

MAINE STATE LEGISLATURE

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SEVENTY-SEVENTH LEGISLATURE

SENATE

NO. 183

In Senate, Feb. 25, 1915.

*Reported by Sen. Herrick from Committee on Mercantile
Affairs and Insurance, and ordered printed under joint rules.*

W. E. LAWRY, Secretary.

STATE OF MAINE

IN THE YEAR OF OUR LORD ONE THOUSAND NINE
HUNDRED AND FIFTEEN

AN ACT to incorporate the Maine Fire Insurance Company.

Be it enacted by the People of the State of Maine, as follows:

Section 1. Frederic E. Boothby, Morrill N. Drew, Per-
2 cival P. Baxter, James A. Broe, Thomas H. Flaherty, John
3 B. Kehoe, Ralph H. Jordan, Cornelius A. Mannix, Wilbur
4 C. Whelden, Edward Duddy of the city of Portland, Charles
5 Cheltra of Bath, Wilbur E. Frank of Bangor, Jefferson M.
6 Swett of Eastport, Frank R. Linton of Lincoln, Herbert
7 L. Shephard of Rockport, Harry A. Furbish of Rangeley
8 and Charles O. Randall of Presque Isle, Maine, their asso-
9 ciates, successors and assigns are hereby made a body cor-
10 porate by the name of the Maine Fire Insurance Company,
11 and by that name may sue and be sued; may have a com-

12 mon seal, establish by-laws and regulations for the manage-
13 ment of its affairs not repugnant to this charter and the
14 laws of this state; and may purchase, hold and convey all
15 such property, real and personal, as may be deemed neces-
16 sary for the use or accommodation of the business of the
17 company, and generally do and perform any and all legal
18 acts incident to similar corporations.

Sect. 2. The powers and purposes of said corporation
2 shall be that of insuring against loss from fire by every
3 form of insurance appertaining thereto. Said corporation
4 may at any time, and without increase of its capital stock,
5 engage in a brokerage and agency business pertaining to
6 insurance, and may also accept and exercise such additional
7 powers and privileges as by any constitutional pro-
8 visions or legislative enactment hereafter adopted or passed
9 shall become lawful.

The cash paid in capital of the said corporation shall be
11 no less than two hundred thousand dollars, before said cor-
12 poration shall commence business in this or any other state.
13 Said corporation is empowered to increase its cash paid in
14 capital not to exceed one million dollars, without further
15 legislative consent.

Sect. 3. Said company may acquire by purchase the busi-
2 ness and good will of any insurance company doing a simi-
3 lar business to that herein authorized and any such company
4 organized or doing business under the laws of the state of
5 Maine is hereby authorized and empowered to transfer its
6 business, good will and insurance risks to said Maine Fire

7 Insurance Company and the incorporators, directors or ex-
8 ecutive committee may enter into contracts for the purchase
9 of the same or the purchase of the business and good will
10 of any corporation, firm or individual doing a brokerage
11 or agency business in the same kind of insurance, at any
12 time, but no policy shall be issued until the entire capital
13 stock is paid in, in cash, and invested as provided in section
14 eleven, of chapter forty-nine, revised statutes of Maine.

Sect. 4. Said company shall pay a tax on premiums re-
2 ceived, as provided in section 48, chapter 8, revised statutes
3 of Maine, but shall be exempt from all other state and town
4 taxes on its capital stock and surplus invested in securities
5 exempt from taxation as provided by the laws of the state.

Sect. 5. Except as otherwise herein provided the corpo-
2 rate powers of said company shall be vested in a board of
3 directors and shall be exercised by said board and such
4 officers, committees and agents as they may empower. The
5 incorporators hereinbefore named shall constitute the first
6 board of directors and hold office until the first regular
7 meeting of the corporation to be held in accordance with
8 its by-laws and until their successors are elected, and in
9 case one or more of the incorporators shall decline to act
10 as such director or for any other reason a vacancy or va-
11 ancies occur in said board, the remaining persons acting
12 as such board shall have full power to fill such vacancy
13 until such meeting, at which time the stockholders shall
14 elect by written ballot a board of directors consisting of
15 such number, not exceeding thirty nor less than nine, as

16 the by-laws may provide, one-third of the board shall be
17 elected for one year, one-third for two years and one-third
18 for three years, and annually thereafter directors shall be
19 elected by the stockholders for the term of three years to
20 succeed the retiring class. All vacancies in the board shall
21 be filled by the board for the unexpired time. A majority
22 of the board shall be residents of the state of Maine and
23 each one must be a stockholder. All meetings of the di-
24 rectors shall be held in the state of Maine and until other-
25 wise provided by the by-laws of the company seven shall
26 constitute a quorum for the transaction of the business.

Sect. 6. The directors shall elect from their number an-
2 nually as soon as convenient after they are elected, an
3 executive committee which committee shall have the imme-
4 diate management of the business of the corporation and
5 shall exercise, when the board of directors is not in ses-
6 sion, all the rights and powers vested by this charter in the
7 board of directors, subject only to such regulations and
8 restrictions as may be provided in the by-laws of the com-
9 pany. The company to issue standard policies as provided
10 in section four, chapter forty-nine of the revised statutes
11 of Maine, and may provide for individual contracts with the
12 insured or for blanket contracts covering a class, series or
13 group of risks. They shall also fix the rate of premium
14 and terms in manner of the payment thereof and may pro-
15 vide for the payment of said premium upon a flat or fixed
16 rate or by assessment upon a class, series or group of risks,
17 and they may also provide that a portion of the profits of

18 any class, series or group of risks, may be shared with the
19 insured.

Sect. 7. Said company shall be located and have its prin-
2 cipal place of business in the city of Portland, county of
3 Cumberland and state of Maine, but the business of the
4 company may be transacted throughout the United States
5 of America, and elsewhere, by means of agencies, branches,
6 or otherwise, as may be deemed advisable.

Sect. 8. The first meeting of said corporation shall be
2 called by notice signed by one of the incorporators herein-
3 before named, stating the time and place thereof, a copy
4 of which shall, seven days at least before the time appointed,
5 be given to each incorporator, left at his usual place of busi-
6 ness or residence, or deposited in the post office prepaid
7 and addressed to him at his usual place of business or
8 residence. Such notice shall be proved by affidavit of the
9 person giving it. At such first meeting, including any ad-
10 journment thereof, an organization shall be effected by the
11 choice by ballot of a temporary clerk who shall be sworn
12 to the faithful discharge of his duties, by the adoption of
13 by-laws consistent with this charter, and laws of the state,
14 and by the election of such officers as the by-laws require.
15 The temporary clerk shall record the proceedings, until and
16 including the qualifications of the secretary of the corpo-
17 ration by his being sworn. No organization shall be effected
18 at any such meeting or its adjournment unless a majority
19 of the incorporators are present in person or by proxy.
20 The original incorporators shall elect a board of directors

21 who shall thereafter choose one of the number a president,
22 also an executive committee, a secretary and other officers,
23 which under the by-laws they are authorized to choose.
24 The president, the secretary and a majority of the directors,
25 shall forthwith make, sign and swear to the certificate set-
26 ting forth the date of the approval of this charter, the name
27 and purposes of the corporation, the amount of capital stock,
28 the amount already paid in, the par value of the shares,
29 the name and residence of the owners, the name of the
30 county where it is located, and the number and names of
31 the incorporators acting as directors. Such certificate shall
32 be recorded in the registry of deeds in the county where
33 the principal office is to be located, and a copy thereof cer-
34 tified by such register shall be filed in the secretary of state's
35 office, who shall enter the date of filing thereof, and on
36 the original certificate to be kept by the corporation, and
37 shall record said copy in a book for that purpose. And
38 from the time of filing said certificate in the secretary of
39 state's office the stockholders of said corporation, their suc-
40 cessors and assigns, shall be a corporation with the powers
41 hereinbefore granted.