

is a Procrustean bed that may cure some evils, but will make as many as it cures.

Mr. CHAMBERS. The old constitution requires, as a general rule, that corporations should be made under a general law; but in a case in which the legislature shall think the general law does not afford adequate means to carry out the purpose desired, they may create a special corporation. The legal consequence of that is, that the special law being passed, the legislature have exercised their judgment by passing the law, and there is an end of the question of the legality of that corporation. In other words, its legality depends upon the decision of the legislature, and that decision is announced in the terms of the law.

But how is it under this section? You cannot create special corporations, except so far as special acts may be necessary to authorize any person or persons to exercise and enjoy such corporate rights; but in such a case as the legislature shall suppose this state of things to exist, but in point of fact, the case must be such a one. What is the legal consequence of this state of things? Whenever a corporation is created by a special act, anybody has a right to go into court and say, you have not complied with the constitution; the constitution requires that the corporation shall have such and such a character. It is not to be judged of by the legislature at all. It is left then to the discretion of the court.

It appears to me that the committee have made a great mistake in this matter; and if their report should be adopted, it would be the source of infinite litigation. It can at least only usefully accomplish the same purpose. I think, therefore, that the provision of the old constitution is vastly preferable, to leave it to the wisdom of the legislature. We are bound to suppose that they will endeavor to do as they should do. If a party comes to the legislature seeking an act of incorporation, and if the legislature find that their objects can be satisfied by conforming to the proceedings required by a general law, they will say so. But if the legislature perceive that there are peculiarities in the purposes of the corporation such that it is necessary to pass a special act, let that be a final and conclusive determination and decision of that point. I hope the proposition will prevail, and that this section will be made to conform exactly to the old constitution.

The amendment was agreed to.

Mr. STÖCKBRIDGE moved to strike out "article" in the last line, and insert "section."

The amendment was agreed to.

Sections 45 and 46 were read, and no amendment was offered.

The 47th section was read as follows:

"Sec. 47. The general assembly shall have power to accept the cession of any territory contiguous to this State from the States of Virginia and West Virginia, or from the Uni-

ted States, with the consent of Congress and of the inhabitants of such ceded territory; and in case of such cessions, the general assembly may divide such territory into counties, and shall provide for the representation of the same in the general assembly, on the basis fixed by this constitution, and may for that purpose increase the number of senators and delegates. And the general assembly shall enact such laws as may be required to extend the constitution and laws of this State over such territory, and may create courts conformably to the constitution for such territory, and may for that purpose, increase the number of judges of the Court of Appeals

Mr. BELT. I move to strike out the words "and West Virginia" in the third line. I offer this amendment, not for the purpose of making any extended remarks upon it, but merely to have an opportunity to put myself for one, and for as many other gentlemen as desire to put themselves upon the record, as protesting against the enormity which has been committed in the attempted and pretended erection of this State of West Virginia out of the limits of the State of Virginia. I ask for the yeas and nays upon the amendment.

The yeas and nays were ordered.

The question being taken, the result was—yeas 15, nays 39—as follows:

Yeas—Messrs. Belt, Chambers, Crawford, Dail, Davis, of Charles, Dent, Harwood, Henkle, Hollyday, Johnson, Jones, of Somerset, Lee, Mitchell, Miller, Morgan—15.

Nays—Messrs. Goldsborough, President; Abbott, Annan, Barron, Brooks, Carter, Cunningham, Cushing, Daniel, Davis, of Washington, Earle, Ecker, Galloway, Greene, Hatch, Hoffman, Hopkins, Hopper, Keefer, Kennard, King, Larsh, Mace, Markey, McComas, Mullikin, Murray, Negley, Parker, Russell, Sands, Schley, Smith, of Carroll, Sneary, Stirling, Stockbridge Swope, Sykes, Wickard, Wooden—39.

So the amendment was rejected.

Mr. BELT submitted the following amendment:

Amend section 47 by adding the following words at the end thereof: "Provided, however, that the General Assembly shall have no power to accept the cession of any such territory until after the existing civil war shall have been brought to a close."

Mr. BELT said. I am utterly opposed to the policy of accepting cessions from any of the States, and particularly from the State of Virginia, at this time. I do not know how we can obtain a cession from the State of Virginia during the civil war, while Virginia is in such an anomalous condition. They have undertaken to cut off West Virginia, and nobody can tell the precise limits or authority of what is known as the Union government of Old Virginia. I recollect that not