said money be returned to the treasury from the proceeds of the sale of any part of said military reservation.

Approved, May 4, 1870.

May 5, 1870. CHAP. LXXX. — An Act to provide for the Creation of Corporations in the District of Columbia by General Law.

INSTITUTIONS OF LEARNING.

Be it enacted by the Senate and House of Representatives of the United States of America in Congress assembled, That any five or more persons, being desirous of associating themselves for the purpose of establishing an institution of learning, may make, sign, and acknowledge, before any officer authorized to take the acknowledgment of deeds in this District, and file in the office of register of deeds of said District, a certificate or declaration, in writing, to be recorded in a book kept for that purpose, and open to public inspection, in which shall be stated the name or title by which said institution shall be known to law, the number of trustees, directors, or managers, and their names, the particular branch of literature and science, or either of them, proposed to be taught, and if said institution is to be of the rank of a college or university, the number and designation of the professorships to be established.

Upon filing the certificate as aforesaid, the persons who shall have signed and acknowledged the same, and their successors and associates, shall, by the provisions of this act, be a body politic and corporate, by the name and style stated in the certificate, and by that name and style shall have perpetual succession, with power to sue and be sued, plead and be impleaded, to acquire, hold, and convey property in all lawful ways, to have and use a common seal and the same to alter and change at pleasure, to make and alter, at times or from time to time, such by-laws, not inconsistent with the Constitution of the United States or the laws in force in said District as they may deem necessary for the government of said institution, and to confer upon such persons as may be considered worthy such academic or honorary degrees as are usually conferred by similar institutions.

Any corporation so formed as aforesaid shall have power to fill such vacancies in their own body as may happen by death, resignation, or otherwise, and shall hold the property of said institution solely for the purposes of education, and not for the individual benefit of themselves, or of any contributor to the endowment of the same.

Any corporation formed in accordance with the provisions of this act shall be competent in law and equity to take to themselves, in their corporate name, real, personal, or mixed property, by gift, grant, bargain and sale, conveyance, will, devise, or bequests of any persons whomsoever, and the same estate to grant, bargain, sell, convey, devise, let, place out at interest, or otherwise dispose of the same for the use of said institution in such manner as shall seem most beneficial thereto.

The trustees, directors, or managers of any corporation formed under this act shall be faithful in law and equity to take to themselves, in their corporate name, real, personal, or mixed property, by gift, grant, bargain and sale, conveyance, will, devise, or bequests of any persons whomsoever, and the same estate to grant, bargain, sell, convey, devise, let, place out at interest, or otherwise dispose of the same for the use of said institution in such manner as shall seem most beneficial thereto.

In case any donation, devise, or bequest shall be made for particular purposes, accordant with the designs of the institution so established as aforesaid, and the corporation shall accept the same, such donation, devise, or bequest shall be applied in conformity with the express condition of the donor or devisor.

No corporation established as aforesaid shall be allowed to hold more land at any one time than shall be necessary for the purposes of educa-
tion, as set forth in its articles of association, unless the corporation shall have received the same by gift, grant, or devise, and in such case such corporation shall be required to sell or dispose of the same within ten years from the time the title thereto is acquired; and on failure so to dispose of the same, said land over and above the amount necessary to be used as aforesaid, shall revert to the original donor, grantor, deviser, or their heirs.

Corporations formed under this act shall have power to employ and appoint a president or principal for each institution, and all such professors or servants as may be necessary, and shall have power to displace any of them, as the interests of the institution require; to fill vacancies which may happen by death, resignation, or otherwise, among said officers or servants; and to prescribe and direct the course of studies to be pursued in said institution.

Any corporation established as aforesaid may require the treasurer of said institution, and all other agents thereof, before entering upon the duties of their appointment, to give bonds for the security of said corporation in such sums and with security deemed sufficient by said corporation or institution.

All process against any corporation established under this section shall be by summons, and the service of the same shall be by leaving an attested copy thereof with the president, secretary, or treasurer, or at the office of the corporation, at least sixty days before the return day thereof.

It shall be the duty of the trustees of any institution, or a majority of them, to file, on or before the first Monday in January in each year, in the office of the register of deeds where the original certificate was filed, an annual statement of the trustees and officers of the institution, with an inventory of its property and liabilities and students, and such other information as shall or will exhibit its condition or operation.

In case any corporation created under this act shall at any time violate or fail to comply with any of the foregoing provisions, upon complaint being made to the circuit court of the District of Columbia, a writ of quo warranto shall issue, and the district attorney or city attorney shall prosecute, in behalf of the people, for a forfeiture of all rights and privileges secured by this act to such corporation.

RELIGIOUS SOCIETIES.

SEC. 2. And be it further enacted, That it shall be lawful for the members of any society or congregation heretofore formed in this District for the purposes of religious worship, and for members of any society or congregation which may hereafter be formed for the purpose aforesaid, to receive by gift, devise, or purchase, a quantity of land not exceeding one acre, and to erect or build thereon such houses and buildings as they may deem necessary for the purposes aforesaid, and to make such other use of the land, and make such other improvements thereon, as may be deemed necessary for the comfort and convenience of such society or congregation, and such society or congregation may assume a name, and elect or appoint any number of trustees, not exceeding ten, who shall be styled trustees of such society or congregation by the name assumed; and the title to the land purchased, and improvements made shall be vested in the trustees by the name and style assumed as aforesaid.

Immediately after the election or appointment of trustees by any society or congregation as aforesaid, the persons elected or appointed shall make a certificate under their hands and seals, stating the date of their election or appointment, the name of the society or congregation, and length of time for which they were elected or appointed, which shall be verified by the affidavit of some one of the persons making the same, and shall be filed and recorded in the office of the register of deeds in said District, and the said trustees shall hold their office for and during the estate corporation can hold.

President, professors, &c.

Vacancies.

Course of studies.

Bonds of treasurers and agents.

Suits and service of process.

Annual statement to be filed and inventory of property, &c.

Corporations created under this act and failing to comply with its provisions to forfeit right.

Religious societies may receive and hold not over one acre of land and build houses, &c. thereon for purposes of religious worship.

Trustees to hold title, &c.

Trustees to make certificate under oath, to be recorded. Certificate to state what.

Term of office of trustees.
Religious societies.

Successors.

Certificate, &c.

Powers and duties of trustees.

Conveyances of the property of the society.

Proviso.

Vacancies.

Power to remove trustees.

Rules and regulations.

Upon dissolution, property to revert, &c.

Failure to elect trustees not to cause dissolution.

Trustees to hold office until, &c.; may execute mortgages and leases;

effect thereof.

Private schools for religious purposes;

but not under school laws.

period stated in the certificate aforesaid. At the expiration of their term
of service and forever thereafter at the expiration of the term of service
of any trustee elected or appointed as aforesaid, the said society or con-
gregation shall elect or appoint successors, who shall in like manner con-
tinue in office for such period as may be limited by the society or congre-
gation; and a certificate of their appointment or election shall be made
by the trustees whose term of service shall have expired, which shall be
verified by affidavit and filed and recorded as provided in the election of
officers in the first instance.

The trustees elected or appointed under the provisions of this division,
and their successors, shall have perpetual succession and existence; and
the title to land herein authorized to be purchased, and to the buildings
and improvements thereon, shall be vested in the said trustees by their
assumed name and their successors forever; and the same shall be held
for the uses and purposes herein named and no other; and such trustees
shall be capable in law to sue and be sued, implead and be impleaded,
answer and be answered unto, defend and be defended, in all courts of law
or equity whatsoever, in and by the name and style assumed, as aforesaid;
and shall have power under the direction of the society or congregation
to sell and execute deeds and conveyances of and concerning the estate
and property herein authorized to be held by said society or congregation;
and such deeds or conveyances shall have the same effect as like deeds or
conveyances made by natural persons: Provided, That no deed or convey-
ance shall be made of any estate held as aforesaid, so as to defeat or de-
stroy the interest or effect of any grant, donation, or bequest, which may be
made to any such society or congregation; but all grants, donations, and
bequests, shall be appropriated and used as directed by the person or per-
sons making the same.

Every society or congregation formed as aforesaid shall have power to
provide for filling vacancies which may happen in the office of trustee,
and also to remove trustees from office, and to adopt such rules and regu-
lations in relation to the duties of trustees, and the management of its
estate as the members may deem proper, not inconsistent with the Consti-
tution of the United States, and laws in force in the District of Columbia.

Upon the dissolution of any society or congregation formed under the
provisions of this division, the estate and property of such society or
congregation shall revert back to the persons, their heirs and assigns, who
may have given or contributed to the purchase of or payment for the
same, according to their respective rights. A failure to elect or appoint
trustees at any time when, by the provisions of this division, such election
or appointment should be had, shall not work a dissolution of the society
or congregation; but the trustees last elected or appointed shall be con-
sidered as in office until another election or appointment shall take place.

The trustees now in office, or those who may hereafter be appointed or
elected under the provisions of this division, shall have power, under the
direction of the society or congregation by whom they were elected or
appointed, to execute mortgages, or deeds of trust in the nature of mort-
gages, of and concerning the estate and property which any society or
congregation are authorized by this division to hold, or to lease the same
for a term not exceeding ten years. And such mortgages, deeds, and
conveyances shall have the same effect and be enforced by the same rem-
edies and proceedings as like mortgages, deeds, leases, and conveyances
made by natural persons, anything in this division to the contrary notwith-
standing.

The provisions of this division are intended to extend to members of
societies heretofore or hereafter to be formed for the purpose of establish-
ing and maintaining private schools for religious purposes.

This act shall not be so construed as conferring privileges or any ben-
efits to such societies under the school laws of this District.
SOCIETIES, BENEVOLENT, EDUCATIONAL, AND SO FORTH.

SEC. 3. And be it further enacted, That any three or more persons of full age, citizens of the United States, a majority of whom shall be citizens of this District, who desire to associate themselves for benevolent, charitable, educational, literary, musical, scientific, religious, or missionary purposes, including societies formed for mutual improvement, or for the promotion of the arts, may make, sign, and acknowledge before any officer authorized to take the acknowledgment of deeds in this District and file in the office of the register of deeds, to be recorded by him, a certificate in writing, in which shall be stated the name or title by which such society shall be known in law, the particular business and objects of such society, the number of trustees, directors, or managers of such society, for the first year of its existence.

Upon filing a certificate, as aforesaid, the persons who shall have signed and acknowledged such certificate, and their associates and successors, shall thereupon, by virtue of this act, be a body politic and corporate, by the name stated in such certificate; and by that name they and their successors may have and use a common seal, and the same may alter and change at pleasure, and may make such by-laws; and they and their successors, by their corporate name, shall in law be capable of taking, receiving, purchasing, and holding real and personal estate necessary for the purposes of said society as stated in said certificate, and may sell and convey the same; to elect officers and agents of such society for the management of its business.

The society so incorporated may annually, or oftener, elect from its members, its trustees, directors, or managers, at such time and place, in such manner as may be specified in its by-laws, who shall have the control and management of the affairs and funds of said society, a majority of whom shall be a quorum for the transaction of business, and whenever any vacancy shall happen among such trustees, directors, or managers by death, resignation, or otherwise, such vacancy shall be filled in such manner as shall be provided by the by-laws of said society.

The provisions of this act shall not extend to nor apply to any association or individual who shall, in the certificate filed with the register of deeds, use or specify a name or style the same as that of any previously existing incorporated body in the District of Columbia.

Any corporation formed under this act shall be capable of taking, holding, or receiving any property, real or personal, by virtue of any gift, purchase, devise, or bequest, necessary for the purposes of said society, as stated in said certificate, or in any other manner.

The trustees, directors, or stockholders of any existing benevolent, charitable, educational, musical, literary, scientific, religious, or missionary corporation, including societies formed for mutual improvement, may, by conforming to the requirements of the several sections of this act, reincorporate themselves, or continue their existing corporate powers under this act, or may change their name, stating in their certificate the original name of such corporation as well as their new name assumed; and all the property and effects of such existing corporation shall vest in and belong to the corporation so reincorporated or continued. Corporations under this division may be organized for any term not exceeding twenty years, the term to be stated in the certificate mentioned in the first section.

The corporations formed under this act may sell and dispose of any real estate they may acquire by purchase, gift, or devise, as follows: Whenever any lot purchased for the use of the corporation, or any building erected thereon, shall become ineligible for the uses for which said lot was purchased or said building erected, to be determined by a vote of two thirds of the shares of the stock of said corporation or the persons signing, &c. to be a corporation.

Powers of corporation.

Seal.

By-laws.

Property.

Officers and agents.

Election of trustees, their powers, &c.

Quorum.

Vacancies.

Associations not to take name of existing corporations.

Property of corporation.

Trustees, &c. of existing benevolent, &c. corporations may reincorporate themselves under this act.

Name.

Property.

Term.

Acquisition and disposal of property.
members of said corporation at a meeting of the stockholders or corporators or members of said corporation specially called for that purpose, the proceedings of which meeting shall be duly entered in the records of said corporation, said lot or building may be sold and the proceeds thereof may be vested in another lot, or in the erection of another building, or both.

When any real estate shall have been devised or given to any such corporation for any specified benevolent purpose aforesaid, and where, by a vote of three fourths of the stock held by the stockholders, or three fourths of the corporators, if no shares of stock have been created, of any corporation formed under this act, then by a vote of three fourths of the members thereof, at a meeting called for the purpose, of which such stockholders or corporators or members as aforesaid shall have at least ten days' notice, the said corporation shall determine to surrender their corporate powers and cease to act under the same, said real and personal estate, so acquired as aforesaid, shall be sold at public auction, proper notice of the time and place of said sale having been given, and the proceeds of said sale equitably distributed among the stockholders or corporators aforesaid, or disposed of for the promotion and advancement of the objects for which such corporation was originally organized: Provided, That no corporation created by this section shall hold real estate more than five years, except so much as shall be necessary for the purposes named in its certificate.

MANUFACTURING, AGRICULTURAL, MINING, AND MECHANICAL CORPORATIONS.

SEC. 4. And be it further enacted, That at any time hereafter any three or more persons who may desire to form a company for the purpose of carrying on any kind of manufacturing, agricultural, mining, mechanical business, insurance, mercantile, transportation, or marketing in the District of Columbia, may make, sign, and acknowledge, before some officer competent to take the acknowledgment of deeds, and file in the office of the register of deeds, a certificate in writing, in which shall be stated the corporate name of the said company and the objects for which said company shall be formed; the amount of the capital stock of said company; the term of its existence, not to exceed twenty years; the number of shares of which the said stock shall consist; the number of trustees and their names, who shall manage the concerns of said company for the first year; and the name of the place in said District in which the operations of said company are to be carried on.

When the certificate shall have been filed as aforesaid, the persons who shall have signed and acknowledged the same, and their successors, shall be a body politic and corporate in fact and in name, by the name stated in such certificate, and by that name have succession, and be capable of suing and being sued in any court of law or equity in this District of Columbia; and they and their successors may have a common seal, and make and alter the same at pleasure; and they shall by their corporate name be capable in law of purchasing, holding, and conveying any real or personal estate whatever which may be necessary to enable the said company to carry on their operations named in such certificate, but shall not mortgage the same, or give any lien thereon, except in pursuance of a vote of the stockholders of said company.

The stock, property, and concerns of such company shall be managed by not less than three nor more than nine trustees, who shall, respectively, be stockholders, and a majority of whom shall be citizens of the District of Columbia, who shall, except for the first year, be annually elected by the stockholders, at such time and place as shall be determined by the by-laws of the company; and public notice of the time and place
of holding such election shall be published not less than thirty days previous thereto, in the newspaper printed nearest to the place where the operations of the said company shall be carried on, and the election shall be made by such of the stockholders as shall attend for that purpose, either in person or by proxy. All the elections shall be by ballot, and each stockholder shall be entitled to as many votes as he owns shares of stock in said company, and the persons receiving the greatest number of votes shall be trustees; and when any vacancy shall happen among the trustees, by death, resignation, or otherwise, it shall be filled for the remainder of the year in such manner as may be provided for by the by-laws of the said company.

In case it shall happen at any time that an election of trustees shall not be made on the day designated by the by-laws of said company, when it ought to have been made, the company for that reason shall not be dissolved, but it shall be lawful, on any other day, to hold an election for trustees, in such manner as shall be provided for by the said by-laws, and all acts of trustees shall be valid and binding as against said company until their successors shall be elected.

There shall be a president of the company who shall be designated from the number of the trustees, and also such subordinate officers as the company, by its by-laws, may designate, who may be elected or appointed, and required to give such security for the faithful performance of the duties of their office as the company by its by-laws may require.

It shall be lawful for the trustees to call in and demand from the stockholders, respectively, all such sums of money by them subscribed, at such times and in such payments or instalments as the trustees shall deem proper, under the penalty of forfeiting the shares of stock subscribed for and all previous payments made thereon, if payment shall not be made by the stockholder within sixty days after a personal demand or a notice requiring such payment shall have been published for six successive weeks in a newspaper in the District of Columbia as aforesaid.

The trustees of such company shall have power to make such prudential by-laws as they shall deem proper, and all acts of the same kind of business within the objects and purposes of such company.

The stock of such company shall be deemed personal estate, and shall be transferable in such manner as shall be prescribed by the by-laws of said company; but no shares shall be transferable until all previous calls thereon shall have been fully paid in, or shall have been declared forfeited for the nonpayment of calls thereon; and it shall not be lawful for such company to use any of their funds in the purchase of any stock in any other corporation.

The copy of any certificate of incorporation filed in pursuance of this act, certified by the register of the District of Columbia to be a true copy and of the whole of such certificate, shall be received in all courts and places as presumptive legal evidence of the facts therein stated.

All the stockholders of every company incorporated under this act shall be severally, individually, liable to the creditors of the company in which they are stockholders, to an amount equal to the amount of stock held by them respectively, for all debts and contracts made by such company, until the whole amount of capital stock fixed and limited by such company shall have been paid in and a certificate thereof shall have been made and recorded, as is prescribed in the following section. And the capital stock so fixed and limited shall be paid in, one half within one year, and the other half thereof within two years from the incorporation of said company, or such corporation shall be dissolved.
The president and a majority of the trustees, within thirty days after the payment of the last instalment of the capital stock so fixed and limited by the company, shall make a certificate stating the amount of the capital so fixed and paid in, which certificate shall be signed and sworn to by the president and a majority of the trustees; and they shall within the said thirty days record the same in the office of the register of deeds of the District of Columbia.

Every such company shall annually, within twenty days from the first of January, make a report, which shall be published in a newspaper in the District of Columbia, which shall state the amount of capital, and of the proportion actually paid, and the amount of its existing debts; which report shall be signed by the president and a majority of the trustees, and shall be verified by the oath of the president or secretary of said company, and filed in the office of the register of deeds of the District of Columbia; and if any of the said companies shall fail so to do, all the trustees of the company shall be jointly and severally liable for the debts of the company then existing; and for all that shall be contracted before such report shall be made.

If the trustees of any such company shall declare and pay any dividend the payment of which would render it insolvent, or which would diminish the amount of its capital stock, they shall be jointly and severally liable for all the debts of the company then existing, and for all that shall be thereafter contracted, while they shall respectively remain in office: Provided, That if any of the trustees shall object to the declaring of such dividend, or the payment of the same, and shall at any time before the time fixed for the payment thereof, file a certificate of their objection in writing with the secretary of the company and with the register of deeds of the District of Columbia, they shall be exempt from the said liability.

Nothing but money shall be considered as payment of any part of the capital stock, and no loan of money shall be made by any such company to any stockholder therein; and if any such loan shall be made to a stockholder, the officers who shall make it, or who shall assent thereto, shall be jointly and severally liable to the extent of such loan and interest, for all the debts of the company contracted while they are stockholders or officers thereof.

If any certificate or report made, or public notice given, by the officers of any company in pursuance of the provisions of this act, should be false in any material representation, all the officers who shall have signed the same, knowing it to be false, shall be jointly and severally liable for all the debts of the company contracted while they are stockholders or officers thereof.

No person holding stock in such company as executor, administrator, guardian, or trustee, and no person holding such stock as collateral security, shall be personally subject to any liability as stockholder of such company; but the person pledging such stock shall be considered as holding the same, and shall be liable as a stockholder accordingly; and the estate and funds in the hands of such executor, administrator, guardian, or trustee, shall be liable in like manner and to the same extent as the testator or intestate, or the ward or person interested in such trust fund would have been if he had been living and competent to act and held the stock in his own name.

Every such executor, administrator, guardian, or trustee, shall represent the stock in his hands at all meetings of the company, and may vote accordingly as a stockholder; and every person who shall pledge his stock as aforesaid may, nevertheless, represent the same at all such meetings, and may vote accordingly as a stockholder.

The stockholders of any company organized under the provisions of this act shall, jointly, severally, and individually, be liable for all debts
that may be due and owing to all their laborers, servants, and appren-
tices, for services performed for such corporation, and shall be individu-
ally liable for all debts of said corporation to the amount of the stock of
each stockholder.

Any corporation or company heretofore formed, by special act or under
the general law, and now existing, for manufacturing, agricultural, mining,
mercantile, insurance, transportation, marketing, or mechanical purposes,
in the District of Columbia, or any company which may be formed under
this act, may increase or diminish its capital stock, by complying with the
provisions of this act, to any amount which may be deemed sufficient and
proper for the purposes of the corporation, and may also extend its busi-
ness to other manufacturing, mining, or mechanical business, subject to
the provisions and liabilities of this act. But before any corporation shall
be entitled to diminish the amount of its capital stock, if the amount of its
debts and liabilities shall exceed the amount of capital to which it is pro-
posed to be reduced, such amount of debts and liabilities shall be satisfied
and reduced so as not to exceed such diminished amount of capital; and
any existing company heretofore formed may come under and avail itself
of the privileges and provisions of this act by complying with the follow-
ing provisions, and thereupon such company, its officers and stockholders,
shall be subject to all the restrictions, duties, and liabilities of this act.

Whenever any company shall desire to call a meeting of the stock-
holders for the purpose of availing itself of the privileges of this act, or
for increasing or diminishing the amount of its capital stock, or for
extending or changing its business, it shall be the duty of the trustees
or directors to publish a notice signed by a majority of them in a news-
paper in the District of Columbia at least three successive weeks, and to
deposit a notice thereof in the post-office addressed to each stockholder
at his usual place of residence, at least three weeks previous to the day
fixed upon for holding such meeting, specifying the object of the meeting
and the time and place when and where such meeting shall be held; and
a vote of at least two thirds of all the shares of stock shall be necessary
to an increase or diminution of the amount of its capital stock, or the
extension or change of its business as aforesaid, or to enable a company
to avail itself of the provisions of this act.

If, at any time and place specified in the notice provided for in the
preceding section, stockholders shall appear by proxy or in person, rep-
resenting not less than two thirds of all the shares of stock of the corpo-
ation, they shall organize and proceed to a vote of those present in
person or by proxy; and if, on canvassing the votes, it shall appear that
a sufficient number of votes are in favor of increasing or diminishing the
amount of capital, or extending or changing its business as aforesaid, or
for availing itself of the privileges and provisions of this act, a certificate
of the proceedings, showing a compliance with the provisions of this act,
the amount of capital actually paid in, the business to which it is extended
or changed, the whole amount of debts and liabilities of the company, and
the amount to which the capital stock shall be increased or diminished,
shall be made out, signed, and verified by the affidavit of the chairman,
and be countersigned by the secretary; and such certificate shall be
acknowledged by the chairman, and filed as required by the first section
of this act, and when so filed the capital stock of such corporation shall
be increased or diminished to the amount specified in such certificate,
and the business extended or changed as aforesaid; and the company shall
be entitled to the privileges and provisions, and be subject to the liabil-
ities of this act.

If the indebtedness of any company organized under this act shall at
any time exceed the amount of its capital stock, the trustees of such com-
pany assenting thereto shall be personally and individually liable for
such excess to the creditors of the company.

Corporations heretofore formed for similar pur-
poses, and those formed under
this act, may in-
crease or dimin-
ish their stock,
and how.

Existing com-
panies, how may
avail themselves
of the privileges
and provisions
of this act.

Trustees to
give what notice,
and how.

Vote of two
thirds of all the
stock necessary.

If two thirds
vote in favor of,
&c. certificate of
proceedings to
be made, sworn
to, and filed

When filed,
the change shall
be deemed made.

Trustees per-
sonally liable for
the excess of
depts over capi-
tal stock.
No stockholder shall be personally liable for the payment of any debt contracted by any company formed under this act which is not paid within one year from the time the debt becomes due, unless a suit for the collection of such debt shall be brought against such company within one year after the debt became due; and no suit shall be brought against any stockholder who shall cease to be a stockholder in any such company, for any debt contracted by said company, unless the same shall be commenced within two years from the time he shall have ceased to be a stockholder, nor until an execution against the company shall have been returned unsatisfied in whole or in part.

It shall be the duty of the trustees of every corporation formed under this act to cause a book to be kept by the treasurer or secretary thereof, containing the names of all persons, alphabetically arranged, who are or shall within six years have been stockholders of such company, and showing their place of residence, the number of shares of stock held by them respectively, the time when they became owners of such shares, and the amount of stock actually paid in; which book shall, during the usual business hours of the day on every business day, be open for inspection of stockholders and creditors of the company, and their personal representatives, at the office or principal place of business of such company in the District of Columbia where its business operations shall be located, and any and every such stockholder, creditor, or representative shall have a right to make extracts from such books, and no transfer of stock shall be valid for any purposes whatsoever, except to render the person to whom it shall be transferred liable for the debts of the company, according to the provisions of this act, until it shall have been transferred liable for the debts of the company, according to the provisions of this act, until it shall have been entered therein, as required by this section, by an entry showing to and from whom transferred. Such book shall be presumptive evidence of the facts therein stated in favor of the plaintiff in any suit or proceeding against such company, or against any one or more stockholders. Every officer or agent of such company, who shall neglect to make any proper entry in such book, or shall refuse or neglect to exhibit the same, or to allow the same to be inspected and extracts to be taken therefrom, as hereinbefore provided, shall be deemed guilty of a misdemeanor, and the company shall pay to the party injured a penalty of fifty dollars for any such neglect or refusal, and all damages resulting therefrom; and every company that shall neglect to keep such book open for inspection as aforesaid shall forfeit to the United States the sum of fifty dollars for every day it shall so neglect, to be sued for and recovered, in the name of the people, in the supreme court of the District of Columbia, and when so recovered the amount shall be paid into the treasury of said District of Columbia, for the use thereof.

Cemeteries — Incorporation.

SEC. 5. And be it further enacted, That where five or more persons shall associate themselves together for the purpose of forming a cemetery association in the District of Columbia, such persons shall have the power to adopt a corporate name, and by that name shall be known as a body corporate, and by that name shall have perpetual succession and be invested with all powers, rights, privileges, liabilities, and immunities incident to corporations. Said persons, so associated, shall have power to acquire by gift, grant, or purchase any lot or lots of land not exceeding fifty acres, and lay out the same for a burial place for the dead, with convenient aisles, and to sell the same for such purpose and for no other purposes, reserving a sufficient portion thereof for the burial of the strangers and indigent. Said persons, so associated, may have a common seal, and may alter or change the same at their pleasure. Said association shall have power to enclose and ornament said burial ground, to build and
erect a hearse-house and keep the same in proper repair; to purchase a
hearse or hearses; and to do all other necessary acts to the end that all
the appliances, conveniences, and benefit of a public and private cemetery
may be desired and obtained.

The officers of said corporation shall be a president, a treasurer, who
shall act as secretary, and three directors, which said officers shall be
chosen annually by ballot, and shall hold their office until their suc-
cessors are chosen. Any neglect to choose their officers on the day fixed
upon for that purpose shall not operate as a forfeiture of their act of in-
corporation, in accordance with the provisions of this act.

The first election of officers, by the persons associating, according to
and for the purpose specified in the first section of this act, shall be at the
time and place designated and agreed upon by a majority of the persons
so associating themselves together, and no other than such persons shall
vote at said election.

At each subsequent election of officers of said incorporation the owner
or owners of a lot or lots in said burial grounds shall be entitled to one
vote in the election of officers of said corporation, and no more, and shall,
by virtue of such membership, be a member of said corporation.

The persons associating together in accordance with the provisions of
this act shall cause the land designed as a burial ground to be surveyed
and platted; and a plat of said ground, so surveyed, shall be recorded in
the office of the register of deeds for the District of Columbia. Each lot
shall be duly numbered by said surveyor, and such number shall be
marked on said plat and recorded as aforesaid.

The said corporation shall have power to establish and change by-
laws, and prescribe rules and regulations for its government and the du-
ties of its officers and the management of its property.

The proceeds arising from the sale of lots in the foregoing sections of
this act provided for, after deducting all expenses of purchasing and lay-
ing out lots, shall be applied, appropriated, and used in improving and
ornamenting the burial ground, or for other purposes named in this act.

The property of the corporation, its ground, lots, and appliances, shall
be exempt from taxation and shall not be liable to sale on execution.

Dedication. — Any person or persons desiring to dedicate any lot of
land, not exceeding five acres, as a burial ground or place for the inter-
ment for the dead, for the use of any society, association, or neighborhood,
may, by deed, duly executed or recorded, convey such land to the Dis-
trict of Columbia, by the corporate name of said District of Columbia,
specifying in such deed the society, association, or neighborhood for the
use of which the dedication is desired to be made, and thereby vest the
title to such land in perpetuity for the uses stated in the deed, and such
land shall be thereafter exempt from taxes for all purposes whatever.

If any person shall wilfully or maliciously cut down, break down, level,
demolish, or otherwise destroy, or injure, or damage any railing, fence,
or enclosure around or upon any land conveyed under the provisions of
this act, or any gate or post thereon, or shall remove, break, injure, or
deface any tomb, or other stone, plank or board, or any inscription there-
on, or shall cut down, destroy, injure, or remove any tree or shrub stand-
ing or growing upon such land, he shall be liable to indictment, and,
upon conviction thereof, to be fined not less than ten dollars nor more
than one hundred dollars.

Boards of Trade.

Sec. 6. And be it further enacted, That any number of persons, not
less than twenty, residing in the District of Columbia, may associate
themselves together as a board of trade and assemble at any time and
place upon which a majority of the members so associating themselves

Boards of trade together may agree, and elect a president, one or more vice-presidents, as they may see fit, adopt a name, constitution, and by-laws, such as they may agree upon, and shall thereupon become a body corporate and politic in fact and in name, by the name and style, or title, which they may have adopted, and by that name shall have succession, shall be capable in law to sue and be sued, plead and be impleaded, answer and be answered unto, defend and be defended, in all courts of law and equity whatever, and they and their successors shall have a common seal and may alter and change the same at their discretion.

Said corporation shall have the right to admit as members such persons as they may see fit and expel any members as they may see fit; and in all cases a majority of the members present at any stated meetings shall have the right to pass, and also the right to repeal, any by-laws of said corporation; and in all cases the constitution and by-laws adopted by such corporation shall be binding upon and control the same until altered, changed, or abrogated in the manner that may be prescribed in such constitution.

Said corporation, by the name and style which shall be adopted, shall be capable in law of purchasing, holding, and conveying any estate, real or personal, for the use of said corporation: Provided, That such real estate shall not exceed in quantity one city, town, or village lot and building in the District of Columbia.

The officers shall hold their offices for the time which shall be prescribed in the constitution adopted by such corporation, and until others shall be elected and qualified as prescribed by such constitution.

The president, vice-president, secretary, and treasurer shall be ex officio members of the board of directors, and, together with the directors elected, shall manage the business of said corporation.

All officers shall be elected by a plurality of votes given at any election, and a general election of officers shall be held at least once in each year; but in case of any accidental failure or neglect to hold such general election, the corporation shall not thereby lapse or terminate, but shall continue and exist, and the old officers shall hold over until the next general election of officers provided for in the constitution.

The award of any general committee of reference appointed by said corporation upon any matter of difference, submitted to such committee for arbitration in writing, with or without seal, by any member of said corporation or by any other person whatsoever, shall have the same force and effect as if the same had been submitted to the arbitration of the members of said committee of reference, by their individual names by deed of submission; and any such award may be filed and made a rule in court, and judgment entered thereon and execution issued in the same manner and under the same rules and regulations that other awards may be entered, under and by virtue of the laws in force in said District. No submission or arbitration bond shall be required to be filed with such awards; but four days' notice of the filing of such award shall be given to the opposite party of the party filing the award. Said committee of reference, when sitting as arbitrators as aforesaid, shall have the right to issue subpoenas and compel the attendance of witnesses by attachment, the same as justices of the peace.

Said corporation may inflict fines upon any of its members, and collect the same, for breach of the provisions of the constitution or by-laws; but no fine shall in any case exceed twenty-five dollars. Such fines may be collected by action of debt, brought in the name of the corporation, before any justice of the peace, against the person upon whom the fine shall have been imposed.

Said corporation shall have no power or authority to do or carry on any business excepting such as is usual in the management and conduct of boards of trade or chambers of commerce, and as provided for in the foregoing sections of this act.
RAILROAD COMPANIES IN THE DISTRICT OF COLUMBIA.

SEC. 7. And be it further enacted, That any number of persons, not less than seven, being subscribers to the stock of any contemplated railroad, may be formed into a corporation for the purpose of constructing, owning, and maintaining such railroad, by complying with the following requirements: Whenever stock to the amount of at least fifty thousand dollars shall have been subscribed, and five per cent. upon such subscription shall actually have been paid in, the subscribers to such stock shall elect directors for such company from among their own number, and shall severally subscribe articles of association in which shall be set forth the name of the corporation, the amount of the capital stock of the company, (which may be increased from time to time, if necessary, to a sum equal to the cost of constructing the road, together with the right of way and motive power, together with all the appurtenances and expenses necessary for the complete running of said road,) the number of shares of which said stock shall consist, the number of directors and their names, to manage the affairs of the company, the point or place from which the proposed railroad is to be constructed, and its length, as near as may be. Each subscriber to such articles of association shall state his place of residence, and the number of shares taken by him in such company.

SEC. 8. And be it further enacted, That articles of association formed to be filed and in pursuance of the provisions of the foregoing section, shall be filed in the clerk's office of the register of deeds in the District of Columbia, and be recorded in a book kept for that purpose, and thereupon the persons who shall have subscribed the same, and all persons who shall from time to time become stockholders in such company, and their successors, shall be a body politic and corporate, in perpetuity, by the name stated in such articles of association, and shall be capable of suing and being sued, and may have a common seal and may make and alter the same at pleasure, and shall be capable in law of purchasing, holding, and conveying any real or personal property whatever, necessary for the construction of such road, and for the erection of all necessary buildings and yards and appurtenances for the use of the same. A copy [of] any articles of association filed in pursuance of this act, and certified to be a copy by the register of deeds, shall, in all courts and places, be prima facie evidence of the incorporation of such company and of the facts stated therein.

SEC. 9. And be it further enacted, That the directors named in the seventh section of this act shall open books for subscription to the capital stock of the company at such times and in such places as a majority of them may direct, thirty days' notice of which shall be given by publication in some daily paper published in said District; and in case a greater amount of stock shall be subscribed than the whole capital stock required by such company, the directors shall distribute such capital stock so subscribed as equally as possible among the subscribers; but no share thereof shall be divided in making such distribution, nor shall a greater number of shares be allotted to any one subscriber than by him subscribed for.

SEC. 10. And be it further enacted, That there shall be an annual meeting of the stockholders at the office of the company for the election of directors to serve for the ensuing year, notice of which shall be given by the directors chosen as provided in the first section of this act, for the first annual election, and afterwards by their successors in office, which notice shall be published not less than twenty days previous thereto, in a newspaper published in the city of Washington. Three judges of election shall be chosen by the board of directors previous to any annual meeting of the stockholders, who shall be stockholders but not directors at the time of such election, whose duty it shall be to receive the votes of the stockholders at such election for directors, and who shall openly count the votes and declare the result, and shall furnish the directors to be filed and recorded, and where; when recorded, subscribers, &c. to become a corporation.


Books for subscription to capital stock, when and where to be opened. Notice. Distribution of capital stock.

Annual meeting. Notice how given. Judges of election, how to be chosen, and their duties.
Certificate of election of directors.
Number of directors.
Who may vote for directors.
Who eligible as directors.
Term of office.

Railroad companies.

Certificate of election of directors.

Number of directors.

Who may vote for directors.

Who eligible as directors.

Term of office.

Railroad companies elected at such meeting of stockholders with a certificate of their election, which certificate shall be evidence of their authority to act as such directors. No less than seven, nor more than thirteen directors shall be chosen at such meeting of stockholders by ballot, and by a majority of the votes of the stockholders being present, in person or by proxy; and every such stockholder being so present at any election of directors shall be entitled to give one vote for every share of stock which he may have owned for ten days next preceding such election; but no stockholder shall vote at any such election upon any stock except such as he shall have owned for ten days. No person shall be a director unless he shall be a stockholder and qualified to vote for directors at the election at which he shall be chosen. The directors shall hold their offices for one year, and until others are elected and qualified.

Sec. 11. And be it further enacted, That meetings of the stockholders may be called at any time during the interval between the annual meetings, by the directors, or by the stockholders owning not less than one fourth of the stock, by giving thirty days' public notice of the time and place of the meeting; and when any such meeting is called by the stockholders, the particular object of such meeting shall be stated in such notice, and if at any such meeting thus called, a majority in value of the stockholders are not represented in person or by proxy, such meeting shall be adjourned from day to day, not exceeding three days, without transacting any business, and if within said three days stockholders having a majority of the stock do not attend such meeting, then the meeting shall be dissolved.

Sec. 12. And be it further enacted, That at a regular meeting of the stockholders of any such corporation, it shall be the duty of the president and directors in office for the preceding year, to exhibit a clear and distinct statement of the affairs of the said company, and at any meeting of the stockholders a majority of those present, in person or by proxy, may require similar statements from the directors, whose duty it shall be to furnish them when required; and at all general meetings of the stockholders, a majority in value of the stockholders in such company may remove any president or any director, and elect others in their stead: Provided, That notice of such intended removal shall have been given as required in the two last preceding sections.

Sec. 13. And be it further enacted, That in case it shall happen at any time that an election of directors shall not be made on the day designated by the by-laws of the company when it ought to have been made, the company for that reason shall not be dissolved, if within ninety days thereafter they shall hold an election for directors in such manner as shall be provided by the by-laws of the company. There shall be a president of the company who shall be chosen by and from the directors, and also such subordinate officers as the company by-laws may designate, who may be elected or appointed, and required to give such security for the faithful performance of the duties of their offices as the company by its by-laws may require: Provided, That nothing herein contained shall be so construed as to prevent the stockholders from removing a president in the manner prescribed in the preceding section.

Sec. 14. And be it further enacted, That it shall be lawful for the directors to call in and demand from the stockholders, respectively, any sums of money by them subscribed, in such payments or instalments as the directors shall deem proper, under the penalty of forfeiting the shares of stock subscribed for and all previous payments made thereon if payment shall not be made by the stockholder within thirty days after personal demand or notice requiring such payment: Provided, That subscriptions shall not be required to be paid except in equal instalments of not more than ten per centum per month.

Sec. 15. And be it further enacted, That the directors of such company
shall have power to make by-laws for the management and disposition of stock, property, and business affairs of such company, and prescribing the duties of the officers, artificers, and servants that may be employed, and for the appointment of all the officers for the carrying on all the business within the object and purposes of such company.

Sec. 16. And be it further enacted, That the stock of such company shall be deemed personal estate, and shall be transferable only on the books of the company; but no shares shall be transferable until all previous calls thereon shall have been fully paid, or the shares shall have been forfeited for the nonpayment of calls thereon.

Sec. 17. And be it further enacted, That the president and a majority of the directors, within thirty days after the payment of the last installment of the capital stock so fixed and limited by the company, shall make a certificate stating the amount of capital stock so fixed and paid in, which certificate shall be signed by the president and a majority of the directors, and sworn to by the president and secretary; and they shall, within the said thirty days, file and record the same in the office of the register of deeds for the District of Columbia.

Sec. 18. And be it further enacted, That every such company, before constructing a part of their road, shall make a map and profile of the route intended to be adopted by such company, which shall be certified by a majority of the directors, and filed in the office of the register of deeds aforesaid, for the inspection and examination of all parties interested.

Sec. 19. And be it further enacted, That every such corporation shall possess the general powers and be subject to the liabilities and restrictions in the special powers following, that is to say: First. To cause such examination and survey for the proposed railroad to be made as may be necessary to the selection of the most advantageous route for the railroad; and for such purpose, by their officers, agents, and servants, to enter upon the lands or waters of any person, but subject to responsibility for all damages which they shall do thereunto. Second. To receive, hold, and take such voluntary grants and donations of real estate, and other personal property, as shall be made to it, to aid in the construction, maintenance, and accommodation of such railroad; but the real estate thus received by voluntary grants shall be held and used for the purposes of such grants only. Third. To purchase, and by voluntary grants and donations receive and take, and by its officers, engineers, and surveyors and agents, enter upon and take possession of, and hold and use all such lands and real estate and other property, as may be necessary for the construction and maintenance of its railroad and stations, depots, and other accommodations necessary to accomplish the objects for which the corporation was created; but not until the compensation to be made therefor, as agreed upon by the parties, or ascertained as hereinafter prescribed, shall have been paid to the owner or owners thereof, or deposited as hereinafter directed, unless the consent of such owner be given to enter into possession. Fourth. To lay out its road, not exceeding six rods wide, and to construct the same; and for the purposes of cuttings, embankments, and procuring stone and gravel, may take as much more land within the limits of its charter, in the manner hereafter provided, as may be necessary for the proper construction and security of the road. Fifth. To construct their road upon any street, or across any stream of water, watercourse, road, highway, railroad, or canal so as not to interfere with the free use of the same, which the route of its road shall intersect, in such manner as to afford security for life and property, but the corporation shall restore the stream or watercourse, road or highway, thus intersected, to its former state, or in a sufficient manner not to have unnecessarily impaired its usefulness or injured its franchises. Sixth. To cross, intersect, join, and unite with
any other railroad before constructed on any point on its route, and upon
the grounds of such other railroad company, with the necessary turn-
outs, sidings, switches, and other conveniences, in furtherance of the
objects of its connections; and every company whose railroad is or shall
be hereafter intersected by any new railroad, shall unite with the owners
of such new railroad in forming such intersections and connections, and
grant the facilities aforesaid; and if the two corporations cannot agree
upon the amount of compensation to be made therefor, or the points or
manner of such crossings and connections, the same shall be ascertained
or determined by commissioners, to be appointed as is provided hereina-
fter in respect to taking of lands; but this section is not to affect the
rights or franchises heretofore granted. Seventh. To purchase lands
necessary for the use of said road, or take them; may change the line of
its road whenever a majority of the directors shall so determine, as is
hereafter provided; but no such change shall vary the general route of
the road. Eighth. To take, transport, carry, and convey persons and
property on their railroad by the force or power of steam, of animals, or
any mechanical power, or by any combination of them, and to receive
compensation therefor. Ninth. To erect and maintain all necessary and
convenient buildings, stations, depots, and fixtures, and machinery for
the accommodation and use of their passengers, freight, and business,
and obtain and hold the lands therefor. Tenth. To regulate the time
and manner in which passengers and property shall be transported, and
the tolls and compensation to be paid therefor.

SEC. 20. And be it further enacted, That in case any company formed
under this act is unable to agree for the purchase of any real estate re-
quired for the construction of the track, turnouts, and water stations, it
shall have the right to acquire the title to the same in the manner and
by the special proceedings prescribed in this act.

SEC. 21. And be it further enacted, That such company is hereby au-
thorized to enter upon any land for the purpose of examining and sur-
veying its railroad line, and may appropriate so much thereof as may
be deemed necessary for its railroad, including necessary side tracks
and water stations, materials for constructing, except timber, a right of
way over adjacent lands sufficient to enable such company to construct
and repair its road, and a right to conduct water by aqueducts, and the
right of making proper drains. The corporation shall forthwith deposit
with the clerk of the supreme court of the District of Columbia a de-
scription of the rights and interests intended to be appropriated, and
such land, rights, and interests shall belong to such company, to use for
the purpose specified, by making or tendering payment as hereinafter
provided. The corporation may, by its directors, purchase any such
lands, materials, right of way, or interest of the owner of such lands; or
in case the same is owned by a person insane, or an infant, at a price to
be agreed upon by the regularly constituted guardian or parent of said
insane person or infant, if the same shall be appraised by the court
provided; and on such agreement and approval, the owner, guardian,
or parent, as the case may be, shall convey the said premises, so pur-
chased, in fee simple or otherwise, as the parties may agree, to such
railroad company; and the deed, when made, shall be deemed valid in
law. If the corporation shall not agree with the owner of the land, or
with his guardian, if the owner is incapable of contracting touching the
damages sustained by such appropriation, such corporation shall deliver
to such owner or guardian a copy of such instrument of appropriation.
If the owner or his guardian, in case such owner is incapable of con-
tracting be unknown, such corporation shall publish in some newspaper
in the District, to be designated by said court, for the term of six weeks,
an advertisement reciting the substance of such instrument of appropri-
ation. Upon fixing such act of appropriation and delivery of such copy,
or making such publication, the supreme court for the District of Co-

lumbia, upon the application of either party, shall appoint by warrant
three disinterested freeholders of the neighborhood on which the land
lies, to appraise the damages which the owner of the land may sustain
by such appropriation; such appraisers shall be duly sworn; they shall
consider the injury which such owner may sustain by reason of such
railroad, and shall forthwith return their assessment of damages to the
clerk of the said court, setting forth the value of the property taken, or
injury done to the property, which they assess to the owner, or owners,
separately, to be by him filed and recorded; and thereupon such corpo-
ration shall pay to said clerk the amount thus assessed, or tender the
same to the party in whose favor the damages are awarded, or assessed,
and on making payment or tender thereof, in the manner herein re-
quired, it shall be lawful for such corporation to hold the interests in
such lands or materials on said roadway within fifty feet on each side
of the centre of such roadway, for the uses aforesaid. The cost of such
award shall be paid by such company; and on notice by any party in-
terested and showing said proceedings, the court may order the pay-
ment thereof, and enforce such payment by execution. The award of
said arbitrators may be reviewed by the said court, in which such pro-
cedings may be had, on written exceptions filed by either party, in the
clerk's office, within ten days after the filing of such award, and the
court shall take such order therein as right and justice may require, by
ordering a new appraisement, on good cause shown: Provided, That,
notwithstanding such appeal, such company may take possession of
the property therein described as aforesaid, and the subsequent proceedings
on the appeal shall only affect the amount of compensation to be allowed,
if prior to the assessment the corporation shall tender to such owner or
guardian, and in case of refusal to receive the same shall pay into court,
if he be unable to contract, an amount equal to the award afterwards
made, exclusive of costs. The costs of arbitration shall be paid equally
by such company and such owner or guardian.

SEC. 22. And be it further enacted, That if there are any adverse or
conflicting claimants to the money, or any part of it, to be paid as com-
penation for the real estate taken, the court may direct the money to be
paid into the said court by the company until it can determine who is en-
titled to the same, and shall direct to whom the same shall be paid, and
may, in its discretion, order a reference to ascertain the facts in which
such determination and order are to be made.

SEC. 23. And be it further enacted, That the court shall appoint some
competent attorney to appear for and protect the rights of any party in
interest who is unknown, or whose residence is unknown, and who has
not appeared in the proceedings by an attorney or agent; the court shall
also have power, at any time, to amend any defect or informality in any
of the special proceedings authorized by this act as may be necessary, or
to cause new parties to be added, and to direct such further notice to be
given to any party in interest as it deems proper, and also to appoint
other commissioners in the place of any who shall die, or refuse, or
neglect, or are unable to serve, or who may leave or be absent from the
District aforesaid.

SEC. 24. And be it further enacted, That at any time after an attempt
to acquire title by appraisal of damages, or otherwise, if it shall be found
that the title thereby attempted to be acquired is defective, the company
may proceed anew to acquire or perfect the same in the same manner as if
no appraisal had been made; and at any stage of such new proceedings the
court may authorize the corporation, if in possession, to continue in pos-
session, to take possession of, and use such real estate during the pendency
and until the final conclusion of such new proceedings, and may stay all
actions and proceedings against the company, or any officer or agent or action upon, &c.
Railroads, &c. workman of such company, on account thereof, on such company paying into court a sufficient sum, as the court may direct, to pay the compensation therefor, when finally ascertained; and in every such case the party interested in real estate may conduct the proceedings to a conclusion, if the company delays or omits to prosecute the same.

SEC. 25. And be it further enacted, That such company may, from time to time, borrow such sums of money as they may deem necessary for completing or operating their railroad, and issue and dispose of their bonds for any amounts so borrowed, for such sums and at such rates of interest as may be agreed upon, and mortgage their corporate property and franchises to secure the payment of any debt contracted by such company; and the directors of the company may confer on any holder of any bond issued for money borrowed as aforesaid the right to convert the principal due or owing thereon into stock of said company, at any time not exceeding fifteen years from the date of said bond, under such regulations as the company may adopt; and such company may sell their bonds whenever they may deem proper, and such sales shall be as valid as if such bonds should be sold at par value. But such corporation shall not have power to issue any bonds or to execute any mortgages upon its property or franchises until at least one half of the capital stock shall have been fully paid.

SEC. 26. And be it further enacted, That if at any time after the location of the track of such road, in whole or in part, and the filing of the map thereof, it shall appear to the directors of such company that the line thereof may be improved, such directors may, from time to time, alter the line, and cause a new map to be filed in the said register’s office, and may thereupon take possession of the lands embraced in such new location that may be required for such construction and maintenance of such road on such new line, either by agreement with the owner or by such proceedings as are authorized under the preceding sections of this act, and use the same in place of the line for which the new is substituted.

SEC. 27. And be it further enacted, That whenever the track of such railroad shall cross a road or highway, such road or highway may be carried under or over the track, as may be most expedient; and in cases where an embankment or cutting shall make a change in the line of such road or highway desirable, with a view to a more easy ascent or descent, the said company may take additional lands for the construction of such road or highway, or such new line as may be deemed requisite by the directors. Unless the lands so taken shall be purchased or voluntarily given for the purposes aforesaid, compensation therefor shall be ascertained in the manner in this act provided, as nearly as may be, and duly made by such corporation to the owners and persons interested in such lands, and the same, when so made and compensation made, to become part of such intersecting road or highway, in such manner and by such terms as the adjacent parts of such highway may be held for highway purposes.

SEC. 28. And be it further enacted, That every conductor, baggage-master, engineer, brakeman, or other employees of any such railroad corporation, employed on a passenger train, or at stations for passengers, shall wear upon his hat or cap a badge which shall indicate his office, and the initial letters of the style of the corporation by which he is employed. No collector or conductor without such badge shall demand, or be entitled to receive, from any passenger any fare, toll, or ticket, or exercise any of the powers of his office; and no other of said officers or employees without such badge shall have any authority to meddle or interfere with any passenger or property.

SEC. 29. And be it further enacted, That every such corporation shall make an annual report to the clerk of said supreme court of the operations of the year ending on the first day of January, which report shall
be verified by the oath of the treasurer and acting superintendent of operations, and filed in his office by the tenth day of January of each year, and shall state: First. The capital stock and the amount actually paid in. Second. The amount expended for the purchase of lands, for the construction of the road, for buildings, and for engines and cars respectively. Third. The amount and nature of its indebtedness, and the amounts due the corporation. Fourth. The amount received for the transportation of passengers, of property, of mails, and from other sources. Fifth. The amount of freight, specifying the quantity, in tons of the products of the forest, of animals, of vegetables, food, other agricultural products, manufactures, merchandise, and other articles. Sixth. The amount paid for repairs, engines, cars, buildings, and salaries. Seventh. The number and amount of dividends, and when paid. Eighth. The number of engine-houses and shops, of engines and cars, and their character.

SEC. 30. And be it further enacted, That any such corporation shall, when applied to by the Postmaster-General, convey the mails of the United States on their road; and in case such corporation shall not agree to the rates of transportation thereof, and as to time, rate of speed, manner, and condition of carrying the same, the said supreme court may appoint three commissioners, who shall fix and determine the same.

SEC. 31. And be it further enacted, That if any passenger shall refuse to pay his fare or toll, the conductor of the train may put him out of the cars at any usual stopping-place.

SEC. 32. And be it further enacted, That every such corporation shall start and run their cars for their transportation of persons or property at regular times, to be fixed by public notice, and shall furnish sufficient accommodation for the transportation of all such passengers and property as shall within a reasonable time previous thereto be offered, or to be offered, for transportation at the place of starting, and the junction of other railroads, and at siding and stopping places established for receiving and discharging way passengers and freight, and shall take, transport, and discharge such passengers and property at, from, and to such places, on the due payment of tolls, freight, or fare thereof.

SEC. 33. And be it further enacted, That in case of the refusal by such corporation or their agents so to take and transport any passenger or property, or to deliver the same at the regular appointed place, such corporation shall pay to the party aggrieved all damages which shall be sustained thereby, with costs of suit.

SEC. 34. And be it further enacted, That in forming a passenger train, baggage, or freight, or merchandise, or lumber cars shall not be placed in rear of passenger cars; and if they or any of them shall be so placed, and any accident shall happen to life or limb, the officer or agent who so directed or knowingly suffered such arrangement, and the conductor or engineer of the train, shall each and all be held guilty of intentionally causing the injury, and be punished accordingly.

SEC. 35. And be it further enacted, That the railroad companies may increase the amount of their capital stock only by filing in the office of the registrar of deeds a certificate stating the amount of such desired increase, and the reasons or necessity for the same, signed by the president and a majority of the directors, and attested by the secretary, and seal of such company, and in no case to a greater amount than the actual cost of building and equipping said road.

SEC. 36. And be it further enacted, That no railroad shall be built under the provisions of this act until the route and termini of said road shall have been approved and sanctioned by Congress; and Congress may make all needful rules and regulations for the operation and management of said railroads, and may regulate the rates of fare and freight upon such roads: Provided, That nothing in this act contained shall be con-
Railroad companies.

Act may be altered, &c. and any incorporation under this act may be amended by Congress. Liabilities previously incurred not affected. Provision for collecting subscription to stock. No railroad outside the District of Columbia can be constructed or owned by any corporation under this act.

SEC. 38. And be it further enacted, That it shall be lawful for all companies formed and incorporated, or which shall hereafter be incorporated, under the provisions of the foregoing act, to sue for and collect any installment or subscription to stock due or to become due to said companies formed under said act, in like manner as other debts are now collected, and before any court having jurisdiction of the amount claimed: Provided, however, That nothing contained in this act shall be so construed as to authorize any corporation organized under the same to construct or own any railroad outside of the District of Columbia.

APPROVED, May 5, 1870.

May 6, 1870.

CHAP. LXXXI. — An Act legalizing certain Locations of agricultural College Scrip therein designated.

Be it enacted by the Senate and House of Representatives of the United States of America in Congress assembled, That all locations of agricultural college scrip allowed prior to December first, eighteen hundred and sixty-seven, at the several land offices in the State of Wisconsin, in excess of the maximum quantity authorized by the act entitled "An act donating public lands to the several States and Territories which may provide colleges for the benefit of agriculture and the mechanic arts," approved July second, eighteen hundred and sixty-two, be, and the same are hereby, legalized; and the commissioner of the general land office is authorized to issue patents upon such locations: Provided, That the same shall be in all other respects legal and valid.

APPROVED, May 5, 1870.

May 5, 1870.

CHAP. LXXXII. — An Act authorizing the first national Bank of Delhi, New York, to change its Location.

Be it enacted by the Senate and House of Representatives of the United States of America in Congress assembled, That the First National Bank of Delhi, now located in Delhi, Delaware county, State of New York, is hereby authorized to change its location to the village of Port Jervis, Orange county, State of New York. Whenever the stockholders representing three fourths of the capital of said bank, at a meeting called for that purpose, determine to make such change, the president and cashier shall execute a certificate under the corporate seal of the bank specifying such determination, and shall cause the same to be recorded in the office of the comptroller of the currency, and thereupon such change of location shall be effected, and the operations of discount and deposit of said bank shall be carried on under the name of the First National Bank of Port Jervis, in the village of Port Jervis, Orange county, State of New York.

SEC. 2. And be it further enacted, That nothing in this act contained shall be so construed as in any manner to release the said bank from any liability or affect any action or proceeding in law in which the said bank may be a party or interested. And when such change shall have been determined upon as aforesaid, notice thereof and of such change shall be