

THE
ACTS OF INCORPORATION,

AND

BY-LAWS

OF THE

PORTSMOUTH PIER COMPANY.



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1833.

STATE OF NEW-HAMPSHIRE.

L. S. } *In the Year of Our Lord One Thousand
Seven Hundred and Ninety Five.*

AN ACT

TO INCORPORATE CERTAIN PERSONS AND THEIR
ASSOCIATES INTO A PROPRIETARY BY THE
NAME OF THE PROPRIETORS OF THE
NEW-HAMPSHIRE HOTEL AND

PORTSMOUTH PIER.

WHEREAS, SAMUEL SHERBURNE, RICHARD
HART, and others have petitioned the General
Court, setting forth, that they hold in common and
undivided certain Houses, out-Houses, Wharves,
and Privileges, in the town of Portsmouth in said
State, consisting of thirty equal shares, which they
wish to hold in common and undivided under one
general firm, by an act of incorporation, whereby
they apprehend the public will be greatly benefi-
ted, and individuals better provided for, than at
present, and the private interest of said petitioners
and their associates greatly promoted and perpetu-
ated, which could not be done unless they were
erected into a body Politic—

WHEREFORE they prayed that they might be
incorporated by the name aforesaid,—the design
of which enterprise appearing reasonable as well
as laudable—

THEREFORE, Be it enacted, by the Senate and House of Representatives in General Court convened; That the persons above named, together with their associates and assigns, who are or shall become Proprietors in said estate, so long as they continue to be proprietors thereof, shall be a Corporation and Body Politic, by the name of *The New-Hampshire Hotel and Portsmouth Pier*, containing thirty equal shares and no more, and to continue a body corporate and politic, with power of perpetual succession, and by the name aforesaid may sue and be sued to final Judgment and Execution, and do and suffer all matters, acts, and things, which bodies Corporate can or ought to do and suffer. And the said Corporation may have and use a Common Seal, and the same may break and alter at pleasure.

And be it further enacted, That a meeting of said Proprietors shall be holden annually at said Portsmouth, on the third Monday of January. And the said Proprietors may call and hold Quarterly Meetings, or occasional Meetings at such time and place within this State, and in such manner as they may from time to time direct, at any of which meetings, they may by a majority of Proprietors present, or such persons by them legally authorized, choose any officers the Proprietors may think proper, for the regulation of their Meetings, or the management of their affairs. And the said Proprietors are hereby empowered at any such meeting, by vote as aforesaid, to assess Taxes, make By-Laws, to regulate and determine their proceedings, respecting the appropriations of their Funds, or direction of their affairs, and shall and may make and establish any rules, orders and

regulations for the management of their affairs or interests, not repugnant to the Laws of this State, and the records and proceedings of said proprietors posterior to their incorporation, and authenticated copies thereof, shall be received in the same manner as the records and authenticated copies of other Corporations are within this State.

And be it further enacted, That Elijah Hall be, and hereby is directed and authorized to call the first meeting of said Proprietors, by virtue of this Incorporation, giving notice in one of the New-Hampshire Newspapers in said Portsmouth, of fifteen days at least, prior to the time of holding such meetings.

And be it further enacted, by the authority aforesaid, That this Act, and all Rules, By-Laws, Regulations and proceedings of said Corporation, shall be fairly and truly recorded by their Clerk, in a Book or Books provided and kept for that purpose.

And be it further enacted, That such of said Proprietors as think proper, may convey and dispose of their Shares in said Proprietary, in the same manner as other Real Estate is by law conveyed and held in this State, as well as by recording their Deeds in the Records of said Proprietary. And those persons to whom they sell their Shares, shall be held to comply with the same rules and regulations as original Proprietors are bound to do in and by this Act.

And be it further enacted, by the authority aforesaid, That if any tax or assessments made by said Corporation, on the several Shares, for making any addition of Wharves, or erecting Buildings, or repairing the same, or transacting any of

their affairs, from time to time, which the said Proprietors may judge proper and necessary for their benefit, shall be unpaid for the time limited for payment of the same, they may proceed to sell the delinquent's Share by Public Auction, and if overplus remains after paying the Tax, or assessments and charges, it shall be returned to said delinquent Proprietor.

And be it further enacted, That nothing herein contained shall empower the said Corporation to hold other Real Estate of more than the Annual value of three hundred pounds, excepting the Estate before mentioned.

STATE OF NEW-HAMPSHIRE,

In the House of Representatives, January 6th, 1795.

The foregoing Bill having had three several readings passed to be Enacted.

Sent up for Concurrence,

JOHN PRENTICE, *Speaker.*

In the Senate, January 7th, 1795.

This Bill having been read a third time, voted that the same be Enacted.

ABIEL FOSTER,

President of the Senate.

Approved January 8th, 1795.

J. T. GILMAN, *Governor.*

ATTEST,

NATH. PARKER, *Dep. Sec'y.*

STATE OF NEW-HAMPSHIRE,

In the year of our Lord, one Thousand Eight Hundred and Twenty-Eight.

AN ACT in addition to an Act passed January 25th, A. D. 1795, entitled an Act to incorporate certain persons, and their associates, into a Proprietary by the name of the New-Hampshire Hotel and Portsmouth Pier.

SEC. 1. *Be it enacted by the Senate and House of Representatives in General Court convened,* That the Proprietors of the New-Hampshire Hotel and Portsmouth Pier, be, and hereby are authorized and empowered to increase the number of equal Shares, in said Corporation, not exceeding thirty over and above the number of Shares which said Corporation is now empowered to hold.

SEC. 2. *And be it further enacted,* That the aforesaid Proprietors of the New-Hampshire Hotel and Portsmouth Pier, be, and hereby are authorized and empowered, to take by purchase, or otherwise, and to have and to hold to them and their assigns, other Real Estate of the annual income of Three Thousand Dollars, over and above the amount of Real Estate, which said Corporation is now empowered to hold.

JAMES WILSON, JR.

Speaker of the House of Representatives.

NAHUM PARKER,

President of the Senate.

Approved June 14th, 1828,

JOHN BELL, *Governor.*

A true copy of the original Act.—ATTEST,

RICHARD BARTLETT,

Secretary of State.

STATE OF NEW-HAMPSHIRE.

In the year of our Lord, one Thousand Eight Hundred and Thirty Two.

AN ACT supplementary to an Act, entitled an Act, in addition to an Act, passed January 8th, 1795, entitled an Act to incorporate certain persons and their associates, into a proprietary by the name of the New Hampshire Hotel and Portsmouth Pier."

Whereas, the Proprietors and Owners of the Shares in the Capital Stock of the New Hampshire Hotel and Portsmouth Pier, have petitioned the General Court, praying for an alteration of their Corporate Name, an augmentation of their Capital Stock, and an extension of their Powers. THEREFORE,

SEC. 1. *Be it enacted by the Senate and House of Representatives in General Court convened,* That the Corporation heretofore known and called by the name of the "New-Hampshire Hotel and and Portsmouth Pier," shall hereafter be known, and called by the name of the Portsmouth Pier Company.

SEC. 2. *And be it further enacted,* That the said Corporation shall be and hereby is authorized and empowered to carry on the Whale Fishery, and all other branches of Manufacture and Trade usually incidental to the Whaling Business, and for that purpose to purchase, take and hold Real and Personal Estate, of what kind and nature soever, to an amount not exceeding three Hundred Thousand Dollars, and the same to sell and dispose of at pleasure, and to do all other matters and things which shall be deemed necessary and useful in carrying on and conducting the business of said Corporation.

SEC. 3. *And be it further enacted,* That the

said corporation be, and hereby is authorized and empowered, to increase the number of shares in said corporation, and to divide the capital stock thereof into such number of equal shares as may be deemed useful and convenient, not exceeding six hundred in the whole.

SEC. 4. *And be it further enacted,* That hereafter in assessing public taxes, all shares which any person in this state may own in the stock of said Corporation, shall be valued at one half of one per cent of their real value.

SEC. 5. *And be it further enacted,* That in case the President or other principal Officer of said corporation, on application of the Selectmen of any town in this state, shall refuse or neglect for the space of four days to furnish, at the place of residence of such President or other principal officer, an account in writing of all the shares in the stock of said Corporation, owned by any inhabitant, or resident of any town in this state, whereof such applicants are Selectmen, and their amount in value, such President or other principal Officer, so refusing or neglecting, shall forfeit and pay, for every such offence a sum not less than twenty dollars, nor more than two hundred dollars, to be recovered by action of Debt, in the name, and for the use of the town whereof such applicants are Selectmen.

FRANKLIN PIERCE,
Speaker of the House of Representatives.
BENNING M. BEAN,
President of the Senate.

Approved June 22d, 1832,
SAMUEL DINSMOOR, Governor.
Secretary's Office, Concord, Dec. 8, 1832.
A true copy of the original,—ATTEST,
JOSEPH ROBINSON, Dep. Sec'y.

BY-LAWS.

The Committee appointed at the Annual Meeting of the PORTSMOUTH PIER COMPANY, (held January 21st, 1833,) to revise the By-Laws of the Corporation, &c., Report that they have attended to the duty, and recommend the adoption of the following By-Laws.

ARTICLE I.

Annual Meetings.

The Proprietors shall meet on the third Monday of January annually, at such hour and place as the Directors may appoint; at which Meetings, shall be chosen by ballot, a President, Vice President, three Directors, a Treasurer and Clerk, and two Auditors of Accounts for the ensuing year, and until others are chosen in their stead.

ARTICLE II.

Special Meetings.

Special Meetings of the Corporation may be held and called by the Clerk, on the order of the Directors; or shall be called on application to the Directors in writing, of the Proprietors of one third part of the whole Stock. All Meetings of the Proprietors, shall be notified by a written or printed notice, left at or sent to the usual place of abode, or business, of each Stockholder, or sent by mail directed to the place of his residence, designated in the Certificate of his Stock; or to his Agent or Proxy if any in Portsmouth, ten days at least previous to said meetings. Meetings of the Directors may be ordered in any manner they may direct.

ARTICLE III.

Votes.

At all Meetings of the Corporation, each share shall be entitled to one vote. Absent Stockholders may vote by Proxy in writing, exhibited at each meeting, to the President of the meeting.

ARTICLE IV.

Offices Vacated.

Any officer may be removed by the Corporation at its pleasure. Vacancies in any office may be filled by the Directors, until a meeting of the Proprietors. Any Officer (appointed by the Corporation) on ceasing to be a Stockholder, shall thereby vacate his office.

ARTICLE V.

President.

The President shall preside at all meetings of the Corporation and Directors, and in his absence the Vice President, and in case of his absence a President pro tem shall be chosen. The President and Vice President shall be Ex-Officio Directors. The President may at any time call a meeting of the Directors.

ARTICLE VI.

Duties of Treasurer and Clerk.

The Office of Treasurer & Clerk shall be united in one person, who shall be sworn to the faithful performance of his Office, and shall give Bonds for a sum not less than two thousand dollars, with sureties satisfactory to the Directors for the faithful performance of his duties, which Bond shall be accepted by a vote of the Directors, and held by the President. It shall be the duty of the Treas-

urer & Clerk to attend all meetings of the Proprietors and Directors, to notify all such meetings, to record all votes passed at such meetings, take charge of all papers and Books relative thereto; To keep in double entry in a set of Books, all the accounts of the Corporation; and shall exhibit a fair, distinct, and true statement or Balance Sheet showing the balance of each and every account, at each annual meeting, and whenever thereunto requested by the Directors, or the Corporation. To produce at every meeting of the Proprietors and of the Directors, all Books and Papers belonging to the Corporation that may be required. To receive and pay all money, but shall pay only for such purposes as shall be expressly authorized by the Directors. All money belonging to the Corporation, as far as the same can conveniently be done, shall be deposited in such Bank as the Directors may order, in the name and to the credit of the Corporation, to be drawn by the Treasurer from time to time for the sole purpose of the Corporation. In case of absence of the Clerk one pro tem may be chosen.

ARTICLE VII.

Wharfinger.

The Directors shall have power to appoint a Wharfinger, who shall give bonds to the Corporation, with surety satisfactory to the Directors, in a sum not less than three hundred dollars, for the faithful discharge of the duties of his Office; and the Directors may remove him from office and appoint another at pleasure. It shall be the duty of the Wharfinger to keep in Books belonging to the Corporation, fair, true, and regular accounts of all Wharfage,

Dockage, or rents arising from any estate held by the Corporation, and to collect all money, debts and dues arising from the same; and the amount of his collection shall be paid monthly into the hands of the Treasurer, who shall give a receipt therefor in a Book to be kept for that purpose. The Books and Accounts to be under the inspection and direction of the Directors and Corporation.

ARTICLE VIII.

Directors.

The Directors shall meet as often as occasion shall require, a majority of whom shall be a Quorum. They shall have power to appoint any agent or agents that in their opinion the good and welfare of the Corporation requires, and to displace him or them at pleasure. They shall have power, and they are hereby authorized to make any contracts in the name and behalf of the Corporation, on any matter respecting the objects of this Corporation; to sign and give Notes for the debts of this Corporation; to pass on all accounts against the Corporation; to allow and pay for the services of Treasurer, Clerk, Wharfinger, and Agents, such sum or sums of money as they may think proper. To institute and prosecute or defend, all legal suits at Law, for or against the Corporation; to retain and employ Counsel, and generally shall have the care, superintendence, ordering and power over all the goods, vessels, estate and affairs of the Corporation; conforming to the Votes, By-Laws, and Regulations of the Proprietors.

ARTICLE IX.

Auditors.

It shall be the duty of the Auditors to audit and examine all accounts of the Treasurer, Clerk, and

Wharfinger, to certify to the same, and report thereon at the annual meetings; for which purpose the Treasurer, Clerk, and Wharfinger shall exhibit their Books, Accounts and Papers, when demanded by the Auditors.

ARTICLE X.

Dividends.

All revenues arising from the Estate, or profits from vessels belonging to the Corporation, employed in the Whaling business, or from any other cause, accruing to the Corporation, shall (after first deducting all expenses of the Corporation, and reserving enough to make all necessary repairs, and keep the property of the Corporation up to the full value of five hundred dollars for each share) be divided annually, on the third Monday of January, among the Stockholders, in proportion to their respective shares, and the Treasurer shall pay the same on the fourth Monday of January annually, or whenever called for afterwards by the Stockholders.

ARTICLE XI.

Seal.

The Corporation shall have a common Seal, which shall be kept by the Clerk; of the following device, viz. round the field the words "*Portsmouth Pier Comp.*" and in the centre the emblem of a *Whale*; above the emblem, the words "*P. P. Co.*," and below it, the figures "1833."

ARTICLE XII.

Stock.

The Stock of the Corporation shall be divided into shares of five hundred dollars each. No further assessments on the Shares shall at any time be

made. New Shares may be created at the pleasure of the Corporation, at no time to exceed however, six hundred Shares in the whole. The new shares may be disposed of by the Directors, on the best possible terms, but for no less sum than five hundred dollars for each share, first giving the preference of the Stock to the Stockholders, at the time being. Every Stockholder shall be entitled to a certificate for each share held by him in form following, Viz.

PORTSMOUTH PIER COMPANY.

BE IT KNOWN, that of in the county of in the State of is Proprietor of Share numbered in the Portsmouth Pier Company, which Share transferable by making an Assignment on the back of this Certificate, and causing the same to be recorded on the Proprietors' Books.

Witness the Seal of the Corporation and the Signature of the President and Proprietors' Clerk, this day of 18

President.
Proprietors' Clerk.

Which certificate shall be signed by the President and Clerk, and sealed with the seal of the Corporation, and on the back of the certificate shall be printed the following, viz.

KNOW ALL MEN BY THESE PRESENTS, that I of in the County of and State of in consideration of Dollars paid to me by the receipt whereof I do hereby acknowledge, do by these presents sell, assign and transfer the Share in the Portsmouth Pier Co. numbered and all the rights and privileges to the same belonging, to have and to hold to the said and heirs and assigns to and their sole benefit forever.

Witness my hand and Seal this day of 18
Signed, sealed and delivered
in presence of

And it shall be the duty of the Clerk to record all Certificates and Transfers so made, for which he shall be entitled to a fee from the Owner, of twenty five cents, for each Certificate rendered ; and it shall further be the duty of the Clerk, to exhibit at all meetings of the Corporation, a list of the Stockholders, with the number of Shares held by each.

ARTICLE XIII.

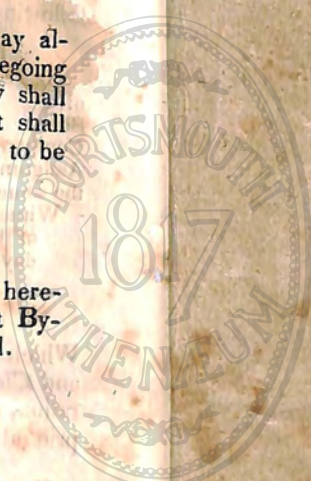
Alteration of By-Laws.

The Proprietors at any legal meeting, may alter, amend, or abridge, any and all of the foregoing By-Laws, or make any new ones as they shall judge proper. But at all such meetings it shall require a vote of a majority of all the Shares to be binding on the Proprietors.

ARTICLE XIV.

Repealing former By-Laws.

All By-Laws, Laws, rules and regulations heretofore made, inconsistent with the present By-Laws, be, and the same are hereby repealed.



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