

CHAPTER 65.

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*An Act to incorporate the St. Paul and St. Anthony Railroad Company.*March 2, 1853.**SECTION.**

1. Corporators; name of corporation; powers of, etc.
2. Location of road.
3. Stock; number of shares.
4. Books, when to be opened; elections how held.
5. What sum to be paid at the time of subscribing.
6. Act to become void, how.
7. Powers of directors to construct tracks, turnouts, branches, etc.
8. Right of way; power of company to enter upon lands; arbitrators, how appointed, duties of.

SECTION.

9. May connect with other roads.
10. Highways, water courses, etc., how to be crossed.
11. Compensation, company entitled to.
12. Duties of President and Treasurer.
13. Oath of office.
14. Powers of President and Directors.
15. Damages for obstructing or injuring road.
16. Instalments when to be paid; stock may be sold at auction.
17. May borrow money and issue bonds.
18. Act when to take effect.
19. Legislature may alter, amend or repeal.

Be it enacted by the Legislative Assembly of the Territory of Minnesota, That James W. Davis, Eli Kinney, Luke P. N. Smith, George Johnson, John Rollins, James Wells, C. Carli, Emanuel Case, William P. Murray, William L. Larned, R. P. Russell, R. M. Spencer, Alfred E. Ames and Edmund Rice, and those who may hereafter become stockholders in the manner hereinafter prescribed, their successors and assigns, be, and they are hereby created a body corporate, by the name and style of the St. Paul and St. Anthony Railroad Company, with perpetual succession, and by that name and style, shall be, and are hereby made capable in law to have, purchase, receive, possess, sell, convey and enjoy, real and personal estate, and retain to them, their successors and assigns, all such lands, tenements and hereditaments, as shall be requisite and necessary for their accommodation and convenience in the transaction of their business; to sue and be sued, implead and be impleaded, answer and be answered unto, defend and be defended, in courts of record and elsewhere, and also to have, make, and use, a common seal, and to alter, renew, or change the same at their pleasure.

Corporate name
and powers

SEC. 2. That the said corporation is hereby vested with the right and authority to construct a railroad commencing in or near the town of St. Paul, in the county of Ramsey, and thence by such route as the directors may select, to or near the town of St. Anthony, in the county of Ramsey, as the directors may hereafter determine.

Location of road.

SEC. 3. That the capital stock of said company shall be four hundred thousand dollars, and shall be divided into shares of one hundred dollars each.

Capital stock.

SEC. 4. That the above named persons, or any two of them, are hereby authorized to order books for receiving subscriptions to the capital stock of said company, to be opened at such time or

Books when to
be opened.

times, in the town of St. Paul, and at such place or places, as may be deemed expedient, under the direction of not less than two of the above named persons, having given not less than ten days' notice in a newspaper published in the county where books of subscription are to be opened, of the time and place of opening of said books, and as soon as five hundred shares of stock shall be subscribed, they shall give a like notice for a meeting of stockholders, to meet at such time and place as they may designate, to choose by ballot five directors, who shall continue in office for the term of one year, and until their successors are elected and qualified, and at all elections for directors, each share of the capital stock shall entitle the owner thereof to one vote, and may either be voted in person or by lawful proxies; two competent persons shall be selected inspectors of such elections, and they shall forthwith certify under their hands who are elected directors; and a new election shall be held annually at such time and place as the stockholders or directors may appoint, or as the by-laws of the corporation may require, and the directors shall, as soon as convenient, elect from their own number a president and a treasurer of the corporation.

Elections.

What sum to be paid.

SEC. 5. That upon every subscription there shall be paid at the time of subscribing, to the persons authorized to open books, the sum of twenty dollars, and the residue thereof shall be paid in such instalments and at such times as may be required by the president and directors of said company, to the treasurer thereof, and the said directors are authorized to take and receive from such persons, as shall purchase such stock as aforesaid, such bonds or notes for the residue of the purchase money of said stock as they may deem expedient.

When not to become void.

SEC. 6. That if said company shall not organize within one year from the date of the passage of this act, and have the road completed in three years from the organization of said company, then this act shall be void.

Powers of directors.

SEC. 7. That the directors shall have power to determine and construct the number and kind of tracks, turnouts, branches, carriages, conveyances, storehouses, depots, engine shops, foundries and such other fixtures and machinery, and also to prescribe the mode of transportation, and also to have power to construct a double track railroad, if they deem it expedient.

Right of way.

SEC. 8. That said company shall have the right to enter upon any land, to survey, locate, construct and lay down said road, and to take any materials necessary to the construction and repair of said work, and whenever any lands or materials shall be taken for the construction of said work, and the same shall not be given or granted to said company, and the owners thereof do not agree with said company as to the compensation to be paid therefor; or in case the owner or owners are under any disability to contract, or from the Territory, application may be made by said company to any judge of the district court, or any two justices of the peace in said county in which such lands and materials may be; and thereupon it shall be the duty of said judge or said justices of the peace, to issue his or their warrant to the marshal or to the sheriff of said county, commanding him to summon three disinterested freeholders of said county to arbitrate upon the compensation to be awarded to such person or persons, who shall be sworn and paid as arbitrators in other cases, and they or a majority of them, shall award as arbitrators between the parties, and render copies

Arbitrators.

of their award to each of the parties in writing, from which award either party may appeal within ten days thereafter, by giving bond and security to the opposite party, in such sum as the court may prescribe, to the district court for the said county in which said land or materials are situated, which appeal shall be proceeded in as in other cases of appeal, and in all cases where compensation shall in any manner be claimed, it shall be the duty of the arbitrators and the court to estimate and set off any advantage which the location and construction of said road may be to the claimant; and said company shall have the right to retain, own, hold and possess said materials, and to the use and occupation of said lands, as fully and absolutely as if the same had been granted and conveyed to said company by deed: *Provided*, That before said company shall enter upon any land for the purpose of constructing the said road, or for the purpose of procuring materials for the same, they shall pay or secure to the owner of such land or materials, payment for the same, as may be agreed or awarded by the provisions of this section.

Sec. 9. That if it shall be necessary in the selection of the route or construction of the road, to connect the same with, or use any other road, street or bridge made or erected by any company or persons incorporated or authorized by any law of this Territory, it shall be lawful for said company, and it is hereby authorized to contract and agree with any such corporation or persons for the right to use such road, street or bridge, or for the transfer of any of the corporate or other rights, or privileges of such corporation or persons, to the said president and directors of this corporation; and all such other corporations and persons incorporated by or acting under the laws of this Territory, are hereby authorized to make such an agreement, contract or transfer by and through the agency of their corporate officers, or such other persons, as by any law of this Territory, are intrusted with the direction and management of such road, street or bridge; and every transfer made in pursuance to the power hereby granted, when executed by the several parties under their respective seals, or otherwise legally authenticated, shall vest in this corporation all the rights and privileges vested in said corporation or persons, as shall be specified in the contract and agreement above referred to.

To connect road,
&c.

Sec. 10. Whenever it shall be necessary for the construction of the railroad to intersect or cross any stream of water, or water-course laying in or across the route of said road, it shall be lawful for the corporation to construct the said railroad across or upon the same, but the corporation shall restore the stream or water-course thus intersected, to its former style, or place it in such condition as not materially to impair its former usefulness; and in case the interest of said company shall require them to occupy or change any road or highway, said company shall so turn or change such road or highway and construct the same in as good a state as to render the same as useful and convenient as the former road or highway; and if said company, after having selected a route for said railroad, find any obstacles in continuing said location, either by the difficulty of constructing, or procuring the right of way, at a reasonable cost, or when a better or cheaper route can be had, it shall have the right to vary the route and change the location.

Highways, &c.,
how crossed.

Sec. 11. That said company may prescribe, demand and receive from all persons using or traveling upon said road, or for the trans-

Compensation.

portation of property, such rates of compensation as the said company may think reasonable, which rates prescribed by said company shall be posted up in suitable places in each of their depots.

Duty of President and Treasurer.

SEC. 12. That at the regular annual meeting of the stockholders of said company, it shall be the duty of the president and treasurer in office the year previous, to exhibit a clear and distinct statement of the affairs of the company to the stockholders. And the president and directors shall annually or semi-annually declare and make a dividend of the nett profits arising from the revenues of the company, deducting the necessary current and probable contingent expenses, and they shall divide the same among the stockholders in proportion to their respective shares.

Oath of office.

SEC. 13. That every president, director and treasurer of said company, before he acts as such, shall swear or affirm, as the case may be, that he will well and truly discharge the duties of his said office to the best of his skill and ability; and the arbitrators authorized by the eighth section of this act, before they proceed to estimate damages, shall severally take an oath or affirmation faithfully, impartially and honestly to discharge their duty as such arbitrators; and the said appraisors shall each receive two dollars per day, for each day they may be necessarily employed, which shall be paid by said company.

Powers of President and Directors.

SEC. 14. That the president and directors, or a majority of them, may appoint all such officers, engineers, agents, and servants, whatsoever, as they may deem necessary for the transaction of the business of the company, and may remove any of them at their pleasure: that they, or a majority of them shall have the power to determine by contract, the compensation of the engineers, officers, agents, or servants in the employ of said company, and to determine by their by-laws the manner of adjusting and settling all accounts against the said company; and also the form of the certificate of stock: the manner and evidence of transfers of stock in said company; and they or a majority of them shall have power to pass by-laws, which they may deem necessary and proper for exercising all the powers vested in the company hereby incorporated, and for carrying the objects of this act into effect: *Provided, only,* That said by-laws shall not be contrary to the laws of this Territory or of the United States.

Damages for obstructing.

SEC. 15. That if any person shall wilfully, by any means whatsoever, injure, impair or destroy any part of said railroad, in process of construction, or constructed by said company under this act, or any of the necessary work, buildings, cars, engine houses, foundries, or machinery of the said company, such person or persons so offending, shall each of them for every such offence, forfeit and pay to the said company three-fold the damages, which may be recovered in the name of the said company by a civil action with costs of suit, in any court having cognizance thereof, and shall also be subject to an indictment in any court having jurisdiction of crimes and offences; and such person may be committed, and upon conviction of such offence, shall be punished by fine not exceeding five hundred dollars, and imprisoned at the discretion of the court.

Instalments when to be paid.

SEC. 16. If any instalments remain unpaid for ninety days after the time of payment has elapsed, the directors may order them collected in the name of the company, by suit, or may sell the stock at public auction for the instalments then due, giving twenty

days notice of the time and place of sale, by advertisement in some newspaper of general circulation in the county, where such sale is to be made; and the residue of the money arising from such sale after paying such instalments and costs, shall be paid over to the former owner.

SEC. 17. That the said directors are hereby authorized to borrow any amount of money not exceeding two hundred thousand dollars, upon the faith and credit of said company, upon such terms and rates of interest as they may deem proper, and for that purpose they are authorized to issue their bonds in convenient amounts of not less than one hundred dollars each, and to make the principal and interest payable at such times and places as may be agreed upon between the parties, and to mortgage the road, franchises, equipments, buildings, engine shops, machinery, and fixtures of every kind whatsoever, for the payment of the same.

May borrow money, etc.

SEC. 18. This act shall take effect from and after its passage.

SEC. 19. The legislature may at any time alter, amend or repeal this act.

Legislature may alter, amend or repeal.

Approved March 2, 1853.

CHAPTER 66.

An Act to incorporate the Minnesota Western Railroad Company.

March 3, 1853.

SECTION.

1. Corporators; object and name of corporation.
2. Location of road.
3. Capital stock; amount of.
4. Books to be opened; notice of how given.
5. Directors, how elected; annual meetings.
6. Subscriptions to capital stock.
7. Rules, regulations and by-laws.
8. Highways, etc., how crossed.
9. Dividends, how paid.
10. Damaging or obstructing road, how punished.
11. Company to provide wagon ways, etc.

SECTION.

12. Capital stock may be increased.
13. Right of way, etc.; commissioner to be appointed; duty of; appeal from decision of how taken.
15. May borrow money and dispose of bonds.
16. Company to construct road, etc.
17. Power to unite with other roads.
18. Lands granted by congress.
19. May pass over other railroads.
20. When road must be commenced.
21. Act how construed.
22. Legislature may alter or amend act.

Be it enacted by the Legislative Assembly of the Territory of Minnesota, Robert J. Walker, A. Hyatt Smith, Joseph B. Doe, Otis Hoyt, Benjamin Allen, H. M. Rice, Franklin Steele, Socrates Nelson, H. Z. Hayner, Martin McLeod, Alexander Wilkin, M. S. Wilkinson and N. Greene Wilcox, together with such other persons as may hereafter become associated with them in the manner hereinafter prescribed, their successors and assigns, are hereby created a body corporate, by the name of the Minnesota Western Railroad Company, and by that name shall be and are hereby made

Corporators.