

No. 46.

An Act

To incorporate the Summit Coal Company.

SECTION 1. *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 Daniel J. Labar, John Ogden, Ephraim Hollenbeck, John S. Adams, Jason L. Fenimore, Joseph Jeans, Edward Taylor, and their associates, successors and assigns, be, and they are hereby constituted a body politic and corporate, by the name and style of the "Summit Coal Company," for the purpose of mining coal, and for transacting the usual business of companies engaged in the mining, transporting to market and selling of coal, and the other products of coal mines; and the said corporation, by the name, is hereby declared and made capable in law to sue and be sued, to plead and be impleaded, to have a common seal, and the same to alter and renew at pleasure, to make rules and by-laws for the regulation and management of said corporation, consistent with the laws of the United States, and of this commonwealth, and generally, to do and execute for the well being of said company, whatever shall lawfully pertain to such bodies politic: *Provided,* That nothing herein contained, shall be considered as in any way giving to said company any banking or railroad privileges, but they shall be exclusively confined to the operations pertaining to the business aforesaid, according to the true intent and meaning of this act: *And provided also,* That each stockholder shall be liable in his individual capacity, for the debts and performance of all contracts entered into by the said company, to the amount of the balance unpaid on the stock of said stockholder, so that the whole capital stock of said company, whether paid in or not, shall be liable for said debts and contracts.

SECTION 2. The said company shall have the right to hold, either by purchase or lease, not exceeding two thousand acres of land at any one time, in Sugarloaf township in the county of Luzerne, and Lausanna township in the county of Northampton, in the commonwealth of Pennsylvania, and in no other county or township, and the same or any part thereof, to sell or otherwise dispose of, as the interest of the company may require: *Provided,* That the said two thousand acres of land, shall be in not more than two separate and distinct bodies: *And provided also,* That the company may hold, as above, such lot or lots of land, not exceeding

three acres in any one place, as may be found convenient, as places of deposit in the transportation and sale of the products of their mines.

SECTION 3. The capital stock of said company shall consist of one hundred and fifty thousand dollars, and shall be divided into three thousand shares of fifty dollars each, which capital stock shall only be employed in the purchasing and holding the lands aforesaid, with the improvements, if any thereon, and in constructing such other improvements, buildings, cars, boats, engines and machinery, as may be necessary or useful for the mining, transportation and sale of coal, and in the payment of such salaries, wages and other expenditures as shall be requisite for the aforesaid purposes of the company; and said stock shall be assignable and transferrable, according to such rules as the board of directors shall establish.

Capital stock
150,000 dolls.
Each share
50 dollars.
Stock trans-
ferrable.

SECTION 4. When the above named Daniel J. Labar, John Ogden, Ephraim Hollenbeck, John S. Adams, Jason L. Fenimore, Joseph Jeans, Edward Taylor and their associates, shall have subscribed the whole number of shares aforesaid, and actually paid and expended not less than fifteen per cent. of the capital aforesaid, in purchasing lands, and in such other investments as are authorized by this act, for the use of said company, the Governor, on due evidence thereof, shall by letters patent, under his hand and the seal of the state, create and erect the said Daniel J. Labar, John Ogden, Ephraim Hollenbeck, John S. Adams, Jason L. Fenimore, Joseph Jeans, Edward Taylor and their associates, successors and assigns, into one body corporate, by the name, style and title of the "Summit Coal Company."

Letters
patent.

SECTION 5. The affairs of the said company shall be managed by five directors, to be chosen annually from the stockholders; the first election shall be held in the city of Philadelphia, within thirty days after letters patent aforesaid shall have been issued, of which election public notice shall be given by three or more of the corporators named in the first section of this act, at least two weeks prior thereto, in two or more daily newspapers printed in Philadelphia, and the subsequent elections shall be held annually, at such convenient time and place as the directors shall determine, of which thirty days previous notice shall in like manner be given by the president of the company, or by any three of the directors: *Provided*, That in the event of a failure to hold such election, the former directors may continue in office for a period not exceeding six months, or until such election shall be held.

Five direct-
ors to be cho-
sen annually.

Notice.

Proviso.

SECTION 6. The election for directors shall be held by ballot, and each stockholder shall be entitled to vote according to the number of shares held by said stockholder, in the pro-

Ratio of votes.

portion following : that is to say, for each share and not exceeding two shares, one vote ; for every two shares above two and not exceeding ten shares, one vote ; for every four shares above ten and not exceeding thirty, one vote ; for every ten shares above thirty and not exceeding one hundred, one vote ; for every twenty shares above one hundred, one vote. No share shall confer a right of voting, which shall have been transferred within three calendar months prior to the day of election, nor unless it be bona fide held or owned by the person in whose name it appears, in his own right, or in that of his wife, or for his or her sole use and benefit, or as executor or administrator, trustee or guardian, or in the right, or for the use and benefit of some co-partnership, society or corporation, of which he or she may be a member, and all votes by proxy shall be on such terms and conditions as are prescribed by the act passed on the twenty eighth day of March, one thousand eight hundred and twenty, entitled "An act to regulate proxies."

SECTION 7. The directors shall, as soon as convenient after their election, choose one of their number as president to serve for one year ; they shall also have power to appoint, as occasion may require, all other officers and agents of the company, and to supply vacancies in the board, arising from death, resignation, or otherwise, until the next annual election ; at all meetings of the board, three directors shall form a quorum to transact business.

SECTION 8. The directors may, from time to time, call in on thirty days notice thereof, in at least two daily newspapers printed in Philadelphia, and in at least in one paper printed in each of the counties of Luzerne or Northampton, such instalments on the stock of the company as they may judge best, not exceeding twenty per cent. thereof at any one time ; and if any stockholder shall neglect to pay, at the time and place appointed, any instalment on his stock so called in, for the space of thirty days after the period so designated for the payment thereof, the said stock, and the amount previously paid thereon, may be declared by the directors, forfeited to the company, and disposed of as they shall prescribe.

SECTION 9. Dividends of so much of the profits of the company as shall appear to the directors advisable, shall be declared twice a year, and paid to the stockholders, or their legal representatives, on demand, at any time after the expiration of ten days after having been declared, but said dividends shall in no case exceed the amount of the nett profits actually acquired by the company, so that the capital stock shall never thereby be impaired ; and if any dividend shall be declared which shall impair the capital stock of said company, the directors consenting thereto shall be liable in

their individual capacities to the said company, for the amount of the stock so divided, and each director present when such dividend shall be declared, shall be adjudged to be consenting thereto, unless he shall forthwith give public notice to the stockholders of the declaring of such dividend: *Provided*, That whenever the dividends shall exceed eight per cent. per annum, the said company shall pay a tax of eight per cent. on all dividends into the treasury of the state, and be subject to any tax the legislature may hereafter impose.

Proviso.

Tax on dividends.

Legal process.

SECTION 10. Any legal process served on any agent or manager of said company, is hereby declared to be, to all intents and purposes; as valid as the same would have been if served on the president and directors thereof.

Capital stock may be increased.

Proviso.

SECTION 11. The company hereby incorporated, shall have power to construct a railroad, with one or more tracks, from any point on their lands, to intersect the Beaver Meadow railroad, or any railroad which may be made in the valley of Hazle creek, at such place as they may deem most convenient; and for that purpose they may increase their capital stock, or borrow one hundred thousand dollars; and the said company shall have the same powers and immunities, and be subject to the same terms and conditions, that are provided in the act to incorporate the Beaver Meadow railroad and coal company, and the supplements thereto: *Provided*, That the said railroad shall be commenced within one year, and completed within three years after the passage of this act.

Time of continuance in force.

Proviso.

SECTION 12. This act shall continue and be in force until the thirty-first day of December, in the year of our Lord one thousand eight hundred and fifty-five: *Provided*, That it shall be lawful for the legislature at any time to amend or repeal any of the foregoing provisions, and to rescind the powers hereby granted.

NER MIDDLESWARTH,
Speaker of the House of Representatives.

THOMAS S. CUNNINGHAM,
Speaker of the Senate.

APPROVED—The eighteenth day of March, Anno Domini, eighteen hundred and thirty-six.

JOS: RITNER.