

No. 108.

An Act

To incorporate the Philadelphia Ice Company, and for other purposes.

- 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 Samuel English, Alexander Henry, J. W. Dickson, James Wood, Edward C. Wayne, George W. Allen, Henry Huber, Jr. William S. Torr, Joseph Ridgway, John Binns, Benjamin S. Bonsall, W. P. Smith, W. S. Frederick, their associates, successors and assigns, be, and they are hereby created and made a body corporate, by the name and style of "The Philadelphia Ice Company," and by that name shall have succession, and be capable by law to hold and dispose of property, to sue and be sued, to plead and be impleaded, answer and defend, and be answered and defended, in any court of law or equity, and in any other place whatsoever, to receive and make deeds and contracts, to make, have, and use a common seal, and the same to change, alter, or renew at pleasure, and generally, to pass all such by-laws as may be necessary to regulate its affairs, and all such acts as shall be proper and necessary to carry into effect the provisions of this act, and to promote the object and design of said corporation: *Provided,* That the aforesaid company shall pay a tax of ten per cent. on all dividends exceeding five per cent. on their capital stock, said tax to be applied to the school fund.
- SECTION 2.** The object of this corporation shall be to collect and lay up good and wholesome ice, in such quantities as they may deem necessary and proper for the supply and use of such persons as may subscribe for or desire the same, and to fix such a reasonable price as may from time to time be agreed upon by the directors of the said corporation: *Provided,* That the said prices shall not be increased or altered without giving at least thirty days notice of their intention so to do, in two or more of the daily papers of the city of Philadelphia: *Provided,* That said prices shall be announced in three daily papers of the city of Philadelphia, in the month of March annually, and shall not be deviated from, either directly or indirectly, during the year for which the said announcement is made.
- Corporators.**
- Name and style.**
- Privileges & liabilities.**
- Seal.**
- Proviso.**
- Object of the corporation.**
- Proviso.**
- 2d Proviso.**

SECTION 3. The capital stock of the said corporation shall be divided into shares of fifty dollars each, and shall not exceed two thousand shares, including the shares already subscribed, by the persons hereinbefore incorporated, the residue of said number of shares, or so many of them as from time to time, by the directors, shall be deemed necessary, may be subscribed for, or disposed of in such manner as the by-laws of said corporation shall provide; each subscriber for one or more shares, who hath paid, or shall pay the amount subscribed for each and every share, to the use of said corporation, and every person who shall obtain by transfer, or in whom shall be vested by law, one or more shares of the capital stock aforesaid, shall be deemed a stockholder, and in virtue thereof, a member of the corporation hereby created, and shall so continue, until he or she shall cease to be a stockholder, by transferring all his or her shares of stock, or by forfeiting the same, in the manner hereinafter mentioned, and every person on ceasing to be a stockholder, shall cease to be a member of said corporation.

SECTION 4. There shall be a meeting of the stockholders of the said Philadelphia Ice company, on such day of the month of April, and at such place as the five persons first named in this act, or any three of them, shall appoint, and give at least ten days notice of such meeting, in two or more newspapers, printed in the city of Philadelphia, and on such day in the month of November, and at such place annually thereafter, as the by-laws of said company shall provide, for the purpose of choosing from among the stockholders twelve directors, to manage the affairs of the company for twelve months thereafter, and until a new election shall take place; and the five persons first named shall be judges of the first election of directors, and the judges of all future elections shall be appointed, and notice of such elections given, in such manner as the by-laws shall provide: That the present board of directors shall continue in their office as directors, until a new board of directors shall have been elected, under the provisions of this act, and that if the election for directors should not be held on the said day in the month of November, it shall not be deemed a forfeiture of the privileges hereby granted, but shall be held at some convenient day thereafter.

SECTION 5. The president and directors for the time being, or a majority of them, shall have power to elect a president from their own body, to fill all vacancies that may occur in the directory or presidency, to appoint a treasurer, secretary, and all such officers, clerks, agents, mechanics, carters and laborers, as they may deem necessary, to conduct or

execute the business of the said corporation, and fix their compensation, and in their discretion, to dismiss them, to take bonds for the said corporation, from all or any of the persons by them so appointed, with security, conditioned, in such form as they shall approve, for the faithful execution of their duties, of such persons, and to secure the said corporation from loss, to contract, agree for, and purchase, rent or hire, all such lands, chattels, materials, rights, privileges, and effects, whatever, and to make and repair, and cause to be made or repaired, all such roads, wharves, boats, vessels, carts, and other conveniences, as may be necessary for effecting the objects of the said corporation, and the same, or any part thereof, in their discretion, to sell, or otherwise dispose of, to call for monthly or other instalments of the capital stock, not exceeding ten dollars on each share per month, giving ten days previous notice, in at least two of the daily papers of the city of Philadelphia, to prescribe the form of certificates to be issued to stockholders, and to regulate the mode of transferring their capital stock, to apply the funds of said corporation, so far as may be necessary to effect the objects aforesaid, and in payment of the necessary expenses of the company, to call general meetings of the stockholders, and generally, to pass all such by-laws as may be necessary for the exercise of the powers aforesaid, or the powers vested in the said corporation, and the said by-laws from time to time to alter and repeal: *Provided*, That all such by-laws may be altered or repealed by a majority of the stockholders, assembled at any annual meeting, or at any general meeting, called in pursuance of any by-law made for that purpose, and a majority of the stockholders present at any annual or general meeting, may pass by-laws, which shall be binding upon the directors: *Provided*, That such by-laws shall not be contrary to the constitution of the United States, or the constitution of the state of Pennsylvania, or to any law of this state, or any of the provisions of this act.

Proviso.

2d Proviso.

Treasurer to give bond, etc.

SECTION 6. The treasurer, before he proceeds to act, shall give bond to the said corporation, in such penalty, and with such sureties as a majority of the directors shall approve, conditioned that he shall faithfully execute the duties of his office of treasurer, and he shall account for, pay, and deliver at such time and times, and to such person or persons as the said directors or their successors, shall order and direct, all moneys, notes, and other securities, papers and effects, belonging to said corporation, which shall be entrusted to his care, or be in his possession: *Provided always*, That every such order and direction, shall be signed by the president, and countersigned by the secretary of the company.

SECTION 7. The secretary, before he proceeds to act, shall give bond, etc
 give bond to the said corporation, in such penalty, and with such sureties as a majority of the directors shall approve, conditioned that he will faithfully execute the duties of his office, and he shall make and preserve, in a book to be provided for the purpose, fair minutes of the proceedings of the directors, and perform such other duties as they may direct, and deliver to his successor in office, or to such person or persons as the directors may designate, all books, papers, and other effects belonging to the said corporation, and countersign all orders and directions authorized by the directors, addressed to or drawn upon the treasurer, after the same shall have been signed by the president.

SECTION 8. The president and directors shall from time to time, declare and pay to the stockholders, dividends, so much of the profits realized by the company, as they shall deem expedient, after reserving such sum as they shall decide to be reasonable, to meet the expenses of repairs, and to provide for the building or purchase of any new ice-house, boat, carriage, or other article necessary for the use of the company; and at the time of each annual election, and also at the time of paying each dividend of profits, a general statement of the affairs of the company shall be exhibited, for the inspection of the stockholders. Statement of affairs.

SECTION 9. The president and directors, or a majority of them, shall have full power, after giving at least thirty days notice, by advertisement, inserted in at least two of the daily papers of the city of Philadelphia, to forfeit and dispose of, for the use of the company, any share or shares of stock, upon which one or more instalments shall be due and unpaid, unless the instalment or instalments so due, with interest thereon from the time when the same shall have been made payable, shall be paid before the day limited in such notice, or the owner of any such stock may be compelled by action, to pay all such instalments: *Provided* always, That no stockholder shall be liable in his person or property, for any contract of, or claim against the said corporation, but that the joint stock, credits, property, rights, and effects of the said company, and nothing more, shall be liable for the same, and the service of legal process on any of the directors, shall be a sufficient service on the aforesaid corporation. Forfeiture & sale of shares
Provido.

SECTION 10. The privileges hereby granted to the said Philadelphia Ice company, shall be subject to an immediate repeal by the legislature, in case of any misuse or abuse, if at any time hereafter they may think proper so to do, and to such alterations, restrictions and provisions, as they may Privileges subject to repeal, etc.

from time to time enact, and shall be liable to such taxes, whether on dividends or otherwise, as the legislature may at any time impose.

Term of continuance. SECTION 11. This act shall continue and be in force for the term of five years.

Penn'a. Ice company incorporated.

SECTION 12. William Stevens, Franklin Vansant, N. Foster, William Ames, Alfred D. K. Moor, James Wright, John Rheiner, Jun. William S. Frederick, Samuel J. Pearson, Joseph A. Dean, and such others as may be associated with them, under the name and style of the Pennsylvania Ice company, are hereby incorporated, with all and singular, the rights and privileges, and subject to all the regulations, restrictions and penalties, conferred and imposed by this act upon the Philadelphia Ice company.

Subscribers to the Pottsville Town Hall incorporated.

SECTION 13. That Charles Lawton, Andrew B. White, John M. Crossland, Nathan Nathans, Samuel J. Potts, Samuel Sillyman, George C. Wynkoop, John Sites, John F. Hazard, and Edward Owen Parry, and all persons who may be holders of the stock hereinafter mentioned, shall be, and they are hereby declared to be constituted a body corporate, by the style of "The subscribers to the Pottsville Town Hall," to have perpetual succession, to be capable in law of suing and being sued, to have a common seal, and the same to alter and renew at pleasure, to take, hold, and by their representatives or lessees, to enjoy such real estate as may be necessary and proper for the construction of a building for the Town Hall, in Pottsville, and for the accommodation and use of such officers, individuals and institutions, as may desire to have apartments therein: *Provided*, That the said company, in the erection of such building, shall have one room sufficiently large to accommodate the citizens of Pottsville for the purpose of holding public meetings, at such time or times as they may think proper: *Provided further*, That the said citizens shall have the use of said room for said purpose, free of any rent or charge for the same.

Seal.

Proviso.

2d Proviso.

Capital stock

SECTION 14. The capital stock of the said corporation shall not exceed twenty thousand dollars, divided into two thousand shares, of ten dollars each; it shall be held as personal property, and as such be transferable, under such regulations as the corporators shall judge convenient.

Annual election, etc.

SECTION 15. A general meeting of the corporators shall be annually held on the first Monday in December; for the election of nine directors, and the transaction of other business, but if such meeting or election shall not then take place, the corporation for that cause shall not be dissolved, but such meeting or election shall take place as soon there-

after as may be, one week's public notice thereof being first given, in the newspapers published in Pottsville.

SECTION 16. The election of managers shall be by ballot, Election to from among the corporators, and in the enactment of by-laws be by ballot. for the government of the corporation and its officers, and in the decisions of all questions, whether of election of officers, or disfranchisement of corporators, either because of their delinquency in paying for the amount of stock by them purchased of the corporation, or for other causes, and on all other questions at the meetings of the corporation, the corporators present, either in person or by proxy, shall se- Ratio of verally vote once for each share of stock held by them. votes.

SECTION 17. The directors shall continue in office until their successors are appointed; at the first meeting after each annual election, they shall elect a president from among themselves, and shall have power to supply vacancies in President & directors. their number, whether occasioned by death, resignation, or Vacancies. refusal to act, and shall have a general and entire control of the affairs and interests of the company, except so far as may be otherwise provided for by the corporators; five members of the board of directors shall be a quorum to do business.

SECTION 18. The said corporation shall neither directly Banking pro- or indirectly, engage in any mining, banking, commercial, hibited. or manufacturing concerns, and shall have such power only as may be proper and convenient for holding, constructing, using, and beneficially enjoying the property hereinbefore referred to, and the income and profits resulting therefrom.

SECTION 19. Until other officers shall be elected, the per- Who are to sons named in the fourteenth section of this act, shall be be directors. held to be the directors of the said corporation, and shall have power and authority to act as such for the benefit of the corporation, and until the first election of directors, which shall be held on the first Monday of December next.

SECTION 20. If the said corporation shall at any time hereafter misuse or abuse any of the chartered privileges Legislature hereby granted, the legislature may at any time resume, all may resume privileges. and singular, the rights and privileges granted to the said corporation.

SECTION 21. That John B. Sterigere, Henry Houpt, Henry Houpt, jr., Peter Houpt, Jonathan Taylor, Augustus Brock, Puff's ch'ch. Peter Sterigere, Jacob Santman, Samuel Houpt, Christian in Montgo- Keisel, Ann Houpt, Martha L. Sterigere, Eliza Ann Taylor, mery co., Sarah Conrad, Mary Taylor, and such other persons as may be incorporated. admitted members, agreeably to the by-laws, shall be a body politic and corporate, with the usual corporate rights and powers, by the name, style and title of Puff's Church, in

Name, style
and title.

Upper Dublin township, in Montgomery county, and by the same name shall have perpetual succession, and shall be able to sue and be sued, to plead and be impleaded, in all courts of law and elsewhere, and shall be able and capable in law and equity to take and hold, to them and their successors, the grave yard in Upper Dublin township, Montgomery county, adjoining Butler's road, the Susquehanna street road, and land late of Baltzer Earnest, deceased, commonly called Puff's Church, and all lands, tenements, goods and chattels, which has been, or may be bequeathed, devised, given or conveyed, for the purpose of erecting a church on said ground, for the use of said corporation: *Provided*, The same shall not exceed five thousand dollars.

Proviso.

SECTION 22. The members of said corporation may annually, at such times as may be prescribed by the by-laws, elect one president, one secretary, and one treasurer, and also five trustees, to have the care and management of said grave yard, church, and the funds belonging thereto, and such other officers as may be erected by the by-laws, and shall have and use one common seal, with such inscription as they may think proper, which they may alter at pleasure, and a majority of them shall have power from time to time, to make such rules and by-laws as they may deem needful, for the good government of said corporation, not repugnant to the constitution and laws of the United States or state of Pennsylvania.

Annual elec-
tion.

Seal.

By-laws.

Berks county
Insurance
company in-
corporated.

SECTION 23. George M. Keim, George Wunder, Daniel H. Boas, John Green, Jacob Salade, Peter Filbert, Charles Kessler, Henry Weldy, Isaac Hiester, Abraham Kerper, Jacob Long, Henry W. Smith, Beneville Keim, Franklin Miller, John F. Smith, Samuel Bell, jr., David Rightmyer, William Ermantrout, Simon Seyfert, James L. Dunn, Thomas O. Brian, Henry High, Jacob Gehr, Henry A. Muhlenberg, John Miller, (Senator,) John M. Keim, Joseph H. Spayd, William Betz, William H. Miller, William Rhoads, John Filbert, John Seyfert, Andrew Taylor, Jacob Tice, John Jackson, John Shitz, Daniel Feadig, George Feather, Jacob Dick, Col. Henry Shafer, Thomas Morris, William Strong, William Weimer, of Berks county, J. Washington Tyson, Charles B. Trego, Samuel F. Reed, William English, Samuel Stevenson, James F. Macaully, Robert T. Bicknell, of Philadelphia, Jacob S. Yost Montgomery, Michael K. Boyer, Peter Miller, (Hamburg,) William Feather, John P. Miller, John Shenk, Charles I. Faber, David Fister, Samuel Fegely, Daniel K. Hottenstine, James Donagan, Jacob S. Spang, Enock R. Grisemer, Samuel Filbert, John Jackson, Jacob Weaver, Daniel K.

Commiss'rs.

Bertolet, George Dengler, Herman Beard, Henry Boyer, Thomas Kepple, Anthony Beckel, John Ritter, George Smith, William D. Miller, Mark Darragh, William High, Charles Kerper, Isaac Eckert, Daniel A. Bertolet, Daniel Esterly, Henry Hahs, Lloyd Wharton, William Lash, Jacob Marchal, Reuben Hains, and William Heidenreich, be, and they are hereby appointed commissioners for receiving sub-^{Their duties.}scriptions to the stock of a company to be denominated "The Berks county Insurance company," who shall open a book for that purpose, in the borough of Reading, at a time and place by them to be appointed, and of which they shall give public notice in all the newspapers published in the said county of Berks, 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 o'clock P. M. on each day, or until ^{10,000 shares at 10 dollars} the number of ten thousand shares, at ten dollars per share, ^{each to be} shall be subscribed, after which the books shall be closed, and ^{subscribed.} all persons of lawful age, shall be permitted to subscribe to the said stock, by paying two dollars on each share, at the time of subscribing, and on the first day on which said book shall be opened, no person shall be permitted, in his own name, or in the name of any other person, to subscribe for more than twenty 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 ^{Proviso.} whole number of shares shall have not been subscribed within the time before mentioned and limited, the said commissioners shall have power to re-open 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 ^{2d Proviso.} 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 24. When one thousand shares of the capital stock as aforesaid, shall have been subscribed, and at least two dollars per share paid in, the said commissioners shall certify to the Governor, under their hands and seals, the names of the subscribers, and the number of shares by them subscribed respectively, and the Governor shall thereupon, by letters patent, under his hand and the seal ^{Letters} of the state, erect and create the subscribers into a body ^{patent.} politic and corporate, in deed and in law, by the name, style and title of "The Berks county Insurance company," to be located in the said county of Berks, by which name and

Privileges and liabilities 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, demise, grant, alien or dispose of:

Proviso. *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 increased. SECTION 25. 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 time 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. SECTION 26. The capital 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 Berks, 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 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, and 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,

Penalty for neglect.

Forfeiture.

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 by the by-laws: *Pro-Provido.* *vided,* 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.

SECTION 27. 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 Berks, and stockholders of 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 Berks, for three successive weeks immediately preceding 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 *Proviso.* 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-eight, and until new directors shall be chosen.

SECTION 28. 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: every 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 *Ratio of votes.*

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 said company.

SECTION 29. 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 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 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 at 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 the said company.

SECTION 30. 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, together with every species of property, pursuit or business, in the pursuit and prosecution of which there is any loss or risk; and also, to make and effect insurances on lives, of whatsoever sort or nature, to contract for, grant and sell annuities and reversionary payments, to take, receive and hold all estates and property, real and personal, which may be granted, committed, trans-

ferred, or conveyed to them, with their consent, upon any trust or trusts whatever, at any time or times, by any person or persons, body or bodies corporate, or by any court of the United States, or of this state, and to administer, fulfil, and discharge the duties of such trusts, 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.

SECTION 31. It shall be lawful for the said corporation to employ, and improve the capital stock thereof, and all moneys 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 any 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.

Employment
and improve-
ment of capi-
tal stock, etc.

Proviso.

SECTION 32. The president and directors of said company shall, on the first Mondays of January and July in each 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 moneys 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 dividend 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

Dividends.

Accounta-
bility.

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 and 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 Berks: *Provided*, That every regulation which the board of directors, with the consent of a majority of the stockholders, may make in regard to the declaring of dividends, and the accumulation of the funds of the said company, shall be binding on all.

Proviso.

Stock transferable.

SECTION 33. 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.

Individual liability.

SECTION 34. 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.

Rights to repeal.

SECTION 35. 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 the 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.

Tioga Mutual Insurance co. incorporated.

SECTION 36. Alva C. Bush, Samuel W. Morris, Jonah Brewster, John Ryon, Benjamin Bently, Ephraim Dalrymple, Asa Mann, Joseph W. Guernsey, Hiram Beebe, Horace Frizelle, Thomas Dyer, Benjamin C. Wickham, and John W. Guernsey, and all other persons who may hereafter associate with them, in the manner herein prescribed, shall be a corporation, by the name of the Tioga county Mutual Insurance company, for the purpose of insuring their respective dwelling houses, stores, shops, and other buildings, household furniture, merchandise, and other property, against loss or damage by fire.

Who shall be members.

SECTION 37. All persons who shall hereafter insure with the said corporation, and also their heirs, and executors, administrators and assigns, continuing to be insured with said corporation, as hereinafter provided, shall hereby become members thereof, during the period they shall remain insured by said company, and no longer.

SECTION 38. The affairs of said company shall be managed by a board of directors, consisting of thirteen members, to be chosen or appointed as hereinafter provided; all vacancies happening in said board, shall be filled by the remaining directors, for the remainder of the year for which they were elected, or until a new election, and a majority of the whole shall constitute a quorum for the transaction of business; the persons named in the preceding section of this act, shall be the first directors, and the business of said corporation shall be done and transacted at such place in the village of Tioga, in the county of Tioga, as shall be designated by a majority of the directors present at any regular meeting of the board, and said board shall continue in office for one year after the passage of this act, and until others are chosen in their place, which board of directors shall thereafter be elected yearly, at such time and place in the village of Tioga aforesaid, as the corporation, in their by-laws shall appoint, of which election public notice shall be given in at least one of the public newspapers printed in said county, at least thirty days immediately preceding such election; such election shall be holden under the inspection of three members, not being directors, to be appointed by the directors, previous to every election, and shall be made by ballot, and by a plurality of the members, or their proxies, then present, allowing to each member one vote for every hundred dollars insured for him with said corporation, and said directors shall have the power to appoint annually, a president, a secretary, and a treasurer, and to fill all vacancies occurring between elections, and to make and have a common seal, and the same to alter, destroy, or renew at pleasure, and to make and ordain all by-laws proper for the regulation of the business and affairs of said corporation, not being inconsistent with the constitution or laws of the United States or of this commonwealth, and the same to modify or repeal, when necessary.

SECTION 39. The directors shall determine as nearly as practicable, by their by-laws, the rates of insurance on the different classes of property, and the sum to be deposited for any insurance; they shall also fix the sum to be insured.

SECTION 40. Every person who shall become a member of said corporation, by effecting insurance therein, shall, before he receives his policy, deposite his promissory note for such a sum of money as shall be determined by the directors; a part, not exceeding ten per cent. of said note, shall be immediately paid, and the remainder of said deposite note shall be payable in part or the whole, at any time when the directors shall deem the same requisite, for the payment of

losses by fire, and such incidental expenses as shall be necessary for transacting the business of said corporation, and at the expiration of the time of insurance, the said note, or such part of the same as shall remain unpaid, after deducting all losses and expenses during said term, shall be relinquished and given up to the maker thereof, and it shall be lawful for said company to loan such portion of their money on hand as shall not be wanted immediately for the purposes of said corporation, to be secured by bond and mortgage on real estate, of double the value of the sum loaned, above all incumbrances, for a term of time not exceeding two years, the interest to be paid half yearly, and in default of such payment, the principal, as well as interest, to become immediately due and collectable.

Liens.

Proviso.

SECTION 41: And said company shall have a lien, in the nature of a judgment, waiving the right of inquisition, upon all the real property of the insured, to the amount of his deposite note, or so much thereof as may be unpaid, which shall continue till the amount of such note, with interest, and costs of execution, if any, shall have been paid or satisfied, according to the provisions of this act: *Provided*, Said company shall file in the office of the prothonotary of the county wherein such real estate shall lie, a memorandum of the name of the individual insured, a description of the property, the amount of the deposite note unpaid, and the term for which the insurance shall continue, and the prothonotary with whom the same shall be filed, is hereby required forthwith to enter the same, without tax or fee, at large upon his judgment docket, and the same when so entered, shall be deemed and taken to be in all respects as a judgment entered upon confession, by virtue of a warrant of attorney, and execution may at any time be had thereof, for so much as by virtue of the provisions of this act may be due and demandable, but the lien thereof shall commence with the filing of such memorandum in the office of the prothonotary.

Alienation of the property to make void the policy.

Proviso.

SECTION 42. When property insured by this corporation shall be alienated by sale, or otherwise, the policy shall therefore be void, and be surrendered to the directors of said company, to be cancelled, and upon such surrender, the assured shall be entitled to receive his deposite note, with an order signed by the president and secretary of the board of managers, directing the prothonotary in whose office a memorandum of said notes may have been entered, as hereinbefore provided, to enter satisfaction thereon: *Provided*, That the assured shall first pay his proportion of the balance of losses and expenses, if any, which shall have accrued

prior to such surrender, but the grantee or alienee having the policy assigned, bequeathed, or descended to him, may have the same ratified and confirmed to him, for his own proper use and benefit, upon application to the directors, and with their consent, within thirty days next after such alienations, on giving proper security, to the satisfaction of said directors, for such portion of the deposite or premium note as shall remain unpaid, and by such ratification and confirmation, the party causing such security to be given, shall be entitled to all the rights and privileges, and be subject to all the liabilities to which the original party was liable and subjected to under this act.

SECTION 43. Suits at law may be maintained by said corporation against any of its members, for the collection of said deposite notes, or for any cause relating to the business of said corporation, or against any person for moneys due said corporation, or for injury done to their corporate property, books, or papers, or for causing the destruction by fire or any property by them insured, and for no other cause, but said corporation shall not hold any property except what may be absolutely necessary for the transaction of their corporate business; and all real estate purchased by said company, for the purpose of collecting or securing debts, shall escheat to this commonwealth, unless the same shall have been sold and disposed of, and passed bona fide from the possession and ownership of said corporation, within ten years next succeeding such purchase; also, suits at law may be maintained against said corporation, by any member thereof, for losses or damage by fire, if payment is withheld more than three months after the company are duly notified of such loss, and no member not being in his individual capacity interested, shall be incompetent as a witness in any such case as the aforesaid, on account of his being a member of said corporation.

SECTION 44. The directors shall, after receiving notice of any loss or damage by fire sustained on property insured by said corporation, and ascertaining the same, or after the rendition of any judgment, as aforesaid, against said company, for loss or damage, settle and determine the sums to be paid by the several members thereof, as their respective proportion of such loss, and publish the same, as they may seem fit, or in such manner as their by-laws shall have prescribed, and the sum to be paid by each member, shall always be in proportion to the original amount of his deposite note or notes, and shall be paid to the treasurer within thirty days next after the publication of the said notice; and if any member shall for the space of thirty days after the pub-

Of suits at law.

How loss or damage is to be settled and paid, etc.

lication of said notice, neglect or refuse to pay the sum assessed on him as his proportion of the loss aforesaid, in such case the directors may sue for and recover the whole amount of his deposit note or notes, with cost of suit, or may have execution for the whole amount, as provided for in the

section of this act, and the amount thus collected shall remain in the treasury of said corporation, subject to the payment of such delinquent's proportion of prior or future losses and expenses, and the balance, if any remain, shall be returned to the party from whom it was collected, on demand, after thirty days from the expiration of the term for which insurance was made.

If the available funds be insufficient, additional funds are to be raised to pay losses.

SECTION 45. If the available funds on hand, and the amount of deposit notes, should be insufficient to pay the loss occasioned by any fire or fires, in such case the sufferers insured by said company, shall receive towards making good their respective losses, a proportionate dividend of the whole amount of said deposit, according to the sums to them respectively insured, and in addition thereto, a sum to be assessed on all the members of said company, on the same principles as regulated the amounts of their respective deposit notes, but not exceeding one dollar on every hundred dollars to them respectively insured, and no member shall be required to pay for any loss occasioned by fire, at any one time, more than one dollar on every hundred dollars insured in said company, in addition to his deposit note, nor more than that amount for any such loss, after his said note shall have been paid in and expended, but any member upon payment of the whole of his deposit note, and surrendering his policy before any subsequent expense or loss has occurred, may be discharged from said company.

When policies to be issued.

SECTION 46. No policy shall be issued by said company, till application be made for insurance to the amount of twenty-five thousand dollars at least.

Period of insurance.

SECTION 47. No insurance shall be made by said company for a longer period than seven years.

Continuance of this act.

SECTION 48. This act shall take effect immediately after its passage, and shall continue in force twenty years, but the legislature of this commonwealth may at any time alter or modify its provisions.

Warren co. Mutual Insurance company incorporated.

SECTION 49. Henry Sargent, Archibald Tanner, Obed Easton, J. D. Sumerton, Francis Hook, Archibald Skinner, James O. Parmlee, Thomas Clemon, Abijah Morrison, Hiram Gilman, George Smith, E. N. Rogers, Cornelius Master, Jr. Abraham Hazeltine, Darius Mead, John F. Davis, Thomas Struthers, Robert Miles, John King, Samuel P. Johnson, Timothy F. Parker, Robert M'Kinney, Andrew

H. Ludlow, Gilman Merrill, Joseph W. Hackney, Aaron S. Parmlee, Robert Falconer, John Andrews, Lansing Witmore, Milton Ford, and all other persons who may hereafter associate with them, in the manner hereinafter prescribed, shall be, and are hereby constituted and declared to be, one body politic and corporate, by the name, style and title of "The Warren county Mutual Insurance company," and by the same name shall have perpetual succession, and shall be able to sue and be sued, implead and be impleaded, in all courts of record or elsewhere, and to purchase, receive, have, hold, and enjoy, to them and their successors, lands, tenements, rents, annuities, franchises and hereditaments, goods and chattels, of what kind soever, and choses in action, and the same to sell and dispose of from time to time: *Provided*, The clear yearly value or income of the necessary houses, lands and tenements, rents and annuities, or other hereditaments, and real estate of the said corporation, and the interest of money loaned by it, shall not exceed two thousand dollars, and also to make and have a common seal, and the same to alter and renew at pleasure, and also, to ordain, establish, and put in execution such by-laws, ordinances and regulations, as shall appear necessary and convenient for the government of said corporation, not being contrary to this charter, or the laws of the United States or this commonwealth, and generally, to do and transact all such matters and things as shall to them lawfully appertain to do and transact, for the well being of the corporation, and the due management and well ordering of the affairs thereof.

Name, style and title.

Privileges & liabilities.

Proviso.

Seal.

SECTION 50. The object and business of said company, shall, and is hereby prescribed to be the insurance of their respective dwelling houses, stores, shops, and other buildings, household furniture, goods and chattels, and other property, against loss or damage by fire.

Object and business of the comp'y.

SECTION 51. All persons who shall hereafter insure with the said corporation, and also their heirs, executors, administrators and assigns, continuing to be insured in the said corporation, as is hereinafter provided, shall thereby become members thereof, during the period they shall remain insured by said corporation, and no longer.

Who shall be members.

SECTION 52. The affairs of the company shall be managed by a board of directors, consisting of thirteen members, to be elected and chosen as hereinafter provided, which board shall appoint from their own number one person as president, and one as secretary of the board; they shall also appoint one person as treasurer, of whom they shall require such securities as they may provide by by-law; the board of

Affairs of co. how to be managed.

directors shall also provide by by-law for all other officers, and the employment of such clerks, agents, and attorneys, as may be found necessary for the transaction of the business of the institution, and shall also determine the rates of insurance, the sum to be insured, and the sum to be deposited for any insurance, and a majority of the board shall constitute a quorum to do business.

Quorum.

First election of directors.

SECTION 53. The members of the corporation shall, upon ten days notice, in one newspaper printed in the borough of Warren, meet at the Mansion House in the borough of Warren, and hold their first election of directors, and such election shall be held under the inspection of three members, to be chosen by the members who may attend at the time and place of holding the election; such election of directors shall be by ballot, and by a plurality of votes of the members present, and the directors so elected, shall

Annual election.

continue in office until the first Monday of June next, on which day, and annually thereafter, the members of said corporation shall, at such place in the borough of Warren as by their by-laws may be provided for holding their annual and other meetings, and elect a board of directors, to continue in office one year, and until their successors shall be elected, which annual elections shall be held under the inspection of three members, previously appointed for the purpose, by the board of directors, and thirty days previous notice of the time and place of holding such annual elections shall be given, in at least one public newspaper printed in the borough of Warren; the elections shall be by ballot, and a plurality of the votes given shall be deemed a majority to elect: *Provided*, That those members not in attendance,

Proviso.

may vote by their proxies, and each member shall be allowed one vote for every hundred dollars he may have insured; and in case of neglect or failure to elect directors at the time appointed for their annual election, the president of the board shall fix a time, and give at least thirty days notice thereof, in a newspaper aforesaid, at which time an election shall be held, in manner aforesaid, and any vacancy in the board which may occur by death, resignation, or otherwise, may be filled by the remaining directors, until the next annual election.

Vacancies.

Payment of insurance made by deposite notes.

SECTION 54. Every person who shall become a member of this corporation by effecting insurance therein, shall, before he receives his policy, deposite his promissory note for such sum of money as shall be determined by the directors, a part, not exceeding five per cent. of said note, shall be immediately paid in, and the remainder of said deposite note shall be payable in part or the whole, at any time where

the directors shall deem the same requisite for the payment of losses by fire, and such incidental expenses as shall be necessary for transacting the business of said company, and at the expiration of the term of insurance, the said note, or such part of the same as shall remain unpaid after deducting all losses and expenses occurring during said term, shall be relinquished and given up to the maker thereof, and it shall be lawful for said corporation to loan such portion of their money on hand as may not be immediately wanted for the purpose of said corporation, to be secured by mortgage or judgment, creating a lien for the same upon real estate, of sufficient value, beyond other incumbrances, to render the same perfectly secure, or upon other good and sufficient securities.

SECTION 55. When any property insured with this incorporation shall be aliened by sale, or otherwise, the policy shall therefore be void, and shall be surrendered to the directors, to be cancelled, and upon such surrender, the insured shall be entitled to receive his deposite note, upon payment of his proportion of losses and expenses accrued prior to such surrender, but the alienee or grantee having the policy assigned to him, may have the same ratified and confirmed to him, for his own proper use and benefit, upon application to the directors, and with their consent, within twenty days next after such alienation, on giving proper security, to the satisfaction of said directors, for such portion of the deposite or premium note as shall remain unpaid, and by virtue from the time of such ratification, the party causing such security to be given, shall be entitled to all the rights and privileges, and be subject to all the liabilities to which the original party to whom the policy was issued was entitled and subjected under this act.

SECTION 56. Every member of said company shall be bound to pay for losses, and such necessary expenses aforesaid, accruing in and to said company, in proportion to the amount of his deposite note, and all buildings insured by said company, together with the right, title and interest of the aforesaid to the lands on which they stand, shall be, and are hereby pledged to said company, and said company shall have a lien thereon, in nature of a mortgage, to the amount of his deposite note, which shall continue during the existence of his policy, the lien to take effect from the time when the company shall file in the office for recording of deeds and mortgages in and for Warren county, a memorandum of the name of the person ensured, together with a description of the property ensured, the amount of the deposite note, and the term for which the policy shall continue.

Suits at law. SECTION 57. Suits at law may be maintained by said incorporation against any of its members, for the collection of said notes, or any assignment thereon, or for any other cause relating to the business of said corporation; also, suits may be prosecuted and maintained by any member against said corporation, for losses and damage by fire, if payment be withheld or refused more than three months after the company are duly notified of such losses, and no member of the company not being in his individual capacity a party to such suit or suits, shall be incompetent as a witness therein on account of being a member of the company.

Loss & damage to be settled and paid SECTION 58. The directors shall, after ascertaining the amount of loss or damage by fire sustained by any of its members, settle and determine the amount to be paid by each member as their respective shares of such loss or damage, and publish the same, in such manner as they by their by-laws may prescribe, and the members shall pay the same to the treasurer of the company, within thirty days after the publication of said notice, and if any member shall for the space of thirty days after the publication of said notice, neglect or refuse to pay the sum assessed upon him as his proportion of any loss as aforesaid, in such case, said company may sue for and recover the whole amount of his deposite note or notes, with costs of suit, and the amount thus collected, shall remain in the treasury of said company, subject to the payment of such losses and expenses as have, or may thereafter accrue, and the balance, if any remain, shall be returned to the party from whom it was collected, on demand, after thirty days after the expiration of the term of his insurance.

Mode of making good all losses. SECTION 59. If the whole amount of deposite notes should be insufficient to pay the loss occasioned by any fire or fires, in such case the sufferers insured by said company, shall receive towards making good their respective losses, a proportionate dividend of the whole amount of said notes, according to the sums by them respectively insured, and in addition thereto, a sum to be assessed on all the members of said company, on the same principles as regulated their deposite notes, but not exceeding one per cent. on the amounts by them respectively insured, and no member shall ever be required to pay for any loss occasioned by fire, at any one time, more than one per cent. on the amount he has insured in said company, in addition to the amount of his deposite note, no more than that amount for any such loss which may accrue after his said note shall have been paid in and expended, but any member upon payment of the whole of his deposite note, and surrendering his policy before any

subsequent loss or expense has occurred, may be discharged from said company.

SECTION 60. The office for the transaction of business of said corporation shall be kept at such place in the borough of Warren as the directors shall agree upon, and no policy shall be issued by said company, until application shall be made for insurance for forty thousand dollars at least.

SECTION 61. This act shall take effect immediately after its passage.

LEWIS DEWART,
Speaker of the House of Representatives.
J. R. BURDEN,
Speaker of the Senate.

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

JOS : RITNER.

No. 109.

An Act

To alter the times of holding Courts in the county of Tioga, and for other purposes.

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 from and after the last day of July, in the year of our Lord, one thousand eight hundred and thirty-seven, the several courts of Common Pleas, Oyer and Terminer, General Quarter Sessions of the peace, and the Orphans' Court, to be held in and for the county of Tioga, shall respectively commence and be held on the second Monday in June, the third Monday in October, the second Monday in January, and the second Monday in March, in each year, and so much of any law fixing the times of holding said courts, as is hereby altered or supplied, be, and the same is hereby repealed: That from and after the next May term of the court of Common Pleas of Monroe county, the several courts of the said county shall commence and be holden at the court house in Stroudsburg, on the Mondays of the next week following the courts in Pike county, and continue, if necessary, one week: *Provided,* That the several courts of

Times of holding the several courts in Tioga co.

Times and place of holding the several courts in Monroe co.

Provided.