

execution, any condition, covenant, or agreement to the contrary notwithstanding; but nothing herein contained shall be construed to exempt the said corporation, or the lands, tenements, goods and chattels of the same from being also liable for and chargeable with the said excess; and such of the said directors who may have been absent when the said excess was created, or who may have dissented from the resolution or act whereby the same was created, may respectively exonerate themselves from being so liable by forthwith giving notice of the fact, and of their absence or dissent, to the governor of this State, and to the stockholders, at a general meeting, which they shall have power to call for that purpose.

Art. 8. The president and a majority of the directors shall constitute a board for the transaction of business; and in the event of the election of one of the directors elect to the office of president, then, in that case, the president and three directors shall constitute a board and quorum for the transaction of business generally; but ordinary discounts may be made by the president and three directors, or a majority of any board of directors; and in case of sickness or necessary absence of the president, his place may be supplied by a director, whom he, by writing under his hand, shall nominate for the purpose.

Art. 9. Half yearly dividends shall be made to the stockholders, of so much of the net profits of the corporation as shall appear to the president and directors advisable, and such dividends shall be declared in the months of June and December, and shall be paid on the second Monday of the ensuing month after they are declared; and if the directors shall at any time wilfully and knowingly make or declare any dividend which shall impair the capital stock, all the directors present at the making or declaring such dividend, and consenting thereto, shall be liable in their individual capacities to the corporation for the amount or proportion of the said capital stock so divided by the directors; and each director who shall be present at the making or declaring of such dividend, shall be deemed to have consented thereto, unless he shall immediately enter his dissent in writing on the minutes of the proceedings of the board, and give public notice to the stockholders that such dividend has been declared.