

ON THIS DAY IN WEST VIRGINIA HISTORY DECEMBER 19

HOLLY RIVER AND ADDISON RAILWAY COMPANY.
Time Table No. 1, in effect July 1st, 1899.

WEST BOUND.			STATIONS.	EAST BOUND.		
No. 1 P M Mixed	No. 3. P P's & R PM	Distance Palmer.		Distance bet. Sta.	No. 2. P PM	No. 4. A M Mixed
2 15	6 20	...	Palmer Junction	2 50	8 18	
2 01	6 10	1.2	Palmer	3 05	8 35	
1 43	6 25	2.5	Breck Run	3 10	8 45	
1 25	5 50	5.0	Holly	3 25	8 55	
1 20	5 40	7.0	Fucky	3 35	9 00	
1 05	5 25	10.0	Morrison	3 50	9 20	
12 55	5 10	12.5	Bea	4 00	9 30	
12 45	5 00	15.1	Lower Run	4 10	9 45	
12 30	4 45	17.5	D	4 25	9 50	
12 25	4 40	18.	Grassy Creek	4 30	10 05	
12 11	...	21.0	Giffin	...	10 15	
12 00	...	22.0	Hechmer	1.0	10 25	

All trains daily except Sunday.
The right is reserved to vary from this schedule at any time.
JOHN T. MCGRAW, President. GEO. A. HECHMER, General Manager.

On December 19, 1899, voters in Webster County approved an appropriation to aid in the construction of a railroad from Palmer Junction in Braxton County to Addison, present-day Webster Springs.

CSO: SS.8.8, SS.8.9, SS.8.23, ELA.8.1

Investigate the Document: (Secretary of State's Office, Railroad by-laws, 1882-1920, Ar1674, Folder 2)

1. How often will the stockholders meet, where will it take place, and at what time?
2. How is a special meeting of the stockholders called?
3. Does the document state if it is possible to change the laws, rules, or regulations of the company?
4. How often will the Board of Directors meet?

Think Critically: This document contains the bylaws for the Holly River and Addison Railway Company. What do you think is the purpose of this document and what are bylaws? Do you think these are important to a company?

BY LAWS

HOLLY RIVER AND ADDISON RAILWAY COMPANY

Article 1.

Stockholders.

Section 1.- The Stockholders shall meet annually, at the office of the company, in the town of Grafton, in the State of West Virginia, on the second Tuesday in November in each year, at two o'clock, P.M., at the office of the company in said town, such meeting shall be published in some newspaper of general circulation published at the town of Grafton, in the county of Taylor, state of West Virginia, once a week for four successive weeks next before the day of meeting. The Stockholders of said company, or such of them as are the owners of a majority of the shares of its capital stock shall meet at the time and place mentioned in said notice, and elect a Board of Directors, consisting of such a number as they may see fit, who shall hold their offices for one year, or until their successors are elected, and may do and perform all other business necessary and proper to be done at a Stockholder's meeting.

Section 2.- A special meeting of the Stockholders to be held at the office of the company, may be called at any time between the annual meetings, by a majority of the Directors, or by the Stockholders owning not less than one-fourth of the Stock ; by giving thirty days public notice of the

time and place of said meeting in some newspaper of general circulation, published in the county of Taylor. If at any such meeting so called, a majority in value of the stock, equal to two-thirds of the Stock of the company, shall not be represented in person, or by proxy, such meeting shall be adjourned from day to day, not exceeding ten days, without transacting any business, and if within the said ten days, two-thirds in value of the Stock shall not be represented there, the meeting shall be adjourned, and a new call may be given as herein provided.

Section V.-

Section III.

The by laws, rules and regulations, deemed necessary for the management of the affairs of this company may be established, altered, changed and amended, at any regular meeting of the Stockholders, or at a special meeting, if due notice of such proposed by laws, rules or regulations be given in the call for such special meeting.

Section VI.-

Section IV.-

In all elections for Directors, every Stockholder shall have the right to vote in person or by proxy, for the number of shares owned by him, for as many persons as are Directors to be elected, or to cumulate said shares, and give one candidate as many votes as the number of Directors multiplied by the number of his shares of stock shall

Section VII.-

Section VIII.-

equal, or to distribute them on the same principle among as many candidates as he shall see fit. Such Directors shall not be elected in any other manner, and on any other question to be determined at a meeting of the Stockholders if a vote of Stock be demanded upon such question by any Stockholder, every Stockholder, may in person, or by proxy

Section I.-

give the following vote on whatever Stock he may hold in the same right, that is to say, one vote for every share

Section 11.- Regular meetings of the Board of Directors shall be held of stock held in this company. once every three months, or upon call in writing of the

Section V.- At the first meeting of the Stockholders for organization and at each annual meeting thereafter, a Board of Directors, composed of not less than five persons, who shall be Stockholders of this company, and who may be residents of

Section 13.- A meeting of the Directors, all the Directors being residents of any State of the United States, shall be elected, who shall -not, shall be a legal meeting although no call or notice held the offices as provided in Section 1 of these by laws. has been given.

Section 14.- The Board of Directors shall have power to do, or cause Section VI.- If it should happen at any time, that an election of Directors to be done, all things that are to be done by the company, -tors shall not be made on the day of the first annual meeting as provided for in Section 5 of this Article, a special meeting of the Stockholders of the company shall be called by the Board of Directors, as provided for in Section 4 of this Article. such other officers as they may deem necessary, and shall fix the compensation and

Section VII.- At any special meeting by a two-thirds vote in value of basis of all officers except the President, and they shall all the Stock, the Stockholders may remove any one or all by power of attorney, appoint some person resident in the of the Directors, and elect others to fill the places of county of Taylor, to accept service on behalf of the company those removed, as proscribed in Section 4 of this Article. -pany of any process or notice, which power of attorney

Section VIII.- The compensation of the President and the Board of Directors shall be fixed at the annual meeting of such Stockholders.

Section VI.- It shall require a majority of the Directors to elect of appoint any officer. Article 11. is compensation.

Section VII.- No member of the Board of Directors shall vote upon any Directors.

Section 1.- The Directors shall meet immediately after the adjourn-

-ment of the Stockholders meeting for organization.

Section 11.- Regular meetings of the Board of Directors shall be held once every three months, or upon call in writing of the President, at such time and place, as shall be stated in such call, which time shall not be less than ten days after the call has been made.

Section 111.- A meeting of the Directors, all the Directors being present, shall be a legal meeting although no call or notice has been given.

Section 1V.- The Board of Directors shall have power to do, or cause to be done, all things that are to be done by the company.

Section V.- The Board of Directors shall meet and organize, as soon as practicable after election; they shall elect a President, Vice-President, Secretary, Treasurer and General Manager, and shall appoint such other officers as they may deem necessary, and shall fix the compensation and bonds of all officers except the President, and they shall by power of attorney, appoint some person resident in the county of Taylor, to accept service on behalf of the company of any process or notice; which power of attorney shall be filed in the office of the Clerk of the County Court of Taylor County.

Section VI.- It shall require a majority of the Directors to elect or appoint any officer and fix his compensation.

Section VII.- No member of the Board of Directors shall vote upon any

question in which he is interested, otherwise than as a Stockholder, or be present at the Board while the same is being considered; but if his absence from the Board at such meeting reduce the number below a quorum, the question may be decided by those remaining at such meeting.

Section VIII.- Vacancies occurring in the Board otherwise than provided in Section 7, Article I, may be filled by the remaining Directors.

Section IX.- At such annual meeting of the Stockholders, the Directors shall exhibit a full distinct and accurate statement of the affairs of the company, when requested by a majority

Section VII.- Any officer may at any time be removed by a majority vote of the Board of Directors.

Article III.

Section VIII.- In addition to the foregoing officers, the Board of Directors

Section I.- The President of this corporation, who shall also be a member of the Board of Directors, shall preside over the meetings of the Stockholders, and Board of Directors, and shall transact generally the business of the company, and shall be a member of all standing committees.

Section II.- The Vice President shall preside at all meetings of the Stockholders or Board of Directors in the absence or inability of the President to act, the Vice President shall

Section I.- All Stockholders may at all reasonable times have access to and examine all the books, papers and records of

Section III.- The Treasurer shall have the custody of all monies belonging to the company and give such bond as the Directors

Section III.- The interest of any Stockholder, as evidenced by his cer-

shall from time to time require. Performed by written assign-

ment after due notice to the Secretary of this corporation.
Section IV.- The Secretary shall keep and preserve the records, books
 and papers of the company, and shall keep a correct record

of the transactions of the Stockholders, and shall per-

form such other duties as the Board may from time to

Section I.- Absent Stockholders may vote by proxy, but no proxy shall
 be voted unless executed in writing five days before the

Section V.- The other officers shall perform such duties as the Board
 of Directors may direct.

Section VI.- All officers shall hold their offices until their suc-
 cessors are regularly appointed and qualified.

Article I, Section 5, Amended.

Section VII.- Any officer may at any time be removed by a majority
 vote of the Board of Directors.

Section VIII.- In addition to the forgoing officers, the Board of Direc-

tors may authorize an Executive Committee, of not less

than three persons, of which committee the President shall

be ex-officio chairman, which shall have general execu-

tive charge of the affairs of the company, under the

direction of said Board, and shall have such other and

general power as may be authorized by the said Board

of Directors.

Article IV.

Section I.- All Stockholders may at all reasonable times have ac-
 cess to and examine all the books, papers and records of
 the company.

Section II.- The interest of any Stockholder, as evidenced by his cer-

-tificate of Stock, may be transferred by written assignment after due notice to the Secretary of this corporation, and upon payment of a fee of five dollars. and complete copies of the By Laws, and only amendment thereto, of said above named corporation, made from the Article V. said Company.

Section 1.- Absent Stockholders may vote by proxy, but no proxy shall be voted unless executed in writing five days before the day of the meeting, and filed with the Secretary one day before it is proposed to be used.

1901.

Article 1, Section 5, Amended.

At a regular annual meeting of the Stockholders of the Holly River and Addison Railway Company, held at the Office of said Company in the town of Grafton, County of Taylor and State of West Virginia, on the 12th. day of November, 1901: "On motion of John T. McGraw, Article 1, Section 5 of the By Laws of the Company are amended so as to increase the number of the Directors from five to seven."

State of West Virginia, County of Taylor, to-wit:

We, the undersigned, President and Secretary of the Holly River and Addison Railway Company, do certify that the foregoing are full, true and complete copies of the By Laws, and only amendment thereto, of said above named corporation, made from the records of said Company.

In witness whereof, the said Holly River and Addison Railway Company has caused to be hereunto affixed its corporate seal; and the President of the said company by virtue of the authority vested in him, has hereunto affixed his signature; and the Secretary of the said Company has duly attested the execution hereof on this 24th day of December, 1901.

HOLLY RIVER & ADDISON RAILWAY COMPANY

By [Signature] President.

BY _____ President.

Attest:

[Signature] Secretary.

State of West Virginia, County of Taylor, to-wit:

I, G.H.A. Kunst, a notary of the said County of Taylor, do certify that John T. McGraw and F.H. Mayne, personally appeared before me, in my said County, and being by me duly sworn, did depose and say that said John T. McGraw is the President, and that said F.H. Mayne is the Secretary of the Corporation described in the writing above, bearing date the 24th. day of December, 1901, authorized by said Corporation to execute and acknowledge deeds and other writings, of said Corporation, and that the seal,

affixed to said writing, is the corporate seal of said Corporation, and that said writing was signed and sealed by them in behalf of said Corporation, by its authority duly given. And the said John T. McGraw, and the said F.H. Mayne, acknowledged the said writing to be the act and deed of said Corporation.

Given under my hand and notarial seal this 24th day of December, 1901.



G. A. Kunsb

Notary Public.