

nothing more, shall at all times be answerable for the demands against the said company.

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6. *And be it enacted,* That the affairs of the bank shall be managed by twelve directors, and a president to be chosen by the directors; all of whom shall reside in Dorchester county; stockholders actually resident within the United States, and none other, to vote by proxy; and after the first election no share or shares which shall not have been holden four calendar months prior to the day of election shall confer a right of suffrage.

Affairs of bank how to be managed.

7. *And be it enacted,* That in choosing directors the stockholders shall be entitled to vote as follows: for one share and not more than two shares, one vote each; for every two shares above two and not exceeding ten, one vote; for every four above ten, and not exceeding thirty, one vote; for every six shares above thirty and not exceeding sixty, one vote; for every eight shares above sixty and not exceeding one hundred, one vote; and for every ten shares above that number, one vote; but no person or persons, or body politic, shall be entitled to a greater number than thirty votes, and all votes at elections shall be by ballot, delivered in person or by proxy.

Votes.

8. *And be it enacted,* That no stockholder shall be entitled to vote on his stock for president and directors, unless he shall have complied with the calls of payment made by the president and directors, and that each and every stockholder may pay on as many shares as he pleases, agreeably to the calls made by the president and directors, and shall be entitled to vote on such shares, so paid, according to the calls aforesaid.

No stockholder entitled to vote unless he has complied with call for payment.

9. *And be it enacted,* That no person can be permitted to take his seat as director, unless he shall be at the time a stockholder, holding at least five shares, and if he shall at any time cease to be a stockholder as aforesaid, he shall cease to be a director.

No person to act as director unless he is a stockholder.

10. *And be it enacted,* That the president and directors first chosen shall hold their seats for twelve months, and the president and eleven directors may be re-elected at the regular annual elections; if the president shall be chosen out of the number of directors, his place shall be supplied by the directors from among the stockholders; and if a vacancy shall at any time happen among the directors by death, resignation or otherwise, the directors shall elect a director to fill the vacancy for the residue of the year, from among the stockholders.

Elections.

11. *And be it enacted,* That in case of sickness or necessary absence of the president, he shall signify the same to the directors, who shall appoint one of the board of directors to act as president *pro tempore*.

President *pro temp.*

12. *And be it enacted,* That the board of directors for the bank shall have power to appoint a cashier, and other officers and servants, for executing the business of the company, and to allow such compensation for their services as shall be reasonable; no director shall be entitled to any emolument unless the same shall have been allowed by the stockholders at a general meeting; the stockholders shall make such compensation to the president for his extraordinary attendance at the bank, as shall appear to them reasonable.

Directors to appoint president, &c.