

CHAPTER CXXXVIII.

An act to incorporate the Little Falls Manufacturing Company.

- SECTION. 1. Names of corporators ; created body corporate.
 2. Business defined by by-laws ; by whom conducted :
 3. Power granted to construct Dams. Booms, &c. ; punishment for injuring any of the works.
 4. Make and complete by-laws ; how to adopt the same.
 5. Election of directors to be made by stockholders, after amount of capital stock is determined ; alteration of by-laws.
 6. Duty of President.
 7. Debts, how contracted ; stockholders individually liable.
 8. Construct lock and sluice.
 9. Legislature may alter.
 10. When to take effect.

Be it enacted by the Legislative Assembly of the Territory of Minnesota:

SECTION 1. That William Sturgis, James Fergus, Calvin A. Tuttle, ^{Names of corporators.} their associates, successors and assigns be and they hereby are constituted a body corporate and politic with perpetual succession, for the purposes hereinafter mentioned under the name and style of the Little Falls Manufacturing Company, and by that name they and their successors shall be, and hereby are made capable in law to contract and be contracted with, sue and be sued, plead and be impleaded, answer and be answered unto, prosecute and defend in any court of law or equity in this Territory or elsewhere ; and to purchase and hold any estate, real or personal, and the same to grant, bargain, sell, convey, lease, mortgage or otherwise dispose of for the benefit of said company ; to have and keep a common seal, and the same to alter at pleasure ; and enjoy all and singular, the privileges and franchises incident to a corporation.

SEC. 2. The business of said company shall be defined by the by-laws thereof, and may extend to the manufacture of flour, lumber, and of ^{By-laws to define business.} any and all articles which said company may deem proper, and shall be conducted under the management and supervision of a board of three directors, to be elected by the said corporators and their successors, in such manner and at such times, and shall perform such duties as may be prescribed by the laws of said company. Said directors shall choose a president, secretary, and such other officers as the by-laws of said company may prescribe. The president shall in all cases be one of the number of said directors.

SEC. 3. The said company shall have power and right to construct ^{Construct dam} and maintain a dam across the Mississippi river, at or near the town of Little Falls, and also to construct and maintain a dam across the stream known as the Little Elk, at any point on said stream within two miles of the mouth thereof, which said dam shall be of such height and dimensions as the directors of said company shall deem necessary to control a sufficient supply of water for the purposes of said company. And the said company are authorized in connection with said dams, to construct wing dams, booms, spiling or other works necessary to preserve the said dams, or for holding the logs and other lumber of said company, and any person who shall wilfully injure or destroy any of the dams or other works authorized by this act, or any buildings or improvements owned or constructed under the

provisions of the by-laws of this company, shall, on conviction thereof, be punished by imprisonment in the Territorial prison, not exceeding three years, nor less than three months, and shall be liable to said company in a civil action, and shall forfeit treble damages.

Make by-laws.

SEC. 4. Said company shall have the power and right to make and enforce any by-laws not in conflict with the constitution of the United States, or the organic act or laws of the Territory of Minnesota, and may by such laws determine the amount of the capital stock of said company, and regulate the division thereof into shares, and all other questions pertaining thereto. The by-laws of said company shall be adopted at a meeting of the corporators named in the first section of this act, when a majority of said corporators shall be present, and said by-laws may be altered or amended at any subsequent meeting of said corporators or their successors, when two-thirds of said corporators are present.

Election of Directors.

SEC. 5. When the said corporators shall by their by-laws have determined on the amount of capital stock, and the number of shares thereof, and shall have provided for the transfer thereof; then and from thenceforth, the election of directors and the alteration or amendments of the by-laws of the said company shall be made in all cases by the stockholders, but no alteration of the by-laws can be had unless at a special meeting for said purpose, of said stockholders; and when there shall be present stockholders holding in value two-thirds of all the stock of said company, and then only by the concurrence of five-eighths of all the stock of said company, but the election of directors may be had by the stockholders under such regulations as they by their by-laws adopted, as provided in this section, may prescribe.

Duty of President.

SEC. 6. It shall be the duty of the president of said company, under the authority of the by-laws thereof, or under the direction of a majority of the directors, to execute on behalf of said corporation, all deeds, mortgages, promissory notes, bills of exchange, contracts and other instruments of writing between said corporation and other contracting parties, and such signature when attested by the secretary shall be evidence in all cases that such deeds, contracts, or other instruments of writing were duly executed by and on behalf of said corporation; and a majority of said directors may at any meeting of said directors, appoint an agent or attorney, with full powers to sign on behalf of said company, any instrument of writing specified in this section, and any contract, special or parole, so executed by said agent, acting within the scope of his authority, shall in all cases be of force and binding on said company.

Debt, how contracted.

SEC. 7. No debt or liability of said company shall be contracted, except authorized by the by-laws thereof, or at a meeting of the directors of said company by a majority thereof; and in all cases the stockholders shall be individually liable for all legal demands against said company, in proportion to the amount of stock held.

Construct lock.

SEC. 8. If at any time after ten years from the completion of the said dam across the Mississippi river at the place aforesaid, the navigation of said river shall render it necessary, the said company shall construct a lock of sufficient dimensions to permit all boats and vessels navigating said river below said dam to pass without any unnecessary delay at said dam, and the said company shall construct a sluice over said dam, authorized by this act to be constructed across the Mississippi river, sufficient to give free and safe passage to all logs and rafts floating down said stream.

Legislature may amend.

SEC. 9. The Legislature may alter or amend this act at any time, but shall not interfere with vested rights.

SEC. 10. This act shall take effect and be in force from and after its **Take effect.** passage.

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.

CHAPTER CXXXIX.

A bill to incorporate the Huidacooper Institute.

- SECTION 1. Names of Trustees ; body corporate.
2. Object of institution.
3. Donations, how disposed of.
4. Time and place of holding first meeting : classification and term of office.
5. Officers, of what to consist.
6. Make report.
7. Powers of Trustees.
8. Duty of Secretary.
9. Duty of Treasurer.
10. Treasurer to give bond.
11. When to take effect.

Be it enacted by the Legislative Assembly of the Territory of Minnesota :

SECTION 1. That there be established at Rochester, Minnesota Territory, an institution by the name of the Huidacooper Institute, and that Frederick Huidacooper, William D. Tucker, J. N. McLane, William D. Lowery, H. H. Johnson, John Head, E. A. McMahan, and Silas Nobles, and their associates and successors in office be a body corporate, to be known by the name of the Trustees of the Huidacooper Institute, with the right as such, and by such name of suing and being sued, of contracting and being contracted with, of purchasing and holding real, personal and mixed property, and of making use of a common seal, and altering the same at pleasure.

SEC. 2. The object of this institution shall be to promote the education of youth.

SEC. 3. The proceeds of all donations, of whatever nature and from whatever source, to said institution, shall be and remain a perpetual fund (except as hereinafter provided) the interest and proceeds of which shall be applied to the support of said school. Provided, however, that when a donor or contributor, at the time of making his donation or contribution to said school, shall designate the particular object for which he makes his donation or contribution, it shall be appropriated and expended accordingly. The buildings, library, grounds and other property belonging to and