

CHAPTER L.

A Bill to Incorporate the Rum River Log Driving Company.

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

Names of cor
porators.

SECTION 1. That Samuel Stanchfield, John Rollins, S. W. Farnham, Dorilus Morrison, H. T. Wells, William Hanson, W. L. Ames, Caleb Woodbury, J. G. Rowe, Caleb D. Dorr, John Jachins, James McCann, 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 "Rum River Log Driving Company," 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, to purchase and hold any estate, real, personal, or mixed, necessary to carry into effect the objects of their incorporation, 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 change the same at pleasure, to make and enforce any by-laws not repugnant to the Constitution or laws of the United States, or of this Territory; and to enjoy all the privileges, franchises and immunities incident to a corporation,

for the purpose of driving logs, masts, spars, timber, and other lumber down Rum river, and down that part of the Mississippi river lying between the mouth of said Rum river and the Lake Pepin Boom, so called, to and into said Boom.

Sec. 10. The capital stock of said company shall be ten thousand dollars, in shares of one hundred dollars each; and the Board of directors shall have power at any time when so instructed by a vote of the stockholders at any meeting regularly called and held, to increase said capital stock to an amount not exceeding in the whole twenty-five thousand dollars. Provided, that, five dollars shall be paid in upon each share of said capital stock at the time of subscription therefor, and the balance at such times as the Board of directors may prescribe; but such payment shall not be required oftener than once in any one month, nor shall more than twenty dollars be required to be paid on each share at any one time.

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 St. Anthony in the county of Ramsey, for the purpose of receiving subscriptions to the capital stock of said company, first giving ten days notice in any two papers published at St. Anthony aforesaid, or by posting notices at three public places at St. Anthony for the space of ten days next preceding such meeting, of the time and place of opening such books; and whenever five thousand dollars of the capital stock shall have been subscribed, and five dollars upon each share so subscribed for shall have been paid in, any number of the subscribers who shall represent a majority of the stock then subscribed for, shall be authorized to call a meeting of the several subscribers thereunto, by giving ten days notice of the time and place of such meeting in any newspaper published at St. Anthony, and those of the subscribers who may be present at such meeting, each one being entitled to one vote for each share subscribed for by him, on which he shall have paid in the above named assessment, shall have the power and be authorized to elect a board of five directors from the stockholders of said company.

Open books.

Sec. 4. The board of directors thus chosen shall proceed to elect one of their number as president of said company, and shall choose one person who shall act both as Secretary and Treasurer of said company, and who shall give a bond with sureties to be approved by the president and directors, to said president and directors in the penal sum of five thousand dollars, conditioned for the faithful performance of his duties as secretary and treasurer, and as soon as may be after their election 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 the board of directors.

Call-meeting

Elect officers.

Sec. 5. A meeting of the stockholders of said company shall be held at such place in St. Anthony as the directors shall appoint on the Wednesday next following the first day of November in each year, at which meeting a board of five directors shall be chosen, who shall choose one of their own number to be president of the company, and one person to be secretary and treasurer who shall give bond with sureties, as provided in the fourth section of this act for the faithful performance of the duties of his office. And every person who shall at any time be elected director president, or secretary and treasurer of this company shall be sworn to the faithful performance of the duties of his office before entering thereon, and shall continue in office until his successor shall be duly elected and qualified according to the provisions of this act. Provided, that the directors, or a majority of them may at any time remove the president or secretary and

Time of meeting

treasurer for malfeasance in office, and appoint his successor, and may also fill any vacancies in their own number occurring by death, resignation, or otherwise, until a successor to the office to be appointed by them shall be duly elected and qualified.

Meetings, how called.

SEC. 6. The president of said company shall have power to call a meeting of the stockholders at any time by giving ten days notice of the time and place of such meeting in any newspaper published at St Anthony, and any three of the directors, or a majority in interest of the stockholders shall have the like power to call such meeting of the stockholders in like manner; and in case of a failure to elect a board of directors at the annual meeting as provided in section fifth of this act, they may be chosen at a special meeting of the stockholders subsequently called and held under the provisions of this section.

Directors to make by-laws.

SEC. 7. The board of directors shall meet at such times and places as they shall appoint by their by-laws, and they shall fix the compensation and define the duties of all the officers of the company; provided, only that their own compensation shall be fixed by vote of the stockholders; they shall make all by-laws necessary to regulate the government of their own meetings, and those of the stockholders, as well as for the proper conduct and management of the business of the company; they shall appoint such subordinate officers of the company as shall be found necessary, and generally shall have power to do all acts for the benefit and purposes of the said company.

Duties of Secretary.

SEC. 8. The secretary shall attend, and keep a just and true record of all the proceedings at all meetings of the directors and stockholders, and as treasurer and secretary shall perform such other duties as the board of directors by their by-laws shall prescribe, and in case of his non-attendance at any of the above named meetings, a secretary pro tem. shall be elected by those composing the meeting, who shall perform the duties of the secretary during its continuance.

Each share to have one vote

SEC. 9. At all meetings of the stockholders each share shall be entitled to vote, and absent members may vote by proxy authorized in writing, at any meeting for the choice of directors, the five stockholders having the highest number of votes for such office shall be elected directors, and every meeting of the board of directors for the election of president, the director having the highest number of votes for said office shall be elected president. Provided, that at any meeting of the stockholders, a majority in value of the capital stock shall constitute a quorum for the transaction of business, though a less number may adjourn from day to day; and at any meeting of the board of directors three of their number shall constitute a quorum for the transaction of business, though a less number may adjourn from day to day, and at all such meetings of the directors or stockholders, the president of the company, if present, shall preside.

Drive logs

SEC. 10. The said company shall drive at as early a period in each year by the exercise of reasonable diligence, all logs, masts, spars, timber, and other lumber which may be left in Rum river, or upon the landing on the banks of said river in such condition as it has been usual to leave lumber upon such landings for driving, at the commencement of the driving season, to any place upon said Rum river, or upon the Mississippi river, between the place of taking such lumber and the place at which the Lake Pepin Boom Company are bound by their charter to take charge of lumber coming down said Mississippi river, which may be specified by the owner of said lumber, his or their agents, as the place of destination

of such lumber; and such specified place of destination may at any time be changed on reasonable notice.

Provided, that in case there shall be any stick or sticks of timber more than thirty-two (32) feet in length in any lot of lumber to be driven as aforesaid from above the south line of Township number thirty-nine, (39) or more than forty feet in length to be driven from any point then the owner or owners of such stick or sticks so driven shall pay to said company whatever extra expense of driving shall be caused said company by reason of said stick or sticks being above the dimensions above stated; and the owner or owners of said lumber, on said river, who shall elect to drive his or their own lumber shall give a written notice, written by themselves, or their agent or agents to that effect, to the secretary of said company, on or before the 15th day of February in the then current year, in which case only the said company shall not be bound to drive the said timber of which the secretary may have been so notified, and provided further that all notices of the destination of any lot of lumber shall be given to the secretary of said company, a reasonable time before such lot of lumber would reach its point of destination in the course of being driven.

Extra expenses

Provided further, That nothing in this act shall be construed to make it the duty of said company to stop, detain, or secure any lumber driven by them as aforesaid, at any place on either of the rivers above named, or to drive any lumber past any boom, which has been, or may hereafter be built by any company, person or persons under an act of the Legislature of the Territory, or State of Minnesota authorizing such company, person or persons to construct such boom and to stop or detain therein any logs or other lumber floated or driven down said rivers, or either of them, unless said lumber shall first be turned out of said boom or booms by and with the consent of the proprietors thereof, nor unless five days notice shall be given after the arrival at the boom of the majority of such lumber, of the intention of the owner or owners of said lumber, that it shall be so driven past such boom or booms.

Not to detain logs driven without consent

And provided further, That if any person or persons having in his or their possession on either of the rivers above named, any logs or other lumber, shall elect to drive them for him or themselves, and such lumber or any part thereof shall become intermingled with that driven by the company incorporated by this act, then such person or persons shall pay said company any damage that may accrue to said company by such intermingling, but shall not be liable to said company in any further sum or toll upon said logs or other lumber, except as hereinafter provided. And such person or persons, so electing to drive his or their lumber for him or themselves, shall pay to said company for the benefit conferred upon him or them by said company's improvements at the rates following for each thousand feet, board measure, to-wit: On all logs so driven from below the mouth of West Branch, one cent; from below the mouth of said West Branch and Cobb's Crossing, one and one-half cents; from between Cobb's Crossing and the mouth of Tibbet's Brook three cents; from between the mouth of Tibbet's Brook and the mouth of Bradbury Brook, three and one-half cents; from between the mouth of Bradbury Brook and the dam near Mille Lac, four and one-half cents.

Damages for intermingling logs.

Rates for privilege of driving

And the said company shall in every year, as soon and so long as there shall be in the driving season sufficient water for driving in said river or rivers, employ at least ten men for each of the sections or spaces of Rum river hereinafter specified, to-wit: Between the mouth of Stanchfield Brook, and

Employ men

the West Branch of said Rum river ; between the mouth of said West Branch and Cobb's Crossing, between said Cobb's Crossing and the mouth of Tibbett's Brook, and the mouth of Bradbury Brook and between the mouth of said Bradbury Brook and the dam near Mille Lac ; the men employed as aforesaid to form an aggregate crew of not less than four working men for every million feet of lumber, board measure, which said company may be required to drive. And each person having one million feet of logs or more, to be driven as above by said company may select one person for each million feet so to be driven, who shall be employed by said company as part of the crew above specified, to be employed by them, and shall be paid by said company such wages as his services shall be reasonably worth ; and parties having each less than one million feet of logs so to be driven may unite in selecting such man or men so to be employed and paid, provided that only one man to each million feet in the aggregate is to be so selected, employed and paid.

Make
improvements

SEC. 11. For the purpose of driving logs, masts, spars and other lumber, as provided in the tenth section of this act, the said company shall have power to make such improvements in Rum river and any of its branches or tributaries, and upon that part of the Mississippi river lying between the mouth of said Rum river and the St. Anthony boom, so called, as will facilitate and render more easy and convenient the drifting or driving of logs, masts, spars and all other lumber down said rivers, their branches and tributary waters, to their places of destination, by removing obstructions, building dams, wing-dams, piers and booms, gateways and sluices, where any of them may be required for the purposes aforesaid ; and for the purpose of making improvements contemplated by this act are to be or may have been effected and to take and use all necessary unconverted materials and to occupy all land needful for effecting said improvements ; and whenever any individual or individuals shall suffer loss or damage by such passing, repassing, 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 cannot themselves agree upon the third referee, and the decision of such referees shall be final. And any dam or other improvements on said Rum river, which have been made for the purpose of facilitating the driving of logs or other lumber shall be and become the property of said company for the purposes for which it is incorporated by this act, just compensation being made therefor as above provided. But nothing contained in this act shall be construed to give the said company authority to obstruct or impede the navigation of said Rum river, or Mississippi river, by steamboats or other water craft.

Disputes, how
settled.

Penalty for dam-
aging improve-
ments

SEC. 12. If any person shall wilfully injure any dam, pier, boom, gate, sluice or other improvement made by said company so as to render it less fitted for the purpose for which it was constituted, or shall aid in so doing, or shall procure the same to be done, or shall hoist or shut down any gate or gates, dam or dams, sluice or sluices, belonging to said company without permission first obtained of some proper officer of the company, such person shall forfeit and pay to said company treble damages, to be sued for and recovered in any court competent to try the same, to the use of the said company, and shall be punished by imprisonment in the Territorial prison not more than one year.

SEC. 13. As compensation for the improvements to be made by said

company, and for driving logs and other lumber as hereinbefore provided, the said company shall have power to levy a toll upon all the lumber so driven by them at the following rates per thousand feet, board measure, payable one-half on delivery of said lumber at its place of destination, and one-half in thirty days from the time of such delivery, to wit :

Levy toll

1. On all logs driven from above the mouth of Bradbury Brook on said Rum river, into St. Anthony boom seventy-five cents.

Rates of toll

2. On all lumber driven from between said Bradbury Brook and Tibbett's Brook on said river, to St. Anthony boom aforesaid, sixty cents.

3. On all lumber driven from between said Tibbet's Brook and Cobb's Crossing, so called, on said river into said boom, fifty cents.

4. On all logs driven from between said Cobb's Crossing and the mouth of the West Branch of said Rum river into said boom, forty cents.

5. For all lumber driven from below the mouth of said West Branch to said boom, thirty-five cents.

6. On all lumber driven from said St. Anthony boom into the St. Paul boom, so called, twenty-five cents.

7. On all lumber driven from St. Paul boom to Lake Pepin boom, twenty-five cents.

8. On all lumber from the mouth of Rum river to said St. Anthony boom, twelve cents.

And upon all lumber so driven by said company and left by request of the owner or owners thereof, his or their agent or agents at any point above said St. Anthony boom, the same toll will be chargeable as if it were driven into said boom, except that if such lumber shall be so left at any mill on said Rum river, a deduction of five cents per thousand feet shall be made thereon, from the rates above specified. Upon any lumber so driven and left at any point between St. Anthony boom aforesaid, and St. Paul boom, the same toll shall be chargeable as if drifted into said St. Paul boom ; and upon all lumber so driven and left at any point between said St. Paul boom and Lake Pepin boom aforesaid, the same toll shall be chargeable as if it were driven into said Lake Pepin boom.

In assessing and levying the toll authorized by this act, the company aforesaid may take as conclusive in relation to the amount of lumber of any mark driven by said company as herein provided, the statement of the owner or owners thereof, his or their agent or agents as to the amount of such lumber, contained in the written notice from such owner or agent to the secretary of said company, contemplated in the tenth section of this act, or may require from the owner or owners of such lumber a bill of the sale or survey of such lumber, sworn to by the dealer or surveyor making it, or the amount shall be determined by three disinterested persons, to be selected as provided in the eleventh (11th) section of this act, whose decision shall be final and conclusive upon all parties. And all disputes arising under this charter between said company or those to whom they may let the driving as herein provided, and other parties, shall be settled by reference to three disinterested persons selected as provided in said eleventh (11th) section, whose decision shall be final and conclusive upon all parties.

Assessing toll

SEC. 14. In the month of November in each year, the directors of said company shall offer at public auction the driving of all the logs and other lumber to be driven upon said river for the then next ensuing driving season, said driving to be performed as herein required of said company, and shall give notice of said action by publishing a notice thereof in some paper published at St. Anthony, once a week for three successive weeks next

Offer at auction
the driving of
logs

Give notice. preceding such auction, and by posting up notices thereof, for at least six days beforehand, in not less than three public and conspicuous places at said St. Anthony; and such driving shall be let out in each year by said directors to whoever shall at said auction offer to take the same at the greatest discount per cent. from the rates of driving hereinbefore specified; such person, so taking said driving to pay said company as toll for the use of their improvement, the same rates as hereinbefore provided in the case of those persons who elect to drive their own lumber. And the owners of logs driven under such letting shall pay only the price for driving at which said driving shall be so let. Provided, however, that such lowest bidder shall within six days from the letting aforesaid, execute and deliver to said directors a good and sufficient bond, with sureties approved by said directors, in the sum of ten thousand dollars, conditioned that he will well and faithfully perform said driving so bid off by him; and that he will well and truly pay said company the tolls on said lumber as hereinbefore provided; and provided further, that said directors may refuse at such auction to receive a bid from any one who shall neglect or refuse at the time of making such bid to give the directors aforesaid satisfactory security, that in case his bid shall be found to be the lowest, he will execute and deliver a good and sufficient bond as above provided and for the fulfillment thereof as above provided. But in case no bid shall be made at such auction for driving said lumber at lower rates than herein prescribed, or in case such bid shall be made and accepted, if such bidder shall fail to perform his contract or finish a bond so to do, as above provided, then said company shall perform said driving at the rates and on the conditions herein specified; provided only that in case of the failure of a bidder to execute his bond as above provided, and the said directors shall again, if there shall still be sufficient time before the commencement of the driving season, offer said driving at public auction, giving notice thereof as hereinbefore provided. And in case of letting out said driving as above provided, the person so taking it shall be subject to the same duties and liabilities, and shall have the same powers and privileges as said company would have if performing said driving; the payment for driving in such case to be made to the contractor.

Give bonds.

in case of failure

Prize logs how disposed of

SEC. 15. All logs or other lumber not marked, usually-called prize logs, which may be in or upon said Rum River, or that part of the Mississippi river included within the limits of this charter, at or after the organization of the Company incorporated by this act, shall be and become the property of said Company, and said logs or other lumber shall be disposed of at public auction, at such time as the Directors shall prescribe, notice of such sale being given in some paper published at St. Anthony, once a week, for three weeks next preceding such sale; and the proceeds of such sale, deducting only the expenses attending the same, shall be divided *pro rata* among the owners of logs or other lumber who shall have paid toll on such lumber as provided in this act, according to the amount of toll which each owner shall have so paid during the current year.

Record the situation of mark

SEC. 16. The "fac simile," together with the name or names of those who claim the same, of any mark or marks to be put upon logs or other lumber hauled into the Mississippi or its tributaries above St. Anthony Falls, and designed to distinguish them from other logs or lumber, may be recorded in the office of the Surveyor-General of the second district of this Territory, in a book to be kept by him for that purpose, upon payment to said Surveyor of the sum of fifty cents for each mark so recorded; but such record shall not be valid for the purposes of this act unless said mark or

marks shall substantially differ from all marks before recorded, nor unless said record shall be made before said mark or marks shall be put upon the logs or other lumber. And the burden of proof shall be upon the claimant of an unregistered mark or marks to distinguish his logs or other lumber from other logs or lumber, the mark or marks of which shall have been recorded as aforesaid.

Sec. 17. In case any logs or other lumber driven by said Company shall be necessarily stopped or hung up for want of a sufficient stage of water on the Lower Rapids of Rum river, so called, and between said Rapids and St. Anthony boom aforesaid, for the space of sixty days, then one-third of the price of driving said logs or other lumber to said St. Anthony boom, shall be due and payable at the end of said sixty days; and if said logs or other lumber shall be necessarily stopped or hung up by want of a sufficient stage of water between said St. Anthony boom and St. Paul boom aforesaid, then one-third of the price for driving said logs or other lumber from the point of starting to said St. Paul boom, shall become due and payable in sixty days from such stoppage; and if said logs or other lumber shall be necessarily so stopped by the same cause between the St. Paul boom and the Lake Pepin boom aforesaid, then one-third of the price for driving said logs or other lumber from the point of starting to said Lake Pepin boom shall be due and payable in sixty days from the date of such stoppage.

Sec. 18. The Directors shall give the Treasurer a list of all assessments of toll by them made in each year, with a warrant for the collection thereof, in due form under their hands, and said company shall have a lien on all logs and other lumber drifted, floated or driven by, over or below their improvements within the driving limits covered by this charter, which shall take precedence of all others, and shall only be discharged by payment of all sums due on account thereof to said Company, or by the substitution, (by and with the consent of the Directors) or some other security for payment of said sums, to be approved by said Directors. And it shall be the duty of the Treasurer, immediately upon receiving such list, to post up a copy thereof in his office, and to publish the same in some newspaper published at St. Anthony, once a week for two weeks. And it shall further be the duty of the Treasurer at the expiration of two weeks from the first publication, to sell enough logs or other lumber of each mark, the amount due on which shall not then have been paid to said Treasurer, to the amount due said Company as toll for driving, on such mark, with all expenses of advertising and sale as herein provided, together with interest thereon, from the time such payment became due, at the rate of twenty-five per cent. per annum, and to refund the surplus, if any, to the owner or owners of the logs so sold.

Sec. 19. In each and every year when the annuity agreed to be paid to the Indians about Mille Lac, by the lumbermen operating on Rum river shall become due and payable, the Company organized under this act shall pay said annuity to said Indians, and shall have power to assess a toll *pro rata*, on all lumber driven down said Rum river during the driving season next following such payment, sufficient to repay the money so advanced by them with interest at the rate of 12 per cent. per annum to the time of such payment, and shall have the same lien and power of sale in regard to such logs, for securing such payment, as is provided in relation to other tolls imposed by them under this charter.

Sec. 20. This act shall take effect from and after its approval by the Governor, and shall continue in force for the space of twenty years there-

No act to impair rights after; and no act shall be passed by the Legislature of Minnesota impairing any right granted by this act to the Company by it incorporated, without the consent of said Company thereto, expressed by a vote of the stockholders, unless said amendatory act, or act impairing the rights of this Company, shall provide for the re-payment to said Company of the full amount by them expended up to that date, on such improvements as they may have made or begun to make under this charter, with interest on such expenditure from the time of making it to said time of re-payment at the rate of twelve per cent. per annum. And the tolls received by said Company shall not be reckoned in to help to constitute such payment.

CHARLES GARDNER

Speaker of the House of Representatives

JOHN B. BRISBIN,

President of the Council.

APPROVED—February twenty third, 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 CLI.

An act to incorporate the Minnesota Life, Fire and Marine Insurance Company.

- SECTION 1. Name of company; place of establishment.
2. Insurances, upon what to be made.
 3. Corporate powers to be exercised by a board of directors; term of office.
 4. Fill vacancies; choose inspectors; give notice.
 5. Amount of capital stock; commissioners appointed; duty of.
 6. Give notice of election; elect directors.
 7. Directors to make rules.
 8. Premiums, how paid; no policies issued until security is given.
 9. Funds, how to be invested.
 10. Lawful to receive money.
 11. Publish statement of affairs; estimate profits.
 12. Suits may be prosecuted for withholding payment.
 13. Office, where located.
 14. How long to remain in force.

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

Name of Com
pany

SECTION 1. That from the time this act shall take effect, there shall be established in the town of Carimona, an Insurance Company, to be a body politic and corporate, by the name of the "Minnesota Life, Fire and Marine Insurance Company," and may sue and be sued, plead and be impleaded, defend and be defended, in any court of record, or other place