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**Veto Message: Governor Dillingham
1865 (S.10)**

An act to incorporate the Caledonia Manufacturing Company

STATE OF VERMONT
Executive Department.
Montpelier, Vt., November 3, 1865

The President laid before the Senate the following communication from his Excellency, the Governor:

HON. A.B. GARDNER, *President of the Senate*:

SIR: I herewith return to the Senate a bill which originated in that body, entitled "An act to incorporate the Caledonia Manufacturing Company," without my approval.

My objection to the bill is confined wholly to the language of the first section, descriptive of the powers of the corporation. It is as follows: *and shall have and enjoy all the powers and privileges incident to corporations, for the purpose of manufacturing and selling all kinds of articles made either in whole or in part from wool or cotton, or any other articles of merchandise they may think proper, in this State, with full power to vend or traffic in the same.*

The business or objects for which a corporation is created should always be stated with clearness and precision, to the end that no doubt may exist as to what would be a violation of its charter. In the present bill, after authority to manufacture all kinds of articles, made either in whole or in part of wool or of cotton, authority is further given to manufacture any other articles of merchandise they may think proper, with full power to vend or traffic in the same.

The last clause is the objectionable one. Should the company

under this choose to manufacture brandy, whiskey or rum, would these not be "articles of merchandise," with full power granted to vend and traffic in the same? And so of any other branch of business that may be prohibited or regulated by law.

This objectionable clause was probably overlooked when the bill passed both branches of the Legislature, and I therefore return it, that bill may be further considered.

PAUL DILLINGHAM,
Governor

Governor's Veto Sustained
S.10, 1865

Governor's veto sustained in the Senate:
Yeas: 0 Nays: 18

Sources: *Journal of the Senate*, November 4, 1865 (pages 124-125)