

consist ent with the provisions of this act are hereby repealed.

Sec. 21. All public county roads hereafter to be laid out, shall be laid out in accordance with the provisions of this act, and the laws not inconsistent therewith.

All roads to be laid out, according to this Act.

J. W. FURBER,
Speaker of the House of Representatives.

JOHN B. BRISBIN,
President of the Council.

APPROVED—May twenty-third, one thousand eight hundred and fifty-seven.

S. MEDARY.

SECRETARY'S OFFICE, Minnesota, }
SAINT PAUL, July 22, 1857. }

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

CHAS. L. CHASE,
Secretary of Minnesota Territory.

CHAPTER LXIII.

A Bill to incorporate the American and European Emigrant Aid Company.

- SECTION 1 Incorporators and name of Company.
 2 Object and purposes of the Company.
 3 Authorized to purchase and convey Real Estate, and other lawful Acts.
 4 Capital Stock—Shares.
 5 To be under the control of a Board of Directors—Elections—Vacancies.
 6 Power of the Board of Directors.
 7 Commissioners named to procure subscriptions, and call first meeting.

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

SECTION 1. F. L. Harris, Peter Morris, Henry G. Baily, Wm. Freeborn, Jesse Ramsey, Furber, F. J. Whitlock, Wm. P. Murray, Joseph R. Rolett, H. D. Huff, Lewis Stone, Wm. D. Lowry, F. Baasen, T. J. Allen, W. A. Jones, R. Graves, R. A. Smith, J. W. Reynolds, and others, their associates, successors and assigns are hereby constituted a corporation under the name and style of the American and European Emigrant Aid Company. Incorporators

Object SEC. 2. The object and purposes of the above named Company, shall be to facilitate, encourage and conduct white Emigration, and to provide for the judicious and proper colonization and settlement of European and American Emigrants, upon the occupied and unoccupied lands of the Territory of Minnesota, and the other States and Territories of the United States.

Powers of the Corporation SEC. 3. And for the purpose of carrying into effect, the objects and intentions above mentioned, said Company shall have power and they are hereby authorized to purchase, acquire and hold either by themselves, or by such Trustee or Trustees as they may appoint, all such Personal and Real Estate as they may deem requisite thereto, and to sell, assign and convey or otherwise dispose of the same in their discretion, to enter into and make any and all such arrangements, contract deeds and obligations, as may be requisite and proper, in the prosecution of the business of said company, and to do or cause to be done, every other lawful act or thing appropriate to the accomplishment of the objects and purposes herein contemplated and intended. Said Company shall be capable of suing and being sued, in its corporate name, and may have and use a common seal.

Capital Stock SEC. 4. The capital stock of said Company shall be one hundred thousand dollars, with the privilege of increasing the same from time to time, as said Company may deem requisite to the proper prosecution of its business. Said stock shall be divided into shares of one hundred dollars each, which said shares shall be represented by proper certificates or scrip, and shall be deemed personal property, transferable by assignment or otherwise, as may be provided by the By-Laws of said Company.

Board of Directors—voting SEC. 5. The business, property, and affairs of said Company shall be managed and controlled by a Board of Directors, not exceeding thirteen in number, each of whom shall be a share-holder and owner in his own right, of the stock of said Company, to be chosen by the stock holders at such times and under such regulations as shall be prescribed in the By-Laws of said Company, each stock holder being entitled to give at any election mentioned in this Act, one vote for each share of stock which may stand in his name on the Books of the Company; absent stock holders may vote by proxy; said Directors to hold their offices for one year, and until others shall be chosen in their stead: *Provided, however,* That in case a vacancy shall occur in said Board in the intervals of any election by the stockholders, said Board shall have the power to fill the same: *And provided, also,* That the first Board of Directors under this Act shall be chosen in the manner hereinafter specified.

Directors manage and control affairs SEC. 6. The said Board of Directors, a majority of whom shall at all times constitute a quorum for the transaction of business, shall have power and they are hereby authorized to direct, manage, and control the whole property, business and

affairs of the said corporation, and for that purpose may do and execute all and every power, authority, act or deed, authorized to be done and executed within the intent and meaning of this Act.

The said Board of Directors shall also have power to make all requisite by-laws and rules for the regulation of their own proceedings, and for conducting the business and affairs of the Company, for the safe-keeping and proper disposal of its property and effects, and for the just division and distribution among the stockholders from time to time, of all money or other proceeds therefrom resulting. Make by-laws

They may elect from their own body a President, Vice President, and Executive Committee. They shall also appoint a Secretary, and other officers, agents, and employes of the Company, prescribe their duties, fix their compensation and remove them at their discretion. Elect officers

They shall likewise prescribe the manner and time of payment of the subscriptions to the Capital Stock, and may enforce the same by suit at law, by forfeiture or otherwise at their discretion. Prescribe payments of subscription

The said Company shall have an office in the city of New York, for the purpose of carrying on and transacting their business, where transfer, and other books may be kept. Office in New York

SEC. 7. F. L. Harris, R. Graves, H. D. Huff, W. D. Lowry, J. N. Reynolds, W. A. Jones, hereinbefore named as corporators, shall be Commissioners to procure subscriptions to the capital stock of said company, and it shall be the duty of said Commissioners, whenever the whole of the said capital stock of one hundred thousand dollars shall be subscribed, to call a meeting of the subscribers to said capital stock at such time and place, and upon such notice as they may deem adequate and proper, for the purpose of electing the first Board of Directors; each subscriber in person, or by proxy in writing, being entitled to as many votes as he may have subscribed shares of stock, and for the transaction of such other preliminary proceedings as may be necessary to the proper organization of said Company. Subscription-
First Board

This Act shall take effect immediately.

J. W. FURBER,
Speaker of the House of Representatives.

JOHN B. BRISBIN,
President of the Council.

APPROVED—May twenty-fifth, one thousand eight hundred and fifty-seven.

S. MEDARY.

SECRETARY'S OFFICE, Minnesota, }
SAINT PAUL, July 22, 1857. }

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

CHAS. L. CHASE,
Secretary of Minnesota Territory.