

be resorted to in any case in which the taxpayer involved had or has available under any other statute, ordinance or resolution, a specific remedy by way of review, appeal, refund or otherwise, for recovery of moneys paid as aforesaid, unless the claim for refund is for the recovery of moneys paid under a provision of a statute, ordinance or resolution subsequently held, by final judgment of a court of competent jurisdiction, to be unconstitutional, or under an interpretation of such provision subsequently held by such court, to be erroneous.

Section 2. In the event of refusal or failure on the part of authorities of the political subdivision involved to make any such refund of taxes [or fees so erroneously paid into the treasury thereof], *license fees, penalties, fines or other moneys to which the political subdivision is not legally entitled*, then the aggrieved person or corporation shall have the right to *bring suit for and recover [the sum involved] any such taxes, license fees, penalties, fines or other moneys to which the political subdivision is not legally entitled*, subject to the limitation herein provided, by instituting an action in assumpsit in [any court of competent jurisdiction within] *the court of common pleas of the county wherein such political subdivision is located.*

Right to bring legal action.

Section 2. This act shall take effect immediately, but its provisions shall not apply to any proceedings instituted under the act hereby amended prior to the effective date of this act.

Effective dates.

APPROVED—The 21st day of June, A. D. 1957.

GEORGE M. LEADER

No. 205

AN ACT

Reenacting and amending the second paragraph of section 5 of the act, approved April 29, 1874 (P. L. 73), entitled "An act to provide for the incorporation and regulation of certain corporations," providing for action of directors in writing and without meeting.

The General Assembly of the Commonwealth of Pennsylvania hereby enacts as follows:

Corporations.

Section 1. The second paragraph of section 5 of the act of April 29, 1874 (P. L. 73), entitled "An act to provide for the incorporation and regulation of certain corporations," as amended by the act of May 6, 1927 (P. L. 828), is hereby reenacted and amended to read as follows:

The second paragraph, section 5, act of April 29, 1874, P. L. 73, amended May 6, 1927, P. L. 828, reenacted and further amended.

Section 5.

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Corporate
officers.

The business of every corporation created hereunder, or accepting the same, shall be managed and conducted by a president, a board of directors [or trustees], a secretary or clerk, a treasurer, and such other officers, agents and factors as the corporation authorizes for that purpose, and nothing in any way contained shall prevent or be construed to prohibit the vice president, treasurer, solicitor, or other officer of any corporation organized or existing under this act, from being a director of such company and receiving at the same time such compensation for his services as such officer as the board of directors of such company may direct. The directors [or trustees] shall be chosen annually by the stockholders [or members], at the time fixed by the by-laws, and shall hold their office until others are chosen and qualified in their stead; the manner of such choice, and of the choice or appointment of all other agents and officers of the company, shall be prescribed by the by-laws. The number of directors [or trustees] shall not be less than three; one of them shall be chosen president by the directors, or by the [members] *stockholders* of the corporation, as the by-laws shall direct. The [members] *stockholders* of said corporation may, at a meeting to be called for that purpose, determine, fix or change the number of directors [or trustees] that shall thereafter govern its affairs, [and a] a majority of the whole number of such directors [or trustees] shall be necessary to constitute a quorum, *and, except as otherwise provided in the by-laws, the acts of a majority of the directors present at a meeting at which a quorum is present shall be the acts of the board of directors: Provided, That if all the directors shall, severally or collectively, consent in writing to any action to be taken by the corporation, such action shall be as valid *a corporate action as though it had been authorized at a meeting of the board of directors.* [except that any first class corporation now or hereafter created may, by the provisions of its by-laws duly adopted, provide that a legal quorum of the board of trustees or managers may consist of less than a majority thereof: Provided, That at no time shall a quorum be less than five members of the board unless the total number of members of the board is less than nine.] The secretary or clerk shall be sworn and shall record all the votes of the corporation and the minutes of its transactions in a book to be kept for that purpose. The treasurer shall give bond in such sum, and with such sureties, as shall be required by the by-laws for the faithful discharge of his duties, and he shall keep the

Quorum.

Duties of
secretary.Duties of
treasurer.

* "a" omitted in original.

moneys of the corporation in a separate book account to his credit as treasurer, and if he shall neglect or refuse so to do, he shall be liable to a penalty of fifty dollars for every day he shall fail to do so, to be recovered at the suit of any informer in an action of debt.

APPROVED—The 21st day of June, A. D. 1957.

GEORGE M. LEADER

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No. 206

AN ACT

Amending the act of September 29, 1951 (P. L. 1628), entitled "An act providing for an expense allowance for members of the board of inspectors of the Berks County Prison," increasing the expense allowance for members of the board of inspectors of the Berks County Prison.

The General Assembly of the Commonwealth of Pennsylvania hereby enacts as follows:

Berks County.

Section 1. Section 1, act of September 29, 1951 (P. L. 1628), entitled "An act providing for an expense allowance for members of the board of inspectors of the Berks County Prison," is amended to read:

Section 1, act of September 29, 1951, P. L. 1628, amended.

Section 1. The inspectors provided for in the act, approved the eighth day of April, one thousand eight hundred forty-eight (Pamphlet Laws 399), entitled "An act relative to the Berks county prison and to discharged convicts," shall each receive the sum of [five] seven hundred and fifty dollars per annum to defray the expenses of their necessary attendance on the duties of their office.

Expense allowance for prison inspectors.

Section 2. This act shall take effect immediately.

Act effective immediately.

APPROVED—The 21st day of June, A. D. 1957.

GEORGE M. LEADER

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No. 207

AN ACT

Amending the act of March 10, 1949 (P. L. 30), entitled "An act relating to the public school system, including certain provisions applicable as well to private and parochial schools; amending, revising, consolidating and changing the laws relating thereto," limiting reimbursement for depreciation to school districts which use their own vehicles in transporting pupils.

The General Assembly of the Commonwealth of Pennsylvania hereby enacts as follows:

Public School Code of 1949.