

SECTION 6. All acts and parts of acts conflicting ^{Repeal.} with the provisions of this act, are hereby repealed.

SECTION 7. This act shall take effect and be in force from and after its passage.

Approved April 1, 1863.

CHAPTER 351.

[Published May 6, 1863.]

AN ACT to amend section 3 of chapter 278 of the private and local laws of 1854, entitled "an act to incorporate the Germantown farmers' mutual insurance company."

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

SECTION 1. Section 3 of chapter 278 of the private and local laws of 1854, entitled "an act to incorporate the Germantown farmers' mutual insurance company," is hereby amended, by striking out the word "March," wherever it occurs in said section, and inserting in lieu thereof the word "February." ^{Annual election of directors.}

SECTION 2. This act shall take effect and be in force from and after its passage and publication.

Approved April 1, 1863.

CHAPTER 352.

[Published May 8, 1863.]

AN ACT to incorporate the Phoenix lead-mining and smelting company.

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

SECTION 1. Moses M. Strong, Francis Vivian, John J. Ross, Nicholas Vivian and John M. Smith, all of Mineral Point, in the state of Wisconsin, and such ^{Corporators.}

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 a body corporate and politic, by the name and style of "the Phoenix lead-mining and smelting company," and by that name shall have perpetual succession, be competent to contract and be contracted with, sue and be sued, implead and be impleaded, answer and be answered, defend and be defended, in any court whatever. The said corporation shall have a common seal, which they may make, alter or renew at pleasure, be capable of acquiring by deed, lease or other conveyance a fee simple or any less estate in lands, tenements or easements, and of conveying any such estate or interest by deed, lease or other conveyance, or of holding such estate or interest or any other estate, either real, personal or mixed, and shall have and enjoy all the privileges, franchises and immunities incident to a corporation, and may do and perform all and singular the acts and matters which to any corporation it shall lawfully appertain to do and perform for the well being of said corporation.

Name and powers.

Capital stock.

SECTION 2. The capital stock of said corporation shall be five hundred thousand dollars, and shall be divided into five thousand shares of one hundred dollars each.

Board of directors.

SECTION 3. All the affairs of said corporation shall be managed by a board of five directors, or such number as shall be prescribed by the by-laws of the said corporation, the board to have the power to fill vacancies that may occur therein. The directors shall be stockholders, and shall be invested with all the powers of the corporation. They shall be elected by the stockholders at such times and places, and hold their offices for such length of time, and meet at such times and places, as the by-laws shall prescribe. At all meetings of the stockholders, every stockholder shall be entitled to one vote for each share of stock held by him or her, and may vote in person or by proxy; and no business shall be transacted unless a majority of the stock is represented. If, from any cause, an election of directors should not be had at the time when it ought to be had, the same may be had at any other time, and until such election be had, the directors of

Failure to elect, not a loss of franchises.

the preceding year shall continue to act, and the corporation hereby created shall not forfeit or lose any of its privileges, franchises or immunities by reason of the irregularity or want of such election, nor by reason of any abandonment or non-use [non-user] of such privileges, franchises or immunities for a less period than ten consecutive years: *provided, however*, for the first year after the organization of the corporation, the said Moses M. Strong, Francis Vivian, John J. Ross, Nicholas Vivian and John M. Smith shall be and constitute the board of directors, and shall thus continue to be until others are elected.

Directors for
first year.

SECTION 4. The said corporation is hereby authorized and empowered to conduct the business of mining for lead ore or other ores, on any land in the county of La Fayette, in this state, owned or which shall hereafter be owned by them, or in which they have or may acquire any interest or easement; and for that purpose may sink shafts, run adits or levels and drifts, erect, maintain and operate pumps, steam-engines, horse or other animal powers or water-power. And they are also authorized to conduct the business of smelting lead ore or other ores, in said county of La Fayette, or at any other place in this state; and for the said purposes of mining and smelting, to purchase or erect and have and hold any furnaces, buildings, fixtures or other estate, real or personal, which may be necessary or convenient for conducting their said mining or smelting operations.

Further powers
of corporation.

SECTION 5. A majority of the directors shall constitute a quorum for the transaction of any business. They shall meet at such times and places and be convened in such manner as they shall determine upon, and may fill any vacancy which may occur in their own board. They shall elect or appoint one of their own number to be president, and shall elect or appoint a secretary, treasurer and such engineers, superintendents, agents and other officers as they may deem proper; and the by-laws shall prescribe the duties of all officers. The directors shall have power to make and establish such by-laws, rules, orders and regulations, not in conflict with or repugnant to the constitution or laws of this state or of the United States, as they shall think best for the well ordering of the affairs

Quorum, officers,
&c.

By-laws, &c.

Contracts, &c. of said company, and to alter, amend or repeal the same at pleasure; also, to make such covenants, leases, contracts and agreements with any person or persons, copartnership or corporation whatsoever, as the execution and management of the affairs and the conveniences and interests of the company may require, and, in general, to superintend and direct all operations, receipts, disbursements and all other affairs and proceedings of said company.

Certificates of stock. SECTION 6. The directors shall issue a certificate or certificates to the stockholders for the number of shares held by them, respectively, in said corporation, signed by the president and secretary, and sealed with the common seal of the company, which shall be transferable in such manner as shall be prescribed by the by-laws; and the directors may receive in payment for any such stock any real or personal estate, or any easement, as shall be agreed upon between the directors and any other party.

Objects not otherwise attainable. SECTION 7. It is hereby declared that in the judgment of the legislature the objects of this corporation cannot be attained under general laws.

Public acts, &c. SECTION 8. This act is hereby declared to be a public act, and its provisions shall be liberally construed in all the courts of this state; and copies of the same, printed by authority of the legislature, shall be evidence thereof in all cases.

SECTION 9. This act shall take effect and be in force from and after its passage.

Approved April 2, 1868.

CHAPTER 353.

[Published May 6, 1863.]

AN ACT to incorporate the Freemen's association, of Mayville, in Dodge county.

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

Corporators. SECTION 1. Christian Mauer, Herman Eilers, Julius Phillip, Adam Tillman, J. G. Lenner, Christian Hirth,