

VII. *And be it enacted*, That the directors for the time being shall and may appoint a secretary and treasurer, and such other officers, clerks and servants as they or the major part of them shall think necessary for executing the business of said corporation, and shall allow them (out of the funds of the said corporation) such compensation for their respective services as to them shall appear reasonable and proper. And the directors shall likewise exercise such other powers and authorities for the well regulating the affairs and managing the business of the said corporation as shall be prescribed by the by-laws.

VIII. *And be it enacted*, That every person owning a share in the capital stock of the said corporation, and every proprietor of a lot not less each than one hundred and fifty square feet, shall be a member of the said corporation and entitled to vote at all meetings of said corporation; and members may give as many votes as they may own shares, and absent members may vote by proxy, such proxy being a shareholder, and producing sufficient authority in writing from his constituent. Provided nevertheless that no stockholder by himself or proxies shall have more than one hundred votes.

IX. *And be it enacted*, That the shares of the said corporation shall be assignable and transferable according to such rules and regulations as may be established in that behalf, but no assignment or transfer shall be valid and effectual unless the same shall be entered and registered in a book to be kept by the directors for that purpose.

X. *And be it enacted*, That in case of any vacancy among the directors by death, resignation or disqualification or otherwise, then and in either of such cases the said directors shall and may fill up such vacancy by choosing one of the shareholders or proprietors of lots of not less each than one hundred and fifty square feet. And the person so chosen by the directors shall serve until another is chosen in his room.

XI. *And be it enacted*, That the several shareholders in the said corporation shall be members of the same until they shall be repaid (out of the funds of the said corporation) the amounts by them respectively invested, together with interest on the same at the rate of eight per centum per annum, when they shall cease to have any interest in the Cemetery, and the property shall from thence be vested in ROBERT JARDINE, HENRY GILBERT, JOHN M. WALKER, GEORGE P. PETERS, JAMES PETTINGELL, WILLIAM G. LAWTON, LEBARON BOTSFORD, WILLIAM PARKS and EDWARD B. PETERS, being the present proprietors of lots in the said Cemetery, and all future proprietors of lots of not less each than one hundred and fifty square feet.

XII. *And be it enacted*, That from and after the payment to the several shareholders of the amount so invested by them respectively, together with interest as in and by the eleventh section is provided, the proceeds of all sales of lots after deducting the annual expenses of the said Cemetery, shall be forever devoted and applied to the preservation, improvement, embellishment, and enlargement of the said Cemetery, and for no other purpose whatsoever.

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