

Proxy.

elected and qualified, and four Directors shall be a quorum for the transaction of business, it being the duty of the President, for the time being, to cause thirty days notice of the time and place of holding each annual election, to be given by one or more advertisements in a newspaper published in Hagerstown, and in all elections the stockholders may vote in person or by written proxy, according to the number of shares held, each share of stock being entitled to one vote, and a quorum of the Directors for the time being shall be judges of the election, and no one shall be a Director who is not a stockholder, and in case of vacancy in said Board by death or resignation of the President or a Director, a quorum may fill said vacancy by electing some stockholder to such vacancy.

Majority to
do business.

Sec. 7. *And be it enacted*, That a general meeting of the stockholders may be called at any time, upon giving thirty days notice; *provided*, that a majority of the stockholders holding a majority of the capital stock of said Company shall be required to transact business in such meeting of the stockholders, and at all such meetings the vote shall be taken by stock.

Officers.

Sec. 8. *And be it enacted*, That the said President and Directors, or a majority of them, may appoint all such officers, engineers, agents or servants whatsoever, as they may deem necessary for the transaction of the business of the Company, and may remove them at their pleasure, and they or a majority of them, shall have power to determine by contract the compensation of all such officers in the employ of said Company, and to determine the manner of adjusting and settling all accounts against said Company, and also the manner and evidence of the transfer of stock in said Company, and they, or a majority of them, shall have power to pass all by-laws which they may deem necessary or proper for exercising all the powers vested in the Company hereby incorporated, and for carrying the object of this Act into effect; *provided only*, that such by-laws shall not be contrary to the laws of the United States, or the laws of this State, or any of the provisions of this Act.

Transfer stock

Sec. 9. *And be it enacted*, That if the capital stock of said Company shall be deemed insufficient