

**FOR VIEWING  
PURPOSES ONLY**

**(DO NOT CERTIFY)**

# State of Rhode Island, &c.

## IN GENERAL ASSEMBLY

H 721

JANUARY SESSION, A. D. 1926

SUBSTITUTE "A"

### AN ACT

TO INCORPORATE UNITED ELECTRIC POWER COMPANY.

*It is enacted by the General Assembly as follows:*

Section 1. Albert E. Potter, Zenna W. Bliss, George H. Newhall, Harvey A. Baker, Ralph S. Richards, Edward B. Aldrich, J. Qualife Bullock and Harold J. Cross, their associates, successors and assigns, are hereby made a body corporate under the name of UNITED ELECTRIC POWER COMPANY with all the powers and privileges and subject to all the duties and liabilities applicable to such corporations as set forth in Chapter 248 of the General Laws and the several acts in amendment thereof and in addition thereto.

Sec. 2. The government of said corporation shall be vested in a board of directors, a majority of whom shall be citizens of the State of Rhode Island, who need not be stockholders, the number whereof shall be fixed by the by-laws but shall consist of not less than five (5) persons. Said corporation shall have a president, secretary and treasurer who shall be chosen as the by-laws direct, and shall hold their offices until others are chosen in their stead. The president shall be chosen from among the directors. The directors may appoint such other officers, committees and agents as they deem needful, and their term of office shall be such as said directors may from time to time prescribe.

Sec. 3. Said corporation may lease, purchase, acquire, hold, possess, enjoy, operate, use and dispose of the power house, substations and transmission lines of

United Electric Railways Company, together with all rights of way, equipment, machinery and other property used or useful in connection with the operation of said power houses, sub-stations and transmission lines, situated in the counties of Providence, Bristol, Washington and Kent, and the rights, privileges and franchises used, exercised or possessed in connection therewith, and United Electric Railways Company is hereby authorized and empowered to sell or lease all or any portion of such property, rights, privileges and franchises to the company hereby incorporated. United Electric Railways Company is also hereby empowered to acquire, hold and dispose of the stock, bonds and other obligations of the company hereby incorporated, <sup>issued</sup> as provided in Section 7 of this Act.

Said corporation may also construct, acquire, own and operate within this State any extension of or addition to any property acquired under the foregoing provisions thereof, may buy electricity, may contract with and furnish electricity to United Electric Railways Company and may sell electricity to railroad, street railway, electric light, electric power, and power transmission companies.

Sec. 4. The corporation hereby incorporated may sell to any other corporation or corporations organized under the laws of this State and authorized to carry on a similar business in this State, and said other corporation or corporations may purchase and hold, all of the stock, property, rights, privileges and franchises of the corporation hereby incorporated, and any such other corporation or corporations may sell to the corporation hereby incorporated, and the corporation hereby incorporated may purchase and hold, all of the stock, property, rights, privileges and franchises of any such other corporation or corporations. Any such sale may be for

any corporation; no may be agreed upon by the parties  
to such sale. Any such sale shall be approved by vote  
of at least two-thirds (2/3) in interest of the stock-  
holders of the vendor corporation entitled to vote, at a  
meeting of the stockholders of such corporation duly  
called and held, of which meeting notice specifying the  
proposed sale shall have been given by mailing a copy  
thereof to each stockholder of record of said corporation  
entitled to vote at least thirty days before said meeting  
and by publication in one or more newspapers published  
in the city or town where said corporation has its prin-  
cipal office once a week for three consecutive weeks prior  
to said meeting.

Upon consummation of any such sale the purchasing  
corporation shall become vested with all the rights, privi-  
leges, powers and franchises held or enjoyed by the ven-  
dor corporation.

If a sale be effected in accordance with the foregoing  
provisions hereof, any stockholder of the vendor corpora-  
tion, who shall not have voted in favor of said sale either  
in person or by proxy, shall be entitled to the rights, and  
such vendor corporation shall be subject to the duties,  
obligations and liabilities set forth in Section 80 of Chap-  
ter 248 of the General Laws with respect to dissenting  
stockholders and to corporations which will, lease and  
exchange their entire assets, respectively.

Any corporation which under the provisions hereof is  
authorized to purchase the assets and property of the  
corporation hereby incorporated may acquire, hold and  
dispose of stock, bonds or other obligations of the cor-  
poration hereby incorporated.

Nothing in this act shall be construed to authorize  
the corporation hereby incorporated, or any other cor-  
poration, to acquire any of the property, rights, privi-  
leges, powers, franchises or capital stock of the Provi-  
dence Gas Company.

Sec. 6. The corporation hereby incorporated may

use and dispose of such real and personal estate, rights, privileges and franchises within this state as may be necessary or convenient for the purposes for which said corporation is organized and may issue its capital stock, bonds and other obligations in payment or part payment therefor, in the manner and with the approval herein after provided.

Sec. 6. Subject to the provisions of Section 7 hereof, said corporation may issue its bonds and other obligations in such amount as it may deem necessary, and may secure the same by a pledge or pledges, mortgage or mortgages of its franchises and property or any part thereof; such bonds, obligations, pledges and mortgages to be upon such terms and conditions and executed in such form and manner as the said corporation or its directors may by vote prescribe.

Sec. 7. All forms of stocks, bonds or other obligations of the company hereby incorporated (except obligations maturing within twelve months of the date of issue), the purpose of said issue and the manner and terms upon which they are to be disposed of shall be subject to the approval of the Public Utilities Commission, and such stocks, bonds and other obligations shall not be valid without such approval; provided that not exceeding fifty thousand dollars (\$50,000) per issue of stock may be issued for cash at par and shall be valid without such approval.

Sec. 8. Whenever the tax upon one hundred thousand dollars (\$100,000) of the capital stock of this corporation has been paid into the General Treasury as provided by Section 12 of Chapter 87 of the General Laws, the Secretary of State shall issue and deliver to the incorporation a certified copy of this Act under the seal of the State, and said corporation may then be organized, and stock thereof to the par value of one hundred thousand dollars (\$100,000) may, subject to the provisions of Section 7 hereof, from time to time be issued; and he shall thereafter from time to time upon application by

and upon payment of the tax prescribed by said Section 12 in case of increase of capital stock, and with the approval of the Public Utilities Commission, issue his certificate to said corporation authorizing the issue of additional capital stock for which such tax has been paid.

Said stock shall be divided into shares of the par value of fifty dollars (\$50) each and may be divided into classes with such preference as to dividends, voting power and other incidents as said Public Utilities Commission may approve.

Sec. 9. Said corporation shall be located and have an office or place of business in the City of Providence.

Sec. 10. This act shall take effect from and after its passage.

IN HOUSE OF REPRESENTATIVES.  
APR -1 1926  
READ AND PASSED.  
*James McGowan*

APR -8 1926  
IN SENATE  
READ AND PASSED IN  
CONCURRENCE.  
*Ernest S. Ross*  
Secretary of State

1217 PA  
Substitute of  
inserted as Amendments

# AN ACT

INCORPORATE UNITED SLEC.  
C POWER OCCUPAY

C. R. ...  
M...  
ON COR. ...  
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HOUSE OF REPRESENTATIVES  
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IN HOUSE OF REPRESENTATIVES  
APR - 1 1926  
READ AND PASSED.  
...  
...

IN SENATE  
APR - 8 1926  
READ AND PASSED IN  
CONJUNCTION AND  
REFERRED TO COMMITTEE ON  
ENGINEERED ACTS.  
...  
...  
...

IN SENATE  
APR - 7 1926  
TRANSMITTED TO THE  
GOVERNOR  
...  
...

EXECUTIVE DEPARTMENT,  
RECEIVED APR - 7 1926  
APPROVED  
...  
GOVERNOR.

*Substantive Bill  
introduced as Copy*

**AN ACT**

**INCORPORATE UNITED  
ELECTRIC POWER COMPANY**

*March 27, 1926*  
*House of Representatives*  
*John F. Roberson*

HOUSE OF REPRESENTATIVES  
and Ordered to be printed  
CALENDAR  
*John F. Roberson*



**State of Rhode Island, &c.**

**IN GENERAL ASSEMBLY.**

January Session, A. D. 1926.

The Joint Committee on Engrossed Acts, to whom was referred to be engrossed, a bill entitled

**H. 721. Sub. A. An Act to Incorporate United Electric Power Company.**

**REPORT**

The accompanying bill as truly and rightly engrossed.

For the Committee,

*Saul R. Roberson*

and shall hold their offices until others are chosen.  
The president shall be chosen from among the directors. The  
directors may appoint such other officers, committees and agents as  
they deem needful, and their term of office shall be such as said  
directors may from time to time prescribe.

Sec. 3. Said corporation may lease, purchase, acquire, hold,  
possess, enjoy, operate, use and dispose of the power house, sub-  
station and electric Railway Company.

To the Honorable General Assembly of the State of Rhode Island, &c.

at its

January

Session, A. D. 1906

The undersigned petitioners respectfully represent that they desire to become a body  
incorporate under the name of

**UNITED ELECTRIC POWER COMPANY**

for the purpose of ~~generating, purchasing, transmitting and distributing~~  
~~electricity and carrying on other business~~

in conformity with the accompanying bill.

Wherefore, they pray your honorable body to grant their request creating them a  
corporation, and as in duty bound they will ever pray.

*Albert E. Foster*  
*James W. White*  
*Wm. H. Marshall*  
*Harvey A. Baker*  
*Ralph S. Richards*  
*Edward B. Alvin*  
*J. Ameliff Buller*  
*Charles J. Lewis*

1926

THE PETITION OF

Robert B. Pecker, et al.  
FOR AN ACT TO INCORPORATE

United Electric Power Company.

PRESENTED BY

*Frederick Lee  
Barnington*

# State of Rhode Island, &c.

IN GENERAL ASSEMBLY

JANUARY SESSION, A. D. 1926

AN ACT

TO INCORPORATE UNITED ELECTRIC POWER COMPANY

# State of Rhode Island, &c.

## IN GENERAL ASSEMBLY

JANUARY SESSION, A. D. 1926

### AN ACT

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Section 1. Albert E. Potter, Zenas W. Bliss, George H. Newhall, Harvey A. Baker, Ralph S. Richards, Edward B. Aldrich, J. Cumliffe Bullock and Harold J. Gross, their associates, successors and assigns, are hereby made a body corporate under the name of UNITED ELECTRIC POWER COMPANY with all the powers and privileges and subject to all the duties and liabilities applicable to such corporations as set forth in Chapter 248 of the General Laws and the several acts in amendment thereof and in addition thereto.

Sec. 2. The government of said corporation shall be vested in a board of directors, a majority of whom shall be citizens of the State of Rhode Island, who need not be stockholders, the number whereof shall be fixed by the by-laws but shall consist of not less than five (5) persons. Said corporation shall have a president, secretary and treasurer who shall be chosen as the by-laws direct, and shall hold their offices until others are chosen in their stead. The president shall be chosen from among the directors. The directors may appoint such other officers, committees and agents as they deem needful, and their term of office shall be such as said directors may from time to time prescribe.

Sec. 3. Said corporation may lease, purchase, acquire, hold, possess, enjoy, operate, use and dispose of the power houses, substations and transmission lines of United Electric Railways Company, together with all rights of way, equipment, machinery and other property

used or useful in connection with the operation of said power house, substations and transmission lines, situated in the counties of Providence, Bristol, Washington and Kent, and the rights, privileges and franchises used, exercised or possessed in connection therewith, and United Electric Railways Company is hereby authorized and empowered to sell or lease all or any part of such property, rights, privileges and franchises to the company hereby incorporated. United Electric Railways Company is also hereby empowered to acquire, hold and dispose of the stock, bonds and other obligations of the company hereby incorporated, issued in the manner and with the approval hereinafter provided.

Said corporation may also construct, acquire, own and operate within this State any extension of or addition to any property acquired under the foregoing provisions hereof, may buy electricity, may contract with and furnish electricity to United Electric Railways Company and may sell electricity to railroad, street railway, electric light, electric power and power transmission companies.

Sec. 4. The corporation hereby incorporated may sell to any other corporation or corporations organized under the laws of this State and authorized to carry on a similar business in this State, and said other corporation or corporations may purchase and hold, all of the assets, property, rights, privileges and franchises of the corporation hereby incorporated, and any such other corporation or corporations may sell to the corporation hereby incorporated, and the corporation hereby incorporated may purchase and hold, all of the assets, property, rights, privileges and franchises of any such other corporation or corporations. Any such sale may be for such consideration, which may consist in whole or in part of stock, bonds or other obligations of the purchasing corporation, as may be agreed upon by the parties to such sale. Any such sale shall be approved by vote of at least two-thirds (2/3) in interest of the stockholders of the vendor corporation entitled to vote, at a meeting of the stockholders of such

corporation duly called and held, of which meeting notice specifying the proposed sale shall have been given by mailing a copy thereof to each stockholder of record of said corporation entitled to vote at least thirty days before said meeting and by publication in one or more newspapers published in the city or town where said corporation has its principal office once a week for three consecutive weeks prior to said meeting.

Upon consummation of any such sale the purchasing corporation shall become vested with all the rights, privileges, powers and franchises held or enjoyed by the vendor corporation.

If a sale be effected in accordance with the foregoing provisions hereof, any stockholder of the vendor corporation, who shall not have voted in favor of said sale either in person or by proxy, shall be entitled to the rights, and such vendor corporation shall be subject to the duties, obligations and liabilities set forth in Section 58 of Chapter 248 of the General Laws with respect to dissenting stockholders and to corporations which sell, lease and exchange their entire assets, respectively.

Any corporation which under the provisions hereof is authorized to purchase the assets and property of the corporation hereby incorporated may acquire, hold and dispose of stock, bonds or other obligations of the corporation hereby incorporated.

Sec. 5. The corporation hereby incorporated may lease, purchase, acquire, hold, possess, enjoy, operate, use and dispose of such real and personal estate, rights, privileges and franchises within this state as may be necessary or convenient for the purposes for which said corporation is organized and may issue its capital stock, bonds and other obligations in payment or part payment therefor, in the manner and with the approval hereinafter provided.

Sec. 6. Subject to the provisions of Section 7 hereof, said corporation may issue its bonds and other obligations in such amount as it may deem necessary, and may secure the same by

...pledge or pledges, mortgage or mortgages of its franchises and property or any part thereof, such bonds, obligations, pledges and mortgages to be upon such terms and conditions and executed in such form and manner as the said corporation or its directors may by vote prescribe. )

Sec. 7. All issues of stocks, bonds or other obligations of the company hereby incorporated (except obligations incurred for current expenses), the purposes of said issues and the manner and terms upon which they are to be disposed of shall be subject to the approval of the Public Utilities Commission, and such stocks, bonds and other obligations shall not be valid without such approval; provided that not exceeding fifty thousand dollars (\$50,000) per value of stock may be issued for cash at par and shall be valid without such approval.

Sec. 8. Whenever the tax upon one hundred thousand dollars (\$100,000) of the capital stock of this corporation has been paid into the General Treasury as provided by Section 12 of Chapter 37 of the General Laws, the Secretary of State shall issue and deliver to the incorporators a certified copy of this Act under the seal of the State, and said corporation may then be organized, and stock thereof to the par value of one hundred thousand dollars (\$100,000) may, subject to the provisions of Section 7 hereof, from time to time be issued, and he shall thereafter from time to time upon application by the directors or other proper officers of the corporation and upon payment of the tax prescribed by said Section 12 in case of increase of capital stock, and with the approval of the Public Utilities Commission, issue his certificate to said corporation authorizing the issue of additional capital stock for which such tax has been paid. Said stock shall be divided into shares of the par value of fifty dollars (\$50) each and may be divided into classes with such preference as to dividends, voting power and other incidents as said Public Utilities Commission may approve.

Sec. 9. Said corporation shall be located and have an office or place of business in the City of Providence.

Sec. 10. This act shall take effect from and after its passage.

*Smith*

H. 721

AN ACT

TO INCORPORATE UNITED  
ATOMIC POWER COMPANY.

*Carlson & Jones*

IN HOUSE OF REPRESENTATIVES  
APR - 1950  
Ordered to be indefinitely postponed  
*James M. McGuire*

Read by

*Frederick B. Cook*  
*Washington*

IN HOUSE OF REPRESENTATIVES  
FEB - 11 1950  
ORDERED TO BE COMMITTED TO  
COMMITTEE ON INVESTIGATION  
*James M. McGuire*