No. 336.

AN ACT

To incorporate the Lancaster gas 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 John F. Steinman, Robert Moderwell, Christian Kuffer, John F. Long, doctor John Miller, William Kirkpatrick, John S. Gable, John Wise, doctor Samuel Humes, John N. Lane, David Longenaker, Christian Bachman, David Cockly, John Christ, Alexander L. Hays, esquire, John Reynolds, doctor E. Parry, Charles Hager, of Lancaster county, or any five of them are hereby appointed commissioners to do and perform the several things hereinafter mentioned, that is to say: They shall procure a suitable book, and therein enter as follows: "We whose names are hereunto subscribed, do promise to pay to the president and managers of the Lancaster gas company, the sum of twenty-five dollars for every share of stock set opposite to our respective names, in such manner and proportions, and at such times as shall be determined by the president and managers of the said company, in pursuance of an act of the general assembly of the commonwealth Pennsylvania, entitled 'An Act to incorporate the Lancaster gas company.' Witness our hands this day of in the year eighteen hundred and forty-nine;" and shall thereupon give notice in two newspapers published in the county of Lancaster, for two weeks at least, of the time and place, when and where the said book shall be kept open to receive subscriptions for the stock of the said company; at which time and place one or more of the said commissioners shall attend, and permit all persons of lawful age, who shall offer to subscribe in the said book, in their own names, or in the names of any other persons who shall authorize the same, for shares in said stock. and the said book shall be kept open for the said purpose, at least six hours in each juridical day, for the space of five days, or until there shall have been subscribed five hundred shares; and if at the expiration of five days, the book aforesaid shall not have the number of shares aforesaid therein subscribed, the said commissioners may adjourn from time to time, and transfer the said book elsewhere, until the whole number of four thousand shares be subscribed, of which adjournment and transfer the commissioners aforesaid shall give such public notice as the occasion may require; and when the whole number of shares shall have been subscribed, then the book shall be closed.

Commissioners.

Form of subscription.

Who may subscribe.

SECTION 2. When one thousand shares of the stock shall have been subscribed, and the sum of five dollars paid on each and every share, the commissioners who have acted, or a majority of such, shall certify to the governor under their hands and seals the names of the subscribers and the number of shares subscribed by each, and the sums paid thereon; whereupon the governor shall, by letters patent under his hand and the seal of the commonwealth, create and erect the subscribers, and if the subscription be not full at the time, then also those who shall thereafter subscribe, to the number of shares as aforesaid, into a body politic and corporate, in deed and in law, by the name and style of "The

Letters patent.

Style.

Privileges. Lancaster gas company," and by the same name the subscribers shall have perpetual succession, and be able to sue and be sued, plead and be impleaded in all courts of record and elsewhere, and by the said name the said corporation shall have power and authority to manufacture and sell gas to be made of bituminous coal or other materials, for the purpose of lighting the streets, buildings, manufactories and other places in the city of Lancaster, and to purchase, have, hold, receive and enjoy to them and their successors lands, tenements and hereditaments, goods, chattles and all estate, real and personal or mixed, of what kind or quality soever, and the same from time to time to sell, mortgage, grant, alien or dispose of, and to make dividends of such portions of the profits as they may deem proper; and also to make and have a common seal, and the same to alter or 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 the said corporation, not being contrary to the constitution and laws of the United States or of this commonwealth, and generally to do all and singular the matters and things which to them it shall lawfully appertain to do, for the well being of the said corporation: *Provided*, That nothing herein contained shall be considered as in any way giving to the said corporation any banking privileges whatsoever, or any other privileges, liberties or franchises but such as may be necessary or incident to the making of gas, and the distribution thereof, for the purposes of illumination in the city of Lancaster: *Provided further*, That the said company shall at no time hold or possess any land, for any other purpose than the construction thereon of the necessary works and offices of the said company.

Proviso. Dividends. Seal. By-laws. Proviso. Proviso.

Organization. SECTION 3. The said named commissioners, or a majority of them, shall, as soon as conveniently may be after the said letters patent shall have been obtained, give at least two weeks' previous notice in the newspapers hereinbefore mentioned, of the time and place by them appointed for the subscribers to meet in order to organize the said company, and to choose by a majority of votes of the said subscribers, by ballot, to be given in person or by proxy, (which proxy shall have been obtained and bear date within four weeks previously to the election at which such proxy shall be presented,) duly authorized, one president and six managers; the president and managers aforesaid shall conduct the business of said company until the second Monday in June, Anno Domini, one thousand eight hundred and forty-nine, and until like officers shall be chosen, and may make such by-laws, rules, orders and regulations as are not inconsistent with the laws and constitution of this state and of the United States, and as may be necessary for the due management and ordering the affairs of the said company.

Officers.

Annual meeting of stockholders. SECTION 4. The stockholders shall meet on the second Monday of June, Anno Domini, one thousand eight hundred and forty-nine, and on the same day and month annually thereafter, at such place as may be fixed upon by the by-laws, of the time and place of which meeting notice shall be given at least two weeks previously in the newspapers aforesaid, and choose by ballot, by a majority of votes present, their officers for the ensuing year, as mentioned in the third section of this act, which officers so elected shall continue in office for one year, or until a new election shall be had; and the stockholders shall also meet at such other times, either upon the requisition of the managers, or of any stockholders who own in the aggregate one hundred shares, as they may be summoned to meet by the said managers or stockholders, in such manner and form as shall be prescribed by the by-laws, at which annual or special meeting they shall have full power and authority to make, alter or repeal, by a majority of votes present, in manner aforesaid, all such by-laws, rules, orders and regulations as aforesaid, and to do and perform every other corporate act; and the number of votes to which each stockholder shall be entitled at all elections, and upon all questions submitted to any annual or special meeting of the said stockholders, shall be according to the number of shares he or she shall hold, in the proportions following: that is to say, for each share, not exceeding two shares, one vote; for every two shares above two, and not exceeding ten shares, one vote; for every five shares above ten shares, one vote; and no share shall confer a right of voting which shall not have been holden two calendar months prior to the day of election, nor unless it be holden by the person in whose name it appears, absolutely and bona fide in his or her own right, or in the right of his wife, or for his or her sole use and benefit as an executor, administrator, trustee or guardian, or in the right and for the use and benefit of some co-partnership, corporation or society, of which he or she may be a member, and not in trust for and to the use and benefit of any other person: *Provided*, That no person shall be permitted to vote at the first election of said company, unless he or she has fully paid five dollars on each share of stock by him or her subscribed, as directed by the second section of this act; and at all subsequent elections of said company, no person shall be permitted to vote unless he or she shall have fully paid all the instalments called for and then due on the shares by him or her subscribed, 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, in the year eighteen hundred and twenty, entitled "An Act to regulate proxies."

Votes.

Proviso.

SECTION 5. The election of officers provided for in the fourth section of this act, shall be conducted in the following manner, that is to say: The managers for the time being, shall appoint two of the stockholders not being managers, to be judges of the said election, and to conduct the same, who before undertaking so to act, shall severally take and subscribe an oath or affirmation, before a justice of the peace or alderman, well and truly according to law, to conduct such election to the best of their knowledge and abilities, and the said judges shall decide upon the qualifications of the voters; and when the election is closed, (which shall be and remain open at the office of the company, in Lancaster, from ten o'clock, A. M., until three o'clock, P. M.,) shall count the votes, and the stockholders having the highest number of votes shall be declared duly elected; and if it shall at any time happen that an election of president or managers shall not be made, the corporation shall not for that cause be deemed to be dissolved, but it shall be lawful to hold and make such election of president or managers on the same day, or any other day thereafter, giving at least ten days' notice, signed by the president, in the newspapers before mentioned, of the time and place of holding such election, and they are hereby required so to do at least once in every twenty days, till the requisite officers are chosen; and the president and managers of the preceding year shall in that case continue to act, and be invested with all powers belonging to their respective stations, until an election shall take place; in case of the death or resignation or removal from the state, of any president, manager or other officer, his place shall be filled by the board of managers until the next annual election: *Provided*, That none but stockholders shall be eligible to be elected president or managers.

Election for officers, how conducted.

Proviso.

SECTION 6. The president and managers shall meet at such times and places as shall be found most convenient for the transacting of their business, four of whom shall be a quorum, who in the absence of the

President and managers.

Quorum.

president, may choose a chairman, and shall keep minutes of their transactions fairly entered in a book; and a quorum being formed they shall have full power and authority to buy land for the gas works and erect the same; to appoint all such architects, surveyors, chemists, superintendents and other artists and officers, as they shall deem necessary to construct and carry on the intended gas works, and to fix their salaries and wages; to enter into and execute contracts or covenants, in relation to the objects of said corporation, and to enforce the same; to ascertain the time, manner and proportions in which the said stockholders shall pay the moneys due on their respective shares; to draw orders on the treasurer for money, which orders shall be signed by the president, or in his absence, by a majority of the managers present, and countersigned by the secretary, and generally to do all such other acts and matters and things, as by this act and by-laws and regulations of the company, they are authorized to do.

Powers of.

SECTION 7. The president and managers first chosen, shall procure certificates or evidence of stock for all the shares of the said company, and shall deliver one such certificate, signed by the president and countersigned by the secretary, and sealed with the common seal of the said corporation, to each person for such share or shares as by him are subscribed and held, which certificate or evidence of stock shall be transferable at pleasure, in person or by attorney duly authorized in the presence of the president or secretary, in a book to be kept by the said corporation for that purpose, subject however, to all payments due or to become due thereon; and the assignee holding any certificate transferred as aforesaid, shall be a member of said corporation, and for every certificate assigned to him as aforesaid, shall be entitled to a share or shares as is therein mentioned of the capital stock, of all the estates and emoluments of the corporation incident to such share or shares, and to vote as aforesaid at the meetings thereof, and subject to all penalties and forfeitures, and of being sued for all the balance and penalty due or to become due on each share, as the original subscriber would have been.

Certificates of stock.

Transferable.

SECTION 8. If after twenty days' notice in the public papers as aforesaid, of the time and place appointed for the payment of any proportion or instalment of the said capital stock, in order to carry on the works of the company, any stockholder shall neglect to pay such proportion or instalment at the place appointed, for the space of thirty days after the time so appointed, every such stockholder or his assignee, shall in addition to the instalment so called for, pay at the rate of two per centum per month, for the delay of such payment; and if the same and the additional penalty shall remain unpaid for such space of time as that the accumulated penalty shall become equal to the sum or sums before paid in part, and on account of such share or shares, the same shall be forfeited to the said company, and may be sold to any person or persons willing to purchase, for such price as can be obtained for the same; that in default of payment by any stockholder of any such instalment as aforesaid, the president and managers may at their election, cause suit to be brought before an alderman or justice of the peace, or in any court having competent jurisdiction, for the recovery of the same, together with the penalty aforesaid; that in case of the transfer or assignment of any such share or shares, on which default has been made as aforesaid, the president and managers of the said corporation may bring suit as aforesaid, either against the person who assigned or transferred the said share or shares, or the person to whom such transfer or assignment was made, for the recovery of any unpaid instalment, together with the penalty aforesaid.

Stock, when forfeited.

SECTION 9. The managers shall declare dividends of so much of the net profits of the company, as shall appear, to them advisable, on the first Mondays of June and December every year, which shall be paid *to the stockholders on demand, ten days after the same shall have been* declared.

Dividends.

SECTION 10. That the company shall have power and authority, and is hereby empowered and authorized to erect gas posts, burners and reflectors; to dig such trenches in, along and across the public streets, lanes, alleys and sidewalks in the city of Lancaster, for the purpose of laying their pipes for the distribution of gas, as the said company may *deem necessary: Provided,* That the said company shall fill up said trenches, and restore the said public roads, streets, lanes, alleys and sidewalks to as good a condition as *they were respectively in before the* said trenches were dug, at the proper cost and expense of the said company.

Power to erect gas posts, burners and reflectors, to dig trenches along and across streets, lanes, &c.

SECTION 11. If any person or persons shall open a communication into the street gas-main or other gas pipe of the said company, without *authority from the* inspector, or other authorized agents of the said company, or shall let on the gas after it has been stopped by order of the said inspector, or other authorized *agent of the said company, for* repairs or any other cause or purpose, or shall put up any pipes or burners, in addition to the pipes or burners originally put up and inspected, and introduce the gas into them without authority as aforesaid, he, she or they shall be subject to a penalty of not less than ten, nor more than fifty dollars for each and every such offence, to be recovered as debts of the like amount are recoverable in law, one-half to be paid *to the informer and the other half to the said company.*

Penalty for opening a communication into the street gas-main, or other gas pipe, &c.

SECTION 12. If any person shall wilfully or maliciously do or cause to be done, any act or acts whatever, whereby any *building, construction,* or works of said company, or any gas pipe, gas post, burner or reflector, or any matter or thing appertaining to the same, shall be stopped, obstructed, injured or destroyed, the person or persons so offending shall be considered guilty of a misdemeanor, and being thereof indicted and convicted in the court of quarter sessions, shall be punished by fine not exceeding one hundred dollars, or imprisonment not exceeding one year, *or both, at the discretion of the court: Provided,* Such criminal prosecution shall not in anywise impair the right of action for damages, by a civil suit hereby authorized to be brought for any such injury as aforesaid, by and in the name of the said corporation, in any court in this state, having cognizance of the same.

Punishment for wilful or malicious injuries to company's works.

Proviso.

WILLIAM F. PACKER,
Speaker of the House of Representatives.
GEORGE DARSIE,
Speaker of the Senate.

APPROVED—The seventh day of April, one thousand eight hundred and forty-nine.

WM. F. JOHNSTON.