

given to each shareholder or member by leaving the same with him or at his residence or usual place of business, or by mailing it, postage prepaid, and addressed to him at his address, as it appears upon the books of the corporation; and no business shall be transacted at such meetings except that specially named in the notice.

See notes to sec. 17.

An. Code, sec. 16. 1904, secs. 6, 7. 1888, secs. 6, 7. 1868, ch. 471, secs. 6 and 7.
1908, ch. 240, sec. 16. 1916, ch. 596, sec. 16.

20. Upon the request in writing delivered to the president or secretary or any director, of a majority of all the members, or of the holders of a majority of all the shares outstanding and entitled to vote, it shall be the duty of such president, secretary or director to call forthwith a meeting of the stockholders or members. Such request shall state the purpose of the meeting, and notice thereof shall be given as required by the next preceding section. If the person to whom such request in writing shall have been delivered shall fail to issue a call for such meeting within three days after the receipt of such request, then the stockholders owning a majority of the voting shares, or members constituting a majority of all the members, may do so by giving fifteen days' notice of the time, place and object of the meeting by advertisement inserted in a newspaper published in the county or city in which the principal office of the corporation is situated. At any meeting called and warned under the provisions of this and the next preceding section, any director may, by a vote of a majority of all of the shares of stock outstanding and entitled to vote or by a vote of a majority in number of all of the members, be removed from office and another be appointed in the place of the person so removed, to serve for the remainder of his term.

Sec. 6 of the Code of 1904, referred to in construing secs. 65 and 66 of that Code—
see notes to sec. 10. *Darrin v. Hoff*, 99 Md. 498.
See notes to sec. 28.

An. Code, sec. 17. 1908, ch. 240, sec. 17. 1914, ch. 379. 1916, ch. 596, sec. 17.
1920, ch. 545, sec. 17. 1922, ch. 309, sec. 17. *1927 ch. 581, 212-21*

21. All meetings of the stockholders or members shall be held in this State. The presence, in person or by proxy, of stockholders or members entitled to cast a majority in number of votes, shall be necessary to constitute a quorum, unless the charter otherwise provides; provided, however, that building associations, athletic or social clubs, or mutual insurance companies, whose policy-holders, for the time being, are the members thereof, and corporations having no capital stock may provide by their by-laws what shall constitute a quorum. Except in cases in which it is by this Article, or by charter or by-law provision not inconsistent with this Article, otherwise provided, a majority of the votes cast, at a duly constituted meeting, shall be sufficient to elect and pass any measure. If so provided in the by-laws of any corporation having no capital stock, any action required by law to be taken or authorized by the affirmative vote of a majority or other designated proportion of all of the members shall be