

**Chap 418** An Act to incorporate the Madison and Westfield Plank and Gravel Road Company.

*The people of the State of Wisconsin represented in Senate and Assembly do enact as follows:*

**Commissioners.** SECTION 1. Alexander L. Collins, Elisha Burdick, James D. Ruggles, Cassius Fairchild, John Favill, Simon Dean, Charles Hallup, Charles O. Baxter, and Marcus Warren, be and they are hereby appointed commissioners under the direction of a majority of whom subscriptions may be received to the capital stock of the "Madison and Westfield Plank and Gravel Road Company," hereby incorporated, and they may cause books to be opened at such times and places as they shall direct, for the purpose of receiving subscriptions to the capital stock of said company, first giving thirty days' notice of the times and places of taking such subscriptions by publishing the same in one or more of the newspapers published at Madison, for three weeks in succession.

**Powers.** SEC. 2. The capital stock of said company shall not exceed one hundred thousand dollars, to be divided into shares of twenty dollars each, and as soon as one hundred shares of the capital stock shall be subscribed and five per cent. paid in, the subscribers of such stock, with such other persons as shall associate with them for that purpose, their successors and assigns, shall be and they are hereby created and declared a body corporate and politic by the name and style of the "Madison and Westfield Plank and Gravel Road Company," with perpetual succession, and by that name shall be capable in law of purchasing, holding, selling, leasing, and conveying estate, real, personal, or mixed, and in their corporate name may sue and be sued, may have a common seal, which they may alter or renew at pleasure, and may do all things which are authorized by law for the interest and well being of said company.

**To call meeting.** SEC. 3. The said commissioners or a majority of them, after the said one hundred shares shall have been subscribed as aforesaid, shall give at least twenty days' notice in the newspapers heretofore mentioned, of the time and place of a meeting of the stockholders for the purpose of electing seven directors; and annually thereafter the said stockholders shall meet on the first Monday in January, for the purpose of electing directors as aforesaid, upon a like previous notice to be given by a majority of the directors for the time being, in such newspapers as they may think proper: *Provided*, That previous to the first election, the commissioners hereinbefore named shall elect one of their number president and they shall perform all the du-

ties and be invested with all the powers of directors: *Provided further*, That if from any cause, an election shall not be held at the regular time specified therefor, the same may be held at any other time on notice as aforesaid; that until such election the directors of the preceding year shall continue to act, and this charter shall not be avoided by reason of irregularity or want of such election, and in case of any vacancy in the board of directors, the same shall be filled by the other directors or a majority of them.

SEC. 4. The affairs of said company shall be managed by a board of seven directors, who shall be stockholders<sup>3</sup> and be chosen annually by ballot, by the stockholders of said company, the votes to be given in person or by proxy duly authorized; which directors shall appoint one of their number president, and shall serve until others are elected in their stead. They shall make and establish such by-laws, and regulations as may be necessary for the well ordering of the affairs of said company. Each share of stock shall be entitled to one vote, and in all cases of elections for directors, the seven stockholders having the greatest number of votes shall be declared duly elected.

Board of directors.

SEC. 5. Five directors shall constitute a quorum for the transaction of business, who in the absence of the president, may appoint a president *pro tempore*. They, the said directors, shall appoint a secretary, treasurer, and such engineers and other officers as they may find necessary; and they shall have power to decide the time and manner in which the stockholders shall pay the money due on their respective shares, may declare forfeited to the use of the company the share or shares of every person failing to pay any installment at a reasonable period not less than thirty days after the time appointed for the payment thereof.

SEC. 6. The commissioners, until the directors are chosen, shall issue certificates to each stockholder for the number of shares he, she, or they shall subscribe for or hold in said corporation, signed by the president and countersigned by the secretary, subject to all the payments due or to become due thereon, which stock shall be transferable under such regulations as may be provided by the by-laws of said company. The commissioners shall also have power to determine the route for aforesaid plank and gravel road, to be commenced at some eligible point in the village of Madison, and thence by the nearest and best route to the Wisconsin river opposite the village of Westfield, with a branch to part from said road at any and the best practicable point, and one branch shall terminate at or op-

To issue certificates.

posite Sauk City, and the other at the Wisconsin bridge on the Wisconsin river.

May enter on lands.

SEC. 7. It shall and may be lawful for said company, their officers, engineers, and agents to enter upon any lands for the purpose of exploring, surveying, and locating the route of said road, doing thereto no unnecessary damage, nor locating any such route through any orchard or garden without the consent of the owner thereof, nor through any buildings or fixtures for the purposes of trade or manufactures, or any yard or enclosures necessary to the use and enjoyment thereof, without the consent of the owners; and when the said route shall be determined by said company, it shall be lawful for them, their officers, agents, engineers, contractors, and servants, at any time to enter upon, take possession of and use such lands to the width of four rods, and also to take from any land adjoining said road, gravel, stone, or earth, for the purpose of constructing or repairing said road, subject, however, to the payment of such compensation as the company may have agreed to pay therefor, or as shall be ascertained in the manner hereinafter directed and provided in case of land.

How damages settled.

SEC. 8. Whenever it shall be necessary for said company to enter upon and occupy for the purpose of making said road, any land upon which the same may be located, and the owner or owners of said land shall refuse to permit such entry or occupation, and the parties cannot agree upon the compensation to be made for injury that may be done to said land by such entry or occupation, it shall and may be lawful for the parties to appoint three disinterested persons to estimate such damage, who shall take an oath or affirmation fairly and impartially to estimate the same, and who shall reside in the county where the land lies. The expenses incurred by said appraisers shall be defrayed by said company, but if the parties cannot agree upon such persons, or if the persons so chosen cannot decide upon the matter, or if the owner of such land shall refuse or neglect to join in such appointment within twenty days after requisition for that purpose upon him made, or if such owner shall be under legal disability or out of the state, then it shall be lawful for the judge of the circuit or county court in which such land lies, on application of either party, at the cost and charge of said company, to appoint three disinterested persons of the said county to view and examine said lands, and estimate the injury or damage, if any in their judgment will be sustained as as aforesaid by reason of the location and construction of

said road, and report the same under oath or affirmation to the circuit or county court of said county; which report being confirmed by said court, judgment shall be entered thereon. The said reviewers shall be entitled to two dollars per day, each, for their services, to be paid by the the said company in all cases where the damages shall be assessed to a greater amount than the sum that may have been tendered by said company for the use of said land, or to be paid by the owner or owners in all cases where the assessed damagess shall not be greater than the sum thus tendered: *Provided*, That in case the owner of such land be under any legal disability, then the costs of such assessment shall be paid by said company: *Provided further*, That either party may appeal to the said court within thirty days after such report may have been filed in the clerk's office, and such appeal shall be tried as other issues arising in said court: *And provided also*, That upon payment of the sum specified in the report of said viewers or appraisers, to the owner or owners of said land, or a deposit of the same for his or their benefit with the clerk of said court, [of the county] in which the land is situated, the said company may immediately take and use the same without waiting the issue of said appeal.

Sec. 9. The said company shall have power to construct a single or double track plank road upon the aforesaid route. The track shall be constructed of plank, stone, gravel, or charcoal, in whole or in part, so that the same shall constitute a firm and smooth surface for the passage of wagons and carriages. The directors shall exercise all powers conferred on them by law, shall audit and pay all accounts against said company, may fix the compensation and salary of the officers they may appoint and meet at such times and places as they may prescribe in the by-laws to be made by them; they may appoint and remove all officers at pleasure, prescribe the meeting of the stockholders, and declare and pay the dividends which may accrue on the shares of said stock to the stockholders of said company on the first Monday of July and January in each year.

Sec. 10. A majority of the directors may determine the point at which this road shall be commenced, and the part to be first constructed. They may erect toll gates and exact toll from persons traveling their road whenever three miles are finished, or whenever the whole road is completed, not exceeding two cents a mile for every vehicle drawn by two animals, and if drawn by more than

*Provided.*

*Powers of Directors.*

*Rates of toll*

two animals, one cent a mile for every additional animal; for every vehicle drawn by one animal, one cent a mile; and for every horse and rider or led animal, one cent a mile; for one score of sheep or swine, two cents a mile; and for every score of neat cattle, six cents a mile.

How charter  
forfeited.

SEC. 11. If said corporation shall not, within three years from the passage of this act, commence the construction of said plank road, and expend one thousand dollars or more thereon, and shall not within ten years, complete the road, then the rights, privileges, and powers of the said corporation under this act shall be null and void.

J. McM. SHAFTER,

*Speaker of the Assembly.*

E. B. DEAN, JR.,

*President pro tem. of the Senate.*

Approved, April 17, 1852.

LEONARD J. FARWELL.

[*Published July 1, 1852.*]

## Chap 419

An Act to incorporate the Northwestern Rail Road Company.

*The people of the State of Wisconsin represented in Senate and Assembly, do enact as follows:*

Created a body  
corporate.

SECTION 1. Otis Hoyt, Wiram Knowlton, Timothy Burns, B. Allen, and John B. Hoyt, their associates, successors and assigns, are created a body corporate, by the name of the Northwestern Rail Road Company, and by that name shall be and are hereby made capable in law to purchase, hold and enjoy to themselves and their successors, lands, tenements, and hereditaments, so far as may be necessary for the purpose of erecting and constructing a rail road between the points hereinafter named, and shall have full power to sell, grant, rent, or in any manner dispose of the same; and the said company shall have full power to contract and be contracted with, to sue and be sued, plead and be impleaded, answer and be answered, and also to make, have, and use a common seal, the same to alter, break or renew at their pleasure.

To open books.

SEC. 2. The above named persons, or a majority of them, are hereby authorized to open books for receiving subscriptions to the capital stock of said company, and shall prescribe the form of such subscription, which books shall be opened within eighteen months from the passage of said act at such place or places as they may deem expedient, and the said books shall be kept open thirty days.