

term of their respective offices: *provided*, that all officers of the said corporation shall hold their offices until their successors are elected and qualified.

First meeting.

SECTION 7. The first meeting of the association under this act shall be held on the first Thursday in the month of March, 1864, and afterwards they shall meet on their own adjournments, or as the constitution, rules and by-laws shall prescribe.

SECTION 8. This act shall take effect and be in force from and after its passage.

Approved February 18, 1864.

CHAPTER 84.

[Published March 1, 1864.]

AN ACT to incorporate the Black river improvement company.

The people of the state of Wisconsin, represented in senate and assembly, do enact as follows:

Corporators.

SECTION 1. Abner Gile, Gideon C. Hixon, William T. Price, Aaron P. Hosford, John S. Keator, Dudley J. Spaulding, N. B. Holway, A. H. Hankerson, E. L. Brockway, Andrew Sheppard, S. L. Nevins, William C. Root, John McMillen, James McKinley, Robert Ross, Chauncey Blakesley, James Perry, Mahlon Luis and Eli Mead, and such other persons as shall become stockholders in the corporation hereby created, in accordance with the provisions of this act, shall be and they are hereby created, in accordance with the provisions of this act, a body corporate and politic, by the name and style of the Black river improvement company, and by that name shall have succession and continue for twenty-five years, and shall have power and authority, and they are hereby authorized and empowered, to improve the navigation of the Black river and lakes near the mouth of the same, in the counties of Clark, Jackson, Trempealeau and La Crosse, in the state of Wisconsin, by removing obstructions, breaking jams, deepening, widening and straightening the channel, closing up chutes and side cuts leading from said river into the Mississippi river, and into the bottom

Name and powers.

lands of said river, and into sloughs; to erect booms and piers, to construct levees or dykes, and repair and straighten the banks of said Black river, and to contract and be contracted with, sue and be sued, implead and be impleaded, in all courts of law and equity whatever, and make, have and use a common seal, with right to alter and renew the same at pleasure, and have full power to acquire by gift, grant, devise or purchase, and by deed, lease, contract, conveyance or otherwise known to the law, a fee simple or other less estate or interest in any lands.

SECTION 2. The capital stock of said corporation shall be fifty thousand dollars, and shall be divided into one thousand shares of fifty dollars each, and shall be subscribed for in the manner hereinafter provided. Capital stock.

SECTION 3. The incorporators hereinbefore mentioned, viz.: Abner Gile, Gideon C. Hixon, William T. Price, Aaron P. Hosford, John S. Keator, N. B. Holway, A. H. Hankerson, Dudley J. Spaulding, E. L. Brockway, Andrew Sheppard, S. L. Nevins, William C. Root, John McMillen, James McKinley, Robert Ross, Chauncey Blakesley, James Perry, Mahlon Luis and Eli Mead, are hereby appointed commissioners to receive subscriptions to the capital stock of said company, a majority of whom shall constitute a quorum, and shall have authority and power to do any act or thing which the commissioners under this act have authority to do. Said commissioners shall give notice by publication in one newspaper printed and published in the counties of Clark, Jackson, Trempealeau and La Crosse, respectively, of the time and place when and where they will meet to raise subscriptions to the capital stock of said corporation, and at such meeting shall prescribe rules as to the manner in which subscriptions to the capital stock of said company shall be made, the amount (not less than twenty-five dollars) to be paid upon each share, and the time of such subscription, and the times and places of the payment of the remainder, which rules shall be entered at length on the books of subscription to said capital stock, said books to be kept open until the whole number of shares of said capital stock shall be subscribed for, when said books shall be closed, and no more subscriptions received by said commissioners. Commissioners to receive subscriptions.

SECTION 4. Whenever two hundred shares of the capital stock of said company shall be subscribed for, Notice of meeting to receive subscriptions.

Rules relating to subscriptions.

First election of directors.

in conformity with the rules prescribed by the said commissioners, and the amount prescribed by such rules paid upon each share so subscribed for, said commissioners shall give notice to the stockholders of said company, by publication for one week in the newspapers hereinbefore mentioned, printed in the several counties aforesaid, or by written notice served personally upon said stockholders, or by leaving the same at their places of residence, to meet at a time and place designated in said notice, to elect seven directors of said company, who shall be stockholders, and who shall hold their offices until others are elected in pursuance of the by-laws of said company.

Board of directors.

SECTION 5. All the affairs of said company shall be managed by a board of seven directors, who shall be stockholders, and who are hereby invested with all the powers of the corporation. After the first election of said directors as hereinbefore mentioned, said directors shall be chosen annually by the stockholders of said company, by ballot, at the annual meeting of said company, which annual meeting shall be had at such time and place and on such notice as shall be prescribed by the by-laws and board of directors of said company. At all meetings of the stockholders of said company, every stockholder shall be entitled to one vote for each share of stock held by him, and may vote in person or by proxy authorized, and no business shall be transacted at any meeting of the stockholders of said company, unless a majority of the stock of said company is represented. In all elections of directors, the persons receiving a majority of all the votes cast at said elections representing the stock subscribed for, shall be deemed and declared duly elected directors of said company. Said elections shall be conducted in such manner as shall be prescribed by the by-laws of said company, and if from any cause an election of directors shall not be had at the time when by the provisions of this act or of the by-laws it should be had, the same may be had at any other time on notice to be given as aforesaid; and until such election be had, the directors of the preceding year shall continue to act, and the corporation hereby created shall not for that reason forfeit or lose any of its rights, powers, privileges, franchises or immunities, nor by reason of any abandonment or non-user of such right, power, privileges, franchises or immunities;

Failure to elect not a loss of franchises.

for a less period than three consecutive years. The board of directors of said company may at any time increase or diminish the number of directors to be elected at the next annual meeting of the stockholders, and the number to be elected shall be specified in the notice of election, but shall never be less than five nor more than fifteen.

Number of directors.

SECTION 6. The officers of said company shall be a president, secretary, treasurer and the board of directors, and such inferior officers and agents as shall be provided for by the by-laws of said company.

Officers.

SECTION 7. A majority of the board of directors shall constitute a quorum for the transaction of all business that may lawfully come before them, and shall meet at such times and places, and be convened in such manner as said board shall decide upon. They shall elect one of their own number to be president, and when so organized shall have power to appoint a secretary, treasurer and such inferior officers and agents as they may deem proper, with power to remove the same at pleasure, prescribing their duties and amount of compensation, and may demand adequate security for the faithful discharge of their respective duties and trusts. The president, when present, shall preside at all meetings of the board and of the stockholders, and when absent, the directors may appoint a president *pro tem.*, and the directors shall have power to fill any vacancy which may occur in their own board; and it shall be the duty of the secretary of said company to keep a fair record of the proceedings of all meetings of said company and of the board of directors.

Meetings, election of officers, &c.

Duties of officers

SECTION 8. The president, secretary, treasurer and directors, before the [they] enter upon the duties of their said offices, shall be duly sworn to the faithful performance of the trust reposed in them, severally, and the treasurer shall give a bond to said company in such form and amount as shall be prescribed by said board of directors, for the faithful performance of his duty as such treasurer, and the proper application, payment and accounting for of all moneys that shall come into his hands belonging to said company.

Officers to give bonds.

SECTION 9. The directors shall issue a certificate or certificates to the stockholders for the number of shares held by them, respectively, signed by the president and secretary, which certificates and stock shall be trans-

Certificates of stock.

Tariff of prices
for running logs,
&c.

Lien.

Tariff may be
increased.

ferable in such manner and at such place or places as shall be prescribed by the by-laws of said company, and such shares shall be deemed personal property; and such directors shall, and they hereby have power and authority, at any time after two hundred shares of the capital stock of said company shall have been subscribed for, and the amount hereinbefore designated to be paid thereon shall have been paid in conformity with the rules prescribed by said commissioners, and the amount or sum of five thousand dollars shall have been actually and in good faith expended towards removing obstructions, breaking jams, deepening, widening and straightening the channel, closing up chutes and side cuts, and in erecting booms and piers, and repairing and straightening the banks or any or either of them, and in improving the navigation of said Black river and lakes near the mouth of the same, to prescribe a tariff of prices or toll for running logs, boards, plank, square timber, cants, shingles and lumber, not to exceed, however, the sum of ten cents for each thousand feet, board measure, as may be deemed advisable by said directors; and said company shall have the right and authority to receive and collect from the owners of such logs, boards, plank, square timber, cants, shingles and lumber, or from the persons having charge of the same, the amount so fixed by said directors for running the same, and said company shall have a lien upon all such logs, boards, plank, square timber, cants, shingles and lumber for said toll or amount so fixed as aforesaid, and shall have the right to take possession of any such logs, boards, plank, square timber, cants, shingles and timber, or any or either of them, and retain the same until such toll shall be paid, or said company may enforce the collection of the same by action, as in other cases; and (*that*) for every additional five thousand dollars expended by said company for the purpose of improving said Black river in the particulars hereinbefore mentioned or any of them, said company may, and they hereby have the right and authority, in the discretion of said directors, to increase the price or toll, not exceeding seven and one-half cents per thousand feet, board measure, for running said logs, boards, plank, square timber, cants, shingles or timber, or any or either of them, as said directors may think proper, but in no event in the

whole to exceed the sum of fifty cents per thousand feet, board measure.

SECTION 10. The directors of said company shall have authority and power, and they are hereby authorized and empowered, to make such contracts and agreements with any person or persons whatsoever as they may deem necessary and expedient for the improvement of said Black river and the lakes near the mouth of the same. Contracts.

SECTION 11. At each annual meeting of the stockholders for the election of directors, the directors of the preceding year shall exhibit to the stockholders a complete statement of the affairs and proceedings of said company for such year. Special meetings of the stockholders may be called by order of the board of directors, or by stockholders holding one-half in amount of the capital stock of said company, on like notice as that required for annual meetings, which notice shall specify the object of the meeting. Annual exhibit of officers of company.

SECTION 12. That said corporation shall have authority and power, and is hereby authorized and empowered, by its officers, agents and servants, or any or either of them, to enter upon any land or premises for the purpose of exploring, surveying, locating or determining when and the place where said improvements shall be made, and when the nature and kind of said improvements shall be determined upon by said directors, said company shall have authority and power, and they are hereby authorized and empowered, by its agents, officers and servants, engineers, contractors and employees, to enter upon, take possession of, use, occupy and enjoy any property, land and premises along the banks or chutes of said Black river and lakes near the north of the same, for the purpose of making the improvements hereinbefore mentioned, or any of them, and for the convenient operation of the business of said company, by paying or offering to pay the owner of the property, lands and premises taken by them the full value thereof at the time the same is taken; and in case the owner of said property and said company cannot agree as to the value of the property, lands and premises so taken by them, then said company may and shall deposit the amount tendered to said owner for said property, with the clerk of the circuit court in and for the county in which said property May enter upon lands, &c.

Amount tendered for damages to be deposited with clerk of circuit court.

Application for appointment of commissioner to appraise damages.

Notice of application to be published.

Appointment of commissioner.

Examination of premises.

If title in dispute notice to be given to claimants.

is situated, and the value of the property so taken shall be ascertained in the manner hereinafter provided; and whenever said amount shall have been paid, tendered or deposited as provided in this act, the title in and to said property shall be vested in said company for the purposes aforesaid; and all private property taken by said company for any of the purposes aforesaid, is hereby declared to be taken for public use.

Whenever the improvements intended to be made by said company, or any of them, shall be determined upon by said company, said company shall apply to the circuit court for the county in which said improvements are to be made, or to the judge thereof in vacation, for the appointment of a commissioner, whose fees shall be determined and taxed by said judge, to make an appraisal and award of the value of the lands and property which are the private property of any person, and which said company shall have entered upon, taken, possessed, occupied or used, or which it may thereafter enter upon, take, possess, occupy or use for any of the purposes for which by this act said company is authorized to enter upon, take, possess, occupy or use. Said company shall give notice of its intention to apply for the appointment of such commissioner, by publishing the same at least ten days before the time for hearing such application, in at least one newspaper published in the county in which such property or some part thereof shall be; and upon an affidavit of the publication of the same, the court or judge to whom the application shall be made, either in term time or vacation, shall appoint a commissioner, who shall have cognizance of all cases of appraisal and award and of the value of the lands and property taken or to be taken by said company, arising under the provisions of this act; and said commissioner shall proceed to examine the premises and property in such [each] case, separately, first giving such notice as he may deem reasonable to the owner thereof of such intended examination, and at least five days' personal notice to such owner, if residing in the county in which such property or any part thereof is situated; and whenever it shall appear to said company or its officers, that the title to said property or any part thereof is in dispute, or that several parties claim interest therein, either by way of tax sales, tax titles, incumbrances, liens, equitable claims

or otherwise, said commissioner shall, upon request of said company, give notice to all persons claiming any interest in said property or any part thereof, whether they claim the same as owner or otherwise; and when the person to be notified has no known residence in this state, within the knowledge of said commissioner, the notice may be made by publication in a newspaper printed in the county where said property or some part thereof is situated, for such length of time as said commissioner shall deem reasonable; and after giving such notice and making such examination, said commissioner shall in each case make an appraisal and award of the value of the property so taken or intended to be taken or used by said company at the time when the same was so entered upon and taken, and shall deliver one copy of said award in each case to said company, and shall file another copy in the office of the clerk of the circuit court in and for the county where said property or some part thereof is situated, with the costs of said award taxed upon each of said copies; and if neither party shall appeal from said award within the time and in the manner hereinafter provided, said court, on motion of either party, unless said award shall have been previously paid, may enter up judgment in conformity with such award. And in case said commissioner shall die, resign or decline to act, said court or the judge thereof, either in term time or vacation, shall appoint another commissioner in his stead. Said company or any party on whom notice is served by said commissioner as aforesaid, may, within thirty days after said award shall have been filed with the clerk of said circuit court as aforesaid, appeal from said award to the circuit court of the county in which such award shall be filed, by filing with the clerk of said court a written notice of such appeal. Upon receiving such notice, said clerk shall enter said appeal as a case upon the docket of the court, setting down the owner or owners and person or persons claiming any interest in said property, as plaintiffs, and said company as defendant, and said court shall proceed to hear and determine such case in the same manner as other cases are heard and determined in said court; and all issues of fact arising therein shall be tried by a jury, unless a jury is expressly waived by both parties. The appellant shall not be entitled to have the case

Award of damages.

One copy of award to be filed

Entering up judgment, if neither party appeal.

Vacancy.

Appeal, and trial of case.

tried at any term of said court, unless he shall give notice thereof in writing to the respondent or his or their attorney, at least ten days before the first day of the term at which he intends to try the same, that he or they will demand a trial at such term; but in case said respondent has no known residence or attorney of record in this state, said notice may be served by leaving the same with the clerk of said court at least ten days before the first day of the term at which said cause is to be tried. In all cases the respondent may waive such notice in writing. After the hearing of such case, the jury, or if a jury be waived, the court shall assess the value of the property so entered upon, taken, possessed, occupied and used by said company at the time the same was so entered upon and taken; and after such assessment, the court shall proceed to enter judgment against said company, unless the amount paid, tendered or deposited by said company as aforesaid, shall be equal to the amount so assessed against said company, by way of damages; but if the amount so assessed against said company shall exceed the amount of the award by said commissioners, and shall exceed the amount so paid, tendered or deposited as aforesaid, judgment shall be rendered against said company for the amount so assessed against said company, with costs; but if the amount so assessed shall not exceed the amount so paid or tendered as aforesaid, or the amount of said award, then judgment shall be rendered in favor of said company for costs, and execution may issue to collect the same as in other cases. The judgment of the circuit court may be reviewed on appeal or writ of error, as other cases at law. In any case when there shall be any lien, incumbrance, tax sale, tax title or other equitable claim to or upon the property, or any part thereof, which is the subject matter of such award or judgment, or when more than one person shall claim to be entitled to the amount of such award or judgment, or any part thereof, or when the person or persons or any of them entitled to receive the same shall not have any residence within this state known to said company, said company may deposit the amount of such award or judgment with the clerk of the circuit court with whom the award in the case shall have been filed, and the money so deposited in either of the cases last aforesaid, shall be paid over by order

Assessment of damages, and entering up judgment.

Costs.

Review.

In case of lien, &c, award may be deposited.

of the circuit court to the person or persons entitled to the same. Whenever the amount of such award or judgment shall have been paid, tendered or deposited as aforesaid, a full and complete title to the property mentioned in said award shall be and become vested in said company, and all persons and those claiming under them or either of them, receiving notice from said commissioner as aforesaid, shall be forever concluded, barred and estopped from questioning the title to the property acquired by said company under this act. Said company shall have full power and authority after entering upon and taking possession of said lands, premises and property, to have, hold, possess, occupy, use and enjoy the same and every part thereof, for any of the lawful purposes of said company, from the time of such entry and taking until the proceedings provided for by this act shall have been finally determined, and until said company shall have refused; after demand made, to pay the value of said land and property so taken and ascertained as aforesaid, and said company shall not during such time, nor until such refusal, be disturbed in such possession, use or enjoyment by any proceeding either at law or equity.

When title shall vest in company.

Company to enjoy possession of lands until damages are finally determined.

SECTION 13. If any person or persons shall willfully or knowingly injure or destroy any part of the property or improvements owned or used by said company, or shall willfully or maliciously place any obstruction or anything either upon the banks or sides or in the channel or chutes of said Black river and lakes near the mouth of the same, or shall interfere with the rights of said company to use said Black river or chutes in conformity with the provisions of this act, such person or persons so offending shall each of them for every such offense forfeit and pay to said company three times the amount of damages caused by such offense, which damages may be recovered in the name of said company in any court having jurisdiction of said action. Such person or persons shall also be indicted, and in case of conviction of such offense, shall be punished by fine and imprisonment in the state prison, or either, in the discretion of the court before whom said action is tried.

Penalty for injury to property, &c.

SECTION 14. All acts and parts of acts heretofore passed, which interfere or are inconsistent with the provisions of this act, are hereby repealed, except any act

Repeal.

Objects not
otherwise at-
tainable.

Public act, &c.

or acts which may now be in force authorizing the keeping and maintaining of any dam, pier or boom on said Black river, Wisconsin; and it is hereby declared, that in the judgment of the legislature the objects of this corporation and this act cannot be obtained by or under any general laws; and this act is hereby declared to be a public act, and its provisions shall be liberally and favorably construed in all courts, and copies of the same printed by authority of law, shall be received as evidence thereof in all cases, and shall take effect and be in force from and after its passage and publication.

Approved February 23, 1864.

CHAPTER 97.

[Published March 5, 1864.]

AN ACT to incorporate the Milwaukee Slovanska Ljpa society of the city of Milwaukee.

The people of the state of Wisconsin, represented in senate and assembly, do enact as follows:

Corporators.

Objects.

Name.

Powers.

SECTION 1. F. Andrie, Joseph Vaska, Joseph Fisher, J. Borecky, Joseph Satran, Jacob Zeman, H. Kriz, J. B. Schram and V. Shindelar, who have united themselves into an association for educational purposes, by establishing and sustaining a reading room and a library, and for charitable and other similar purposes, and their associates, are hereby created a body politic and corporate, located in the city of Milwaukee, and known by the name of the "Milwaukee Slovanska Ljpa society," (a Bohemian society.)

SECTION 2. The said corporation shall have power to contract and be contracted with, to sue and be sued, to plead and to be impleaded, to answer and to be answered, to defend and to be defended, in all courts of law and equity in this state, and shall have perpetual succession, and be vested with all the powers and privileges necessary to carry out and fulfill the objects of their corporation.