

R.I.C.
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CHARTER

—AND—

BY-LAWS

OF THE

Riverside Improvement Company.

Beach & Barnard, Printers, 122 & 124 S. Clark St.

CAPITAL STOCK, \$1,000,000.

OFFICERS.

EMERY E. CHILDS,	- - - -	PRESIDENT.
LEVERETT W. MURRAY,	- - - -	SECRETARY.
HENRY E. SEELYE,	- - - -	TREASURER.

DIRECTORS.

EMERY E. CHILDS,	HENRY E. SEELYE,
L. W. MURRAY,	DAVID A. GAGE.
WM. T. ALLEN, (in place of J. TRUMBULL SMITH, resigned.)	
GEO. M. KIMBARK, (in place of CHAS. STANTON, resigned.)	
A. C. BADGER, (in place of J. L. BROWNELL, resigned.)	

BY-LAWS.

ARTICLE I.

OFFICE FOR BUSINESS.

The principal office and place of business of this Company, shall be in the City of Chicago.

ARTICLE II.

MEETINGS OF STOCKHOLDERS.

SECTION 1. The annual meeting of Stockholders for the election of Directors, and for other business, shall be held at the office of the Company, in Chicago, on the first Wednesday in April, in each year, at 11 o'clock, A. M., (excepting the year 1869,) and a written or printed notice of such election shall be given to each Stockholder, personally, or sent to him through the Post Office, at least fifteen days before the day of election; and the election shall be made by ballot, and by such of the Stockholders as shall attend for that purpose, either in person or by proxy, as prescribed in the Charter.

SECTION 2. Special meetings may be called by any of the Directors, upon a notice being given in the same manner as provided for in Section 1.

ARTICLE III.

OFFICERS.

SECTION 1. The Board of Directors shall consist of seven, a majority of whom may at any time constitute a quorum for business.

SECTION 2. Regular meetings of the Board shall be held at the office of the Company, in the City of Chicago, semi-annually, viz. : on the first Wednesday in April, and on the first Wednesday in October, at 3 P. M. ; and special meetings at such times as the Secretary shall deem advisable, notices thereof being given by the Secretary, at least, one day previous thereto.

SECTION 3. The officers of the Company shall be a President, Secretary, and Treasurer.

ARTICLE IV.

DUTIES OF OFFICERS.

SECTION 1. It shall be the duty of the President to preside at all meetings of Stockholders and Directors ; to sign certificates of stock, bonds, deeds or contracts, and jointly with the Treasurer, all notes of the Company ; to perform such duties, and to adopt and prosecute such measures, as the Directors shall deem best calculated to promote the interests of the Stockholders.

SECTION 2. In case of sickness, absence, or other temporary disability of the President, the Board of Directors shall appoint one of their number Vice President of the Company, who shall possess all the powers and functions of the President, until such disability be removed.

SECTION 3. It shall be the duty of the Secretary to give the necessary notice of all meetings of Stockholders and Board of Directors ; he shall record the proceedings of the same in a book to be kept for that purpose ; he shall keep all books of account for the business of the Company ; he shall present, at each regular meeting of the Directors, a statement of the affairs of the Company, which he shall cause to be printed and sent to each Stockholder ; he shall keep the seal of the Company ; register and sign all certificates of stock, and all deeds conveying any property of this Company ; and he shall generally perform such other duties and services as the Board of Directors may designate.

SECTION 4. In case of the absence, sickness or disability of the Secretary, the Board of Directors shall appoint a suitable person from among the Stockholders, as Secretary *pro tem*, who shall possess all the powers and functions of the Secretary, until such disability be removed.

SECTION 5. It shall be the duty of the Treasurer to have the care and custody of all the funds of the Company which may come into his hands, and to deposit the same in such bank or banks as the Directors may elect; to sign and endorse all checks and drafts, and to pay and dispose of the same, under the direction of the Board of Directors; also to sign, jointly with the President, all notes of the Company.

SECTION 6. The Treasurer shall keep his bank accounts in the name of the Company, and shall render a statement of his cash account at each regular meeting of the Board of Directors; and he shall at all times exhibit his books and accounts to any Director, upon application at the office during ordinary business hours.

SECTION 7. In case of the sickness, absence, or other temporary disability of the Treasurer, the Secretary may possess all the powers and functions of the Treasurer, until such disability be removed.

ARTICLE V.

STOCK.

SECTION 1. The Directors shall make assessments on the subscribed Capital of the Company, in such amounts, and at such times, as they shall deem for the interests of the Company, giving thirty day's notice before the payment is required, till the full amount of Stock shall be paid in.

SECTION 2. When the assessments on the Stock are not paid at the expiration of the time specified in the notice, the Secretary shall notify the delinquents a second time, through the Post Office,

and publishing the same both in the *Chicago Tribune* and the *New York Daily Times*, at least six times; and shall, at the same time, notify the Directors, who may, at the expiration of sixty days from the date of mailing the second notice, declare said Stock forfeited to the Company.

ARTICLE VI.

These By-Laws shall not be altered, added to, or amended, except by a vote of the Stockholders, at a special meeting called for that purpose, and in that case, only when said alteration, addition or amendment, shall be voted for by, at least, three-quarters of the whole Capital Stock of the Company.

Articles of Agreement

MADE AND CONCLUDED THIS 10TH DAY OF APRIL, A. D. 1869,

—BETWEEN—

The Board of Supervisors of the County of Cook, State of Illinois,
of the first part,

—AND—

The Riverside Improvement Company, of the County of Cook, and
State of Illinois, of the second part,

WITNESSETH:

That the Board of Supervisors of the County of Cook, party of the first part, have granted, and do hereby grant, to the Riverside Improvement Company, party of the second part, the right to lay out and improve a driveway or avenue, in the manner prescribed in the act of incorporation of the Riverside Improvement Company aforesaid, and the acts amendatory and supplemental thereto, from Western Avenue in the City of Chicago, to the Riverside Farm in the Towns of Lyons and Proviso, in the County of Cook, in whole or in part, over and along the South-western Plank Road.

And the Riverside Improvement Company aforesaid, party of the second part, in consideration thereof, have granted, and do hereby grant, to the Board of Supervisors of the County of Cook, the right to regulate and fix the rate of tolls to be charged upon said driveway or avenue, and change the same from time to time as the said Board of Supervisors may deem best, so long as said Riverside Improvement Company shall remain in existence.

Provided, That said tolls shall be kept at such rates as that the receipts therefor shall be sufficient to keep said driveway or avenue in good repair.

In witness whereof, the Board of Supervisors have caused this agreement to be signed by the committee to whom this subject was referred, with power to act, and the Riverside Improvement Company hath set its seal hereto and caused these presents to be signed by its President and its Secretary, the day and year first above written.

CHARLES H. HAM, *Chairman.*
 JOSEPH J. KEARNEY,
 W. N. SMITH,
 D. S. HAMMOND,
 ANDREW H. DOLTON,
Committee.

[SEAL.]

EMERY E. CHILDS,
President Riverside Improvement Company.

[SEAL.]

LEVERETT W. MURRAY,
Secretary Riverside Improvement Company.

D. S. HAMMOND,
Chairman of the Board of Supervisors.

EDW. S. SALOMON,
Clerk of County Court.

An Act to Incorporate the Riverside Improvement Company.

SECTION 1. *Be it enacted by the People of the State of Illinois represented in the General Assembly, That David A. Gage, Emery E. Childs, Charles Stanton, J. Trumbull Smith, Henry E. Seelye, J. L. Brownell, Leverett W. Murray, and all such persons as shall hereafter become stockholders in the Company hereby incorporated, shall be, and for the term of thirty years after the passage of this act shall continue to be, a body politic and corporate, by the name and style of THE RIVERSIDE IMPROVEMENT COMPANY, and by that name may sue and be sued, implead and be impleaded, answer or defend in law or equity, in all courts and places whatsoever, make and use a common seal, and alter and renew the same at pleasure, and by their said corporate name and style shall be capable in law of contracting and being contracted with, and shall be and are hereby invested with all the powers, privileges, immunities and franchises of acquiring, by purchase or otherwise, and of holding and conveying all real and personal estate which may be needful or convenient for carrying into effect fully the objects and purposes of this act, and may receive and make all deeds, transfers, covenants, conveyances, grants, contracts, agreements and bargains whatsoever necessary for such purposes, and generally may do every other act or thing necessary to carry into effect the provisions of this act and promote the objects and designs of said Company as by this act authorized.*

SECTION 2. The said corporation is hereby authorized and empowered to improve in such a manner as shall be conformable with the laws of this State and not inconsistent with any of the rights and privileges of any citizen of this State, the lands situated on the Des Plaines River, in the county of Cook, and State of Illinois, known as the "*Riverside Farm*," and such other lands or pieces of lands in said county of Cook now belonging to, or which shall hereafter belong to said corporation, by laying the same out into lots, squares, lanes, alleys, parks and other divisions, and opening, grading, constructing and paving such streets, roads, drives and avenues, running over, through or across such lands, or leading to the same, in such manner and to such extent as the Board of Directors shall deem best; and may extend said streets, drives or avenues to the city of Chicago, and may lay down, construct and operate thereon a railway, and convey passengers over the same for compensation, and erect upon such lands dwellings and such other buildings and improvements as may be found necessary, convenient or ornamental, with full power of letting, renting, leasing, selling, granting or using any lot, or any portion of any such lands, or any improvements made or to be made thereon, for any purpose authorized or permitted by the laws of this State, provided nothing herein contained shall be construed to give to said corporation any right of way through or over any lands without the consent of the owner or owners thereof, first had and obtained.

SECTION 3. The Capital Stock of said corporation shall be three hundred thousand dollars, and may be increased from time to time by said corporation to a sum not exceeding one million of dollars. It shall be divided into shares of one hundred dollars each, and shall be deemed personal property and be issued and transferred in such manner and upon such conditions as may be prescribed by the Board of Directors, who

may require the payment of the sums subscribed by stockholders in such manner, at such times and on such terms as they may think proper, and on refusal, neglect or default on the part of the stockholders or any of them to make payment as and when required, by the Board of Directors, the said corporation may at their option sue for and collect the same, or may forfeit all such stock and previous payments thereon in such manner as the by-laws of said corporation shall appoint; and the said Board of Directors may receive any real estate or personal property in payment for any subscription to said capital stock or any part thereof, as they may deem advisable. And when one hundred thousand dollars shall be subscribed, and at least twenty-five thousand dollars actually paid in, the said corporation may commence its business in the full enjoyment of the privileges of this charter at such place in the city of Chicago as the Board of Directors shall direct.

SECTION 4. The corporate powers of said corporation shall be vested in a Board of Directors, who shall appoint one of their number President, and a Secretary, who shall be a stockholder in said corporation, and they may also appoint such other officers and agents as they shall deem necessary. The Board of Directors shall consist of seven persons, who shall be stockholders of said corporation, to be chosen annually by the stockholders, each share having one vote, which may be given in person or by proxy; and the corporators herein named shall be and are hereby constituted the first Board of Directors, and shall hold their office for one year, or until their successors are elected and qualified. Vacancies in the Board may be filled at any time by the remaining directors, such appointees to continue in office until the next regular annual election of directors. The number of Directors may be increased at any annual meeting of the stockholders to any number not exceeding thirteen. The Board of Directors shall have power to make

all such by-laws, rules and regulations as may be deemed expedient and necessary to fulfill the purposes and carry into effect the provisions of this act, and for the well ordering, regulating and securing the affairs, business and interests of the said corporation, provided the same be not inconsistent with the laws of this State.

SECTION 5. The Board of Directors shall have power to declare dividends on the stock of said corporation from time to time; but no dividend shall be declared except out of the actual earnings of the corporation until the debts of said corporation are all paid and cancelled; and in no case shall the amount of any dividend be paid over to any stockholder on his or her stock until all the instalments due upon said stock are paid.

SECTION 6. The joint stock, property, funds and effects of said Company shall be answerable for all the contracts made or authorized by or for said Company, and for all just claims against the same; but none of the stockholders shall be liable in person or property for any contracts or claims against the said corporation, and the service of legal process on the President or any of the Directors shall be sufficient service on the corporation.

SECTION 7. The said corporation are authorized and empowered to borrow from time to time such sum or sums of money not exceeding in the whole the Capital Stock actually paid in, as in their discretion the directors may deem expedient, for the use of said corporation, and may issue bonds for the payment of such loan or loans, and may pledge or mortgage the lands, real estate, franchises and effects of said corporation to secure the payment of the same and the interest thereon; provided that nothing herein contained shall be construed to confer banking powers upon said corporation.

SECTION 8. This act shall be deemed and taken as a public act and shall take effect and be in force from and after its passage.

[Signed,]

J. DOUGHERTY,
Speaker of the Senate.

[Signed,]

F. CORWIN,
Speaker of the House of Representatives.

Approved March 11, 1869.

[Signed,]

J. M. PALMER, *Governor.*

UNITED STATES OF AMERICA, }
STATE OF ILLINOIS. } ss. *Office of Secretary.*

I, EDWARD RUMMEL, Secretary of State of Illinois, do hereby certify that the foregoing is a true copy of "An Act to incorporate the Riverside Improvement Company," approved March 11th, 1869, now on file in this office.

In witness whereof I hereto set my hand and affix the Great Seal of State, at the city of Springfield, this 12th day of March, A. D. 1869.

[Signed,]

EDWARD RUMMEL,
Secretary of State.

The Governor would not sign the above bill by itself, on account of its being too broad; we therefore limited the powers of the Company, by the following Explanatory or Supplemental Bill, which, when passed, removed the Governor's objection:

An Act Supplemental to an Act Entitled an Act to Incorporate the Riverside Improvement Company.

WHEREAS, Emery E. Childs, of the city of Chicago, is now the owner by deed and contract of sixteen hundred acres of land, located in Cook county, State of Illinois, described as

follows, viz.: Two hundred and sixty acres located in the south half of section twenty-five (25) in the town of Proviso, six hundred and forty acres, comprising section thirty-five (35), in same town, and all of section thirty-six (36), in same town, comprising about five hundred acres, and that portion of section thirty-six (36) lying north of the South-Western Plank Road, in the town of Lyons, comprising about eighty acres; and about one hundred and twenty acres lying in the north half of section two (2), in the town of Lyons, and

WHEREAS, the said Emery E. Childs has procured the said property with the object of laying out the same into lawns and residence lots, with the necessary avenues, roads and walks, and with the purpose of improving, beautifying and developing the same so as to render said property attractive, that he may be enabled to sell the same for first class suburban residence purposes, and

WHEREAS, the said Emery E. Childs, for the purpose of connecting the above mentioned property with Western avenue or Reuben street, in the city of Chicago, by an attractive and ornamental driveway, has already procured, by donation and contract, the right of way for said driveway and the land fronting the same to the depth of two hundred feet for a considerable distance on the route thereof, and desires to obtain similar rights and privileges for the remainder of the way, and

WHEREAS, to enable the said Emery E. Childs to carry out the objects and purposes herein before recited, a corporation has been formed by an act of this General Assembly, entitled An Act to incorporate the Riverside Improvement Company, conferring certain powers and franchises therein expressed, therefore,

SECTION 1. *Be it enacted by the People of the State of Illinois represented in General Assembly,* That nothing in said act con-

tained shall be so construed as to authorize or empower said company, to purchase, lease, hold, convey, or otherwise use any real estate other than that hereinbefore described and mentioned, nor shall said corporation exercise other or greater powers than such as may be necessary and proper to carry out the objects and purposes hereinbefore expressed; Provided, that the right and power of said Company to construct and operate a railway as expressed and granted in said original act, shall in no wise be destroyed nor abridged by this supplementary act.

SECTION 2. This act shall be deemed and taken as a public act, and shall take effect and be in force from and after its passage.

[Signed,]

F. CORWIN,
Speaker of the House of Representatives.

[Signed,]

J. DOUGHERTY,
Speaker of the Senate.

Approved March 11, 1869.

[Signed,]

JOHN M. PALMER, *Governor.*

UNITED STATES OF AMERICA, } ss. *Office of Secretary.*
STATE OF ILLINOIS.

I, EDWARD RUMMEL, Secretary of State of Illinois, do hereby certify that the foregoing is a true copy of "An Act supplemental to an Act entitled an Act to Incorporate the Riverside Improvement Company," approved March 11th, 1869, now on file in this office.

In witness whereof, I hereto set my hand and affix the Great Seal of State, at the city of Springfield, this 11th day of March, A. D. 1869.

[SEAL.]

EDWARD RUMMEL,
Secretary of State.

An Act to amend An Act entitled An Act to Incorporate the Riverside Improvement Company.

SECTION 1. *Be it enacted by the People of the State of Illinois represented in the General Assembly*, That the Board of Directors of said Company shall have power to construct from their property near the Des Plaines River, to Western Avenue, in the City of Chicago, a public way or drive, with the right to collect reasonable tolls thereon, not more than sufficient to keep said road in thorough repair; and they may so construct, ornament and beautify the same, as they may deem proper to render the same useful and attractive; and they may construct the same, wholly or in part, upon any public highway, with the consent of the Board of Supervisors of Cook County, through which said road shall pass, or in part or wholly, upon private property; *Provided*, however, that the consent shall be first had and obtained of the owners of the property along the line thereof, or route of same, for a distance equal to two-thirds of the entire way. And the said Board of Directors is hereby vested with power to take and apply private property for the aforesaid purposes, but in the aggregate not more than one hundred acres, and in the manner prescribed by An Act entitled An Act to amend the law condemning the right of way for purposes of Internal Improvement, Approved June 22d, 1852, and the several acts amendatory thereof, ascertaining and making recompense for all damages sustained, agreeable to the provisions of said acts, *provided*, however, that said public way or drive shall be constructed within three years, wholly at the expense of said Company, and at a cost of not less than forty thousand dollars per mile. And *provided*, also, that no property shall be condemned herewith for private use, but only for the purpose of the public way or drive, as hereby authorized.

SECTION 2. This act shall be deemed and taken as a public act, and shall take effect and be in force, from and after its passage.

[Signed,]

F. CORWIN,
Speaker of the House of Representatives.

[Signed,]

J. DOUGHERTY,
Speaker of the Senate.

Approved April 9, 1869.

[Signed,]

JOHN M. PALMER, *Governor.*

UNITED STATES OF AMERICA, }
STATE OF ILLINOIS. } ss.

Office of Secretary.

I, EDWARD RUMMEL, Secretary of State of Illinois, do hereby certify that the foregoing is a true copy of "An Act to amend an Act entitled an Act to incorporate the Riverside Improvement Company," approved April 9, 1869, now on file in this office.

In witness whereof, I hereto set my hand and affix the Great
[SEAL.] Seal of State, at the City of Springfield, this 20th day of
April, A. D. 1869.

EDWARD RUMMEL,
Secretary of State.