

CHAPTER LXXX.

An Act to organize the Winona Boom Company.

- SECTION 1. Names and Powers of Incorporators.
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Be it enacted by the Legislative Assembly of the Territory of Minnesota.

SECTION 1. That Henry D. Huff, James F. Chute, Morrow B. Lowry, David McBride, David Olmsted, Wm. G. Ewing, Jun., and Richard Chute, 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 Winona Boom Company, for the term of twenty 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, 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-laws not contrary to the Constitution of the United States or of this Territory; and to enjoy all the privileges, franchises and immunities incident to a corporation. Names.

SEC. 2. The capital stock of said Company shall be Five 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 in the whole Twenty-Five Thousand Dollars; and the Stockholders shall be individually liable for the debts of said Company. 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 Winona, in the county of Winona, for the purpose of receiving subscriptions to the capital stock of said Company, first giving twenty days' notice in any two newspapers published in this Territory, of the time and place of opening such books. Subscriptions.

SEC. 4. Whenever three 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 thereunto, by First Meeting.

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 three Directors from the Stockholders of said Company.

Officers.

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 who shall act both as Treasurer and Secretary of said Company, and who shall give bonds to be approved by the 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 officers of said Company which may be altered or amended at any subsequent meeting of said Board of Directors.

Term of Office.

SEC. 6. The said President, Directors and Treasurer 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, following said election, and until their successors are chosen as per by-laws of said Company. 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.

President.

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 two 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.

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; 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.

Secretary.

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 of such meetings, and as Treasurer and Secretary shall perform such duties as the Board of Directors shall, by their by-laws, prescribe.

Election of President.

SEC. 10. Every share shall be entitled to one vote, and at any meeting for the choice of Directors, the three Stockholders having the highest number of votes, shall be elected Directors, and at every meeting of the Board for the 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 any two of the Board of Directors shall constitute a quorum with power to transact business.

SEC. 11. The said company are hereby authorized and empowered,

and have the exclusive right to construct, maintain and keep a Boom or Booms between the Islands and the west shore of the Mississippi river, immediately above the town of Winona at such point or points as they may select for the distance of ten miles above said town, in which boom or booms all logs and hewn timber which the owners thereof may turn therein, shall be held by said Company for such time as shall be agreed upon by the parties, but if no such agreement is made, then they may be turned out of said Boom at any time after ten days subsequent to the time they were turned therein.

Special Pepin.

Sec. 12. The said Company shall demand and receive and are hereby authorized by law to collect the sum of thirty cents for each one thousand feet of Logs or Timber run into said Boom whether held therein or turned out as aforesaid, exclusive of all charges of scaleage of such logs or timber, which charges for toll and scaleage shall be deemed to be duo and shall be paid the said Company when said logs or timber shall have been scaled, and the said Company are hereby authorized in case such charges remain unpaid for ten days thereafter to sell a sufficient quantity of said logs or timber as will pay the same, and expenses of sale, giving notice thereof by publication for two weeks in any one newspaper published in the town of Winona; Provided, that any logs or other timber that may accidentally float into said boom, shall be immediately turned through said boom, by said Company, free of any charge on the same.

Boomsage

Sec. 13. The said Boom Company shall always give free passage through their Boom or Booms, to any raft, steamboat, keel boat, flat boat, or other water craft navigating the Mississippi river without hindrance by reason of said Boom.

Not to impede
Navigation.

Sec. 14. This act shall take effect from and after its passage.

To be in force.
May be amended

Sec. 15. The Legislature may alter or amend this act at any time.

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 LXXXI.

An Act to provide for the laying out of a Territorial Road from the Iowa Line at or near Red Cedar River, by Owatonna, Faribault, and intersect the Dodd Road near Lakeville, thence to St. Paul.

- SECTION 1. Names of Commissioners.
2. Meeting of Commissioners.
3. Expenses, how paid.

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

SECTION 1. That Alanson B. Vaughan, Levi Nutting, and A. B.