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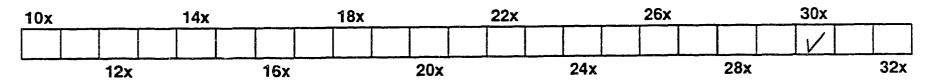
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No. 51.

4th Session, 1st Parliament, 34 Victoria, 1871.

BILL.

An Act to Incorporate the Kingston and Pembroke Railway Company.

(PRIVATE BILL.)

MR. KIREPATRICE.

OTTAWA : Printed by I. B. Taylor, 29, 31 and 33, Rideau Street. 1871. BILL.

1871.

Au Act to incorporate the Kingston and Pembroke Railway Company.

WHEREAS, the construction of a Railway from the City of Preamble. Kingston, to the Town of Pembroke, with power to extend by ferry communication, or otherwise, into the Province of Quebec, and to amalgamate with Railway Lines therein, would be of 5, general benefit to the Provinces of Ontario and Quebec: and it is expedient to incorporate a Company to construct such Railway; Therefore, Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:--

 The Honorable Alexander Campbell, Richard J. Cartwright, Certain po sons incorbox sequire, George A. Kirkpatrick, Esquire, Charles F. Gildersleeve, sons incor-Esquire, Peter White, junior, Diland D. Calvin, James O'Rielly, Q. C., John Carruthers, James Grant MacDonald, George M. Kinghorn, Chester Godfrey, James Queally, J. S. J. Watson, Robert White, David Bell, Thomas Deacon, Thomas Murray, Thomas 15 Muir Carswell, William Moffatt, John Breden, John Fraser, William Ford, junior, Archibald Livingston, Thomas Dawson, James Leahy, Schuyler Shibley, Samuel Donaldson, William Boyle, Elijah Joyner, Peter W. Day, and Elisha, Playfair, together with all such persons and corporations as shall become share-20 holders in the Company hereby incorporated, shall be and arc hereby constituted a body corporate and politic by and under the Carter and Schuyler Shibley Donalts on and and arc hereby constituted a body corporate and politic by and under the

name of "The Kingston and Pembroke Railway Company."

2. The Company may lay out, construct, finish and equip an Power to iron or steel railway, of such width or gauge as the Company see construct railway. 25 fit, not exceeding four feet eight and one-half inches nor less than two feet six inches, from within the limits of the City of Kingston to and into the Town of Pembroke, with power by ferry com-nunication or otherwise, to extend into the Province of Quebec, and to amalgamate with any railway line therein, and to lay out, -30 construct and maintain branch railways to any point within twenty-five miles of the main line, and to acquire lands and water-lot property in the City of Kingston, not to exceed in all twenty-five acres, and in the Town of Pembroke, not to exceed in all ten acres, and in every township through which the railway or 35 any branch thereof is carried; not more than five acres (over and above the land required for the roadway), for the erection and maintenance thereon of necessary stations, depots, curves, sidings, wharves or piers; and to enable the Company to acquire the same, all the provisions of "the Railway Act of 1868," shall be 40 as fully applicable as if the acquisition of such areas of land were distinctly authorized by the said Railway Act.

3. The Company shall have power to construct, purchase, May hold charter and navigate steam vessels, and other water craft, on any steam vessels, lake, river, or stream near to or touched by the railway or any of 51-1 its branches, for the purpose of traffic in connection with the railway or any of its branches.

Agreement]to lease.

4. The Company may enter into an agreement with any other railway company incorporated or to be incorporated, either of the 5 Province of Quebec, or of Ontario, or of the Dominion, for leasing the said railway, or any part or branch thereof, or the use thereof at any time or times, and for any period, or for leasing or hiring from such other company any railway, or any part or branch thereof, or the use thereof at any time or times, and for any period, or for leasing or hiring, as lessors or lessees, any locomotives, 10 tenders, cars, or other rolling stock or moveable property, under such sanction as hereinafter mentioned, and generally to make any agreement or agreements with any such other company, touching the use by one or other, or by both companies of the railroad, or rolling stock, or moveable property of either or both, or any part 15 thereof, or touching any service to be rendered by the one company to the other, and the compensation therefor, and such leases, agreements and arrangements shall be valid and binding, and shall be enforced by all courts of law or equity, according to the tenor and effect thereof, provided the said leases, agreements and 20 arrangements have been first respectively sanctioned by the inajority of votes at special general meetings of the shareholders called for the purpose of considering the same respectively, on due notice given as hereinafter provided.

Power to receive bonuses.

off snow.

5. The said Company may receive bonuses or gifts of money, 25 or securities for money, from any persons or bodies corporate or politic, who may have power to grant the same, in aid of the construction, equipment and maintenance of the said railway and its branches, and which shall be applied accordingly.

6. Notwithstanding anything contained in section nine of the 39 May acquire said "Railway Act of 1868," the said Company may, with the permission of the Railway Committee of the Privy Council, and land to keep under the powers and provisions in the said Act, acquire and hold such width of land on the sides of the railway and its branches at any point of the line, as may be needed for the erection of 35 snow-drift fences or barriers, at a sufficient distance from the track to prevent the obstruction of the line by drifting snow.

Gravel pits. 7. The Company may, with the consent of the owners, acquire and hold land from which to obtain supplies of gravel, stone and filling required by them for their works, and may sell and convey 40. the same, or any part thereof, when no longer required.

Sale of land. 8. The Company shall have power to sell, mortgage, or lease any Lands belonging to it not necessary for the purposes of the said Railway, or received by it as a gift in aid.

9. The Capital Stock of the said Company shall be one million 45 Capital stock. two hundred and fifty thousand dollars, to be divided into twentyfive thousand shares, of fifty dollars each, which amount shall be raised by the persons hereinbefore named, and such other persons and Corporations as may become shareholders in the Company, and the money so raised shall be applied in the first place to the 50 payment of all fees, expenses and disbursements for procuring the passing of this Act, and for making the surveys, plans, and estimates connected with the Railway and its branches, and all the rest and residue of the said money shall be applied towards

making, completing, equipping and maintaining the said Railway, with its branches, and other purposes of this Act.

10. The persons named in the first clause of this Act are Provisional hereby constituted the Board of Provisional Directors of the said Directors. 5 Company, nine of whom shall be quorum, and the said Provisional Board of Directors shall hold office as such, until the first election

of Directors under this Act, and shall have power to open Stock Books, and procure subscriptions of Stock for the undertaking, and to receive payment on account of Stock subscribed, and make 10 calls upon subscribers in respect of their stock, and to sue for and recover the same, and cause surveys and plans to be made and executed, and acquire any plans and surveys now existing, and deposit in any chartered Bank of Canada, all moneys received by

- deposit in any chartered Bank of Canada, all moneys received by them on account of Stock subscribed, and withdraw the same for 15 the purposes of the undertaking, and to receive for the Company any gift made to it in aid of the undertaking, and may enter into any agreement respecting the conditions or disposition of any gift or boung in aid of the Bailway, which agreement whall be binding
 - or bonus in aid of the Railway, which agreement shall be binding upon the Company.
- 20 11. No subscription for Stock in the Capital of the Company Conditions of shall be binding on the Company, unless ten per centum of the ^{subscription}. amount has been actually paid thereon, within fifteen days after subscription, to the Company, or to its credit in any chartered Bank of Canada, to be designated by the Director.
- 25 12. No call in respect of the Stock shall exceed ten per Calls. centum from each shareholder on the amount of the stock subscribed or held by such shareholder.

13. When and so soon as shares to the amount of one hundred First general thousand dollars in the Capital Stock of the Company have been meeting.

- 30 subscribed for, and twenty per centum thereon has been paid, the Provisional Board of Directors shall call a general meeting of the shareholders of the Company, at the City of Kingston, for the election of Directors of the Company, giving at least four weeks notice of the time, place, and purpose of meeting, and at said
- 35 meeting the shareholders to whom shares have been allotted in the books of the books of the Company, and who have paid twenty per centum upon the Stock subscribed by them, shall elect nine persons qualified as hereinafter provided to be Directors of the Company, which persons shall, with the heads of the Municipal
- 40 Corporations qualified as by law provided, and with the persons appointed by the Municipal Councils as Directors in respect of bonuses as hereinafter provided, constitute the Board of Directors of the Company, and shall hold office until the second Wednesday in February, in the year following their election.
- 45 14. On the said second Wednesday in February, and on the Annual genesecond Wednesday of February in each year thereafter, there shall ral meetings, be held at the principal office of the Company, at the City of Kingston, a general meeting of the shareholders of the Company, at which meeting the shareholders shall elect nine Directors for the
- 50 ensuing year in the manner and qualified as hereinafter provided, and due notice of such general annual meeting and election shall be published for at least four weeks. before the day of election. All the elections of Directors shall be by ballot, and the persons so elected, if qualified as hereinafter provided, shall, together with
 55 heads of the Municipal Corporations qualified as by-law provided,

and the persons appointed as Directors by the Municipal Councils in respect of honuses, form the Board of Directors of the Company, but no person shall be so elected a Director as first mentioned, unless he shall be the absolute owner of at least twenty shares of the Stock of the Company, upon which all calls 5 made by the Company have been paid up at the time of election.

Director appointed by Municipality,	15. Any Municipal Council of a Municipality which has given a bonus in aid of the said Railway or its branches, amounting to not less than fifty thousand dollars, shall be entitled during the construction of the Railway, but not afterwards, to appoint a 10 person annually to be a Director of the Company, and such person shall be a Director of the Company in addition to all the other Directors authorized by this Act, or the general, or other Act; but such Municipality shall incur no liability by the appointment of such Director. 15
Aliens may subscribe.	16. Aliens as well as British subjects, whether resident in Canada or elsewhere, may become shareholders in the Company, and all such shareholders shall be entitled to vote on their shares, and be eligible to office as Directors of the Company, being duly qualified as herein provided. 20
Votes.	17. No shareholder shall be qualified to vote at any meeting in respect of any share on which at least twenty per centum shall not have been paid, together with all calls due at the time of the meeting.
Ç uorum.	18. At all meetings of the Board of Directors, seven of the 25 Directors shall form a querum for the transaction of business; and the Board may employ one or more of their number as paid Director or Directors.
President, etc.	19. The said Board of Directors shall elect and appoint a President and a Vice-President, or Vice-Presidents, and the 39 necessary officers, and fill up vacancies from time to time, but said President and Vice-Presidents shall be elected annually, imme- diately after the election of Directors, except that in filling up a vacancy, the election may be made at any time.
Subscriptions of stock .	20. The said Board of Directors are hereby authorized to take 35 all necessary steps for procuring subscriptions for stock, until the whole stock has been taken up, and to make, execute, and deliver scrip and share certificates therefor, as they shall deem expedient.
Promissory Notes.	21. The said Company shall have power to become parties to 40 Promissory Notes and Bills of Exchange for sums not less than one hundred dollars, and every such promissory note and bill of Exchange drawn, accepted or endorsed by the President and a Vice President, and countersigned by the Secretary and Treasurer of the said Company, in pursuance of a resolution of the Board of Directors 45 duly passed, shall be binding on the Company, whose said officers shall not be individually responsible for the same, unless the same shall have been done without the authority of the Board of

Directors, in which case the Company or its shareholders shall not be in any way liable for or in respect of any such making, drawing, 50 acceptance, or endorsement.

22. Any bonds, debentures, or other securities to be issued by

the Company may, or any part thereof may, by a resolution of the shareholders entitled to vote at a special general meeting, to be called for the nurpose—which special meeting may be held on the same day as the annual meeting—and without registration or

- 5 other formal conveyance, become the first or preferential claims and charges upon the undertaking, and the property of the Company, real and personal, and then existing, or at any time thereafter acquired, or any portion or part thereof indicated in the resolution; and in such case each holder of the said securities
- 10 shall be deemed a mortgagee and incumbrancer, with all the rights of such, but pro rate with all the other holders of such securities upon such part of the property of the said Company as may be indicated in the rescution as aforesaid. Provided that such bonds, debentures, or securities shall not at any time exceed the
- 15 then actual paid-up capital stock of the Company, together with so much of any bonuses granted to the Company as has been actually expended on the undertaking, and provided that such bonds, debentures or securities may have interest coupons, and also shall recite the resolution under which they were issued, with
- 20 the time and place of meeting when passed, and shall be scaled with the corporate seal of the Company, and signed by the President and a Vice-President, and the Secretary and Treasurer of the Company, and duly entered in the Company's books; and all such bonds and debentures, with their interest warrants or
- 25 coupons, shall be made payable to bearer, and assignable at law by delivery, and may be sued on and be enforced by the respective bearers or owners thereof for the time being in their own names.

23. Conveyances of land to the Company may be made in the Conveyances 30 form set out in Schedule A to this Act, and may be registered; of land. and such conveyance shall be as effectual to vest the lands therein described as granted in the Company as any other form of conveyance which might be used; and the bar of dower therein contained shall be as effectual for the purpose of barring dower, 35 whether inchoate or accrued in the lands conveyed, as if drawn in

any more extended or other form whatever.

24. Notwithstanding this Act may not comply with the pro- As to provisions of the said Railway Act, Section 3, and notwithstanding visions of anything in the said Railway Act contained, every provision contained in this Act shall have full form and offect; but said Railway

40 tained in this Act shall have full force and effect; but said Railway Act shall apply when not inconsistent with this Act.

25. All meetings of the shareholders shall be called by a notice Notice of stating the purpose, time, and place of the meeting, published meeting, weekly or oftener, for at least four weeks previously to the day of

- ⁴⁵ meeting, in one or more newspapers published in the City of Kingston, and in the County of Renfrew, besides in the Canada Gazette, which shall be conclusive evidence of the sufficiency of such notice, and a majority of the votes represented at the meeting either personally or by proxy, may transact and settle business at
- 59 the meeting, and a special meeting may be held on the same day at the annual meeting, on due notice.

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Short title. 27. This Act shall be known and cited as "The Kingston and Pembroke Railway Act."

SCHEDULE A.

KHOW ALL MEN, that A.B., (or A.B. and others) of lawful money, paid to of in consideration of by the Kingston and Pembroke Railway Company, the receipt whereof is hereby acknowledged (or in aid of the Kingston and Pembroke Railway Company), grant unto the Kingston and Pembroke Railway Company, their successors and assigns, all that tract or parcel of land and premises being composed of (describe land,) TO HAVE AND TO HOLD the said land and premises unto the said the Kingston and Pembroke Railway Company, their successors and assigns for ever (if any trusts or conditious attached, insert,) (if dower released, add,) and C. D. (or C. D. and others), of the said grantor hereby bar dower in the wi said lands.

Witness hand and seal this day of , A. D. 187 . Signed, Sealed and Delivered.

in presence of