

MAINE STATE LEGISLATURE

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PRIVATE ACTS

OF THE

STATE OF MAINE,

PASSED BY THE

FIFTH LEGISLATURE

AT ITS SESSION, HELD IN JANUARY, 1825.

PUBLISHED AGREEABLY TO THE RESOLVE OF THE 28TH OF JUNE, 1820.

Portland :

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1825.

and may be proceeded against accordingly. ration, such President, Directors and Cashier, so refusing or neglecting, shall thereupon severally become liable in their individual capacities, for the payment of all debts due from said Corporation; and any creditor to said Corporation may have and maintain his action against such President, Directors and Cashier, or either of them, in their individual capacity, and may recover of them, or either of them, the amount of his just demand against the Corporation.

[*This Act passed February 19, 1825.*]

CHAPTER CC'CXII.

AN ACT to incorporate the Merchants Bank.

SECT. 1. *BE it enacted by the Senate and House of Representatives, in Legislature assembled, That Philip Greely, William Woodbury, Isaac Adams, Jonathan Tucker, Phinehas Drinkwater, Thomas Chadwick, Amos H. Cross, John Williams, Israel Richardson, Samuel Hanson, Rufus Emerson, Greely Sturdevant, James Lunt, Thomas Warren, Sylvanus Blanchard, Benjamin Knight, Daniel Chamberlin, David Greely, Joel Hall, Anthony Fernald, Nehemiah Cram, Eleazer Wyer, Justin Kent, William Oxnard, Edward Oxnard, John Coe, Franklin Tinkham, and their associates, successors and assigns, shall be, and hereby are, created a corporation by the name of the MERCHANTS BANK; and shall so continue until the first day of October, which will be in the year of our Lord one thousand eight hundred and thirty-one; and by that name shall be, and hereby are made capable in law to sue and be sued; plead and be impleaded; defend and be defended, in any courts of record, or in any other place; and also to make, have and use a common seal; and to ordain, establish, and put in execution such by-laws, ordinances and regulations, as to them may appear necessary and convenient for the government of said corporation, and the prudent management of their affairs: Provided, such by-laws, ordinances and*

Persons incorporated.

Charter to continue until October 1831.

Powers and privileges.

Proviso.

regulations shall in no wise be contrary to the laws of this State. And the said corporation shall always be subject to the rules, restrictions, limitations and provisions herein prescribed.

SECT. 2. *Be it further enacted,* That the capital stock of said corporation shall consist of the sum of *one hundred and fifty thousand dollars*, in gold and silver, and be divided into *two thousand shares*; and not more than ten per cent. of such capital stock shall at any one time be held or owned by one person; and in case several individuals shall be associated together as co-partners, the whole amount of said stock, held or owned by the co-partnership, and by all the individuals constituting the co-partnership, shall not at any one time exceed ten per cent. of said capital stock; which capital stock shall be paid in, in three instalments in gold and silver; the first, of seventy-five thousand dollars on or before the first Monday of October next; the second of thirty eight thousand dollars, on or before the first Monday of April, which will be in the year of our Lord one thousand eight hundred and twenty-six; third, of thirty-seven thousand dollars on or before the first Monday of October following: *Provided,* That no money shall be loaned, or discounts made, or shall any bills or promissory notes be issued from said Bank, until the capital, subscribed for, and actually paid in and existing in gold and silver in their vaults, shall amount to seventy-five thousand dollars, and the affidavits of the President and Cashier, of such facts, shall have been filed in the office of the Secretary of State; and the Stockholders, at their first meeting, shall by a majority of votes determine the mode of transferring and disposing of said stock and the profits thereof, which being entered on the books of said corporation, shall be binding on the stockholders, their successors and assigns, and no transfer of stock shall be of any effect until it shall have been entered on the books of said corporation; and the said corporation are hereby made capable in law to have, hold, purchase, and receive, possess and retain to them, their successors and assigns, land,

Capital Stock
\$150,000;

not more than
10 per cent. to
be held by one
person, or co-
partners;

when to be
paid in.

No loans or
discounts to be
made, until
\$75,000 be
paid in;

and affidavits
made.

Mode of trans-
ferring stock to
be determined
at first meet-
ing.

Real estate
may be held
not exceeding
a certain a-
mount.

tenements and hereditaments, to the amount of ten thousand dollars, and no more at any one time, with power to bargain, sell and dispose of the same, and to loan and negotiate their monies and effects, by discounting on banking principles, and for such security, as they shall think advisable : *Provided*, nothing herein contained shall restrain or prevent said corporation, from taking and holding real estate in mortgage or on execution, to any amount, as security for, or in payment of, any debts due to said corporation.

SECT. 3. *Be it further enacted*, That the following rules, limitations, and provisions, shall form, and be the fundamental articles of said corporation.

First. That the total amount of the debts which the said corporation shall at any time owe, whether by bond, bill, note or other contract, shall not exceed fifty per cent. beyond the amount of their capital stock actually paid in, exclusive of the sums due on account of deposits, nor shall there be due to the said corporation, at any one time, more than double the amount of the capital stock actually paid in as aforesaid ; in case of excess, the Directors, under whose administration it shall happen, shall be liable for the same in their individual and private capacities ; and an action of debt may, in such case, be brought against them, or any of them, their or any of their heirs, executors, or administrators, in any court proper to try the same, by any creditor or creditors of said corporation, and may be prosecuted to judgment and execution. And the aggregate of all debts due to said Bank from the Directors, or any of them, as principals, indorsers or sureties, shall not, at any one time, exceed in amount, forty per centum of the capital stock of said Bank ; and for every violation of this provision, every Director consenting to, or conniving at, such violation, shall forfeit and pay the sum of five hundred dollars, to be recovered by indictment to the use of the State. *Second*. That said corporation shall not vest, use, or improve any of their monies, goods, chattels or effects in trade, or commerce, but may sell all kinds of personal pledges lodged in their

May loan and negotiate monies, &c.
 Proviso.
 Rules &c. of the Corporation.
 Total amount of debts due from,
 and to, the Corporation.
 Directors liable in case of excess,
 and how ;
 not to be indebted over certain amo't.
 Penalty for violation, and how recovered.
 Corporation not to employ their capital in trade or commerce.

hands, by way of security, to any amount sufficient to reimburse the sum loaned. *Third.* That the lands, tenements and hereditaments, which the said corporation shall hold, shall be only such as shall be requisite for the convenient transaction of their business. *Fourth.* None but a member of said corporation, being a citizen of this State and resident therein, shall be eligible for a Director; and the Directors shall choose one of their own number to act as President; and the Cashier, before he enters upon the duties of his office, shall give bond, with two or more sureties, to the satisfaction of the Board of Directors, in a sum not less than twenty thousand dollars, with condition for the faithful discharge of the duties of his office; and such bond shall be renewed at least once in every three years. *Fifth.* No Director of any other Bank shall be eligible to the office of Director of this Bank, although he may be a stockholder therein. And any Director accepting any office in any other Bank, shall be deemed to have vacated his place in this Bank. *Sixth.* That for the well ordering of the affairs of said corporation, a meeting of the stockholders shall be holden at such place as they shall direct, on the first Monday of October annually, and at any other time during the continuance of said corporation, and at such place as shall be appointed by the President and Directors for the time being, by public notification, given fourteen days previous thereto; at which annual meeting, there shall be chosen by ballot, nine Directors, to continue in office the year ensuing their election; and the number of votes to which each stockholder shall be entitled, shall be according to the number of shares he shall hold, in the following proportions, that is to say: for one share, one vote, and every four shares above one shall give a right to one vote more: *Provided*, no one member shall have more than twenty votes, and absent members may vote by proxy, duly authorized in writing. *Seventh.* No Director shall be allowed any compensation for his services, but the Stockholders may make the President such compensation as to them shall appear reasonable. *Eighth.* No

Lands necessary for the transaction of business only to be held.

Who may be Directors.

President how chosen.

Cashier to give bonds;

to be renewed.

Directors in other Banks not eligible.

Meeting of the Stockholders annually in October and at any other time.

Notice to be given.

Directors to be chosen at the annual meeting.

Manner of voting.

Proviso.

Directors to be allowed no compensation;

President may

- less than five Directors shall constitute a board for the transaction of business, of whom the President shall always be one, except in case of sickness or necessary absence, in which case the Directors present may choose a chairman for the time being, in his stead. *Ninth.* All bills issued from the Bank aforesaid, and signed by the President, shall be binding on the corporation. *Tenth.* The Directors shall make half yearly dividends of all the profits, rents, premiums and interest of the Bank aforesaid. *Eleventh.* The Directors shall have power to appoint the cashier, and such other officers as may be necessary for carrying on the business of said Bank, with such salaries, as to them seem meet.
- SECT. 4.** *Be it further enacted,* That the said Bank shall be established in the town of Portland.
- SECT. 5.** *Be it further enacted,* That whenever the Legislature shall require it, the said corporation shall loan to the State any sum of money which shall be required, not exceeding ten per cent. of the capital stock of said Bank, at any one time, reimbursable, by five annual instalments; or at any shorter period, at the election of the State, with the annual payment of interest, at a rate not exceeding five per centum per annum: *Provided however,* That the State shall never, at any time, stand indebted to said corporation, without their consent, in a larger sum than fifteen thousand dollars.
- SECT. 6.** *Be it further enacted,* That any committee, specially appointed by the Legislature for that purpose, shall have a right to examine into the doings of said corporation, and shall have free access to all their books and vaults; and if, upon such examination, it shall be found, and after a full hearing of said corporation thereon, be determined by the Legislature, that the said corporation have exceeded the power herein granted them, or failed to comply with any of the rules, restrictions and conditions in this act provided, their incorporation may thereupon be declared forfeited and void.
- SECT. 7.** *Be it further enacted,* That the persons hereinbefore named, or any three of them, are authorized to call a meeting of the Stockholders
- Quorum of Directors.
- Bills to be binding.
- Dividends to be made.
- Cashier, &c. how appointed.
- Bank to be at Portland.
- Loan to be made to the State, when required by the Legislature.
- Proviso.
- Legislature by Committee may examine their books&c.
- and in certain cases, vacate their charter.
- First meeting, by whom and how called;

of said corporation, at such time and place as they shall see fit, by advertising the same, for three weeks successively, in some public newspaper printed in the town of Portland, for the purpose of making, notice to be given ; ordaining and establishing such by-laws, ordinances and regulations, for the orderly conducting the affairs of said corporation, as the said Stockholders shall deem necessary, and for the choice of the first Board of Directors, and such other officers as they shall see fit to choose. at which may make by laws and choose first Board of Directors.

SECT. 8. *Be it further enacted,* That not more than three fourths of the Directors elected, who shall be in office at the time of an annual election, exclusive of the President shall be eligible for the next succeeding year, and no Director shall hold his office more than three years out of four in succession, except the Director that is President at the time of an annual election, who may be re-elected. No more than three fourths of the Directors, exclusive of the President, may be re-elected, &c.

SECT. 9. *Be it further enacted,* That the said corporation shall be liable to pay any *bona fide* holder, the original amount of any note of said Bank, altered in the course of its circulation to a larger amount, notwithstanding such alteration. The original amount of Bills altered to be paid.

SECT. 10. *Be it further enacted,* That one twentieth part of the capital of said Bank shall always be appropriated to loans to be made to citizens of this State, wherein the Directors shall wholly and exclusively regard the agricultural and manufacturing interests, which loans shall be made in sums, not less than one hundred nor more than five hundred dollars, and upon the personal bond of the borrower, with collateral security by mortgage of real estate to the satisfaction of the Directors of said Bank, Certain part of the capital to be loaned for the benefit of agricultural & manufacturing interest ; and how. for a term not less than one year, and on condition of paying the interest annually, on such loans, subject to such forfeiture and right of redemption by law, as in other cases.

SECT. 11. *Be it further enacted,* That said corporation shall be obliged to receive in payment for all debts due to said corporation, the bills by them issued. Corporation to receive their own bills for debts due.

SECT. 12. *Be it further enacted,* That the conditions, restrictions and provisions contained in the

Further conditions, restrictions, &c.

Returns to specify the names of all the Directors, &c.

Mode of enforcing the satisfaction of judgments by levy upon the bodies or property of the Stockholders.

Proviso.

In case of such levy, other Stockholders shall contribute.

act, entitled "An Act to enforce the payment of Bank notes, and for other purposes," be and they are hereby made applicable to, and obligatory on, the Bank established by this act; and that each return of the state of said Bank to be made pursuant to the first section of an act directing the mode and time of making returns of Banks, shall in addition to the several particulars required therein to be included, specify the names of all the Directors of said Bank; and if in taking the oath required by said first section, any Director or Cashier shall swear falsely and be thereof duly convicted, he shall suffer as for wilful and corrupt perjury.

SECT. 13. *Be it further enacted*, That if said corporation shall refuse or neglect to pay on demand, any bill or bills by such corporation issued, and the holder thereof shall obtain judgment and execution for the amount thereof, against said corporation, and such execution shall not be satisfied, by payment thereof, within ten days after demand made upon the Cashier of said Bank, by the officer having such execution, or sufficient personal or real estate of said corporation shewn to satisfy the same, the officer may serve and levy such execution upon the body or bodies, or real or personal estate of any person or persons who are or were members of said corporation, at any time within three years next preceding, in proportion to the stock by them severally and respectively holden: *Provided*, That no person shall in the whole, be compelled to pay upon execution or executions, to an amount greater than the amount of the stock which such person holds or shall have holden within three years as aforesaid.

SECT. 14. *Be it further enacted*, That any person or persons who are or shall have been compelled to pay any execution, either wholly or in part, pursuant to the provisions of the thirteenth section of this act, shall be entitled to recover of each individual, upon whose body or property such execution might have been levied, the same proportion of the sum so paid, as such individual owns or shall have owned of the stock of said Bank, at any time with-

in three years prior to such payment, as for so much money paid to the use of such individual.

SECT. 15. *Be it further enacted,* That no stockholder of said Bank shall be permitted at any time to pledge his stock therein, or any part thereof, to the said Bank, or any corporation whatever; and all contracts so pledging any of said stock, shall be of no effect; and no stock or share in said Bank shall be attached on mesne process in any suit in which said Bank shall be plaintiff, and all such attachments shall be of no effect.

Stock not to be pledged to the Bank, or other corporation,

nor attached at the suit of the Bank.

SECT. 16. *Be it further enacted,* That if at any time the said corporation shall refuse or neglect to pay any of its bills when duly presented at said Bank, in banking hours, and for the space of thirty days thereafter neglect to pay or tender payment of such bills, the holder or holders of such bills, may make complaint thereof in writing to any Judge of the Supreme Judicial Court, whose duty it shall be thereupon, to cause the President and Cashier of said Bank to be notified to appear before him at such time and place as he may appoint, to answer to such complaint and shew cause against further proceedings thereon; and if said President or Cashier shall not appear, or appearing shall not shew sufficient cause against further proceedings, it shall be the duty of the said Judge, thereupon to appoint three disinterested and discreet Commissioners residing near to said Bank, to take into their custody and possession, all books, papers, property and estate of said Corporation; and such Commissioners, or the major part of them, shall thereby be authorized, to demand and receive of the President, Directors and Cashier of said Bank, all the real and personal estate of said Bank, with all books and evidence of debts due to the said Bank, making and delivering to said President, Directors and Cashier, or either of them, accurate lists and memoranda of such estate, books and debts; and it shall be the duty of such Commissioners, or a major part of them, and they are hereby authorized forthwith to proceed to dispose of such estates and collect such debts, and to pay the demands against such Corporation.

On refusal of payment of Bills, complaint to be made to a Judge of the S. J. Court;

proceedings thereon.

Judge may appoint Commissioners; who shall take into custody the property of the Bank;

may dispose of the same, and collect and pay debts.

SECT. 17. *Be it further enacted,* That such Commissioners, or a major part of them, be authorized and empowered to sell at public auction, after giving thirty days public notice of such sale, any real estate belonging to said Corporation, and any mortgages upon real estate due to said Corporation, and to make and deliver in the name of the Corporation, any deed or other instrument necessary to the due and complete transfer and conveyance of such estates and mortgages. And said Commissioners or a major part of them shall further be authorized to collect all debts due and owing to said Corporation, and commence and prosecute in the name of the Corporation any action necessary to the collection of such debts: *Provided,* That so soon as said Commissioners have realized from the property of said Corporation, a sum sufficient to pay all the debts of the Corporation, their power shall cease; and it shall be their duty to surrender to said Corporation all the remaining property and estates, together with the books and papers belonging to it.

Commissioners may sell at auction, giving notice, mortgages and execute deeds;

may collect debts & prosecute actions.

Proviso.

SECT. 18. *Be it further enacted,* That said Commissioners shall be entitled to retain to their own use for their services, such sum as may be agreed upon between them and said Corporation; and in case of disagreement, such sum as shall be determined by the Judge who appointed such Commissioners.

Compensation to Commissioners.

SECT. 19. *Be it further enacted,* That if the President, Directors and Cashier of such Bank, shall, upon demand made by such Commissioners, refuse or neglect to surrender to them all the books, papers, property, estates and demands of such Corporation, such President, Directors and Cashier, so refusing or neglecting, shall thereupon severally become liable in their individual capacity, for the payment of all debts due from said Corporation; and any creditor to said Corporation may have and maintain his action against such President, Directors and Cashier, or either of them, to recover against them, or either of them, in their individual

Directors, &c. liable for refusing to give up property to Commissioners in their private capacities;

and may be proceeded against accordingly.

capacity, the amount of his just demand against the Corporation.

[*This Act passed February 19, 1825.*]

CHAPTER CCCXIII.

AN ACT in addition to An Act entitled "An act to incorporate the President, Directors and Company of the Casco Bank."

SECT. 1. *BE it enacted by the Senate and House of Representatives, in Legislature assembled,* That the President, Directors and Company of the Casco Bank, be, and they are hereby allowed to increase the Capital stock of said Bank, one hundred thousand dollars, in addition to the sum allowed by their Act of incorporation, and to be divided into additional shares of one hundred dollars each.

Capital increased \$100,000; to be divided into 1000 Shares.

SECT. 2. *Be it further enacted,* That fifty thousand dollars of the sum mentioned in the first section of this Act, shall be paid into the said Bank, on or before the first Monday of October next, and the remaining sum of fifty thousand dollars, on or before the first Monday of October in the year of our Lord one thousand eight hundred and twenty six, or at such time or times previous thereto, as the stockholders of said Bank shall appoint and direct: *Provided,* That before the said corporation shall proceed to do business upon the said additional capital, a certificate signed by the President, Directors and Cashier of said corporation, and verified by oath, that the same has been actually paid into the said Bank, in gold or silver coin, shall be filed in the office of the Secretary of State.

When to be paid in.

No business to be done upon additional capital, until paid in;

certificate to be made and filed in Secretary's office.

SECT. 3. *Be it further enacted,* That if at any time, the said corporation shall refuse or neglect to pay any of its bills when duly presented at said Bank, in banking hours, and for the space of thirty days thereafter, neglect to pay or tender payment of such bills, the holder or holders of such bills, may make complaint thereof in writing, to any Judge of the Supreme Judicial Court, whose duty it shall be, thereupon to cause the President and Cashier of said Bank to be notified to appear be-

On refusal of payment of bills, complaint to be made to a Judge of the S. J. Court;

proceedings thereon.