

CHAPTER 23.

[Published February 11, 1865.]

AN ACT to incorporate the Farmers' mutual fire insurance company, of the counties of Adams, Marquette and Waushara.

Preamble.

WHEREAS, The farmers of Adams, Marquette and Waushara have organized themselves into a Home mutual fire insurance company, by the election of F. A. Gray, president, R. Cochran, vice-president, A. Jackson, treasurer, A. R. Marvin, secretary, and William H. Crosby, Freeman Bridge and Lyman Carter, of the county of Adams, and John Norton, I. Lawson and F. Russell, of Marquette county, and J. Ross, A. M. Kimball and J. A. Williams, of Waushara county, directors;

AND WHEREAS, Said company, being desirous of being incorporated as a mutual fire insurance company, for the purpose of effecting insurance against loss by fire: Therefore,

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

Corporators.

SECTION 1. F. A. Gray, R. Cochran, A. Jackson, A. R. Marvin, William H. Crosby, Freeman Bridge, Lyman Carter, John Norton, I. Lawson, F. Russell, H. Ross, A. M. Kimball and J. A. Williams, and such other persons as may associate themselves with them, are hereby incorporated into a company to be known under the name and style of the "Farmers' mutual fire insurance company, of the counties of Adams, Marquette and Waushara." Said company may sue and be sued, plead and be impleaded, in any court of this state, may enter into contracts, may make such by-laws, rules and regulations for the conducting of its business as a majority of its directors shall deem necessary or convenient, not inconsistent with this act; and said company shall keep an office for the transaction of its business at such place as the board of directors at their annual meetings shall direct.

Name and powers.

Officers.

SECTION 2. The officers of said company shall be a president, vice-president, secretary, deputy secretary, treasurer and nine directors, three from each county. The deputy secretary shall be appointed by the secre-

tary, and may be removed by him at pleasure. The president, vice-president, secretary, treasurer and directors, shall be elected by ballot, by the members of the company present at the annual meeting: *provided*, vacancies. in the offices above named may be filled by the board of directors by election by ballot, at any meetings of said board. The president, vice-president, secretary and treasurer shall hold their offices for two years, respectively, and the directors for one year, unless sooner removed from office, as hereinafter provided.

SECTION 3. The president shall preside at all annual and special meetings of the company, when present, but in his absence the vice-president shall preside at such meetings. The treasurer shall collect all assessments and dues of the company, and duly and faithfully pay out the moneys of the company for its benefit. He shall execute an instrument with three or more sureties to the company and its assigns, for such payment of said moneys, and for the correct and prompt performance of all the duties of his office; the form of which instrument and sufficiency of the sureties, shall be acceptable to and approved by the board of directors, or a majority of them; and the said instrument shall be filed and kept in the office of the secretary of said company. Presiding officer. Treasurer to give bond, &c.

SECTION 4. The secretary shall be secretary of the annual and special meetings when present, and shall keep a correct record of the transactions of such meetings, but in his absence the deputy secretary shall act as secretary. The secretary shall keep all necessary books and accounts of the company, and file and preserve all papers, documents and instruments of the company, required to be kept in his office. Said books shall contain a charter of this company, and the said secretary shall receive all applications for policies which may be made to him, and when an allowance to that effect is indorsed thereon, which may be done in blank by the president, issue policies for the insurance of the property described in this charter. The secretary may appoint agents, for whose conduct he shall be responsible, (and who may be removed at his pleasure,) to receive applications for and issue policies as aforesaid, in his name as secretary, by them as his agents. Duties of secretary.

SECTION 5. The treasurer shall keep a correct account of all moneys by him received and paid out, and Duties of treasurer.

take and preserve vouchers for the same. He shall settle with the board of directors whenever they shall require him to do so, producing such vouchers as he may have, which shall be canceled by the said directors, and filed in the office of the secretary, or destroyed, as the said board of directors shall determine. All moneys collected by the treasurer upon any assessment roll, shall be marked "paid" on such roll, and the aggregate entered in his said book account.

How moneys to be paid out of treasury.

SECTION 6. No moneys of the company shall be paid out of the treasury except by order of the board of directors, signed by the secretary and countersigned by the chairman of said board. The secretary shall keep an order book in which he shall enter the date and amount of each order issued, also to whom issued and on what account. He shall whenever an order is canceled, note in the order book that the same has been canceled.

Books, &c. to be kept by secretary.

SECTION 7. All books, records, instruments, obligations, papers and files belonging or required to be kept and preserved in the office of the secretary, and all other things and property belonging to this company, and not required to be kept in any other office, or by some other officer, shall be kept and preserved by the secretary.

Chairman of board—his duties.

SECTION 8. The board of directors shall appoint a chairman to preside at all meetings of the board, and the secretary of the company shall attend all meetings of the board, and make and keep a record of its proceedings. The chairman shall countersign all orders issued in pursuance of any resolution of the board.

Annual meetings.

SECTION 9. The annual meeting shall be held on the first Tuesday of March, of each year, to commence at ten o'clock in the forenoon, and to continue from day to day, unless longer adjourned, till the business of such meeting shall be completed.

Fiscal year.

SECTION 10. The fiscal year shall commence on the day after the annual meeting, and close on the day of the next annual meeting thereafter.

When officers to be elected.

SECTION 11. The election of all officers, except as otherwise herein provided for, shall be at the annual meeting, each year, and shall be by ballot, and a majority of all the votes cast shall be necessary for a choice. This section shall not apply to the first election of officers of this company.

SECTION 12. In case there should be no annual meeting, or a failure to elect any officer or officers at such meeting, the then incumbents of such office or offices shall hold over, respectively, until there is a meeting, either annual or special, of the members of the company, when others may be elected, who shall at once enter upon the duties of the respective offices to which they shall have been elected.

When officers
may hold over.

SECTION 13. All vacancies in office may be filled by the board of directors, at any of their meetings, by election by ballot, except deputy secretary.

Vacancies in
board.

SECTION 14. Any officer may be removed from office at any meeting of the members of the company, by a majority vote of all the members present, for neglect of duty, misfeasance or malfeasance in office: *provided*, that no person shall be removed from office who has not had a notice of such intended removal, together with a copy of the charges preferred against him, served upon him at least ten days prior to the time of hearing such charges; and such officer shall be heard in his own defense, either by himself or counsel.

Removal of
officers.

SECTION 15. The board of directors shall have power, and it shall be their duty, to inquire into and make all assessments for loss or damage done to the property of its members herein mentioned and described, and to audit all claims, equitable or legal, against this company, and to direct the issuing of orders upon the treasury therefor.

Assessments for
losses.

SECTION 16. Special meetings of the company may be called at any time by a majority of the directors, or at the request of fifteen members of the company, such call to be made in writing, and to be filed with the secretary, stating the object, time and place of such meeting; whereupon the secretary shall publish a notice of the holding of such meeting, stating therein the substance of the call. Said notice shall be published at least two weeks consecutively in some newspaper published in each of the counties of Adams, Marquette and Waushara, and such meeting shall be held accordingly.

Special meetings

SECTION 17. The secretary, at each annual meeting, shall give a full report, in writing, of all the doings and of the condition of said company, for the preceding year.

Annual report.

SECTION 18. This company is formed by the members thereof expressly for the mutual insurance of

Property that
may be insured.

dwelling houses, barns, and all kinds of out-buildings, situate and being farm property, and household furniture, goods, wares and merchandise in such farm dwelling houses, barns or out-buildings, or being upon farms as farm property, belonging to those who are or may become members of this company, against loss or damage by fire; but buildings and contents, (except buildings and contents containing machinery,) which are in or near a village, and six rods from other buildings, may be insured in this company, and no other kind of property, real or personal, shall be insured in this company.

Withdrawal of membership.

SECTION 19. Any member may withdraw, at any time, by giving the president or secretary notice in writing of his intention so to do, and paying his proportion of all assessments to which the company may be liable at the time of his withdrawal, such payment to be made upon the demand of the treasurer therefor; and if so made, his membership to be considered as having terminated, together with his or her liability for all causes of assessment at the hour of said application therefor; but if not so made, he or she, as the case may be, shall be considered a member still, notwithstanding such application to the contrary.

Officers to be residents of this state.

SECTION 20. All officers must be citizens of this state, and all members must be residents of this state; and any member upon ceasing to be such resident, shall thereby forfeit his membership of this company, but shall be liable to be assessed his just proportion for all claims existing against the company at the time he or she ceases to be such member.

Membership.

SECTION 21. Any person being a resident of this state, may become a member of this company by subscribing his or her name to such application therefor as the company may provide and use in making insurance, and paying the secretary a fee of one dollar and fifty cents, and also ten cents on each one hundred dollars insured.

Meet by fire—notice of meeting of directors.

SECTION 22. In case of fire, at least three of the directors shall meet within ten days after the secretary shall be notified in writing by the owner of the property burned; and the secretary shall notify each of the directors in writing, stating therein the day, hour and place of such meeting, which place of meeting shall be at or near the property burned; but in case of the

failure of the directors to meet, the secretary shall in like manner call another meeting for such purpose, or so many more as shall be necessary.

SECTION 23. At the meeting of the directors, they shall ascertain the amount of the loss, and make an assessment roll, which roll shall state the name of the loser or losers, the amount assessed on one thousand dollars of engagements of insurance, and the name of each member, and his her or their amounts insured, respectively, and the amount assessed upon each member or firm, respectively, upon each engagement, and the total amount of engagements of insurance of the company, which roll shall be signed by the chairman and secretary of said board, and shall be, when so made, *prima facie* evidence of the truth, justness and correctness of all the statements therein contained, in all suits or actions at law or in equity, and particularly that the sums are due from and as therein assessed, to each and every member, and it shall at once be placed in the hands of the treasurer for collection, who shall forthwith proceed to collect the same; and in making such roll, the board shall add to each and every such sum to be collected, not less than two nor more than ten per centum, as they shall determine, for the treasurer's fee for making such collection.

Assessment to pay loss.

SECTION 24. The treasurer shall have power to appoint a receiver in each township, to receive the sums assessed in their respective townships, and for whose acts the treasurer and his sureties shall be responsible.

Receiver.

SECTION 25. Each member shall pay his, her or their assessments, respectively, to the treasurer or his receiver, on demand; and in case of default thereof, if payment be not made within ten days thereafter, his, her or their insurance may be canceled by the board of directors at any of their meetings thereafter, and the said assessment shall be collected as prescribed by law for the collection of claims on demand, arising on contract, express or implied.

Payment of assessments, &c.

SECTION 26. All members shall be ratably assessed in proportion to their respective engagements of insurance.

Assessments to be ratably.

SECTION 27. Any member may enlarge or diminish the schedule of his, her or their insurance, by notifying the secretary in writing, and paying a fee of fifty cents to the secretary therefor, and obtaining the consent of

Change of schedule of insurance

the president thereto. Said consent may be given to the secretary in blank.

Amount of losses allowable.

SECTION 28. No member shall receive or be allowed by the directors more than three-fourths of the amount of the actual loss sustained and ascertained and determined by said directors, and he shall show that he used due diligence to save the property insured from loss or damage by fire.

Fee for adjusting claims.

SECTION 29. Each director shall be entitled to a fee of two dollars per day, to adjust and audit claims for loss or damage by fire.

When insurance to cease.

SECTION 30. The insurance of any member shall cease upon the sale of his, her or their property insured; but he, she or they shall be holden for all assessments until his, her or their policy shall be legally withdrawn or canceled, and the membership terminated.

When losses to be due.

SECTION 31. All losses or damages by fire as audited and determined by the directors, shall be due from and paid by the company, within ninety days from the date of the loss or damage by fire.

When to be paid.

SECTION 32. The treasurer shall forthwith pay all sums of money by him collected, to the claimants for whose benefit they were assessed.

When office deemed vacant.

SECTION 33. Any office shall be deemed vacant whenever the incumbent thereof shall die, become insane, be removed from office, resign, or cease to be a resident of this state.

Officers to give bonds, &c.

SECTION 34. No person elected or appointed to an office, shall enter upon the duties of the same, or be deemed such an officer, until he shall have filed in the office of the secretary, in writing, his acceptance of such office, and given such security as required of him by this charter, which shall be done within ten days after he shall have been notified of his election or appointment.

Collection of assessments.

SECTION 35. The board of directors are hereby authorized and directed to make assessments to pay all claims, both legal and equitable, audited and allowed by them against the company; such assessment to be made and collected in all respects, as nearly as may be, in the same manner as is provided by this charter for making and collecting of assessments in case of loss or damage by fire.

Prosecutions.

SECTION 36. The president, under the direction of

the board, shall attend to the commencement and prosecution of all suits or actions at law or in equity, in which this company, or any of its officers, or such as may be interested, and in like manner to defend all such suits or actions.

SECTION 37. A majority of the members of the board of directors, except as provided in section twenty-two, shall be a quorum at all meetings of the board for the transaction of any business, the same as though the members of said board were all present; and fifteen members of this company shall constitute a quorum for the transaction of any business of the company, at any annual or special meeting of said company, and may transact any business the same as though all the members of said company were present. ^{Quorum.}

SECTION 38. Whenever the word "board" is used in this charter, it shall be construed to refer to and mean the board of directors, as authorized to transact business; and the board shall hold a meeting on the first Tuesday in March, of each year, which meeting shall be denominated and known as the regular meeting of the board. ^{Construction.}

SECTION 39. The official term of office of each officer shall commence on the first day of a fiscal year, and end on the last day of a fiscal year, and to be for the length of time hereinbefore mentioned, respectively; and when a vacancy in office is filled by election or appointment, it shall be for the unexpired term of such office, and until a successor is duly elected and qualified, as hereinbefore required. ^{Terms of office.}

SECTION 40. In case of a deficit or deficits arising from the non-collection of any assessments made for any purpose whatsoever, hereinbefore mentioned, the board of directors shall, when they deem it best, make assessments to raise and collect the same, which shall in all respects, as nearly as possible, be made and collected in the manner as hereinbefore provided for assessing the sums to pay losses or damage by fire; and any assessment mentioned in this act, in case of refusal or neglect of any person against whom the same may be, to pay the same, may be sued for and recovered in the same manner that any debt or obligation upon contract, expressed or implied, might be sued for; and all suits at law or in equity by or against this company, shall be in its corporate name. ^{Collection of assessments may be enforced by suits at law.}

Rule of policy, &c. SECTION 41. Any member of this company may, upon application to the secretary, and paying him one dollar fees therefor, sell and assign his policy of insurance; such assignment to be approved by the president and secretary, and indorsed on the policy so assigned.

Terms of office of officers. SECTION 42. The officers of this company first elected, may immediately enter upon the discharge of the duties of their respective offices. The president, vice-president, treasurer and secretary shall hold their respective offices till the first day of the fiscal year commencing on the first Wednesday after the first Tuesday of March, one thousand eight hundred and sixty-seven. The directors shall hold their offices till the first Wednesday after the first Tuesday in March, one thousand eight hundred and sixty-six.

When claims for losses shall be valid. SECTION 43. No claim for loss or damage by fire, which may occur previously to the company numbering one hundred members, or possessing a capital of forty thousand dollars, shall be valid against said company. No person shall be liable to tax for losses or damage by fire which may have occurred prior to the date of his or her membership.

Board may borrow money. SECTION 44. In case of loss or damage by fire of property insured in this company to the amount of five hundred dollars or less, the board of directors may borrow money in the corporate name of the company, and immediately pay such loss or damage.

SECTION 45. This act may be altered or amended by the legislature.

Approved February 10, 1865.