, George</td>
<td>26</td>
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<tr>
<td>Norton, Horace</td>
<td>12</td>
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<td>Ogden, Dr. A. L.</td>
<td>258</td>
</tr>
<tr>
<td>Hubachek, F. N.</td>
<td>14</td>
</tr>
<tr>
<td>Huggins, Dr. Charles</td>
<td>16,119,160,168</td>
</tr>
<tr>
<td>Hughes, Everett</td>
<td>166</td>
</tr>
<tr>
<td>Hutchinson, Robert</td>
<td>1,7,3,8,22,38</td>
</tr>
<tr>
<td>Hutchinson, W. T.</td>
<td>165</td>
</tr>
<tr>
<td>Ruth, C. F.</td>
<td>191,192</td>
</tr>
<tr>
<td>Hyatt, J. Philip</td>
<td>155</td>
</tr>
<tr>
<td>Ingalls, Mrs. Frederick</td>
<td>67</td>
</tr>
<tr>
<td>Ireland, Dr. Jay</td>
<td>240</td>
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<tr>
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<td>241</td>
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<tr>
<td>Irwin, William</td>
<td>123</td>
</tr>
<tr>
<td>Jackson, Dr. Bruce</td>
<td>155</td>
</tr>
<tr>
<td>Jacoby, N. M.</td>
<td>135</td>
</tr>
<tr>
<td>Jameson, Mrs. Clarence</td>
<td>159</td>
</tr>
<tr>
<td>Janette, Mrs. Stella</td>
<td>187</td>
</tr>
<tr>
<td>Janowitz, Dr. Frieda</td>
<td>339</td>
</tr>
<tr>
<td>Jansen, Dr. Sara</td>
<td>124</td>
</tr>
<tr>
<td>Jarrett, Mrs. Ruth</td>
<td>180</td>
</tr>
<tr>
<td>Jefferson, Dr. Ronald</td>
<td>160</td>
</tr>
<tr>
<td>Jenkins, Dr. Charles</td>
<td>160</td>
</tr>
<tr>
<td>Jenkins, Dr. Hilgar</td>
<td>162,188</td>
</tr>
<tr>
<td>Joedel, C. E.</td>
<td>191,192,193,194</td>
</tr>
<tr>
<td>Johnson, Dr. Charles</td>
<td>160</td>
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<tr>
<td>Johnson, Dr. Charles</td>
<td>160</td>
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<td>Johnson, Dr. Milton</td>
<td>159</td>
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<tr>
<td>Johnson, Raymond</td>
<td>239</td>
</tr>
<tr>
<td>Johnson, Walter, Jr.</td>
<td>123,146</td>
</tr>
<tr>
<td>Johnson, Victor</td>
<td>68</td>
</tr>
<tr>
<td>Johnson, Walter</td>
<td>122,164</td>
</tr>
<tr>
<td>Johnson, Warren</td>
<td>12,162</td>
</tr>
<tr>
<td>Jones, Dr. Beatrice</td>
<td>238</td>
</tr>
<tr>
<td>Jones, Dr. Silas</td>
<td>161</td>
</tr>
<tr>
<td>Jones, Dr. William</td>
<td>159</td>
</tr>
<tr>
<td>Jordan, Wilbur</td>
<td>184</td>
</tr>
<tr>
<td>Judd, Dr. Delbert</td>
<td>190</td>
</tr>
<tr>
<td>Judd, Clay</td>
<td>97</td>
</tr>
<tr>
<td>Judd, Harry Pratt</td>
<td>123</td>
</tr>
<tr>
<td>Kaplan, Dr. Bertha</td>
<td>34</td>
</tr>
<tr>
<td>Kappes, Dr. Louise</td>
<td>259</td>
</tr>
<tr>
<td>Katz, W. G.</td>
<td>165</td>
</tr>
<tr>
<td>Kazimier, Dr. Gustav</td>
<td>228</td>
</tr>
<tr>
<td>Kartenberg, W. W. R.</td>
<td>14</td>
</tr>
<tr>
<td>Kellogg, Gordon</td>
<td>67</td>
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<td>Name</td>
<td>Page</td>
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<tr>
<td>Kennedy, Mrs. John</td>
<td>119</td>
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<td>100</td>
</tr>
<tr>
<td>Kestenberg, Meyer</td>
<td>245</td>
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<tr>
<td>Kharadchi, Morris</td>
<td>91,161</td>
</tr>
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<td>Kimball, Dr. E. H.</td>
<td>239</td>
</tr>
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<td>King, Dr. Joseph</td>
<td>180</td>
</tr>
<tr>
<td>Kinsey, Jacob</td>
<td>62</td>
</tr>
<tr>
<td>Kramer, Dr. Joseph</td>
<td>119,207</td>
</tr>
<tr>
<td>Knight, Frank</td>
<td>119,192,194</td>
</tr>
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<td>Knox, John</td>
<td>28</td>
</tr>
<tr>
<td>Knox, Margaret</td>
<td>190,139</td>
</tr>
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<td>Koff, Dr. Arthur</td>
<td>185</td>
</tr>
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<td>Kolander, Mrs. Rose</td>
<td>200</td>
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<td>190</td>
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<td>91</td>
</tr>
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<td>Kraft, Dr. Ela</td>
<td>228</td>
</tr>
<tr>
<td>Krawiec, R. J.</td>
<td>26,163,192</td>
</tr>
<tr>
<td>Krause, Dr. Arlington</td>
<td>162,188</td>
</tr>
<tr>
<td>Kremer, Dr. Charles</td>
<td>17,241</td>
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<tr>
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<td>238</td>
</tr>
<tr>
<td>Krippman, W. L.</td>
<td>142</td>
</tr>
<tr>
<td>Landsa, Louis</td>
<td>62</td>
</tr>
<tr>
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<td>162</td>
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<td>189</td>
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<tr>
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<td>192</td>
</tr>
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<td>70</td>
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<tr>
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<td>156</td>
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<td>134</td>
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<td>124</td>
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<td>124</td>
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<td>184</td>
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<td>161</td>
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<tr>
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<td>240</td>
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<td>195,209</td>
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<td>157</td>
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<td>136</td>
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<td>195</td>
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<td>196</td>
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<td>111,118,187</td>
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<td>134</td>
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<td>161</td>
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<td>241</td>
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<td>236</td>
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<td>97</td>
</tr>
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<td>26,243</td>
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<td>194</td>
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<td>Lingelmeier, Arthur</td>
<td>117,118</td>
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<td>26</td>
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<td>165,168,188</td>
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<td>236</td>
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<td>212</td>
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<td>97</td>
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<td>224</td>
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<td>238</td>
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<td>238</td>
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<td>125, 192, 193, 194, 200</td>
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<td>15, 156</td>
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<td>154</td>
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<td>134,188,194</td>
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<td>154,192,242</td>
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<td>184</td>
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<td>130,139</td>
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<td>189</td>
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<td>189</td>
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<td>164</td>
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<td>188</td>
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<td>16,188</td>
</tr>
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<td>162,192</td>
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<td>188</td>
</tr>
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<td>Harris, C. W.</td>
<td>161</td>
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<tr>
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<td>161</td>
</tr>
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<td>61,120</td>
</tr>
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<td>288</td>
</tr>
<tr>
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<td>192</td>
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<td>130</td>
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<td>189</td>
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<td>123</td>
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<td>2,117,118</td>
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<td>209</td>
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<td>228</td>
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<td>183</td>
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<tr>
<td>Nof, John</td>
<td>183,184,185,263</td>
</tr>
<tr>
<td>Nof, Mrs. John</td>
<td>183,184</td>
</tr>
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<td>118</td>
</tr>
<tr>
<td>Newberger, Dr. Charles</td>
<td>184</td>
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<td>238</td>
</tr>
<tr>
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<td>16</td>
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<td>125</td>
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<td>239</td>
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<td>138</td>
</tr>
<tr>
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<td>244</td>
</tr>
<tr>
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<td>2,4,11,19,22,49,59,66, 156,190</td>
</tr>
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<td>Obenhaus, Victor</td>
<td>156</td>
</tr>
<tr>
<td>Ogden, Ralph</td>
<td>183</td>
</tr>
<tr>
<td>Ojido, Rhone</td>
<td>61</td>
</tr>
<tr>
<td>O'Keefe, William</td>
<td>163</td>
</tr>
<tr>
<td>Overlook, J. L</td>
<td>244</td>
</tr>
<tr>
<td>Name</td>
<td>Page Numbers</td>
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<tr>
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</tr>
<tr>
<td>Palmer, Clarence</td>
<td>163</td>
</tr>
<tr>
<td>Palmer, Dr. Walter</td>
<td>14, 164</td>
</tr>
<tr>
<td>Park, Thomas</td>
<td>12, 168, 192</td>
</tr>
<tr>
<td>Parsons, Dr. Eloise</td>
<td>133</td>
</tr>
<tr>
<td>Parsons, Eliza</td>
<td>119</td>
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<td>119</td>
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<td>119</td>
</tr>
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<td>119</td>
</tr>
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<td>Peily, Dr. Michael</td>
<td>17, 241</td>
</tr>
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<td>Peetz, Dr. Charles</td>
<td>241</td>
</tr>
<tr>
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<td>120</td>
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<td>128</td>
</tr>
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<td>240</td>
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<td>127</td>
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<td>Perry, C. M.</td>
<td>127</td>
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<tr>
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<td>127</td>
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<tr>
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<td>127</td>
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<tr>
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<td>127</td>
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<td>127</td>
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<td>127</td>
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<tr>
<td>Phinester, Mrs. Dallas</td>
<td>127</td>
</tr>
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<td>127</td>
</tr>
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<td>Philipborn, Dr. Herbert</td>
<td>127</td>
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<tr>
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<td>127</td>
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<tr>
<td>Piers, Dr. Mina</td>
<td>127</td>
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<tr>
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<td>127</td>
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<td>127</td>
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<td>Porr, C. G.</td>
<td>127</td>
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<td>127</td>
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<tr>
<td>Potts, Dr. W.</td>
<td>127</td>
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<tr>
<td>Powell, E. H.</td>
<td>241</td>
</tr>
<tr>
<td>Pratt, S. W.</td>
<td>79, 200, 210</td>
</tr>
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<td>127</td>
</tr>
<tr>
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<td>127</td>
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<tr>
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<td>127</td>
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<td>127</td>
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<td>127</td>
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<td>127</td>
</tr>
<tr>
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<td>127</td>
</tr>
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<td>Raine, Dr. Taft</td>
<td>149</td>
</tr>
<tr>
<td>Randall, Clarence</td>
<td>116, 117, 118, 119</td>
</tr>
<tr>
<td>Rainey, W.</td>
<td>192</td>
</tr>
<tr>
<td>Redfield, Robert</td>
<td>241</td>
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<tr>
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<td>241</td>
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<td>Riker, Dr. Roy</td>
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<td>Name</td>
<td>Page</td>
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<tr>
<td>Taylor, Frank</td>
<td>182</td>
</tr>
<tr>
<td>Taylor, Ruth</td>
<td>183</td>
</tr>
<tr>
<td>Tefft, Sheldon</td>
<td>184</td>
</tr>
<tr>
<td>Templeton, Dr. Frederie</td>
<td>185</td>
</tr>
<tr>
<td>Tefft, Sheldon</td>
<td>186</td>
</tr>
<tr>
<td>Tefft, Sheldon</td>
<td>187</td>
</tr>
<tr>
<td>Tefft, Sheldon</td>
<td>188</td>
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<td>Templeton, Walter</td>
<td>189</td>
</tr>
<tr>
<td>Terrell, Dr. A. A.</td>
<td>190</td>
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<tr>
<td>Thaggard, W. L.</td>
<td>191</td>
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<tr>
<td>Thacker, Dr. Harold</td>
<td>192</td>
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<tr>
<td>Thomas, Dorothy</td>
<td>193</td>
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<td>194</td>
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<td>Tolbert, Dr. Henry</td>
<td>195</td>
</tr>
<tr>
<td>Tolinson, Charles</td>
<td>196</td>
</tr>
<tr>
<td>Trimm, Dr. A. S.</td>
<td>197</td>
</tr>
<tr>
<td>Trimmell, Dr. Henry</td>
<td>198</td>
</tr>
<tr>
<td>Trico, Dr. Jesse</td>
<td>199</td>
</tr>
<tr>
<td>Tucker, Dr. Beatrice</td>
<td>200</td>
</tr>
<tr>
<td>Tucker, Dr. William</td>
<td>201</td>
</tr>
<tr>
<td>Turner, Dr. Arthur</td>
<td>202</td>
</tr>
<tr>
<td>Tyler, Ralph</td>
<td>203</td>
</tr>
<tr>
<td>Urnes, Dr. Magnus</td>
<td>204</td>
</tr>
<tr>
<td>Vander Veer, Dr. Adrian</td>
<td>205</td>
</tr>
<tr>
<td>Van Hazel, Dr. Millard</td>
<td>206</td>
</tr>
<tr>
<td>Van Nee, Mrs. Lyttle</td>
<td>207</td>
</tr>
<tr>
<td>Vermeers, Dr. John</td>
<td>208</td>
</tr>
<tr>
<td>Vermeers, Dr. Cornelius</td>
<td>209</td>
</tr>
<tr>
<td>Viver, J.</td>
<td>210</td>
</tr>
<tr>
<td>Vinneour, Dr. H. L.</td>
<td>211</td>
</tr>
<tr>
<td>Voerendosky, George</td>
<td>212</td>
</tr>
<tr>
<td>von Grunebaum, Gustave</td>
<td>213</td>
</tr>
<tr>
<td>Vorisek, Dr. Eimer</td>
<td>214</td>
</tr>
<tr>
<td>Wagner, Maria</td>
<td>215</td>
</tr>
<tr>
<td>Walker, Dr. A. E.</td>
<td>216</td>
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<td>Walker, E. R.</td>
<td>217</td>
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<tr>
<td>Walton, Wilma</td>
<td>218</td>
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<tr>
<td>Wallace, Dr. J. E.</td>
<td>219</td>
</tr>
<tr>
<td>Warner, Dr. Mary</td>
<td>220</td>
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<tr>
<td>Warren, Dr. W. C.</td>
<td>221</td>
</tr>
<tr>
<td>Watmolder, L. F.</td>
<td>222</td>
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<tr>
<td>Waterman, Dr. R. J.</td>
<td>223</td>
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<tr>
<td>Watson, Dr. Cestil</td>
<td>224</td>
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<tr>
<td>Watson, David</td>
<td>225</td>
</tr>
<tr>
<td>Webb, J. O.</td>
<td>226</td>
</tr>
<tr>
<td>Webber, R. G.</td>
<td>227</td>
</tr>
<tr>
<td>Webster, Dr. James</td>
<td>228</td>
</tr>
<tr>
<td>Weigman, Dr. A. J.</td>
<td>229</td>
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<tr>
<td>Willford, Dr. E. E.</td>
<td>230</td>
</tr>
<tr>
<td>Willett, Allen</td>
<td>231</td>
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<tr>
<td>Wilkes, L. C.</td>
<td>232</td>
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<tr>
<td>Wilkes, Donald</td>
<td>233</td>
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<tr>
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<td>234</td>
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<td>Wilson, Dr. R. G.</td>
<td>235</td>
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<td>Winters, Dr. H. H.</td>
<td>236</td>
</tr>
<tr>
<td>Weithers, Dr. William</td>
<td>237</td>
</tr>
</tbody>
</table>
Whitaker, M. D. 76,130,210
White, Alexander 101
White, Eleise 100,106
White, Dr. James 119
Whiteoat, Dr. G. O. 68
Whitley, Dr. W. E. 159
Wilburn, Dr. Homer 100
Wildy, Lois 190
Williams, Elizretta 161
Williams, Dr. O. N. 159
Williams, Dr. R. E. 239
Willis, Dr. Floyd 159
Willoughby, Harold 123
Wilson, Dr. C. Leon 159
Wilson, John 136
Wilson, Louis C. Hoyt 201
Wilt, Edgar 109,109,115
Winter, Dr. Edwin II 182
Wooldner, R. C. 193
Wolfe, Deci 106,194
Wolford, Dr. Arthur 104
Woot, Donald 182
Wood, General Robert 1,5,9,11,16,47
Woodward, Frederic 296
Wren, Dr. Charles 161
Wright, Dr. F. N. 168
Wright, Helen 191,193
Wright, Quincy 192
Wolf, Oliver 15
Yarbor, Dr. James 163
Yates, Walter 93
Zacharias, Robert 16
Zeisler, Dr. Martin 236
Zelmer, Dr. Edna 244
Zimmermann, Herbert 4,5,6,10,183
Zinkler, Dr. George 184
The regular monthly meeting of the Board of Trustees was held in the Board Room on Thursday, January 14, 1943, at 2 P.M.


Prayer was offered by Mr. Scott.

The minutes of the meeting held December 10, 1942, were approved.

The Secretary of the Board presented minutes of the following meetings of standing committees, copies of the minutes having previously been sent to all members of the Board: Committee on Development, December 16, 1942, and Committee on Instruction and Research, December 10, 1942.

It was moved and seconded to accept the minutes and to approve all actions recorded therein, and, a vote having been taken, the motion was declared adopted.

In order that there might be sufficient time for consideration of the report of the Special Committee on the Proposed Publishing Project, it was made the main order of business of the meeting. There had been general discussion of the report at an informal luncheon attended by many of the Trustees prior to this meeting.

The Chairman of the Board presented the following preliminary statement reviewing the history of the Encyclopaedia Britannica project:

1. History.

The President and Mr. Benton have been working on it about a year. General Wood, Chairman of Sears Roebuck, has been both enthusiastic and cooperative in the project. Idea was to get outside capital and probably a dozen people were asked for funds. Only within the last six or seven weeks did it become apparent that the approach must be - with no outside capital.

At June Board meeting, President Hutchins reported orally on discussions with regard to a possible publishing project. Upon recommendation of the President it was voted to refer the matter to Committees on Instruction and Research and Business Affairs for study and report, if they deemed wise.

At November Board meeting, the President reported further upon the proposed publishing arrangement. It was then voted to refer the matter to the Committee on Instruction.
and Research, and Business Affairs, jointly, with power to act. There were joint meetings of the committees on Instruction and Research and the Committee on Business Affairs held November 15, 1942, November 20, 1942, December 5, 1942, to discuss the proposed publishing project.

At December Board meeting, at the request of the President, Mr. Benton made an oral statement concerning the latest developments in connection with the project. After extended discussion, it was moved and seconded and carried that the Board is interested in the project if a suitable vehicle for it can be developed, and that the Chairman of the Board be authorized to appoint a special committee to study the matter further and report to the Board. Committee appointed: Zimmerman, Chairman, Boeven, Vice-Chairman, Beaven, Bell, Harper, Russell, Stuart. Messrs. Hutchins, Benton, Stoore, Harrell, Gould, and Swift attended most of the meetings.

2. Mr. Benton's proposal.

Mr. Benton has constantly favored the University taking over the project and worked very hard to get donations to cover advances for working capital. When this idea evaporated, he favored the University making advances to cover working capital, and the idea of his putting in money came only at the intimation that the University might refuse to do so. Thus, it should be understood that Mr. Benton's proposal was for University purposes, not his own, and probably he would not have been interested except because of his interest in the University.

3. The proposal presents a difficult, although in my opinion a very interesting problem. Probably there would be 25 different opinions as to just what to do, and especially how to do it.

4. While it is important that the decision be made promptly, as there is much work to do before the option expires, yet the Board should not feel anything is being rushed through, and this meeting can be adjourned until Friday or Saturday, or even Monday.

5. To save time, suggest direct questions to the Chairman, who will answer them. Others may supplement if it seems wise.
Mr. Zimmermann, Chairman of the Special Committee appointed to study and report on the Encyclopaedia Britannica Project submitted the following report of this Committee:

The Special Committee authorized at the December 1942 meeting of the Board has considered the proposed gift by Sears Roebuck and Company of Encyclopaedia Britannica, Inc. The original offer by General Wood, as reported to the Board by Mr. Benton, has been modified from time to time, the modifications being for the most part to the advantage of the University. The final form of the offer as reported to the Committee by Mr. Benton at its last meeting on December 31, 1942, is as shown in the attached Appendix A which is submitted as a part of this report.

The Committee recommends that the gift be accepted on the terms proposed because of

a) the educational merit of Britannica

b) the possibility that the property may continue to earn substantial profits, and

c) the prestige value of Britannica.

Mr. Hutcheson has emphasized that he would favor the acquisition of this property for educational reasons even though the prospects were that the company would hereafter be operated on a "no profit - no loss" basis.

The Committee has considered two major plans:

Plan I. Operating the property with the University retaining 100 per cent ownership and management responsibility

A. As a department of the University. In this event the University must be prepared to provide working capital of from $100,000 to $250,000 and, in the event the business suffers reverses, to lose a part or all of the sums advanced in the liquidation or sale of the property.

B. As a separate corporation. In this event the University may need to provide less working capital than under Plan A.

The major advantage in Plan A over Plan B rests upon the ability of the University to retain all of the net income from operations of the company tax exempt - subject, however, to further legal opinion of, or change in, the present tax laws.

The advantages of Plan B over Plan A are:
1. The problem of whether the University can successfully administer this kind of business as a department of the University is not raised.

2. The separate corporation can borrow money.

3. Incentives for the management through bonuses, etc., could be provided without jeopardy to the University through possible tax liability and personal complications.

4. The management would not be handicapped in making quick decisions in emergencies.

5. Experienced persons outside the Board of the University could be enlisted in the enterprise.

6. The loss of tax exemption might be offset to a considerable extent by payment by the company to the University of compensation for services, such compensation to be on a sliding scale dependent on profits.

Prior to the last meeting of the Board consideration of the acceptance of the gift had been based largely on the ability of the University to obtain gifts of working capital. Because this has been found not possible, and because there has been doubt as to the prudency of investing University funds in this publishing business, Mr. Boston has presented to the Committee Plan II. The plan is as shown in the attached Appendix B which is submitted as a part of this report. This plan has the advantages 1 to 6 listed above for alternate B of Plan I and the Committee believes offers the following in addition:

1. Better management is likely to result.

2. It postpones for a year the decision as to whether the University shall invest any funds in the project, without handicapping operations in the meantime.

The Committee, by majority vote, recommends the adoption of Plan II.

Respectfully submitted,

Special Committee
Herbert P. Zimmermann, Chairman
John Newcom, Jr., Vice-Chairman
Joseph G. Newcom
Laird Bell
Paul V. Harper
Paul D. Butwell
John Stuart
Appendix A

Sears Roebuck has offered all of the common stock of Encyclopaedia Britannica, Incorporated, as a gift to The University of Chicago on the following terms:

1. The gift must be accepted before January 28 or the offer will be withdrawn.

2. Sears will withdraw the cash in the American company, and all accounts receivable and reserves set up on Sears' books against accounts receivable, prior to making the gift. All other assets come with the gift. These assets are as follows, taken from the balance sheet of November 5:

   Cash in the English company (figuring the pound at $4.00) $41,304
   Cash in the South Africa company, in London (figuring the pound at $4.00) 2,473
   Owed to the American company by the English company 376,000
   (This asset is of no value unless the company continues to operate as a corporation and can benefit by transfers of profits, if any, from England, without the payment of American corporate income taxes.)
   Capital invested in the Canadian company 25,000
   (This covers value placed on the stock of the Canadian company. Furniture and fixtures are shown at $592 and inventory, estimated on February 1, should exceed $15,000.)
   Accounts receivable in Canada 90,000
   (General Wood writes on December 30, in answer to my letter of the 29th, "I had previously planned on leaving this amount in the Canadian company until some future date to serve as working capital, but have decided to make it part of the gift." His letter states, "This provides for the Canadian and English companies and leaves only the financing of the operations of the American company to be provided for." I assume the $5,000 cash in Canada is thus also included in the gift.)
Owed to the American company by the Canadian company $90,000
(The same point applies to this asset as to the English debt. Its value, if any, depends on the American company's continued operation as a corporation, on the possibility of future Canadian earnings, and on the exchange and tax laws.)

Inventory in the United States 226,000
(The November 5 statement shows inventory of $280,000 but at current rate of sales Mr. Fuller estimates this will be reduced to $226,000 by February 1.)

Prepaid taxes 5,060
Prepaid miscellaneous expenses 258
Notes receivable from employees 3,100
(Many of these employees are no longer with the company; this item is fully reserved; the value of these notes is highly doubtful.)

Furniture and fixtures

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<td>Less depreciation</td>
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<td>15,178</td>
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Trade mark, copyrights, good will, plates, etc. 1
(The plates have been fully written off. Their value is whatever they can be made to earn. The replacement cost is estimated at $500,000.)

3. Sears of course assumes accrued liabilities.

4. Sears has agreed to finance so-called "trade receivables" (mostly bookstores and government sales.) This item now runs around $40,000. The cost of financing these receivables has not yet been definitely determined except that General Wood writes: "We will charge only our cost for this service." It is to be hoped that within a reasonably short period of time, the company could satisfactorily finance its own "trade receivables."

5. Of great importance is Sears' agreement to finance and handle all collections on installment sales. General Wood writes, "Sears will finance these accounts for a period of not over five years." Previously he had intimated he might
consider a contract "for five years or until one year after
the war is over, whichever works out to the advantage of
the University." Perhaps this alternative is still open.
General Wood has not stated that Sears will necessarily
cancel this contract at the end of five years.

The exact cost of handling these receivables has not been
finally worked out. However, General Wood has stated that
Sears will handle them "at our cost plus an interest
consideration of 3 per cent." Sears' present practice is
to advance to the Encyclopaedia Britannica 86 1/2 per cent
when an order is finally O.K.'ed, after credit investiga-
tion, and thus taken onto Sears' books for collection. In
past years, another 2 1/2 per cent has subsequently been
credited to the Britannica for payments by customers ahead
of schedule, giving an average cost for financing and
collections of around 11 per cent before any year-end
credits from "reserves."

General Wood has said that Sears will "do better by the
University than it has been doing by the Encyclopaedia.
The University's cost will average lower because of the
following three offers of contributions on the part of
Sears:

(a) "Sears has been making money on the Britannica
collections but will not try to make money on the Univer-
sity; I think perhaps we should give the credit depart-
ment 1 per cent but apart from this we'll handle
collections at cost and credit the University with the
difference." (General Wood). I have not finally deter-
mined what saving is involved here for the University.

(b) Sears has accumulated reserves against the receiv-
able of more than half a million dollars, to cover cost
of collections and to provide against bad debts. These
reserves are adjusted at the year's end to 20 per cent of
the receivables and the surplus credited to the
Britannica. General Wood says the 20 per cent reserve is
in excess of requirements. In future, the Britannica
would have to carry the risk of bad debts, if I properly
interpret General Wood's letter. He writes, "Such un-
collectible accounts as develop will be a Britannica loss
and you may desire to set up a small reserve as a protec-
tion against these losses."

(Because the possible savings in handling collections have
never been sharply defined in my conversations with
General Wood, I telephoned Mr. Fuller on the points
(a) and (b) above. It is Mr. Fuller's belief that
Sears is now handling collections approximately at cost
(point (a)). Thus there may be little saving for the
University here, if any. Mr. Fuller states that last
Board of Trustees
January 14, 1943

year the Britannica received a year-end credit from reserves of around $30,000, or 1 per cent, bringing the net collection cost for the year down to approximately 10 per cent. Mr. Fuller agrees that 10 per cent is "pretty high." Thus if even 10 per cent is figured as cost of collecting, there seem to be savings involved for the University in the remaining 10 per cent now allowed for bad debts.)

General Wood has offered to finance collections at 3 per cent interest instead of the present 5 per cent. This 2 per cent saving on interest should in itself cut collection costs from the present rate of between 10 and 11 per cent to around 9 per cent.

6. Sears Roebuck will help the University make a transition on legal services and tax advice, though these services should be assumed by the Britannica or by the University in the near future. Sears will continue to provide warehouse space where now provided; will continue trucking service just as at present; will help negotiate for offices and warehouse space during a transition period until the company is in a position to perform such services for itself; will continue for a while to permit purchases at wholesale from Sears.

* * *

As to the questions involved for the University's Board of Trustees in its decision on methods of operation—whether to incorporate the Encyclopaedia Britannica as an integral part of the University, wholly owned, or whether to operate as a corporation wholly or partially owned—and as to the amount used in securing working capital, whether wholly or partly provided by the University or by outside sources—General Wood told Mr. Hutchins over the telephone on December 30, 1942, that "the method of operation, whether corporate setup or otherwise, is up to the University; Sears is not concerned with the procedures decided upon by the Board of Trustees; the University Board of Trustees must adopt a resolution taking over the ownership of the stock as a gift to the University; then it can do whatever it likes and think it is in its best interests."

The foregoing proposal involves transfer of ownership at the end of Sears' fiscal year, January 31, 1943.
Plan for Operation submitted by Mr. Benton

A. As a separate corporation in which the University holds minority ownership; under this plan the University will make no investment beyond the assets received from Sears Roebuck and Company and will turn over to Mr. Benton two-thirds of the stock of the corporation. Mr. Benton will contribute $120,000 to the corporation for working capital. The Board of Trustees of the University will be represented on the Board of the corporation.

Under this plan Mr. Benton obviously carries full responsibility for management and for the corporate set-up, including additional financing if required. The University, as a minority stockholder must agree in advance to permit re-financing and be prepared to accept a proportionate readjustment of its equity if it is not willing to make a further investment in the corporation.

If the corporate form of operation and management is adopted the University should enter into a contract with the corporation covering advisory editorial services and the use of its imprimatur. Compensation for advisory editorial services and the use of the University imprimatur should be on a sliding scale based on unit sales or on profits.

Under this plan the University will have the option at the end of one year of recovering one-half of Mr. Benton's holding of the stock of the corporation by reimbursing Mr. Benton in the amount of $50,000, this being one-half the amount of working capital which Mr. Benton will have provided for the corporation. (If this option were exercised, Mr. Benton would then have the option of turning back to the University all of his stock in the corporation and receiving full reimbursement of the $120,000 of working capital which he will have advanced to the corporation). If the University exercised this option and Mr. Benton turned back one-half of his stock to the University, being one-third of the stock of the corporation, the property would then be operated as follows:

B. As a separate corporation in which the University would hold majority ownership, Mr. Benton and the University each having contributed $50,000 toward the working capital of the corporation. Any additional financing will be on a basis that will enable the University to retain at least 51 percent of the stock. Additional funds, if required, may be provided.
By the University and Mr. Benton on a pro rata basis of stock ownership, the maximum sum to be determined by mutual agreement, or

(2) By banking or other credits obtained in the name of the corporation, or

(3) From the sale of additional stock of the corporation, provided that the University shall at all times retain voting control. A majority of the members of the Britannica Board will presumably be Trustees of the University.

Under this plan Mr. Benton expects to be Chairman of the Board of the Britannica corporation. It will be Mr. Benton's responsibility to represent the Board in the selection of competent operating management personnel and in the determination of operating policies. Mr. Benton wishes to have it made clear to the Board of Trustees of the University that he does not expect to assume direct operating responsibility. After the first year or two, when more time will be required to secure a better understanding of the business, he does not expect to devote more than three or four weeks per year to the affairs of the Britannica corporation. This assignment should not conflict with his obligations to the University since his appointment at the University is for a period of six months each year. In the event of Mr. Benton's death the University would have the option of acquiring Mr. Benton's stock at a fair price.

At the request of Mr. Zimmermann, Mr. Russell reported the results of a study made by Frazer and Torbet, certified public accountants, showing estimated working capital requirements and also projections of operations of Encyclopaedia Britannica Inc. for the fiscal year ending January 31, 1944, based on the basis of volume of sales equal to 100 per cent, 75 per cent, and 60 per cent, respectively, of the volume of sales for the year 1942.

Extended discussion of the report ensued and all points of view were considered.

It was moved and seconded to accept the proposed gift by Sears, Roebuck & Company of all the common and preferred stock of Encyclopaedia Britannica Inc. on the terms of General Wood's offer as reported to the Board by Mr. Benton, and to instruct the Secretary of the Board to express the deep appreciation of the Board for this valuable contribution, and, a vote having been taken, the motion was declared adopted.
It was moved and seconded to adopt the recommendation of the Special Committee that the Encyclopaedia Britannica properly when acquired be operated under Plan II as described in the Committee's report and to authorize the Chairman of the Board to appoint a Special Committee of three with power to act in accepting the gift and in cooperation with the Treasurer and the Business Manager to work out the details of the proposed arrangement and to engage counsel if deemed necessary, and, a vote having been taken, the motion was declared adopted.

The Chairman of the Board subsequently appointed as the Special Committee called for in the foregoing action: Mr. Stueven, Chairman, Messrs. Russell and Stuart.

It was moved and seconded to authorize the proper officers to sign such documents as may be required in the consummation of the Encyclopaedia Britannica arrangement, and, a vote having been taken, the motion was declared adopted.

Upon the recommendation of the President of the University, in view of the lateness of the hour,

It was moved and seconded to refer the report of the President of the University on contributions and grants and his recommendations with regard to appointments, to the Committee on Instruction and Research, with power to act, and, a vote having been taken, the motion was declared adopted.

Adjourned.
COMMITTEE ON INSTRUCTION AND RESEARCH
January 22, 1943

A meeting of the Committee on Instruction and Research was held at the University Club on Friday, January 22, 1943, at 12 O'Clock Noon.

There were present: Mr. Bell, in the chair, Messrs. Band, Epstein, Harper, and Hutchins, also, Messrs. Filbey and Moulds.

The President of the University reported the receipt of the following contributions and grants and recommended that they be accepted with a suitable expression of the appreciation of the Board:

From the United Air Lines, $33,600 in support of research in a field restricted to economic and social problems pertaining to air transportation or arising directly out of the influence of the airplane on society.

From Mrs. William Anderson, $12,000 for the establishment of a scholarship fund in memory of her husband, which will be known as "The William Anderson Fund.

From E. J. Brach & Sons, $10,000 in support of research in connection with some project of benefit to their business, the exact nature of which is to be defined later.

From Mr. T. Philip Swift, $10,000 in support of the University's Hospital and Medical Schools.

From Mrs. L. T. Baker, $5,000 in support of research in tuberculosis and diseases of the chest and for publications resulting from such research under the direction of Dr. Robert G. Bloch.

From the Edible Gelatin Manufacturers' Research Society, $5,000 in support of another six months' expenses of a research project on gelatin under the direction of Dr. Alexander Brunsvig.

From Mr. Horace B. Horton, $6,000 in support of the University.

From the W. K. Kellogg Foundation an additional grant of $9,000 for loans to medical students.

From the Pittsburgh Plate Glass Company, $3,675 to continue from August 1 until December 31, 1943, support of the research project being conducted by Professors Warren C. Johnson and Weldon G. Brown.
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<th>Contribution</th>
<th>Details</th>
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<td>Rockefeller Foundation, $3,000</td>
<td>in support of researches of Professor Thomas D'Arcy of the Department of Zoology in connection with his studies on the ecology of animal populations.</td>
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<tr>
<td>Miss Mary B. Morton</td>
<td>$2,000 to be applied to the Jay Morton Scholarship Fund. (This gift is not to be given publicity without Miss Morton's permission.)</td>
</tr>
<tr>
<td>Anonymous donor</td>
<td>$2,000, half of which is to be applied to the Jay Morton Scholarship Fund and half to the Jane Morton Scholarship Fund.</td>
</tr>
<tr>
<td>Frank H. Connor</td>
<td>$2,000 in support of the University.</td>
</tr>
<tr>
<td>Mr. and Mrs. John U. Nef</td>
<td>$2,000 to be used at the direction of the President.</td>
</tr>
<tr>
<td>Rockefeller Foundation</td>
<td>$2,000 in continued support of Malaria Studies under the direction of Dr. W. H. Taliaferro.</td>
</tr>
<tr>
<td>Social Science Research Council</td>
<td>$2,000 in support of Professor John U. Nef's research in the history of war and industry in modern Europe.</td>
</tr>
<tr>
<td>Swift &amp; Company</td>
<td>$2,000 in support of a fellowship grant for 1943 for research on &quot;Diet in Relation to Health and Longevity,&quot; under the direction of Dr. A. J. Carlson of the Department of Physiology.</td>
</tr>
<tr>
<td>Swift &amp; Company</td>
<td>$1,800 in support of another year's expenses for Dr. Alexander Brunschwig's research on parenteral nutrition.</td>
</tr>
<tr>
<td>National Canners Association</td>
<td>$1,500 to support further research in 1943 by the Department of Bacteriology and Parasitology on the subject of food poisoning.</td>
</tr>
<tr>
<td>Harry L. Drake</td>
<td>$1,000 in support of the University.</td>
</tr>
<tr>
<td>George S. Green</td>
<td>$1,000 in memory of Dr. Joseph B. DeLee, to be added to the fund for the establishment of the DeLee Fellowships.</td>
</tr>
<tr>
<td>Charles E. Merrill</td>
<td>$1,000 to be used at the discretion of the President in assisting one or more deserving students.</td>
</tr>
<tr>
<td>Mary-Velen Warden Foundation</td>
<td>$1,000 in additional support of aerial research in archaeology.</td>
</tr>
</tbody>
</table>
Committee on Instruction and Research
January 22, 1943

From Mr. and Mrs. Robert S. Hammond, $600 to be added to the
Enos H. Barton Scholarship Fund.

From friends of the University, $500 to be used by Dr. Henry
T. Ritchie and Dr. Walter L. Palmer in Billings Hospital.

From Mr. F. B. Hubachek, $600 in support of the University.

From Mrs. W. E. Kautenberg, through Lambda Chapter of Pi
Lambtha Theta, $600 to be added to the Carolyn Hoefer
Memorial Fund.

From Mrs. Albert A. Newman, $600 in support of the Univer-
sity.

From Mr. Leo Spitz, $600 in support of the University.

From the Francis Beidler Charitable Trust, $400 for the
Country Home for Convalescent Children.

From Mr. Harry L. Levenstein, $400 to be divided equally
between Dr. Walter Palmer and Dr. Douglas Buchanan for use
in the Department of Medicine and Pediatrics in memory of
Dr. Bertha Kaplan.

From the Francis Beidler Charitable Trust, $200 for the
Chicago Lying-in Hospital and Dispensary.

From Mr. and Mrs. H. V. Douglas, $200 for the use of Dr.
William J. Blackman in Lying-in Hospital.

From Mr. T. A. Rehnquist, $200 in support of the Univer-
sity.

From Lieutenant Commander Donald P. Welles, $200 in support
of the University.

From Miss Lucile Derrick, $125 in support of the Student Loan
Fund of the School of Business.

From an anonymous donor, $100 to the University in memory of
Professor Henry G. Gale.

From an anonymous friend of the University, $100 in support
of the University.

From Mr. Walter S. Carr, $100 in support of the University.

From Mrs. Frank F. Hixon, $100 in support of the University.

From Mr. Morris Z. Holland, $100 in support of the University.
From Mr. Robert Zacharias, $100 in support of the University.

From Mr. Edwin B. Mayer, two shares of the common stock of Oakland Rehabilitation Corporation, dated August 10, 1940, in support of the University.

From a friend of the University, $65.71 for bulbs to be planted on the quadrangles.

From Mr. William T. Alden, $50 in support of the University.

From Alpha Chi Theta, $50 to be added to the Alpha Chi Theta Loan Fund.

From an anonymous donor, $50 in support of Billings Hospital.

From the Evans Fur Company, $50 in support of the University.

From the Metzel Fund of the Chicago Community Trust, $40.65 for The Country Home for Convalescent Children.

From Mr. Edward B. Hall, $25 in support of the University.

From Mr. George L. Pollock, $25 in support of the University.

From the Swedish Club of Chicago, $25 toward the Swedish Chair under the direction of Dr. Gustav Frerichs.

It was moved and seconded to accept the contributions and grants as tendered, and to instruct the Secretary of the Board to express to the donors the appreciation of the Board, and, a vote having been taken, the motion was declared adopted.

The President of the University presented the following recommendations:

It is recommended that Oliver R. Wulf be appointed Research Associate with the rank of Associate Professor in Physics without salary for the term January 1, 1943, to June 30, 1943.

It is recommended that Dr. Alexander Brunschwig, Professor of Surgery and Roentgenology, be appointed Secretary of the Department of Surgery and that his salary be increased from $7,500 a year to: $8,000, January 1, 1943; $8,000, January 1, 1944; $8,500, January 1, 1945; $9,000, January 1, 1946.
It is recommended that Willard J. Graham, Associate Professor in the School of Business, be appointed Adviser in Business Courses at University College and that his yearly salary be increased from $5,000 to $6,111.11 for service in four quarters, effective January 1, 1943.

It is recommended that Helena M. Gamer, Assistant Professor and Acting Chairman of the Department of Germanic Languages and Literatures, be promoted to Associate Professor and Chairman of the Department and that her salary be increased from $3,500 to $4,000 a year, effective January 1, 1943.

It is recommended that Dr. Russell H. Morgan, Instructor in Roentgenology, be promoted to Assistant Professor of Roentgenology and that his salary be increased from $2,500 to $3,000 a year effective January 1, 1943.

It is recommended that Dr. Rose Engel (Mrs. Richard Sternheimer), Instructor, be promoted to Assistant Professor of Surgery (Anesthesia) and that her salary be increased from $3,120 to $3,420 a year effective January 1, 1943.

It is recommended that the salary of Dr. Charles B. Huggins, Professor of Surgery, be increased from $9,000 to $12,000 a year effective January 1, 1943.

It is recommended that Walter Bartky, Professor of Applied Mathematics, Chairman of the Committee on Statistics, Associate Dean and Dean of Students in the Division of the Physical Sciences, be paid $1,000 for extra services rendered during the Summer Quarter, 1942.

It is recommended that Lewis C. Sorrell, Professor in the School of Business, be granted a leave of absence without salary for the term October 1, 1942, to December 31, 1943, to work as Chief of the Transportation Section of the Office of Civilian Supply of the War Production Board.

It is recommended that Keith C. Seele, Assistant Professor of Egyptology in the Oriental Institute, be granted a leave of absence without salary effective February 1, 1943, for the duration of the war, for service in the Army.

It is recommended that Richard Bruce, Assistant Professor of Latin and Dean of Students in the Humanities, be granted a leave of absence without salary for the term January 1, 1943, to September 30, 1943, for service with Naval Intelligence Division.

It is recommended that the resignation of Dr. Frederic E. Templeton, Associate Professor of Roentgenology, be accepted effective April 15, 1943. He has accepted an appointment as Chief of the X-ray Department at the Cleveland Clinic Foundation, Cleveland, Ohio. It is also recommended that the
Committee on Instruction and Research

January 22, 1943

Increase in the salary of Dr. Templeton as approved by the Board of Trustees at the November meeting be canceled in view of this resignation.

It was moved and seconded to make the appointments, the promotions, and the increases in salaries; to grant the additional compensation to Mr. Bartky for extra services; to grant the leaves of absence, and to accept the resignation of Dr. F. E. Templeton, cancelling the increases in salary which had been granted him, all as recommended, and, a vote having been taken, the motion was declared adopted.

Upon the recommendation of the President of the University,

It was moved and seconded to make the following nominations to the staff of the Children's Memorial Hospital for the year beginning January 1, 1943:

- Dr. William L. Brown, Attending Radiology
- Dr. Walter G. McKee (Roentgenologist), Assistant Attending Physician
- Charles S. Bronner, DDS
- Michael H. Pauly, DDS
- Robert F. Schroeder, DDS
- J. J. Schwartz, DDS

and, a vote having been taken, the motion was declared adopted.

Adjourned.

Secretary

Children's Memorial Hospital, Nominations to Staff of
The University of Chicago

MINUTES OF THE BOARD OF TRUSTEES

February 11, 1943

The regular monthly meeting of the Board of Trustees was held in the Board Room on Thursday, February 11, 1943, at 2 P.M.

There were present: Mr. Swift, in the chair, Messrs. Axelson, Beaven, Bell, Blair, Bond, Goodman, Hall, Harper, Hutscha, McNair, Rowen, Russell, R. L. Scott, Stuart, Selshberger, and Zimmermann, also, Messrs. Benton, Dames, Filbey, Harrell, Holmes, Steare, and Woodward.

Prayer was offered by Mr. Axelson.

The minutes of the meeting held January 14, 1943, were approved.

The Secretary of the Board presented minutes of the following meetings of standing committees, copies of the minutes having previously been sent to all members of the Board: Committee on Finance and Investment, February 1, 1943, and Committee on Instruction and Research, January 22, 1943.

It was moved and seconded to accept the minutes and to approve all actions recorded therein, and, a vote having been taken, the motion was declared adopted.

The Secretary of the Board submitted the following report:

In addition to the former membership list of the Citizens Board of Sponsors the following persons have now accepted membership on the Board:

Oliver R. Barrett
Francis L. Daily
Renslow P. Sherer
Jeffery Short

The report was received and ordered placed on file.

The Secretary of the Board submitted the following report:

I regret to report the death of the following members of the faculty:

Hans Beutler, Research Associate (with the rank of Instructor) in the Department of Physics, died on December 17, 1942. Mr. Beutler had served the University from July 1, 1937, until his death.

Charles J. Chamberlain, Professor Emeritus of Botany, one of the most eminent American botanists, died on January 5, 1943. Mr. Chamberlain received the degree of Ph.D. from The University of Chicago in 1897, was at once appointed an Assistant, and continued as a member of the faculty until his retirement in 1928. He was noted for his research in the fields of histological methods and the means of studying plant cells. Mr. Chamberlain made trips to all
parts of the world to gather living specimens of the cycads of which the University's collection is regarded as the best in the world.

Samuel N. Harper, Professor of Russian Language and Institutions, died on January 8, 1943. Mr. Harper was an outstanding American authority on Russia and had been a member of the faculty of the University continuously since 1915. Because of the intimate and accurate understanding of Russia which he had acquired through eighteen visits to that country, he was much in demand as a lecturer and was frequently consulted by the State Department. He was the author of several books on Russia which fortunately preserve the results of his intensive and unbiased studies of the historical and political development of that country.

The report was received and ordered placed on file.

Mr. Browne, Chairman of the Special Committee appointed to complete arrangements in connection with the Encyclopaedia Britannica property, submitted the following report:

Your committee, appointed at the meeting of the Board on January 14th, with power to act in accepting the proposed gift of the Encyclopaedia Britannica, Inc., from Sears, Roebuck and Company, and to work out the details in accordance with Plan II as set forth in the report of the former committee on this subject, desires to submit herewith a report of progress.

Following a formal notification to the donor of the acceptance of the proposed gift, Sears, Roebuck and Company delivered to the University on January 30, 1943, all of the outstanding preferred and common stock of Encyclopaedia Britannica, Inc., a New York corporation, together with all of the outstanding stock of the two subsidiary corporations organized in Canada and Great Britain, accompanied by a statement that, beginning February 1st, the University would have entire responsibility for the operation of the company. Your committee has engaged legal counsel, tax counsel and accounting assistance, and drafts of two agreements have been prepared and approved in substance on behalf of the parties thereto, one being that between the University and Encyclopaedia Britannica, Inc., and the other between the University and Mr. Benton. Numerous meetings and conferences have been held, and the results of your committee's deliberations may be summarized as follows:

(1) The provision in Plan II that two-thirds of the stock of the company will be turned over to Mr. Benton has been altered to provide that:

(a) The existing capitalization of 4,278 shares of 7 per cent cumulative preferred stock of $100 par value, upon which approximately 106 per cent of accrued dividends are
Board of Trustees
February 11, 1943

unpaid, will be retained by the University for a period not exceeding four years, within which period the University will convert the same into the equivalent of one-third of the common stock, to be outstanding after such conversion; all of the now existing preferences, including accrued dividends, attaching to such stock are to be eliminated, except that of priority as to assets to the extent of its per value in the event of dissolution; and to 4 per cent non-cumulative dividends prior to payment of dividends on the common, and to have the right as a class of stock to elect two of the seven directors, the common as a class to elect five directors; the preferred to have no other voting rights;

(b) The University will turn in to the Company two-thirds of its common as treasury stock, which will be purchased from the Company by Mr. Benton and members of his family for $100,000, thus providing the Company with a part of the working capital it requires;

(c) The remaining one-third of common will then also be turned in by the University to the Company as treasury stock, subject to reissue upon conversion of the preferred.

(2) The agreement between the University and Britannica will provide that the University shall furnish editorial advice and consultation from time to time as requested by the Company; that it shall permit the use of its imprimatur in the Encyclopaedia Britannica and the Atlas, subject, however, to the right of withdrawal of such use in the event -

(a) That the educational and scholarly standards of these publications, in the opinion of the Board of Trustees, shall fail to equal those now existing, and

(b) That the University and Mr. Benton together should not, at any time, own a majority of the outstanding stock of the Company.

Notwithstanding any such withdrawal of the imprimatur, however, the payments mentioned next below are to continue for a period of five years after such withdrawal.

As consideration for such editorial services and the use of the imprimatur, the Company undertakes to compensate the University at the rate of:

$1.00 for each set of the Encyclopaedia sold and delivered up to 10,000 sets in any fiscal year of Britannica,

$2.00 on the next 5,000 sets,

$3.00 on the next 5,000 sets,

$4.00 on all sets in excess of 20,000;

together with one-half of the foregoing rates on Encyclopaedia Britannica Junior; also 60¢ per volume on all

...
#4 - Board of Trustees
February 11, 1943

Atlases sold. It is contemplated that the imprimatur may be added to other publications by mutual agreement.

(3) The agreement between the University and Mr. Benton, after covering the disposition of the preferred and common stock mentioned above, will grant three options to the University for the purchase of the Benton stock: (a) to repurchase on or before July 1, 1944, one-half of the common to be presently issued to him; (b) to purchase from him at any time during his lifetime and from his legal representatives after his death all or any part of his common at the price he or they may have been offered by any bona fide purchaser; (c) for a period of two years after his death, to purchase such stock at an appraised value to be determined if necessary by arbitration. The University will likewise extend the reciprocal right to Mr. Benton and his family to purchase its own stock if it proposes at any time to accept a bona fide offer from others.

Your committee believes it appropriate at this time to draw the attention of the Board to the significance of certain aspects of this plan in relation to the financial commitment being made by Mr. Benton and his family:

(a) The common stock to be acquired by them will be subordinated to the preferred as to assets and dividends for a period of four years;

(b) The net earnings otherwise available for dividends will be materially reduced by reason of the compensation to be paid to the University for editorial services. (On the basis of estimated 12 months' operations to January 31, 1943, this would amount to about $87,000.)

(c) Except for the cost of collection and the financing of the receivables which will be continued by Sears for a period of five years, the Company must hereafter assume the costs of sundry other services such as providing for the various tax and license requirements in many States, legal services, warehousing, trucking, purchasing, local offices, etc.;

(d) Due to the withdrawal by the donor of the cash and the receivables prior to transfer and to the consequent necessity of restoring the working capital and of accumulating reserves, the possibility of dividends on the stock is now relatively remote;

(e) The right of the University under certain conditions to withdraw its imprimatur might, if exercised, have serious repercussions upon the prestige of the Encyclopedia and upon the earning power of the enterprise;
(f) The options reserved by the University will obviously make the Benton stock practically unsalable and might result in the Bentons being left with half of their investment represented by a minority interest with no control of the management.

When to the foregoing there are added the risks that are necessarily inherent in a publishing enterprise of this character, it is apparent that no outside interest could be induced to make the investment in this Company that Mr. Benton is making. Your committee therefore feels that Mr. Benton and his family, in enabling the University to acquire the Encyclopaedia Britannica in this manner, have been generous to a point that is comparable, at least, to that of the donor itself, and that this aspect of the matter should be fully recognized by the Board of Trustees.

Unless otherwise instructed by the Board, your committee proposes to proceed with the plan as outlined above, to cause the required changes to be made in the provisions of the preferred stock and to approve the proposed contracts for execution by the officers of the Board.

Respectfully submitted,

(Signed) John Nourse, Jr.
(Signed) Paul S. Russell
(Signed) John Stuart

It was moved and seconded to approve the report of the Special Committee on the Encyclopaedia Britannica as submitted, and, a vote having been taken, the motion was declared adopted.

Mr. Benton announced that the following persons had agreed to serve as Directors of Encyclopaedia Britannica Incorporated under the new arrangement: Robert M. Hutchins, John Stuart, Paul G. Hoffman, William B. Benton, E. Harrison Powell, Henry R. Luce, and Max Schuster.

Mr. Axelson, Chairman of the Special Committee on the Trustees Dinner to the Faculty, reported that the attendance at the dinner on January 12 was 430 as compared with 520 in 1943 and 571 in 1941; the total cost, $1,886.46 or $140.73 less than in 1943. He stated that the speeches at the dinner this year were especially well received.
Board of Trustees

February 11, 1943

Upon the recommendation of the Comptroller,

It was moved and seconded to adopt the following resolutions:

Be It Resolved, That the Continental Illinois National Bank and Trust Company of Chicago be and hereby is designated a depository in which the funds of this corporation may be deposited by its officers, agents and employees and that the Treasurer of this corporation be and hereby is authorized to open accounts with said bank to be known and designated, respectively, as Account Number One (General Account), Account Number Four (Wage (A) Account), Account Number Five (Voucher Account), and Account Number Eleven (Wage (B) Account), and to make such arrangements for the conduct thereof, as to him shall seem proper and to endorse and deposit with said bank orders for the payment of money which endorsements may be made in writing or by a stamp and without designation of the person so endorsing;

And Be It Further Resolved, That the said depository be and it is hereby authorized to pay out funds on deposit with it from time to time to the credit of this corporation as follows:

With respect to said Account Number One, upon checks drawn upon said depository and signed in the name of this corporation by its Treasurer, or by one of his representatives therunto duly authorized by this Board of Trustees, and countersigned by its Comptroller, or by one of his representatives therunto duly authorized by this Board of Trustees;

With respect to said Accounts Numbers Three, Four, Five and Eleven, upon checks drawn upon said depository and signed in the name of this corporation by its Business Manager or by one of his representatives therunto duly authorized by this Board of Trustees;

and said depository is authorized and directed to honor, pay and charge all checks and orders for the payment of money when so drawn and countersigned and/or signed upon said accounts, respectively, without inquiring as to the circumstances of such withdrawals or the disposition of their proceeds, whether such checks be payable to the order of or endorsed or negotiated by any officer or person.
signing or countersigning them, or any of said officers or persons in their individual capacities or not, and whether they are deposited to the individual credit of any officer or person signing or countersigning them or of any of the other officers or persons or not;

And Be It Further Resolved, That the Secretary be and hereby is authorized to certify to said depositary a copy of this and resolutions and the names and signatures of this corporation's officers or employees authorized to act in the premises, and said bank is hereby authorized to rely upon such certificate until formally advised by a like certificate of any changes therein, and is authorized to rely on any such additional certificates;

And Be It Further Resolved, That all resolutions heretofore adopted by this Board relating to the subject matter hereof, except the signature authorizations now in effect, be and the same are hereby rescinded;

Resolved, That the Continental Illinois National Bank and Trust Company of Chicago as a designated depositary of this corporation be and it is hereby requested, authorized and directed to honor checks, drafts, or other orders for the payment of money drawn in this corporation's name against accounts numbered Three, Four, Five and Eleven, including those drawn to the individual order of any person or persons whose name or names appear thereon as signer or signers thereof, when bearing or purporting to bear the facsimile signature of W. B. Harrell, Business Manager, and the Continental Illinois National Bank and Trust Company of Chicago shall be entitled to honor and to charge this corporation for all such checks, drafts or other orders, regardless of by whom or by what means the facsimile signature or signatures thereon may have been affixed thereto, if such facsimile signature or signatures resemble the facsimile specimens duly certified to or filed with the Continental Illinois National Bank and Trust Company of Chicago by the Secretary or other officer of this corporation;

And Be It Further Resolved, That all resolutions heretofore adopted by this Board relating to the subject matter hereof, except the signature authorizations now in effect, be and the same are hereby rescinded;

and, a vote having been taken, the motion was declared adopted.
The President of the University reported informally as follows:

(1) Attendance for the Winter Quarter including students registered in Meteorology shows a decline of 7 per cent as compared with the same period in the Winter Quarter, 1942.

(2) The number of men in the armed forces being instructed at the University continues to be large and to embrace many different kinds of training. (3) Progress is being made in bringing about a closer relationship between the four groups, on or near the quadrangles offering theological instruction, namely, the Divinity School, the Chicago Theological Seminary, the Disciples Divinity House, and the Headville Theological Seminary, it being expected that the negotiations will result in a unified program. (4) The Medical School and the University Clinics face an acute and serious situation caused by the difficulty in securing and retaining nurses and other help due to the shortages of persons available.

(5) The number of members of the faculty on leave for war services of various kinds is now approximately 100, not including a considerable number who are giving full-time to war activities being conducted at the University.

The President of the University reported the receipt of the following contributions and grants and recommended that they be accepted with a suitable expression of the appreciation of the Board:

From the Alfred P. Sloan Foundation, $3,833.32, one-third of the grant-in-aid of $11,500 to support the project for the joint promotion of University of Chicago Round Table transcriptions, films and recordings of the New York University Film Library, and Public Affairs Pamphlets.

From alumni of the School of Social Service Administration and friends of Miss Edith Abbott, $3,789.93 for the establishment of the Edith Abbott Scholarship Fund for scholarship aid to students in the School of Social Service Administration.

From E. R. Squibb and Sons, $3,500 in support of studies in the Zoller Dental Clinic under the direction of Dr. James R. Blomoe.

From the Rockefeller Foundation, $3,000 in support of researches on the ecology of animal populations by Professor W. C. Allee of the Department of Zoology.

From the American Council of Learned Societies, $2,842.98 to assist publication of Mr. Allen S. Weller's manuscript, "Processo di Giorgio."

From the Chicago Community Trust, William J. Cook Fund, $3,106.54 for student aid in the Winter Quarter, 1943.
From the National Live Stock and Meat Board, $2,000 in support of a study on proteins under the direction of Dr. Paul H. Channon of the Department of Pathology.

From the Rockefeller Foundation, $1,500 in support of the continuation of a study on the elasticity of demand under the direction of Dr. Jacob Marschak of the Cowles Commission.

From the University Clinics Auxiliary Committee, $1,400 for the purchase of a respirator.

From the Home Economics Alumni, $1,200 to establish a graduate fellowship in the Department of Home Economics. The amount of $400.00 (to which the University will add $500.00) will be provided for the fellowship in 1943-44.

From Miss Genevieve Hatfield, $1,000 to establish the Genevieve Hatfield Student Loan Fund.

From International Minerals and Chemical Corporation, $1,000 in support of a study on the soybean under the direction of Dr. E. J. Kraus, of the Department of Botany.

From the Estate of Charles F. Grey, $750 for student aid in the calendar year of 1943.

From the E. I. du Pont de Nemours & Company, $750 to renew the Postgraduate Fellowship in Chemistry for 1943-44.

From the Maymar Corporation, $750 in support of the University.

From the Chicago Philanthropic Club, $600 in support of the University's work in the cardiac clinics.

From Mr. George T. Horton, $500 in support of the University.


From Dr. Frank R. Lillie, $300 in support of the Department of Surgery.

From the Mothers' Aid of Lying-In Hospital, $250 for new covered tables for patients' rooms.

From Mr. Edward K. Walls, $200 in support of the University.
From the South Side Swedish Club, $150 in support of Dr. Gosta Franzén's work at the University in the teaching of Swedish.

From Mr. George R. Carr, $100 in support of the University.

From Miss Marion Talbot, $100 to be added to the Sophonisba P. Breckinridge Fellowship Fund.

From Mr. Walter B. Templeton, $100 in support of the University.

From the Major Metzel Fund of the Chicago Community Trust, $40.65 for the Chicago Lying-in Hospital Dispensary.

It was moved and seconded to accept the contributions and grants as tendered, and to instruct the Secretary of the Board to express to the donors the appreciation of the Board, and, a vote having been taken, the motion was declared adopted.

Upon the recommendation of the President of the University,

It was moved and seconded to permit Jacob Marschak to participate in the Contributory Retiring Allowance Plan on the understanding that one-half of the institutional premium will be paid by the university and one-half by the Cowles Commission, and, a vote having been taken, the motion was declared adopted.

The President of the University presented the following recommendations:

It is recommended that Dr. Abraham Wolf Mareovich be appointed Assistant Professor in Roentgenology on a four-quarter basis for the period from February 15, 1943, to June 30, 1944, with salary at the rate of $6,000 a year from February 15 to June 30, 1943, and at $6,500 a year from July 1, 1943, to June 30, 1944.

It is recommended that David Daiches be reappointed Assistant Professor of English for one year effective October 1, 1943, for an annual salary of $3,500 and that he be granted a leave of absence without salary effective October 1, 1943, for the duration of the war for special war work in England.

It is recommended that Otto F. G. Schilling, Instructor in Mathematics, be promoted to Assistant Professor and that his salary be increased from $3,500 to $4,500 a year for the period February 1, 1943, to September 30, 1944.

(* Correct amount $3,500, presented in the docket by mistake as $3,575)
It is recommended that the resignation of John Knox, Professor of New Testament and Homiletics, be accepted effective June 30, 1943. He has accepted a call to the Union Theological Seminary.

It was moved and seconded to make the appointment, the reappointment with leave of absence, the promotion with increase in salary, and to accept the resignation of John Knox, all as recommended, and, a vote having been taken, the motion was declared adopted.

The President of the University presented the following communication:

In accordance with the custom in previous years, there is submitted a midyear review of the budgetary outlook for the current fiscal year.

Whereas the original Regular Budget as adopted and subsequently adjusted by Board actions provided for underwritings of $1,232,674 ($1,177,678 from Suspense Funds and $54,996 from Reserves), it is now estimated that the required underwritings will amount to $948,810 ($861,723 from Suspense Funds, $4,348 from funds now functioning as endowment, and $82,738 from Reserves), a reduction of $283,864. This estimated reduction in underwriting is due to an estimated increase of $227,420 in income from sources other than underwritings, and an estimated reduction in expenditures of $56,044.

Since the expenditures from Restricted Expendable Funds are controlled by amounts of specific gifts and earnings and those for Auxiliary Enterprises are in the main self-financing or produce a net income for the support of the Regular Budget, comments with respect to those phases of University operation are omitted from this review.

The following is a summary of estimates by budget divisions:

<table>
<thead>
<tr>
<th>Division</th>
<th>Original Budget</th>
<th>Original Estimates</th>
<th>Present Budget</th>
<th>Present Estimates</th>
<th>Variation</th>
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<tr>
<td>General</td>
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<td>+ $16,802</td>
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<td>22,650</td>
<td>22,650</td>
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<td>160,084</td>
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<td>Nursing Education</td>
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<td>54,013</td>
<td>54,013</td>
<td>54,013</td>
<td>0</td>
</tr>
<tr>
<td>Oriental Institute</td>
<td>224,643</td>
<td>224,643</td>
<td>224,643</td>
<td>224,643</td>
<td>0</td>
</tr>
<tr>
<td>Total</td>
<td>$8,393,326</td>
<td>$8,640,056</td>
<td>$8,584,012</td>
<td>$8,544,012</td>
<td>-$66,044</td>
</tr>
<tr>
<td>Division</td>
<td>Original Budget</td>
<td>Adjusted Estimates</td>
<td>Present Estimates</td>
<td>Original Estimates</td>
<td></td>
</tr>
<tr>
<td>------------------------------</td>
<td>-----------------</td>
<td>--------------------</td>
<td>-------------------</td>
<td>-------------------</td>
<td></td>
</tr>
<tr>
<td>Estimated Income:</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>General</td>
<td>$8,031,217</td>
<td>$8,219,547</td>
<td>$8,116,106</td>
<td>$100,241</td>
<td></td>
</tr>
<tr>
<td>Med. School &amp; Clinics</td>
<td>7,870,774</td>
<td>2,106,034</td>
<td>2,978,496</td>
<td>-72,352</td>
<td></td>
</tr>
<tr>
<td>Graduate Library School</td>
<td>47,900</td>
<td>47,900</td>
<td>47,949</td>
<td>409</td>
<td></td>
</tr>
<tr>
<td>School of S.S.A.</td>
<td>178,143</td>
<td>178,143</td>
<td>172,880</td>
<td>422</td>
<td></td>
</tr>
<tr>
<td>Nursing Education</td>
<td>17,791</td>
<td>17,791</td>
<td>21,603</td>
<td>+3,611</td>
<td></td>
</tr>
<tr>
<td>Oriental Institute</td>
<td>224,846</td>
<td>224,846</td>
<td>224,846</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Total</td>
<td>$8,555,870</td>
<td>$8,850,060</td>
<td>$8,861,287</td>
<td>$213,217</td>
<td></td>
</tr>
</tbody>
</table>

| Estimated Underwritings from Reserves: |                  |                    |                   |                   |
| Med. School & Clinics         | $19,763          | $40,283            | $17,943           | -27,040           |
| Graduate Library School       | 4,750            | 4,750              | -3,124            | 7,624             |
| School of S.S.A.              | -11,259          | -11,259            | -4,081            | +6,178            |
| Nursing Education             | 16,222           | 16,222             | 15,611            | -6,611            |
| Total                         | $29,456          | $54,956            | $32,596           | -23,247           |

| Total estimated income and reserves | $8,595,326 | $8,640,056 | $8,884,012 | $286,996 |

- Includes Underwritings from Sponsor Funds and Funds Functioning as Endowment as follows:

<table>
<thead>
<tr>
<th>Division</th>
<th>Original Budget</th>
<th>Present Budget</th>
<th>Underwriting Fund</th>
<th>Special Purpose Fund</th>
</tr>
</thead>
<tbody>
<tr>
<td>General</td>
<td>$885,877</td>
<td>$883,458</td>
<td>$230,478</td>
<td>-230,478</td>
</tr>
<tr>
<td>Medical School &amp; Clinics</td>
<td>320,167</td>
<td>251,457</td>
<td>206,243</td>
<td>-42,204</td>
</tr>
<tr>
<td>Graduate Library School</td>
<td>42,500</td>
<td>42,160</td>
<td>205</td>
<td>-205</td>
</tr>
<tr>
<td>School of S.S.A.</td>
<td>692,671</td>
<td>692,671</td>
<td>723,671</td>
<td>-251,000</td>
</tr>
<tr>
<td>Total</td>
<td>$2,304,655</td>
<td>$2,304,655</td>
<td>$2,304,655</td>
<td>-251,000</td>
</tr>
</tbody>
</table>

Comments regarding the estimates of the various divisions follow:

**General Budget Division**

The General Division of the Regular Budget includes the operations of the College and Academic Divisions of the University, and the professional schools of Law, Business, and Divinity, as well as the general administrative and plant expenses for the entire University with the exception of the plant operations for the Medical School and Clinics Budget Division.
The following is a summary of estimates for this budget division:

<table>
<thead>
<tr>
<th>Original Budget</th>
<th>Adjusted Estimates</th>
<th>Variation from Original</th>
</tr>
</thead>
<tbody>
<tr>
<td>Expenditure estimates -</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Controlled by specific income</td>
<td>$366,625</td>
<td>$372,494</td>
</tr>
<tr>
<td>Expenditures not controlled by specific income</td>
<td>4,666,652</td>
<td>4,643,863</td>
</tr>
<tr>
<td>Total expenditure</td>
<td>$5,031,217</td>
<td>$5,216,347</td>
</tr>
<tr>
<td>Income estimates -</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Student fees</td>
<td>$1,784,670</td>
<td>$1,925,331</td>
</tr>
<tr>
<td>Endowment</td>
<td>1,002,930</td>
<td>1,001,690</td>
</tr>
<tr>
<td>Gifts -</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Suspense Funds (under-writing)</td>
<td>681,877</td>
<td>685,466</td>
</tr>
<tr>
<td>Other</td>
<td>$9,269</td>
<td>$9,269</td>
</tr>
<tr>
<td>Total gifts</td>
<td>(691,136)</td>
<td>(685,205)</td>
</tr>
<tr>
<td>Auxiliary enterprises (net)</td>
<td>93,056</td>
<td>93,056</td>
</tr>
<tr>
<td>Sundry</td>
<td>273,226</td>
<td>272,226</td>
</tr>
<tr>
<td>Total income estimates</td>
<td>$5,031,217</td>
<td>$5,216,347</td>
</tr>
</tbody>
</table>

- This increase is required under terms of gift or budgetary policy adopted by the administration.

It is to be noted that the estimated underwriting is now reduced by $230,478 from that thought necessary at the beginning of the year. This decrease is proportionately reflected in the amount required from the Fiftieth Anniversary General Campaign Suspense Fund and the Fiftieth Anniversary Alumni Foundation Suspense Fund.

Discussions of the current situation with respect to the expected endowment and student fee income have been presented to the Board from time to time. The increase in the estimated student fee income of $216,634 over the previous estimate is due primarily to the Meteorology and Pre-Meteorology programs. The present total student fee estimate is $31,999 more than that actually received in the fiscal year 1941-42.

The decrease in endowment income is due largely to the transfer of endowment funds to The Baptist Theological Union, located at Chicago, and the increase in gifts is also accounted for by this transfer, the income of the Union being treated as a gift to the University for the operation of the Divinity School. The decrease in sundry income is due to the estimated reduction in the net income from the special U.S. Navy contracts for feeding and housing, and instruction.
The original budget estimates of expenditures provided for estimated credits of $130,000 due to leaves of absence of staff members and transfers of salaries of staff members and other expenses to contemplated U.S. Government contracts. During the year it is expected that this credit will be fully realized. The original estimates also included an estimated credit of $50,000 from overhead charges to government contracts. This credit is now conservatively estimated at $35,000, an increase of $78,200. This item includes estimated overhead allowances under both research, feeding and housing contracts. Provision of $35,000 has been made in the estimated expenditures for costs of the Pre-Meteorological instruction program.

Bearing the above in mind, the expected overall decrease in expenditures of $100,241 consists of the following:

1) Decreases on account of expected increase in overhead allowances under United States Government contracts - $78,200
2) Increased appropriation due to new Pre-Meteorological instruction program (more than offset by increases in student fee income estimates) + 30,000
3) Increases in appropriation of budget items controlled by specific income + 5,295
4) Net decrease in all other appropriations - 8,356

Total - $100,241

Statements setting forth detailed estimates of income and expenditures appear on pages 9-19 of Tablos.

Medical School and Clinics Budget Division

This division of the budget includes the operations of the Clinical Departments of the School of Medicine, the Billings Hospital and Max Epstein Out-Patient Clinic, the Roberts Hospital and its Out-Patient Clinics, the Chicago Lying-in Hospital and Epstein Out-Patient Clinic, and The Country Home for Convalescent Children. The following tabulation summarizes the outlook for this division of the budget:
### #18 - Board of Trustees
February 11, 1943

#### Expenditure Estimates

<table>
<thead>
<tr>
<th>Expenditure estimates</th>
<th>Original Budget</th>
<th>Original as Adjusted</th>
<th>Present Estimates</th>
</tr>
</thead>
<tbody>
<tr>
<td>Expenditures controlled by specific income</td>
<td>$296,617</td>
<td>$297,067</td>
<td>$294,178</td>
</tr>
<tr>
<td>Expenditure: not controlled by specific income</td>
<td>$2,053,220</td>
<td>$2,064,550</td>
<td>$2,763,453</td>
</tr>
<tr>
<td>Total expenditure estimates</td>
<td>$2,350,837</td>
<td>$2,362,617</td>
<td>$2,958,629</td>
</tr>
</tbody>
</table>

#### Income Estimates

<table>
<thead>
<tr>
<th>Income estimates</th>
<th>Original Budget</th>
<th>Original as Adjusted</th>
<th>Present Estimates</th>
</tr>
</thead>
<tbody>
<tr>
<td>Patient Fees</td>
<td>$1,797,150</td>
<td>$1,742,150</td>
<td>$1,940,150</td>
</tr>
<tr>
<td>Endowment</td>
<td>677,111</td>
<td>677,111</td>
<td>677,111</td>
</tr>
<tr>
<td>Gifts</td>
<td>$(386,023)</td>
<td>$(386,023)</td>
<td>$(360,001)</td>
</tr>
<tr>
<td>Suspense Funds (underwriting)</td>
<td>$241,427</td>
<td>$241,427</td>
<td>$216,165</td>
</tr>
<tr>
<td>Other</td>
<td>144,846</td>
<td>144,846</td>
<td>144,846</td>
</tr>
<tr>
<td>Total gifts</td>
<td>$(386,023)</td>
<td>$(386,023)</td>
<td>$(360,001)</td>
</tr>
<tr>
<td>Reserve underwriting estimates</td>
<td>$2,570,654</td>
<td>$2,559,254</td>
<td>$2,771,052</td>
</tr>
</tbody>
</table>

#### Variations

<table>
<thead>
<tr>
<th>Variations from &quot;Adjusted&quot; Original</th>
</tr>
</thead>
<tbody>
<tr>
<td>Includes estimated underwritings from funds functioning as endowment (Schweppe endowment) as follows:</td>
</tr>
<tr>
<td>Reserve</td>
</tr>
<tr>
<td>Country Home for Conv. Children Reserve</td>
</tr>
<tr>
<td>Total reserve est.</td>
</tr>
<tr>
<td>Total income &amp; reserve estimates</td>
</tr>
</tbody>
</table>

It will be observed that the total reduction in underwritings for this division of the budget is estimated at $48,012, composed of estimated reductions of $25,272 in Suspense Funds, and $27,340 in Reserves, and an estimated increase of $4,348 in requirements from funds functioning as endowment (Schweppe endowment). This reduction is due to an estimated increase of $93,276 in income other than underwriting income and an estimated increase of $45,012 in expenditures.

From the standpoint of operation and financial support, this budget division consists of three sections: (1) the Clinical Departments of the School of Medicine and the Billings and Roberts Hospitals and their Out-Patient Clinics; (2) the Chicago Lying-in Hospital and its Out-Patient Clinics; and (3) The Country Home for Convalescent Children. The budget
Further improvement in income and reductions in expenditures will be reflected in reduced underwritings.

Tables containing estimated income and expenditures by major items appear on pages 20-23 of Tables.

Other Budget Divisions

The present review indicates the following changes in budgetary outlook for the other divisions of the Regular Budget:

a. Graduate Library School (page 24 of Tables). The present estimates show a decrease in income of $351, a decrease in expenditures of $8,235, and a decrease in underwriting of $7,884, resulting in an estimated excess of income for the year of $3,134 to be credited to the Graduate Library School Reserve.

b. School of Social Service Administration (page 26 of Tables). Estimated income has been increased $84, estimated expenditures have been increased $7,420, and the estimated excess of income over expenditures to be credited to the School of Social Service Administration Reserve has been decreased $6,979 to a net excess of income of $4,581.
c. Nursing Education (page 76 of Tables). Estimated income has been increased $3,611 with no change in estimated expenditures, and the estimated amount required from the Nursing Education Reserve has been decreased $3,611.

d. Oriental Institute (page 77 of Tables). Originally it was contemplated that this budget would require $44,356 from the Oriental Institute Reserve Fund, but estimated increases of $205 in other Income with no increase in estimated expenditures has resulted in a reduction of $205 in the amount needed as an Underwriting.

**Actions Requested**

It is recommended that:

1. An appropriation of $4,348 (or so much thereof as may be necessary) be authorized from the principal of the Schweppe Fund (not restricted to endowment by the donor) for the Country Home section of the Medical School and Clinics Budget Division.

2. An additional appropriation of $756 (or so much thereof as may be required) be made from the Reserve for the Country Home for Convalescent Children for the Country Home section of the Medical School and Clinics Budget Division.

3. The President and other appropriate administrative officers be authorized to conduct the activities of the University within the limits of the revised estimates of expenditures as indicated in this budget review, it being understood that they shall make all feasible economies of expenditures, and that such economies will be reflected in the final outcome of the budget and not used for projects not now contemplated without further reference to the Board.

It was moved and seconded to:

1. Authorize an appropriation of $4,348 (or so much thereof as may be necessary) from the principal of the Schweppe Fund for the Country Home section of the Medical School and Clinics Budget Division;

2. Appropriate $756 (or so much thereof as may be required) from the Reserve for the Country Home for Convalescent Children for the Country Home section of the Medical School and Clinics Budget Division;

3. Authorize the President and other appropriate administrative officers to conduct the activities of the University within the limits of the revised estimates of expenditures as indicated in this budget review, it being understood that they shall make all
feasible economies of expenditures, and that such economies shall be reflected in the final outcome of the budget and not be used for projects not now contemplated without further reference to the Board;

as recommended, and, a vote having been taken, the motion was declared adopted.

On behalf of the President of the University, the Business Manager presented the following communication:

Below is a statement summarizing the income and expenses of Mill Road Farm for the first six months of 1942-43 and estimates covering the balance of the current fiscal year:

<table>
<thead>
<tr>
<th>Source of Funds</th>
<th>1st 6 Mos.</th>
<th>2nd 6 Mos.</th>
<th>1942-43</th>
</tr>
</thead>
<tbody>
<tr>
<td>Underwriting from Lasker</td>
<td>$5,273</td>
<td>$5,000</td>
<td>$10,273</td>
</tr>
<tr>
<td>Suspense</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Sale of Flowers &amp; Plants</td>
<td>2,204</td>
<td></td>
<td>2,204</td>
</tr>
<tr>
<td>Miscellaneous Income</td>
<td>106</td>
<td>200</td>
<td>306</td>
</tr>
<tr>
<td>Total</td>
<td>$7,583</td>
<td>$5,125</td>
<td>$12,708</td>
</tr>
</tbody>
</table>

Estimated Expenses:

<table>
<thead>
<tr>
<th>Category</th>
<th>1st 6 Mos.</th>
<th>2nd 6 Mos.</th>
<th>1942-43</th>
</tr>
</thead>
<tbody>
<tr>
<td>Estate General</td>
<td>$4,515</td>
<td>$2,725</td>
<td>$7,240</td>
</tr>
<tr>
<td>Taxes</td>
<td>2,000</td>
<td>2,000</td>
<td>4,000</td>
</tr>
<tr>
<td>Insurance</td>
<td>400</td>
<td>125</td>
<td>525</td>
</tr>
<tr>
<td>Flower Sales Expense</td>
<td>610</td>
<td></td>
<td>610</td>
</tr>
<tr>
<td>Contingencies</td>
<td>100</td>
<td>275</td>
<td>375</td>
</tr>
<tr>
<td>Total</td>
<td>$7,183</td>
<td>$5,125</td>
<td>$12,308</td>
</tr>
</tbody>
</table>

Underwriting authorized by Board, May 14, 1942 $6,875
Expended (est.) to 12/31/42 5,273
Available Balance 1,602
Estimated underwriting required for the second six months 1942-43 $4,925
Less Available Balance 1,602
Estimated additional underwriting $3,323

It is recommended that an appropriation of not to exceed $3,400 from Lasker Suspense be authorized to cover the estimated additional underwriting required to cover expenses for the last six months of the current fiscal year.

It was moved and seconded to authorize the appropriation of not to exceed $3,400 from Lasker Suspense to cover the estimated additional underwriting required to cover expenses of Mill Road Farm for the last six months of the current fiscal year, as recommended, and, a vote having been taken, the motion was declared adopted.
On behalf of the President of the University, the Business Manager presented the following communication:

The statement of the duties and responsibilities of the Business Manager, as set forth in Section 5 of the By-Laws, implies authority to execute contracts on behalf of the University. The Business Manager is not, however, specifically authorized to execute such instruments. The Secretary of the Board of Trustees is from time to time called upon to certify that the Business Manager does have such authority and especially in connection with the execution of Government contracts. It is recommended, therefore, that the accompanying resolution be adopted.

It was moved and seconded to adopt the following resolution:

Whereas, under Article V of the By-Laws of the Board of Trustees of The University of Chicago, the office of Business Manager is created responsible to the President of the University and, subject to such regulations as this Board may from time to time adopt, said Business Manager is given charge of management of the physical plant and the administration of the business activities of the University, and is made responsible for the purchase, construction, maintenance and operation of buildings and grounds, including properties in the immediate vicinity of the University, the purchasing of supplies and equipment, the handling of student fees, student loans, student deposits and other financial relations with students, the management of commons and dormitories, the operation of the University Press, and for such other similar matters of University business as shall arise, and

Whereas, no specific authority is contained in said By-Laws enabling the Business Manager to execute and deliver instruments required in the discharge of his said duties,

Now, Therefore, Be It Resolved that the Business Manager be and he is hereby authorized to execute and deliver on behalf of this Corporation any and all contracts and other instruments deemed by him to be necessary or appropriate to the discharge of his duties as hereabove defined, including contracts with the United States Government, the State of Illinois, and the City of Chicago, their departments, agencies and instrumentalties, and

Be It Further Resolved that the Secretary of this Board be and he is hereby authorized to affix and attest the seal of this Corporation when required.