TO THE PUBLIC.

IN offering to the enlightened and liberal Citizens of Kentucky, the plan of a new Institution calculated for their immediate advantage, we entertain the hope, that an appeal to their patriotism and interest can seldom fail to be successful. While the plain statements of the views entertained by our Legislature, and by the friends of this Institution, in framing the Charter and By-laws, which we now lay before you, are easily deduced from those documents; the Plan and Estimate which we submit to your consideration, will unfold and prove how beneficial and important are the results, which we anticipate from the speedy operation of this Institution.

To convince our fellow-citizens of the numerous advantages contemplated by the establishment of this Garden, we shall successively state some of them under five different heads: 1. Advantages to Lexington; 2. To the Farmers of Kentucky; 3. To the whole Western country; 4. To Transylvania University; and 5. To the Shareholders.

1. ADVANTAGES TO THE TOWN OF LEXINGTON.

It is obvious that a Botanical Garden established in a town, becomes an additional improvement to the place. Ours will be situated in such a manner, and so far ornamented, as to become a great em-
belligishment to Lexington. A convenient lot is to be chosen within the town limits. A small but elegant building erected on it, with a portico, green-house, aviaries, bowers, museum, library, and many other suitable ornaments. The distribution of the Garden will be such as to unite utility and pleasure, by offering in a small enclosure all the varieties of horticultural improvements. Such a garden will afford a pleasant resort and delightful walk to the Citizens and the Ladies, where health, instruction and pleasure will be met at every step. Strangers may admire it and commend it. Visits to this garden may create or extend a taste for the beautiful or useful products of Vegetation, and whatever may be cultivated will of course be attainable in the first instance by the citizens of Lexington.

2. ADVANTAGES TO THE FARMERS OF KENTUCKY.

That extensive and most useful class, will derive positive and numerous benefits from this institution. They will find in it gradually all the productions of the Earth, which have not yet been introduced into Kentucky, although suitable to our climate and soil, and which by being scattered throughout the country may soon offer new sources of agricultural wealth; also other productions of which the success has been problematical, but which require only proper care to be rendered permanently useful. It will be sufficient to mention, for instance, all the best kinds of Fruit Trees and Grape Vines, Mountain Rice, Madder, Senna, Opium, Ginseng, Rhus, harb, Castor-Oil, new kinds of Grain and Pulse, 

&c. Experiments will be made to ascertain the best mode of cultivating them and rendering them beneficial staples; while instruction will be given on this subject or any other, calculated to improve the agriculture of Kentucky and the Western States.

3. ADVANTAGES TO THE WHOLE WESTERN COUNTRY.

The productions of this Garden will be easily procured by all the farmers of the Western States, and thereby scattered from Ohio to Louisiana; wherefore the citizens of all those states will participate in the useful results that are to be derived from it; besides, an example will be set, that may successfully be followed at some future period by the enterprising citizens of some other States.

4. ADVANTAGES TO TRANSLYVANIA UNIVERSITY.

It will be seen by the By-laws that this Institution is eventually to become a permanent branch of our University; meantime it is to co-operate with it for the instruction of our youth, & principally of medical Students and young farmers. The Students will find in this garden, the Medical plants of North-America and Europe, and acquire thereby an accurate knowledge of them; while the sons of our farmers will witness experiments and successful cultivation, receive instruction on the practical and scientific principles of husbandry and gardening, imbuing thus a taste for an improved cultivation of our bountiful soil.

5. ADVANTAGES TO THE SHAREHOLDERS.

These will be better understood by looking at the annexed Estimate of Income and Expenses of the Garden, whereby it is evident that the Shares in this Company may soon become valuable Stock, producing a dividend of between ten and fifteen per cent. per annum. The annual appropriations for every kind of expenses, may be so graduated as to secure at all times, the above dividend. The single article of Opium, might if needful, be made to cover all the annual expenses of the garden.

These advantages are offered to whomsoever will foster and patronize this infant institution, by taking shares in the stock. It is contemplated to carry it into operation as soon as fifty shares are taken; but if no more are subscribed for, the company will be compelled to proceed on a small scale,
BY-LAWS.
OF THE TRANSYLVANIA
Botanic-Garden Company.

ARTICLE 1.—CAPITAL STOCK. The Capital Stock of the company shall be limited in the first instance to $25,000, or 500 Shares at $50 each; but may be increased afterwards to double that amount, or 1000 Shares.

The Shares and Dividends are always to be paid in Specie or its equivalent.

Art. 2.—SUBSCRIPTIONS. A Book for Subscriptions shall be opened by the Directors in March 1824, which shall remain open until 500 Shares are subscribed, or till March 1825. The Directors shall employ Agents to collect subscriptions, and are allowed to dispose of Shares in payment of whatever they may require for the garden.

Art. 3.—INSTALMENTS. The Shares shall be paid in four years and eight instalments.

The first instalment shall be of $10, to be paid whenever required by the Directors: the second also of $10, shall be due in September 1824; while the other six instalments shall be of $5 each, and due in the months of April and September 1825, 1826 and 1827.

Instalments will be received occasionally, in such land, materials and services as may be wanted and accepted by the Directors.

Subscribers in arrear longer than one month, shall be fined, and if longer than one year, they shall forfeit their shares.

Art. 4.—DIVIDENDS. The Dividends shall be declared semi-annually by the Directors, as soon as the garden is in operation, and paid on the a-
mount of stock already or previously taken, and instalments actually received. No Dividends shall exceed 15 per cent. per annum; any profit beyond it shall go to the Endowment Fund.

Art. 5.—ENDOWMENT. Twenty Shares shall be subscribed for, by the Directors, on which no instalments shall be paid; but the dividends of which shall be accumulated at compound interest, together with any forfeited shares, any profits above 15 per cent. per annum, and any specific donations of a permanent nature, in order to form a perpetual endowment for this institution; but the company shall have the use of the donations, and may borrow the money of this fund at usual interest.

Art. 6.—CERTIFICATES. Every Shareholder shall receive a printed Certificate of the number of his Shares, signed by the President and Secretary, for which he shall pay half a dollar in specie to the Secretary.

The Shares are transferable in the office of the Directors only; whenever any Share is transferred a new Certificate must be taken.

Every Certificate shall be registered by the Secretary.

Art. 7.—VOTES. Every shareholder shall have one vote at the meetings and elections, for each share that he holds; provided however, that he shall in no instance have more than 20 votes, nor hold more than 100 shares. Absent shareholders and corporations may vote by proxy.

No shareholder (except at the first meeting) shall be entitled to a vote or dividend if he is in arrears, or has no certificate.

Art. 8.—GENERAL MEETINGS. The first general meeting of the Subscribers shall be called by the first board of Directors in the month of May 1821. The other annual meetings of Shareholders shall take place on every first Monday of May, when the election of Officers shall be held.

Other general meetings may be called during the year by the board of Directors, of which one month's previous notice must be given.

Any number of Shareholders who will attend, shall form a quorum.

Art. 9.—CORPORATION. Every Shareholder shall become a member of this Corporation; but on selling or transferring his share, he shall cease to be a member thereof, as well as any actual member of this Corporation, who shall not be a subscriber at the first general meeting of May 1824.

Art. 10.—FIRST DIRECTORS. The first board of Directors shall consist of a President and six Directors, elected by the Corporation, who shall continue in office until the election of the general meeting in May 1824. It shall be their special duty to collect subscriptions, organize the company, and to perform every needful act, prescribed or not forbidden by the act of incorporation, in order to establish this institution, and locate the garden. Four members of this board will form a quorum, one of them shall act as Secretary and another as Treasurer. They shall meet at such times and places, as they may deem proper.

Art. 11.—BOARD OF DIRECTORS. The board of Directors to be elected annually in May, shall consist of a President, six Directors and a Treasurer, who must be shareholders.

The superintendent of the garden shall also be a member of this board and must own at least five shares of the stock.

Every individual who subscribes twenty shares in the stock, shall be considered as a patron of this institution and become a permanent member of this board, as long as he holds 20 shares.

The Legislature of Kentucky, the Trustees of Transylvania University and the Trustees of the town of Lexington, if they each subscribe twenty
shares or more in the stock, shall have the privilege of appointing annually a Director each, as long as they hold at least 20 shares.

Art. 12.—DUTIES OF THE DIRECTORS.

The board of Directors shall meet monthly (or as often as two members of the board shall call a meeting.) at a convenient place, until the buildings of the garden are ready for their reception.

They shall locate and cultivate the garden; erect therein the needful buildings; buy, collect, exchange and sell the botanical, agricultural and medical productions of the garden; select and use a common seal; appoint committees, agents and gardeners; manage the funds of the institution; declare dividends; impose fines; order the printing; frame regulations, and perform every other needful act, consistent with the charter in order to establish, conduct, improve and render useful this institution.

They shall also fill up all vacancies in the board, and make an annual report to the Shareholders, as required by the charter.

Art. 13.—GARDEN. The Botanic Garden shall be situated in one or more lots, one of which is to be as near as possible to the paved part of the town of Lexington. The whole ground to be cultivated and improved, shall not exceed 25 acres at first, but may be increased afterwards to 50 acres, and shall be divided into Ornamental Garden, Or- chard, Shrubbery, Groves, Nursery, Medical Gar- den, Agricultural Garden, Meadow and Park.

Art. 14.—BUILDINGS, &c. The buildings and ornaments of this garden shall consist in the needful Houses, Halls, Galleries, Stores, Cabins, Walls, Fences, Gates, Pavements, Cisterns, Wells, Fish-ponds, Aviaries and Embellishments: which shall be erected as soon as possible or gradually, upon the best plans, as the funds will allow, and be kept in repair and good order.

Art. 15.—CULTIVATION. The Garden shall be planted, cultivated and improved with Groves, Trees, Shrubs, Plants and Flowers, to be procured by collection, exchange or purchase, and principally with fruit-trees, useful, ornamental or medical plants, economical vegetables, pulse, grain, grapes and dyes.

It is particularly prescribed to introduce new and useful cultivations, suitable to our soil and climate; as for instance, those of Vines, Oil-plants, Opium, Saffron, Rhubarb, Ipecacuanha, Ginseng, Senna, Ricinus, Indigo, Madder, Cotton, Mountain Rice and Lake Rice, Silk-plants, Indian Flax, Althea, Camomile, &c.; always selecting those likely to become most beneficial and profitable. Also, to introduce and raise the best and most useful breeds of cattle, fowls, and other animals employed in domestic econ- omy.

Art. 16.—SALES. The trees, plants, roots, seeds, oils, wines, drugs, cattle and animals, raised in the garden, shall be sold at appointed times, particularly at two great sales in the spring and fall; and they are to be spread all over Kentucky and the Western states by means of Agents. The share- holders are always to have the preference and choice in the purchases at equal rates.

Art. 17.—SUPERINTENDANT. A Superinten- dant of this institution shall be appointed by the first board of directors, who shall act as manager of the garden, secretary and clerk of the board of directors, architect of the buildings and improve- ments, keeper of the museum, librarian, professor of the Institution, agent for collecting subscriptions and collector of objects for the garden. These various employments, may, when practicable, become separated by resignation of one or more of them.—This Superintendant shall continue in office as long as he holds 5 shares in the stock, or until he is re- moved by three-fourths of the Directors.
When another Superintendent shall be elected, he shall be appointed by the board of directors in office.

The Superintendent shall perform every duty delegated to him by the board of directors, provide every thing needful for the garden, have control over the gardeners and labourers, direct the labours, watch over the garden, museum and library, receive visitors, travel to collect for the garden, sell products of the garden, keep the correspondence and records of the company, and do every thing else competent to his office.

Art. 18.—COMPENSATION. The Superintendent shall be the only officer of the institution who shall receive a compensation, which shall be settled or fixed annually by the board of Directors, according to the funds, and prospects of the institution, but must not exceed $1000 at any time. And that he may have a further inducement to the prosperity of this institution, he shall be allowed a commission of 5 per cent. on all proceeds of the sales paid by him into the Treasury of the company.

When travelling as collector of this institution, he shall be allowed a sum not exceeding two dollars per day, for his personal expenses.

If required to reside in the garden, a suitable dwelling shall be provided for him.

He shall settle monthly with the Treasurer for every sum that may come into his hands, belonging to the company.

Art. 19.—TREASURER. The Treasurer shall give bonds to perform faithfully his duty, which shall consist in receiving, keeping and paying all the monies belonging to the company, such as instalments, dividends, proceeds of sales, fines, orders of the directors, salaries of gardeners and labourers, tickets, and all other sums due to this company or to be paid by the same, of which he shall keep an exact account.

Art. 20.—VISITERS. All the officers or members of the board of Directors, shall have access to the garden without paying.

Annual visitors to the garden and the Students of Transylvania University, shall pay from §1 to §5 annually, to have access to it on any day, and receive a general ticket of admittance.

Daily visitors shall pay 25 cents each time. The hours of admittance and other regulations will be settled by the Directors.

Art. 21.—MUSEUM. There shall be a Museum established in the garden, where shall be kept dry specimens of all the productions cultivated in the garden, medical roots and drugs, fruits and seeds, samples of earths, soils and minerals, agricultural and horticultural implements and products, animals hurtful or useful to vegetation and domestic economy, besides every other production of nature connected with Agricultural, Medical and Botanical knowledge.

This Museum shall be annually increased by specific appropriations or donations and the proceeds of visits, the same price being charged to the visitors of the Museum as to the visitors of the garden.

Art. 22.—LIBRARY. A Library shall be annexed to the Museum, consisting principally of Books on Agriculture, Gardening, Domestic Economy, Veterinary, Botany, Mineralogy and Natural Sciences connected with the cultivation and improvement of the soil. It shall be increased annually by appropriations, donations and hire of the Books.

Art. 23.—LECTURES. Lectures and practical Demonstrations shall be given in the Botanical Garden, on Botany, Agriculture, Horticulture, Domestic Economy and any other science connected with the cultivation of the soil and improvement of the farmers. They shall be given by the Professor.
of the Institution or by any other Lecturer appointed by the directors, or obtaining their permission, upon payment of at least §1 for every individual admitted in the Garden to hear a course of Lectures.

Art. 24.—STIPULATIONS. Previous to the dissolution of this company, or one year before the expiration of the charter, all the property belonging to it, in land, buildings, trees, cattle, library, museum, or any thing else, shall be offered for sale at a fair valuation to the Trustees of Transylvania University; but if refused by them, shall be sold entire or separate at auction or otherwise; the proceeds shall be equally divided among the Shareholders.

But the donations shall never be alienated, and the endowment fund shall be employed in purchasing such parts of this Institution as it may buy, or endow them permanently. And such donations with such purchases and endowments shall become a peculiar branch of Transylvania University, dedicated to the study of Agriculture, Botany and Domestic Economy in said University, under the management of the Trustees of that Institution.

Adopted unanimously, at a meeting of the Corporation held on the 21st February, 1824.

CHARLES CALDWELL, Chairman.

JAMES W. PALMER, Secretary.

ESTIMATE OF THE INCOME AND EXPENSES,
OF THE TRANSYLVANIA BOTANIC-GARDEN COMPANY,
on the supposition of only 100 Shares being taken.

Income in 1824 and 1825.

First instalments of §10 on each Share, to be called for in smaller instalments, as they may be wanted, §1000

Second instalments of §10 on 100 Shares, due September 1824, 1000

Third and fourth instalments of §5, due April and September 1825, 1000

Visitors in 1824 and 1825, 360

First sales of productions in 1825, 400

Total income, 3760

Charges and Expenses in 1824 and 1825.

Purchase of a lot, from 5 to 10 acres, which if practicable shall be paid in Shares, (or taken on ground rent), 8400

Buildings, walls, fences, pavements, wells, embellishments, &c. 1500

Appropriation for purchases, exchanges, planting, cultivating, &c. 500

Ditto for the museum, library, printing, fuel, &c. &c. 200

Ditto for superintendence, commissions and agencies, 800

Total expenses, 3400

Balance, which will afford a dividend of 10 per cent. in 1825, on §3600, instalments paid in, including the 20 endowment Shares, 360

Total 3760
Regular annual Income in 1826,
AND EVERY SUCCESSIVE YEAR.

Instalments of $5 on 100 Shares in April and September 1826 and 1827—to be replaced in 1828 and successive years by 100 additional pounds of Opium at $10 per lb. $1000

Medical products, Opium, Camomile, Rhubarb, Senna, Althea, &c. 500

Fruit trees, ornamental trees, shrubs, plants, &c. 400

Seeds, roots, slips, cuttings, layers, grafts, animals, &c. 400

Wines and Oils. &c. 400

Tinctorial plants, Madder, Saffron, Indigo, &c. 200

Annual and daily Visiters to the Garden, the Museum and Library, hire of Books, &c. 400

Total annual income, $3300

Regular annual Expenses in 1826,
AND EVERY SUCCESSIVE YEAR.

One Gardener and 2 labourers for the whole year, - $450

Two additional labourers for 4 or 6 months, - - 150

Annual appropriation for the Superintendant, Agents, Collectors, Commissions, &c. - 600

Ditto for embellishments, buildings, repairs, &c. - 200

Ditto for purchases and exchanges, postages, freights, &c. 500

Ditto for the Museum and Library, 200

Ditto for printing, fuel and every other necessary charge, 300

Total of annual expenses, $2400

Balance, which will afford a dividend of 15 per cent. per annum on $6000 Capital Stock of the Company, including the 20 shares of the Endowment fund, 900

$3300

CHARTER.

AN ACT to establish a Botanical Garden.

WHEREAS, the establishment of a Public Botanical and Medical Garden in Kentucky, would be highly beneficial, for the promotion of the knowledge of husbandry and natural sciences.

SEC. 1. BE it enacted by the General Assembly of the Commonwealth of Kentucky, that a Botanical agricultural and medical Garden be established in the town of Lexington, or its vicinity, to be called and known by the name of "The Botanical Garden of Transylvania University."

SEC. 2. That Constantine Samuel Rafinesque, William Leavy Jr. Elisha Warfield, J. Harper, John M. McCall, James W. Palmer, Joseph Ficklin, Thomas Smith, Horace Holley, Charles Caldwell, Thomas Caldwell, Benjamin W. Dudley, Charles Humphreys, Gabriel Sluaghter, Thomas Wallace, John Roche, Charles Wilkins, Benjamin Gratz, Richard Higgins, John W. Hunt, B. R. McIvaine, Joseph Boswell, Samuel Brown, Dr. Daniel Drake and Dr. William H. Richardson, shall be, and they are hereby created a body, corporate and politic, by the name and style of the Transylvania Botanic Garden Company, and by that name may have and use a common seal, and may sue, and be sued, and do and perform all corporate acts; as a corporation touching the funds of the institution, to continue and remain as a company and body politic thirty years, and may for the purpose of creating a Botanic Garden in the neighbourhood or town of Lexington, purchase and hold any time and the same, at pleasure; sell and convey real estate to any amount, not exceeding fifty thousand dollars, and the said company so incorporated shall have full power and authority to form a board of directors, and to devise by-laws, which shall cause to be written and recorded in the Clerk's office of Fayette county.—

The amount of each share of the Capital Stock in said corpora-
tion, and the scale by which the stockholders shall vote at general elections, and also make such other and necessary by-laws, as may be deemed necessary for the government of the institution, and which by laws, so made and recorded shall not be changed by any less number than the votes of three-fourths of all the Directors elected or in office, and until altered as aforesaid, shall be a law binding upon the corporation.

Sec. 3. And be it further enacted, that the said corporation or a majority of them may constitute a board of Directors, and shall continue in office until removed by the Stockholders, resignation or otherwise, and that they shall from time to time have power to fill up all vacancies which may so happen.

Sec. 4. And be it further enacted, that the Stockholders in said institution, shall once in every year, and as much oftener as they may deem correct, in the months of April or May, meet at such place as they shall by their by-laws provide, and elect a President and Directors for said corporation, who shall remain in office for one year thereafter, and until their successors shall respectively qualify, provided however, that no person shall ever be elected a President or Director of said corporation who is not a shareholder in the capital stock of said company.

Sec. 5. And be it further enacted, that so soon as the said corporation shall have formed a board, and enacted the by-laws specified in this act; they shall proceed to elect from among themselves a President, and so many Directors as they shall deem proper, who shall be, and they are hereby authorised to raise subscriptions for the Capital Stock, and to do and perform every act necessary to organize said institution; provided however, and it is hereby declared, that said corporation shall not exercise any other powers, by virtue of this act, than the erecting and conducting the said Botanic Garden, and to do, and perform whatever may be necessary to keep and continue the same in operation.

Sec. 6. And be it further enacted, that it shall be the duty of the President and Directors of said company to lay before the shareholders, at their meeting a full statement of the condition of the funds of the institution, and to make at such time as they shall provide by their by-laws a fair dividend of all profits of the institution.

G. ROBERTSON,
Speaker of the House of Representatives.

W. T. BARRY,
Speaker of the Senate.

Approved January 7th 1824, by the Governor JOHN ADAIR.

THOMAS B. MONROE, Secretary.