

CHAPTER X.

An ACT relating to the choice of State Treasurer.

SECT. I. *BE it enacted by the Senate and House of Representatives of the Commonwealth of Pennsylvania, in General Assembly met, and it is hereby enacted by the authority of the same, That* Teller may be appointed one day previous to election. *instead of choosing a teller, and furnishing the Senate with a minute of such choice, three days previous to the election of State Treasurer, on the second Tuesday of the present month, it shall be competent for the House of Representatives to make such choice and furnish the Senate with a minute thereof, the day previous to such election.*

JACOB HOLGATE, *Speaker*
of the House of Representatives.

JOHN TOD, *Speaker of the Senate.*

APPROVED—the ninth day of January, one thousand eight hundred and fifteen.

SIMON SNYDER.

CHAPTER XI.

An ACT authorizing the employment of two additional clerks in the office of Auditor General.

SECT. I. *BE it enacted by the Senate and House of Representatives of the Commonwealth of Pennsylvania, in General Assembly met, and it is hereby enacted by the authority of the same, That* Additional clerks allowed to the auditor general. Proviso. *the Auditor General be, and he hereby is authorized to employ two additional clerks in his office, to continue until the first day of April next: Provided they can be obtained at a sum not exceeding eleven hundred dollars per annum, to be paid out of any money in the treasury not otherwise appropriated.*

JACOB HOLGATE, *Speaker*
of the House of Representatives.

JOHN TOD, *Speaker of the Senate.*

APPROVED—the sixteenth day of January, one thousand eight hundred and fifteen.

SIMON SNYDER.

CHAPTER XII.

An ACT to incorporate the Manufacturing Company of Lancaster.

SECT. I. *BE it enacted by the Senate and House of Representa-*

*tives of the Commonwealth of Pennsylvania, in General Assembly met, and it is hereby enacted by the authority of the same, That the persons who shall, at the time of the passing of this act, be members of an association of citizens, formed in the borough of Lancaster, for the purpose of weaving, dying and bleaching cotton goods, and the persons who may after the passing of this act become members of the said association, shall be, and they are hereby erected and declared to be one body politic and corporate, in deed and in law, by the name and style of "The Manufacturing Com-Style of cor-pany of Lancaster;" and by the same name shall have succession,poration. and shall be able to sue and be sued, to purchase, receive, have, hold and enjoy, to them and their successors, any property of what na- Power and ture or quality soever, and the same from time to time to sell, privileges. grant, demise, alien or dispose of: *Provided* the clear yearly income of the real estate held or to be held by the said corporation, shall not at any time exceed the sum of ten thousand dollars; to make and use a common seal, and the same to alter or renew at pleasure; to ordain, establish and put into operation, such by-laws, By-laws. rules and regulations as shall appear most convenient for the government of the said corporation, not being contrary to the constitution or laws of the United States or of this state, and generally to do all and singular the matters and things which to them shall lawfully appertain, for the well being of the said corporation, and for managing and ordering the affairs thereof.*

SECT. II. *And be it further enacted by the authority aforesaid,* That all the joint stock, and all the estate, real, personal and mixed, and all the securities, debts, dues, claims and demands, and all the records, deeds, books, papers, bonds, bills, notes, vouchers and other documents whatsoever in anywise belonging to or held or claimed by the said association or company, at the time of the passing of this act, shall be vested in the corporation hereby created, as absolutely and completely to all intents and purposes, as the same respectively belong to or are held and claimed by the said association or company, or by their officers and agents for their use; and all contracts and other engagements, debts, obligations and assumptions whatsoever, of the said association of citizens entered into, made, subsisting, due and payable at the time of the passing of this act, shall henceforth be as binding upon the said corporation of "The Manufacturing Company of Lancaster" hereby created, to all intents and purposes as if the same respectively had been entered into, made or contracted by the said company subsequently to its incorporation; and all contracts, grants and obligations whatsoever, wherein or whereby any person or persons now are held or bound for the payment of any monies, or the performance of any act, matter or thing whatsoever to the said association of citizens, shall be and are hereby declared to be due and payable to and vested in the said corporation.

SECT. III. *And be it further enacted by the authority aforesaid,* That the capital stock of "The Manufacturing Company of Lancaster," may be increased to the sum of five hundred thousand dollars, or may consist of five thousand shares of one hundred dollars each, and no more; the time and manner of increase to be determined by a majority of the stockholders present at a special meeting

to be held for the purpose, in pursuance of notice given by the president of the company, in two or more of the newspapers published in the borough of Lancaster; and the capital stock and funds of the company shall be confined to and employed in the purchase of so much real estate and machinery of any kind, as may be found requisite in the manufacturing of any articles that may be deemed most beneficial, out of wool, cotton, hemp, flax, iron, steel or brass, and in the erection and repairs of such buildings and machinery as may be found necessary for the operations of the company. And the said corporation shall not issue any notes of the nature of cash or bank notes, nor be concerned in any business whatever excepting that of manufacturing and selling the articles they may manufacture, and excepting the business which is necessarily connected with beginning and carrying on the operations of the company, agreeably to the true intent and meaning of this act.

How applied.
Not issue notes.

Fifteen directors.

How & when chosen.

Proviso.

Apportionment of votes

Proviso.

SECT. IV. *And be it further enacted by the authority aforesaid,* That the affairs of the company shall be managed and superintended by fifteen directors, to be chosen from the stockholders, who shall choose by ballot one of their number for president, and allow him a suitable compensation for his services; and in case of the removal of the president or any director, by death, resignation or otherwise, the vacancy shall be supplied by the board of directors for the remainder of the period only, during which such president or director shall have been chosen. The directors shall be chosen by ballot in the borough of Lancaster, or at any other convenient place, on the second Tuesday in January in every year hereafter, by a majority of votes of stockholders present personally or by proxy; which directors shall serve for one year next ensuing their election: *Provided, nevertheless,* That twenty days notice of the time and place of every such election shall be given in one or more of the newspapers printed in Lancaster, and that John Swar, Henry Bear, Henry Keffer, Samuel White, James Huston, William Dickson, Christian Herr, junior, Joseph Ogelby, junior, John Bomberger, Benjamin Ober, James Humes, Henry Huffnagle, Christian Stauffer, junior, Henry Cassel and Christian Rohrer, shall be the present directors, and shall continue in office until others shall have been chosen. The number of votes to which each stockholder shall be entitled, shall be according to the number of shares he, she or they may hold, in the proportions following, *that is to say,* for one share and not more than two shares, one vote for each share; for every two shares above two and not exceeding ten, one vote; for every four shares above ten and not exceeding thirty, one vote; for every six shares above thirty and not exceeding sixty, one vote; for every eight shares above sixty and not exceeding one hundred, one vote; but no person, co-partnership or body politic shall be entitled, either in his, her, or their own right, or as proxy, to a greater number than thirty votes, and no share or shares shall confer a right of suffrage which shall not have been holden three calendar months previous to the day of election: all stockholders may vote at elections, or on any question that may be before a meeting of stockholders, relative to the affairs of the said company, by proxy: *Provided,* the proxy be derived directly from

such stockholders, and dated within one year previous to any election of directors or meeting of the stockholders, and be voted by a person who either is or has declared his intention to become a citizen of the United States according to law: *And provided also,* That if an election of directors shall not take place upon any day on which it is directed to be held by this act, the said corporation shall not, on that account, be dissolved, but it shall be lawful on any other day, as soon as may be, to hold and make an election of directors in such manner as shall have been regulated by the by-laws and ordinances of the said corporation.

SECT. V. *And be it further enacted by the authority aforesaid,* That stated meetings of the board of directors shall be held as often as may be necessary; but in all cases when any other than stated meetings are to be held, due notice in writing or printing shall be left at each director's place of abode, of the time and place of holding the same: a majority of the directors shall always be necessary to form a quorum to do business, and minutes of the proceedings of the board, and the names of the members present at each meeting, and minutes of the proceedings of the stockholders at each of their meetings, shall be duly recorded in a book to be kept for the purpose; at any meeting of the board of directors, two directors requesting it, the yeas and nays shall be taken on any question coming before them and recorded, and in like manner the yeas and nays shall be taken on any question before the stockholders at any of their meetings, should two of the stockholders request the same, and shall also be recorded.

SECT. VI. *And be it further enacted by the authority aforesaid,* That the board of directors shall have power to appoint officers, agents and servants, and to allow them such compensation as they may deem sufficient, and security for good behaviour and integrity may be required by the board from any person they may thus appoint, should they consider it necessary: The board of directors shall also have power to declare a dividend of so much of the profits of the company as to them shall appear adviseable, on the first Tuesday in January and the first Tuesday in July in each year, payable to the stockholders or their legal representatives within ten days thereafter, but dividends in no case shall exceed the nett profits actually acquired by the company: if the directors shall wilfully make any dividend which shall impair the capital stock, they shall be liable, in their individual capacities, to the said company for the amount of stock so divided, and each director present when such dividend shall be made, shall be adjudged to be consenting thereto, and liable as aforesaid, unless he forthwith enter his protest on the minutes of the board, and give public notice to the stockholders of the declaring of such dividend.

SECT. VII. *And be it further enacted by the authority aforesaid,* That the stock of the company shall be assignable and transferable according to such rules as the board of directors may establish; and no stockholder indebted to the company, shall be permitted to make a transfer or receive a dividend until such debt is discharged, or security to the satisfaction of the board of directors be given for the same.

SECT. VIII. *And be it further enacted by the authority aforesaid,* That for the more convenient management of the business of the institution, the board of directors shall be empowered, from time to time, to appoint committees out of their own body, which committees shall be fully empowered to transact such current business as may come before them, subject always to the provisions of this act and the instructions of the board of directors; and all contracts, indentures or other writings, signed by the president of the company and attested by two competent witnesses, or the seal of the company, shall be valid and binding on the same.

SECT. IX. *And be it further enacted by the authority aforesaid,* That when a majority of the stockholders shall make application in writing, to the president and board of directors for a general statement of the funds and operations of the company, the board of directors shall, within thirty days, call a general meeting of the stockholders, and lay before them such statements as shall have been required.

SECT. X. *And be it further enacted by the authority aforesaid,* That this act shall be and continue in force for twenty years from the passing thereof, and no longer, for the purpose of manufacturing as aforesaid, but for the liquidation and settlement of all the transactions and accounts of the said company, the corporate powers thereof shall be and continue effectual, to all intents and purposes, as specified in this act, until the whole shall have been fully liquidated and settled: *Provided always,* That if the said corporation shall, at any time hereafter, abuse any of the chartered privileges hereby granted, the legislature may, at any time thereafter, resume all and singular the rights, privileges, liberties and franchises hereby granted to said company.

JACOB HOLGATE, *Speaker*
of the House of Representatives.

JOHN TOD, *Speaker of the Senate.*

APPROVED—the sixteenth day of January, one thousand eight hundred and fifteen.

SIMON SNYDER.

CHAPTER XIII.

An ACT directing the Secretary of the Land Office, to issue patents in certain cases therein mentioned.

WHEREAS it is represented to the legislature that Edward Tilghman, of the city of Philadelphia, is the legal owner of eighty-three warrants, and that Samuel Meredith and the trustees named in the last will of George Clymer, of the city of Philadelphia, deceased, are the legal owners of one hundred and eight warrants, (on which surveys have been made and returned) for lands formerly in the counties of Northampton and Luzerne, bearing date on the third day of April, one thousand seven hundred and ninety-two: *And*