

AN ACT

To incorporate the Fond du Lac and Beaver Dam Rail Road Company.

Be it enacted by the Council and House of Representatives of the Territory of Wisconsin:

Commissioners of company to open books.

SECTION 1. John H. Manahan, John Van Eps, George W. Brower, Thomas Mackie, A. Ackerman, Henry Stultz, C. S. Bristol, James A. Williams, Henry H. Edmonds, Joshua Roberts, Joseph McNeil, C. S. Snow, and Alfred Loomis, 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 Fond du Lac and Beaver Dam Rail 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 sixty days notice of the times and places of taking such subscriptions, by publishing the same weekly in a public newspaper printed in the county of Dane, and also in one printed in the county of Fond du Lac, and in two printed in the county of Milwaukee.

Capital stock.

SEC. 2. That the capital stock of said company shall be five hundred thousand dollars, in shares of fifty dollars each; and as soon as two thousand shares of stock shall be subscribed, and five dollars on each share actually paid in, and a statement shall be deposited with the secretary of the territory or state of Wisconsin, authenticated by the oath of the secretary, and two or more of said commissioners, that such subscriptions and payments have been in good faith made, 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 declared and created a body corporate and politic, by the name and style of "The

Fond du Lac and Beaver Dam Rail Road Company," with perpetual succession; and by that name shall have all the privileges, franchises, and immunities incident to a corporation; they shall be capable in law of purchasing, holding, selling, leasing, and conveying estate, either real, personal, or mixed, so far as the same may be necessary for the purposes hereinafter mentioned, and no further; and in their corporate name may sue and be sued; may have a common seal, which they may alter and renew at pleasure; and generally may 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.

General •
powers.

SEC. 3. That the said commissioners, or a majority of them, after the said two thousand shares of stock shall have been subscribed, as aforesaid, shall give at least thirty days notice in the newspapers hereinbefore mentioned, of the time and place by them appointed for the subscribers or stockholders to meet for the purpose of electing nine directors; and annually thereafter the said stockholders shall meet on the first Monday in July, for the purpose of electing directors as aforesaid, upon a like previous notice to be given by the directors for the time being, in such newspapers as they may deem advisable: *Provided*, that previous to the first election, the commissioners hereinbefore named shall elect one of their number president, and they shall perform all the duties and be invested with all the powers of directors: *And provided*, 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 that this charter shall not be avoided by reason of the irregularity or want of such election: *And provided*, that in case of a vacancy from the death or resignation of any director, his place shall be filled by the board of directors.

Of the elec-
tion of direc-
tors.

Proviso.

SEC. 4. The affairs of said corporation shall be managed by a board of nine directors, who shall be chosen annually, by ballot, on the days hereinbefore prescribed, by the stockholders of said company, the votes to be delivered in person, or by proxy duly authorized; which directors shall appoint

Affairs how
managed.

one of their own number to be president, and shall respectively serve for one year, or until other directors be elected; they shall have power to make and establish such bye-laws, rules, orders, and regulations, not inconsistent with the constitution and laws of the United States, or of the state or territory of Wisconsin, as may be necessary for the well ordering of the affairs of said company: *Provided*, that none but stockholders shall be eligible to be elected directors, and that at every such election, and in all other cases upon which stockholders shall be called upon to vote, each share of stock shall be entitled to one vote; and also, that in all cases of elections for directors, the nine stockholders having the greatest number of votes shall be declared duly elected.

Proviso.

Meeting of directors and appointment of officers.

SEC. 5. The said directors shall meet at such times and places, and be convened in such manner, as they may hereafter decide upon. Five directors shall be a quorum for the transaction of business, who, in the absence of the president, may appoint a president, *pro tem*. The said directors shall appoint a secretary, treasurer, and such engineers and other officers as they may find necessary; shall fix their compensation, and may demand adequate security for the performance of their respective trusts. They shall have full power to decide the time and manner and proportions in which the said stockholders shall pay the money due on their respective shares, and forfeit to the use of the company the share or shares of every person or persons failing to pay any instalment so required, at a reasonable period, not less than thirty days after the time by them appointed for the payment thereof; to regulate tolls; to make such covenants, contracts, and agreements, with any person, copartnership, or body politic whatsoever, as the execution and management of the works, and the convenience and interests of the company may require; and in general to superintend and direct all the operations, receipts, disbursements, and other proceedings of the company: *Provided*, that no instalment called in at any one time shall exceed twenty dollars per share, and that no instalment shall be called by the directors without giving at least sixty days notice thereof in the newspapers hereinbefore mentioned.

Powers of directors.

SEC. 6. The directors chosen as aforesaid shall issue a certificate to each stockholder for the number of shares he or she shall subscribe for or hold in the said corporation, signed by the president, countersigned by the secretary, and sealed with the common seal; subject, however, to all the payments due and to grow due thereon; which stock shall be transferable in person, or by attorney, executors, administrators, guardians, or trustees, under such regulations as may be provided for by the bye-laws of the company.

Certificates
of stock to
be issued.

SEC. 7. At each annual meeting of the stockholders, for the purpose of electing directors, the directors of the preceding year shall exhibit to them a complete statement of the affairs and proceedings of the company for such year: and special meetings of the stockholders may be called by order of the directors, or by stockholders holding one-fourth in amount of the capital stock, on like notice as that required for annual meetings, specifying moreover the object of the meeting; but no business shall be transacted at such special meeting unless a majority in value of the stockholders shall attend in person or by proxy.

Annual state-
ment to be
made, and
special meet-
ings when
held.

SEC. 8. The said company shall have power to locate and construct a single or double track rail road, from such eligible point in the county of Fond du Lac to such eligible point in the town of Beaver Dam, Dodge county, as shall be determined upon by a vote of the stockholders holding a majority of the stock of said company, and who shall be represented in person or by proxy, at a special meeting called for the purpose of fixing the location or termination of said road; and shall have power to transport, take, and carry property and persons upon the same by the power and force of steam, of animals, or of any mechanical or other power, or of any combination of them; and they shall also have power to make, construct, and erect all such side-tracks, turn-outs, and connecting tracks, and also all such ware-houses, toll-houses, machine-shops, carriages, cars, and other works and appendages as may be necessary for the convenience of said company in the use of the said rail road; and also to connect said rail road, and operate the same, with other rail roads and branch rail roads, in the territory or state of Wisconsin.

Powers of
corporation in
construction
of road.

When road
to be built.

SEC. 9. If said corporation shall not within five years from the passage of this act commence the construction of said rail road, and shall not within fifteen years from the passage of this act, construct, finish, and put in operation a single or double track of rail road, from such eligible point in Fond du Lac county to Beaver Dam, then the rights, privileges, and powers of the said corporation, under this act, shall be null and void.

Powers of
corporation
in relation to
land.

SEC. 10. It shall and may be lawful for the said company, their officers, engineers, and agents, to enter upon any lands for the purpose of exploring, surveying, and locating the route of said rail road, doing thereto no unnecessary damage; and when the said route shall be determined by the said company, it shall be lawful for them, their agents, officers, engineers, contractors, and servants, at any time, to enter upon, take possession of, and use such lands, subject, however, to the payment of such compensation as the company may have agreed to pay therefor, or shall be ascertained in the manner hereinafter provided in such cases; said road shall not be over four rods wide, except in such places as may be necessary for the company to obtain gravel and stone for the construction of said road, in which places the company may construct said road not to exceed six rods in width, provided said company shall have the privilege of cutting down such trees on each side of said road as may endanger said road by falling or otherwise: *Provided*, said corporation shall not, in their corporate capacity, hold, purchase, or deal in any lands within this territory other than the land on which said road shall run, or which may be actually necessary for the construction or maintenance thereof, and of the ware-houses, machine shops, and other fixtures connected therewith.

How dama-
ges for lands
required by
corporation
to be ascer-
tained.

SEC. 11. When said corporation cannot agree with the owner or owners of such required land, for the purchase thereof, or for the damages sustained by such owner or owners thereof, or as to the compensation to be paid to the owner or owners of any land; or when by reason of the legal incapacity, or absence of any such owner or owners no such agreement, or purchase can be made, then, and in any such case, it shall be lawful for the judge of the district court of the county in which

such land or materials are situated, on application of either party, and at the cost and charge of such corporation to appoint three disinterested persons residing in said county, whose duty it shall be to view and examine, or survey said lands, with the buildings and improvements, if any thereon, and to estimate the value of the land so taken or required by the said company, and all damages which the owner or owners thereof shall sustain or may have sustained, by reason of the taking of the same for the construction and use of said rail road, or works appertaining thereto, taking into consideration the advantages as well as disadvantages of the same, to the said owner or owners, and the persons so appointed, before entering upon the discharge of such duties, shall take an oath, before some Justice of the peace, or other person competent to administer oaths, faithfully, and according to the best of their abilities, to examine the lands so taken or required by said company, and impartially to estimate and appraise the value of the same and the damage, or injury which the owner or owners thereof shall have sustained or may sustain by reason of the taking and using thereof by the said company, over and above all benefits and advantages which such owner or owners shall derive from the construction of such rail road, whereupon such commissioners shall proceed to examine the premises and estimate the value of such land or materials, and the amount of damages, if any, over and above the benefits and advantages which may accrue to such owners, as aforesaid, and shall make a report of such valuation, in writing, under their hands and seals, to said judge, and shall return the same within thirty days after their appointment, to the clerk of the district court of the county in which they reside; and it shall be the duty of the said clerk to file the same, and in case no appeal shall be made within thirty days Returns when made. after the filing of said report, as hereinafter provided, then the said clerk shall record the same, at the expense of said company, and judgment of the said court shall be entered thereon, on motion of either party, at any term of said court: *Provided*, that either party may appeal to said court within

Proviso.

thirty days after said report shall have been filed in the clerk's office, and such appeal shall be tried in the same manner as other issues are tried in said court, and the jury empanelled to try the same shall find the value of the land so taken or required by said company, and the damages which the owner or owners thereof shall have sustained, or may sustain by the taking of the same, over and above the benefits which will accrue to such owner or owners from the construction of such rail road, and judgment of court shall be entered accordingly: *Provided also*, that it shall not be lawful for the said commissioners, or said court, to proceed in the assessment of damages, or in the valuation of any lands, as aforesaid, in the absence of the owner or owners thereof, his, her, or their agents or attorney, unless it shall be shown to them by competent testimony, that the said owner or owners have had at least five days' notice of the time and place at which such assessment, or valuation was to be made, or that the said owner or owners are absent from the territory or state of Wisconsin, and if said owner or owners shall be minors, or *non compos mentis*, or absent from the territory or state, the service of notice may be made on their guardian or trustee, if any there be, or in such manner as the said court may direct: *Provided also*, that upon the making and filing of any report as aforesaid, and payment, or legal tender of the amount of any valuation or appraisal specified therein to the owner or owners of any such lands, his, her, or their legal representatives, the said company, their agents, or the contractors for making or repairing said rail road, may immediately take and use the same, without awaiting the issue of any appeal brought thereon.

When company entitled to lands or materials.

SEC. 12. Whenever any judgment shall have been entered, as hereinbefore provided, for the value of any lands, or for any damages for the taking and using of the same, and the amount specified in such judgment shall have been paid or tendered to the owner or owners of such lands or materials, his, her, or their legal representatives, the said company shall be entitled to the estate and interest in the same, as fully as

if it had been conveyed in fee simple, and if such valuation be not secured when tendered, it may at any time thereafter be received, or may be collected from said company by action at law, at the cost and expense of the person or persons entitled to the same: *Provided*, that the costs of any proceedings and judgments specified in the last preceding section, shall be taxed by the court, and paid by the said company, except in cases where upon appeal the verdict of the jury shall be for the same, or a less sum than that reported by the said commissioners.

SEC. 13. The said rail road shall be so constructed as not to impede or obstruct the free use and passage of any public road or roads, which may cross the same, and in all places where said rail road may cross or in any way interfere with any public road, it shall be the duty of said company to make, or cause to be made, a sufficient causeway or passage way, to enable all persons passing or traveling such public road to pass over or under such rail road, without inconvenience, and whenever said rail road shall cross any navigable stream, it shall be constructed with a draw over the channel of such stream, not less than thirty feet wide, so as not to obstruct the use of said stream, and said company shall at all times provide the necessary attendance so as to open said draw for the convenience of persons navigating such stream.

SEC. 14. For the convenience of persons owning or possessing lands through which said rail road shall pass, it shall be the duty of said company, when required, to make a good and sufficient passage way, over or under said rail road, wherever the same may be necessary, to enable the occupants of said lands to pass over or under the same with wagons, carts, and implements of husbandry, as occasion may require.

SEC. 15. On the completion of said rail road, or any portion of the track, not less than ten miles, it shall and may be lawful for the company to demand and receive such sum or sums of money, for passage and freight of persons and

property as they shall from time to time think reasonable: *Provided*, that the legislature of Wisconsin may at any time reduce the price of passage and freight, not however so that the profits shall be less than twelve per cent. on the capital stock invested, and the said company shall annually report to the legislature of Wisconsin the expenses of said company, and the purposes of the same, the amount of tolls received, and the amount of capital stock invested during the year preceding the date of the sitting of the said legislature, which report shall be subscribed, and sworn to by the president of said company.

Penalty for
damage done
to road.

SEC. 16. If any person shall wilfully and knowingly break, injure, or destroy the rail road so to be constructed by said company, or any part thereof, or any work, building, or machinery attached to, or in use upon the same, belonging to said company, such person or persons, so offending, shall, each of them, for every such offence, forfeit and pay a sum such offence, which may be recovered in the name of the said company, by action of debt, in any court having competent not exceeding three times the amount of damages caused by jurisdiction in the county wherein the offence shall be committed, and shall also be subject to indictment, and upon conviction of such offence, shall be punished by fine and imprisonment, or either, at the discretion of the court.

Stockholders
liable for debt

SEC. 17. The stockholders of said rail road company shall be individually liable for all the debts, liabilities, and acts of said company: *Provided*, that no stockholder shall be liable for a greater sum than the capital stock which such stockholder shall have invested in said company.

Stock when
increased.

SEC. 18. The stockholders, holding a majority in value of the stock may at any annual or special meeting, increase the capital stock of this company to an amount not exceeding one million of dollars.

Act to be fa-
vorably con-
strued.

SEC. 19. This act shall be favorably construed to effect the purposes thereby intended; and the same is hereby declared to be a public act, and copies thereof printed by authority of the territory, shall be received as evidence thereof.

When legis-
lature may
resume grant.

SEC. 20. In case of a violation of any of the provisions of

this act, the legislature of the territory, or state of Wisconsin, may resume all and singular, the rights and privileges hereby granted to said company.

WILLIAM SHEW,
Speaker of the House of Representatives.
 MASON C. DARLING,
President of the Council.

APPROVED, February 10, 1847.

HENRY DODGE.

AN ACT

To incorporate the trustees of the Sheboygan Academy.

Be it enacted by the Council and House of Representatives of the Territory of Wisconsin:

SECTION 1. That there be established in the village of Sheboygan, in the county of Sheboygan, a seminary of learning, by the name and style of the Sheboygan Academy, and that D. C. Vosburg, J. L. Moore, W. R. Garshim, R. P. Hariman, H. C. Hobart, W. W. Kellogg, Amos Adams, J. Rankin, David Taylor, and David Giddings, and their associates and successors in office, be and they are hereby created a body politic and corporate, by the name and style of "The Trustees of the Sheboygan Academy," by which name they and their successors shall forever be known and have perpetual succession, and shall have power to contract and be contracted with, sue and be sued, plead and be impleaded, defend and be defended, in all courts and places, in all actions, suits, complaints, and causes whatever; and they shall have a common seal, and may alter the same at pleasure; and

Name and
 style of cor-
 poration.

ERRATA.

In the law to organize the county of La Fayette, on the 63d page, section 20, 2d line, the word "Highland" should read Richland.

In the law to incorporate the Fond du Lac and Beaver Dam Rail Road Company, on the 166th page, in sec. 16, the seventh line is printed as the ninth. The language (commencing with the seventh line) should be, "not exceeding three times the amount of damages caused by such offence, which may be recovered in the name of the said company, by action of debt, in any court having competent jurisdiction," &c.