

damages by said company, by an action of trespass, in any court having competent jurisdiction in the county where the offense shall have been committed, and shall also be subject to indictment, and upon conviction, shall be punished by fine and imprisonment, or either, at the discretion of the court.

SECTION 14. Any person who shall willfully break down any gate on such road, which may have been erected in pursuance of this act, or forcibly or fraudulently pass any such gate, without having paid the legal toll, or to evade the payment of legal toll, (or) shall with his team or carriage or animal, turn out of such road, or pass any gate thereon or ground adjacent thereto, and again return on said road, shall for each offense forfeit a sum not exceeding ten dollars to and for the use of said company, and also for all damages. Willful injury to gate.

SECTION 15. This act shall be favorably construed to effect the purposes thereby intended, and the same is hereby declared to be a public act, and copies thereof printed by authority of the state, shall be received as evidence thereof, and shall take effect from and after its passage, and shall remain in full force and effect for the term of twenty years, at which time it shall cease and become null and void. Act to be favorably construed, &c.

Approved April 4, 1864.

CHAPTER 448.

[Published May 6, 1864.]

AN ACT to incorporate the La Crosse, Vernon and Richland railroad company.

The people of the state of Wisconsin, represented in senate and assembly, do enact as follows:

SECTION 1. William J. Lloyd, L. C. McKenney, James Lourie, Charles H. Weil, Ira L. Haseltine, George Kroskouss and Franklin Z. Hicks, and such other persons as may become associated with them as subscribers to the capital stock of this corporation, in the manner hereinafter prescribed, and their successors and assigns, are hereby created a body corporate, by the name Corporators.

Name and powers.

of the "La Crosse, Vernon and Richland railroad company," and by that name shall be and are hereby made capable in law to purchase, hold and enjoy, and to retain to them and their successors, lands, tenements and hereditaments, as far as may be necessary for the purpose of said railroad, and the same to sell, grant, rent, or in any manner to dispose of; to contract and be contracted with, sue and be sued, plead and be impleaded, answer and be answered, defend and be defended, and also to make and use a common seal, and the same to alter, break or renew at their pleasure; and if either of the persons named in the first section of this act should die or refuse or neglect to execute the powers and discharge the duties hereby created and enjoined, it shall be the duty of the remaining persons hereinbefore named, or a majority of them, to perform the duties required by this act.

Capital stock.

SECTION 2. The capital stock of said corporation shall be one million dollars, and shall be divided into shares of one hundred dollars each, and five dollars shall be paid on each share at the time of subscribing said stock.

First directors.

SECTION 3. The persons named in the first section of this act, shall be and are hereby made, constituted, appointed and declared the first directors of said company, and shall hold their offices until other directors are elected by the stockholders, and shall possess all the powers conferred by this act upon the board of directors elected by the stockholders, as hereinafter provided.

Opening of books of subscription.

SECTION 4.- The board of directors, or a majority of them, are hereby authorized to open books for receiving subscriptions to the capital stock of said company, at such times and places as they may designate, giving at least thirty days' notice of such times and places, by publishing the same in one newspaper in each county through which the railroad is to be built.

First election of directors.

SECTION 5. As soon as said stock, or the sum of ten thousand dollars thereof, shall have been subscribed, the above named persons, or a majority of them, shall give like notices of the time and place for the meeting of the stockholders, to choose not less than seven nor more than thirteen directors, which number can be determined by a vote of the stockholders there present; and the directors thus elected shall hold their offices until

the next annual meeting of stockholders for the election of directors, and until others are elected.

SECTION 6. All the affairs of said corporation shall be managed by the board of directors, who shall be stockholders, and the board of directors is hereby invested with all the powers of the corporation. They shall be chosen by the stockholders annually by ballot, at the annual meeting of the stockholders, which shall be held at such time and place as the directors shall from time to time prescribe, and the same notice of every such election shall be given as is herein required to be given of the first election of directors. At all meetings of the stockholders, the votes of stockholders may be cast in person or by proxy duly authorized, and every stockholder shall be entitled to one vote for each and every share of stock held by him; and in all elections for directors, those stockholders equal to the number of directors to be elected, having the greatest number of votes, shall be declared duly elected. The elections shall be conducted in such manner as shall be prescribed by the by-laws, or by resolution of the company. If for any cause any election of directors should not be had at the time when, by provision of this act, it should be held, the same may be had at any other time, on notice being given as aforesaid, and until such election be had, the directors of the preceding year shall continue to act, and the corporation shall not forfeit or lose any of its privileges, franchises or immunities by reason of irregularity or want of any such election.

SECTION 7. A majority of the board of directors shall constitute a quorum for the transaction of any business. They shall meet at such times and places, and be convened in such manner, as they shall prescribe. They may fill any vacancy which may occur in their own board. They shall appoint one of their own number president, and one vice-president, who shall serve one year, or until a new election of directors. The president when present, shall preside at all meetings of the directors and stockholders, and in his absence the vice-president shall discharge the duties of president; and in case of the absence of the president and vice-president, the directors may appoint a president *pro tem.*, who shall discharge all the duties of president during the absence of the president and vice-president. The board of directors may appoint a secretary, treasurer, chief

Board of directors.

To be elected annually.

Failure to elect, not a loss of franchises.

Quorum and meetings.

President and vice-president.

Other officers.

Forfeiture of
stock.

engineer, superintendent, attorney, and such other officers and agents as they may find necessary, fix their compensation and define their duties, and demand adequate security for the faithful discharge of their respective duties and trusts. The directors shall have power to determine the amount of each installment to be paid from time to time on stock subscriptions, and to forfeit to the use of the company or to sell the share or shares of any person failing to pay any installment which may be required of them by the directors; but they shall not declare it so forfeited until they shall have caused a notice in writing to be served on him personally, or by depositing the same in the postoffice nearest his usual place of residence, stating that he is required to make such payment at the time and place specified in the notice, and that if he fail to make the same, his stock and all previous payments thereon will be forfeited for the use of the company; which notice shall be served as aforesaid at least thirty days previously to the day on which such payment is required to be made. The directors shall have power to establish and regulate their tolls and charges for the transportation of freight and passengers, and the storage of freight, and to collect all such tolls and charges, and to make such covenants and agreements with any person or persons, copartnership or corporation whatever, as the construction and management of the road and the convenience and interests of the company may require. The directors shall have power and authority to make and establish such by-laws as they may think proper respecting the property, business, stock, government and powers of said corporation, and may exercise all the powers which may be prescribed by such by-laws, and make such other rules, regulations and orders as they may think proper, but no such by-laws, rules, regulations or orders shall be inconsistent with this act, or with the constitution and laws of this state; and they shall have power, in general, to superintend and direct all the operations, receipts, disbursements and all other affairs of said company.

Tolls and
charges.

By-laws.

Shares deemed
personal prop-
erty.

SECTION 8. All shares of stock in said company owned by any person, shall be deemed personal property, and certificates for the same shall be issued in such manner and form as shall be prescribed by the by-laws, and the same shall be transferable in the manner and form provided by the by-laws of said company.

SECTION 9. Special meetings of the stockholders may be called by order of the board of directors, or by stockholders owning one-fourth of the capital stock of said company, and the same notice shall be given as is required to be given for annual meetings of the stockholders, and such notice shall specify the object of the meeting. Special meetings

SECTION 10. The said company shall have power to locate and construct and perpetually to have, use and enjoy, a railroad, with one or more railways or tracks, from the city of Mineral Point to the city of La Crosse, through the counties of Richland and Vernon, or from any point on said line in Iowa county, to any point on the Mississippi river, in Grant county; and said company shall have the perpetual right, power and authority to transport, take and carry property and persons upon said road, by the power and force of steam, or by animals, or any mechanical or other power, or any combination of power; and from time to time to receive and store any property in any of the depots, storehouses or warehouses of said company; and to make and construct all such turnouts, side tracks and connecting tracks as they shall think will promote the interests of said company; and to erect, construct and use all such depots, station houses, warehouses, car-houses and shops, and all other fixtures useful for the accommodation of said company and its roads, and those using it; to purchase and own rail, chairs, spikes, engines, cars, and all things necessary or useful for the construction and operation of a railroad. May locate and construct a railroad, &c.

SECTION 11. The said company is authorized and fully empowered, in its corporate capacity, to borrow any sum or sums of money from any person or persons, corporation or body politic of any kind, and for any legal rate of interest which may be agreed upon by and between said company and any party of whom such money may be obtained; and to make, execute and deliver, in or out of the state, all necessary writings, notes, bonds, mortgages or other papers and securities, in amount or kind as may be deemed expedient by said corporation, in consideration of any such loan or in discharge of any liabilities they may incur in [the] construction, repair, equipment or running [of] said road; and to make, execute, sell and deliver at private or public sale, in or out of this state, bonds in such sums May borrow money, &c.

and in such amounts, payable at such times and bearing such rate of interest, as shall be deemed expedient by said company, secured by a mortgage upon the whole or any part of the railroad of said company, with its equipments, fixtures and appurtenances; and the powers of said corporation, for the purpose aforesaid, and for all purposes necessary to carry out the objects of said company, are hereby ratified and confirmed, and the contracts and official acts of said company declared binding in law and equity upon said corporation, and upon all other parties in such contracts.

Right of way.

SECTION 12. The said company shall have the right and authority to construct their said railroad upon and along, across, under and over any public or private highway, road, street, plankroad or railroad, if the same be necessary; but the said company shall restore such highway, road, street, plankroad or railroad to its former state, so as not to impair the usefulness of the same, so far as it can be done consistently with the rights and privileges hereby granted to said company, or make compensation for the same as provided for in section fourteen (14) of this act; and the said company shall have the right and authority to erect and maintain all the necessary bridges for the use of their railroad over any stream of water or water-course, at such points of crossing the stream as they may locate the said road, with all necessary abutments, piers or other foundations; but nothing in this act contained shall be construed to authorize the erection of any bridge or any other obstruction across, in or over any stream or lake navigated by steam or sail boats, at the place where any bridge or other obstruction may be proposed to be placed, nor to authorize the construction of any railroad not already located in, upon or across any streets in any city or village, without the assent of the corporation of the same, and shall restore such stream which may be obstructed or diverted in the progress of construction of said railroad, to its usual channel.

Bridges.

Navigation not to be obstructed without consent, &c.

May survey road, and use lands on line of same.

SECTION 13. It shall be lawful for said company, their officers, engineers and agents, to enter upon any land for the purpose exploring, surveying and locating the route of said railroad, doing thereto no unnecessary damage; and when the route of said railroad shall be determined by said company, it shall be lawful for them, their agents, officers, engineers, contractors, employees

and servants at any time to enter upon, take possession of and use any such land, not exceeding one hundred feet in width, along the line of said road, and also such lands adjacent to the line of said route, beyond the said limits of one hundred feet, as the chief engineer of said company shall declare to be necessary in building said road, or for the purpose of erecting depot buildings, station houses or other fixtures and grounds about the same, for the operation and business of said road, or for making drains and giving a proper direction to water-courses, or for diverting or changing the channel of water-courses across or along said road, or for the purpose of removing such substances and things as may endanger, obstruct or interfere with the free use of said road, or for the purpose of making deep cuts or excavations, or for the purpose of obtaining earth, gravel, timber, stone or materials for embankments, structures or superstructures necessary to the construction or repair of said road, subject, however, to the payment of such compensation as the company may have agreed upon to pay therefor, or as shall be ascertained in the manner hereinafter provided; and when such compensation shall have been paid or tendered, the title to such land shall vest in said company in fee simple, and the said company shall have the right to hold the same; and whenever in the opinion of the company, the same or any part thereof shall be no longer necessary for the purposes for which the same was taken, the said company is hereby authorized to lease or sell the same, or any part thereof, in fee simple.

Compensation.

SECTION 14. The said company shall have the right to enter upon any lands required for their use, as provided in the thirteenth section of this act, and to survey and lay out said road not exceeding one hundred feet in width; and the said company shall, if possible, agree with the owners of said lands as to the amount of the compensation to be paid for such lands, whether such persons shall own or possess the legal or equitable title to the same, or any lien and incumbrance on the same; and if the person or persons owning or possessing such legal or equitable title, lien or incumbrance, shall be a minor, *non compos mentis*, insane, or under any legal disability, then with the guardian of such person; and if said company cannot agree with or ascertain who is such guardian or owner, then the ques-

To agree with owners.

In case of disagreement, to choose arbitrators.

tion of compensation shall be submitted to an arbitration in the manner following, to wit: The said company shall select a disinterested arbitrator, and such owner or guardian shall select another, who shall be disinterested and not akin to the owner or agents of such lands; and should the persons so selected as arbitrators refuse or neglect, or should such owner or guardian neglect or refuse to choose such arbitrator for the space of five days after being notified by said company to do so, or in case said company cannot find such owner or guardian, then in either case, the judge of probate or the chairman of the county board of supervisors of the county in which such lands lie, shall, upon application being made to either of them by the president or by a majority of the directors of the said company, or by its legally authorized agent or attorney, appoint three competent persons to act as arbitrators, who shall not be akin to the claimants, and who are not stockholders in said company; and the said arbitrators shall proceed to examine the premises and to make an award of the amount of compensation which shall be paid by said company to such person or persons for the lands so taken, and shall deliver a copy of their award in writing to each of the parties; and if the amount awarded by said arbitrators shall be more than said company had previously offered to pay, then said company shall pay all expenses of said arbitration; if it shall be less, then the other party shall pay such costs; and either party may, within ten days after receiving a copy of such award, appeal from the same to the court having the proper jurisdiction for the county in which such lands are situated, giving a written notice of such appeal to some one of the arbitrators; and when the arbitrator receives such notice of appeal, it shall be the duty of the arbitrators to certify all their proceedings to said court, and the said court shall enter said case on its docket, setting down the claimant or claimants as plaintiff, and the said company as defendant, and the said court shall proceed to ascertain the amount of compensation to be paid by said company to said complainant, taking into consideration all the facts and circumstances, all the rights acquired by this act, and all the benefits received by the complainant from said railroad; and the said court shall thereupon proceed to hear, determine and render judgment in favor of said

Expenses.

Appeal.

Judgment of court, costs, &c.

complainant against said company, as in other cases tried in such court; and if the amount so found for such complainant shall exceed the amount so found by said arbitrators, the judgment shall be rendered against said company for costs, and if it shall not exceed the amount so found by said arbitrators, the judgment shall be rendered in favor of said company for costs, and against said claimants; and when such compensation, so to be ascertained according to the provisions of this section, shall be paid or tendered to the party entitled to the same, the title to said lands shall vest in said company, in fee simple; and a copy of such award or judgment, filed and recorded in the proper deed-book in the office of the register of deeds of the county in which the lands lie, shall be sufficient evidence of such title. And said company shall have full power and authority, pending all such proceedings, and until they shall refuse to pay the compensation so to be ascertained as aforesaid, to use, occupy and enjoy the peaceable and uninterrupted possession of said land or lands for all the lawful purposes of said corporation; and they shall not, while such proceedings shall be pending, or until such refusal, be disturbed in such possession, use, occupancy and enjoyment by any proceedings at law or in equity. The said arbitrators shall, before they enter upon the duties of their appointment, severally take and subscribe an oath to faithfully and honestly decide between the parties, which oath shall be taken before some person authorized to administer [oaths,] and shall be returned with the award.

When title to vest in company

Company to enjoy peaceable possession of lands during pendency of proceedings.

Arbitrators to take oath.

SECTION 15. No person shall be incompetent to be a witness or give testimony in a suit or proceeding at law or in equity, in which the said railroad company shall be a party, but no person shall be qualified to discharge the duties of judge, justice of the peace or juror, in any suit or proceedings, who is a stockholder in said company.

Competency of witnesses, &c.

SECTION 16. On the completion of said railroad, or any part thereof not less than three miles in length, it shall and may be lawful for the company to demand and receive such sum or sums of money for passage and freight of persons and property as they shall from time to time think reasonable.

Freight and fares.

SECTION 17. If any person shall willfully or knowingly injure or destroy the railroad so to be constructed by

Penalty for injury to road, &c.

said company, or any part thereof, or any work, building or machinery attached to or in use upon the same, or belonging to said company, or shall willfully and maliciously place any obstruction or thing upon the track of said road, such person or persons so offending shall each of them, for every such offense, forfeit and pay a sum not exceeding three times the amount of damages caused by such offense, which may be recovered in the name of said company, by action of debt, in any court having competent jurisdiction, in the county wherein the offense shall be committed, and shall also be subject to indictment, and upon conviction of any such offense, shall be punished by fine and imprisonment, or either, at the discretion of the court.

Public act, &c.

SECTION 18. This act is hereby declared to be a public act, and shall be favorably construed to effect the purposes hereby intended, and copies thereof, printed by authority of the state, shall be received as evidence thereof in all cases; and this act shall be in full force and effect from and after its passage.

Approved April 4, 1864.

CHAPTER 453.

[Published May 6, 1864.]

AN ACT to amend the charter of the New Diggings and Shullsburg mining company.

The people of the state of Wisconsin, represented in senate and assembly, do enact as follows:

May increase capital stock.

SECTION 1. The New Diggings and Shullsburg mining company is hereby authorized to increase its capital stock to a sum not exceeding two millions of dollars, and issue the same upon such terms and under such regulations as a majority of the stockholders shall direct, at any regular meeting or special meeting called for that purpose.

SECTION 2. This act shall take effect and be in force from and after its passage.

Approved April 4, 1864.