

C H A P.  
XIX.

corporation, neither shall the said corporation take more than at the rate of six *per centum per annum* for or upon their loans or discounts.

10th. The president and directors may discount notes or bills at any length of time, not exceeding one hundred and twenty days, and may loan money on property security to practical mechanics or manufacturers only, but not exceeding one eighth part of the stock actually paid into the bank at the time of making such loan or loans.

11th. Neither the president nor any director shall be entitled to receive, on accommodation paper, discounts or loans exceeding in the whole, at any time, the sum of nine thousand dollars, renewable however from time to time at the discretion of the president and directors; nor shall any person or firm receive on property security any greater sum than three thousand dollars, nor for a longer term than two years.

12th. No loan shall be made by the said corporation for the use or on account of this state, or the United States, nor of any particular state, to an amount exceeding twenty thousand dollars, or to any foreign prince or state whatsoever, without the previous consent of the legislature.

13th. The president and eight directors shall constitute a board for the transaction of business, but ordinary discounts may be done by the president and five directors.

14th. In case of sickness or necessary absence of the president, his place may be supplied by a director to be appointed president *pro tempore* by the president, or in case of his incapability to make the appointment, by the directors for the time being.

15th. In case of death, disqualification, resignation, or removal out of the city of Baltimore and its precincts, of the president, the directors shall meet as soon as can be thereafter and elect another person for president for the residue of the year.

16th. No director shall be entitled to receive any emolument for his services, unless the same shall have been allowed at a general meeting of the stockholders.

17th. The president and directors may call a general meeting of stockholders for any purpose relative to the institution, giving at least three weeks notice in two or more newspapers printed in the city of Baltimore; any number of stockholders, not less than fifty, who together shall be proprietors of not less than one thousand shares, may at any time apply to the president and directors to call a general meeting of stockholders for any purpose relative to the institution, and if the president and directors shall refuse to call such meeting, the said number of stockholders, proprietors of not less than the aforesaid number of shares, shall have power to call a general meeting of stockholders, giving at least sixty days notice in two or more newspapers printed in the city of Baltimore, and specifying in such notice the object or objects of such meeting.

18th. The dividends of the profits of the corporation, or of so much of the said profits as shall be deemed expedient and proper, shall be declared half yearly during the months of May and November, (and be paid in the months of June and December in every year,) and shall, from time to time be determined by a majority of the directors, at a meeting to be held for that purpose, and shall in no case exceed the amount of the neat profits actually acquired by the corporation, so that the capital stock of the corporation shall never be impaired by dividends; and at the expiration of every three years a dividend of surplus profits shall be made, but the directors shall then be at liberty to retain at least one *per cent.* upon the capital for the time being, as a fund for future contingencies. It shall be the duty of the president to cause a correct statement of all surplus profits remaining in the bank, not divided among the stockholders antecedent to each annual election, to be made out and kept in the bank free for the inspection of stockholders, between the times of such dividends being declared, and each annual election.

19th. 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, or give public notice to the stockholders that such dividend has been declared.

20th. The shares of stock shall be transferrable on the books of the bank only, according to such rules as shall be established by the president and directors, but all debts, actually due and payable to the bank by a stockholder requiring a transfer, must be satisfied before such a transfer shall be made, unless the president and directors shall direct otherwise.

21st. The lands, tenements and hereditaments, which it shall be lawful for the corporation to hold, shall be only such as shall be requisite for their immediate accommodation in relation to the convenient transaction of their business, and such as shall have been *bona fide* mortgaged or conveyed to them by way of security, or in satisfaction of debts contracted in the course of their dealings, or purchased at sales upon judgments which shall have been obtained for such debts.