

**PUBLIC STATUTES RELATING TO  
MANUFACTURING AND OTHER  
CORPORATIONS, ORGANIZED UNDER  
GENERAL LAWS, WHOSE  
ORGANIZATIONS MUST BE EXAMINED BY  
THE COMMISSIONER OF CORPORATIONS**

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**MASSACHUSETTS COMMISSIONER OF CORPORATIONS**

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Frederick S. Clifford.*

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PUBLIC STATUTES

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# Commonwealth of Massachusetts.

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OFFICE OF COMMISSIONER OF CORPORATIONS,  
BOSTON, Feb. 1, 1882.

THIS edition of the Public Statutes, relating to corporations, so far as such corporations come within the province of the Commissioner of Corporations, has been prepared for the convenience of parties interested.

Suitable blanks for agreements and certificates required under these statutes can be had at any time, free of expense, upon application to the Commissioner.

CHAS. ENDICOTT,  
*Commissioner.*

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# PUBLIC STATUTES.

[CHAPTER 40.]

## OF LIBRARY CORPORATIONS.

An Act to provide for the **FORMATION of LIBRARY CORPORATIONS.**

SECT. 16. Three or more persons within this commonwealth who associate themselves together by an agreement in writing, such as is described in section sixteen of chapter one hundred and six, with the intention of forming a corporation, under any name by them assumed, for the purpose of establishing and maintaining a public library with or without reading-rooms connected therewith, shall become a corporation upon complying with the provisions of sections seventeen, eighteen, twenty, and twenty-one of said chapter, and shall remain a corporation with all the powers, rights, and privileges, and subject to all the duties, restrictions, and liabilities, applicable to such corporations.

Organization of public library corporations. 1872, 217, § 1.

SECT. 17. Any name may be assumed by such corporation which is not in use by an existing corporation or association, and which contains the word "library." Upon filing the certificate named in section twenty-one of chapter one hundred and six with the indorsement of the commissioner of corporations thereon, and the payment of the fees named in section eighty-four of said chapter, the secretary of the commonwealth shall sign and issue to such corporation a certificate in the form prescribed and having the force and effect named in said section twenty-one of said chapter.

Name of corporation, and certificate of its organization. 1872, 217, § 2.

SECT. 18. Any existing library association organized under general laws may, by complying with the provisions of section twenty-two of chapter one hundred and six and payment of the fees aforesaid, obtain of the secretary of the commonwealth the certificate therein prescribed.

Certificate of organization of existing corporations. 1872, 217, § 3.

Powers of  
public library  
corporations.  
1872, 217, § 4.

SECT. 19. A corporation formed under section sixteen may hold real and personal estate necessary for the purposes of its organization, to the amount named in its agreement of association, not exceeding fifty thousand dollars, exclusive of books, papers, collections in natural history, and works of art; and may receive and hold for the purposes aforesaid any grants, donations, or bequests under such lawful conditions and rules as may be prescribed therein.

Such a corpora-  
tion need not  
have a capital  
stock.  
1872, 326.

SECT. 20. Nothing contained in the four preceding sections shall be construed to require a corporation formed in accordance with the provisions thereof to have a capital stock, when a different provision is made in the agreement of association.

**PUBLIC STATUTES.**

[CHAPTER 106.]

**Of certain POWERS, DUTIES, and LIABILITIES of CORPORATIONS.**

**SECTION 1.** The provisions of this chapter, unless expressly limited in their application, shall apply to all corporations organized under or by the laws of this commonwealth, except so far as they are inconsistent with other provisions of these statutes concerning particular classes of corporations.

Provisions of this chapter to apply to all corporations, except, etc.

**SECT. 2.** Corporations now existing shall continue to exercise and enjoy their powers and privileges according to their respective charters and to the laws now in force, and shall continue subject to all the liabilities to which they are now subject; except so far as said powers, privileges, and liabilities are modified or controlled by the provisions of these statutes; and all corporations organized under general laws shall be subject to such laws as may be hereafter passed, and applicable thereto.

Existing corporations to continue, and to have the same powers and liabilities, except, etc.  
G. S. 68, § 46.

**SECT. 3.** Every act of incorporation passed after the eleventh day of March in the year eighteen hundred and thirty-one shall be subject to amendment, alteration, or repeal at the pleasure of the general court; but the corporation, notwithstanding such repeal, shall be subject to the provisions of sections forty-one and forty-two; and such amendment, alteration, or repeal shall not take away or impair any other remedy which may exist by law consistently with those sections against the corporation, its members or officers, for a liability previously incurred.

Certain charters to be subject to alteration or repeal.  
G. S. 68, § 41.  
6 Cush. 424.  
9 Cush. 604.  
4 Gray, 237.  
13 Gray, 289.  
15 Gray, 106.  
4 Allen, 198.  
5 Allen, 230.  
11 Allen, 268.  
13 Allen, 29.  
103 Mass. 254.  
104 Mass. 446.

109 Mass. 108, 508.

112 Mass. 290, 661.

128 Mass. 32.

**SECT. 4.** Every corporation, where no other provision is specially made, may in its corporate name sue and be sued, appear, prosecute, and defend to final judgment and execution; have a common seal, which it may alter at pleasure; elect in such manner as it may determine all necessary officers, fix their compensation, and define their duties and obligations; and make by-laws and regulations

Corporations, general powers of.  
G. S. 68, § 1.  
10 Mass. 91.  
16 Pick. 274.  
7 Met. 522.  
10 Gray, 582.