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No. 146.

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2nd Session, 6th Parliament, 22 Victoria, 1859.

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(PRIVATE BILL.)

**BILL.**

An Act to incorporate the Transatlantic  
Telegraph Company.

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Received and read, first time, Friday, 11th  
March, 1859.

Second reading, Monday, 14th March, 1859.

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HON. MR. DORION.

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TORONTO :

PRINTED BY JOHN LOVELL, YONGE STREET.

## An Act to incorporate the Transatlantic Telegraph Company.

**W**HEREAS Hon. John Young hath, by his petition, prayed that this Province should facilitate him and his associates hereinafter mentioned in effecting telegraphic communication between the Continents of Europe and North America, by granting him and them certain rights, franchises, powers, and privileges: And whereas it is deemed expedient to grant the prayer of the said Petitioner, and to aid in the success of so great an enterprise: Therefore Her Majesty, by and with the advice of the Legislative Council and Assembly of Canada, enacts as follows:

Preamble.

- 10 I. The said Honorable John Young, Robert Innes, Roy Campbell, James Wyld, Thomas Page, Josiah Patrick Wise, John Yates, his associates, and all other persons who may hereafter become holders of the Stock hereinafter mentioned, are hereby constituted a body politic and corporate, and shall be known by the name of the "*Transatlantic*
- 15 *Telegraph Company*," for the purpose of establishing telegraphic communication between the Continents of Europe and North America, via the Labrador Coast and Canada, and for the purpose of establishing branches thereof in this Province and elsewhere.

Certain persons incorporated.

Corporate name.

Purpose.

- 20 II. The said Corporation may establish, construct, purchase, hire, keep in order, and work any Line or Lines of Magnetic, Electric or other Telegraph, or means of telegraphic communication from Quebec to such point or points within this Province, as to the said Company may seem expedient, with power to connect by submarine cable from such point or points to any Island, Province, Country, or place on this
- 25 Continent or on or near the Continent of Europe, or in the Atlantic Ocean: And the said Corporation may take, use and hold, under any gift, grant or purchase, such real and personal property, right of way, concessions and other privileges, from any person, Corporation, Government or Power, as may be requisite or necessary, in and about the
- 30 establishing, working and maintaining of the said telegraphic communication and its several Lines and Branches,—and may erect buildings for the suitable accommodation of the Stations thereof,—and may let, lease, convey or otherwise dispose of any part or portion of its property, possessions and effects, in such manner and upon such terms as
- 35 may be deemed advantageous for the interests of the said Corporation,—and may connect with other Lines of the Telegraph,—and may borrow such sums of money (not exceeding in all the sum of £750,000 or three

Powers given to Company to make and work Telegraph Line between America and Europe.

Company may effect loans.

millions of dollars),—and may issue such Bonds therefor in such amounts, and made payable at such times, and bearing such interest, and secured in such manner (by mortgage or otherwise) as the said Corporation may deem expedient and proper in carrying out any of the objects and purposes aforesaid,—and may make, adopt and use a Corporate Seal,—and may sue and be sued,—and may do every other act and thing whatsoever, which may reasonably come within the scope, purposes and objects contemplated by this Act: Provided always, that no such Bonds shall be issued, or if issued shall be valid or binding at law or in equity, until a sum not less than one hundred thousand pounds of the Capital Stock of the Company shall have been deposited with some Bank or Banks to be approved of by the Receiver General of this Province, and that such deposit shall only be withdrawn from time to time for the purpose of constructing the works of the said Company, under pain of the forfeiture of this Act, and only after evidence satisfactory to the Receiver General shall have been adduced to him of the ability and intention of the Company to proceed with their works: Provided also, that it shall not at any time be lawful for the said Company to borrow any sum of money, or issue any Bonds for any such sum of money, to an amount exceeding the amount of its paid up Capital, under pain of forfeiture of this Act.

Provso.i

Provizo.

Company may erect Telegraph Lines along high-ways and water courses, &c.

III. The said Corporation may lay down, erect, and maintain its Line or Lines of Telegraph along the sides of and across any public highways, bridges, water-courses, or other such places, provided the said Corporation shall not interfere with the public right of travelling thereon, and may enter upon any lands or places, and survey and set off such parts thereof as may be necessary for such Line or Lines of Telegraph,—and may take from any part of the ungranted and unoccupied Crown Lands of this Province, any posts, or building materials, necessary to make or repair the said Line or Lines or any buildings in connection therewith, and in case of disagreement between the Company and any owner or occupier of lands which the said Corporation may take for the purposes aforesaid, or in respect to any damage done to the same, by constructing the Line or Lines through or upon the same, the said Corporation and such owner or occupier, as the case may be, shall each choose an Arbitrator, which two Arbitrators shall choose a third, and the decision (on the matter in difference) of any two of them in writing shall be final; and if the said owner or occupier, or the Agent of the said Corporation shall neglect or refuse to choose an Arbitrator within four days in writing from the opposite party to him, and upon proof of personal service of such notice, or if such two Arbitrators, when duly chosen, shall disagree in the choice of a third Arbitrator, in any such case, it shall be lawful for the *Provincial Secretary* for the time being, to nominate any such Arbitrator, or such third Arbitrator, as the case may be, who shall possess the same power as if chosen in manner above provided: Provided always, that nothing herein contained shall be construed to confer on the said Corporation the right of building a bridge over any navigable river in this Province.

Arbitration in certain cases.

Provizo.

Amount of Capital Stock.

Such amount may be increased.

IV. The Capital of the said Corporation shall be Two Hundred and Fifty Thousand Pounds or One Million of Dollars, and shall be divided into shares of Twenty-five Pounds or One Hundred Dollars, each; and the said Capital may be increased, from time to time, by resolution of the Board of Directors, by and with the consent of a majority in amount,

of the Shareholders; but such Capital shall at no time be made to exceed Five Millions of Dollars.

V. The said Honorable John Young, Robert Innes, Roy Campbell, James Wyld, Thomas Page, Josiah Patrick Wise, John Yates, shall  
 5 cause books of subscription to be opened in the City of Montreal for thirty days, and afterwards in such other place or places as they may from time to time appoint, until the meeting of Shareholders hereinafter provided for, for receiving subscriptions of persons willing to become subscribers to the said undertaking; and for that purpose it shall be their  
 10 duty, and they are hereby required to give public notice in one or more newspapers published in the said City, as they or a majority of them may think proper, of the time and place at which such books will be opened and ready for receiving subscriptions as aforesaid, of the persons authorized by them to receive such subscriptions, of the  
 15 Bank or Banks into which the Deposit thereon is to be paid, and of the time hereinafter limited for such payment; and every person whose name shall be written in such books as a subscriber to the said undertaking, and who shall have paid within ten days after the closing of the said books, into any of the Banks so appointed, or to any of their  
 20 branches or agencies, ten per centum on the amount of stock so subscribed for, to the credit of the said Company, shall thereby become a member of the said Company, and shall have the said rights and privileges as such, as are hereby conferred on the several persons who are herein mentioned by name as members of the said Company;  
 25 Provided also, and it is hereby enacted, that such ten per centum shall not be withdrawn from the said Banks or otherwise applied, except for the purposes of the said Telegraph Company, or upon the dissolution of the said Company from any cause whatsoever.

Books of subscription to be opened.

Ten per cent. to be paid on subscribing.

VI. Whenever five thousand shares of the said Capital Stock shall be  
 30 subscribed, and ten per centum paid in as aforesaid, the said Corporation shall go into operation, and the Shareholders may meet at such time and place, and upon such a notice as a majority of them shall appoint; and at such meeting a Board of Directors shall be chosen; such Directors shall hold their offices for one year and until others shall be chosen in  
 35 their places, and a majority of them shall constitute a quorum for the transaction of business; and there shall be an annual election of the Board of Directors at such time and place, and on such notice as shall be prescribed by the By-laws of the said Corporation; and it shall be the duty of the Stockholders to make and establish such By-laws, rules and  
 40 regulations as they shall deem necessary, proper and expedient, touching and concerning the government of the said Corporation, and the management, control and disposition of the property, monies, estate and effects of the same, the transfer of shares, the duties and conduct of the Directors and of the officers and servants of the said Corporation, the election  
 45 and meetings of Directors, and all matters whatsoever which may appertain to the concerns of the said Corporation; And at all meetings of the Stockholders, each share shall entitle the holder to one vote, which may be given in person or by proxy.

First meeting for election of Directors.

Annual election of Directors.

By-laws.

Votes.

VII. The concerns of the said Corporation shall be managed by a Board  
 50 of Directors to consist of eleven members, who shall be Stockholders of forty shares each of the said Corporation, and who shall be chosen and hold their office as hereinafter provided.

Directors.

**President, &c. to be appointed by Directors.** VIII. The Directors shall appoint one of their number to act as President and another to act as Vice-President, and may appoint such other officers and agents as they shall deem necessary : When any vacancy shall happen among the Directors, it may be filled by the remaining Directors, for the remainder of the term only ; and the Directors may remove all officers appointed by them and appoint others in their places, and may fill all vacancies in the offices. 5

**Principal office of Company.** IX. The said Corporation shall keep its principal office in the City of Montreal : The meetings of the Board of Directors shall be held and the Stock of the said Company shall be registered and transferred in that City ; but the Directors may, if it shall be deemed advisable, establish another office or other offices elsewhere for the transfer of the Stock of the said Corporation, and subordinate Boards of Directors may be created with limited powers for the transaction of such business as may be created with limited powers for the transaction of such business as may be entrusted to them by the said Corporation. 10 15

**Other officer, and Subordinate Boards.**

**Instalments how and when called in.** X. The Directors may require payments of subscriptions to the said Capital Stock, at such time and in such proportions as they may deem proper, under the penalty of forfeiting all stock and previous payments thereon ; and the said Company may sue for and recover all such subscriptions ; notice of the time and place of such payments shall be published for four weeks previous to such time, at least once in each week, in at least two newspapers published in the City of Montreal. 20

**Shares to be personal property. Proviso.** XI. All and every the shares in the Capital Stock of the said Corporation, and all profits and advantages thereof, shall be deemed to be personal estate, and shall be transferable and transmissible as such ; Provided always, that no assignment or transfer of any share shall be valid or effectual, until such transfer be entered and registered in a book to be kept for that purpose ; And provided also, that whenever any Stockholder shall transfer in manner aforesaid, all his stock or shares in the said Company, such Stockholder shall cease to be a member of the said Corporation. 25 30

**Proviso.**

**Penalties in case of interruption of line.** XII. Any persons wilfully interrupting the free use by the said Company of any Telegraphic Line, established, hired, or used by it, or any works connected therewith, shall be subject to a penalty of not less than ten pounds nor more than one hundred pounds, to be recovered by any person informing and suing for the same in a summary way before one or more Justices of the Peace, and to be levied by a warrant of distress and sale of the offender's goods and chattels, one half of such penalty to go to the party suing for the same, and the other half to be paid to the Receiver General of the Province for the use thereof, and in default of goods or chattels to satisfy such warrant, every such offender shall be committed to gaol by such Justice or Justices for any period not exceeding one hundred days ; and if any person shall wilfully or maliciously obstruct or damage any such Telegraphic Line, works, buildings, machinery, or other property connected therewith, he shall be guilty of misdemeanor, and shall be punished by imprisonment for a period not exceeding one year, and by a fine not exceeding two hundred pounds ; And every operator, agent or servant of the said Company employed in the transmission or delivery of intelligence or messages, shall, before he enters on the duties of his office, make oath before a Judge or Justice of 35 40 45 50

**Penalty in case of damage to line or works.**

**Oath of secrecy.**

the Peace, that he will not wilfully divulge the contents of any message transmitted by the said Company, or left with any of its operators, agents or servants for transmission or delivery; and every person violating the said oath shall be adjudged guilty of a misdemeanor and punished by 5 imprisonment for a period not exceeding one year, or by a fine not exceeding two hundred pounds. Penalty in case of violation.

XIII. The said undertaking shall be commenced within one year, and completed from Quebec to Labrador within three years from the passing of this Act, otherwise this Act shall be null and void. Limitation.

10 XIV. This Act shall be deemed and taken to be a public Act. Public Act.