

L A W S
OF THE
STATE OF NEW YORK,
PASSED AT THE
SEVENTY-FIFTH SESSION
OF THE
LEGISLATURE,

BEGUN THE SIXTH DAY OF JANUARY, AND ENDED THE SEVENTEENTH DAY OF APRIL, 1852, AT THE CITY OF ALBANY.



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1852.

Chap. 325.

AN ACT to incorporate the Williamsburgh Water Works Company

Passed April 16, 1852, three-fifths being present.

The People of the State of New York, represented in Senate and Assembly, do enact as follows:

Corporation created.

§ 1. Noah Waterbury, John F. Greene, Andrew B. Hodges, A. Thomas Smith, Isaiah Nichols, Miner H. Keith, Thomas Greene, and all such persons as are or may hereafter be associated with them, are constituted a body corporate, by the name of Williamsburgh Water Works Company.

Capital stock.

§ 2. The capital stock of said company shall be two hundred thousand dollars, to be divided into shares of fifty dollars each, and the said company are hereby empowered to increase their capital stock at any time to a sum not to exceed five hundred thousand dollars.

When a meeting shall be held.

§ 3. A majority of the persons named in the first section of this act shall meet at some convenient place in the city of Williamsburgh on the first Monday of May next. (or such other day as they may select,) upon giving three weeks notice in two newspapers printed in said city, and receive subscriptions to the capital stock of said company, and may adjourn such meetings from time to time until the whole amount of such capital stock shall be subscribed; and in case more than the number of shares authorized by this act shall be subscribed, they shall apportion the same amongst the subscribers as they shall think best for the interest of the company. The stock shall be considered personal property, and shall be assignable and transferable on the books of the company.

Concerns to be managed by 7 directors.

§ 4. The concerns of said corporation shall be managed by seven directors, who shall be stockholders, and who shall hold their offices for one year and until others are chosen in their places. The directors shall be chosen annually, on the first Monday of May, at such place in said city as the directors for the time being shall appoint. The first election shall be held on the first Monday of May, eighteen hundred and fifty-three. Three weeks notice of such election shall be given by a publication at least once

a week in two newspapers published in said city. Each stockholder shall be entitled to one vote upon each share of stock held by him or her for at least ten days previous to an election. Voting shall be by ballot, and may be in person or by proxy.

§ 5. The directors shall annually appoint a president, secretary and treasurer, and such other officers as they shall deem necessary, who shall hold their offices until others are appointed in their places; and they shall make and ordain such by-laws and regulations as they may deem necessary and proper for the management of their business and for accomplishing the purposes of the corporation.

Directors to appoint officers.

§ 6. The directors may require payment of subscriptions to the capital stock at such times and in such proportions as they may see fit, under the penalty of forfeiting all stock and previous payments thereon, and may sue for and recover all such subscriptions. Notice of the time and place of said payments shall be published for four weeks previous to said time, at least once a week in two newspapers published in said city.

Payment of subscriptions.

§ 7. The persons named in the first section shall be the first directors, and shall hold their offices until the said first Monday of May, eighteen hundred and fifty-three, and until others are chosen in their places. In case of vacancy in the direction, by reason of the death or resignation of any director, or of his ceasing to be a stockholder, it may be filled by the remaining directors until the next annual election or until some other person shall be elected to fill the same. The directors herein named may appoint three persons, who shall be stockholders, to be inspectors at the first election, after which the stockholders shall choose three such inspectors at the annual elections. If no inspectors are chosen, the directors may appoint three from time to time. The directors may remove all officers appointed by them, and appoint others in their places, and fill all vacancies in the offices. If at any time an election of directors shall not take place on the day appointed by this act, the corporation shall not for that cause be dissolved, but an election may be held on another day, in such manner as shall be prescribed by the directors or provided for by the by-laws.

First directors.

Vacancies, how filled.

Officers may be removed.

Saving clause.

§ 8. For the purpose of supplying the said city of Williamsburgh and its vicinity with pure and wholesome water, said company may purchase, take and hold any real estate necessary for the purpose, and by their directors,

May purchase and hold real estate.

agents, servants or other persons employed may enter upon the lands of any person or persons which may be necessary for said purpose, and may take the water from any springs, ponds, wells, rivers, fountains or streams and divert and convey the same to said city, and may lay and construct any pipes, conduits, aqueducts, wells, reservoirs or other works or machinery necessary or proper for said purpose, upon any lands so entered upon, purchased, taken or held. Said corporation may as aforesaid enter upon any lands, streets, highways, roads, lanes or public squares through which they may deem it proper, to carry the water from said springs, fountains, ponds, rivers, streams, wells and reservoirs, and lay and construct any pipes, conduits, aqueducts or other works for that purpose, leaving the said lands, streets, highways, roads, lanes or public squares in the same condition as nearly as may be, as they were before said entry, but the said company shall not within the bounds of said city and its vicinity, lay and construct said pipes, conduits, aqueducts and other works through any private garden, court yard or building lot without the written consent of the owners thereof.

Survey and map to be made.

§ 9. Before entering, taking or using any land for the purposes of this act, the directors of this company shall cause a survey and map to be made of the lands intended to be taken or entered upon for any of said purposes, and by which the land of such owner or occupant intended to be taken and used shall be designated, and which maps shall be signed by the surveyor or engineer making the same and by the president of said company and be filed in the office of the clerk of the county of Kings. The company by any two of its officers, agents or servants may enter upon any lands for the purpose of making any examination and of making said survey and map.

In case the company and owners of land disagree.

§ 10. In case the said company cannot agree with the said owners and occupants of any lands or water intended to be taken or used as aforesaid for the purchase thereof, the directors may apply to the supreme court at any term or session thereof held in the second judicial district or to the county court of the said county of Kings, for the appointment of three commissioners by whom the compensation to be paid for the damages suffered or to be suffered by any person or persons by reason of taking said lands and water and constructing any of the works of said company, shall be ascertained and determined, and in case of the death, resignation, refusal or disability to act of

any of said commissioners, the court may appoint others in their places. The commissioners shall cause a notice of at least twenty days of the time and place of their meeting to be served upon such of the owners of the said land and water as can be found in this state, which may be served personally or in their absence from their dwellings or places of business, by leaving the same thereat with some person of suitable age, and in case of any legal disability of such owner to act, thereupon serving notice in like manner upon his guardian or person appointed to act for him as hereinafter directed, and in case any of said owners cannot be found in this state, such notice shall be given by publishing the same for six weeks successively in two newspapers published in said city, and if any of said owners shall be married women, insane, infants or idiots, the said court shall appoint some suitable person to attend in their behalf before the said commissioners, and take care of their interests in the premises. The commissioners may issue subpoenas to compel the attendance of witnesses to testify before them, and they or any one of them may administer the usual oaths to such witnesses. They shall make a written report of all their proceedings containing the testimony taken by them, and showing the sum awarded to each owner or any other person, and return the same to the said court to be filed of record. The company shall pay to each commissioner the sum of three dollars per day for every day necessarily spent by him in the performance of his duties under this act, and to each witness sworn and testifying, and if not sworn and testifying who the commissioners shall certify were properly and necessarily subpoenaed, the sum of one dollar per day and four cents per mile travel in going and returning, if living more than three miles from the place of meeting.

§ 11. The said company or any party to the proceedings of the commissioners may appeal from any award or determination of the commissioners, providing the party appealing shall within ten days after such award or determination shall be made, give written notice of the appeal to the other party or parties interested in the same and the said court shall examine the report of the commissioners, and if their proceedings in the case have been irregular, the court may set the same aside and order new proceedings and appraisement, and the said court may make such orders in reference to the proceedings of the commissioners and of notices to be given to parties as may not be

Appeals
may be
made from
awards of
commissioners.

inconsistent with this act, and as the nature of the case and the interest of the parties may require, and the said commissioners shall again examine the case and their decision then made shall be final. If at any time after an attempted or actual ascertainment of compensation under this act or any purchase of any lands or water for the use of said company, the title acquired to all or any part of said land or water shall fail or be deemed defective, the said company may proceed anew to perfect such title by procuring an ascertainment of the compensation proper to be made to any person or persons whose title, claim or interest in or lien upon such lands shall not have been compensated and extinguished according to law, and by making payment thereof in the manner heretofore provided as near as may be,

Upon payment or legal tender of compensation, rights of company.

§ 12. Upon the payment or legal tender of the compensation determined as before provided, the said company shall be entitled to enter upon for the purposes contemplated by this act, all the lands, waters and real estate for which such compensation shall be paid or tendered as aforesaid, and to hold and use the same for the said purposes to them and their successors forever. If any person to whom any compensation shall be awarded, or who shall be entitled to the same by virtue of said award, cannot be found or shall refuse to receive the sum awarded to him, then the said payment may be made by depositing the amount of the said award to the credit of said person in such bank as may be appointed by said court; a certificate of such deposite, signed by the cashier of said bank, shall be published by said company in two newspapers published in said city, for four weeks successively immediately after said deposite. If the person to whom compensation is awarded, or who is entitled to receive the same as aforesaid, be under legal disability as aforesaid, payment may be made to his guardian or person appointed as aforesaid by the said court, and if said guardian or person appointed cannot be found, then by deposite in bank as aforesaid.

Lands, waters, and real estate.

§ 13. The said company shall also take and hold for the purposes contemplated by this act, all the lands, waters and real estate which they shall in any way legally enter upon and take by virtue hereof to them and their successors forever.

Laying of pipes, conduits, &c.

§ 14. In laying pipes, conduits or aqueducts, or constructing or erecting works in the streets, lanes or public

squares of the city Williamsburgh and its vicinity the company shall conform to such regulations as the common council of said city, or the corporations of the vicinity where the work is to be done, shall prescribe.

§ 15. The said directors of said company may establish rules and regulations for and concerning the conduct of all such persons as shall use the water from their works so far as respects the preservation and use and restraining the waste thereof, and may thereby impose penalties and forfeitures for any violation of said rules and regulations, so that such penalty and forfeitures shall not in any case exceed ten dollars, which penalties may be recovered with the costs in the name of the company before any justice of the peace of said city. Said rules and regulations shall be published for three successive weeks in two newspapers published in said city, and a copy of said rules and regulations certified by the president or secretary of said company, with affidavits of the publication of the same made by any one of the publishers of said papers or by a foreman in their offices, shall be received as evidence in all courts and places.

Rules and regulations in using water.

§ 16. The said company shall furnish water to the city of Williamsburgh for the purpose of extinguishing fires, upon such terms as may be agreed upon between them and the common council of said city. The said company may make any agreements, contracts, grants, and leases for the sale, use and distribution of water as may be agreed upon between said company and any person or persons, associations, and corporations, which agreements, contracts, grants and leases shall be valid and effectual in law.

Water for extinguishing fires to be furnished

§ 17. Any person who shall maliciously or wilfully destroy or injure any of the works or property of said company, or who shall maliciously or wilfully commit any act which shall injuriously affect or tend thus to affect the water of said company, shall be guilty of a misdemeanor.

Persons guilty of misdemeanors.

§ 18. The corporation hereby created shall possess the powers, and be subject to the provisions of title three, chapter eighteen of the first part of the revised statutes.

To possess the powers of R. 8.

§ 19. All the stockholders of the company hereby created, shall be severally and individually liable to the creditors of said company to an amount equal to the amount of stock held by them respectively, for all debts and contracts made by said company, until the whole amount of the capital stock fixed and limited by the directors of the company shall be paid in, and a certificate thereof shall

Liabilities of stockholders

have been made and recorded as prescribed in the following section, and the capital stock so fixed shall all be paid in, one-half thereof in one year and the other half within two years from the time of the commencement of the works of the said company under this act, or the corporation hereby created shall be dissolved.

Certificate to be made of amount of capital.

§ 20. The president and a majority of the directors within thirty days after the payment of the last instalment of the capital stock, shall make a certificate of the amount of the capital fixed and paid in, which certificate shall be signed and sworn to by the president and a majority of the directors, and shall within thirty days be recorded in the clerk's office of Kings county.

Stockholders liable for debts owing laborers.

§ 21. The stockholders of said company shall be jointly and severally liable for all debts that may be due and owing to all their laborers and servants for services performed for said company.

Indebtedness limited.

§ 22. The indebtedness of said company shall not at any time exceed an amount equal to seventy-five per cent. of its capital stock, and if the indebtedness of said company shall at any time exceed such amount, the directors of said company assenting thereto shall be personally and individually liable for such excess to the creditors of said company.

Persons holding stock as executors, &c.

§ 23. No person holding stock in said company as executor, administrator, guardian or trustee, and no person holding such stock as collateral security, shall be personally subject to any liability as a stockholder of said company, but the person pledging the said stock shall be considered as holding the same, and shall be liable as a stockholder accordingly, and the estates and funds in the hands of such executor, administrator, guardian or trustee shall be liable in like manner and to the same extent as the testator or intestate, or the ward or person interested in such fund would have been if he had been living and competent to act and hold the stock in his own name. Every such executor, administrator, guardian or trustee shall represent the shares owned by him as such executor, administrator, guardian or trustee at all meetings of the company, and may vote as a stockholder, and every person pledging his stock as aforesaid may in like manner represent the same and vote accordingly.

Stockholders not liable in certain cases.

§ 24. No stockholder shall be personally liable for the payment of any debt contracted by said company, unless a suit for the collection of said debt shall be brought against said company within six years after the debt shall have

become due, and no suit shall be brought any stockholder for any debt so contracted until an execution against the company shall be returned unsatisfied in whole or in part.

§ 25. If the said directors shall at any time after the organization of said company determine to increase the capital stock as herein provided, the books of subscription for said additional stock shall be opened in the same manner as provided in section three of this act, and the said directors may require payment of the subscription to the said additional stock in the same manner as is provided in section six of this act.

§ 26. If the common council of the city of Williamsburgh shall at any time within twenty years after the passage of this act, make provision for the repayment to the said "Williamsburgh Water Works Company," for the amount of capital stock actually paid in and expended by them, together with a premium at the following rates, namely: if within five years, a premium of twenty per cent. on the amount of capital stock so as aforesaid paid in and expended by said company; if after five and within six years, nineteen per cent.; if after six and within seven years, eighteen per cent.; thus reducing the amount of premium to be paid by the said city of Williamsburgh one per cent. for every year beyond five years that the said works shall remain in the possession of the said "Williamsburgh Water Works Company," so that if not taken until the twentieth year, the premium so to be paid shall be five per cent., and the said city of Williamsburgh shall also pay to the said "Williamsburgh Water Works Company," whenever it shall so as aforesaid take the said water works, such additional sum as will, when added to the annual receipts of said company, over and above their necessary annual expenses, to make the interest amount to ten per cent. per annum, upon the capital stock actually paid in and expended, then the said water works, together with all lands, fixtures and appurtenances, shall vest in and become the property of the said city of Williamsburgh.

Capital stock may be increased.

Conditions upon which water works become the property of the city.