

which shall be on the first Tuesday of May in each and every year, and shall continue in office for one year, and until others are duly elected, a majority of whom shall constitute a quorum for the transaction of all kinds of business; that the said directors shall be elected by ballot by a majority of the votes of the lotholders present in person or by proxy, and a majority of the votes given shall be necessary to a choice, and such ballot shall be made from time to time until the requisite number of directors shall be chosen; each lot shall entitle the holders thereof to have one vote. If any vacancy or vacancies by death, resignation or otherwise, the remaining directors or director shall have power to fill all such vacancies, to serve until others are duly elected, and if at any time vacancies should exist in the office of all the directors, or if elections for directors should not be held as herein directed, this corporation shall not thereby cease, but directors shall be elected to fill said vacancies at such time and place as the lotholders, or a majority of them, shall appoint, who shall have the same powers as if they had been elected at an annual meeting, and hold their office until others are duly elected. The directors shall appoint one of their number president, who shall have such powers and perform such duties as shall be provided by the by-laws; that the said C. S. Ellison, Joshua Clayton, J. H. Brooks, J. R. Kirk, John Davidson and J. S. Hopper shall be directors until the first annual meeting after this Act shall go into operation, and until others shall be duly elected.

How elected.

Vacancy.
How filled.

SEC. 3. *And be it further enacted,* That the directors for the time being shall have full power and authority, and it shall be their duty to lay out the grounds aforesaid into burial lots in such manner and form as they shall deem most suitable, and to lay out such aisles or passways as to them shall seem right and proper, and shall dispose of such lots by sale at auction or otherwise for the best price that can be attained therefor, giving at least ten days' notice of the time and place of such sale by putting up not less than five advertisements in the most public places in the neighborhood, and if any of the lots should remain unsold after such sale, the said directors may at any time thereafter sell the same at such time and in such manner as they may think best, and the said directors shall at all times have the management and control of the said cemetery, and shall lay out and expend the funds arising from the sale of burial lots and from the charge for burial in the strangers' or public ground, after the payments of the purchase money of the said lot of ground, in improving, repair-

Duties of
directors.