

No. 564, S.]

[Published July 14, 1927.]

**CHAPTER 345.**

AN ACT to renumber and amend section 182.18 of the statutes, relating to meetings and election of officers of corporations.

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

SECTION 1. Section 182.18 of the statutes is renumbered to be 180.14 and amended to read:

180.14 MEETINGS, NOTICE, ELECTION OF OFFICERS; TERM. \* \* \* (1) TIME AND PLACE. Unless otherwise provided by law, the time and place of annual meetings of the members of every corporation shall be fixed by its articles or by-laws. *If not so fixed, the annual meeting shall be on the anniversaries of the first corporate meeting.*

(2) OFFICERS TO HOLD OVER, SPECIAL ELECTION. If an election of directors or trustees shall not take place at the annual meeting, \* \* \* a special meeting may be called by the president or the directors \* \* \* to elect \* \* \* such officers by giving such notice thereof, as is required for the annual meeting, but if such officers refuse or neglect to call such special meeting for ten days after the time fixed for the annual election, then any two members of the corporation may call such special meeting in the manner prescribed in section 180.06.

(3) COURT PROCEEDINGS; APPOINTMENT BY GOVERNOR. Whenever a corporation \* \* \* has failed *for one year* to elect its full board of directors, the circuit court shall, upon \* \* \* *the verified petition of a member, and ten days' written notice, served upon resident members, as a summons is served, in circuit court, and served upon nonresident members by publication once a week for at least two successive weeks in some newspaper to be designated by the court, published at or nearest to the location of such corporation, and by mailing at least ten days before the hearing in the manner provided in section \* \* \* 269.35,* order such corporation and its members to elect such directors within twenty days after the entry of such order. Upon proof of noncompliance with such order, the court shall report the matter to the governor, who shall appoint, from among the members, directors to fill the vacancies, such appointees to hold office until their successors are duly chosen by said corporation.

(4) ELECTION ON SECULAR DAY. When the day fixed for the annual election of officers or the meeting of a corporation shall fall on Sunday or on a legal holiday, such election or meeting shall be held on the next succeeding secular day.

(5) NOTICE. *Corporation meetings shall be called and noticed in the manner prescribed by the articles or by-laws but in case no provision therefor is so made meetings of a corporation may be called by the board of directors or trustees at any time and shall be called by the secretary when requested by one-fifth of the members of a non-stock corporation or by the owners of one-fifth of the outstanding shares of voting stock in a stock corporation on ten days' notice; and such notice to members may be served by publishing the same once in each week for two weeks in a newspaper published at or nearest to the location of the corporation, or by personal service or by mailing a copy thereof to each member directed to his last post-office address as the same appears in the records of the corporation.*

SECTION 2. This act shall take effect upon passage and publication.

Approved July 13, 1927.

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No. 573, S.]

[Published July 14, 1927.

## CHAPTER 346.

AN ACT to create subsection (4) of section 86.19 of the statutes, relating to highway signs.

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

SECTION 1. A new subsection is added to section 86.19 of the statutes to read: (86.19) (4) This section shall not be construed as prohibiting the erection of such historical monuments or markers within the limits of public streets and highways as shall be approved by the state highway commission.

SECTION 2. This act shall take effect upon passage and publication.

Approved July 13, 1927.