

MAINE STATE LEGISLATURE

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ACTS AND RESOLVES

OF THE

SEVENTY-SIXTH LEGISLATURE

OF THE

STATE OF MAINE

1913

Including Acts and Resolves of the Special Session held
in 1912.

Published by the Secretary of State, agreeably to Resolves of
June 28, 1820, February 18, 1840, and March 16, 1842.

AUGUSTA
KENNEBEC JOURNAL PRINT
1913

PRIVATE AND SPECIAL LAWS

OF THE

STATE OF MAINE

As Passed by the Seventy-Sixth
Legislature

1913

Chapter 94.

CHAP. 94

An Act to Incorporate the State of 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, Percival P. Baxter, James A. Broe, Thomas H. Flaherty, John B. Kehoe, Ralph H. Jordan, Cornelius A. Mannix, Wilbur C. Whelden, Edward Duddy of the city of Portland, Charles Cheltra, Henry M. Hartleb, both of Bath, Wilbur E. Frank of Bangor, Jefferson M. Swett of Eastport, Frank P. Pennell of Skowhegan, Herbert L. Shephard of Rockport, Henry A. Furbish of Rangeley, and George M. Stanwood of South Portland, Maine, their associates, successors and assigns are hereby made a body corporate by the name of the State of Maine Fire Insurance Company, and by that name, may sue and be sued; may have a common seal, establish by-laws and regulations for the management of its affairs not repugnant to this charter and the laws of this state; and may purchase, hold and convey all such property, real and personal, as may be deemed necessary for the use or accommodation of the business of the company, and generally do and perform any and all legal acts incident to similar corporations.

Corpora-
tors.

—corporate
name.
—may have
a common
seal.

—may hold
and convey
property.

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

Powers and
purposes.

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

Capital
paid in.

Section 3. Said company may acquire by purchase the business and good will of any insurance company doing a similar business to that herein authorized, and any such company organized or doing business under the laws of the state of Maine is hereby authorized and empowered to transfer its business, good will and insurance risks to said State of Maine Fire Insurance Company and the incorporators, directors or executive committee may enter into contracts for the purchase of the same or the purchase of the business and good will of any corporation, firm or individual doing a brokerage or agency business in

May pur-
chase busi-
ness of any
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the same kind of insurance, at any time, but no policy shall be issued until the entire capital stock is paid in, in cash, and invested as provided in section eleven, of chapter forty-nine, of the revised statutes of Maine.

Board of directors.

Section 4. Except as otherwise herein provided the corporate powers of said company shall be vested in a board of directors and shall be exercised by said board and such officers, committees and agents as they may empower. The incorporators hereinbefore named shall constitute the first board of directors and hold office until the first regular meeting of the corporation to be held in accordance with its by-laws and until their successors are elected, and in case one or more of the incorporators shall decline to act as such director or for any other reason a vacancy or vacancies occur in said board, the remaining persons acting as such board shall have full power to fill such vacancy until such meeting, at which time the stockholders shall elect by written ballot a board of directors consisting of such number, not exceeding thirty nor less than nine, as the by-laws may provide, one-third of the board shall be elected for one year, one-third for two years and one-third for three years, and annually thereafter directors shall be elected by the stockholders for the term of three years to succeed the retiring class. All vacancies in the board shall be filled by the board for the unexpired time. A majority of the board shall be residents of the state of Maine and each one must be a stockholder. All meetings of the directors shall be held in the state of Maine and until otherwise provided by the by-laws of the company seven shall constitute a quorum for the transaction of business.

—incorporators shall constitute first board of directors.

—vacancies in first board, how filled.

—directors may be elected at first meeting of corporation.

—tenure of directors.

—vacancies, how filled.

—meetings shall be held in state of Maine.

Executive committee.

Section 5. The directors shall elect from their number annually as soon as convenient after they are elected, an executive committee which committee shall have the immediate management of the business of the corporation and shall exercise, when the board of directors is not in session, all the rights and powers vested by this charter in the board of directors, subject only to such regulations and restrictions as may be provided in the by-laws of the company. The company is to issue standard policies as provided in section four of chapter forty-nine of the revised statutes of Maine, and may provide for individual contracts with the insured or for blanket contracts covering a class, series or group of risks. They shall also fix the rate of premium and terms in manner of the payment thereof and may provide for the payment of said premium upon a flat or fixed rate or by assessment upon a class, series or group of risks, and they may also provide that a portion of the profits of any class, series or group of risks, may be shared with the insured.

—duties of executive committee.

—the company is to issue standard policies.

Location of the company.

Section 6. Said company shall be located and have its prin-

cipal place of business in the city of Portland, county of Cumberland and State of Maine, but the business of the company may be transacted throughout the United States of America, and elsewhere, by means of agencies, branches, or otherwise, as may be deemed advisable.

Section 7. The first meeting of said corporation shall be called by notice signed by one of the incorporators hereinbefore named, stating the time and place thereof, a copy of which shall, seven days at least before the time appointed, be given to each incorporator, left at his usual place of business or residence, or deposited in the post office prepaid and addressed to him at his usual place of business or residence. Such notice shall be proved by affidavit of the person giving it. At such first meeting, including any adjournment thereof, an organization shall be effected by the choice by ballot of a temporary clerk who shall be sworn to the faithful discharge of his duties, by the adoption of by-laws consistent with this charter and laws of the state, and by the election of such officers as the by-laws require. The temporary clerk shall record the proceedings, until and including the qualification of the secretary of the corporation by his being sworn. No organization shall be effected at any such meeting or its adjournment unless a majority of the incorporators are present in person or by proxy. The original incorporators shall elect a board of directors, who shall thereafter choose one of their number a president, also an executive committee, a secretary and other officers, which under the by-laws they are authorized to choose. The president, the secretary and a majority of the directors, shall forthwith make, sign and swear to the certificate, setting forth the date of the approval of this charter, the name and purposes of the corporation, the amount of capital stock, the amount already paid in, the par value of the shares, the name and residence of the owners, the name of the county where it is located, and the number and names of the incorporators acting as directors. Such certificate shall be recorded in the registry of deeds in the county where the principal office is to be located, and a copy thereof certified by such register shall be filed in the secretary of state's office, who shall enter the date of filing thereof, and on the original certificate to be kept by the corporation, and shall record said copy in a book kept for that purpose. And from the time of filing said certificate in the secretary of state's office the stockholders of said corporation, their successors and assigns, shall be a corporation with the powers hereinbefore granted.

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First meeting, how called.

—majority of incorporators must be present at organization.

—certificate shall be made, signed and sworn to.

—certificate shall be recorded.