

E. S. [unclear] 1855

LAWS

OF THE

STATE OF DELAWARE,

PASSED AT

A SESSION OF THE GENERAL ASSEMBLY,

COMMENCED AND HELD AT DOVER,

ON TUESDAY THE SEVENTH DAY OF JANUARY,

IN THE YEAR OF OUR LORD,

ONE THOUSAND EIGHT HUNDRED AND FORTY-FIVE,

AND OF THE

INDEPENDENCE OF THE UNITED STATES

THE SIXTY-NINTH.

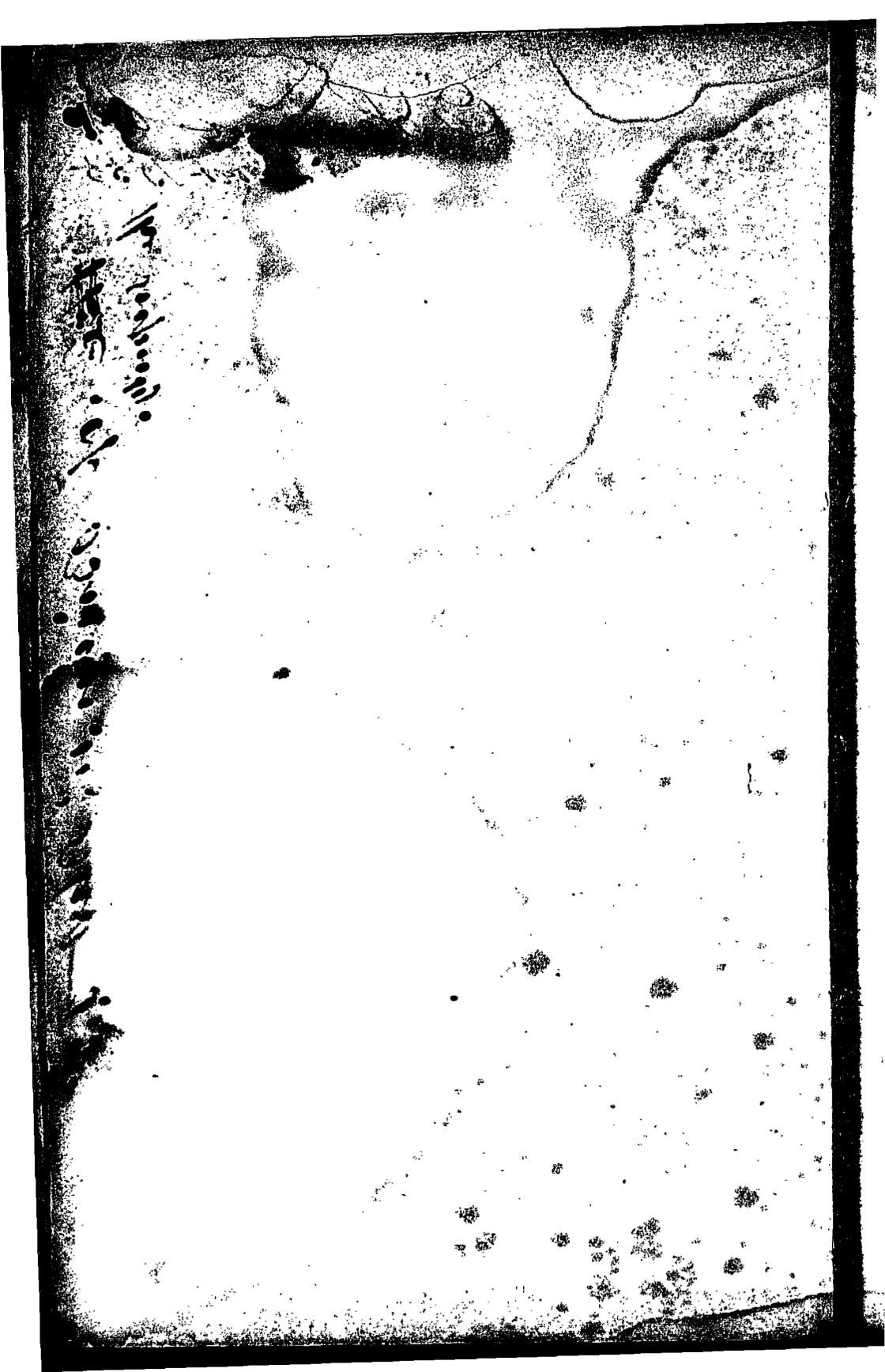
BY AUTHORITY.

DOVER, DELAWARE,

S. KIMMEY, PRINTER.

1845.

The Secretary.
See [unclear] [unclear]



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LAWS
OF THE
STATE OF DELAWARE.

CHAPTER I.

AN ACT to revive and continue in force an act entitled "An act vesting in and granting and conveying to Thomas S. Butcher, Rebecca Durham, Mary Dean, Phæbe Dean and John Dean, all the right, title, interest and claim of the State of Delaware in and to certain lands and real estate and personal property which a certain Jesse Dean, now deceased, died seized and possessed of or entitled to, therein mentioned."

Private act.

Passed at Dover, January 13, 1845.

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CHAPTER II.

AN ACT to enable James C. Lowe, a minor, by his guardian William Lowe, to remove from the State of Maryland into this State certain negro slaves therein mentioned, and to hold them as slaves.

Private act.

Passed at Dover, January 15, 1845.

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CHAPTER III.

AN ACT to vest the title of a certain tract of salt marsh in William W. Morris.

Private act.

Passed at Dover, January 15, 1845.

LAWS OF THE

CHAPTER IV.

AN ACT to incorporate the Stanton Manufacturing Company.

Preamble. WHEREAS, it has been represented to this General Assembly by the petition of Samuel Bailey, that he is possessed of a valuable water power and landed estate with sundry improvements, adjoining the village of Stanton, Mill Creek hundred, New Castle county, Delaware, called "Stanton Mills," occupied by Joseph S. Bailey, which he is desirous to incorporate. Therefore,

SECTION 1. *Be it enacted by the Senate and House of Representatives of the State of Delaware in General Assembly met, (two-thirds of each branch of the Legislature concurring),* That the said Samuel Bailey, Joseph S. Bailey and such others as may be hereafter associated with them, for the purpose of carrying on the manufacture of cotton, woollen, flax, iron, or any other material which they may from time to time adopt or substitute, at their estate called "Stanton Mills," in New Castle county, shall be and are hereby ordained and declared to be a body politic and corporate by the name of the Stanton Manufacturing Company, and by that name they and their successors and assigns shall and may have continued succession for twenty years and no longer, and be capable to sue and be sued in courts of law and equity; to purchase, take, enjoy, sell and alien lands, tenements, hereditaments, goods, chattels and effects of every nature, which may be connected with or conducive to the purposes for which said corporation is established; to have a common seal, to ordain by-laws for their own government, not repugnant to the constitution or laws of the United States or of this State, and to enjoy the franchises incident to a corporation: *Provided always,* that the said corporation shall not have nor exercise any banking powers whatever, and that the said capital stock shall not exceed the sum of two hundred thousand dollars, divided into shares of two hundred dollars: *Provided also,* that the provisions of this act may at any time be revoked or repealed, when deemed expedient by the Legislature.

SECTION 2. *And be it further enacted,* That David C. Wilson, James Canby, John H. Price, William Lea, George Craig, Stephen Bonnal, Thomas Lea, John Brinkle, Isaac Starr, Joseph King, John Kelso, Johns Hopking, are appointed commissioners to receive subscriptions to the stock of the company, and to open a book or books for that purpose, at such times, in such places and under such regulations as they or a majority of them shall deem proper; that in ten days after the books as aforesaid shall be opened, if the sum of twenty thousand dollars of the said capital stock shall then be subscribed, or as soon thereafter as the said sum of twenty thousand dollars of the said capital stock shall be subscribed, the commissioners aforesaid or a majority of them, shall call a meeting of the subscribers to said capital stock to be held at a time and place by said

Company in-
corporated.

Name.

Powers.

Banking
powers pro-
hibited.
Capital stock.
Shares.

Comm'rs. ap-
pointed to
receive sub-
scriptions.

Meeting of
subscribers
after sub-
scription of
\$20,000.

commissioners or a majority of them to be appointed, and shall give notice of such meeting, and the time and place thereof, by advertisement in at least one newspaper published in this State, at least ten days before the time of said meeting, and the subscribers who shall assemble at such meeting, and the proxies of such as shall be absent, shall elect five directors, voting by ballot; each share of stock shall be entitled to one vote, and said directors must receive a majority of the votes given at such meeting, and such balloting shall be made from time to time, until the requisite number of directors shall have such majority; if any director cease to be a stockholder, and if any vacancy or vacancies shall occur, either by death, resignation, refusal to serve, or from any other cause, the remaining director or directors shall choose one or more directors until the next election in course, or until successors shall be duly chosen; but if vacancies shall exist in all the offices of directors, or if such directors shall not be chosen at the time appointed herein, this corporation shall not thereby cease, but in the former case such persons shall manage the business and concerns of the said corporation as may be provided by its by-laws, and the latter case, the directors shall continue in office until successors shall be actually chosen, and enter upon the duties of their office. The directors shall choose among their number a president, who shall have such powers and duties as shall be provided by the by-laws; the annual meeting of the stockholders shall be on the second Tuesday of February in every year; all by-laws must be made by the stockholders at their annual or other meetings.

Directors to be elected.

Failure to elect directors not to effect a dissolution of the corporation.

President.

Sec. 3. *And be it further enacted,* That on the day of the first meeting of the subscribers to be held as aforesaid, the subscribers respectively shall pay to the directors who shall then be chosen, five dollars upon each and every share which they respectively shall have subscribed to the capital stock aforesaid, and the residue of the amount so subscribed for, in such manner, in such instalments and at such times as the president and directors shall appoint: and the president and directors shall give at least ten days' public notice of the manner and time which they shall appoint for the payment of the remaining instalments of said capital stock by advertisement to be inserted in at least one newspaper published in this State.

Payment of subscriptions in instalments.

Sec. 4. *And be it further enacted,* That if no payment shall be made upon a share or shares at the time of the first meeting of the subscribers aforesaid, or if any of the instalments which may be called for as aforesaid by the president and directors shall not be paid within sixty days next after the time in said call appointed for the payment thereof, the president and directors may either declare such share or shares forfeited, in which case they may be disposed of at the pleasure of the corporation, or they may in the name of the corporation sue for and recover the sum so as aforesaid payable at the first meeting of the subscribers, and also the instalment or instalments or part or parts so called: and no stockholder who

Neglect to pay instalments.

LAWS OF THE

CHAPTER IV.

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Name.

Powers.

**Banking
powers pro-
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Capital stock.
Shares.**

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**Meeting of
subscribers
after sub-
scription of
\$20,000.**

commissioners or a majority of them to be appointed, and shall give notice of such meeting, and the time and place thereof, by advertisement in at least one newspaper published in this State, at least ten days before the time of said meeting, and the subscribers who shall assemble at such meeting, and the proxies of such as shall be absent, shall elect five directors, voting by ballot; each share of stock shall be entitled to one vote, and said directors must receive a majority of the votes given at such meeting, and such balloting shall be made from time to time, until the requisite number of directors shall have such majority; if any director cease to be a stockholder, and if any vacancy or vacancies shall occur, either by death, resignation, refusal to serve, or from any other cause, the remaining director or directors shall choose one or more directors until the next election in course, or until successors shall be duly chosen; but if vacancies shall exist in all the offices of directors, or if such directors shall not be chosen at the time appointed herein, this corporation shall not thereby cease, but in the former case such persons shall manage the business and concerns of the said corporation as may be provided by its by-laws, and the latter case, the directors shall continue in office until successors shall be actually chosen, and enter upon the duties of their office. The directors shall choose among their number a president, who shall have such powers and duties as shall be provided by the by-laws; the annual meeting of the stockholders shall be on the second Tuesday of February in every year; all by-laws must be made by the stockholders at their annual or other meetings.

Directors to be elected.

Failure to elect directors not to effect a dissolution of the corporation.

President.

SEC. 3. *And be it further enacted,* That on the day of the first meeting of the subscribers to be held as aforesaid, the subscribers respectively shall pay to the directors who shall then be chosen, five dollars upon each and every share which they respectively shall have subscribed to the capital stock aforesaid, and the residue of the amount so subscribed for, in such manner, in such instalments and at such times as the president and directors shall appoint: and the president and directors shall give at least ten days' public notice of the manner and time which they shall appoint for the payment of the remaining instalments of said capital stock by advertisement to be inserted in at least one newspaper published in this State.

Payment of subscriptions in instalments.

SEC. 4. *And be it further enacted,* That if no payment shall be made upon a share or shares at the time of the first meeting of the subscribers aforesaid, or if any of the instalments which may be called for as aforesaid by the president and directors shall not be paid within sixty days next after the time in said call appointed for the payment thereof, the president and directors may either declare such share or shares forfeited, in which case they may be disposed of at the pleasure of the corporation, or they may in the name of the corporation sue for and recover the sum so as aforesaid payable at the first meeting of the subscribers, and also the instalment or instalments or part or parts so called: and no stockholder who

Neglect to pay instalments.

shall refuse or neglect to comply with any call so made as aforesaid, shall during the time of such refusal or neglect be entitled to vote at any meeting of said stockholders, nor shall any stockholder during the time of such refusal or neglect demand or receive any dividend. And it shall be lawful for the president and directors, and they shall have full power and authority to dispose of all the shares of the capital stock aforesaid, which shall not be subscribed in the books to be opened by the commissioners aforesaid, and all the shares which may be forfeited as aforesaid for the interest of the institution; and for that purpose to open books for receiving subscriptions, or to adopt such other measures as they shall deem advisable, subject to such regulations as may be proscribed by the by-laws, and the person or persons who shall become proprietors of such shares shall be members of the said corporation, as fully and effectually as the original subscribers, under such restrictions as the by-laws may impose.

Duties of
president and
directors.

SEC. 5. *And be it further enacted*, That the president and directors shall at all times keep or cause to be kept proper books of accounts, in which shall be regularly entered all the transactions of the said corporation, which books shall be subject at all times to the inspection of the stockholders; and the directors shall once in every year take an account of the stock, property and effects belonging to the said corporation, and of all debts owing by or to the said corporation, and make a record thereof in a book to be kept for that purpose; and exhibit the same to the stockholders at their annual meeting; and no director shall have any emolument, except such as shall be allowed by the stockholders at their annual meeting, or be proscribed by the by-laws.

Shares of
stock to be
personal
property.

SEC. 6. *And be it further enacted*, That the shares of the capital stock shall be personal property, and shall be created, certified, held, arranged and assignable, according to the provisions of the by-laws.

Dividends.

SEC. 7. *And be it further enacted*, That the president and directors shall from time to time make dividends of the clear profits of the business of the corporation, or of such part of the said clear profits as shall be deemed advisable; the time of making the dividends shall be proscribed by the by-laws.

Public act.

SEC. 8. *And be it further enacted*, That this act be and the same is hereby declared to be a public act.

Passed at Dover, January 16, 1845.

CHAPTER V.

A SUPPLEMENT to the act entitled "An act concerning the draining of swamps and low grounds, and to facilitate the laying out and opening of public ditches," passed at Dover, February 7, 1843. Del. Laws, vol. 9, p. 466.

SECTION 1. Be it enacted by the Senate and House of Representatives of the State of Delaware in General Assembly met, That the several provisions contained in the act entitled "An act concerning the draining of swamps and low grounds, and to facilitate the laying out and opening of public ditches," passed at Dover, February 7, 1843, so far as the same shall be necessary for cleansing, keeping open, repairing, extending, deepening, widening and otherwise improving any ditch or ditches, drain or drains, which have been laid out under an order of court in this State, before the passage of the said act, be and the same are hereby extended to all such ditch or ditches, drain or drains, as well as to all ditches and drains laid out since the passage thereof. The provisions of the act herein mentioned extended to all drains and ditches laid out since the passage thereof.

Passed at Dover, January 16, 1845.



CHAPTER VI.

AN ACT to enable Robert Burton, of Lewes, in Sussex county, to locate certain vacant land or islands, situate in the Rehoboth bay, in Sussex county and State of Delaware, and to complete his title to the same.

Private act.

Passed at Dover, January 17, 1845.



CHAPTER VII.

AN ACT to vest in Peter F. Causey, the right and title of the State to a certain house and lot therein mentioned.

Private act.

Passed at Dover, January 16, 1845.

LAWS OF THE

CHAPTER VIII.

AN ACT *granting the title of the State in certain escheated property to Priscilla and Sally Miller.*

Private act.

Passed at Dover, January 22, 1845.



CHAPTER IX.

AN ACT *to enable Burton R. Tubbs to locate certain vacant land in Baltimore hundred, in Sussex county, and to complete his title to the same.*

Private act.

Passed at Dover, January 22, 1845.



CHAPTER X.

AN ACT *to enable Henry Hickman to locate certain vacant lands in Baltimore hundred, in Sussex county, and to complete his title to the same.*

Private act.

Passed at Dover, January 25, 1845.



CHAPTER XI.

A FURTHER SUPPLEMENT *to an act entitled "An act to revive and renew the act entitled 'An act to incorporate the Brandywine and Christiana Manufacturing Company, and to extend the provisions of the same to the corporation in and by this act created.' "*

Del. Laws,
vol. 8, 386.

SECTION 1. *Be it declared and enacted by the Senate and House of Representatives of the State of Delaware in General Assembly met, (two-thirds of each branch of the Legislature concurring therein,) That*