lege, consequent upon any agreement, insurance or contract, made by or with said company, prior to the acceptance of this act.

Section 2. That the several sections, provisos and limitations, contained in the act, entitled "A supplement to an act to incorporate the Delaware county insurance company," passed the seventeenth day of March, Anno Domini one thousand eight hundred and forty-three, and the powers and franchises thereby granted, be and they are hereby extended and applied to the said American mutual insurance company, with the same force and effect, as if they were herein expressly set forth and enacted, in reference to the said American mutual insurance company: *Provided*, That so much of the eighth section of said act as requires that directors shall be residents of Delaware county, shall not be deemed to apply to said company; and that the directors shall be annually chosen between the hours of ten o'clock, A. M., and three P. M., and that the present board of directors shall appoint fifteen additional members thereof, to serve till the next annual election: *And provided further*, That the minimum amount of certificates to be issued by the said American mutual insurance company, shall be ten dollars instead of twenty-five dollars, as is provided in the act to which this is a supplement.

Powers and franchises.

Proviso.

Proviso.

Certificates.

JAMES ROSS SNOWDEN,
Speaker of the House of Representatives,
WILLIAM BIGLER,
Speaker of the Senate.

Approved—The second day of March, one thousand eight hundred and forty-four.

DAVID R. PORTER.

No. 55.

A FURTHER SUPPLEMENT

To an act, entitled "An Act to incorporate the Union insurance company of Philadelphia," passed February sixth, Anno Domini one thousand eight hundred and four.

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 the Union insurance company of Philadelphia, shall be and hereby is authorized and empowered, immediately, upon, and after the acceptance of this act in writing, by a majority in value of the present stockholders, to set aside one hundred thousand dollars of the capital of the said company, to be divided among and held by the stockholders of the said Union insurance company of Philadelphia, in proportion to the number of shares to which they may be respectively entitled, on the day of the acceptance of this act as aforesaid; which said sum of one hundred thousand dollars, shall then and thenceforth constitute the capital of said company.

Capital.

SECTION. 2. That for the respective shares and proportions of the said sum of one hundred thousand dollars, to which the said stockholders shall be entitled, the directors of the said company, shall issue new certificates of stock of the value of thirty dollars each, and shall cause a memorandum thereof, to be endorsed upon the old certificates of stock then held by the said several stockholders; and from and after the said acceptance of this act, the holders of the new certificates of stock, shall be considered members of this company, and shall have the right to vote at the future meetings of the said company; and all right to vote upon the old certificates of stock, shall then and from thenceforth, cease and determine.

New certificates.

Old certificates.

SECTION 3. That from and immediately after the acceptance of this act as aforesaid, the name of the said company shall be altered and changed, without, however, in any way affecting or altering the corporate existence of said company, or the rights, powers, or authorities hereby or heretofore given; and from thenceforth, the style and title of the said company shall be and continue to be "the Union mutual insurance company of Philadelphia," under which name, style and title, the said company shall continue to take, enjoy and possess, all the estates, real and personal, wherever situate; and all the rights, powers, authorities, and immunities of the Union insurance company of Philadelphia, and be subject to, and responsible for all debts, insurances, liabilities and engagements, contracted or entered into, or imposed upon the Union insurance company of Philadelphia, as if no alteration of the name, style, and title of the said company had been made.

Name.

Powers and privileges.

Debts.

SECTION 4. That the present officers and directors of the said Union insurance company of Philadelphia, shall continue to have and enjoy all the powers and authorities, and to perform all the duties heretofore and hereby given to, or imposed upon the said corporation, until the second Monday of January ensuing the passage of this act, and thereafter, until others are elected in their place and stead.

Officers.

SECTION 5. That the said company shall, immediately after the acceptance of this act by the stockholders as aforesaid, proceed to settle the affairs of the Union insurance company, up to the date of the said acceptance; and shall, as soon as conveniently may be, divided among, and pay over to the stockholders of the said Union insurance company, all the remainder of their capital beyond the sum of one hundred thousand dollars, retained as the future capital of said company, under the provisions of this act: *Provided*, That before any such dividend or payment of the remainder of said capital stock to, or among the stockholders as aforesaid, a fund fully sufficient, shall be retained to meet all disputed claims, and all outstanding risks insured by said company; which fund, when added to the one hundred thousand dollars of retained capital, shall be equal to the aggregate amount of such claims and risks; and any director consenting to any dividend or payment of said capital stock, which shall reduce the reserved fund below this amount, shall be personally liable to any party that may sustain injury thereby; and the amount of such injury may be recovered by action of debt, as in other cases.

Settlement and division.

Proviso.

Claims.

Liability.

SECTION 6. That upon the second Monday of January next after the passage of this act, there shall be chosen twenty-four directors, who shall, immediately upon their election, divide themselves by lot, into three classes of eight, of whom the first class shall continue directors for one year; the second class for two years; and the third class for three years, or until others are chosen in their stead; and on the second Monday in January, in every succeeding year, there shall

Classification of directors.

be chosen eight directors, and also such others as may be required to fill any vacancies existing in the said board; which eight directors, shall hold their offices for three years, and until others are chosen in their stead; and the others, during the respective periods for which their predecessors had been elected. Vacancy.

SECTION 7. That the said board of directors shall choose by a majority of the whole number of directors, a president, who shall continue in office for one year, and until another is elected in his stead, and be ex officio a director of said company, and have besides his other privileges, equal power with the directors, in voting upon, and determining all questions and matters relating to the said company. President.

SECTION 8. That each and every person holding a certificate or certificates for premiums earned on risks marked off and determined, amounting to thirty dollars, shall be and become a member of the said company, and shall be entitled to vote in all meetings of the company; and for each sum of thirty dollars so held by him or them, shall be entitled to the privileges of a holder of one share of the capital stock of said company, under and subject to all the restrictions and provisions of the several acts of assembly relating to the said company. Members.

SECTION 9. That the directors of said company shall, within the first month of every year, cause an estimate to be made as accurately as may be, of the profits of said company during the preceding year, in which estimate, the losses and expenses of the company for the year shall be deducted from the receipts and earnings of said company during the same year, arising as well from premiums paid, as from the investments of said premiums and of the capital stock; and the balance, (if any,) shall be deemed the amount of the net profits for such preceding year; which estimate shall be binding upon all persons entitled to receive certificates as hereinafter mentioned; and the said directors shall thereupon, if the said net receipts are sufficient in the first place, pay to the stockholders six per cent. on the par value of their respective shares of stock, and after payment of the said interest to the stockholders, then in the second place, pay to the holders of certificates for premiums earned on risks marked off and terminated, six per cent. on the amount therein mentioned; and the said directors shall moreover credit upon the books of the said company, each stockholder, and also each person or firm, who shall have paid any premiums to the said company on risks marked off and terminated, during the preceding year, with a proportion of the remainder of the said balance, (exclusive of fractional parts of ten dollars, as hereinafter mentioned,) such proportion to be ascertained by dividing the remainder of said net balance after payment of interest as aforesaid, among the stockholders, in proportion to the par value of their shares of stock, and among the persons and firms by whom premiums were paid in proportion to the sums received from them respectively, for risks marked off and terminated during that year, first deducting, however, all return premiums; and the said directors shall thereupon issue to each stockholder, and to each person or firm, having paid premiums as aforesaid, a certificate declaring him or them, and his or their executors, administrators or assigns, to be entitled to a portion of the funds of the said company, equal to the amount so credited to him or them; and also to receive from the said company annually, out of the receipts, profits and income, as aforesaid, interest upon the amount of such certificate, not exceeding six per cent. per annum, which certificate shall contain a proviso, that the amount named therein is liable to a pro rata deduction for any future losses by said company; but no person or firm, shall be credited with, or receive a certificate for a share of profits

Losses, profits, &c.

Dividends.

Premiums.

Certificates.

Interest.

less than ten dollars, nor for any fractional sums between the several multiples of ten dollars, but all such fractional parts of ten dollars, shall be passed to the contingent fund of the company: *Provided, always,* That no interest shall be paid upon the said certificates of stock, or for premiums earned, except from the net interest and profits received and made by the said company, upon their investments and the net earnings of the company for, and during the current year, in which the said interest shall have accrued, after payment of all losses, charges, and expenses incurred during the said current year; and if the said receipts shall not be sufficient to pay and discharge the same in full, then the whole shall be applied first, to the payment of the interest on the stock in full, or pro rata, as the case may be, and the balance, if any, shall be divided pro rata among the holders of certificates for premiums earned as aforesaid: *And, provided also,* That if the said capital stock, or the amounts received for premiums earned on risks marked off and terminated, shall be impaired or diminished by losses, expenses, or by or from any other cause whatever, then there shall be made a deduction equal in amount to the said losses or expenses, or other diminution, which shall be assessed pro rata upon all the said certificates of stock, and upon all certificates issued on account of premiums paid for risks marked off and terminated, and immediately upon such assessment being made by the board of directors, the said certificates issued as aforesaid, shall be binding and obligatory on the said company, only for the balance due upon them after such deduction made and assessed as aforesaid; and the said assessment and deduction, when made by the board of directors as aforesaid, shall be binding and conclusive upon the holders of all said certificates of loan, and for premiums earned, for risks marked off and terminated, either with or without notice.

Proviso.

Proviso.

Statement of

SECTION 10. That on some day within the first month of every year, the directors of the said company shall cause to be made and printed, a general balance statement of the affairs of said company, which shall contain—

Premiums.

I. The amount of premiums received during the previous year, specifying what amount was received on marine risks, what on fire risks, and what on inland transportation and navigation risks.

Expenses.

II. The amount of the expenses of the said company, during the year.

Losses.

III. The amount of losses incurred during the year, specifying what amount of losses has been incurred by marine risks, what on fire risks, and what on inland transportation and navigation risks.

Balance.

IV. The balance remaining with the said company.

Interest.

V. The amount of interest payable on the certificates of stock, and on those issued for premiums earned, and the dividends declared from the premiums earned, during the preceding year.

Securities.

VI. The nature of the securities on which the property of the company has been invested, stating separately the amount invested in real securities and in stocks, public loans or other personal securities, and the balance of cash on hand. Each member of the company shall be entitled to a copy of this statement, which shall be published daily for one week, in two daily newspapers of the city of Philadelphia, in the months of January or February in each and every year.

SECTION 11. That whenever the accumulation of profits invested, shall, independent of the capital stock, exceed one hundred thousand dollars, the excess may be applied first, to the redemption of the certificates of stock issued under the provisions of this act, and second, after the redemption of said stock, or after the full provision shall have been made therefor, then any further excess may be applied to the redemption of the certificates issued for premiums earned; but the certificates for premiums earned, of a subsequent year, shall not in any case be redeemed, until all those of the preceding year have been paid off and taken up or provided for; notice of such redemption shall be given in two public papers of the city of Philadelphia, daily, for two successive weeks, in the months of January and February. Application of profits.

Payment of interest, &c., withheld.

SECTION 12. That in case any person holding or entitled to a certificate for stock, or for premiums earned, or to receive any payment for interest on account thereof, shall be indebted to the said company, they shall and may withhold the said certificate and the payment of the said interest, until such debt or debts shall be paid.

Transfer of certificates.

SECTION 13. That the certificate for stock or for premiums earned, shall be transferred only upon the books of the company, in person or by an attorney, duly constituted, under such rules and regulations as now are or hereafter may be, prescribed by the by-laws of the company.

Re-insurance.

SECTION 14. That the directors of said company may cause themselves to be re-insured, when deemed expedient, against any risk or risks, upon which they have made or may make insurance.

SECTION 15. That this act, the act to which this is a supplement, and the several other supplements thereto, so far as they are not repealed hereby, shall be and continue in force, until the same shall be altered or repealed by the legislature of this commonwealth.

Repeal of former acts.

SECTION 16. That the third and fourth sections of the fourth article of the constitution of the Union insurance company of Philadelphia, contained in the third section of the act passed the sixth day of February, one thousand eight hundred and four, and so much of the said act and of the several acts supplementary thereto, as are supplied by or inconsistent with the provisions of this act, shall be and hereby are repealed.

JAMES ROSS SNOWDEN,
Speaker of the House of Representatives.

WILLIAM BIGLER,
Speaker of the Senate.

APPROVED—The second day of March, one thousand eight hundred and forty-four.

DAVID R. PORTER.