

CHAPTER 108.

ALLOWANCE FOR DIETING PRISONERS.

AN ACT for the relief of George W. Cummins.

Be it enacted by the Council and House of Representatives of the Territory of Iowa:

SECTION 1. Dieting prisoners, compensation for; by whom allowed and paid; limitation. That the county commissioners of Dubuque county are hereby authorized to allow George W. Cummins, for dieting prisoners heretofore and hereafter, such sum as they shall deem just and reasonable, not to exceed in value twenty-five cents a day in cash for each prisoner.

SEC. 2. Time of taking effect. This act shall take effect from its passage, and be in force until January next.

Approved, 13th February, 1844.

[124] CHAPTER 109.

IOWA CITY MANUFACTURING COMPANY.

AN ACT to incorporate the Iowa City Manufacturing Company.

Be it enacted by the Council and House of Representatives of the Territory of Iowa:

SECTION 1. Name and style of incorporation; general powers conferred. That the persons now associated together in the county of Johnson, in this territory, and doing business under and by virtue of certain articles of association or agreement under the style and firm of the "Iowa City Manufacturing Company," and all other persons who shall hereafter become stockholders, agreeably to the provisions of this act, be and they are hereby created a body corporate and politic, by the name and style of "The Iowa City Manufacturing Company," and by that name may have perpetual succession, may sue and be sued, plead and be impleaded, answer and be answered unto, in all courts of law or equity; may purchase, hold and convey, real, personal and mixed estates, so far as may be necessary for carrying into effect the legitimate objects for which said company is incorporated, or securing the payment of debts which may be due to or from said company.

SEC. 2. May use common seal and make by-laws. Said company may have and use a common seal, which may be altered at pleasure, and make such by-laws (not inconsistent with the laws of the United States or of this territory) as may be necessary for the transaction of the business, and management of the affairs of said company.

SEC. 3. Capital stock personal property, \$200,000. The capital stock of said company shall not exceed two hundred thousand dollars, which shall be considered personal property, and shall be divided into shares of twenty-five dollars each.

SEC. 4. President and directors, how and when elected; how stockholders to vote in making by-laws; majority of votes to govern. The business of said company shall be conducted by five directors, who shall be elected by ballot from amongst the stockholders on the first Monday in the month of March next, and on the first Monday in the month of March annually thereafter—

one of which [125] said directors shall be chosen in like manner as president of said board of directors; and it is hereby made the duty of the present secretary of said company to give at least two weeks' notice, by publication in some newspaper published at Iowa City, of the time and place when and where the first election will be held by virtue of this act. In making the by-laws of said company, each stockholder holding from one to five shares shall be entitled to one vote for each share, and one vote for every two shares over five: provided, that no stockholder shall be entitled to more than ten votes; and any stockholder may vote at any election by a legally authorized proxy; and all stockholders who are minors, and under the age of twenty-one years, shall be represented at all elections, as well as in the transaction of other business, by their properly constituted guardian. In all elections held by virtue of this act, a majority of the votes given shall determine the election.

SEC. 5. Oath of directors; to appoint a secretary, his duty. The said directors, after having been duly elected, shall each, before entering upon the discharge of their duties, take and subscribe an oath, well and faithfully to discharge and execute all of the duties incumbent upon them as directors of said company, without partiality, favor or affection; and as soon as the directors shall have been thus qualified, it shall be their duty to choose from among the stockholders a suitable person to act as secretary of said company, whose duty it shall be carefully to preserve all books and papers of every kind and description appertaining to the business of said company, and also to keep a faithful record of all the proceedings of the said board of directors, together with all the books of account necessary to be kept in the transaction of the business of said company. The said secretary shall also receive and pay out all of the moneys and funds of said company: provided, however, that the secretary shall not in any case pay out any money or funds of the said company until the same shall have been specifically appropriated by the board of directors; and no money or other funds shall be paid out otherwise than upon a certificate signed by the president and countersigned by the secretary, showing the date at which the indebtedness accrued, and the amount due and payable thereon; and all such certificates, when duly paid by the secretary, shall be by him cancelled with some established and durable mark, and carefully preserved as a voucher for such payments.

SEC. 6. Directors to appoint agents and fix their compensation; secretary to make financial report every three months for publication. The said directors shall have power to employ all agents necessary for transacting the business of said company, who, together with the secretary, may be required to enter into bond with such security and in such penalty as the board of directors may deem necessary. The compensation of the said secretary, and all other agents doing business for and on behalf of said company, shall be fixed by the board of directors; and all such agents of the said company shall be at all times accountable to the board of directors for the manner in which they shall discharge their several duties; and it shall be the duty of the secretary to report to the board of directors, at the expiration of every three months, the condition and situation of the financial department of said company, which said report shall be published in some newspaper printed at Iowa City.

SEC. 7. Agents to take subscriptions; their appointment and duties. The board of directors may, at any time after they shall [126] have organized under this act, appoint such persons as they may deem proper, with full power and authority to receive subscriptions to the capital stock of said company; and each subscriber, at the time of subscribing, shall pay to the persons so appointed five dollars on each share of stock by him subscribed; and all moneys so received shall be paid to the secretary as soon thereafter as practicable, and his receipt taken therefor.

SEC. 8. Contracts and covenants, how made and executed by said company. All contracts, covenants and promises, made by and with said company, shall, on the part of said company, be made in the name of the president and directors of the Iowa City Manufacturing Company; and all instruments in writing, signed by the president and countersigned by the secretary, shall be sufficient to bind said company.

SEC. 9. Company to have power to cut a race to Iowa City; to lease or sell water privileges; to erect mills and machinery; restrictions as to the rights of others; to be subject to the law regulating mills and millers; to grind for toll. Said company shall have power to convey the water of the Iowa river over or through any suitable ground, by means of a canal of such capacity as shall be deemed sufficient, from and out of the dam in the Iowa river known as the Iowa City Manufacturing Company's dam, (near the residence of the late Walter Butler,) to or through Iowa City, for manufacturing purposes; and also shall have power to erect buildings and establish and carry on any branch of manufacturing at any point on the line of said canal; and to dispose of any water privilege or power, either by sale of any part or the whole of their interests therein, or by lease of the same, in the same manner as individuals could or might dispose of their private property: provided, that no lands shall be appropriated by said company as sites for permanent buildings or machinery, or for the purpose of constructing any canal or canals, without first obtaining the title thereto by contract or agreement with the owner thereof: and provided further, that all grist mills erected and carried on by said company shall be subject to and governed by the general laws of this territory relative to mills and millers: and provided further, that the said company shall at all times, when there is sufficiency of water, grind for customers for toll, according to the rates fixed by the law regulating mills and millers.

SEC. 10. Contracts heretofore made to be binding on corporation, and rights acquired by company to vest in corporation. All covenants, contracts, agreements, promises and undertakings, heretofore made by and with the directors and trustees of the Iowa City Manufacturing Company, shall hereafter be held good and valid by and against the president and directors of said company; and all real, personal and mixed estates, heretofore acquired and held in the name of the directors and trustees of the Iowa City Manufacturing Company, shall, by virtue of this act, vest in the corporation hereby created; and all subscriptions heretofore taken to the capital stock of the Iowa City Manufacturing Company, shall be held and governed by the same rules and regulations as though the same had been taken after the organization of said company, under and by virtue of this act: provided, however, that the president and board of directors may, at their discretion, at any time hereafter, declare all subscriptions heretofore taken to the capital stock of said company, upon which nothing shall have been paid, forfeited and of no effect.

SEC. 11. Conditions of forfeiture. The said company shall complete the said canal, together [127] with the necessary locks, or construct a suitable lock at the present dam, within five years from the taking effect of this act; and in default thereof, all the privileges herein granted shall be forfeited by said company: provided, that if the said company construct the said lock at the said dam within the time limited by this act, then and in that case they shall complete the said canal, together with the necessary locks, within ten years from the taking effect of this act; and in default thereof, the said company shall forfeit all privileges herein granted.

SEC. 12. Penalty for committing trespass upon the property of company. Any person who shall destroy, or in anywise injure said dam, or the said canal or lock, or any other works belonging to said company, shall be deemed

to have committed a trespass, and shall be liable accordingly; and any person who shall wilfully and maliciously destroy or injure said dam, lock or other works, belonging to said company, shall be deemed guilty of a misdemeanor, and on conviction thereof shall be fined treble the amount of damages the said company may have sustained, and be imprisoned, at the discretion of the court.

SEC. 13. Duration of term. The charter hereby granted shall continue for the term of forty years.

SEC. 14. Time of taking effect. This act shall take effect and be in force from and after its passage.

Approved, 14th February, 1844.

CHAPTER 110.

LYCEUM.

AN ACT to incorporate the Washington Lyceum of Jackson county.

Be it enacted by the Council and House of Representatives of the Territory of Iowa:

SECTION 1. Organization of; name and style of company; general powers and limitation of capital; power to make by-laws for government of; restriction; number of officers, how and when appointed; term of office; quorum how constituted; deeds how made. That E. Ellsworth, Nathan Hixon, David J. Osborn, William P. Johnson, Arnold Smith, Samuel Durant, Allen Hinchman, George F. Gordon, and such other persons as from time to time shall become members of said corporation, shall be and are hereby constituted and declared to be a body politic and corporate, in fact, deed and name, by the name and style of the "Washington Lyceum;" and by that name they and their successors shall have succession, and shall be persons in law capable of suing and being sued, pleading and being impleaded, answering and being answered unto, defending and being defended, in all courts and places whatsoever, and in all manner [128] of actions, suits and complaints, matters and cases whatsoever; and that they and their successors shall have a common seal, and may change and alter the same at their pleasure; and they and their successors, by the same name, shall be persons in law capable to purchase, acquire and hold, by gift, grant or devise, and to them enjoy to their successors, any real estate in fee simple, or for a term of life or lives, or otherwise; and any goods, chattels, or any personal property, for the purposes of enabling them the better to carry into execution, encourage and promote, such measures as may tend to the advancement of science and literature, the promotion of education, the advancement of knowledge, and the development of worth in the sciences: provided, that the clear yearly value of such personal and real estate shall not exceed the sum of ten thousand dollars; and that they and their successors shall have full power and authority to give, grant, sell, lease or dispose of, said real and personal estate, or any part thereof, at their will and pleasure; and that they and their successors shall have power, from time to time, to make, constitute and establish, such by-laws, ordinances and regulations, as they shall judge proper for the election of their officers, the admission of new members, or fixing the time and place of the meetings of said corporation, and for regulating all its affairs generally: provided, such by-laws shall not be incompatible with the constitution and laws of the United States and the laws of this territory. And