

SPECIAL ACTS

PASSED BY THE

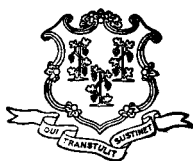
GENERAL ASSEMBLY

OF THE

State of Connecticut

AT THE

JANUARY SESSION, 1945



HARTFORD

PUBLISHED BY THE STATE

1945

[Senate Bill No. 455.]

[342.]

AN ACT INCORPORATING THE CONNECTICUT WATER AND GAS COMPANY.

SECTION 1. Eben F. Putnam, Donald F. Updike, Gardner L. Bristol and William S. Hirschberg, all of the town of Greenwich, in the state of Connecticut, and such other persons as shall, from time to time, associate with them for that purpose, are constituted a body politic and corporate by the name of The Connecticut Water and Gas Company, and by that name shall have perpetual succession and all rights, powers and privileges conferred upon corporations organized under the provisions of the general statutes. Said corporation is vested with power to acquire by lease, purchase or otherwise, upon such terms and conditions as may be agreed upon, and to hold, own, use, exercise, enjoy and dispose of the whole or any part of gas and water properties, rights, securities and franchises of any corporation authorized to manufacture, sell or dispose of gas or to sell, supply and distribute water in any town in the state of Connecticut and, upon the acquisition of such properties and franchises, is authorized to manufacture, buy, sell and distribute gas and gas appliances for any and all purposes and to sell, supply and distribute water within the towns named in such franchises and to hold, own, use, extend, exercise, enjoy and dispose of the same to the same extent as though said rights, franchises and immunities had been originally granted to it. In the exercise of its corporate powers, said corporation shall have the right to enter upon and open the streets, avenues and highways within the towns named in such franchises, for the purpose of installing and maintaining conduits, pipes and all necessary or convenient fixtures and apparatus, all subject to any rules, regulations, by-laws or ordinances of such towns. Said corporation shall have power from time to time to assume or guarantee the contracts, bonds and other obligations and the payment of dividends upon the capital stock of any gas or water company of this state.

SEC. 2. Said corporation shall have an authorized capital stock of five hundred preferred shares of the par value of one hundred dollars and five hundred common shares of the par value of one hundred dollars. The authorized capital stock may, from time to time, with the approval of the public utilities commission, by a majority vote of all the issued and outstanding stock of said corporation, be increased to an amount not exceeding two million dollars. The additional capital stock to be issued from time to time may consist of either preferred or common shares, or both, in such amounts as may, from time to time, be determined by such board of directors with the approval of said public utilities commission. The preferences and limitations of the preferred shares shall be determined by the by-laws of the company and, except as herein otherwise provided, the authorized capital stock shall be issued in accordance

with the provisions contained in chapter 191 of the general statutes and any amendments thereof concerning the issuing of stock of corporations organized under the provisions of said chapter. Said corporation is authorized to issue bonds or other certificates of indebtedness and may secure the same by mortgage on all or any part of its property and franchises.

SEC. 3. Said corporation shall not exercise any of the powers herein granted other than the power to receive subscriptions and to organize by the election of officers as hereinafter provided until five hundred shares of the common stock have been subscribed. The persons named in the first section hereof shall open books to receive subscriptions for the capital stock of said company, at such times and places as they shall direct, and shall receive such subscriptions under such regulations as may be adopted for the purpose, and, in case an amount not less than five hundred common shares shall be subscribed to the capital stock of said company, they may close the books of subscription and organize said corporation.

SEC. 4. The government and direction of the affairs of said corporation shall be vested in a board of not less than three directors, who shall be chosen by the stockholders in the same manner as is provided for the choosing of directors of corporations organized under the provisions of the general statutes, except that the first board of directors shall be chosen by the subscribers as hereinafter provided. The first board of directors shall hold office until the succeeding annual meeting and the directors thereafter shall hold office for the term of one year from the date of their election and until their successors are elected and have qualified; and the directors, a majority of whom shall be a quorum for the transaction of business, shall elect one of their number to be president of the board, who shall also be president of said corporation. They shall also choose a secretary and a treasurer, and may choose a vice president or vice presidents, an assistant secretary and an assistant treasurer. Any or all of said officers may, at the discretion of the directors, be bonded in such amount as the directors may determine.

SEC. 5. The persons authorized by the third section of this act to open books for subscriptions to the capital stock are authorized and directed, after the books of subscription to the capital stock of said corporation have been closed, to call the first meeting of the subscribers of said corporation in such way and at such time and place as they may appoint, at which meeting said subscribers shall choose the first board of directors of the corporation. The subscribers to a majority of the stock shall be a quorum for the purposes of the meeting. In all meetings of the stockholders of said corporation, each share entitled to vote shall entitle the holder thereof to one vote, which vote may be given by such stockholder in person or by lawful proxy. The annual meeting of the stockholders of said company for the choice of directors may be held at any place within the state, at such time and place and upon such notice as said corporation,

in its by-laws may prescribe. If an election of directors is not made on the day appointed by the by-laws of the corporation, said corporation shall not for that cause be deemed to be dissolved, but such election may be held on any date which is appointed by the directors of the company. The directors shall have power to fill any vacancy in their number that may occur between annual meetings.

SEC. 6. The directors may make such by-laws, rules and regulations as they may deem necessary for the disposition and management of the stock, property, estate and effects of said company, the duties and conduct of its officers and their servants, the election and meetings of its directors and other matters appertaining to its business and affairs; and may appoint as many officers, clerks and servants and with such salaries and allowances as they shall deem necessary.

SEC. 7. Said corporation shall cause to be kept at its office suitable books of account in which shall be accurately entered all the transfers of the company, which books shall be subject to the inspection of the stockholders at any reasonable time.

SEC. 8. Said corporation shall have and enjoy all the powers and privileges possessed by corporations organized under the provisions of chapter 191 of the general statutes and any amendments thereof, except so far as they are inconsistent with the provisions of this act.

SEC. 9. The principal office of the corporation shall be in the town of Greenwich or at such other place as may, from time to time, be fixed by the by-laws of the corporation, provided, whenever it is voted to change the location of the principal office, notice thereof shall be filed with the secretary of the state.

SEC. 10. Said corporation shall, subject to the approval of the public utilities commission, have the power to consolidate or merge with any corporation or corporations organized under the general or special laws of this state carrying on a business of the same or similar nature. Such merger or consolidation shall be carried out in the same manner and under the same conditions and restrictions as are provided for the consolidation or merging of corporations under the provisions of sections 3462 to 3466, inclusive, of the general statutes, as amended by sections 1129e to 1132e, inclusive, of the 1939 supplement thereto and section 606g of the 1943 supplement thereto. Upon the completion of any such merger or consolidation, the resulting corporation shall possess exclusively all rights, privileges, powers and franchises of each of the constituent corporations and all of the property, real, personal and mixed, of the constituent corporations; and all debts due to them on any account shall be vested in the resulting corporation with the same force and effect as provided in section 1131e of said 1939 supplement.

SEC. 11. Any corporation authorized to engage in or carry on the business of manufacturing, selling or distributing gas or water or both shall be authorized to consolidate with said corporation and

to sell, lease and convey to it the whole or any part of its rights, privileges, franchises, property, securities and assets. So far as the provisions of the charter of any such corporation are inconsistent with this act, the same are repealed.

Approved, July 23, 1945.

[Senate Bill No. 853.]
[343.]

AN ACT MAKING AN APPROPRIATION FOR THE RE-
DECORATION AND EQUIPMENT OF CERTAIN ROOMS
IN THE CAPITOL.

The sum of two thousand dollars is appropriated to the comptroller for the purpose of redecorating and installing kitchen equipment in rooms 403 and 405 in the state capitol.

Approved, June 26, 1945.

[Senate Bill No. 861.]
[344.]

AN ACT REIMBURSING THE CITY OF NORWICH FOR
WATER SUPPLIED TO THE NORWICH STATE HOSPITAL.

The comptroller is directed to draw his order on the treasurer in favor of the board of water commissioners of the city of Norwich for the sum of nine hundred and forty-three dollars and ninety-two cents, to reimburse said city for water supplied to The Norwich State Hospital between July 1, 1944, and October 1, 1944.

Approved, July 23, 1945.

[House Bill No. 1200.]
[345.]

AN ACT MAKING AN APPROPRIATION FOR THE RE-
HABILITATION OF HAMMONASSET BEACH STATE
PARK.

The sum of forty-four thousand one hundred forty-five dollars is appropriated to the state park and forest commission for the rehabilitation of Hammonasset Beach State Park.

Approved, June 26, 1945.