George B. Wright and Family Papers

PP = 100

Article page 180

[Minutes of meetings. 1879-83]

Records of the Grant & Dakota Railway Co.
C. H. Goodsell - Secretary.

Board of Directors

A meeting of the board of directors of the Grant and Dakota Railway Company was held at the office of C. P. Washburn in the village of Herman Minnesota Jan. 14th 1879 at 8 oclock P.M. present Charles A. Smith Charles P. Washburn Alfred C. Earsley and Sven Brogner.

On motion C. P. Washburn was chosen chairman pro tem and C. A. Smith Secretary pro tem. On motion of C. A. Smith, C. P. Washburn was unanimously elected president, and on motion of Mr. Washburn C. A. Smith was unanimously elected treasurer, and C. H. Goodsell Secretary, of said board.

On motion, Mr. Washburn was chosen to draw up a set of "By Laws" to be submitted, at the next meeting, to the board of directors, the meeting then adjourned to meet, at the call of the president, to consider the adoption of By Laws and any other business that might come before the meeting.

At the meeting of the board of directors held July 23rd 1879, present A. C. Earsley, Sven Brogner, and C. P. Washburn the following By Laws were adopted as the By Laws of the company

5390 Lot 42 Wright Lane B

By Laws

Section One
The annual meeting of the
Stockholders for the election of Directors
and general business purposes shall be
held on the second saturday of January
of each year at three oclock P.M. in
the office of the Company in the
village of Herman, at which meeting the
election of Directors, and all other question
shall be determined by a majority of the votes
cast as hereinafter provided.

Section Two.
Special meetings of the Stockholders
shall be called by the President at the written
request of any three directors, or of the holders
of not less than one sixth in amount of the
capital stock then outstanding. Special
meetings so called, shall be held at the
office of the company in the village of
Herman, and notice of the time and
place of holding the same, and of the
special business to be transacted, shall be
published, once a week for at least three (3)
weeks prior to the day of holding the same
in one newspaper of the County of Grant,
but no business shall be transacted at any

special meeting unless the holders of one half of the outstanding shares of capital stock are present in person or in proxy.

Section Three.

At all annual stated meetings, election of directors, or special meetings of Stockholders, each shareholder, either in person or by proxy, shall be entitled to one (1) vote for each share of stock held by him.

Section Four.

At each annual meeting of the stockholders there shall be elected Five (5) directors three of whom shall constitute a quorum The election shall be by ballot, and each ballot shall have indorsed thereon the number of shares voted. The chairman of the meeting shall appoint three stockholders judges of the election, who shall decide upon the qualification of the voters, receive the votes and decide who have been elected, and if at any time it shall happen that an election of directors shall not have been held as herein provided, the directors of the preceding year shall remain in office untill such election shall have been held, and the directors then elected shall have entered upon the duties of their office

Section Five.
The Board of Directors shall meet on the annual election day immediately after the adjournment of the stockholders meeting.

Section Six.
Special meetings of the Board of Directors shall be called by the President or Secretary at the written request of any two members, and written notice of the time and place shall be given to each member of the Board either personally or by telegram despatched to his residence or place of business four (4) days before the said meeting, or by mailing the same to his place of business or residence ten (10) days before the said meeting

Section Seven.
The Board of Directors after they shall have entered upon the duties of their office, shall elect from their number a President who shall remain in office during the term of the Board by whom he was elected, and the Board shall also appoint and fix upon the compensation of Secretary and Treasurer, and such other officers as they may think fit, who shall hold their office one (1) year and untill their successors are appointed,

or the office abolished, unless sooner dismissed for cause.

Section Eight.

The Board of Directors shall have power to exercise all the corporate powers of the Company the exercise of which is not by law specially restricted to the stockholders.

Section Nine.

The Board of Directors shall have power to repeal, re-enact, alter, amend or add to any of the by-laws at any stated meeting or at any special meeting; provided that two thirds of the members concur in such change.

Section Ten.

The Board of Directors shall have power to fill vacancies in their number until the next annual election succeeding such vacancy.

Section Eleven.

The principal office of the Company shall be held in the town site of Herman Minnesota.

On motion of Mr. Washburn, seconded by Mr. Brogner, the following resolution was adopted, to wit:

Resolved: That for the purpose of raising money for the construction and equipment of the Railway of this company, the President and Secretary be and they are hereby authorized to open subscription books and receive subscriptions to the capital stock of this company to the amount of two thousand (2000) shares at the par value of one hundred (100) dollars each; five per cent, of the par value of said shares shall be paid at the time of subscription therefor, and the president and secretary shall issue certificates of stock for the number of shares subscribed for.

On motion seconded by Mr. Easley, the following resolution was adopted, to wit: Resolved: That the President and Secretary be and they are hereby authorized to secure the right of way for said Railway, through any land, across or over which said Railway may pass, on the most advantagous terms possible.

On motion of Mr. Washburn it was resolved that the following device be and the same is hereby adopted as the seal of this company. The meeting then adjourned.

The annual meeting of the stockholders of the
Grant and Dakota Railway Company was held
Saturday Jan. 10th A.D. 1880 at the office of
C.F. Washburn at 3 oclock P.M: the following
board of directors was chosen for the ensuing
year, C.F. Washburn A. Progner, D.O. Westman
C.H. Goodsell, C.A. Smith, at the meeting
of the board of directors C.F. Washburn was
chosen president C.H. Goodsell Sec. C.A. Smith
Treasurer. The report of the Sec. was read also
the report of the treasurer and both accepted.
on motion, the following motion was adopted,
Resolved, that the president and Sec. be and
they are hereby authorized to make a preliminary
survey of the route between the town of Logan
and the Dakota line, on motion the meeting
then adjourned.

November 23d, 1881.
Pursuant to the act of the legislature of
the state of Minnesota, entitled "An Act to
Amend the Charter of the Grant and Dakota
Railroad co." approved 1881, the
regular annual meeting of said Railroad
company was held at the Pullman House
in Herman Minn. upon the date aforesaid,
at 7 o'clock P.M.
Meeting called to order by Chas. F. Washburn
president.

J. W. Reynolds chosen Secretary pro tem in the absence of Secretary C. H. Goodsell. The following board of directors of said co. was chosen for the ensuing year, 37 shares ~~votes~~ being represented and voting, by a vote of 37 in favor of said board and none against, voting being conducted by ballot:

T. H. Barrett, A. J. Underwood,
F. W. Burnham, Chas. Pullman,
A. Wells, A. C. Earsley,
C. A. Smith, J. W. Reynolds,
T. C. Hodgson, C. F. Washburn,
A. C. Belyea, F. W. Webster,
J. A. Wills, C. H. Goodsell,
Geo. B. Wright.

Meeting adjourned sine die.

J. W. Reynolds
Secretary.

November 23d, 1886. Herman, Minnesota.

Meeting of Board of directors of the Grant and Dakota Railroad co. for the ensuing year called to order at 8 o'clock P. M. The following officers were elected by ballot:
Chas. F. Washburn chosen chairman.
J. W. Reynolds chosen Secretary pro tem.
Chas. F. Washburn unanimously elected President of said Railroad co.
J. W. Reynolds unanimously elected

secretary of said Railroad co.
T. H. Barrett unanimously chosen treasurer of said Railroad co.
Meeting adjourned sine die.
J. W. Reynolds
Secretary.

Pursuant to the above notice the regular annual meeting of the stockholders of the Grant & Dakota Railway Co. was held at the parlors of the Pullman House in Herman, Minn., Nov. 23d 1882 at 4-30 o'clock P.M.
Meeting called to order by Chas. F. Washburn, Pres.
Secretary's minutes of preceding meeting read by J. W. Reynolds, Sec., and accepted and adopted.
Meeting then proceeded to the election of a board of directors for said Co. for the ensuing year, by ballot, 40 shares being represented.
By a vote of 40 in favor of, and none against, the following board of Directors of said co. for the year ending Nov. 23d 1883 was elected:

Chas. F. Washburn   T. H. Barrett
A. C. Earsley   C. A. Smith

Chas. Pullman — A. Wells out
G. W. Reynolds out — F. W. Burnham out
A. J. Underwood out — S. Marple out
Hans H. Haavig out — Thos. H. Toombs out
Tobias Olson out — Jas. Moses out
J. Hyde Monroe

On motion, meeting adjourned sine die.

G. W. Reynolds
Secretary.

November 23d 1882.

Upon the 23d day of November 1882 at 9 o'clock P.M. the regular annual meeting of the board of Directors of the Grant and Dakota Railway Co. for the year ending Nov. 23d 1883, was held at the Parlors of the Pullman House in Herman Minn.

Meeting of Board of Directors called to order at 9 o'clock P.M. by Chas. F. Washburn, Pres.

Minutes of secretary for the previous meeting read ~~by~~ G. W. Reynolds, Sec., and accepted and adopted.

Meeting then proceeded to the election by ballot of the officers of said railway co.

Chas. F. Washburn unanimously elected President.

G. W. Reynolds unanimously elected Secretary.

T. H. Barrett unanimously elected Treasurer.

Motion made and carried that the Pres. and Sec. proceed immediately to prepare under the authority of said Railway Co. all the necessary papers, petitions, and blanks as may be required or they may deem convenient or necessary to the towns through which or in the vicinity of which said railway will pass in submitting to the people of said towns the question of voting bonds in aid of said railway co., and that said officers immediately proceed to have said question submitted to said towns.

On motion meeting adjourned sine die.

J. W. Reynolds
Secretary.

Pursuant to Call of the President a meeting of the board of directors of the Grant & Dacota Railway Co. was held at the office of the president in the village of Herman on the 6th day of March A.D. 1883 3. ocl. P.M.

On motion of Chas. Pullman the resignations of Genl. T. H. Barrett as Treasurer ~~Secretary~~ & Director, and of J. W. Reynolds as secretary & director and of A. Wells as director were accepted each separately & unanimously.

On motion of C. A. Smith F. W. Webster was chosen director vice A. Wells resigned,

On motion of C. A. Smith F. W. Webster was chosen Treasurer vice Genl. T. H. Barrett.

On motion of Chas Pullman C. A. Smith was chosen Secretary vice J. W. Reynolds resigned

Meeting adjourned sine die

Chas A Smith
Secty

Herman Mch 6th 1883

Pursuant to call of President upon request as specified in By-Laws, a meeting of the board of directors of the [illegible] and Dakota Railway Company was held at the office of the President in the village of Herman on the 15th day of May A.D. 1883 at ten o'clock A.M.

On motion the minutes of preceding meeting were read and approved.

On motion the resignation of C. A. Smith as director and Secretary was unanimously accepted.

On motion of F. W. Webster, Robert Miller of the City of Fergus Falls was elected a director and appointed Secretary in place of C. A. Smith resigned.

Meeting adjourned to meet at [illegible] on May 23rd A.D. 1883. at

C. F. Washburn President
and Temporary Secretary

Herman May 15th 1883

At a meeting of the board of directors of the Grant & Dakota Railway held pursuant to call of the President upon petition of directors in accordance with by-laws of said company. The minutes of the preceding meeting were approved. On motion of A.C. Earsley it was voted to proceed to elect directors to fill the vacancies now existing in the board of directors of said railway co. On motion the following named gentlemen were unanimously elected directors to fill the existing vacancies.

Christopher L. Taylor	P.O. Campbell
Chas. H. Brush	"
Chas. B. Ferguson	Moudada
James E. Henry	Tintah
H. L. Prescott	Wheelsburg D.T.
C.O. Wheeler	Fergus Falls
C.H. Goodsell	" "
James Compton	" "
Chas. D. Wright	" "
Robert Miller	" "

The meeting then adjourned to meet at Fergus Falls July 11th 1883 at 3 oclock P.M.

Dated Herman July 2nd 1883 C.P. Washburn pres. and temporary secretary

The full Board of directors as it now is, is as follows

1	Christopher L. Taylor	Post Office address Campbell
2	Chas. H. Brush	" " Campbell
3	Chas. B. Ferguson	" " Mandada
4	James E. Henry	" " Tintah
5	A. L. Prescott	Devils Lake City D. T.
6	C. O. Wheeler	Fergus Falls
7	E. H. Goodsell	" "
8	James Compton	" "
9	Chas. D. Wright	" "
10	Robert Miller	" "
11	C. P. Washburn	Herman
12	A. C. Earsley	"
13	F. W. Webster	"
14	Chas. Pullman	"
15	J. H. Munroe	Minneapolis

Officers

C. F. Washburn	President
Robert Miller	Secretary
F. W. Webster	Treasurer.

July 10th 1883

At an adjourned meeting of the board of directors held at the office of P. Mac Mast at 3 oclock P.M. of the Grant and Dakota Railway the following directors were present.
C. F. Washburn Chas. H. Brush Chas B. Ferguson H. L. Prescott Robert Miller C. D. Wright C. O. Wheeler & C. N. Goodsell.
The President of the Company C. F. Washburn occupied the chair
The minutes of the last meeting were read and approved.
The Resignation of F. W. Webster as treasurer was accepted and ~~on~~ motion C. D. Wright was elected treasurer.
Robert Miller introduced the following resolution which was adopted
Resolved That the President and Secretary are hereby instructed to prepare a proposition to present to the proper authorities of the City of Fergus Falls Minnesota to issue the bonds of said City to aid the Grant and Dakota Railway said proposition to be guarded in such manner as they may deem proper.
On motion the following Executive Committee was elected C. F. Washburn Robert Miller C. D. Wright C. H. Brush and James Compton
The Directors were authorized and empowered to solicit for stock in their respective localities and report to the secretary

Robert Miller introduced the following resolution which was adopted :-

Resolved That the proper officers of said company are hereby authorized to issue the balance of the 2000 shares of stock authorized to be issued by resolution of the directors on January 14^{th} 1879 and they are further authorized to make a call on said shares so issued or to be issued not to exceed 20% of par value, as needed for the purpose of surveying grading and securing right-of way including the subscription of \$5 a share during the year 1883.

The following resolution was also adopted :-

Resolved That the proper officers of the company are hereby authorized to prepare a proposition to the townships in Traverse and Big Stone Counties asking them to vote aid to the Grant and Dakota railway

The meeting then adjourned

Dated at Fergus Falls Minn

July 11^{th} 1883.

President

Robert Miller

Secretary

Annual meeting 1884

A meeting of the stockholders of the Grant and Dakota Railway Co. was called to order at 2.30 P.M. by C.D. Wright. on motion C.H. Brush was elected chairman of meeting, and F.W. Webster secretary.

A.C. Earsley and C.L. Taylor were appointed tellers.

There were 37 votes cast for directors for the ensuing year for the following named persons viz:-

C.F. Washburn
C.D. Wright
Robert Miller
James Compton
C.O. Wheeler
C.H. Goodsell
J.E. Henry
C.H. Brush
C.L. Taylor
C.B. Ferguson
A.C. Earsley
F.W. Webster
H.L. Prescott
J.H. Monroe
Chas. Pollman

The meeting then adjourned

Rooms of

CHAMBER OF COMMERCE.

Fergus Falls, Minn., Oct. 8th 1883

P. H. Clague Esq.
Herman Minn.

Dear Sir:- We hold your note for twenty five dollars ($25 00/100) given for 5% assessment upon the issue of five shares of stock of the Grant & Dakota Railway, the directors of said Railway have also ordered a further assessment of fifteen per cent (15%) on each share of stock issued or to be issued, which will make the total amount due by you one hundred dollars ($100 00/100) which you will please remit to the treasurer of said Railway, C. D. Wright at Fergus Falls, within ten (10) days of the date of this notice or your shares of said stock will be cancelled. If you do not wish to pay this assessment your note will be returned to you upon the surrender of the certificate you hold

Yours &c

R. B. Miller Secy G. & D. R.R.

FERGUS FALLS, MINNESOTA,

COUNTY SEAT OF OTTER TAIL COUNTY.

To those comtemplating a change in residence, we present a brief statement of what this city contains and what it needs. Any further information will be given by addressing Secretary of Chamber of Commerce. Our population is now over 3,000. In 1870 the city had not started. We have the best water power in the Country, the rise and fall never varying over 2 feet. The river has 83 feet fall, in the city, producing 6,225 horse power, in vicinity added to above gives a fall of 200 feet and 15,000 horse power, over 3,000 horse power ready for use, three dams being built. We are close to timber lands, furnishing material for manufacturing purposes. There are three railroads to the city, two Express Companies, Telephone Exchange Co., Brush Electric Light Co., Telegraph Co., Three Flouring Mills, with a capacity of 800 barrels per day, Saw Mill of 3,000,000 capacity, Plaining Mill, Two Furniture Factories, Sash and Door Factory, Foundry, Two Machine Shops. Two National Banks, Seven Churches, $30,000 School House being built, The finest Court House in this part of the State, Two new Hotels being built, Two Lumber Yards. WE WANT a Paper Mill, Twine and Rope Factory, Bedstead Factory, Chair Factory, Broom Factory, Woolen Mill, Wagon Factory, Agricultural Implement Factory, Wholesale Grocery House, Wholesale Hardware, Wholesale Dry Goods, Boot and Shoe House, Brick Yard, Another Bank, Blank Book Manufactory. Any legitimate business will find room and encouragement.

Dated at Herman November 28 1883

Chairman

Secy

Directors meeting Herman Minn November 28/83

A meeting of the board of directors of the St Paul and Dakota Railway Co. was called to order at 3.30 P.M. the following named directors were present,

C. D. Wright
A. C. Earsley
C. L. Taylor
C. H. Brush
F. W. Webster

On motion C. H. Brush was elected president of the meeting and F. W. Webster secretary.

On motion C. F. Washburn was unanimously elected President of company Robert Miller secretary and C. D. Wright Treasurer

The following were elected the executive Committee for the ensuing year

C. F. Washburn Robert Miller C. D. Wright
James Compton & C. H. Brush.

Articles of Incorporation of the Grant & Dacotah Railway Company

The undersigned do hereby associate themselves together for the purpose of forming an incorporated company, under the provisions of the General law now in force in the State of Minnesota prescribing the method of incorporating such companies by adopting the following articles of incorporation

Article I The Name of this corporation is the Grant and Dacotah Railway Company

The object of this corporation and the general nature of its business is to construct and operate a railway for public use in the conveyance of persons and property from a point in the town of Logan in the County of Grant and State of Minnesota in a general Westerly direction to a point on or near the Eastern boundary line of the Territory of Dacotah

The Principal place for the transaction of the business of this company is the townsite of Herman in the aforesaid County and State of Minnesota

Article 2 The date of the commencement of this corporation is the eleventh day of January A.D. one thousand eight hundred and seventy nine. The period for the continuance of this corporation is ninety nine years.

Article 3 The amount of the capital stock of this Corporation is two hundred thousand dollars in shares of one hundred dollars each. The capital stock shall be paid in at such times and in such installments as the board of directors may determine except that five per cent shall be paid at the time of subscription therefor

Article 4 The highest amount of the indebtedness or liabilities of which this corporation shall at any time be subject is fifty thousand dollars, exclusive of indebtedness secured by mortgage of its property and the highest amount of its mortgage indebtedness shall not exceed four thousand dollars per mile of road nor in all more than one hundred and fifty thousand dollars of mortgage indebtedness.

Article 5 The names and places of residence of the persons forming this association for incorporation are :—

Charles F. Washburn Herman Minn.
Charles H. Goodsell Herman Minn.
Sven Frogner Herman Minn.
Alfred C. Eardley Herman Minn.
Charles A. Smith Herman Minn.

Article 6 The names of the first board of directors are :-
Charles F. Washburn
Charles H. Goodsell
Sven Frogner
Alfred C. Eardley
Charles A. Smith
The government of this corporation and the management of its affairs shall be vested in its board of directors to be elected by the stockholders annually on the second Saturday in January

Article 7 The capital stock of this corporation consists of two thousand shares of one hundred dollars each

In witness whereof we have hereunto set our hands and affixed our seals this first day of January A.D. one thousand eight hundred and seventy nine

Charles F. Washburn (seal)
Charles H. Goodsell (seal)
Sven Frogner (seal)

Alfred C Earsley (seal)
Charles A. Smith (seal)

In presence of
Elias Anderson
Thos. C. Hodgson

and certificate by Thomas C. Hodgson
Notary Public Grant County dated
January 1st 1879

Chapter 72 Special laws 1881
Special session

An act amending the articles of incorporation of the Grant and Dakotah Railway Co.

Section 1 That the Grant and Dakota Railway Company be and hereby is authorized and empowered to construct maintain and operate a branch line of railway from any point upon the main line in Grant or Traverse Counties to a connecting point upon the main line of the Little Falls and Dakota Railway also a branch line from any point upon the said main line of the Grant and Dakota Railway in Grant or Traverse Counties to a connecting point with the

Northern Pacific Fergus and Black Hills Railway and any other branches said Grant and Dakota Railway Company may deem it necessary to construct operate and maintain

Section 2. That the board of directors of said Grant and Dakota Railway Company shall from and after December first one thousand eight hundred and eighty-one consist of fifteen (15) members to be chosen by the stockholders at the first annual election hereafter

Section 3 That the time of holding the annual election of said company shall be on the fourth Wednesday in November

Section 4 This act shall take effect and be in force from and after its passage.

Approved November 21st 1881

C. F. Washburn
J. O. Phalon
T. C. Easley
D. O. Westman
A. E. Ludwig