

Repeal. be and the same is hereby repealed ; and the said company may build a bridge across the Stony creek at such point or place as may be deemed expedient.

Bridge at Fallston, Beaver co. Repeal. SECTION 15. So much of an act entitled "An act to authorize the Governor to incorporate a company to erect a bridge over the Big Beaver river, at Fallston, in Beaver county," as requires the location of said bridge at the rope ferry, be and the same is hereby repealed; and the said company are hereby authorized to locate said bridge at or near said rope ferry. And so much of said act as requires the payment of a tax on the dividends of said company, be and the same is hereby repealed.

Tax repealed

NER MIDDLESWARTH,

Speaker of the House of Representatives.

THOMAS S. CUNNINGHAM,

Speaker of the Senate.

APPROVED—The first day of April, Anno Domini, eighteen hundred and thirty-six.

JOS: RITNER,



No. 116.

## An Act

To incorporate the Chester county Insurance 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 David Potts, junior, James Kelton, Morgan J. Thomas, William Jackson, Joseph Whitaker, Isaac Wayne, James Boyd, William Everhart, Robert Irwin, Ziba Pyle, John Solomon, William Williamson, Thomas S. Bell, William Darlington, Nimrod Strickland, Joseph J. Lewis, P. Frazer Smith, Samuel Carpenter, Jeffries J. Tweddle, and William Apple, be, and they are hereby appointed commissioners for receiving subscriptions to the stock of a company to be denominated "The Chester county Insurance company," who shall open a book for that purpose in the borough of West Chester, at a time and place

Commissioners.

To open book for subscribers to s.

by them to be appointed, and of which they shall give public notice in all the newspapers published in the said county of Chester, for three successive weeks, immediately preceding the time of opening the book as aforesaid; and the said book shall be kept open for three days, from ten o'clock A. M. till three P. M. on each day, or until the number of one thousand shares, at fifty dollars per share, shall be subscribed, after which the books shall be closed, and all persons of lawful age shall be permitted to subscribe to the said stock, paying five dollars on each share at the time of subscribing, and on the first day on which said book shall be opened, person shall be permitted, in his own name or in the name of any other person, to subscribe for more than ten shares, but if the whole of the said stock shall not then have been subscribed, the commissioners shall on the following day, permit any person to subscribe for any number of shares remaining: *Provided*, That if the whole number of shares shall not have been subscribed within the time before mentioned and limited, the said commissioners shall have power to reopen the said book, at such times and places as they shall deem expedient, and continue the same open until the whole number shall have been subscribed: *And* provided also, That all acts which the said commissioners are authorized to do, shall be as effectual and valid if performed by a majority of them, or by a committee appointed by such majority, as if performed by them all.

**SECTION 2** When one thousand shares of the capital stock as aforesaid shall have been subscribed, and at least five dollars per share paid in, the said commissioners, or a majority of them, shall certify to the Governor, under their hands and seals, the names of the subscribers, and the number of shares subscribed by them respectively, and the Governor shall thereupon, by letters, under his hand and the seal of the state, erect and create the subscribers into a body politic and corporate, in deed and in law, by the name, style and title of "The Chester county Insurance company," located in the said county of Chester, by which name and title the said subscribers shall have perpetual succession, and shall be able to sue and be sued, plead and be impleaded, in all courts of record and elsewhere, and to purchase, receive, have, hold, use, occupy, possess and enjoy, to them and their successors, lands, tenements and hereditaments, goods and chattels, of what nature, quality or kind soever, real, personal or mixed, or choses in action, and the same from time to time to sell, assign, demise, grant, alien or dispose of: *Provided*, That the yearly income of the real estate so held, except such as shall be necessary and convenient for the transaction of its business, or which may be conveyed to said company for the security, or in payment of any debt which may become due or owing to the same,

or in satisfaction of any judgment of any court of law in its favor, shall not exceed the sum of five thousand dollars; and the said company shall have authority to make, have, and use a common seal, and the same at pleasure to break, alter and renew.

Capital stock  
may be in-  
creased.

SECTION 3. The capital stock of the said company may be increased hereafter, to any sum not exceeding four thousand shares, of fifty dollars each, if circumstances require it, and two-thirds of the stockholders at any of their regularly convened meetings so order, which increase shall be effected in such manner, and on such terms as said two thirds of the stockholders shall direct.

Payment of  
instalments  
on shares.

SECTION 4. The capital stock of said company shall be called in and paid at such times and places, and in such proportions and instalments, as the president and directors shall require, giving public notice thereof once a week for three successive weeks, in two newspapers printed and published in the county of Chester; and if any stockholder shall neglect to pay such proportion or instalment, at the time and place appointed, he shall, in addition to the proportion or instalment so called for, pay at the rate of two per cent. per month for the delay of such payment, and if the same and the additional penalty, or any part thereof, shall remain unpaid for six months, he shall, at the discretion

Penalty for  
delay.

Forfeiture.

of the directors, forfeit to the use of the company all his right, title and interest in and to every and all share and shares on account of which default of payment may be made as aforesaid; or in case of default on the part of any stockholder, of payment of such proportion or instalment as aforesaid, the president and directors may at their election, cause suit to be brought before any justice of the peace or alderman, or in any court of competent jurisdiction, for the recovery of the same, with the penalty of two per cent. per month as aforesaid, and in the event of a forfeiture, new subscriptions may be opened and received for the number of shares so forfeited, at the discretion of the company, and under such regulations as may be prescribed in the by-laws: *Provided*, That no stockholder shall be entitled to vote at any election, or at any general or special meeting of the company, on whose share or shares any instalment or arrearages may be due more than ten days previously to said election or meeting.

Proviso.

9 directors to  
be elected  
annually.

SECTION 5. The affairs of the company shall be managed by nine directors, who shall be citizens of this commonwealth and residents of the said county of Chester, and stockholders of the said company, holding at least five shares each, in their own right, and who shall be elected annually, on the third Monday in January, by the stockholders, at their general meeting for that purpose assembled, of which meeting public notice shall have been given in at least two

newspapers published in the county of Chester, for three successive weeks immediately preceeding the holding of the same, and the directors at their first meeting after each election, shall choose one of their number as president; but in case it should happen at any time that an election of directors should not be made, when pursuant to this act it ought to have been made, the company for that cause shall not be dissolved, and it shall be lawful within forty days thereafter, to hold and make an election of directors, in such manner as shall be regulated by the by-laws and ordinances of the said company; and in case of the death or resignation of any director, his place may be filled for the remainder of the year in such manner as the regulations of said company shall for that purpose direct: *Provided*, That the first election of directors shall be held at a time and place to be appointed by the commissioners before mentioned, they giving notice thereof in manner aforesaid, and the directors so chosen, shall hold their offices until the third Monday of January, one thousand eight hundred and thirty-seven, and until new directors shall be chosen.

SECTION 6. The vote of the stockholders for directors, shall be by ballot, and for the election of directors, and for deciding all questions in the general meetings of the stockholders, the ratio of votes shall be as follows, viz: each stockholder shall be entitled to one vote for every share of the stock standing in his name not exceeding fifteen shares, but no stockholder shall be entitled to more than fifteen votes, nor shall any stockholder vote at any election for directors, unless the share or shares on which he or she may claim to vote, shall have been standing in his or her name at least thirty days previous to such election: *Provided*, That no voting by proxy shall be permitted at any election or meeting of the said company.

SECTION 7. The president and directors for the time being, shall have power to appoint such officers, clerks, agents and other persons, as shall be necessary for conducting and performing the business of the said company, to fix their compensation, to take bonds from all or any of them, with security, conditioned for the faithful execution of their several duties, to make such covenants, contracts and agreements as they may deem proper to ordain, establish and put in execution, and all such ordinances, regulations and by-laws as may appear necessary for the government, or conducive to the interests of the company, not being contrary to the fundamental articles thereof, to the constitution and laws of the United States or of this commonwealth, and generally, to do, execute and perform all acts, matters, and things in relation to the business thereof, which a corporation may or lawfully can do: *Provided*, That all such ordinances, regulations and by-laws as shall be made by the

- directors, may be altered or repealed by two thirds of the stockholders, at any annual meeting, or any general meeting called in pursuance of any by-law made for that purpose; and the majority of stockholders may, at any annual or general meeting, pass by-laws, which shall be binding upon the directors, such by-laws not being contrary to the laws of this state or of the United States: *And provided also*, That no director or officer of the said company, either by himself or through any other person, shall be permitted to borrow or make any loan from the funds of said company, nor shall any president, director, or other officer of any bank, be a director or officer of said company.
- By-laws.**
- 2d Proviso.**
- Premium for insurance.**
- SECTION 8.** The said company shall have full power and authority to make insurance against losses by fire, at such rate of premium as may be agreed upon, on any house, tenement, manufactory or other building, and on goods, wares and merchandise, and other effects therein, and on hay, grain and other agricultural products in barns, stacks, or otherwise, and generally, on all kinds of buildings, goods, wares, merchandise and effects, and to make, execute and perfect such contracts, bargains, agreements, policies, and other instruments, as shall or may be necessary, and as the nature of the case may require; and every such contract, bargain, agreement, policy, and other instrument, to be made by the said company, shall be in writing or in print, under the corporate seal, signed by the president, and attested and signed by the secretary, or other officer, who may be appointed by the directors for that purpose.
- Seal.**
- Corporation may deal in stocks.**
- SECTION 9.** It shall be lawful for the said corporation to employ and improve the capital stock thereof, and all monies received for premiums, which by this act the president and directors are directed to retain until the risks upon which such premiums have been received are fully determined, in any available stock, or to lend the same, or any part thereof, upon good and sufficient security, and also to sell and dispose of, and transfer all or any of the said stock and securities, and invest the proceeds thereof in like, and other such stock and securities; *Provided*, That nothing herein contained, shall in any way be construed to authorize the said company to use the funds of the institution for banking purposes.
- Proviso.**
- Dividends.**
- SECTION 10.** That the president and directors of said company shall, on the first Mondays of January and July in each and every year, declare and divide so much of the profits of said company as to them shall appear advisable, first deducting all expenses, and pay the said dividend to the respective stockholders, or to their agents, duly empowered, in ten days after declaring the same, but the monies received as premiums upon risks, which remain undetermined and outstanding at the time of declaring such dividend, shall not then be considered as part of the profits of the said company,

or divided as such; and if any loss shall happen, whereby the capital stock of the said company shall be lessened, no subsequent dividend shall be made, until a sum equal to such diminution shall have been added to the said capital stock, and if the president and directors shall knowingly make a dividend or dividends contrary to the true intent and meaning of the prohibitions herein contained, such of them as shall consent thereto, shall in their individual capacity be accountable for, and pay over to the said company, for the use thereof, as much money as they may so divide and pay more than by this act they are authorized to do, and the president and each director of the said company in office at the time of making such dividend, hereby prohibited, shall be deemed as consenting thereto, unless he or they shall at the time of making or declaring the same, be absent from the board of directors, or if present, shall immediately enter his or their protest or protests on the minutes of the board, and also give notice thereof in two newspapers published in the said county of Chester.

SECTION 11. The stock of said company shall be transferable on the books of the said company, only according to such rules and regulations as may be prescribed by the by-laws.

SECTION 12. Should the said company fail to meet its engagements, each person holding stock at the time of such failure, shall individually be liable for the debts of the company, to the amount of the balance unpaid on the stock of such stockholder.

SECTION 13. If at any time it shall appear to the legislature that the said corporation has abused or misused any of the privileges hereby granted, the power to repeal this act shall in nowise be denied or impaired, but such repeal shall not effect any engagement to which said company may have become a party previously thereto, and that said company shall have a reasonable time allowed them to bring their accounts to a final settlement and termination.

NER MIDDLESWARTH,  
Speaker of the House of Representatives.

THOMAS S. CUNNINGHAM,  
Speaker of the Senate.

APPROVED—The first day of April, Anno Domini, one thousand eight hundred and thirty-six.

JOS: RITNER.