

SPECIAL ACTS AND RESOLUTIONS

PASSED BY THE

GENERAL ASSEMBLY

OF THE

STATE OF CONNECTICUT,

AT THE

MAY SESSION, 1875.



PUBLISHED BY AUTHORITY.

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[House Joint Resolution No. 121.]

[32.]

INCORPORATING THE FOUNTAIN WATER COMPANY.

UPON the petition of The Fountain Water Company, by its committee, Charles C. Jackson and Jacob A. Fisk, and by its directors and others, for and in behalf of the stockholders of the corporation heretofore known as "The Fountain Water Company" of Derby, New Haven county, on file:

Resolved by this Assembly; SECTION 1. That Josiah M. Colburn, Lewis Hotchkiss, H. M. Jackson, Frederick Holbrook, Charles C. Jackson, Jacob A. Fisk, Nathan S. Johnson, of said town of Derby, and such other persons as are owners of stock in the association and corporation aforesaid, called The Fountain Water Company, be, and they are hereby, with their successors and assigns, made and established a corporation by the name of Fountain Water Company, to be located in said town of Derby, for the purpose of furnishing the inhabitants of that portion of said town of Derby lying west of the Naugatuck river with an abundant supply of water and ice for public and domestic use, and by that name be, and hereby are, made capable in law to have, purchase, receive, possess, and enjoy, to them and their successors, lands, rents, tenements, hereditaments, goods, chattels, and effects, of any kind and quality soever, necessary to give effect to the specified purposes of this company, and for their business and concerns, and the same to sell, grant, devise, aliene, and dispose of; to sue and be sued, plead and be impleaded, defend and be defended, in all courts in this state or elsewhere; to make and have a common seal, and the same to break and renew at pleasure; also to make, ordain, establish, and put in execution such by-laws, ordinances, and regulations as

shall from time to time be deemed necessary and convenient for the well ordering and government of said corporation, not being contrary to this act and the laws of this state, or the United States; and to do and execute, all and singular, the matters and things which to them may or shall appertain to do, subject to the rules, regulations, and provisions hereinafter prescribed.

SEC. 2. As soon as said Fountain Water Company shall be organized pursuant to the subsequent provisions of this act, all the estate, both real and personal, goods, chattels, choses in action, and effects and property of every description belonging to the association heretofore known as The Fountain Water Company, shall become vested in the company hereby constituted its successor; and the company hereby incorporated may maintain suits on all rights of action which have accrued and are still outstanding or continuing in favor of the association aforesaid, as if the same had accrued to the new corporation hereby authorized in its own right; and said new corporation shall be liable upon all debts and claims which do now or hereafter shall lawfully exist against the former association aforesaid, and may be sued thereon in the same way as if the said new company had, by acting in its own behalf, incurred said debts or become liable on said claims: *provided*, that nothing herein contained shall be held to exempt the former association aforesaid, or its stockholders or owners of stock, or its property, from its or their liability to legal process founded upon any debt or claim heretofore contracted or incurred by said former association; *and further provided*, that all persons holding such claims shall have the right to pursue their lawful remedy against said former association and the property of said association, the same as if this act had not been passed.

SEC. 3. The capital stock of said corporation shall be twenty thousand dollars (\$20,000), with liberty to increase the same from time to time to an amount not

exceeding fifty thousand dollars (\$50,000), and such addition or increase shall be made only by a major vote of the stockholders present at a meeting specially warned for that purpose. The capital stock of said corporation shall be divided into shares of twenty-five dollars (\$25.00) each, which shares shall be deemed personal property, and be transferrable only on the books of said corporation in such manner as its by-laws shall prescribe, and the said capital shall consist of the property mentioned in the second section of this act; and the whole number of eight hundred (800) shares now existing in said former corporation shall be deemed to be taken, subscribed, and owned by the several stockholders of said former association, in such manner that each and every of said holders may respectively have the same number of shares as at the time of said distribution, or acceptance of this act he or she may hold in said former association, and said corporation shall have at all times a lien on any and every stockholder's share or shares of capital stock for all debts due from such stockholder to said corporation.

SEC. 4. The government and direction of the affairs of said company shall be vested in a board of not less than five, nor more than nine directors, who shall be chosen by the stockholders of said company, in the manner hereinafter provided, a majority of whom shall be residents of the town of Derby. Said directors shall hold their offices till others are duly elected and qualified to take their places as directors; and the said directors (any three of whom shall be a quorum for the transaction of business) shall elect one of their number to be president of the board, who shall also be president of said company. They shall also choose a secretary and a treasurer; which treasurer shall give bonds with security, to said company, in such sum as said directors may require, for the faithful discharge of his trust. The directors of said former association

are hereby authorized and directed to call the first meeting of the stockholders of said former association in such way and at such time and place as they may appoint, to vote upon the acceptance of the provisions of this charter, and if the same shall be accepted by a vote of three-fourths of all the stock represented at such meeting, then said stockholders at such meeting may proceed to organize under this charter by the election of officers, and in all meetings of the stockholders of said company each share shall entitle the holder to one vote, which may be given by said stockholder in person, or by lawful proxy; and the annual meeting of the stockholders of said company for the choice of directors, shall be holden at such time and place, and upon such notice as said company in their by-laws may prescribe; and in case it shall so happen that an election of directors shall not be made on the day appointed by the by-laws of said company, said company shall not, for that cause, be deemed to be dissolved; but such election may be holden on any day which shall be appointed by the directors of said company; and said directors shall have power to fill any vacancies in their own number, which may occur by death, resignation, or otherwise.

SEC. 5. The said corporation, within six months after the same shall have been organized under this act, shall lodge a certificate with the town clerk of the town of Derby, specifying the amount of the capital stock and the number of shares held by each stockholder; and whenever any addition is made thereto, a certificate of the amount so added, together with the number of shares and the names of the holders thereof, shall be left and lodged with the said town clerk, within one month after the same is paid in.

SEC. 6. The directors of said company may require the payment of the sum or sums subscribed to the capital stock of said company, at such times and in such proportions, and upon such conditions, as they

may deem fit; and in case any stockholder shall refuse or neglect to make payment pursuant to the requisition of the board of directors, the stock of such stockholders or so much thereof as shall be necessary, may be sold by the direction of said corporation, at public auction, after the lapse of sixty days from the time when the payment became due; and all surplus money, the avail of such sales after deducting the payments due, and interest thereof, and the necessary expenses of the sale, shall be paid over to such negligent stockholder; and the said board of directors shall have power to make and declare such dividends among the stockholders from time to time, as the profits and earnings of the business of said company shall enable them to do.

SEC. 7. Said company shall have full power, and they are hereby authorized and empowered, to open the grounds in any streets, lanes, avenues, highways, and public grounds, for the purpose of laying down and sinking, or for repairing such pipes or conduits, and continuing and maintaining pipes heretofore laid by said former association, as may be necessary for conducting to and distributing water within said portion of the town of Derby or its vicinity, under the direction and by the consent and agreement of the selectmen of the town of Derby, and the duration of said openings and excavations shall be regulated from the rules prescribed by the selectmen of said town of Derby. And the said company may, for the purposes aforesaid, maintain, carry, and conduct any aqueduct or other works heretofore made or by them to be made and constructed, over or under any water-course, street, highway, or other way or public grounds: *provided*, they put such water-course, street, highway, or other way, in as good and perfect condition as before laying or constructing said aqueduct or other works.

SEC. 8. The said company shall have full power, and are hereby authorized and empowered, under the

provisions of this charter, herein named, to construct, repair, and maintain, and have such reservoir or reservoirs as they may deem expedient or necessary; to take and use the water of any spring or springs, stream or streams, or other waters, to such extent and in such manner as the same are now used, or as may be necessary or expedient in carrying into effect the object of this act; to construct, repair, and maintain such canals or aqueducts as may be now, or may hereafter become necessary or convenient for the conveyance of water to such point as they may desire, in or near said portion of said Derby; and may take and hold by purchase or otherwise, any lands or real estate necessary for the purposes of this act, and for laying and maintaining aqueducts for conducting, discharging, disposing of, and distributing water, and for forming a reservoir or reservoirs, and for all buildings, structures, machinery, and fixtures necessary to the most perfect and complete supply of said territory with water for all public and private uses, and for preserving said lands and waters for the uses of said company, pure and free from all contaminations, nuisances, ditches, drains, and sewers, and from the erection of any buildings or structures other than those used or employed by said company for the purposes of this act, and they may make, establish, and enforce all necessary and proper regulations and by-laws for the preservation of the same: *provided*, that such regulations and by-laws shall not be contrary to the laws of this state or of the United States.

SEC. 9. The said company shall be liable to pay all the damages that shall be sustained by any person or persons, or corporations, in their property or estate, by the taking of any land or real estate as aforesaid, not paid for by said former association, or the constructing or laying of any pipes, aqueducts, reservoirs, or other works for the purpose of this act; and if, at any time, it shall appear that any damage has occurred, or may

be likely to occur, to any person or persons, corporation or corporations, by reason of the taking of their land or estate, or rights of water, for the purpose of this act, or in the construction or alteration of the works of said company, and such persons or corporations have not agreed with said company, in writing, for such damage, land, or estate, or rights of water, the said company, or persons, or corporations, may apply to the superior court for New Haven county, or to any judge of the superior court who may by law judge between the parties, causing ordinary legal notice, or such notice as any judge of said court may prescribe, to be given to the adverse party of such application; and thereupon said superior court, or such judge, shall appoint three disinterested and judicious persons (any vacancies in such number which may occur to be filled by said court or judge,) who shall, after reasonable notice to the parties, assess just damages, if any, to the respective owners or parties interested in the premises so required, and taken for the purposes of this act; which assessment shall be in writing, under the hand of said persons, and shall be final, and shall be returned (with the application) to the clerk of said superior court, who shall record it; and said company shall pay to such owners or parties the damages so assessed, and when so paid, may enter upon the premises, and may proceed to the construction or alteration of their said works; or, in case the owner or parties aforesaid cannot be then ascertained, shall pay the same, within thirty days, to the treasurer of the county of New Haven, to be by him paid to such person or persons as said court shall direct.

SEC. 10. When the lands, or other property, or estates of any married woman, infant, or person *non compos mentis*, shall be necessary for the purposes of this act, the husband of such married woman, and the guardian of such infant, or person *non compos mentis*, may, in such cases, be notified, and may release all damages for any lands or estate necessary, or taken as

aforesaid, in the same manner as they might if the said land or estate were holden in their own right respectively.

SEC. 11. The occupant of any house, tenement, or building, who shall take the water of said company, shall be liable for the price or rent of the same; and the agents of the company, intrusted with the superintendence of the works, may, at all reasonable times, enter all premises so supplied, to examine the pipes and fixtures, and prevent any unnecessary waste. And if any person or persons shall, without consent of said company, use any of the said water, either within or without said town of Derby, an action of trespass on the case may be maintained against such person or persons by said company, for the recovery of damages therefor.

SEC. 12. If any person or persons shall wilfully, wantonly, or maliciously divert the water, or any part thereof, of any of the aqueducts, reservoirs, streams, water or water-sources, which shall be taken, used, or constructed by said company, or shall corrupt the same, or render it impure, or commit any nuisance therein, or shall bathe within the limits that may be taken or prescribed by said company pursuant to the provisions of this act, or shall destroy or injure any aqueduct, pipe, reservoir, conduit, hydrant, machinery, building, structure, or other property held, owned, or used by said company, by the authority or for the purposes of this act, every such person or persons shall be liable to said company in treble damages therefor.

SEC. 13. The said company shall cause to be kept at their office, proper books of account, in which shall be fairly and truly entered all the transactions of the company, which books shall at all times be open for the inspection of the stockholders of said company.

SEC. 14. This act may be altered, amended, or repealed at the pleasure of the general assembly.

Approved, March 11, 1879.