

judges thereof, for any misdemeanor or infamous crime; *and provided*, that the judges shall not examine or admit any person to practice as attorney or counsellor in any court within this territory, who is not a citizen of the United States, of the age of twenty-one years, and who does not satisfy the said judges that he has diligently pursued the study of the law for at least two years in the office of some reputable practitioner in this territory or in the United States, or that he has attended at some approved law school or university, where legal studies form a part of the academic course of instruction, a course or courses of legal lectures for a time not less than one year, and the residue of the time of the said two years with some practitioner as aforesaid.

SECTION 2. That all laws heretofore passed and in force in this territory contravening the provisions of Former laws repealed. this, are hereby repealed.

P. H. ENGLE,  
*Speaker of the house of representatives.*

HENRY S. BAIRD,  
*President of the council.*

H. DODGE.

Approved, Dec. 6, 1836.

## No. 25.

AN ACT to incorporate the Belmont and Dubuque railroad company.

SECTION 1. *Be it enacted by the council and house of representatives of the territory of Wisconsin*, That John Atchison, Francis K. O'Ferrall, William I. Madden, James Gilmore, John Foley, Charles Bracken, Richard McKim, Robert McPherson and Paschal Bequette, be Belmont and Dubuque railroad company. Commissioners. and they are hereby appointed commissioners, under the direction of a majority of whom subscriptions may be received to the capital stock of the Belmont and Dubuque railroad company, hereby incorporated; and How books opened, and when. they may cause books to be opened at such times and places as they shall direct, for the purpose of receiving subscriptions to the capital stock of said company,

first giving sixty days notice of the times and places of taking such subscriptions, in one or more newspapers printed in the counties of Iowa and Dubuque, in this territory.

Capital stock,  
\$250,000.

Shares \$100  
each.

Corporate  
name.

Powers and  
privileges.

When and how  
meeting held.

Election of di-  
rectors.

Proviso.

Proviso.

SECTION 2. That the capital stock of said company shall be two hundred and fifty thousand dollars, in shares of one hundred dollars each; and as soon as two thousand five hundred shares of stock shall be subscribed and five dollars on each share actually paid in, the subscribers of such, with such other persons as shall associate with them for that purpose, their successors and assigns, shall be and they are hereby declared and created a body corporate and politic, by the name and style of the "Belmont and Dubuque railroad company," with perpetual succession, and by that name shall have all the privileges, franchises and immunities incident to a corporation; they shall be capable in law of purchasing, holding, selling, leasing and conveying estate, either real, personal or mixed, so far as the same may be necessary for the purpose, herein-after mentioned, and;no further; and in their corporate name may sue and be sued, may have a common seal, which they may alter and renew at pleasure, and generally may do all and singular the matters and things which to them it shall lawfully appertain to do, for the well being of the said corporation.

SECTION 3. That the said commissioners, or a majority of them, after the said two thousand five hundred shares of stock shall have been subscribed as aforesaid, shall give at least thirty days' notice in the newspapers hereinbefore mentioned, of the time and place by them appointed, for the subscribers or stockholders to meet, for the purpose of electing seven directors; and annually thereafter the said stockholders shall meet on the first Monday in November, for the purpose of electing directors as aforesaid, upon a like previous notice to be given by the directors for the time being, in such newspapers as they may deem advisable: *provided*, that previous to the first election, the commissioners herein before named, shall elect one of their number president, and they shall perform all the duties, and be invested with all the powers of directors; *and provided*, that if from any cause, an election shall not be held at the regular time specified therefor, the same may be held at any other time on

notice as aforesaid; that until such election, the directors of the preceding year shall continue to act, and that this charter shall not be avoided by reason of the irregularity or want of such election; and *provided, also*, that in case of a vacancy from death or resignation of any director, his place shall be filled by the board of directors.

Vacancy, how filled.

SECTION 4. The affairs of said corporation shall be managed by a board of seven directors, who shall be chosen annually, by ballot, on the days herein before prescribed by the stockholders of the said company, the votes to be delivered in person or by proxy, duly authorized, which directors shall appoint one of their own number to be president, and shall respectively serve one year, or until other directors be elected; they shall have power to make such by-laws, rules, orders and regulations, not inconsistent with the constitution and laws of the United States and of this territory, as may be necessary for the well ordering of the affairs of the said company: *provided*, that none but stockholders shall be eligible to be elected directors, and that at every such election and in all other cases, upon which stockholders shall be called upon to vote, each share of stock shall be entitled to one vote; and also, that in all cases of elections for directors, the seven stockholders having the greatest number of votes, shall be declared duly elected.

Board of directors, what and how organized.

Election and qualification.

Board to do business, what.

SECTION 5. The said directors shall meet at such times and places, and be convened in such manner as they may hereafter decide upon. Four directors shall be a quorum for the transaction of business, who, in the absence of the president, may appoint a president, *pro tem*. The said directors shall appoint a secretary, treasurer, and such engineers and other officers as they may find necessary; shall fix their compensation, and may demand adequate security for the performance of their respective trusts. They shall have full power to ascertain and decide the time and manner and proportions in which the said stockholders shall pay the money due on their respective shares, and to forfeit, to the use of the company, the share or shares of every person or persons failing to pay any instalment so required, at a reasonable period, not less than thirty days after the time by them appointed for the payment thereof; to regulate tolls, to make such

Powers and duties of directors.

A treasurer.

Instalments, how and when paid.

covenants, contracts and agreements, with any person, copartnerships or body politic whatsoever, as the execution and management of the works, and the convenience and interests of the company may require, and in general to superintend and direct all receipts, disbursements, and other proceedings of the company: *provided*, that no instalment called in at any one time, shall exceed twenty dollars per share, and that no instalment shall be called by the directors, without giving at least sixty days' notice thereof in the newspapers before mentioned.

Certificates of stock, how and by whom issued

SECTION 6. The directors chosen as aforesaid, shall issue a certificate to each stockholder for the number of shares he or she shall subscribe for or hold in the said corporation, signed by the president, countersigned by the secretary, and sealed with the common seal, subject, however, to all the payments due and to grow due thereon, which stock shall be transferable in person or by attorney, executors, administrators, guardians or trustees, under such regulations as may be provided for by the laws.

Annual and special meetings of directors, when and how.

SECTION 7. At each annual meeting of the stockholders for the purpose of electing directors, the directors of the preceding year shall exhibit to them a complete statement of the affairs and proceedings of company for such year, and special meetings of the stockholders may be called by order of the directors, or by stockholders holding one-fourth in amount of the capital stock, on like notice as that required for annual meetings, specifying, moreover, the object of the meeting; but no business shall be transacted at such special meeting, unless a majority in value of the stockholders shall attend in person or by proxy.

Plan of railroad, &c.

SECTION 8. The said company shall have power to construct a single or double railroad from the town of Belmont, in Iowa county, to the nearest and most eligible point on the Mississippi river, within this territory; and they shall have power to extend the railroad, if they shall deem it expedient, from Belmont to Mineral Point, and from thence to Dodgeville, in the said county of Iowa, with power to transport, take and carry, property and persons upon the same, by the power and force of steam, of animals, or of any mechanical or other power, or of any combination of them; and they shall also have power to make, con

struct and erect, such ware-houses, toll-houses, carriages, cars, and all other works and appendages necessary for the convenience of the said company, in the use of the said railroad.

SECTION 9. If said corporation shall not within two years from the passage of this act commence the construction of the said railroad, and shall not within seven years from the passage of this act, construct, finish and put in operation the said railroad within the time above mentioned, then the rights, privileges and powers of the said corporation, under this act, shall be null and void. How charter forfeited.

SECTION 10. It shall and may be lawful for the said company, their officers, engineers and agents, to enter upon any lands for the purpose of exploring, surveying and locating the route of said railroad, doing thereto no unnecessary damage; and when the said route shall be determined by the said company, it shall be lawful for them, their agents, officers, engineers, contractors and servants, and at any time, to enter upon, take possession of, and use such lands; and also to take from any land in the neighborhood, gravel, stone, wood, and other materials, for the purpose of constructing and maintaining such railroad, subject, however, to such compensation as the said company may have agreed to pay therefor, or as shall be ascertained in the manner hereinafter respectively directed: *provided*, that the said corporation shall not, in their corporate capacity, hold, purchase, deal in, or speculate in any lands within this territory, other than the land on which said road shall run, and which may be actually necessary for the construction of said road. Survey of route, Materials, &c. how obtained.

SECTION 11. When the said company cannot agree with the owner or owners of such required land for the purchase thereof, or for damages sustained by such owner or owners, or as to the compensation to be paid to the owner or owners of any land, gravel, stone, wood or other material taken for the purpose aforesaid, or when by reason of legal incapacity or absence of any such owner or owners, no such agreement of purchase can be made, application may be made to any justice of the peace of the county in which the property wanted may lie, who shall thereupon issue his warrant, under his hand and seal, directed to the sheriff of said county, or if the sheriff be interested, to a con- When writ of ad quod damnum to issue and how, and proceedings thereon.

stable not interested, requiring him to summon a jury of eighteen freeholders of said county, not in any way interested in the matter, to meet on or near the property or materials to be valued, on a day and hour named in said warrant, no less than five nor more than ten days after the issuing of the same; and if at the said time and place, any of the persons summoned do not attend, the said sheriff or constable, shall immediately summon as many as may be necessary, with the persons in attendance as jurors to furnish a panel of eighteen jurors, and from them each party, his, her or their agent, or attorney, or if either be not present in person or by agent, the sheriff or constable for him, her or them, may strike off three jurors, and the remaining shall act as a jury of inquest of damages; and before they act as such, the sheriff or constable shall administer to each of them an oath or affirmation, that he will faithfully, justly and impartially, value the land occupied or required for such railroad or other work, and all damages which the owner or owners shall sustain, or may have sustained by reason of the construction of the said railroad and other works, taking into consideration the advantages as well as the disadvantages, of the same, to the said owner or owners, according to the best of his skill and judgment; and in case of materials taken for the purpose aforesaid, that he will faithfully, justly and impartially value the materials so taken, and fix the rate of compensation to be paid therefor by the said company, to the said owner or owners, taking into consideration the advantages as well as the disadvantages, arising from the construction of such railroad or other works, to the said owner or owners, according to the best of his skill and judgment; whereupon the said jurors shall proceed to view the land so required, or the place from whence such materials shall or may be taken, as the case may be, and to hear the evidence of the respective parties; and they shall reduce the inquisition to writing, which shall be signed by all of the said jurors, and by the sheriff or other officers; and the said sheriff and other officers shall take charge of the same, and within five days thereafter, deliver it to the clerk of the district court of the proper county, who shall file the same, and either party shall be at liberty to make exceptions to any verdict rendered ac-

cording to the provisions of this act, within thirty days after the same shall be returned and filed by the clerk as aforesaid, which exceptions shall be heard and determined by the said court at the next session thereafter; and if no exceptions shall be filed within that time, or if the exceptions should be overruled by the court, it shall be the duty of the clerk to record the inquisition at the expense of the company; but if the verdict should be set aside, said court may direct another inquisition to be taken in the manner above prescribed; said inquisition shall describe the property taken or the boundaries of the land condemned. Such valuation, when paid or tendered to the owner or owners of said property, his, her or their legal representatives, shall entitle the said company to the estate and interest in the same, thus valued, as fully as if it had been conveyed by the owner or owners of the same in fee simple; and if the valuation be not received when tendered, it may thereafter at any time be received from the company without cost; and the sheriff or other officer, jurors Costs paid. and witnesses, shall be allowed the ordinary fees for like services, to be taxed by the court: *provided*, that it shall not be lawful for any such jury of inquest to proceed in the valuation of the lands and materials, and in the absence of the owner or owners thereof, his her or their agent, or attorney, unless it shall be shown to them by competent testimony, that the said owner or owners have had at least five days notice of the time and place of meeting, for the purpose of making said valuation, or unless it shall be shown to them that the said owner or owners are absent from the country in which the said land or materials are situated; and if the said owner or owners should be under age or *non compos mentis*, the service of notice upon their guardian, or trustees, (if any there be) as aforesaid, or their absence from the territory, shall be required to be established to the said jurors in case of their absence from the trial, before they shall proceed to the valuation as aforesaid; *and provided*, that said company shall not have power to take the land of any person for the purposes of said corporation, until full payment shall have been made or tendered to such person for all damages assessed to him, together with the costs of said inquisition or assessment; *and provi-*

Owners of land absent, or infants, what done.

Proviso; compensation made for lands and costs of inquest paid.

*ded also*, that if an inquisition should be set aside by the court, upon exceptions filed upon subsequent proceedings, if the party who filed the exceptions does not recover a verdict more favorable than the verdict so excepted to, such party shall pay all costs of such subsequent proceedings.

Passages across railroad, who make them.

SECTION 12. That it shall be the duty of the said company to construct and keep in repair, good and sufficient passages across the said railroad, where any public roads shall intersect and cross the same, so that the passage of persons, carriages, horses and cattle, along the said roads, shall not be obstructed; and where it shall be necessary to construct the said railroad through the land of any individual, it shall be their duty to provide for such individual proper wagon ways, across said road, from one part of his land to another.

Damages on failure to provide passages across railroad.

SECTION 13. If said company shall neglect to provide proper wagon ways across said road, as required by the preceding section of this act, it shall be lawful for any individual to sue said company, and shall be entitled to such damages as a jury may think him or her entitled to, for such neglect or refusal on the part of said company.

Railroad a highway, and subject to by-laws.

SECTION 14. That on the completion of the said railroad, the same shall be esteemed a public highway for the conveyance of passengers and transportation of merchandize and commodities, under such regulations as may be prescribed by the directors; and it shall and may be lawful for the said commissioners to demand and receive such sum or sums of money, for tolls of persons and property, as they shall from time to time think reasonable: *provided*, that the toll on any species of property shall not exceed fifteen cents per ton per mile, nor upon passengers, more than six cents each per mile.

Toll.

Dividends, when and how made.

SECTION 15. The said president and directors shall annually or semi-annually, declare and make such dividend as they may deem proper, of the net profits from the resources of said company, so that the capital stock shall never thereby be impaired; and if the said directors shall make any dividends impairing the capital stock of said company, those of them consenting thereto, shall be liable in their individual capacities to the said company for the amount of the stock



so divided; and each director present when such dividend shall be made, shall be adjudged as consenting thereto, unless he forthwith enter his protest on the minutes of the board, and give public notice thereof to the stockholder at the declaring of such dividend.

SECTION 16. If any person or persons shall wilfully, knowingly and maliciously, by any means whatever, impair or destroy any part of the railroad constructed by said company under this act, or any of the necessary works, buildings or machinery of said company, such person or persons so offending shall each of them, for every such offence, forfeit and pay a sum not exceeding three times the amount of damages caused by such offence, which may be recovered in the name of the said company by an action of debt in any court having competent jurisdiction in the county wherein the offence shall be committed, and shall also be subject to an indictment, and upon conviction of such offence shall be punished by fine and imprisonment at the discretion of the court.

Trespass to railroad or appurtenances, how punished.

SECTION 17. The property of every individual invested in said corporation, shall be liable to be taken in execution for the payment of his or her debts, in such manner as is or may be prescribed by law: *provided*, that all debts due said company shall be paid first.

Individual stock liable to execution.

SECTION 18. A majority of the stockholders holding a majority in value of the stock, may at any annual or special meeting, increase the capital stock of this company to an amount not exceeding five hundred thousand dollars.

Increase and extension of capital stock.

SECTION 19. 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 the authority of the territory shall be received as evidence thereof.

A public act.

SECTION 20. This act to be in force from and after its passage.

P. H. ENGLE,  
*Speaker of the house of representatives.*

HENRY S. BAIRD,  
*President of the council.*

H. DODGE.

Approved Dec. 7, 1836.