

# MAINE STATE LEGISLATURE

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EIGHTH REVISION

THE  
REVISED STATUTES

OF THE  
STATE OF MAINE

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VOLUME I



By the Authority of the Legislature

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the laws of this state, having occasion to issue bonds, may make them payable in instalments of uniform or increasing amounts extending over a period not exceeding 50 years. Provisions shall be made for the payment of not less than 1% of the whole issue each year and, in case the time of payment extends over a period of 50 years, the instalments shall cover the whole issue. In case the time of payment extends over a period of less than 50 years, a portion of the issue greater than the regular instalment may be made payable at the end of the period. Limitations upon the time for which bonds may be issued are modified in accordance herewith; provided, however, that this section shall not be construed to prevent any county, city, town, or water district, or municipal, private, or other corporation organized under the laws of this state from issuing bonds and making them payable in the same manner as it might do, if this section were not enacted; and no bonds issued prior to the 3rd day of July, 1909, if valid in other respects, shall be deemed invalid on account of any failure to comply with the provisions of this section.

Sec. 134. Wasting assets corporations. 1941, c. 39. Subject to any restrictions contained in its certificate of organization, the directors of any corporation engaged in the exploitation of wasting assets may determine the net profits derived from the exploitation of such wasting assets without taking into consideration the depletion of such assets resulting from lapse of time or from necessary consumption of such assets incidental to their exploitation.

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## CHAPTER 50.

### CORPORATIONS WITHOUT CAPITAL STOCK.

Sections 1-15 Organization. Powers. General Provisions.  
Sections 16-18 County Law Libraries.  
Sections 19-32 Proprietors of Lands and Wharves.

#### Organization. Powers. General Provisions

Sec. 1. Organization. R. S. c. 70, § 1. 1937, c. 99, § 4. When seven or more persons desire to be incorporated as proprietors of a social, military, literary, scientific, or county law library; as a Masonic lodge or chapter of any order or degree; as a Masonic association consisting of members of different orders or degrees; as a lodge of the Independent Order of Odd Fellows; as a lodge of the Knights of Pythias; as a tribe of the Improved Order of Redmen; as a division of the Sons of Temperance; as a tent of the Rechabites; as a grange of Patrons of Husbandry; as a Council of the Sovereigns of Industry; as a lodge of the Benevolent and Protective Order of Elks; as a Grand Army Post; as an American Legion Post; as a Council of the Boy Scouts of America; as a relief or benefit association for mutual assistance; as a cemetery association; as a monument or memorial association; as a society to promote temperance; as a village improvement society; as an association for the promotion of good municipal government; as a chamber of commerce or board of trade; as a yacht club; or for the purpose of preserving and maintaining a family homestead and the rights of descendants and of members of the family therein; or for any literary, scientific,

musical, charitable, educational, social, military, agricultural, moral, religious, or benevolent purpose; they may apply in writing to any justice of the peace in the county, who may issue his warrant, directed to one of said applicants, requiring him to call a meeting thereof at such time and place as the justice may appoint.

See c. 49, § 6, re exemption from filing fees for charitable and benevolent corporations; c. 56, §§ 218-232, re organization of non-profit hospital service; 90 Me. 410; 91 Me. 255; 94 Me. 400; 98 Me. 176; 104 Me. 329; 114 Me. 158; 131 Me. 211; 136 Me. 202.

**Sec. 2. Notice of meeting; waiver.** R. S. c. 70, § 2. 1931, c. 3. The applicant mentioned in the preceding section may call a meeting by reading the warrant in the presence and hearing of each applicant, or by leaving an attested copy thereof at his last and usual place of abode, at least 14 days before the day of meeting, or by publishing an attested copy thereof in some newspaper printed in said county, for 2 weeks successively, the 1st publication to be at least 14 days before the day of meeting. If all the signers of the application to the justice of the peace shall in writing waive notice and fix a time and place of such meeting, no notice or publication shall be necessary. All organizations prior to July 3, 1931 under the provisions of this chapter, at which all the signers of the application to the justice of the peace waived notice and fixed a time and place for meeting, are legalized.

94 Me. 400; 131 Me. 211.

**Sec. 3. Organization and powers; change of name; proceedings; fee.** R. S. c. 70, § 3. 1931, c. 81. When assembled pursuant to the warrant, they may organize themselves into a corporation, adopt a corporate name, and they, their associates and successors, may have continual succession; have a common seal; elect all necessary officers; adopt by-laws, not inconsistent with law, and enforce the same by suitable penalties; have the same rights and be under the same liabilities, as other corporations, in prosecuting and defending suits at law; and enjoy all other rights, privileges, and immunities of a legal corporation. Any corporation organized under the provisions of this section may vote by a majority vote, at a meeting of its members at which at least 25% are present, to change its name and adopt a new one, such notice of the intention to change the name to be given in the call for the meeting; and when the proceedings of such meeting relating to such change of name, certified by the clerk or secretary thereof, are returned to the office of the secretary of state to be recorded by him, the name shall be deemed changed; and the corporation, under its new name, has the same rights, powers, and privileges, and is subject to the same duties, obligations, and liabilities as before, and shall hold and be entitled to the same property and property rights as it held under its former name, and may sue or be sued by its new name; but no action brought against it by its former name shall be defeated on that account. A certificate of the change of the name of such corporation shall be filed by the clerk or secretary of the corporation in the registry of deeds in the county in which the corporation has its location, within 20 days after the proceedings of the meeting are returned to the office of the secretary of state. No fee shall be required therefor by the secretary of state but the registry of deeds shall receive for recording such certificate the fee of 50c.

94 Me. 400.

**Sec. 4. Certificate recorded in registry of deeds and office of secretary of state.** R. S. c. 70, § 4. Before commencing business, the president, treasurer, and a majority of the directors or trustees of every corporation organized under

the provisions of the foregoing sections shall prepare a certificate setting forth the name and purposes of the corporation, the town where located, the number and names of the officers, and shall sign and make oath to it; and after it has been examined by the attorney-general and been by him certified to be properly drawn and signed and to be conformable to the constitution and laws, it shall be recorded in the registry of deeds in the county where said corporation is located, in a book kept for that purpose; and within 60 days after the day of the meeting at which such corporation is organized, a copy thereof certified by such register shall be filed in the office of secretary of state, who shall enter the date of filing thereon and on the original certificate to be kept by the corporation, and shall record said copy in a book kept for that purpose. No fee shall be required hereunder by the attorney-general or secretary of state, but registers of deeds shall receive for recording such certificate the fee of \$1.

**Sec. 5. Power to hold property.** R. S. c. 70, § 5. 1941, c. 310. Every corporation organized under the provisions of the preceding sections may take and hold by purchase, gift, devise, or bequest, personal or real estate, in all not exceeding in value \$100,000, owned at any one time, and may use and dispose thereof only for the purposes for which the corporation was organized. Provided, however, that any corporation organized under the provisions of this chapter for the purpose of establishing and maintaining a hospital may receive and hold real and personal estate, to any amount, which may from time to time be given, granted, bequeathed, or devised to it, and accepted by the corporation for the uses and purposes of said hospital, provided always, that both the principal and income thereof shall be appropriated according to the terms of the donation, devise, or bequest.

90 Me. 410.

**Sec. 6. Facilities for winter sports provided for.** 1939, c. 145. Any corporation organized under the provisions of this chapter, and which owns, operates, and maintains facilities for recreation for the benefit of the people of the state and not as a commercial proposition, may enclose so much of the surface of any great pond, not exceeding 5 acres in area, during the time when said area is covered with ice, as is not being used for ice cutting operations, for the purpose of maintaining on said area facilities for winter sports of any kind; and shall have the right to exclude from said area persons not contributing to the financial support of said corporation, and may make and enforce rules and regulations for the use of said area, for the purpose of insuring the use and enjoyment thereof and the protection of persons using said facilities.

**Sec. 7. Change of name.** 1935, c. 6. Any corporation organized without capital stock may change its name at a legal meeting of its directors, trustees, or managing board, however designated, in the manner, with the effect and subject to the provisions contained in section 74 of chapter 49.

**Sec. 8. Corporations without capital stock, trustees.** 1937, c. 134. Corporations without capital stock may become trustees under the provisions of section 14 of chapter 54.

**Sec. 9. Consolidation of corporations without capital stock.** 1935, c. 64. Any two or more corporations organized without capital stock and existing under the laws of this state may consolidate into a single corporation which may be either one or any one of said corporations, or a new corporation under the laws of this state to be formed by means of such consolidation. Such a consolidation

may be effected by vote of the directors, trustees, or managing board however designated of each of said corporations at a legal meeting thereof ratifying a proposed agreement of consolidation, which agreement shall then be submitted to the attorney-general for his certification as conformable to the laws of this state and when certified by him shall then be recorded in the registry of deeds in the county where the consolidated corporation is located and in the county or counties where each of the constituent corporations is located and a copy thereof certified by the register of deeds shall be filed in the office of the secretary of state. When said agreement is so certified, recorded, and filed, the separate existence of all of the constituent corporations, or all of such constituent corporations except the one into which such constituent corporations shall have been consolidated, shall cease and the constituent corporations, whether consolidated into a new corporation or merged into one of such constituent corporations, as the case may be, shall become the consolidated corporation by the name provided in said agreement, possessing all the rights, privileges, powers, franchises, and immunities as well of a public as of a private nature, and being subject to all the liabilities, restrictions, and duties of each of such corporations so consolidated and all and singular the rights, privileges, powers, franchises, and immunities of each of said corporations, and all property, real, personal, and mixed, and all debts due to any of said constituent corporations on whatever account, and all other things in action of or belonging to each of said corporations, shall be vested in the consolidated corporation; and all property, rights, privileges, powers, franchises, and immunities, and all and every other interest shall be thereafter as effectually the property of the consolidated corporation as they were of the several and respective constituent corporations, and the title to any real estate, whether by deed or otherwise, under the laws of this state, vested in any of such constituent corporations, shall not revert or be in any way impaired by reason thereof; provided that all rights of creditors and all liens upon the property of any of said constituent corporations shall be preserved unimpaired, limited to the property affected by such liens at the time of the consolidation, and all debts, liabilities, and duties of the respective constituent corporations shall henceforth attach to said consolidated corporation and may be enforced against it to the same extent as if said debts, liabilities, and duties had been incurred or contracted by it.

**Sec. 10. Charitable corporations, suits by or against.** R. S. c. 70, § 6. No corporation, organized for charitable or benevolent purposes, shall sue any of its members for dues or contributions of any kind, or be sued by any member for any benefit or sum due him, but all such rights and benefits, dues and liabilities, shall be regulated and enforced only in accordance with its by-laws.

95 Me. 497; 128 Me. 417.

**Sec. 11. Use of name of state in title forbidden, under penalty of forfeiture of appropriation.** R. S. c. 70, § 7. No charitable institution or association of a private or of a semi-public nature, incorporated by special act of the legislature or organized in conformity with section 1 after the 11th day of July, 1913, shall use the name of the state in its title. Provided, however, that the members of any existing voluntary association established prior to said day and theretofore using the name of the state in its title, may, subsequent to said day, incorporate under the same title in conformity with said section 1. If, upon complaint by any person, the governor and council, after notice and hearing, find that any institution or association has violated the provisions of this section, such institution or association shall forfeit its right to any appropriation from the state.

**Sec. 12. Protection of certain corporations or organizations in use of names; prior and exclusive use of names.** R. S. c. 70, § 8. No person, society, association, or corporation shall assume, adopt, or use the name of a benevolent, humane, fraternal, or charitable organization, incorporated under the laws of this state, or any other state, or of the United States, or holding its charter or warrant under some recognized supreme grand body having authority to issue the same, or a name so nearly resembling the name of such incorporated or chartered organization as to be a colorable imitation thereof, or calculated to deceive persons not members, with respect to such organizations. In all cases where two or more such societies, associations, corporations, or organizations claim the right to the same name, or to names substantially similar as above provided, the organization which was first organized and used the name, or first became incorporated under the laws of the United States or of any state, shall be entitled in this state to the prior and exclusive use of such name, and the rights of such societies, associations, corporations, or organizations and of their individual members shall be fixed and determined accordingly.

**Sec. 13. Badge, button, emblem, decoration, etc., not to be worn, or name assumed, without authority; proviso.** R. S. c. 70, § 9. No person shall wear or exhibit the badge, button, emblem, decoration, insignia, or charm, or shall assume or use the name of any benevolent, humane, fraternal, or charitable corporation, incorporated under the laws of this state, or any other state, or of the United States, or holding its charter or warrant under some recognized supreme grand body having authority to issue the same, or shall assume or claim to be a member thereof, or of a benevolent, humane, fraternal, or charitable corporation, or organization, the name of which shall so nearly resemble the name of any other corporation or organization existing prior to the organization of the corporation, organization, or association of which such person may claim to be a member, the name whereof may be calculated to deceive the people with respect to any such prior corporation or organization, unless he shall be authorized under the laws, statutes, rules, regulations, and by-laws of such former corporation or organization to wear such badge, button, emblem, decoration, insignia, or charm, or to use and assume such name as a member thereof. Provided, however, that nothing in the provisions of this chapter shall be construed to forbid the use of such badge as a measure of protection, by the wife, mother, sister, or daughter of any man entitled to wear the same.

See c. 12, § 87, re unauthorized use of badge of certain organizations.

**Sec. 14. Court may issue injunction restraining violation.** R. S. c. 70, § 10. Whenever there shall be an actual or threatened violation of any of the provisions of the 2 preceding sections, the supreme judicial court and the superior court shall have jurisdiction to issue an injunction, upon notice to the defendant of not less than 5 days, restraining such actual or threatened violation, and if it shall appear to the court that the defendant is in fact using the name of a benevolent, humane, fraternal, or charitable corporation or organization, incorporated, or organized as aforesaid, or a name so nearly resembling it as to be calculated to deceive the public, or is wearing or exhibiting the badge, insignia, or emblem of such corporation or organization without authority thereof, and in violation of the 2 preceding sections, an injunction may be issued, enjoining or restraining such actual or threatened violation, without requiring proof that any person has in fact been misled or deceived thereby.

See c. 95, § 4, re equity jurisdiction.

**Sec. 15. Penalty.** R. S. c. 70, § 11. Whoever violates the provisions of sections 12 or 13 shall be punished by a fine of not more than \$50, or by imprisonment for not more than 30 days, or by both such fine and imprisonment.

### County Law Libraries

**Sec. 16. County law library association, how organized.** R. S. c. 70, § 12. In every county, where five or more attorneys reside, any five of them may procure themselves and the other attorneys resident in the county to be incorporated as aforesaid for the purpose of establishing a law library; and the notification required, if posted in some conspicuous part of the court-house 7 days previous to their meeting, is sufficient; they may take the name of "The trustees of the law library in the county of —;" and at such meeting, which shall be held at a term of the court therein, they may choose a clerk, librarian, and treasurer, to be sworn, and hold their offices during the pleasure of the corporation; they may make all necessary and lawful regulations; and at their meetings, the oldest member present shall preside.

**Sec. 17. Duties of treasurer and clerk.** R. S. c. 70, § 13. The treasurer of each library association, under the direction of the trustees, shall apply all moneys received of the county treasurer, and all bequests and gifts, to form a law library under the appointed regulations; and the clerk shall keep an exact record of all their proceedings.

See c. 79, § 151, re payments to county law libraries.

**Sec. 18. Accounts of treasurer.** R. S. c. 70, § 14. The treasurer shall keep an exact account of all moneys, gifts, and bequests belonging to the corporation, and annually settle the same on oath, in the manner prescribed; and the treasurer, librarian, and clerk shall be answerable for all misfeasance in an action by the corporation. The treasurer shall, annually, before the 2nd Wednesday in January, deposit in the office of the treasurer of state a statement of the funds received by the corporation during the year preceding.

### Proprietors of Lands and Wharves

**Sec. 19. Warrant for calling meetings, to whom directed.** R. S. c. 70, § 15. When any five, or a majority, of the proprietors of lands or wharves, held in common, desire a meeting of the proprietors for the purpose of forming a corporation, or for any other purpose, they may make written application signed by them or their agents, to any justice of the peace residing in the county in which the lands or wharves are situated; said justice shall thereupon issue his warrant calling a meeting at the time and place, and for the purposes distinctly stated in the application, directed to one of the proprietors, requiring him to give notice thereof.

12 Me. 313, 400; 18 Me. 215; 26 Me. 549; 118 Me. 1.

**Sec. 20. Modes of giving notice.** R. S. c. 70, § 16. If the lands lie in one or more incorporated towns, a notice in writing shall be posted in some public place in each, and published in the state paper, and in one of the newspapers printed in the county where any part of them lies, 14 days before the meeting; but if not, in the state paper, and in one other newspaper, if any, in the county where any part of them lies, 4 weeks successively next before the meeting; or the meeting may be warned by posting written notifications, in some public place in each town where any proprietor resides, 14 days before the time appointed therefor.



**Sec. 21. Officers, and calling of future meetings.** R. S. c. 70, § 17. At such meeting, such proprietors as assemble in person or by attorney may organize into a corporation if not already so organized, choose a moderator, clerk, treasurer, assessors, collector of taxes, committees, and other needful officers; and may by vote decide upon the manner of calling and notifying future meetings.

18 Me. 215; 26 Me. 549.

**Sec. 22. Officers to be sworn.** R. S. c. 70, § 18. The clerk, treasurer, assessors, and collector shall be sworn by the moderator or a justice of the peace, and the clerk shall record the votes passed at all meetings.

26 Me. 553; 53 Me. 233.

**Sec. 23. Business must be specified in warrant; how votes are to be counted.** R. S. c. 70, § 19. No business shall be acted upon at any meeting, unless distinctly expressed in the warrant therefor; the proprietors' votes shall be counted according to the interest of each in the common lands, if known, and in that way the moderator shall make certain all doubtful votes; and they may pass by-laws as to the management, improvement, division, and disposal of their lands or wharves, subject to the approval of the county commissioners of the county where the lands lie, and may annex penalties to the breach of them, not exceeding \$3 for 1 offense, to be disposed of as they direct.

**Sec. 24. Prosecution and defense of actions.** R. S. c. 70, § 20. The proprietors may prosecute and defend suits by their agent, and the certificate of the proprietors' clerk is evidence of such agency.

37 Me. 44.

**Sec. 25. Raising and assessment of moneys; publication.** R. S. c. 70, § 21. At any legal meeting, the proprietors may raise money for bringing forward, completing the settlement of, managing, or improving said lands, or for their common good, and assess the same according to their interests in the lands; and the treasurer, collector, or committee shall publish such assessment in the same manner as a meeting of the proprietors is notified.

**Sec. 26. Payment may be enforced by sale.** R. S. c. 70, § 22. If any proprietor neglects to pay his assessment to the treasurer, collector, or committee, for 6 months, if he resides in the state, otherwise for 12 months, then the committee may, from time to time, sell at auction so much of his right in the common lands, as is sufficient to pay his tax and the reasonable charges of sale, after notice thereof, posted as aforesaid, and published in 2 of the newspapers before named 5 weeks successively next before the time of sale; and may give deeds thereof in fee to the purchaser.

4 Me. 248; 5 Me. 348; 7 Me. 408.

**Sec. 27. Right of redemption.** R. S. c. 70, § 23. The proprietor of the right so sold may redeem it within a year, by paying to the committee the sum for which it was sold, with \$12 for each hundred produced by such sale, and in that proportion for a greater or less sum.

**Sec. 28. Treasurer's powers and duties.** R. S. c. 70, § 24. The treasurer may sue for and collect all debts due to the proprietors, and shall render his account of all moneys received and paid; and he shall hold his office during their pleasure.

**Sec. 29. Management of property; proxies.** R. S. c. 70, § 25. A majority of proprietors present at any legal meeting may order, manage, improve, divide,

or dispose of their lands as they choose; and may vote in person, or by attorney appointed in writing.

48 Me. 526; 118 Me. 4.

**Sec. 30. Proprietors' records, how preserved.** R. S. c. 70, § 26. After a final division of their common property, the proprietors shall cause their records to be deposited in the office of the clerk of the town in which some part of such land lies; and he may record votes and certify copies of such records, as the proprietors' clerk might have done; and the last clerk chosen shall continue in office until the records are so deposited.

53 Me. 233.

**Sec. 31. Certain corporate powers continued for 10 years after final division.** R. S. c. 70, § 27. A final division shall not dissolve the corporation until 10 years thereafter; but the last proprietors in common and their heirs shall continue in their corporate capacity, for the collection and payment of all debts due to or owing by the corporation; and may call and hold meetings, and vote assessments to pay their debts and all other charges necessary for closing their business.

**Sec. 32. Money may be raised for highways.** R. S. c. 70, § 28. The owners of an unincorporated township or tract may call meetings to raise money, for making and repairing highways lawfully laid out, and to choose officers to assess and collect it.

See c. 79, § 52, re ways in places not incorporated.

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## CHAPTER 51.

### CREDIT UNIONS.

**Sec. 1. Name; definition.** 1941, c. 234, § 1. A corporation organized under the provisions of this chapter shall include in its corporate name the words "credit union". Other distinguishing words may be used. The words "credit union" shall mean a corporation organized under the provisions of this chapter or corresponding provisions of earlier laws, and, unless the context otherwise requires, the word "commissioner" shall mean the bank commissioner.

**Sec. 2. Incorporation, etc.** 1941, c. 234, § 2. Ten or more persons, resident of this state, who have associated themselves by a written agreement with the intention of forming a corporation for the purpose of accumulating and investing the savings of its members and making loans to them for provident purposes, may, with the consent of the commissioner, become such a corporation upon complying with the provisions of the following section. The said commissioner may grant such consent when satisfied that the proposed field of operation is favorable to the success of such corporation, and that the standing of the proposed incorporators is such as to give assurance that its affairs will be administered in accordance with the spirit of this chapter. A credit union shall organize and commence business within 6 months from the date of its incorporation, otherwise its charter shall become void.