

CHAPTER LXIII.

An Act to Organize the Stillwater Bridge Company.

- Sections 1.** Incorporation and Powers.
2. Capital Stock.
 3. Books to be opened.
 4. First meeting for election of Directors.
 5. Officers of the Board of Directors.
 6. Term of holding office.
 7. President, his duties and powers.
 8. Meetings of the Board.
 9. Secretary, his duties.
 10. Elections.
 11. A. authorized to construct bridge.
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 15. Debts and liabilities—individual responsibility.
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Be it enacted by the Legislative Assembly of the Territory of Minnesota:

SECTION 1. That F. R. Delano, Wm. H. Mower, J. D. McComb, John S. Boder, L. E. Thompson, W. McKusick and T. E. Parker, and their associates and assigns be and are hereby constituted a body politic and corporate for the purposes hereinafter mentioned, by the name of the Stillwater 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 to hold any estate, real, personal and 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-law 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. Incorporation

Sec. 2. The capital stock of said company shall be forty 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 one hundred thousand dollars. Capital Stock

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 Stillwater, for the purpose of receiving subscriptions to the capital stock of said Company, first giving two weeks' notice in any two newspapers published in this Territory, at the time and place of opening such books. Open Books

Sec. 4. Whenever fifteen thousand dollars of capital stock shall have been subscribed, and five dollars per share so subscribed for shall have been actually paid in, any number of Call meeting

the said subscribers who shall represent a majority of the then subscription to said stock, shall be authorized to call a meeting of the several subscribers thereto, giving twenty days's 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 power to elect a board of five directors from the stockholders of said Company.

President **Prescribe by laws** **Sec. 5.** The Board of Directors thus chosen shall proceed to elect one of their number as President of said Company, and shall choose also one person to act both as 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, the 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 or a majority thereof.

Term of office **Vacancy** **Sec. 6.** The said officers chosen according to the provisions of the two preceding sections, shall remain in their several offices until the last Wednesday of December succeeding their election, and upon said Wednesday a meeting of the said stockholders shall be held, and a board of five directors chosen, who shall remain in office for one year thereafter, and until others are chosen in their stead, and annually thereafter on the last Wednesday of December of each year, a meeting of the stockholders shall be held and a board of five 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 always be chosen from the directors thereof, and a Treasurer and Secretary shall be chosen in accordance with the provisions of the fifth section of this act.

Powers of President **Sec. 7.** The President of this company shall have power to call a 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 three of the directors or a majority in value of the stockholders shall have the like power to call such meeting in like manner; *Provided*, That the duties and powers of the President, not specially 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.

Board of Directors **Sec. 8.** The Board of Directors shall meet at such times and places as 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 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. Secretary

Sec. 10. Every share shall be entitled to one vote each, at any meeting for the choice of directors. For the choice of President, the director having the highest number of votes shall be elected President; *Provided*, That 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 three of the Board of Directors shall constitute a quorum, with power to transact business. Election

Sec. 11. The said company shall be and are hereby authorized and empowered to construct, maintain, and keep a bridge across River or Lake St. Croix, to be erected of such material as the stockholders shall deem expedient. 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 owner of the land cannot agree upon the price of lands so taken, the said company shall choose an appraiser, and the owner of the land another; and the persons so chosen shall proceed to appraise the land; and in case the appraisers can not agree, they shall choose another person to act with them in the appraisal, and the price at which said appraisers shall appraise the said land shall be paid by said company to the owners thereof, and the said company shall at all times keep the said bridge in good repair and condition, so as to afford a safe and convenient passage to foot passengers, teams or cattle, and shall at all times without delay, permit any person or persons with or without teams or cattle, to cross on said bridge upon the payment or tender of the lawful toll; *Provided*, That said bridge shall be so constructed as to not interfere in any manner with the free navigation of said St. Croix Lake or River. To build bridge

Sec. 12. That no other bridge except a railroad bridge shall be established across said St. Croix River or Lake, within one mile of that erected by the Stillwater Bridge Company during the existence of this charter. That said bridge company may at any time by a vote of the majority of the stockholders, sell the bridge to any company, county or person who will maintain the same as a free bridge under the penalties and restrictions of this act. No other bridge
Sell bridge

Sec. 13. All powers and privileges granted by this act shall be forfeited unless the said bridge is commenced within two years and completed within five years from the passage of this act. Forfeiture

Sec. 14. No debt or liability of said company shall be contracted except as authorized at a meeting of stockholders Individual responsibility

owning a majority in value of the stock of said company; and each stockholder shall be individually liable for all legal demands against said company to the amount of stock held by such stockholder, and nothing herein contained shall be so construed as to authorize said company to obstruct the navigation of the St. Croix river or the free passage of all water crafts, rafts, or timber.

SEC. 15. The rates of toll for crossing said bridge shall not exceed the following:

For each foot passenger.....	5 cents.
For each horse, mare, or mule, with or without rider.....	10 "
For each single horse and carriage or buggy....	20 "
Two-horse, two-mule, or two-ox team, loaded or unloaded, with driver.....	40 "
For each additional ox or cow.....	5 "
Swine or sheep.....	2 "

Rates of Toll

May Amend

SEC. 16. This act may be altered or amended by the Legislature of this Territory or the future State of Minnesota at any time after the expiration of fifteen years from the date of this act.

J. W. FURBER,

Speaker of the House of Representatives.

JOHN B. BRISBIN,

President of the Council.

APPROVED—March sixth, eighteen hundred and fifty-seven.
 SECRETARY'S OFFICE, MINNESOTA, } W. A. GORMAN.
 SAINT PAUL, March 10, 1856. }

I certify the above to be a true copy of the original on file in this office.

J. J. McCULLOUGH,

Acting Secretary.

CHAPTER LXIV.

An Act to Incorporate the Town of Clear Water.

- SECTION 1. Boundaries—Name.
 2 Election—President, recorder and Trustees.
 3 Judges of Elections.
 4 Inc. operation.
 5 Take effect.

Enacted by the Legislative Assembly of the Territory of Minnesota:

Boundaries

SECTION 1. That so much land in Township one hundred and twenty-three (123), range twenty-seven (27), in the counties of Wright and Stearns, as may hereafter be entered as the town site of Clearwater, not exceeding three hundred and twenty acres, be and the same is hereby created a town corporate by the name of Clearwater.