

majority of votes then present their officers for the ensuing year as mentioned in section three of this act, who shall continue in office for one year and until others are chosen and the said stockholders shall meet at such other times as they may be summoned so to do by the directors in such manner and form as shall be prescribed by the by-laws, and at the annual and special meetings they shall have full power to do any corporate act consistent with this charter, and the number of votes to which each stockholder shall be entitled, shall be according to the number of shares he may hold, each share entitling him to one vote, but no share shall entitle or confer a right of suffrage, which shall not have been held at least one calendar month prior to the day of election, nor unless it be holden by the person in whose name it appears absolutely and bona fide in his own right or in right of his wife, or for his or her sole use and benefit or as executor or administrator, trustee or guardian or in the right and for the use and benefit of some co-partnership, corporation or society of which he or she may be a member and not in trust for and to the use and benefit of any other person and in all voting by proxy attorney shall be legally constituted.

SEC. 5. *And be it enacted*, That the election of officers aforesaid shall be conducted in the following manner, that is to say: the directors for the time being shall appoint thereof the stockholders not being directors to be judges of the said election, and to conduct the same after having severally taken and subscribed an oath or affirmation before a judge or justice of the peace, well and truly and according to law to conduct such election and the said judges or a majority of them shall decide upon the qualifications of the voters, and when the election is closed shall count the votes and declare who has been elected, and if it shall at any time happen that an election of any one or all the officers of said company shall not be made the corporation shall not for that cause be deemed to be dissolved, but it shall be lawful to hold and make such election of president, directors, treasurer or other officers on the same day, or upon any day thereafter by giving ten days notice at least thereof, signed by the president or secretary in the newspapers as before mentioned, of the time and place of holding said election and the president, directors and other officers last elected shall continue to act and be invested with all the powers belonging to their respective situations, until another election shall take place; in case of the death, resignation, refusal or neglect

Manner of
conducting an
election.