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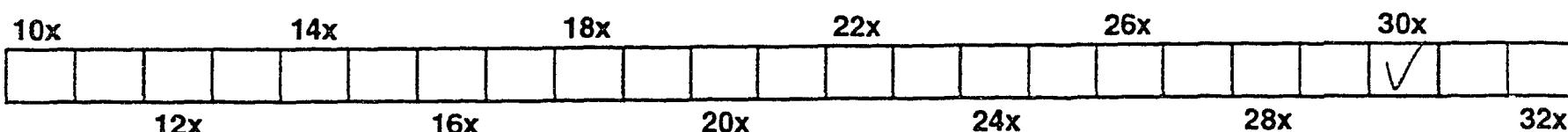
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No. 245.

2nd Session, 3rd Parliament, 12 Victoria, 1849.

BILL.

An Act to authorize the formation of Joint Stock Companies in Lower Canada for the construction of Macadamized Roads, and of Bridges and other works of like nature.

Received and Read a first time, Monday, 9th April, 1849.

Second Reading, Thursday, 12th April, 1849.

Dr. BEAUBIEN.

245.

BILL.

An Act to authorize the formation of Joint Stock Companies in Lower Canada for the construction of Macadamized Roads, and of Bridges and other works of like nature.

WHEREAS it is expedient to encourage the construction of Planked, Macadamized or Gravelled Roads, and also of Bridges, Piers and Wharves, in Lower Canada, by Companies who may be disposed to subscribe the necessary capital for the completion thereof; And whereas the delay and expense incident to obtaining a special Act of Incorporation from the Legislature for each separate Company, operate as a great discouragement to persons desirous of embarking capital for the formation of such Companies: Be it therefore enacted,

&c.

And it is hereby enacted, by the authority of the same, That any number of persons not less than five, may, in their discretion, form themselves into a Company under the provisions of this Act, for the purpose of constructing any Road or Roads of the kind mentioned in the Preamble to this Act, not less than two miles in length, whether such Roads be to be made over entirely new ground, or by improving any existing Road not being a Turnpike Road, or partly by making a new Road and partly by improving an existing one, and also any Bridge or Bridges, Pier or Piers, Wharf or Wharves; Provided always, that no such Company shall construct any such Road or other such works aforesaid, through, over, along or upon any private property or property of the Crown, without having first obtained the permission of the owner or owners, occupier or occupiers, thereof, or of the Crown, so to do, except as hereinafter provided; nor shall any such Road be made of a steeper grade than one foot elevation to twenty feet along the Road, without the sanction of the Commissioner of Public Works; nor shall any Bridge be constructed over any navigable River, except with the sanction and approval of the Governor in Council, and upon such conditions, and restrictions for securing the freedom of the navigation and otherwise protecting the interests of the Public, as he shall deem it right to insist upon; And provided also, that no such Company shall be formed under the provisions of this Act to construct any line of Road for which a Charter shall have heretofore been granted, unless the Chartered Company shall have forfeited its Charter by not com-

Companies
may be formed
for certain
purposes.

Proviso.

Proviso.

plying with the conditions thereof; nor shall any private property be taken for any other such work as aforesaid without the consent of the owner, if such owner shall himself construct such work within from the time he shall be notified that a Company has been formed for constructing the same; nor shall any property of the Crown be taken under this Act without the approval of the Governor in Council; And provided also, that no such Road shall be constructed or pass within the limits of any City, or within the limits of any Incorporated Town or Village, except by special permission under a By-law of such City, Town or Village, to be passed for that purpose; Provided also, that all bridges in the line of Road between the termini of any such Road, shall be deemed part of such Road to all intents and purposes whatever, unless specially excepted in the instrument of association of such Company.

Proviso.

H. Provided always, and be it enacted, That the breadth of land to be taken without the consent of the Proprietor for any Road under this Act shall not exceed feet English, except that an additional 20 piece of land not exceeding feet English in each direction, may be taken as a site for any Toll-house to be erected by the Company; and the land to be so taken or any Pier or Wharf shall not exceed the length, measuring along the River, necessary for the 25 construction of such Wharf or Pier, or the depth of feet English, measuring at right angles to the River from the ordinary mark of high water, except so much more land as may be necessary for a Road not exceeding feet English in width from such 30 Wharf or Pier to the nearest highway; but this shall not be construed to prevent any Company from being incorporated for the construction of a Road as well as of a Wharf or Pier.

Opposition
may be made
as to a Road,
—in which
case the Mun-
icipal Council
shall decide.

III. Provided always, and be it enacted, That if 35 twelve proprietors of lands, resident upon any line of Road proposed to be made, planked, gravelled or macadamized by any Company to be formed under the provisions of this Act, shall give notice in writing to the President, Chairman or other presiding Officer of any Company or Meeting convened to form any such Company, that they intend to oppose the formation or improvement of any such projected line of Road, no further action shall be had towards the prosecution of such work until after, the then next sitting of the Municipal Council having jurisdiction throughout the line of such intended Road, or the time when such sitting might by law be held; provided such notice shall have been given before any such work shall have been commenced.

Municipal
Council may
vary the line,
&c.

IV. And be it enacted, That if the Municipal Council of such locality as aforesaid shall, upon such opposition made and during such sitting as aforesaid, pass

any By-law prohibiting, varying or altering any such intended line of Road, such By-law shall have the same force and effect, and be as binding, effectual and obligatory upon all persons whomsoever and upon any such Company, as if the provisions thereof had been inserted in the body of this Act, and the Company shall abide by the same if they make the Road.

V. And be it enacted, That when any number of persons, not less than five, shall have subscribed a sufficient quantity of stock to amount to a sum adequate, in their judgment, to the construction of any such Road or other work, and shall have executed an instrument according to the form in the Schedule to this Act contained, of which an act *de dépôt* shall be thereafter made before some Notary Public for Lower Canada, and shall have paid to the Treasurer of such intended Company ten per cent. upon the capital stock intended by such Company to be raised for the construction of the Road or other work contemplated by such Company to be formed as aforesaid, and shall have registered such instrument, together with a receipt from the Treasurer of such Company and of the Cashier of some incorporated Bank in which the money shall have been deposited in cash or in Provincial Securities to the credit of the said Company, and to be drawn out when at least of the Road or work shall be completed to the satisfaction of the Commissioners of Public Works, and not before, for such first instalment of ten per cent as aforesaid, with the Registrar of every County through or into which such Road shall be intended to pass, or where such other work shall be situate, such Company shall thenceforth become and be a Chartered and Incorporated Company, by such name as shall be designated in the instrument so to be registered as aforesaid, and by such name they and their successors shall and may have perpetual succession, and shall be capable at law of suing and being sued, of impleading and being impleaded, answering and being answered unto, defending and being defended in all Courts of Law and places whatsoever, in all manner of actions, suits, complaints, matters and causes whatsoever; and they and their successors may have a common seal, and the same may make, alter and change at their will and pleasure, and that they and their successors by their corporate name shall be capable of purchasing, taking, having, holding and conveying, selling and departing with, any lands, tenements and hereditaments whatsoever, which may be or have been thought to be useful and necessary for the purposes of such Corporation; and in and by any such instrument of association the Shareholders or Members thereof may enter into such agreements and stipulations to and with each other as may not be contrary to the Laws of Lower Canada or the provisions of this Act, and the same shall be binding on such Members and their

Instrument of
Association
to be executed,
and 10 per
cent of the
capital to be
paid up.

Instrument to
be registered,
and receipt for
the 10 per
cent.

Company in-
corporated; its
name and
powers.

Further agree-
ments and con-
ditions may be
made in the
instrument of
association.

assigns or *ayant cause*, becoming Shareholders or Members of the Company.

Company may explore lands and take lands, materials, &c.

VI. And be it enacted, That any such Company shall have full power and authority to explore the ground or the country lying between the termini of any Road, or supposed to be adapted for the site of any other such work as aforesaid intended to be constructed by any such Company, and to designate and establish, take, appropriate, have and hold to and for the use of them and their successors, the requisite lands upon the line and 10 within the limits of any such Road, or for any such other work as aforesaid, according to the provisions herein-after contained for acquiring the same; and to dig, take, and carry away stone, gravel, sand, earth and other like materials from any adjoining or neighbouring lands, and 15 also to cut, make and keep in repair upon such adjoining or neighbouring lands, such ditches, drains and water-courses as may be necessary for effectually draining and carrying off the water from any such road or other work, making compensation therefor as hereinafter provided: and for the purpose aforesaid, the said Company and their agents, servants and workmen, are hereby authorized and empowered to enter into and upon the lands and grounds of any person or persons, body or bodies corporate or politic.

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Appointment of Directors, their powers, Quorum, &c.

VII. And be it enacted, That the affairs, stock, property and concerns of every such Company which shall or may be formed under the provisions of this Act, shall for the first year be managed and conducted by five Directors, to be named in the said instrument so to be registered as aforesaid, and thereafter to be annually elected according to the provisions in the said instrument, or if there be none, then according to the provisions of any By-law which the first named Directors or their successors shall from time to time pass for that purpose; and that upon 30 every such election of Directors, each Stockholder shall be entitled to one vote for every share he may hold or be possessed of in the said Company; and any majority of such Directors shall be a *quorum* for the transaction of business, and may exercise all the powers of the Directors or of the Company, except in so far as it may be otherwise provided by the said instrument of association or by the By-laws of the Company.

Increase of stock provided for.

VIII. And be it enacted, That if at any time after the formation of any such Company in manner aforesaid, the 45 Directors shall be of opinion that the original capital subscribed will not be sufficient to complete the work contemplated by such Company to be executed, it shall and may be lawful for the said Directors, under a Resolution to be passed by them for that purpose, either to borrow 50 upon the security of the said Company or by mortgage or

hypothèque of the road and tolls to be collected thereon, a sufficient sum of money to complete the same, or to authorize the subscription by an instrument referring to the original instrument of association and to be deposited with a Notary and registered as aforesaid, of such number of additional shares as shall be named in the said Resolution, a copy whereof under the hand of the President and seal of the Company, shall be annexed to such additional instrument.

10 IX. And be it enacted, That each share in every such Company shall be Transfer of shares. and shall be regarded as personal property, and shall be transferable upon the books of such Company, in such manner as shall be provided by any By-law to be made by the Directors in 15 that behalf, and not otherwise so far as regards the rights of the Company, nor shall any transfer be made of any share on which any call remains due and unpaid.

X. And be it enacted, That the Directors for the time being may make calls of the Stock subscribed for, Company may sue for calls on stock, if not paid. 20 in such manner and at such intervals as may be provided by the instrument of association ; and the Company may, in any Court having jurisdiction in matters of simple contract to the amount demanded, sue for, recover and receive of or from any Stockholder in such Company, the 25 amount of any call or calls of stock which such Stockholder may neglect to pay, after such notice as shall have been agreed upon by such instrument of association, or provided by the By-laws of the Company if not so agreed upon; and in any such action it shall be sufficient to allege 30 that the Defendant is a Stockholder of the Company, and that a call or calls were made upon such stock in the manner required by the instrument of association or By-laws, and were not paid, and to prove by any one witness whether in the service of the Company or not, such facts 35 as will support the said allegations, without alleging or proving the election or appointment of the Directors or any other special matter, and without naming such Directors in the declaration or other proceeding in the case.

XI. And be it enacted, That if any call made by 40 the Directors upon the Stockholders in the manner provided by the instrument of association of the Company or the By-laws of the Company, shall not be paid in when due, the Directors, instead of suing for the same, may, by Resolution to that effect, 45 sell the shares on which such calls are due and unpaid, and transfer the same to the purchaser as the owner thereof might have done, and after deducting all calls due, interests and costs of sale, they shall pay over the remainder of the proceeds of the sale to the owner of the 50 shares sold.

Corporations, &c., empowered to sell land to any such Company.

XII. And be it enacted, That it shall and may be lawful for all bodies politic, corporate or collegiate, corporations aggregate or sole, communities, *grèves de substitution*, guardians, curators, executors, administrators and all other trustees or persons whatsoever, not only for and on behalf of themselves, their heirs and successors, but also for and on behalf of those whom they represent, whether infants, issue unborn, lunatics, idiots, *femmes c'vert*, or other persons or parties who are or shall be seized, possessed of or interested in any lands or grounds which any such Company may require for the purposes for which they are incorporated, to contract for, sell and convey unto such Company all or any part of such lands or grounds so required by the Company for such purposes; and that all contracts, agreements, sales, conveyances and assurances so to be made, shall be valid and effectual in law to all intents and purposes whatsoever; any law, statute, usage or custom to the contrary thereto in any wise notwithstanding; and that all bodies politic, corporate or collegiate, or communities, and all persons whatsoever, so conveying as aforesaid, are hereby indemnified for what he, she or they, or any of them, shall respectively do by virtue of or in pursuance of this Act.

An annual rent to be agreed for instead of a fixed sum in certain cases.

XIII. Provided always, and be it enacted, That any body politic, community, corporation, or other party or parties whomsoever, who cannot in common course of law sell or alienate any lands or grounds so required by the said Company for the purposes of this Act, shall agree upon a fixed annual rent as an equivalent, and not upon a principal sum, to be paid for the lands or grounds so required by such Company for the purposes for which they are incorporated; and in case the amount of such rent shall not be fixed by voluntary agreement or compromise, it shall be fixed in the manner hereinafter prescribed, and all proceedings shall in that case be regulated as herein-after prescribed; and for the payment of the said annual rent, and every other annual rent agreed upon or ascertained and to be paid by such Company for the purchase of any lands, or for any part of the purchase money of any land which the vendor shall agree to leave in the hands of such Company, the Road or other work and property of such Company, and the tolls to be levied and collected thereon, shall be, and are hereby made liable and chargeable, in preference to all other claims or demands thereon whatsoever, the deed creating such charge and liability being duly registered.

As to lands held *par indivis.*

XIV. Provided always, and be it enacted, That whenever there shall be more than one party proprietor of any land or property *par indivis*, any agreement made in good faith between such Company and any party or parties proprietor or being together proprietors of one-third or more of such land or property, as to the amount of compensa-

tion for the same, or for any damages thereto; shall be binding as between the remaining proprietor or proprietors *par indivis* and the Company; and the proprietor or proprietors who have so agreed may deliver possession of such land or property to the Company, or empower them to enter upon the same, as the case may be.

XV. And be it enacted, That it shall be lawful for the said Company to apply to the several owners of or parties hereby empowered to convey the lands through which their Road or other work is intended to be carried, or which may suffer damage from the making or constructing of such Road or work, or the exercise of any of the powers granted to such Company by this Act, and to agree with such owners or parties, respectively, touching the compensation to be paid to them by such Company for the purchase thereof, and for the respective damages, and to make such agreements and contracts with the said parties touching the said lands or the compensation to be paid for the same, or for the damages, or as to the mode in which the said compensation shall be ascertained as to such parties and the Company shall seem expedient; and in case of disagreement between the Company and the said owners or parties or any of them, then all questions which shall arise between them and the said Company shall be settled as follows, that is to say:—

The Company shall serve a notice upon the opposite party, containing—a description of the lands to be taken, or of the powers intended to be exercised with regard to any lands (describing them)—a declaration that the Company are ready to pay some certain sum (or rent as the case may be) as compensation for such lands or for the damages arising from the exercise of such powers—and the name of a person whom they appoint as their Arbitrator if their offer be not accepted; and such notice shall be accompanied by the certificate of a sworn Surveyor disinterested in the matter and not being the Arbitrator named in the notice, that the land (if the notice relate to the taking of land) is required for the Road or other work for making or constructing which the Company is incorporated, that he knows such land or the amount of damages likely to arise from the exercise of such powers, and that the sum so offered is in his opinion a fair compensation for such land and for such damages as aforesaid; and in making the estimate for such compensation, such Surveyor shall, as shall also the Arbitrators hereinafter mentioned, take into consideration and allow for the benefit to accrue to the party to whom compensation is to be made from the Road or work to be constructed by the Company; and in any case wherein the Company shall have given and served the notice aforesaid, it shall be lawful for the Company to desist from such notice and afterwards to give new notice with regard to the same or other lands, to

Company to
settle with the
owners of lands
taken, &c.

Arbitration if
the parties and
the Company
do not agree.

the same or any other party, but the Company shall in any such case be liable to the party first notified for all damages or costs by him incurred in consequence of such first notice and desistment; and no change of ownership after the Company shall have given and served the notice aforesaid, shall affect the proceedings, but the party notified shall be still deemed the owner, except as to the payment of the sum awarded.

Arbitration,
&c.

If the opposite party be absent from the District in which the land is situate (if the notice relate to the taking of land) or from the District in which the power sought to be exercised, is to be exercised, or be unknown to the said Company, then upon application either to any Justice of the Queen's Bench or Circuit Judge, having jurisdiction in such District, accompanied by such certificate as aforesaid and by an affidavit of some officer of the Company that such opposite party is so absent, or that after diligent inquiry the party on whom the notice ought to be served, cannot be ascertained, such Justice or Judge shall order a notice as aforesaid (but without the certificate) to be inserted at least three times during one calendar month in the *Canada Gazette* and in some other newspaper to be named by such Justice or Judge, and in either or in both languages in the discretion of such Justice or Judge.

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Arbitration,
&c.

If within ten days after the service of such notice, or within one month after the first publication thereof as aforesaid, the opposite party shall not notify to the Company that he accepts the sum offered by the said Company, or notify to them the name of a person whom he appoints as Arbitrator, then any such Justice or Judge may, on the application of the said Company, appoint some sworn Surveyor to be sole Arbitrator for determining the compensation to be paid by the Company.

Arbitration,
&c.

If the opposite party shall within the time aforesaid notify to the said Company the name of the person such party shall appoint as Arbitrator, then the said two Arbitrators shall jointly appoint a third, or if they cannot agree upon a third, (of which fact the allegation of either of them shall be evidence) then any such Justice or Judge shall on the application of the said party or of the Company, (previous notice of at least one clear day having been given to the Arbitrator of the other party,) appoint a third Arbitrator.

Arbitration,
&c.

The said Arbitrators or sole Arbitrator, being sworn before a Justice of the Peace, who is hereby empowered and required to administer such oath, faithfully and impartially to perform the duties of their office, shall proceed to ascertain the compensation to be paid by the Company, in such way as they or he or a majority of them shall deem

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best, and the award of such Arbitrators or of any two of them or of the sole Arbitrator, shall be final and conclusive ; Provided, that no such award shall be made or any official act done by such majority, except at a meeting held at a time and place of which the other Arbitrator shall have had at least one clear day's notice, or to which some meeting at which the third Arbitrator was present shall have been adjourned ; but no notice to the Company or opposite party shall be necessary, but they shall be held sufficiently notified through the Arbitrator they shall have appointed or whose appointment they shall have required.

Provided always, that the award given by any sole Arbitrator shall never be for a less sum than that offered by the Company as aforesaid ; and if in any case where three Arbitrators shall have been appointed, the sum awarded be not greater than that offered by the Company, the costs of the arbitration shall be borne by the opposite party and deducted from the compensation, otherwise they shall be borne by the Company ; and in either case they may, if not agreed upon, be taxed by any such Justice or Judge as aforesaid.

The Arbitrators or a majority of them or the sole Arbitrator, may in their discretion examine on oath or solemn affirmation the parties or such witnesses as shall voluntarily appear before him or them, and may administer such oath or affirmation, but this shall not prevent the Arbitrators from acting and deciding upon their personal knowledge of the merits of the case, or from using such knowledge as they shall think just and right ; and any wilfully false statement made by any witness, under such oath or affirmation, shall be deemed wilful and corrupt perjury and punishable accordingly.

The Justice or Judge by whom any third Arbitrator or sole Arbitrator shall be appointed, shall at the same time fix a day on or before which the award shall be made, and if the same be not made on or before such a day or some other day to which the time for making it shall have been prolonged, either by the consent of the parties or by the order of any such Justice or Judge (as it may be for reasonable cause shewn, on the application of such sole Arbitrator or one of the Arbitrators, after one clear day's notice to the others,) then the sum offered by the Company as aforesaid shall be the compensation to be paid by them.

If the Arbitrator appointed by the said Company or by the opposite party, or any third Arbitrator, whether appointed by the two Arbitrators or by any such Justice or Judge, shall die, be or become disqualified or unable to act, then on proof thereof to the satisfaction of any such

Justice or Judge, such Justice or Judge, shall authorize the Company, or the opposite party, or the two Arbitrators, to appoint another person in the place of him who shall be so deceased, disqualified or unable to act, or shall himself appoint another person as third Arbitrator as the case may require, but no recommencement or repetition of any prior proceedings shall be necessary.

**Arbitration,
&c.**

It shall be no disqualification to the Surveyor or other person offered or appointed as Valuator or as Arbitrator, that he be employed by the Company or by the opposite party, or that he have previously expressed an opinion as to the amount of compensation, or that he be related or of kin to any member of the Company, provided he be not himself personally interested in the amount of such compensation: and no cause of disqualification shall be urged against any Arbitrator appointed by any such Justice or Judge after his appointment, but shall be made before the same, and its validity or invalidity summarily determined by such Justice or Judge, and no cause of disqualification shall be urged against any Arbitrator appointed by the Company or by the opposite party after the appointment of a third Arbitrator; and the validity or invalidity of any cause of disqualification urged against any such Arbitrator before the appointment of a third Arbitrator shall be summarily determined by any such Justice or Judge on the application of either party, after one clear day's notice to the other, and if such cause be determined to be valid the appointment shall be null, and the party offering the person so adjudged to be disqualified shall be held to have appointed no Arbitrator.

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**Arbitration,
&c.**

No award made as aforesaid shall be invalidated by any want of form or other technical objection, if the requirements of this Act shall have been complied with, and if the award shall state clearly the sum awarded and the lands or other property, right or thing for which such sum is to be the compensation; nor shall it be necessary that the party or parties to whom the sum is to be paid be named in the award.

**On payment or
tender of the
compensation,
the Company
may take pos-
session, &c.**

XVI. And be it enacted, That upon payment or legal tender of the compensation or annual rent so awarded or determined or agreed upon by the parties themselves as aforesaid, to the party entitled to receive the same, or upon the deposit of the amount of such compensation in the manner hereinafter mentioned, the award shall vest in the said Company the power forthwith to take possession of the lands or to exercise the right or to do the thing for which such compensation or annual rent shall have been awarded; and if any resistance or forcible opposition shall be made by any person or party to their so doing, any such Justice or Judge may, on proof to his satisfaction that the requirements of this Act have been com-

**Warrant of
possession may
be obtained, in
certain cases
and on certain
conditions,**

plied with, issue his warrant to any sheriff or to any bailiff or other proper person, to put the said Company in possession and to put down such resistance or opposition, which such sheriff or bailiff or other proper person,
 -5 taking with him sufficient assistance, shall accordingly do; and such warrant may also be issued by any such Justice or Judge (and shall be addressed and executed as aforesaid) on the application of the Company before any award or agreement shall have been made, upon the affidavit of any Engineer or Superintendent of Works in the employ of the Company, that the immediate possession of any land, or the power immediately to take any materials or to do anything mentioned in the notice to the party interested, is necessary to the carrying on of the
 10 works of the said Company, and upon the said Company giving security to the satisfaction of such Justice or Judge in such sum as he shall direct (not being less than twice the sum mentioned in the certificate of the sworn Surveyor) to pay or deposit the amount to be awarded as compensation in such case, with interest from the date of such warrant, and all costs, within thirty days after the award shall have been made.

XVII. And be it enacted, That the compensation awarded as aforesaid, or agreed upon by the said Company,
 25 and any party who might, under this Act, validly convey the lands, or then in lawful possession thereof as proprietor, for any lands which might be lawfully taken under this Act without the consent of the proprietor, shall stand in the stead of such land ; and any claim to, or mortgage,
 30 hypothec or incumbrance upon the said land or any portion thereof, shall, as against the Company, be converted into a claim to the said compensation, or to a like proportion thereof, and if the amount of such compensation exceed twenty pounds, they shall be responsible accordingly
 35 whenever they shall have paid such compensation, or any part thereof, to a party not entitled to receive the same, saving always their recourse against such party: Provided always, that if the Company shall have reason to fear any such claims, mortgages, hypothecs or incumbrances, or if any party to whom the compensation or annual rent, or any part thereof, shall refuse to execute the proper conveyance and guarantee, or if the party entitled to claim the same cannot be found, or be unknown to the Company, or if for any other reason the Company
 45 shall deem it advisable, it shall be lawful for them to pay such compensation into the hands of the Prothonotary of the Court of Queen's Bench for the District in which such land is situate, with the interest thereon for six months, and to deliver to the said Prothonotary an authentic copy
 50 of the conveyance, or of the award if there be no conveyance, (and such award shall thereafter be deemed to be the title of the said Company to the land therein mentioned,) and proceedings shall thereupon be had for the

Compensation to stand in the place of the land as to incumbrances, &c.

Proviso: mode of clearing incumbrances if any there are.

confirmation of the title of the said Company, in like manner as in other cases of confirmation of title, except that, in addition to the usual contents of the notice, the Prothonotary shall state that the title of the Company, (that is the conveyance or award,) is under this Act, and .5 shall call upon all persons entitled to, or to any part of the lands, or representing, or being the husbands of any parties so entitled, to fyle their oppositions for their claims to the compensation, or any part thereof, and all such oppositions shall be received and adjudged upon by 10 the Court, and the judgment of confirmation shall forever bar all claims to the lands or any part thereof, (including dower not yet open,) as well as all mortgages, hypothecs or incumbrances upon the same; and the Court shall make such order for the distribution, payment or invest- 15 ment of the compensation and for the securing of the rights of all parties interested as to right and justice according to the provisions of this Act and to law, shall appertain; and the costs of the said proceedings or any part thereof, shall be paid by the said Company or by 20 any other party, as the Court shall deem it equitable to order; and if judgment of confirmation be obtained in less than six months from the payment of the compensation to the Prothonotary, the Court shall direct a proportionate part of the interest to be returned to the Company, 25 and if from any error, fault or neglect of the Company, it shall not be obtained until after the six months are expired, the Court shall order the Company to pay to the Prothonotary the interest for such further period as may be right; Provided always, that if the amount of the 30 said compensation do not exceed twenty pounds, the same may be paid by the Company to the party in whose possession as proprietor the land was at the time the Company took possession thereof, or to any person who may lawfully receive money due to such party, and proof 35 of such payment and the award, shall be a sufficient title to the said Company, and shall for ever discharge them from all claims of any other party to such compensation or any part thereof, saving always the recourse of such other party against the party who shall have received 40 such compensation.

**Proviso: as to
sums not ex-
ceeding £20.**

**As to Indian
Lands.**

XVIII. And be it enacted, That if any land belonging to or in possession of any tribe of Indians be taken or any power shall be exercised with regard to such lands by any Company incorporated under the authority of this 45 Act, compensation shall be made to them therefor, in the same manner as is provided with respect to other parties; and that whenever it shall necessary that Arbitrators be chosen for settling the amount of such compensation, the Chief Officer of the Indian Department 50 shall name an Arbitrator on behalf of the said Indians, and the amount awarded shall be paid to the said Chief Officer for the use of such tribe.

XIX. And be it enacted, That it shall be lawful for Directors to appoint a President, officers, &c. number to be the President, and to appoint such and so many officers and servants as they shall deem necessary for performing the duties required of them by the said Company, and in their discretion to take security from them or any of them for the due performance of his or their duty, and that he or they shall duly account for all moneys coming into his or their hands to the use of any such Company.

XX. And be it enacted, That it shall and may be lawful for the President and Directors of any such Company, from time to time, to fix, regulate and receive the tolls and charges to be received from all persons passing and re-passing with horses, carts, carriages and other vehicles, and for cattle driven upon, over and along any road, or from all persons passing over any bridge with or without any such carriages or animals as aforesaid, or using any work constructed, made and used by such Company under and by virtue of the provisions of this Act: Provided always, that so soon as two or more miles of any such road shall have been completed tolls may be taken therefor, but on no other work shall tolls be taken until the same shall be completed.

XXI. And be it enacted, That the tolls hereby authorised to be levied by any Company, to be formed and incorporated under the provisions of this Act, upon any Road constructed by such Company, shall not for each time of passing, whether loaded or otherwise, exceed the rate of *one penny half-penny* per mile, (reckoning from the gate at which the toll is to be paid to the next gate in the direction in which the vehicle or animal on which it is to be paid may have come,) for any vehicle drawn by two horses or other cattle; and for any vehicle drawn by more than two horses or other cattle, *one penny* per mile for every additional one; for every vehicle drawn by one horse, *one half penny* per mile; for every score of sheep or swine and for every score of neat cattle, *one half penny* per mile; for every horse and rider or every led horse, *one half penny* per mile.

XXII. And be it enacted, That it shall be the duty of the Directors of every Company incorporated under this Act, to report annually, at some time during the month of January in each year, to the Municipality having jurisdiction within the locality through which their Road shall pass, or wherein such other work may be constructed by them, under the oath of the Treasurer of such Company, the cost of their work, the amount of all money expended, the amount of their capital stock, and how much is paid in; the whole amount of stock expended on such work: the particulars in amount received during the year for tolls, and from all such books.

other sources, stating each separately; the amount of dividends paid, and the amount expended for repairs, and the amount of debts due by such Company, specifying the object for which such debts respectively were incurred; and every such Company shall also keep regular books 5 of account in which shall be entered a correct statement of the assets, receipts and disbursements of such Company, which shall be at all times open to the inspection and examination of any person or persons who may for that purpose be appointed by the Municipality having 10 jurisdiction as aforesaid; and every person so appointed shall have the right of taking copies or extracts from the same, and of requiring and receiving from the keeper or keepers of such books, and also from the President and each of the Directors of such Company, and all the other officers 15 and servants thereof, all such information as to such books and the affairs of such Company generally, as such person or Inspector may deem necessary, for the full and satisfactory investigation into and report upon the state of the affairs of such Company and the profits by them de- 20 rived from the Road or Work.

R. &l. works,
&c., vested in
the Company.

XXIII. And be it enacted, That every such Road or other such work as aforesaid, and all the materials which shall, from time to time, be got or provided for constructing, building, maintaining or repairing the same, and all toll- 25 houses, gates, and other buildings constructed or acquired by and at the expense of any such Company acting under the provisions of this Act and used for their benefit and convenience, shall be vested in such Company and their successors. 30

Company may
erect toll-
gates, &c.

Proviso.

XXIV. And be it enacted, That every such Company shall have full power and authority to erect such number of toll-gates or side-bars in, along, or across the said roads, and upon or at any work constructed under this Act respectively, and fix such tolls to be collected at each 35 gate or bar, as they may deem fit and expedient (which tolls may be altered from time to time as circumstances may require,) and to erect and maintain such toll-houses, toll-gates, and other buildings and erections as may seem necessary and convenient for the due management 40 of the business of every such Company respectively; Provided always, that no toll shall be exacted for merely crossing any road.

Road or work
to be comple-
ted within a
certain time,
on pain of for-
feiture of pri-
vilege.

XXV. And be it enacted, That every such Company so to be incorporated as aforesaid, shall be bound and is 45 hereby required to complete each and every road not more than five miles in length, and any other work undertaken by them, and for the completion whereof they shall have become incorporated as aforesaid, within two years from the day of their becoming incorporated under 50

this Act; and any longer Road at the rate of five miles for each two years from the said time, in default whereof they shall forfeit all the corporate and other powers and authority which they shall in the meantime have acquired and all their corporate powers shall thenceforth cease and determine.

XXVI. And be it enacted, That if any person or persons shall in any way injure, cut, break down or destroy any part of any such Road, Bridge, or other such work as aforesaid, or any toll-gate or toll-house, building or other erection in, upon, or near any such Road or work, and belonging to or used for the convenience of any such Company under the provisions of this Act, every such person so offending, and being lawfully convicted thereof, shall be deemed guilty of a misdemeanor, and shall be punished by fine and imprisonment; and if any person or persons shall remove any earth, stone, plank, timber or other materials used or intended to be used in or upon the said Road, for the construction, maintenance or repair thereof, shall drive any loaded wheel carriage or other loaded vehicle upon that part of any of the roads constructed under the authority of this Act, lying between the stones, plank, or hard road and the ditch, further than may be necessary in passing any other vehicle or in turning off or upon such road, or shall cause any injury or damage to be done to the posts, rails or fences, or shall haul or draw, or cause to be hauled or drawn upon any part of the roads constructed as aforesaid, any timber, stone, or other thing which shall be carried principally or in part upon wheeled carriages or sleighs, so as to drag or trail upon such Road to the prejudice thereof, or if any person shall leave any waggon, cart, or other carriage whatever, upon such road without some proper person in the sole custody or care thereof, longer than may be necessary to load and unload the same, except in case of accident, and in cases of accident for any longer time than may be necessary to remove the same, or shall lay any timber, stones, rubbish, or other thing whatever upon such road, to the prejudice, interruption and danger of any person travelling thereon, or if any person shall, after having blocked or stopped any cart, waggon, or other carriage in going up a hill or rising ground, cause to suffer or suffer to lie and remain on such road, any stone or other thing with which such cart or carriage shall have been blocked or stopped, or if any person shall pull down, damage, injure or destroy any lamp or lamp posts put up, erected, or placed in or near the side of such Road or toll-houses erected thereon, or shall wilfully extinguish the light of any such lamp, or if any person shall wilfully pull down, break, injure or damage any table of tolls, put up or fixed at any toll-gate or bar or any part of such roads, or shall wilfully or designedly deface or obliterate any of the letters, figures or marks thereon, or on any finger post, or

Punishment of
persons injur-
ing any road,
work or pro-
perty of the
Company.

Punishment of
persons will-
fully injur-
ing any road or
work.

any mile post or stone; or if any person shall throw any earth, rubbish or other matter or thing into any drain, ditch, culvert or other water-course made for draining any such Road, or if any person shall without permission, carry away any stones, gravel, sand or other materials, 5 dirt or soil from any part of any such Road, or dig any holes or ditches on the allowance for the same, or shall forcibly pass or attempt to pass by force any of the toll-gates set up by any such Company, or to use the work constructed by the Company without having first paid the toll fixed by the Directors of such Company to be received at any such gate, such person shall upon conviction thereof in a summary way before any Justice of the Peace in or near the place where the injury shall have been done, be sentenced to pay all damages sustained by 15 such Company, to be ascertained by the said Justice upon the hearing of the said complaint, and also to pay a fine of not more than

Comittal in
default of pay-
ment of fine nor less than ; such damages and fine to be paid either in money, or in the discretion of 20 the said Justice, in labor to be performed upon the Road (if the offence relate to a Road, but not otherwise) under the direction of the said Company, and within a time to be limited by the said Justice, and in default thereof the offender shall be committed to the Common Gaol of the 25 District where such offence shall have been committed, for any time not exceeding

How penalties
under this Act
may be en-
forced. XXVII. And be it enacted, That the fines and forfeitures authorized to be summarily imposed by this Act, shall and may be levied and collected by distress and 30 sale of the offender's goods and chattels, under the authority of any warrant or warrants of distress for that purpose to be issued by the Justice before whom the conviction shall have been had; and in case there shall be no goods or chattels to satisfy such warrant or warrants, 35 such offender or offenders shall and may be committed to the Common Gaol of the District for any period not exceeding month .

Punishment of
persons evad-
ing tolls. XXVIII. And be it enacted, That if any person or persons shall, after proceeding on any such Road with any 40 waggon, carriage or other vehicle, or animals liable to pay toll, turn out of the said Road into any other road, and shall enter the said Road beyond any of the said gate or gates without paying toll, whereby such payment shall be evaded, such person or persons shall for every such 45 offence, forfeit and pay the sum of shillings, which said sum shall be expended on the said Road or towards the discharge of any debts due by the Company; and any one Justice of the Peace for the District in which such part of the said Road is situate, 50 shall, on conviction of such offender, fine such offender in the said penalty, and shall cause the same to be levied as aforesaid.

XXIX. And be it enacted, That if any person or persons occupying or possessing any enclosed lands near any toll-house or toll-gates which shall be erected in pursuance of this Act, shall knowingly permit or suffer 5 any person or persons to pass through such lands, or through any gate, passage or way thereon, with any carriage or animal liable to the payment of toll, whereby such payment shall be avoided, every person or persons so offending, and also the person riding or driving any 10 animal or carriage whereon such payment is avoided, being thereof convicted before any one Justice as aforesaid, shall, for every such offence, severally incur a penalty not exceeding shillings, which shall be laid out in improving such road.

XXX. And be it enacted, That it shall be lawful for any municipal body corporate, having jurisdiction within the locality through which any such Road shall pass, or in which any such work as aforesaid is to be constructed, to subscribe for, acquire, accept and hold, and to depart with 20 and transfer, stock in any Company to be formed under the authority of this Act, and from time to time to direct the Mayor, or other chief officer thereof, on behalf of such Municipality, to subscribe for such stock in the name of such Municipality, and to act for and on behalf of such 25 Municipality in all matters relative to such stock and the exercise of the rights of such Municipality as a Stockholder, and the Mayor, or other chief officer shall, whether otherwise qualified or not, be deemed a Stockholder in the Company, and may vote and act as such, subject 30 always to such rules and orders in relation to his authority as shall be made in that behalf by such Municipality by their By-laws or otherwise, but acting according to his discretion in cases not provided for by such Municipality; and it shall be lawful for such Municipality to pay for, or 35 to pay all instalments upon the stock they shall subscribe for and acquire, out of any moneys belonging to such Municipality and not specially appropriated to any other purpose, and to apply the moneys arising from the dividends or profits on the said stock or from the sale thereof, 40 to any purpose to which unappropriated moneys belonging to such Municipality may lawfully be applied.

XXXI. And be it enacted, That it shall also be lawful for the Municipality of any locality through which any such Road shall pass, or within which any such work as aforesaid shall be constructed, to loan money to the Company authorized to make such Road or construct such work, out of any moneys belonging to the Municipality and not appropriated to any other purpose, and to effect such loan upon such terms and conditions as may be agreed upon between such Company and the Municipality making such loan, and to recover the money so

Penalty for assisting others to evade payment of tolls.

Municipalities may take stock in any such Company.

Municipalities may lend money to any such Company.

loaned, and to appropriate the money so recovered to the purposes of such Municipality.

Religious
Communities
may hold stock
in any such
Company.

XXXII. And be it enacted, That it shall be lawful for any Religious Community or Corporation to hold stock in any Company incorporated under this Act, or to lend 5 money to any such Company, any Act or law to the contrary notwithstanding, and to appoint a person or persons to vote for such community or Corporation upon the shares so held, or to exercise any of its other rights of a member of the Corporation, in such manner as such Community or Corporation and the Company may agree upon.

After 21 years
the Crown may
purchase the
stock and
rights of the
Company.

XXXIII. And be it enacted, That after twenty-one years from the time of completing any such Road or other work as aforesaid, it shall and may be lawful for Her Majesty to purchase the stock of such Company 15 at the current value thereof at the time of purchase, (to be ascertained by Arbitrators to be appointed and to act in the manner hereinbefore provided in other cases, if the Company and the Governor cannot agree upon such value,) and to hold the same for the use and benefit of 20 the Province, and the Governor in Council shall thenceforth stand in the place and stead of the said Company, and shall possess all such powers and authority as the said Company shall have theretofore possessed and exercised.

Who may be
witnesses in
certain cases.

XXXIV. And be it enacted, That in any action or suit brought by or against any such Company upon any contract or for any matter or thing whatsoever, any Stockholder or any officer or servant of the Company shall be competent as a witness, and his testimony shall not be 30 deemed inadmissible on the ground of interest or of his being such servant or officer.

Limitation of
actions for
things done
under this Act.

XXXV. And be it enacted, That if any action or suit shall be brought against any person or persons for any matter or thing done in pursuance of this Act, such action 35 or suit shall be brought within six calendar months next after the fact committed, and not afterwards, and the defendant or defendants in such action or suit may plead the general issue only, and give this Act and the special matter in evidence on the trial.

Exemptions
from toll.

XXXVI. And be it enacted, That all persons, horses or carriages going to or attending or returning from any funeral, or any person with horse or carriage going to or returning from Divine Service on the Lord's Day, shall pass the gates on any road made or improved under the 45 authority of this Act, free of toll.

As to tolls on
Roads intersecting those

XXXVII. And be it enacted, That whenever any Road to be constructed under the authority of this Act, shall

intersect a Road constructed by another chartered Company, no higher rate of toll shall be demanded from the persons travelling along the said last mentioned Road, for the distance travelled between such intersection and either 5 of its termini, than the rate per mile charged by the said Company for travelling along the entire length of their Road, so intersected.

XXXVIII. And be it enacted, That after any Road, Bridge or other such work as aforesaid, constructed by any Company under the authority of this Act, shall have been completed, and tolls been taken thereon, it shall be the duty of the said Company to keep the same in good and sufficient repair, and in case any such Road, Bridge or work shall, by any such Company, be allowed to fall into 15 decay and get out of repair, such Company may be indicted at any Court of General Sessions of the Peace or other Court of superior jurisdiction within the District where such Road, Bridge or work shall be so out of repair as aforesaid, and upon conviction, the Court before whom the prosecution shall be had, shall direct such Company to make the necessary repairs, for the want whereof such prosecution shall have been commenced, within such time as to such Court shall seem reasonable; and that in default of such repairs being made in the manner and within 20 the time prescribed by such judgment, such Company shall be declared to be dissolved, and such Road, Bridge or work shall thenceforth be vested in Her Majesty, Her Heirs and Successors, to and for the use of the public, in like manner as any public and 25 common highway or public work, and shall thenceforth be subject to all the laws affecting public highways and public works, and the powers of such Corporation shall thenceforth vest in the Governor in Council.

XXXIX. And be it enacted, That notwithstanding the privileges that may be conferred by this Act, the Legislature may at any time hereafter in their discretion and without its being deemed any infringement of such privileges, make such additions to this Act, or such alterations of any of its provisions, as they may think proper for affording just 30 protection to the public; or for protecting any person or persons, body corporate or politic, in respect to their estate, property or right or any interest therein, or any advantage, privilege or convenience connected therewith, or in respect to any way or right of way, public or private, that 35 may be affected by any of the powers given to any such Corporation.

made under
this Act.

Company to
keep their
Road, &c., in
good order.

Penalty for not
doing so.

The Legisla-
ture may
amend this Act
so as to protect
the public, &c.

SCHEDULE.

Be it remembered, that on this day of
in the year of Our Lord one thousand eight hundred and
We, the undersigned Shareholders, met at in the
District of in the Province of Canada, and resolved
to form ourselves into a Company, to be called (*here insert the*
Corporate name intended to be taken by the Company) according
to the provisions of a certain Act of the Parliament of this Pro-
vince, intituled : “*An Act, &c.*” (*insert the title of this Act,*) for
the purpose of constructing a Plank Road (or Macadamized or
Gravelled Road, or both, as the case may be,) from (*the com-
mencement of the intended road*) to (*the termination thereof*) or
a Bridge, Wharf, Pier or other such work as aforesaid, describing
the nature, extent and situation thereof,) and we do hereby
declare that the Capital Stock of the said Company shall be
pounds, to be divided into shares, at the price or sum
of pounds each; And we, the undersigned Shareholders,
do hereby agree to take and accept the number of shares set by
us opposite to our respective signatures, and we do hereby agree
to pay the calls thereon, (*if there be any special agreement as to*
calls, insert them,) or according to the provisions of the said in
part recited Act, and of the By-laws of the said Company, not
being contrary to this agreement or to the said Act, to be made or
passed in that behalf; (*state any further agreements or stipula-
tions, as to any other matter which it may be deemed advisable*
to insert in the instrument rather than leave it to be afterwards
regulated by By-law.)

| NAME. | NO. OF SHARES. | AMOUNT. |
|--------------------|----------------|---------|
| Valentine Venture. | Twenty. | £100. |