

CHAPTER XLIX.

An Act to incorporate the Lake Pepin Boom Company.

- SECTION 1.** The corporate company designated and its legal powers.
2. Capital stock and amount of the shares of said company.
 3. How, by whom, and when books may be opened.
 4. Of the election of a board of directors.
 5. The election of president and other officers of the company.
 6. Period for which officers shall be elected, and the manner of filling vacancies.
 7. Power to call meetings vested in the president.
 8. Time and place of holding meetings and the salaries of officers to be regulated by the by-laws.
 9. The secretary required to be present at all meetings, and shall keep a just and true record of all proceedings.
 10. A share entitled to one vote; how votes may be cast, and the manner of conducting an election.
 11. Where and what kind of booms the company may construct and keep.
 12. How timber and logs shall be rafted, and in what manner they shall be delivered.
 13. Compensation of the company, and how it shall be collected.
 14. When logs or timber may be turned out without rafting.
 15. How the boom or booms shall be constructed.
 16. Charges for scaling and booming logs.
 17. All logs or timber to be scaled by the Surveyor General.
 18. When this act shall take effect.
 19. Power to repeal, alter or amend reserved.

Be it enacted by the Legislative Assembly of Minnesota Territory:

SECTION 1. That Samuel Stanchfield, Henry T. Wells, William R. Marshall, Dorillus Morrison, Joel Bassett, William Hanson, Samuel B. Olmstead, John Rollins, William Freeborn and Isaac Staples, and their associates, successors and assigns, be and they are hereby constituted a body corporate and politic for the purposes hereinafter mentioned, by the name of the "Lake Pepin Boom Company," for the period of fifteen 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 or elsewhere, and to purchase and hold any estate, real, personal or mixed, so far as the same may be necessary to carry on the legitimate business of said company hereinafter prescribed, or to secure the payment of any debts that may be owing thereto, and the same to grant, sell, lease, mortgage or otherwise dispose of, for the benefit

Corporate Com-
pany.

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 fifteen 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 number of shares to an amount not exceeding in the whole twenty-five thousand dollars. And the stockholders shall be individually liable for the debts of said company.

When books may be opened.

SEC. 3. The individuals named in the first section of this act, or any two of them, shall cause books to be opened in the town of St. Anthony Falls, in the county of Ramsey, for the purpose of receiving subscriptions to the capital stock of said company on the notice thereof being given in two newspapers, one published in the town of St. Anthony Falls, and one published in the city of St. Paul, in said county, two weeks previous to the time of opening such books: *Provided*, That none but practicable lumbermen shall take stock in said company for the first six days after the books are opened.

Election of a board of directors.

SEC. 4. Whenever five thousand dollars of the 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 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, by giving ten 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 meeting, so called, shall have the power and be authorized to elect a board of five directors from the stockholders of said company.

Election of President.

SEC. 5. The board of directors thus chosen, shall proceed to elect one of their number as president of the said company, and shall choose one person secretary, who shall act both as treasurer and secretary of said company, and who shall give bonds, to be approved by the president and directors, to the said president and directors, in the penal sum of five thousand dollars, conditioned for the faithful and correct discharge of his duty as treasurer and secretary; and at such first meeting, 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.

Period for which officers shall be elected.

SEC. 6. The said president, directors and secretary chosen according to the provisions of the two preceding sections shall remain in their several offices until the Wednesday immediately preceding the twenty-fifth day of December, in the year of our Lord one thousand eight hundred and fifty-five, upon which said Wednesday a meeting of said stockholders shall be held, and a board of five directors chosen, who shall remain in office for one year thereafter; and annually thereafter, on the Wednesday next immediately preceding the twenty-fifth day 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 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 five 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 said company shall have power to call a meeting of the stockholders at any time by giving twenty days notice of the time and place of said meeting in any two newspapers published in this Territory; and any three 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.

Power to call meetings.

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 for all officers of the Company, and define their duties; 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 the said company not inconsistent with the provisions of this act.

Place of holding meetings.

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.

Record of all proceedings.

SEC. 10. Every share shall be entitled to one vote, which may be cast by proxy; and at any meeting for the choice of directors, the five stockholders having the highest number of votes shall be elected, and at every meeting of the board of directors for 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 business, and at any meeting of the board of directors a majority in value shall constitute a quorum with power to transact business: *And provided also*, That the said president, directors and secretary shall hold their respective offices until others are elected and qualified in their places.

Manner of conducting an election.

SEC. 11. The said company shall be and are hereby authorized and empowered to construct, maintain and keep a boom or booms upon the Mississippi river, at such points between the town of Red Wing and Wells' Landing, so called, as they may select, which boom or booms shall be completed on or before the first day of May, A. D. eighteen hundred and fifty-seven, into which boom or booms all the logs or hewn timber coming down the said river between the tenth day after the ice is out of the river, and the first day of October in each year, shall be gathered by the said company, and such logs or timber shall not be retained in said boom by said company for a longer period than thirty days, unless otherwise agreed by and between the owner of such logs or timber, and the said company shall be responsible for all logs passing the said boom or escaping therefrom between the tenth day after the ice is out of the river, and the first day of October in each year, and while such logs remain under their charge or in the hands of their agents: *Provided*, That the owner or owners of logs or timber coming down the said river, shall drive the same as far as the town of Red Wing. The said company are hereby further authorized and empowered to construct, maintain and keep such boom or booms across

Kind of booms.

the inlets of sloughs and along the shores of the said river between the head of Lake Pepin and the city of St. Paul as they may deem necessary to prevent logs and timber from floating out of the main channel of the said river: *Provided*, That this act shall not be so construed as to prevent any person or company from erecting or hanging any aide or sheer boom to collect his or their own logs or timber at any point above the said town of Red Wing. *Provided also*, That no right herein granted shall interfere with the construction or maintaining of any boom that may hereafter be authorized by the Legislature to be constructed at or above Red Wing. But any boom company so authorized to construct any such boom shall pay to the company hereby created, such reasonable compensation for any improvements made under the provisions of this act, and which may be used by said company hereafter to be created, as may be agreed upon by the parties, or may be awarded as provided in the third clause of this section.

And the said boom company shall have the right to pass and repass with teams or otherwise to and from the various places where the boom or booms contemplated by this act are to be, or shall have been located or constructed, and to occupy all land necessary for locating or constructing any of said booms; and whenever any individual or individuals shall suffer loss or damage by such taking, using or occupying, the said company shall make just compensation for the same; and whenever there shall arise any dispute or disagreement between the parties aforesaid, as to the amount of said damages, the question shall be referred to three disinterested persons, one of whom shall be chosen by each of the parties aforesaid, and the third by the two thus chosen, if the parties themselves cannot agree upon such third referee, and the decision of such referees shall be final.

How timber and logs shall be rafted.

SEC. 12. The said company shall raft out the logs and timber according to their several marks, and shall raft each mark separately, with lines and wedges, or with binders, and in such quantities together as the said company shall select, and shall deliver the same to the several owners thereof at or near the foot of said boom: *Provided*, That the said boom company shall not be obliged to retain any logs or timber at the foot of said boom for a longer period than three days, after notice has been given to the owner or owners of such logs or timber, or his or their agents, that such logs or timber are ready for delivery: *And provided also*, That the said company may raft in strings or rafts for running down the Mississippi river the logs or other timber belonging to any person or persons for such compensation as may be agreed upon by the parties, and if the rafts or strings so rafted are not taken away within five days of the time when the owner or owners shall have been notified that said rafts or strings are ready for delivery, then the said company may carefully drop the said rafts or strings and make the same fast at some point below the boom, at the expense and risk of the owner or owners of said rafts or strings.

Compensation.

SEC. 13. The said company may demand, and shall receive, and are hereby authorized to collect the sum of fifty cents per thousand feet for every thousand feet of logs or timber sorted out and rafted for delivery as aforesaid, at or near the foot of said boom, exclusive of the charge for scalage of such logs or timber, and for all logs sorted out, rafted and delivered as aforesaid, at any point below or near the foot of said boom, as the owner or owners of said logs may direct.

Provided, That if any logs or timber shall not be taken away from the foot of said boom, within the five days mentioned in section twelfth of this act,

and the owner or owners of such logs or timber shall not direct the boom company, within the said five days, at which point the same are to be delivered, then the said boom company are authorized to secure such logs or timber at any convenient point on the said river below and within five miles of the foot of said boom, and to demand and receive and to collect therefor such compensation as shall be just and reasonable. *Provided*, That rafts of sawed lumber or of logs which may by accident float into said boom shall only be charged with such reasonable compensation as will indemnify the said boom company for the safe delivery thereof.

SEC. 14. The said boom company may at the request of the owner or owners of any logs or timber in said boom or booms, turn out such logs or timber loose, without rafting, and for the boomage of such logs or timber so turned out, the said boom company shall receive and are hereby authorized by law to collect twenty-five cents per thousand feet for every thousand feet so turned out, exclusive of scalage: *Provided*, That the owner or owners of such logs shall request in writing, that said logs or timber be so turned out, and the said boom company shall not be held accountable for the loss of any logs or other timber resulting from the so turning out of said logs or other timber.

When logs or timber may be turned out without rafting

SEC. 15. The said boom company shall so construct the said boom or booms as to give passage in the channel of the river to any raft running down the said Mississippi river, and to all boats or other water craft whatever, running either up or down the said river, without any let, hindrance or delay by reason or on account of said boom.

How the boom or booms shall be constructed.

SEC. 16. The charges for scalage and the boom charges aforesaid shall be deemed due and shall be paid to the said company when the said logs are scaled and ready for delivery as aforesaid, and the said company shall be responsible to the surveyor for the scaling of such logs or timber.

Charges for scaling and boom-ing logs.

SEC. 17. All logs or other timber passing through said boom shall be scaled by the Surveyor General in the district in which the said boom shall be situated, or by his deputy, or when there is no Surveyor General in said district, by some competent person, to be selected by said company; and the said logs or timber shall be computed according to the pine scale authorized by law for the time being, and the boom charges authorized by this act shall be made according to scale, and the said company shall have power and are hereby authorized to cause logs or timber of each mark sufficient to cover the amount of boomage, scaling and rafting due on such mark, computing said logs so scaled at the market price per thousand feet, to be scaled to the said boom company on the delivery of each raft or string of logs rafted permanently by said boom company, or on each and every Saturday, for logs delivered in lines and wedges, or otherwise temporarily rafted as provided by this act, and said logs so scaled to the said boom company, shall be immediately marked with the mark of said company, and shall become the property of said company; but the owner or owners of such mark may at any time during the next succeeding twenty days, redeem their said logs by the payment of the said market price per thousand feet to the said company; and the said company may also charge and collect ten cents additional boomage on all logs retained over winter in the said boom at the request of the owner or owners of said logs or timber.

Timber to be scaled by the Surveyor Gen.

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

When this act shall take effect,

Power to repeal
alter or amend.

SEC. 19. The Legislature may repeal, amend or modify this act at any time.

J. S. NORRIS,
Speaker of House of Representatives.
WM. P. MURRAY,
President of Council.

APPROVED—March second, eighteen hundred and fifty-five.

W. A. GORMAN.

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

J. TRAVIS ROSSETT,
Secretary of Minnesota Territory.

CHAPTER L.

An Act to incorporate the Stillwater Ferry Company.

- SECTION 1. Corporate name of Company—their capabilities and liabilities.
 2. Length of time incorporated.
 3. Capital stock.
 4. Election of trustees and directors.
 5. In what case the act shall be void.
 6. What kind of boat and attendance required.
 7. Rates of toll.
 8. Bond required.
 9. Penalty in certain cases.
 10. Remedy for injuries sustained.
 11. Act to take effect.

Be it enacted by the Legislative Assembly of Minnesota Territory:

Corporate name
of Company.

SECTION 1. That Isaac Staples, John McKusick, Christopher Carli, Elias McKean, Jonathan E. McKusick and Albert Harris, and their associates and assigns, be and they are hereby constituted a body corporate and politic for the purposes hereinafter mentioned by the name of the "Stillwater Ferry Company" for the term of fifteen 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 or elsewhere, and to purchase and hold any estate, real, personal