

## AN ACT

To incorporate the Sheboygan and Fond du Lac  
Rail Road Company.

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

SECTION 1. That M. C. Darling, N. P. Tallmadge, Wil-  
liam Farnsworth, R. P. Harriman, Henry Concklin, John A.  
Eastman, Moses Gibson, or any of them, be and they are  
hereby appointed commissioners to do and perform the several  
acts hereinafter mentioned; that is to say, they shall procure  
a suitable number of books, in each of which they shall enter  
or cause to be entered as follows, to wit: We whose names  
are hereunto subscribed do promise to pay the president and  
directors of the Sheboygan and Fond du Lac Rail Road Company  
the sum of fifty dollars for every share set opposite our  
respective names, in such manner and proportions and at such  
times as shall be determined by the president and directors  
of said company, in pursuance of an act of the legislative  
assembly of the territory of Wisconsin, entitled "An act to  
incorporate the Sheboygan and Fond du Lac Rail Road Company."  
Witness our hands this                    day  
of                    one thousand eight hundred and forty

Commission-  
ers appointed,  
and for what  
purpose.

And shall thereupon give notice in such newspapers as to  
them shall seem proper when and where said books shall be  
kept open to receive subscriptions for the stock of said com-  
pany, at which respective times and places one or more of  
the commissioners shall attend, and permit all persons of  
lawful age who shall offer to subscribe in the said books in  
their or in the name of any other person who shall authorize  
the same, for any number of shares in the said stock; and  
the said books shall be kept open at least six hours in every  
periodical day, for the space of ten days, or until there shall

Notice to be  
given of the  
opening of  
books.

When books  
to be closed.

have been subscribed nine thousand shares; and if at the end of ten days, the books aforesaid shall not have the number of shares aforesaid therein subscribed, the said commissioners may adjourn from time to time, and transfer the book or books elsewhere, until the whole number of nine thousand shares shall be subscribed, of which adjournment and transfer the commissioners aforesaid shall give such public notice as the occasion may require; and when the whole number of shares shall be subscribed, the books shall be closed: *Provided*, that five dollars on each share shall be paid at the time of subscribing.

When the  
governor shall  
issue letters  
patent.

SEC. 2. When five thousand shares or more shall be subscribed, the said commissioners, or any four of them, may certify the fact, under oath or affirmation, to the governor, whereupon the governor shall, by letters patent under his hand and the seal of the territory, create and erect the subscribers, and if the subscription be not full at the time, then also those who shall thereafter subscribe to the number of shares aforesaid, into one body, politic and corporate, in deed and in law, by the name, style, and title of "The Sheboygan and Fond du Lac Rail Road Company;" and by the same name, the subscribers shall have perpetual succession, and be able to sue and be sued, implead and be impleaded, in all courts of record, and to purchase, receive, have, hold, and enjoy to them and their successors, lands, tenements, hereditaments, goods, and chattels as may be necessary and requisite to carry on the business of said company, and all estate, real, personal, or mixed, of what kind or quality soever, and the same from time to time to sell, mortgage, grant, alien, and dispose of, and to make dividends of such portions of the property as they may deem proper; and also to make and have a common seal, and the same to alter and renew at pleasure; and also to ordain, and establish, and put in execution such bye-laws or ordinances, and regulations as shall appear necessary and convenient for the government of the said corporation, not being contrary to the laws of the United States, or of this territory, or of the future state of Wisconsin, and generally to do all and singular the matters and things which to them shall lawfully appertain, for the

Style of cor-  
poration, and  
powers.

well being of the said corporation and the management and ordering of the affairs of the same: *Provided*, that nothing herein contained shall be construed as in any way giving to the said company any banking privileges whatever, or any other liberties, privileges, or franchises but such as may be necessary or incident to the making and maintaining of said rail road.

SEC. 3. The stockholders shall hold their first meeting at such time and place as may be fixed upon by a majority of the aforesaid commissioners present at any meeting called for that purpose; and any three of said commissioners shall have power to call such meeting by giving at least three weeks' notice in any two newspapers published in this territory, or state of Wisconsin, and annually thereafter at such time and place as may be fixed by the bye-laws of said company; of which meeting notice shall be given in two or more newspapers published in this territory, and choose by a majority of votes of the said subscribers, [by] ballot, to be given in person, or by proxy duly authorized, one president and twelve directors, and such other officers as may be deemed necessary, who shall continue in office until others are chosen and qualified; and the number of votes to which each stockholder shall be entitled shall be according to the number of shares he or she shall hold: that is to say, for five shares five votes, and for every additional five shares one vote; and no share shall confer a right of suffrage which shall not have been holden thirty days prior to the election.

Where first meeting held, and how called.

Officers to be elected.

SEC. 4. The election of officers provided for in the third section of this act shall be conducted in the following manner, that is to say: the commissioners, or the directors as the case may be, or a majority of them, for the time being present at such meeting, shall appoint two of the stockholders, not being commissioners or directors, to be judges of the said election, and to conduct the same, after having severally taken and subscribed an oath or affirmation, before an officer generally authorized to administer oaths, well and truly, and according to law, to conduct such election; and the said judges shall decide on the qualification of the voters, and

Election how conducted.

when the election is closed, shall count the votes and declare who is elected; and if it shall at any time happen that an election of president, directors, and other officers shall not be made, the president, directors and other officers of the preceding year shall in that case continue to act and be invested with all the powers belonging to their respective stations, until an election shall be had. In case of [the] death or resignation of any president, director or other officer, or of vacancy in any office from other cause, his place shall be filled by the board of directors, or a majority of them, until the next annual election.

Vacancies in office how filled.

Concerning the powers of the directors.

SEC. 5. The said president and directors shall meet at such times and places as shall be found most convenient for the transaction of their business, and a majority shall be a quorum, who, in the absence of the president, may choose a chairman, and shall keep minutes of their transactions; and a quorum being present, they shall have authority to appoint such engineers, surveyors, superintendent, and other artists and officers as they may deem necessary to carry on the intended work, and to fix their salaries and wages; to determine the manner and proportion in which the said stockholders shall pay the money due on their respective shares; to draw orders on the treasurer for the same, which shall be signed by the president and countersigned by the secretary; and generally to do all such other acts, matters, and things as by this act, and by the bye-laws and regulations of the company they are authorized to do.

The stock transferrable.

SEC. 6. The stock of said company may be transferred on the books of said company by each and every holder thereof, at pleasure, either in person, or by attorney duly authorized, in the presence of the president or secretary, who shall keep a book for that purpose, subject, however, to all payments due or to become due thereon; and the assignee shall be a member of said corporation, entitled to such shares so assigned, and to all the estates and emoluments of the company incident to such share or shares, and to vote as aforesaid at the meetings thereof, and subject to all penalties and forfeitures, and of being sued for the balances and penalties due or to become due on each share, as the original subscriber would have been.

Penalties for not paying in stock.

SEC. 7. If after thirty days' notice in two or more public papers of the time and place appointed for the payment of any proportion or instalment of the said capital stock, in order to carry on the work, any stockholders shall neglect to pay such proportion or instalment at the place appointed, for the space of thirty days after the time so appointed, every such stockholder, or his assignee, shall, in addition to the instalments so called for, pay at the rate of one per cent. per month for the delay of such payment; and if the same and penalty shall remain unpaid for such space of time as that the accumulated penalty shall become equal to the sums paid in part, and on account of such shares, the same shall become forfeited to said company, and may be sold to any person or persons for such price as can be obtained for the same; or in default of payment by any stockholder of any such instalment as aforesaid, the president and directors may, at their election, cause suits to be brought in any court having competent jurisdiction, for the recovery of the same, together with the penalty aforesaid: *Provided*, that no stockholder, whether original subscriber or assignee, shall be entitled to vote at any election, or at any meeting of said company, on whose share or shares any instalment or arrearage may be due and payable more than thirty days previously to the said election or meeting.

Stock when forfeited.

SEC. 8. Dividends of so much of the profits of the institution as shall appear advisable to the directors shall be declared at least twice a year, and paid to the stockholders on demand at any time after the expiration of ten days therefrom; but they shall in no case exceed the nett profits actually acquired by the company, so that the capital stock shall never be thereby impaired; and the said company shall pay annually into the treasury of the territory or state of Wisconsin a tax of ten per centum on all dividends which may exceed ten per centum per annum on the capital stock actually paid in.

Dividends to be declared twice a year.

SEC. 9. The president and directors of said company shall have power to survey, lay down, ascertain, mark and fix such route as they shall deem expedient for a rail road with as many setts of tracks as they may deem necessary, beginning at Sheboygan, on lake Michigan, and terminating at Fond

Route where surveyed.

**Proviso.** du Lac. Said road not to exceed eighty feet in width: *Provided however*, That at such points as the company shall deem necessary for procuring a supply of stone, timber and gravel, for the construction and maintainance of the road, they may locate said road-way not exceeding one hundred feet in width: *Provided also*, That the company may have the right to remove the standing timber for such a distance on each side of the track as shall ensure the safety thereof from obstruction or damage by falling timber.

SEC. 10. It shall be lawful for the resident and directors, themselves, their engineers, superintendents, artists, and workmen to enter upon any land which they shall deem necessary for laying out said road, and also for the purpose of searching for stone, sand, gravel, or wood. But no stone, sand, gravel, or wood shall be taken away from any land, without the consent of the owner thereof.

**Damages in locating road how ascertained.**

SEC. 11. Whenever it shall be necessary for the president, directors, and company of said rail road company to enter in, and upon, and occupy, for the purpose of making said rail road, any land upon which the same may be located, if the owner, or owners of said land shall refuse to permit such entry or occupation, and the parties cannot agree upon the compensation to be made for any injury that may be done to such land by such entry and occupation, it shall and may be lawful for the parties to appoint three disinterested persons to estimate such damage, who shall be under oath or affirmation, fairly and impartially to estimate the same, and shall reside within the county where the land lies, and the expenses incurred by the said appraisers, shall be defrayed by the rail road company; but if the parties cannot agree upon such persons, or if the persons so chosen shall not decide upon the matter, or if the owner of such land shall refuse or neglect to join in such appointment within twenty days after the requisition for that purpose upon him made, or if such owner shall be *feme covert*, under age, *non compos mentis*, or out of the territory or state, then it shall be lawful for the judge of the district court of the district in which such land lies, on application of either party, and at the cost and charges of said corporation, to appoint three disinterested persons of the said county, to view, examine, and survey

**District court may appoint referees when.**

said lands, tenements, and hereditaments, and estimate the injury or damage, if any, in their apprehension, will be sustained as aforesaid, by reason of said rail road, and report the same under their oaths or affirmations, to the district court of said county, which report being confirmed by the said court, judgment shall be entered thereon, and the said viewers shall be entitled for their services to two dollars per day each, to be paid by the said company, and it shall be the duty of the appraisers in estimating such damage, to take into consideration the advantages that will accrue to the owner of said lands, from the said rail road: *Provided*, that either party may appeal to the court within thirty days after such report may have been filed in the clerk's office, and such appeal shall be tried as other issues arising in said court: *Provided also*, that upon payment or tender of payment of the sum specified in the report of said viewers or appraisers, to the owners of said land, the president and directors, agents or contractors, for making or repairing the said road, may immediately take and use the same without waiting the issue of said appeal.

Appeals allowed.

SEC. 12. The said road shall be so constructed by the said company as not to obstruct or impede the free use and passage of any public road or roads which may cross the same, and in all places where the said rail road may cross, or in any way interfere with any public road, it shall be the duty of said company to make, or cause to be made, a sufficient causeway, or causeways, to enable all persons passing, or traveling such public road, to cross and pass said rail road.

Road not to obstruct any highway.

SEC. 13. For the accommodation of all persons owning or possessing lands, through which the said rail road may, or shall pass, it shall be the duty of said company, when required, to make, or cause to be made, a good and sufficient causeway, or causeways, wherever the same may be necessary to enable the occupant, or occupants of said lands to cross, or pass over the same, with wagons, carts, and implements of husbandry, as occasion may require: *Provided*, that the said company shall, in no case be required to make, or cause to be made, more than one such causeway, through such farm, and when any public road shall cross said rail road,

Causeways when erected.

the person owning, and possessing land, through which the sail road shall pass, shall not be entitled to make requisition on said company for such causeway.

Rates of pas-  
sage and  
freight.

SEC. 14. On the completion of said rail road; or any portion of the track, not less than ten miles, it shall, and may be lawful for the said company, to demand and receive such sum and sums of money, for passage and freight of persons and property, as they shall from time to time think reasonable: *Provided*, that the company hereby incorporated, shall commence the said rail road within five years, and complete the same within fifteen years, from and after the passage of this act: *And provided*, that said rail road company may establish such tolls as they may deem proper, but the legislature shall have the right to alter or reduce said tolls, not, however, so that the profits of the company shall be less than twelve per cent. upon the capital stock invested, and the said company shall annually report to the legislature of Wisconsin, the expenditures of said company, the amount of tolls received, and the amount of capital stock invested during the year preceding the date of the sitting of said legislature, which report shall be subscribed and sworn to by the president of said rail road company.

Road to be  
commenced in  
five years.

Powers reser-  
ved to the  
legislature.

Persons ob-  
structing rail  
road how pun-  
ished.

SEC. 15. If any person or persons shall wilfully and knowingly break, injure, or destroy the rail road, or any part thereof, or any work, edifice, or device, or any part thereof, to be erected by the said company, or shall place any obstruction on the track of said rail road, he, she, or they shall forfeit and pay to the said company the actual damages sustained by the said company, to be sued for and recovered, with costs of suit in any court having competent jurisdiction, and shall be subject to indictment, and upon conviction of such offence, shall be punished by fine and imprisonment, at the discretion of the court.

Power of com-  
missioners.

SEC. 16. It shall be lawful for the commissioners named in the first section of this act, from and after the passage of the same, to do and perform all the duties enjoined on the president and directors of said company, until others are duly elected, as prescribed in this act, a majority of whom shall



be a quorum, and they shall at their first meeting, elect one of their number president, and shall appoint a treasurer, secretary, engineers, and such other officers and agents as they shall deem necessary.

SEC. 17. If said company shall misuse or abuse any of the privileges hereby granted, the legislature may resume all <sup>Power of the legislature.</sup> and singular, the rights and privileges hereby granted to said company, and may establish rules and regulations for the government of said company, in relation to said rail road and the use of the same.

WILLIAM SHEW,

*Speaker of the House of Representatives.*

MASON C. DARLING,

*President of the Council.*

APPROVED, January 25, 1847.

HENRY DODGE.

## AN ACT

To amend an act entitled "An act to incorporate Carroll College."

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

SEC. 1. That so much of an act entitled "An act to incorporate Carroll College," approved January 31, 1846, and <sup>Relative to the election of trustees.</sup> an act entitled "An act to incorporate the trustees of Prairieville Academy," approved February 19, 1841, as relates to the election of trustees by stockholders of said incorporation, be and the same is hereby repealed.

SEC. 2. That the present board of trustees of Carroll College shall have power to elect twelve other trustees additional <sup>Twenty-one trustees may be elected.</sup>