

How process such process is directed to serve the same, on any manager or may be served director of such company, being in such county, and the service so made shall be deemed sufficient, and in case no director or manager can be found in the county, it shall be lawful for such officer to go into an adjoining county to serve the process as hereinbefore stated.

JAMES ROSS SNOWDEN,
Speaker of the House of Representatives.

JOHN STROHM,
Speaker of the Senate.

APPROVED—The twenty-first day of March, one thousand eight hundred and forty-two.

DAVID R. PORTER.

[No. 64.]

AN ACT

To authorize the Governor to incorporate the Harrisburg and Pinegrove Rail Road Company.

SECTION 1. *Be it enacted by the Senate and House of Representatives of the Commonwealth of Pennsylvania in General Assembly met, and it is hereby enacted by the authority of the same, That Samuel Pool, William Duck, Samuel Holman, Calvin Blythe, W. W. Rutherford, Michael*

Com'issioners
Dauphin co

Burke, John Fox, Charles F. Meunch, Charles Gleim, George Prince, Mathew Wilson, David Krause, Andrew J. Jones, George Nagle, Benizer Hale, William Ayres, Valentine Hummel, Henry K. Strong, Milton Joslin, John Seal, George W. Harris, William D. Boas, Frederick Kelker, James Peacock, C. F. Haehnlen, John Zinn, Jacob Seiler, George Oglesby, and Henry Peffer, of Dauphin county; Jacob B.

Lebanon co

Weidman, George Lineweaver, John Harper, and George W. Kline, of Lebanon county; Augustine Holmes, Isaac Harvey,

Schuylkill co

George N. Eckert and Paul Barr, of Schuylkill county, or any three of them, be and they are hereby appointed commissioners to do and perform the several things hereinafter mentioned, that is to say; they shall on or before the first day of June next, procure certain books, one of them shall be opened

To procure
books

at Harrisburg, and others at such places as said commissioners may designate by due publications in one or more newspapers, in each of which books they shall enter as follows: "We whose names are hereunto subscribed, do promise to pay to the Harrisburg and Pinegrove rail road company, the sum of fifty dollars for every share of stock set opposite our respective names, in such manner and proportions, and at such times as shall be determined by the president and managers of the said company, in pursuance of an act of the general assembly of this Commonwealth, entitled 'An act to authorize the governor to incorporate the Harrisburg and Pinegrove rail road company,' witness our hands the day of

Form of subscription

one thousand eight hundred and ,," and shall thereupon give notice in at

Notice

least two newspapers printed in the county of Dauphin, and at least one newspaper printed in the county of Schuylkill, two weeks at least of the times and places when and where the said books shall be kept open to receive subscriptions for the stock of the said company, 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 own names, or in the names of any other person who shall authorize the same, for shares in the said stock, and the said books shall be kept open respectively for the said purpose at least six hours in every juridical day, for the space of three days, or until there shall have been subscribed ten thousand shares; and if at the expiration of three days, the books afore-

Who may subscribe

Books to be kept open till 10,000 shares are subscribed

said 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 ten 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, then the books shall be closed: *Provided also*, that no subscription shall be valid, unless the person so subscribing shall pay to the commissioners at the time of making the same the sum of two dollars and fifty cents, on each and every share for the use of the company.

May adjourn from time to time

Provide

SECTION 2. When two thousand shares or more of the said stock shall be subscribed, and the sum of two dollars and fifty cents paid on each share as aforesaid, the commissioners, or a majority of them, shall certify to the governor, under oath or affirmation, the names of the subscribers, and the number of shares subscribed by each, and the sum of two dollars and fifty cents on each share paid at the time of subscribing, whereupon the governor shall, by letters patent under his hand and the seal of the Commonwealth, create and erect the subscribers, and if

Letters patent

the subscription be not full at the time, then also those who shall thereafter subscribe to the number of shares aforesaid, into a body politic and corporate, in deed and in law, by the

Style and title name, style and title of "The Harrisburg and Pinegrove rail road company," and by the same name the subscribers shall

Privileges &c have perpetual succession with all the privileges, franchises and immunities incident to a corporation, and be able to sue and be sued, implead and be impleaded, in all courts of record and elsewhere, and to purchase, receive, have, hold and enjoy to them and their successors, lands, tenements and hereditaments, goods, chattels, and all estate, real and personal, and mixed, of what kind or quality soever, and the same from time to time to sell, exchange, mortgage, grant, alien or otherwise dispose of, and to make dividends of such portions of the profits as they may deem proper; and also to make and have

Seal a common seal, and the same to alter and renew at pleasure;

By-laws and also to ordain, establish and put in execution such by-laws, ordinances and regulations, as shall appear necessary and convenient for the government of said corporation, not being contrary to the constitution and laws of the United States, or of this Commonwealth; and generally to 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, and the due management and ordering the affairs of the same: *Provided*, That nothing herein contained shall be considered as in any way giving to the said corporation any banking privileges whatsoever, or any other liberties privileges or franchises, but such as may be necessary or incident to the making and maintaining of the said rail road, and the conveyance of passengers and the transportation of coal, ore, iron, the mail, and of goods, merchandize and all other commodities thereon.

Proviso

Organization **SECTION 3.** The said named persons, or a majority of them, shall as soon as conveniently may be, after the said letters patent shall be obtained, give at least twenty days previous notice in the newspapers hereinbefore mentioned of the time and place by them appointed for the subscribers to meet, in order to organize the said company, to choose by a majority of votes of the said subscribers by ballot to be given in person, or by proxy, which proxy shall have been obtained and bear date within one month previously to the election at which such proxy shall be presented, duly authorized, one president and six managers, all of whom shall be residents of this Commonwealth; a treasurer, secretary and such other officers as shall be deemed necessary, that the president and managers aforesaid shall conduct the business of said company until the second Monday of January then next, and until like officers shall be chosen, and may make such by-laws, rules, orders, and regulations, as are not inconsistent with the constitution and laws of the United

States, or of this state; and that may be necessary for the well governing the affairs of the said company: *Provided*, That ^{Proviso} no person but a stockholder shall be eligible to the office of president or manager.

SECTION 4. The stockholders shall meet on the second Monday of January in every year at such places as may ^{Annual elec} be fixed upon by the by-laws, of which notice shall be ^{tion} given, at least twenty days previous by the secretary in the newspapers before mentioned, and choose by a majority of the votes present, officers for the ensuing year, as mentioned in the third section of this act, who shall continue in office for one year and until others are chosen, and at such other time as they may be summoned by the managers in such manner and form as shall be prescribed by the by-laws, at which annual or special meeting they shall have full power and authority to make, alter or repeal, by a majority of the votes in the manner aforesaid, all such by-laws, rules, orders and regulations as aforesaid, and to do and perform every other corporate act; 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 in the proportion following; For every share not exceeding two shares one vote; for every two ^{Ratio of votes} shares above two, and not exceeding ten shares, one vote; for every five shares above ten, one vote; but no share shall confer a right of suffrage which shall not have been holden three calender months prior to the day of election, nor unless it be holden by the person in whose name it appears absolutely and bona fide in his own right, or in that of his wife, or for his or her sole use and benefit, or as executor or administrator, trustee or guardian, or in the right or for the use and benefit of some copartnership, coporation or society, of which he or she may be a member, and not in trust for, and to the use and benefit of any other person: *Provided*, That no shares held by ^{Proviso} transfer shall be entitled to vote, unless the same shall have been transferred at least three months before the election, and all votes by proxy shall be on such terms and conditions as are prescribed by the act passed on the twenty-eighth day of March, one thousand eight hundred and twenty, entitled "An act to regulate proxies:" *And provided also*, That no share shall ^{2d proviso} be entitled to vote at any election, or at any special meeting of said company, on which any instalment or arrearages may have been due and payable more than thirty days previously to said election or meeting.

SECTION 5. The election of officers provided for in the third section of this act, shall be conducted in the following ^{Manner of} manner, that is to say: The managers for the time being ^{conducting} shall appoint two of the stockholders, not being managers, to ^{elections} be judges of the said election, and to conduct the same after hav-

Failure to
elect not to
dissolve

Vacancies
how filled

Meetings

Quorum

Minutes

Power to ap-
point officers

Orders how
drawn

Certificates of
stock

Transferable

ing severally taken and subscribed an oath or affirmation before an alderman or justice of the peace, well and truly, and according to law, to conduct such election to the best of their knowledge and abilities; and the said judges shall decide upon the qualifications of voters, and when the election is closed, shall count the votes and declare who has been elected, and if it shall at any time happen that an election of president, managers, treasurer, secretary, or other officer, shall not be made, the corporation shall not for that cause be dissolved, but it shall be lawful to hold and make such election of president, managers, secretary, treasurer or other officers, on any day thereafter, by giving at least ten days notice, signed by the president or secretary, in the newspapers before mentioned, of the time and place of holding the said election, and the president, managers, secretary, treasurer 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 situations, until an election shall take place. In the case of death, resignation or removal from the state, of the president, managers, treasurer or secretary, his place may be filled by the board of managers until the next annual meeting.

SECTION 6. The said president and managers shall meet at such times and places as shall be found most convenient for the transacting of their business, and when met, four shall be a quorum, who in the absence of the president, may choose a chairman, and shall keep minutes of their transactions fairly entered in a book, and a quorum being formed they shall be empowered and have authority to appoint all such surveyors, engineers, superintendents, and other artists and officers, as they shall deem necessary to carry on the intended work, and to fix their salaries and wages; to ascertain the times, manner and proportions, in which the said stockholders shall pay the moneys due on their respective shares; to draw orders on the treasurer for moneys, which shall be signed by the president, or in his absence by a majority of the managers present, and countersigned by the secretary; and generally to do all such matters and things as by this act and by the by-laws and regulations of the company they are hereby authorized to do.

SECTION 7. The said president and managers first chosen, shall procure certificates or evidences of stock for all the shares of the said company, and shall deliver one or more certificates, signed by the president, and countersigned by the treasurer, and sealed with the common seal of said corporation, to each person for the number of shares by him or her subscribed or held; which certificate or evidence of stock shall be transferable at his or her pleasure, in person or by attorney duly authorized, in the presence of the president or treasurer, one of whom shall keep a book for that purpose, subject however to

all payments due or to become due thereon, and the assignee holding any certificate, having first caused the assignment to be entered in a book of the company to be kept for the transfer of stock, shall be a member of the said corporation, and for every certificate assigned to him as aforesaid, shall be entitled to one share of the capital stock of all the estates and emoluments of the company incident to one share and to vote as aforesaid, at the meetings thereof, and subject to all penalties and forfeitures, and to be sued for all the balance and penalty due or to become due, on each share as the original subscriber would have been.

SECTION 8. If after thirty days notice in the public papers aforesaid, 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 stockholder 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 instalment so called for, pay at the rate of one per centum per month for the delay of such payment, and if the same and additional penalty remain unpaid for such space of time as that the accumulated penalty shall become equal to the sums before paid in part and on account of such shares, the same shall be forfeited to the said company, and may be sold to any person or persons willing to purchase 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 managers may at their election cause suit to be brought before an alderman or justice of the peace, or 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 any general or special meeting of said company, on whose share or shares any instalment or arrearages may be due and payable more than thirty days previously to said election or meeting.

Penalty for
neglect to pay
instalment

Forfeiture

Proviso

SECTION 9. The president and managers of said company shall demand and require of and from the treasurer, and may demand and require of and from all and every other the officers and other persons by them employed, bond in sufficient penalties and with such securities as the said company shall by their rules, orders and regulations require, for a faithful discharge of the several duties and trusts to them respectively committed.

Officers to
give bond

SECTION 10. Dividends of so much of the profits of the company as shall appear advisable to the managers, shall be declared at least twice a year in every year, and paid to the stockholders or their legal representatives on demand, at any

Dividends

- time after the expiration of ten days from and after the day on which such dividend shall have been declared, but they shall in no case exceed the amount of the nett profits acquired by the company, so that the capital stock shall never be impaired thereby. If the said managers shall make any dividend which shall impair the capital stock of said company, the managers consenting thereto shall be liable in their individual capacities to the said company for the amount of the stock so divided, and each manager present when such dividend shall be declared shall be adjudged to be consenting thereto, unless he forthwith enter his protest on the minutes of the board, and give public notice to the stockholders of the declaring of such dividend.
- Liabilities**
- Power to locate**
- Proviso**
- Survey**
- To be filed in office of Sec'y Commonwealth**
- To enter lands**
- To make compensation to owners**
- SECTION 11. The president and managers of the said rail road 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 sets of tracks as they may deem necessary, beginning at the Pennsylvania canal in Harrisburg, and thence by the nearest and best route south of the blue mountain, and through the best gap thereof to a point at or near the junction of the Swatara, Roush and Lorberry creek, in the Swatara coal region, and with power to extend the same to any other rail road and connect therewith carrying coal in Schuylkill county: *Provided*, The said rail road shall not, except in deep cuts and fillings, or at points selected for depots, or engine and water stations, exceed four rods in width, and that it shall not pass through any burying ground, or place of public worship, or any dwelling house, without the consent of the owner thereof; and the said president, managers and company, shall within six months after ascertaining the route of said rail road, cause an accurate survey of the lines of the said rail road to be made, a map or plot of which survey they shall cause to be filed in the secretary's office of this Commonwealth, which map or plot, or a certified copy thereof, shall be sufficient evidence of the course of the said road which may be then opened, and all expenses incurred thereby shall be defrayed by the said company.
- SECTION 12. The said president and managers, shall have power and authority, by themselves, or their superintendents, engineers, artists, and workmen, to enter in and upon and occupy, all land on which the said rail road, or its depots and warehouses may be located, or which may be necessary for the erection of its engine and water stations, weigh scales or any other purpose necessary or useful in the construction and repairs of the said rail road, and therein to dig and embank, make and construct the same, and the said company previous to making said entry, shall first pay or satisfy the owner or owners of the ground, but if the parties cannot agree upon the compensation to be made to such owner or owners, it shall and may be lawful

for the parties to appoint five suitable, judicious and disinterested persons, who shall be under oath or affirmation, and if they cannot agree upon such persons, then either of the parties, after giving twenty days notice to the other, may apply to the court of common pleas, of the county in which the land may lie, and the court shall award a venire directed to the sheriff, to summon a jury of judicious and disinterested persons, in order to ascertain and report to the said court, what damages, if any will be sustained by the owner or owners of said ground, by reason of the construction of said rail road through the same; which said jury of valuers being duly sworn or affirmed, and having viewed the premises, shall proceed to estimate the quantity and quality of the land to be occupied by the said rail road, and all other inconveniences which may be likely to result therefrom to the said land, and under the influence of these considerations, and a just regard to the advantages which may seem likely to result to the owner or owners of the said land, from the opening of the said rail road through the same, to make the assessment and report to the court, which report being confirmed by the said court, judgment shall be entered thereon, and execution may issue in case of non-payment for the sum awarded, and the expenses incurred by the appraisers or jury, shall be defrayed by said rail road company: *Provided*, That either party may appeal to the court within thirty days after such report may have been filed in the prothonotary's office, of the proper county, in the same manner as appeals are allowed in other cases: *And provided also*, That if any person or persons owning land, or any other property, which shall be affected by this act, be feme coverts, under age, non compos mentis, or out of the state, then, and in either of the cases, the president and managers of the company, and at the cost and charges of the said corporation, shall, within one year after the construction of the rail road through the said land, represent the same to the court of common pleas, of the county where the lands lie, as the case may be, who shall proceed thereon in the same manner and to the same effect, as directed by this act in other cases.

Mode of procedure therein

Proviso

2d proviso

SECTION 13. The company shall not prevent any person or persons, being the owner or owners of lands bordering on said rail road, or adjacent thereto, making such lateral roads, and to connect them with the said rail road from their said lands, as the said person or persons, may conceive necessary, for the purpose of transporting merchandize, stone, timber, produce, coal, or ore upon the said rail road.

Land owners may make lateral roads and connect

SECTION 14. The president and managers, by and with their superintendents, engineers, artists, workmen and laborers, with their tools, instruments, carts, wagons and other car-

To enter lands for materials

riages and beasts of draught and burden, may enter upon the lands contiguous and near the said rail road, first giving notice to the owners or occupiers, thereof, and from thence to take and carry away stone or gravel, sand, or earth, doing as little damage thereto as possible, and repairing any breaches they may make in the enclosures thereof, and making amends for any damages that may be done thereon, the amount whereof, if the parties do not agree, shall be assessed as hereinbefore mentioned in this act: *Provided*, That before taking any property under this act, compensation shall first be made to the owner or owners of said property, or adequate security be given for the payment of the same, to be approved of by the court of common pleas, of the county in which the lands lie.

Proviso

Not to obstruct
public road

SECTION 15. The said rail road shall be so constructed as not to impede or obstruct the free use or passage of any public road or roads, which may cross or enter the same; in all cases where the said railway may cross, or in any manner interfere with any existing public road, canal, or slackwater navigation, the said company shall make or cause to be made, as soon as conveniently may be, a good and sufficient causeway or causeways, to enable all persons passing or travelling such public roads, canals, or slackwater navigation, to cross and pass over said rail road, and if the company shall neglect or refuse to keep such way or causeways, in good repair, they shall be liable to a penalty of ten dollars, for every day the same shall be so neglected or refused to be repaired, to be recovered by the supervisors of the township with costs, for the use of the township as debts of the like amount are by law recoverable, and shall moreover be liable to all actions at the suit of any person who may be aggrieved thereby.

To make public
causeways

Penalty

Private cause-
ways

SECTION 16. For the accommodation of all persons owning, or possessing land through which the said rail road may pass, it shall be the duty of the said company 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, and the said causeway or causeways, when so made, shall be maintained and kept in good repair by said company; and if the said company shall refuse or neglect on request, to make such causeway or causeways, or when made to keep the same in good order, the said company shall be liable to pay any person aggrieved thereby all damages sustained by such person, in consequence of such neglect or refusal, to be sued for and recovered before any magistrate, or court having cognizance thereof: *Provided*, That the said company shall in no case be required to make, or cause to be made, more than one causeway through each plantation or

Proviso

lot of land, for the accommodation of any one person, owning or possessing land through which the said rail road may pass: *Provided further*, That in the event of any private bridge or causeway, being converted to public use, so as to be made to accommodate a public road, laid out subsequent to the passage of this act, then and in such case the company shall be forever thereafter exonerated from the duty of keeping the said bridge or causeway in repair; and nothing in this act shall be so construed as to prevent owners of land through whose property the said rail road passes, from constructing a bridge, causeway or crossing place, over or under the said rail road, in conformity with such as are usually made by said company.

SECTION 17. No suit or action shall be prosecuted by any person or persons, for any penalties incurred under this act, unless such suit or action shall be commenced within two years, next after the offence committed, or the cause of action accrued, and the defendants in any such suit or action, may plead the general issue, and give this act and the special matter in evidence, and that the same was done in pursuance and by authority of this act. Suits or act'ns

SECTION 18. In all suits or actions brought against the said company, the service of process on any manager, toll gatherer or other officer of the company, shall be as good and available in law as if made on the president thereof: *And provided also*, That all the provisions of the act, entitled an act relative to suits brought by and against canal and rail road companies, passed the fourteenth day of April, eighteen hundred and thirty-four, be and the same are hereby extended to actions, at law, in which the company hereby created shall be a party. Process
Proviso

SECTION 19. If any person or persons shall wilfully and knowingly break, injure or destroy, the rail road hereby authorized, or any part thereof, or any work, edifice or device, or any part thereof, to be erected by the said company, in pursuance of this act, he, she or they, shall forfeit and pay to the said company the actual damages so sustained, to be sued for and recovered with full costs before any tribunal having any cognizance thereof, by action, in the name and for the use of the said company, and shall be subject to indictment in any court of quarter sessions of the proper county, and upon conviction of such offence, shall be punished by a fine and imprisonment at the discretion of the court. Penalty for
impairing
works

SECTION 20. If any person or persons, shall wilfully or maliciously remove, or destroy any of the company's constructions or place, designedly, and with evil intent, any obstruction on the line of rail road so as to jeopard the safety, and endanger the lives of persons travelling the same, such person or persons so offending, shall be deemed guilty of a thereon Penalty for
removing or
destroying
works or
placing ob-
structions

Proviso misdemeanor, and upon conviction thereof, shall be fined and imprisoned at the discretion of the court: *Provided*, That nothing herein contained shall prevent the company from pursuing any other appropriate remedy at law in such cases.

Transportation regulated SECTION 21. It shall and may be lawful for the president and managers, from time to time to ordain and establish rules and regulations, for the due ordering of all travelling and transportation on the said road, and for its preservation, with power to alter, repeal, enlarge, or amend, the said rules and regulations, as they may deem expedient; and that they shall have full power and authority to prescribe the kinds and descriptions of cars, carriages or wagons, to be used on the said road, for the conveyance of passengers, and the transportation of mails, or of goods, wares, merchandize and minerals, and to regulate the speed at which they shall travel, and to adopt and enforce such rules and regulations in relation to the transit thereof, as they may deem expedient: *Provided*, That the toll on any species of property shall not exceed an average of four cents per ton per mile, nor upon each passenger an average of two cents per mile, and whensoever the rates of toll levied by said company, shall produce a nett income exceeding twelve per centum per annum, on the capital stock, then the said income shall by a reduction of said rates, be forthwith reduced within that measure, or said company shall pay a tax to the commonwealth of eight per cent on such excess.

Proviso SECTION 22. At each annual meeting of the stockholders the president and managers of the preceding year, shall exhibit to them a complete statement, of the affairs and proceedings of the company for such year, and that special meetings of the stockholders may be called by order of the president and managers, or by the president, at the request of stockholders, holding one fourth the amount of the capital stock in like notice, as that required for annual meetings, specifying moreover the object of the meeting, but no business shall be transacted at such meetings, except that for which it shall have been called, nor unless a majority in value of the stockholders shall attend in person or by proxy.

Annual exhibit of acc'ts SECTION 23. If the president and managers and company shall not proceed to carry on the said work within three years from the passage of this act, and shall not complete the same within seven years as aforesaid, according to the true intent and meaning of this act, or if, after the completion of the said road, the said company shall suffer the same to go to decay, and be impassable for the term of two years, then this charter shall become null and void, except so far as compels the said company to make reparation for damages.

Time of completing &c

SECTION 24. At the end of the third year after the charter shall be obtained, and at the end of every year thereafter, there shall be furnished to the legislature, an abstract of the accounts of the company, showing the amount of capital paid in, and the debts of the said company, the amounts received for tolls and transportation, and the rate charged, and the amount of dividends declared, which abstract shall be verified by the oath or affirmation of the president or treasurer of said company, and the said company shall pay into the treasury of the commonwealth, a tax of eight per centum on all dividends exceeding twelve per centum on the capital stock paid in.

SECTION 25. If the said company shall at any time misuse, or abuse any of the privileges hereby granted, the legislature may resume all and singular the rights and privileges hereby granted to the said corporation.

SECTION 26. The capital stock of said company shall be five hundred thousand dollars, but said company shall have power from time to time to increase said amount of capital, in such sums as may be necessary to execute the purpose and intent of this act, either by loans on the security of the road, or by issuing additional shares of stock.

JAMES ROSS SNOWDEN,
Speaker of the House of Representatives.

JOHN STROHM,
Speaker of the Senate.

APPROVED—The twenty-fourth day of March, one thousand eight hundred and forty-two.

DAVID R. PORTER.