

VII. AND BE IT ENACTED, That the directors shall have power to employ the funds belonging to the corporation in such manner, not being contrary to the laws of this state, as they may deem most advantageous to the institution; to appoint each and every year such officers, clerks and servants under them, as shall be necessary, and to fix the annual salary of the president, and to allow their other officers severally a certain annual salary for their respective services, which shall be ascertained and fixed by the directors each and every year, immediately after the election of said directors, and before the election of president and appointment of said officers, clerks or servants; and shall also have power to hire or purchase a suitable building in which to transact the affairs of the company.

C H A P.
XLI.
Directors to
employ the
funds, &c.

VIII. AND BE IT ENACTED, That the president for the time being, by order and direction of the directors, shall have full power and authority, in the name and behalf of the company, to make all kind of marine insurances, insurances against fire, insurances on lives, and insurances on the inland transportation of goods, wares and merchandise, and to lend money on bottomry and *respondentia*, or otherwise, and generally to do, transact and perform, all the business relating to the objects aforesaid, and subscribe all policies of insurance on behalf of said company, under the style and title of President of the Union Insurance Company of Maryland.

President may
make insu-
rances, &c.

IX. AND BE IT ENACTED, That the directors shall keep full, fair and correct entries of the proceedings, which shall be at all times open to the inspection of the stockholders.

Entries to be
kept, &c.

X. AND BE IT ENACTED, That the directors, within six days preceding the last Monday of March of each and every year, or oftener if they shall so think fit, shall declare a dividend of the profits of the company, or of so much thereof as to them shall seem advisable, but in no case shall such dividend exceed two parts in three of the then profits; and the remaining one third part of such profits shall be added to, and constitute part of, the capital stock of said corporation, and shall be vested in the banks or public stocks, at the discretion of the directors, in like manner as they are authorised to employ the original capital of said company; and the dividend so declared shall be paid to the respective proprietors, on demand, but the monies received as premiums on risks, which shall be undetermined and outstanding, shall not be considered as part of the profits of the corporation; and in case of any loss or losses, whereby the capital stock of the corporation shall be lessened, no subsequent dividend shall be made until a sum equal to such diminution, and arising from the profits of the corporation, shall have been added to the capital.

A dividend to
be declared, &c.

XI. AND, for the greater security of persons having insurances effected in the said Union Insurance Company of Maryland, BE IT ENACTED, That if at any time the funds of the said corporation should not be competent to pay and satisfy the just demands of the assured, nothing herein contained shall be construed to discharge the stockholders from being liable for their respective proportions of said losses, according to the number of shares they may hold therein, but no stockholder shall be liable for more than his own proportion of losses as aforesaid, or to answer for the failure or deficiency of others; and if a judgment shall or may at any time be rendered against the said corporation, in a suit upon a policy of insurance by them signed, and no property can be found whereon an execution may be laid to satisfy the said judgment, then and in such case the plaintiff or plaintiffs may, and he or they are hereby empowered to file, in the court of chancery, a bill of discovery and relief against the directors of the corporation as against private individuals, wherein they shall be severally compelled to discover the interest or shares which each and every member of the corporation may have therein, and upon such discovery being had, the chancellor shall ascertain the proportionate parts of the said judgment which the said members severally ought to pay, and he is hereby authorised to decree accordingly the sum of money which each and every member of said corporation shall pay to the said plaintiff or plaintiffs.

Nothing herein
to discharge the
stockholders,
&c.

XII. AND, whereas the security to the insured, and the stability of this institution, will greatly depend on the stockholders being persons of sufficient property to make good any losses which may happen; therefore, BE IT ENACTED, That no transfer shall be made of the stock or shares of any member of this corporation, but such as shall be approved of by a board of the directors for the time being, who shall vote by ballot for the purpose, after which admission the directors shall cause the transfer to be entered on their books kept for that purpose, and the purchaser shall thenceforth be entitled to all the benefits, and be subject to all the losses, to which the original proprietor would be entitled or subjected.

Transfers to be
approved, &c.

XIII. AND BE IT ENACTED, That this act shall continue and remain in force until the third Monday in March, eighteen hundred and twenty, and to the end of the next session of assembly that may happen thereafter.

Duration.