

## CHAPTER CXXVIII.

*An Act to Incorporate the St. Cloud Bridge Company.*

- SECTION 1. Names of corporators; title of company.  
 2. Amount of capital stock; power to increase.  
 3. Three authorized to open books.  
 4. When to call meeting; elect directors.  
 5. Elect President; choose Treasurer and Secretary; adopt by-laws  
 6. Term of office; elect annually; fill vacancy.  
 7. Power to call meeting; duties of President prescribed in by-laws.  
 8. By-laws to regulate meetings; power of directors.  
 9. Secretary to attend meetings and keep record.  
 10. Each share entitled to one vote; quorum.  
 11. Authorized to construct bridge; take land; appraise value.  
 12. No other bridge to be established within one mile.  
 13. Stearns and Benton counties to buy and maintain the same as free bridge.  
 14. Privileges forfeited unless commenced in two years.  
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*Be it enacted by the Legislative Assembly of the Territory of Minnesota :*Names of cor  
porators

SECTION 1. That John L. Wilson, Henry T. Welles, S. B. Lowry, Franklin Sisson, George F. Brott, J. P. Wilson and R. C. Bardick, and their associates and assigns, be, and they are hereby constituted a body politic and corporate, for the purpose hereinafter mentioned, by the name of "The St. Cloud Bridge Company," for the term of thirty years, and by that name they and their successors shall be and they are hereby made capable in law to contract and be contracted with, sue and be sued, plead and be impleaded, prosecute and defend, answer and be answered, in any court of record and elsewhere, and to purchase and hold any estate, real, personal or mixed, and the same to grant, sell, lease, mortgage or otherwise dispose of for the benefit of said Company; to devise and keep a common seal; to make and enforce any by-laws not contrary to the constitution and laws of the United States or of this Territory, and to enjoy all the privileges, franchises and immunities incident to a corporation.

Capital stock.

SEC. 2. The capital stock of said Company shall be one hundred thousand dollars, in shares of one hundred dollars each; and the board of directors shall have power at any time, whenever a majority in value of the stockholders shall deem the same advisable, to increase the said capital stock to an amount not exceeding in the whole three hundred thousand dollars.

Open books.

SEC. 3. Any three of the individuals named in the first section of this act, shall be authorized to cause books to be opened at St. Cloud for the purpose of receiving subscription to the capital stock of said Company, first giving three weeks notice in any two newspapers published in this Territory, of the time and place of opening such books.

Meeting to elect  
directors.

SEC. 4. Whenever twenty thousand dollars of capital stock shall have been subscribed, and five dollars upon each share so subscribed for shall have been actually paid in, any number of the said subscribers who shall represent a majority of the then subscription to said stock, shall be authori-

ized to call a meeting of the several subscribers thereunto, giving twenty days notice of the time and place of such meeting, in any two newspapers published in this Territory. And those of the subscribers who may be present at such meetings so called, shall have the power and be authorized to elect a board of seven directors from the stockholders of said Company.

SEC. 5. The board of directors thus chosen shall proceed to elect one Elect officers. of their number as President of said Company, and shall also choose one person to act as both Treasurer and Secretary of said Company, and who shall give bonds to be approved by the President and Directors, in such penal sum as they may require, conditioned for the faithful and correct discharge of his duties as Treasurer and Secretary; and at such first meeting, or as soon thereafter as practicable, said President and Directors shall prepare and adopt a code of by-laws for the regulation and government of the affairs of said Company, which may be altered or amended at any subsequent meeting of said Board of Directors, by a majority thereof.

SEC. 6. The said officers, chosen according to the provisions of the two Term of office. preceding sections, shall remain in their several offices until the first Monday of January, A. D. 1857; upon which said Monday a meeting of the said stockholders shall be held, and a board of seven Directors chosen, who shall remain in office for one year thereafter, and until others are chosen in their stead, and annually thereafter, on the first Monday of January of each year, a meeting of the stockholders shall be held and a board of seven Directors shall be chosen for the ensuing year. Provided, that if any vacancy shall be created in any office, by reason of resignation, death or otherwise, the Board of Directors shall have power to fill such vacancy for the remainder of the term. Provided also, that the President of said Company shall be chosen from the seven Directors thereof, and a Treasurer and Secretary shall always be chosen by the said Board of Directors, according to the provisions of the fifth section of this act.

SEC. 7. The President of this Company shall have power to call a Call meeting. meeting of the stockholders, at any time, by giving fifteen days notice of the time and place of such meeting, in any two newspapers published in this Territory; and any four of the Board of Directors, or a majority in value of the stockholders, shall have the like power to call such meeting of the stockholders in like manner. Provided, that the duties and powers of the President, not in this act specifically set forth, shall be specified and prescribed in the by-laws adopted by the Board of Directors, according to the provisions of the fifth section of this act.

SEC. 8. The Board of Directors shall meet at such times and places as By-laws. they shall regulate by their by-laws. They shall fix the compensation of all officers of the Company and define their duties, and shall by their by-laws regulate the government of all meetings of their own Board and of the stockholders, and generally shall have power to do all acts for the benefit and purposes of said Company.

SEC. 9. The Secretary shall attend all meetings of the Board of Directors and of the stockholders, and shall keep a just and true record of all the proceedings at such meetings, and as Treasurer and Secretary shall perform such duties as the Board of Directors shall by their by-laws prescribe. Duty of Secretary.

SEC. 10. Every share shall be entitled to one vote each, at any meet- Election. ing for the choice of Directors; the seven stockholders having the highest number of votes cast shall be elected Directors. For the choice of President the Director having the highest number of votes shall be elected President. Provided, that at any meeting of the stockholders a majority

in value shall constitute a quorum, with power to transact all business; and at any meeting of the Board of Directors, any four of the Board of Directors shall constitute a quorum, with power to transact business.

**Construct bridge** SEC. 11. The said Company shall be and are hereby authorized and empowered to construct, maintain and keep a bridge across the Mississippi river, of such materials as the stockholders shall deem expedient to be erected across said river, at St. Cloud. The Company shall have power to take as much land as may be necessary for that purpose. Provided, however, that no unnecessary damage shall be done thereby; and in case the said Company and the owners of the land cannot agree upon the price of said lands so taken, the said Company shall choose an appraiser, and the owners of the land another; and the persons so chosen shall proceed to appraise the land; and in case the appraisers cannot agree, they shall choose another person to act with them in the appraisal, and the price at which the said appraisers shall appraise the said land shall be paid by said Company to the owners thereof.

**No bridge within one mile.** SEC. 12. No other bridge shall be established across the Mississippi river within one mile of that erected by the "St. Cloud Bridge Company," during the existence of this charter.

**Free bridge.** SEC. 13. It is hereby provided, that if the counties of Stearns and Benton, in this Territory, shall see fit, they may pay to the said stockholders the amount of the cost of said Bridge, and fifteen per cent. in addition; and the said counties shall maintain the same as a free Bridge. Provided, however, the stockholders of said Bridge may contract with said counties for a less sum or amount.

**To be commenced in two years.** SEC. 14. All the privileges granted by this act shall be forfeited unless the said Bridge is commenced in two years, and completed in four years after the passage of this act.

**Rates of toll.** SEC. 15. The rates charged for crossing the said Bridge shall not exceed the following rates for the first five years after the completion of said Bridge:

For each foot passenger,	- - - - -	10 cents.
For each horse, mare or mule, with or without rider,	- - - - -	15 "
For each two horse, two mule, or two ox team, loaded or unloaded, with driver,	- - - - -	25 "
For each single horse and carriage,	- - - - -	25 "
For each additional cow or ox,	- - - - -	10 "
For each swine or sheep,	- - - - -	2 "

**Take effect.** SEC. 16. This act shall take effect and be in force from and after its passage.

**Sell bridge** SEC. 17. That said Bridge Company may at any time, by and with the consent of the counties of Benton and Stearns, through a majority of their Commissioners, sell said Bridge to any corporate Company that will maintain the same as a free Bridge, under all the penalties and restrictions required by this act.

CHARLES GARDNER,  
*Speaker of the House of Representatives.*  
JOHN B. BRISBIN,  
*President of the Council.*

APPROVED—March first, one thousand eight hundred and fifty-six.

W. A. GORMAN.

I hereby certify the foregoing to be a correct copy of the original bill on file in this office.

J. TRAVIS ROSSER,  
*Secretary of Minnesota Territory.*