

Technical and Bibliographic Notes / Notes techniques et bibliographiques

The Institute has attempted to obtain the best original copy available for filming. Features of this copy which may be bibliographically unique, which may alter any of the images in the reproduction, or which may significantly change the usual method of filming are checked below.

- Coloured covers / Couverture de couleur
- Covers damaged / Couverture endommagée
- Covers restored and/or laminated / Couverture restaurée et/ou pelliculée
- Cover title missing / Le titre de couverture manque
- Coloured maps / Cartes géographiques en couleur
- Coloured ink (i.e. other than blue or black) / Encre de couleur (i.e. autre que bleue ou noire)
- Coloured plates and/or illustrations / Planches et/ou illustrations en couleur
- Bound with other material / Relié avec d'autres documents
- Only edition available / Seule édition disponible
- Tight binding may cause shadows or distortion along interior margin / La reliure serrée peut causer de l'ombre ou de la distorsion le long de la marge intérieure.
- Blank leaves added during restorations may appear within the text. Whenever possible, these have been omitted from filming / Il se peut que certaines pages blanches ajoutées lors d'une restauration apparaissent dans le texte, mais, lorsque cela était possible, ces pages n'ont pas été filmées.
- Additional comments / Commentaires supplémentaires:

L'Institut a microfilmé le meilleur exemplaire qu'il lui a été possible de se procurer. Les détails de cet exemplaire qui sont peut-être uniques du point de vue bibliographique, qui peuvent modifier une image reproduite, ou qui peuvent exiger une modification dans la méthode normale de filmage sont indiqués ci-dessous.

- Coloured pages / Pages de couleur
- Pages damaged / Pages endommagées
- Pages restored and/or laminated / Pages restaurées et/ou pelliculées
- Pages discoloured, stained or foxed / Pages décolorées, tachetées ou piquées
- Pages detached / Pages détachées
- Showthrough / Transparence
- Quality of print varies / Qualité inégale de l'impression
- Includes supplementary material / Comprend du matériel supplémentaire
- Pages wholly or partially obscured by errata slips, tissues, etc., have been refilmed to ensure the best possible image / Les pages totalement ou partiellement obscurcies par un feuillet d'errata, une pelure, etc., ont été filmées à nouveau de façon à obtenir la meilleure image possible.
- Opposing pages with varying colouration or discolourations are filmed twice to ensure the best possible image / Les pages s'opposant ayant des colorations variables ou des décolorations sont filmées deux fois afin d'obtenir la meilleure image possible.

This item is filmed at the reduction ratio checked below / Ce document est filmé au taux de réduction indiqué ci-dessous.

	10x		14x		18x		22x		26x		30x	
											<input checked="" type="checkbox"/>	
	12x		16x		20x		24x		28x		32x	

No. 235.

2nd Session, 5th Parliament, 19 Victoria, 1856.

BILL.

An Act to incorporate the St. Lawrence
and Champlain Canal Company.

Received and read, first time, Tuesday, 29th
April, 1856.

Second reading, Friday, 2nd May, 1856.

Mr. GALT.

TORONTO:
PRINTED BY JOHN LOVELL,
YONGE STREET.

An Act to incorporate a Company for the construction of a Ship Canal to connect the waters of Lake Champlain and the River St. Lawrence.

WHEREAS the construction of a Ship Canal to connect the River Preamble.
St. Lawrence with Lake Champlain, leaving the St. Lawrence at some point between Lake St. Francis and the Village of Longueuil, and coming out at some point on the River Richelieu or Lake Champlain, would tend much to advance the general interests of the Province, by greatly increasing the business which would be carried on through the St. Lawrence Canals, with Boston, New York and other eastern cities in the United States, and would greatly contribute to promote the trade and facilitate the communication between the eastern and western sections of the Province, and particularly the transportation of timber and deals from the Ottawa and Quebec Districts; And whereas the several persons hereinafter named are desirous to make and maintain the said Canal; Therefore Her Majesty, &c., enacts as follows:

I. The Honorable John Young and the Honorable William H. Merritt, Certain persons incorporated.
together with such other person or persons as shall under the provisions of this Act become subscribers to any proprietors of any share or shares in the Canal hereby authorized to be made and other works and property hereinafter mentioned, and their several and respective heirs, executors, administrators, curators and assigns, being Corporate name and powers.
proprietors of such share or shares are and shall be united into a company for carrying on, making, completing, and maintaining the said Canal and other works, according to the rules, orders, and directions hereinafter expressed, and shall for that purpose be a body politic and corporate by the name of "The St. Lawrence and Champlain Canal Company, and by that name shall have perpetual succession, and shall have a common seal, and other the usual powers and rights of bodies corporate not inconsistent with the other provisions of this Act, and by that name shall and may sue and be sued and may purchase and hold lands (which word throughout this Act shall be understood to include the land and all that is upon or below the surface thereof, and all the real rights and appurtenances thereunto belonging) for them and their successors or assigns for the use of the said Canal and works, without Her Majesty's Letters *d'amortissement*, (saving, nevertheless, to the seignor or seignors within whose censive the lands, tenements and hereditaments so purchased may be situate, his and their several and respective *droits d'indemnité*, and all other seigniorial rights whatever,) and also to alienate and convey any of the said lands purchased for the purposes aforesaid; and any person or persons, bodies politic or corporate, or communities, may give, grant, bargain, sell, or Word "lands" how understood.
convey to the said company any lands for the purposes aforesaid, and the same may re-purchase of the said Company without letters *d'amor-*

tissement, and the said company shall be and are hereby authorised and empowered, from and after the passing of this Act, by themselves, their deputies, agents, officers, workmen and servants, to make and complete a Canal to be called the St. Lawrence and Champlain Canal, from a point on the River St. Lawrence between any part of Lake St. Francis and the Village of Longueuil, and such point on the River Richelieu or on Lake Champlain as the said Honorable John Young and Honorable William Merritt or others, may find most desirable and convenient for the general interests of trade and of the public.

Direction of
the said Canal.

Size and depth
of Canal.

II. The said Canal and the Locks and works thereon shall not be of a less size, depth or capacity than the Beauharnois Canal on the River St. Lawrence.

Power of
Company to
enter into and
survey lands
necessary for
their works,
&c.

III. For the purposes of this Act, the said Company, their deputies, servants, agents, and workmen, are hereby authorised and empowered to enter into and upon any lands and grounds of the Queen's most excellent Majesty, not hereinafter excepted, or of any person or persons, bodies politic or corporate or collegiate, or communities, or parties whatsoever, and to survey and take levels of the same, or any part thereof, and to set out and ascertain such parts thereof as they shall think necessary and proper for making the said intended Canal and other works hereby authorised, and all such works, matters and conveniences as they shall think proper and necessary for making, effecting, preserving, improving, completing, maintaining, and using the said intended Canal and other works, and to dig, cut, trench, get, remove, take, carry away, and lay earth, clay, stone, soil, rubbish, trees, roots of trees, beds of gravel or sand, or any other matters or things which may be dug or got in making the said intended Canal, or other works on or out of the lands or grounds of any person or persons adjoining or lying convenient thereto, and which may be proper, requisite, or necessary for making or repairing the said intended Canal or other works or relative thereto, or which may hinder, prevent or obstruct the making, using, or completing, extending, or maintaining the same respectively, according to the intent and purpose of this Act, and to make, build, erect, and set up in or upon the said intended Canal, or upon their lands adjoining or near the same respectively, such and so many houses, warehouses, toll-houses, watch-houses, telegraphs, or other signals, weighing beams, cranes, steam engines or other engines, tow paths, machines, and other works, as the said Company shall think requisite and convenient for the purposes of the said Canal, and also from time to time to alter, repair, divert, widen, enlarge and extend the same, and also to make, maintain, repair and alter any bridges, passages over, under, or through the said intended canal, and to construct, erect and keep in repair any bridges, arches, and other works upon and across any river or brook, for the making, using, maintaining and repairing of the said intended Canal, and to turn any such brook, river or water course, and to change its course, and the said Company, their agents, or contractors, shall have the right to enter upon any property or lands adjacent to the said Canal on which there may be found quarries of stone requisite for constructing the Locks or other works of the said Canal, and to quarry and to take stone therefrom for the said purposes; compensating the owners as hereinafter provided, and to construct, make and do all other matters and things which they shall think convenient and necessary for the making, effecting, extending, preserving, improving and completing of the said intended Canal and other works, and in pursuance of, and

To get and
place materi-
als.

To erect
buildings, &c.

Bridges and
other works
for passing
streams, &c.

according to the true intent and meaning of this Act, they, the said Company doing as little damage as may be in the execution of the several powers to them hereby granted, and making satisfaction in manner hereinafter mentioned to the owners or proprietors of or the persons interested in the lands, tenements hereditaments, water, water courses, brooks, or rivers, respectively, which shall be taken, used, removed, prejudiced, or of which the course shall be altered, or for all damages to be by them sustained in or by the execution of all or any of the powers given by this Act, and this Act shall be sufficient to indemnify the said Company and their servants, agents, or workmen, and all other persons whatsoever, for what they or any of them shall do by virtue of the powers hereby granted, subject, nevertheless, to such provisions and restrictions as are hereinafter mentioned.

Compensation to me made by Company.

IV. For the purposes of this Act the said Company shall and may by some sworn Surveyor for Lower Canada and by an Engineer or Engineers by them to be appointed, cause to be taken and made, surveys and levels of the lands through which the said intended Canal is to be carried, together with a map or plan of such Canals, and of the course and direction thereof, as finally approved by the Governor in Council, and of the said lands through which the same is to pass, and the lands intended to be taken for the several purposes authorized by this Act, so far as then ascertained, and also a book of reference for the said Canal in which shall be set forth a description of the said several lands and the names of the owners, occupiers and proprietors thereof, so far as they can be ascertained by the said Company, and in which shall be contained everything necessary for the right understanding of such map or plan, which said map or plan and book of reference shall be examined and certified by the person performing the duties formerly assigned to the Surveyor General, or his Deputy, who shall deposit copies in the office of the Prothonotary of the Court of Queen's Bench for the District of Montreal, and also in the office of the Secretary of the Province, and shall also deliver one copy thereof to the said Company, and all persons shall have liberty to resort to such copies so to be deposited as aforesaid and to make extracts or copies thereof as occasion shall require, paying to the said Secretary of the Province or to the said Prothonotary at the rate of sixpence current money of this Province for every one hundred words; and the said triplicates of the same plan or map and book of reference so certified, or a true copy thereof, certified by the Secretary of the Province, or by the Prothonotary of the Court of Queen's Bench for the same District, shall severally be and are hereby declared to be good evidence in the Courts of Law and elsewhere in this Province.

Sworn Surveyor and Engineer to take surveys, levels, &c. and to make a plan or map.

Plan and book of reference to be made and deposited.

V. Provided always, that the said Company shall, at each and every place where the said Canal shall cross any highway, erect and keep good and sufficient Draw-bridges to the satisfaction of the Governor in Council, and which shall be kept shut except when vessels are passing, so that the Public thoroughfare may be as little impeded as possible, and shall not in making the said Canal cut through or interrupt the passage on any public Road until they shall have made a convenient road past their works for the use of the public, and for every day on which they shall neglect to comply with this section, the said Company shall incur a penalty of *fifty shillings* currency.

Company to erect Draw-bridges where Canal crosses highway.

Penalty.

VI. The lands or grounds to be taken or used without the consent of the proprietors for the said Canal, and the ditches, drains and fences

Lands taken not to exceed

100 yards in
breadth.

to separate the same from the adjoining lands, shall not exceed one hundred yards in breadth, from the edge of the surface of the water on the said Canal, except in places where Basins and other works are required to be cut or made as a necessary part of the Canal.

In cases of
error in book
of reference

VII. The said Company may make, carry or place their said in- 5
tended Canal or works into, and across or upon the lands of any person
or party whomsoever in the line shewn on the plan aforesaid (or within
the distance of five hundred yards from such line except at the points
of entering the River aforesaid or Lake Champlain, or the Chambly
Canal where they shall be confined to the line shewn on the said plan), 10
although the name of such party be not entered in the said book of refer-
ence, through error, want of sufficient information or any other cause, or
although some other person or party be erroneously mentioned as the
owner of, or party entitled to convey, or interested in such lands.

Company may
use Beach, &c.,
doing no da-
mage to the
navigation.

VIII. It shall be lawful for the said Company to take, use, oc- 15
cupy and hold, but not to alienate, so much of the public beach or beach
road, or of the land covered with the waters of the rivers or lake which
the said Canal may cross, start from or terminate at, as may be required
for the wharves and other works which they are hereby authorized to
construct, doing no damage to nor causing any obstruction in the 20
navigation of the said rivers or lake, and conforming in all respects to
the plan and mode of construction sanctioned as aforesaid by the
Governor in Council, except in so far only as he may, at any time,
authorize a deviation from such plan and mode of construction; Provided
always, that it shall be lawful for the said Company, upon such terms 25
and conditions as may be agreed upon between the said Company and the
Provincial Government, to cause their Canal to enter into the Chambly
Canal instead of taking it directly to the River Richelieu or to Lake
Champlain, and to widen, deepen, alter and improve so much of the
said Chambly Canal as may be necessary, in order to make it from the 30
point where the Canal hereby authorized shall intersect it to the River
Richelieu, not less in size, depth and capacity than the Beauharnois
Canal aforesaid; Provided always, that in the event of the said Company

Proviso.

so widening, deepening, altering or improving the said Chambly Canal,
it shall be incumbent upon them to execute, at their own expense, any 35
work that may be thereby rendered necessary for enlarging or otherwise
altering the draw-bridge built by the Honorable Robert Jones, over the
said Chambly Canal at St. John's, and thereafter to work and keep in
repair the said draw-bridge, keeping it shut at all times, except when
vessels are passing, so that the passage thereof may be as little impeded 40
as possible, but they shall not at any time interrupt the passage over the
said draw-bridge, for the purpose of altering, enlarging or repairing the
same, until they shall have made or provided a sufficient temporary
bridge over the said Canal, in connection with and continuation of the
remainder of the toll-bridge of the said Honorable Robert Jones, which 45
temporary bridge shall be so placed and kept up as to afford, in connec-
tion with the said toll-bridge, a convenient and safe passage over the
River Richelieu and the said Canal at all times during the continuance
of any such work or repairs.

Proviso.

Company may
sell or lease
water of Canal
for mills, &c.

IX. The said Company shall have the power to use, sell, lease, 50
rent or otherwise dispose of, for their sole use and benefit, any water
brought by the said Canal which may not be required for the purposes
thereof, but which may be used or found useful and applicable to drive

any machinery in mills, warehouses, manufactories or otherwise, on such terms as they may deem expedient and advisable.

X. After any lands or grounds shall be set out and ascertained in manner aforesaid, for making and completing the said Canal and other works, and other the purposes and conveniences hereinbefore mentioned, it shall and may be lawful for all bodies politic, corporate, collegiate, corporations, aggregate or sole communities, *grevés 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, *Femes covert*, or other persons or parties who are or shall be seized, possessed of or interested in any lands or grounds which shall be so set out and ascertained as aforesaid, or any part thereof, to contract for, sell and convey unto the said Company, all or any part of such lands or grounds which shall under this Act be set out and ascertained as aforesaid; and 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 thereof in any wise notwithstanding; and all bodies politic or corporate, or collegiate, 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: Provided always, that before the map or plan and book of reference shall be deposited as aforesaid, and before the lands required for the said Canal and works shall be set out and ascertained, it shall be lawful for any party who might under this Act convey any lands to the said Company, if the same were so then set out and ascertained, to agree with the Company for the price to be paid for such lands if they shall be thereafter so set out and ascertained, within one year from the date of such agreement, and although such land may in the meantime have become the property of a third party, and possession of the same may be taken, and the agreement and price may be dealt with, as if such price had been fixed by an award of arbitrators as hereinafter mentioned.

After lands have been set out all Bodies Corporate, &c, may sell to the Company.

Proviso: Parties may before lands are set out, agree with Company as to price.

XI. Any body politic, community, corporation, or other like party, who cannot in common course of law sell or alienate any lands or grounds so set out and ascertained, 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 set out and ascertained as necessary for making the said Canal, and other the purposes and conveniences relative thereto, and connected therewith; 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 hereinafter prescribed; and for the payment of the said annual rent, and every other annual rent agreed upon or ascertained, and to be paid by the said Company for the purchase of any lands, or for any part of the purchase money of any lands which the vendor shall agree to leave in the hands of the said Company, the said Canal and works and the tolls to be levied and collected thereon shall be, and are hereby made liable and chargeable, in preference to all other claims thereon whatsoever, the deed creating such charge and liability being duly registered.

Compensation to be an annual rent in certain cases.

Privilege granted for securing rent or purchase money.

XII. Whenever there shall be more than one party proprietor of any land or property, *par indivis*, any agreement made in good faith with proprie-

tors par
indivis.

between the said 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 compensation for the same or any damages thereto, shall be binding as between the remaining proprietor or proprietors who have so agreed to deliver possession of such land or property to the Company, or empower them to enter upon the same as the case may be. 5

Company to
apply to the
owners of the
lands, &c.

XIII. So soon as the map or plan and book of reference shall have been deposited as aforesaid, and notice of its being so deposited shall have been given during at least one calendar month, in the English and French languages, in at least one newspaper published in the City of Montreal, 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 such canal is intended to be carried, or which may suffer damage from the taking of materials, or from the exercise of any of the powers granted to the said Company by this Act, and to agree with such owners, or parties respectively touching the compensation to be paid to them by the said Company for the purchase thereof, and for their 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 said Company shall seem expedient, and in case of disagreement between the said 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: 15 20 25

How compensation shall be settled if parties cannot agree.

Legal effect of map and book of reference.

The deposit of the map or plan and book of reference and the notice of such deposit, given as aforesaid, shall be deemed a general notice to all such parties as aforesaid, of the lands which will be required for the said Canal and Works:

Notice to opposite party.

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 from the damages arising from the exercise of such power, 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 some sworn surveyor for Lower Canada, disinterested in the matter, and not being the arbitrator in the notice, that the land (if the notice relate to the taking of land) is shewn on the map or plan deposited as aforesaid as being required for the said Canal and Works, or as being within the limits of deviation hereby allowed from the line of the said Canal, 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 the surveyor shall, as also shall the arbitrators hereinafter mentioned, take into consideration and allow for the benefit to accrue from the said Canal to the party to whom compensation is to be made; and in any case where the Company shall have given and served the notice aforesaid, it shall be lawful for them to desist from such notice, and afterwards to give new notice with regard to the same or other lands, to the same or to any other party; but the Company shall in such case be liable to the party first notified for all demands and costs by him incurred, in consequence of such first notice and desistment, and no change 30 35 40 45 50

Certificate of Surveyor.

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 :

5 If the opposite party be absent from the District in which the land shall be situate, or be unknown to the said Company, then upon application to any Justice of the Court of Queen's Bench or Circuit Judge for the said 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 10 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 some newspaper published in the City of Montreal, to be named by such Justice or Judge :

If party be absent or unknown.

15 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 application of the said Company, appoint some sworn surveyor for Lower Canada to be sole 20 arbitrator for determining the compensation to be paid by the Company :

Party accepting the Company's offer and not appointing an arbitrator.

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 25 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 :

Opposite party appointing an arbitrator.

Third arbitrator.

30 The said arbitrators or sole arbitrator, being sworn before a Justice of the Peace 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 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 35 made nor 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, or of which he shall have had notice, shall have been adjourned ; but no notice to the Company or opposite party shall be 40 necessary, but they shall be held sufficiently notified through the arbitrator they shall have appointed, or whose appointment they shall have required :

Duties of arbitrators after being sworn.

Proviso.

45 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 arbitrator 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 such Justice or 50 Judge as aforesaid.

Costs, how paid.

55 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

Arbitrators may examine witnesses on oath.

False statement to be perjury.

and right ; and any wilful false statement made by any witness, under such oath or affirmation, shall be deemed wilful and corrupt perjury, and punishable accordingly.

Time within which award must be made.

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 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.

Time may be prolonged in certain cases.

Arbitrator dying, &c.

If the party appointed by any Justice or Judge as third arbitrator or sole arbitrator shall die before the award be made, or shall refuse to act or fail to act within a reasonable time, then upon the application of either party, any such Justice or Judge being satisfied by affidavit or otherwise of such disqualification, refusal or failure, may in his discretion, appoint another in his stead ; and if the arbitrator appointed by the said Company or by the opposite party shall die before the award shall be made, or shall leave the Province, or become unable to act within a reasonable time, (such fact being ascertained to the satisfaction of some Justice or Judge as attested by his certificate to that effect.) Such Justice or Judge may authorize the said Company or the opposite party (as the case may be,) to appoint another in his stead, notifying the other arbitrators of such appointment, but no recommencement or repetition of any prior proceedings shall be necessary.

Arbitrators not disqualified by certain circumstances

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 a Justice of the Court of Queen's Bench or Circuit Judge after his appointment, but shall be made 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 ; 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 substantially 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.

Cause of disqualification, when to be urged.

Awards not to be avoided by mere want of form.

Possession may be taken on tender of payment of sum awarded.

XIV. Upon payment or legal tender of the compensation or annual rent so awarded, agreed upon or determined, 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 or agreement shall

vest in the said Company, the power forthwith to take possession of the lands, or to exercise the right, or do the thing for which such compensation or annual rent shall have been awarded or agreed upon; and in case of any resistance or forcible opposition by any person or party to their doing so, any such Justice or Judge, as aforesaid, may, on proof to his satisfaction that the requirements of this Act have been complied with, issue his warrant to the Sheriff of the District, or to any Bailiff of the Court of Queen's Bench (as in his discretion may be most suitable) to put the said Company in possession, and to put down such resistance or opposition, which such Sheriff or Bailiff, taking with him sufficient force, shall accordingly do; Provided always, that such warrant of possession may also be granted by any such Justice or Judge, upon proof by affidavit to his satisfaction that immediate possession of the land or power to do the thing in question, is necessary to the carrying on of the works of the said Company; the adverse party being summoned by one clear day's notice to appear before such Justice or Judge, and the Company giving such security as the said Justice or Judge shall direct, to pay or deposit the sum to be awarded, with interest from the day on which the warrant shall be granted, and all lawful costs, within thirty days after the award shall be made, such security not being for less than twice the sum offered by the Company in the notice to such adverse party.

Warrant of possession in case of resistance.

Proviso.

XV. The compensation awarded as aforesaid, or agreed upon by the said Company, 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 hypothec or incumbrance upon the said land, or any portion thereof, shall, as against the said 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 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 said Company shall have reason to fear any such claims hypothecs or incumbrances, or if any party to whom the compensation or annual rent, or any part thereof, shall be payable, 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 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 of Montreal, with the interest thereon for six months, and to deliver to the said Prothonotary an authentic copy of the conveyance, or of the award or agreement if there be no conveyance, and such award or agreement 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 confirmation of the title of the said Company in the 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 the title to the Company (that is the conveyance agreement or award) under this Act, and shall call upon all persons entitled to, or to any part of the land, or representing or being the husbands of any parties so entitled, to file their oppositions for their claims to the compensation or any part thereof, and all such oppositions shall be received and adjudged upon by the Court, and the judgment of confirmation shall for ever bar all claims to the lands or any part thereof (including dower not yet open) as well as all hypothecs or incumbrances upon the same; and the Court

Incumbrances or claims upon land taken by Company.

Compensation to stand in the place of the land.

Proviso.

Proceedings if Company fear incumbrances or claims.

Costs and interest how paid.

shall make such order for the distribution, payment or investment 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 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, and if from any error, fault, or neglect of the Company, it shall not be obtained until after the six months have expired, the Court shall order the Company to pay to the proper party the interest for such further period as may be right; Provided always, that if the amount of the 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 of such payment and the award, conveyance or agreement, 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 such compensation.

Proviso as to lands which cannot be taken without the consent, &c.

XVI. Provided always, that with regard to any lands which could not be taken without the consent of some party entitled under this Act to convey the same, or in any case in which the requirements of this Act shall not have been complied with, and in all cases where land shall have been taken, or damage shall have been done by the Company, without previously complying with the requirements of this Act, the rights of the Company and of other parties shall be governed by the ordinary rules of law.

Lands belonging to Indians.

XVII. If any land belonging to or in the possession of any tribe or body of Indians be taken, or any power be exercised with regard to such lands by the said Company, compensation shall be made to them therefor, in the same manner as is provided with respect to other parties; and whenever it shall be necessary, that arbitrators be chosen for settling the amount of such compensation, the chief officer of the Indian department, 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 the said tribe or body of Indians.

Suits for damages against Company limited to six months after damage has been sustained.

XVIII. All suits for indemnity for any damage or injury sustained by reason of the powers and authority given by this Act, shall be brought within six calendar months next after the time of such supposed damage sustained, or in case there shall be a continuation of damage, then within six calendar months next after the doing or committing such damage shall cease, and not afterwards.

Penalty for obstructing use of the Canal.

XIX. If any person shall by any means or in any manner or way whatsoever, obstruct or interrupt the free use of the said canal or of the works incidental or relative thereto or connected therewith, such person shall for every such offence incur a forfeiture or penalty of not less than one pound five shillings, nor exceeding ten pounds currency; one half of which penalty and forfeiture, to be recovered before one or more justices of the peace for the District, shall go to the prosecutor or informer, and the other half to Her Majesty, Her Heirs and Successors, and shall be paid into the hands of the Receiver General, and be applied for the public uses of this Province, and the support of the Government thereof.

How to be recovered and applied.

XX. If any person or persons shall wilfully or maliciously, and to the prejudice of the said Canal or other works authorized to be made by this Act, break, damage or destroy the same, or any part thereof, or any of the houses, warehouses, toll-houses, watch-houses, weigh-beams, cranes, vessels, engines, machines, or other works or devices, incidental and relative thereto or connected therewith, or do any other wilful hurt or mischief to, or wilfully or maliciously obstruct the free use of the said Canal or works, or shall obstruct, hinder or prevent the carrying on, completing, supporting and maintaining the said intended Canal or works, such person or persons shall be adjudged guilty of felony, and the Court by and before whom such person or persons shall be tried and convicted, shall have power and authority to cause such person or persons to be punished in like manner as felons are directed to be punished by the laws in force in this Province, or in mitigation thereof, to award such sentence as the law directs in cases of simple larceny, as to such Court shall seem fitting.

Penalty to persons damaging Canal or works.

XXI. And to the end that the said Company may be enabled to carry on so useful an undertaking; it shall and may be lawful for the said Company and their successors, to raise and contribute among themselves, in such proportion as to them shall seem meet and convenient, a competent sum of money for the making and completing the said Canal, and all such other works; Provided always, that the sum so raised by the said Honorable John Young, Honorable William H. Merritt and others, shall not exceed the sum of one million two hundred and fifty thousand pounds current money of this Province in the whole, except as hereinafter mentioned, and that the money so raised shall be laid out and applied in the first place for and towards the payment and discharge and satisfaction of all fees and disbursements for obtaining and passing this Act, and for making the surveys, plans and estimates incident thereto, and all other expenses relating thereto, and all the rest, residue and remainder of such money for and towards making, completing the said Canal and other the purposes of this Act, and to no other use, intent or purpose whatever.

Company may raise sufficient sums of money to carry on work.

Proviso. Capital united.

XXII. The sum of one million pounds currency or such part thereof as shall be raised by the several persons hereinbefore mentioned, and by such other person or persons as shall or may become a subscriber or subscribers to the said Canal, shall be divided into equal parts or shares of one hundred pounds currency, per share, and the shares shall be deemed personal estate and shall be transferable as such, and the said shares shall be and are hereby vested in the said several subscribers and their several and respective heirs, executors, curators, administrators and assigns, proportionally to the sum they and each of them shall severally subscribe and pay thereunto; and all and every the bodies politic, corporate or collegiate, or communities, and all and every person or persons, their several and respective successors, executors, curators, administrators and assigns, who shall severally subscribe and pay the sum of one hundred pounds or such sums as shall be demanded in lieu thereof, towards carrying on and completing the said Canal, shall be entitled to and receive, after the said Canal shall be completed, the entire and nett distribution of the profits and advantages that shall and may arise and accrue by virtue of the money to be raised, recovered or received by the authority of this Act, in proportion to the number of shares so held; and every body politic, corporate, or collegiate, or community, person or persons, having such property or shares in the said undertaking, and so in proportion as aforesaid, shall bear and pay an adequate and proportionate sum of money towards carrying on the said undertaking, in manner by this Act directed and appointed.

Sum raised to be divided into shares.

To be personal property and transferable.

Shareholders entitled to profits, &c.

Liabilities of Shareholders.

Company may
borrow mo-
ney.

XXIII. The said Company may, from time to time, lawfully borrow, either in this Province or elsewhere, such sum or sums of money not exceeding at any time one-fourth part of the amount paid up, as they may find expedient, and at such rate of interest per annum as they may think proper, any thing in the laws of this Province to the contrary notwithstanding; And may make the bonds, debentures or other securities they shall grant for the sums so borrowed payable either in currency or in sterling, and at such place or places as the Shareholders may deem advisable, and may give security on the tolls, revenues and other property of the said Company, for the due payment of the said sums and the interest thereon, but no such debenture, if payable to bearer, shall be for a less sum than one hundred pounds currency.

And issue De-
bentures.

Votes to be in
proportion to
shares.

XXIV. The number of votes to which each proprietor of shares in the said undertaking shall be entitled on every occasion when, in conformity to the provisions of this Act, the votes of the members of the said Company are to be given, shall be in the proportion to the number of shares held by him, that is to say, one vote for any less number than five shares, and each holder or proprietor of every five shares and upwards shall have two votes for every five shares; and all proprietors of shares may vote by proxy, if they shall see fit, provided that such proxy do produce from his constituent or constituents an appointment in writing, in the words or to the following effect, that is to say:

Proxy.

Term of ap-
pointment by
proxy.

"I, _____, of _____, one of the members of the "Saint Lawrence and Champlain Canal Company, do hereby nominate, constitute and appoint _____, of _____, to be my proxy in my name, and in my absence to vote or give my assent or dissent to any business, matter or thing relating to the said undertaking that shall be mentioned or proposed at any meeting of the members of the said Company, or any of them, in such manner as he, the said _____, shall think proper, according to his opinion and judgment, for the benefit of the said undertaking, or any thing appertaining thereto. In witness whereof I have hereunto set my hand and seal the _____ day of _____, in the year ____." And such vote or votes by proxy shall be as valid as if the principal or principals had voted in person; and whatever question, election of proper officers or matters or things, shall be proposed, discussed or considered in any public meeting of the proprietors, to be held by virtue of this Act, shall be determined by the majority of votes and proxies then present and so given as aforesaid, and all decisions and acts of any such majority shall bind the said Company, and be deemed to be the decisions and acts of the said Company.

Questions to
be decided by
majority of
votes.

Members not
liable for
debts of Com-
pany.

XXV. No member of the said Company shall be in any manner whatsoever liable for or charged with the payment of any debt or demand due by the said Company beyond the extent of his, her or their share in the Capital of the said Company not paid up.

First General
Meeting.

XXVI. The first General Meeting of the members of the Company for putting this Act into execution may be held at Montreal, whenever sufficient shares have been subscribed for, provided that public notice thereof be given during one week in at least one newspaper published in the English, and at least one published in the French language, and signed by at least three of the subscribers to the said undertaking, holding among them at least one hundred shares, and at such said General Meeting, the

members assembled, with such proxies as shall be present, shall choose seven Directors, being each a proprietor of not less than five shares in the said undertaking, in such manner as is hereinafter directed, and may also proceed to pass such rules and regulations and by-laws as shall seem to them fit, provided they be not inconsistent with this Act, or with the laws of Lower Canada.

Seven Directors to be elected.

XXVII. The Directors first appointed (or those appointed in their stead in case of vacancy,) shall remain in office until the election of Directors in the month of January of the then next year, and that in the month of January in the said year and each year thereafter, and on such day of the month as shall be appointed by any by-law, an annual general meeting of the members of the Company shall be held to choose Directors in the room of those whose office may at that time become vacant, and generally to transact the business of the Company; but if at any time it shall appear to any five or more of such members, holding together one hundred shares at least, that for more effectually putting this Act in execution, a Special General Meeting of the members is necessary to be held, it shall be lawful for such five or more of them to cause fifteen days' notice at least, to be given thereof in two public newspapers as aforesaid, or in such manner as the Company shall by any by-law direct or appoint, specifying in such notice the time and place, and the reason and intention of such special meetings respectively; and the Members are hereby authorized to meet pursuant to such notices, and proceed to the execution of the powers by this Act given them, with respect to the matter so specified only; And all such acts of the members or the majority of them, at such special meetings assembled, (such majority not having either as principals or proxies less than one hundred shares,) shall be as valid to all intents and purposes as if the same were done at annual meetings; Provided always, that it shall and may be lawful for the said Members at such special meetings, (in like manner as at annual meetings) in case of the death, absence, resignation, or removal of any person elected a Director to manage the affairs of the said Company in manner aforesaid, to appoint another or others in the room or stead of those Directors who may die, resign, or be removed as aforesaid, any thing in this Act to the contrary notwithstanding; but if such appointment be not made, such death, absence or resignation shall not invalidate the acts of the remaining Directors.

In each year a Board of Directors to be elected.

Special meetings of Shareholders how called.

Proviso: Vacancies among Directors.

XXVIII. At each of the said annual meetings of the members of the said Company, five of the said Directors shall retire, the order of retirement of the said first elected Directors being decided by ballot, but the Directors then or at any subsequent time retiring shall be eligible for re-election; Provided always, that no such retirement shall have effect, unless the members shall, at any such annual meeting proceed to fill up the vacancies thus occurring in the Directors.

Five Directors to retire annually.

Proviso.

XXIX. The Directors shall at their first, or at some other meeting after the day appointed for the General Annual Meeting in each year, elect one of their members to be the President of the said Company who shall always (when present) be the Chairman of, and preside at all meetings of the Directors, and shall hold his office until he shall cease to be a Director or until another President shall be elected in his stead; and the said Directors may in like manner elect a Vice-President who shall act as Chairman in the absence of the President.

Directors to appoint a President.

Quorum.

XXX. Any meeting of the said Directors, at which not less than five Directors shall be present, shall be competent to use and exercise all and any of the powers hereby vested in the Directors of the said Company; Provided always, that no one Director, though he may be a proprietor of many shares, shall have more than one vote at any meeting of the Directors, and the President or Vice-President when acting as Chairman, or any temporary chairman, who in case of absence of the President and Vice-President, may be chosen by the Directors present, shall, when presiding at a meeting of the Directors in case of a division of equal numbers, have the casting vote and no other; and provided also that the Directors shall, from time to time be subject to the examination and control of the said Annual and Special Meetings of the said members as aforesaid, and shall pay due obedience to all By-laws of the Company, and receive such orders and directions in and about the premises, as they shall from time to time receive from the said members at such annual or special meetings; such orders and directions not being contrary to any express directions or provisions in this Act contained; And provided also that the act of any majority of a quorum of the Directors present, at any meeting regularly held, shall be deemed the act of the Directors.

Casting vote.
Proviso.

Proviso.

No official to be a Director.

XXXI. Provided always, that no person concerned or interested in any contract or contracts under the said Company, shall be capable of being chosen a Director, or of holding the office of a Director.

Annual meeting to appoint three Auditors.

XXXII. Every such annual meeting shall have power to appoint not exceeding three Auditors, to audit all accounts of money laid out and disbursed on account of the said undertaking by the Directors and Managers and other officer and officers to be by the said Directors appointed, or by any other person or persons whatsoever, employed by or concerned for or under them in and about the said undertaking, and to that end the said Auditors shall have power to adjourn themselves over from time to time and from place to place as shall be thought convenient by them; And the said Directors chosen under the authority of this Act, shall have power from time to time to make such call or calls of money from the proprietors of the said Canal and other works, to defray the expense of, or to carry on the same, as they from time to time shall find wanting and necessary for those purposes; provided however, that no call exceed the sum of five pounds current money of this Province for every share of one hundred pounds currency; and provided also, that no calls be made but at the distance of at least three calendar months from each other; And the said Directors shall have full power and authority to direct and manage all and every the affairs of the said Company, as well in contracting for and purchasing lands, rights and materials for the use of the said Company, as in employing, ordering and directing the work and workmen, and in placing and removing managers, officers, clerks, servants and agents, and in making all contracts and bargains touching the said undertaking, and to affix, or authorize the Secretary or his deputy to affix the Common Seal of the Company to any act, deed, by-law, notice or other document whatsoever; and any such act, deed, by-law, notice or other document bearing the Common Seal of the Company and signed by the President, Vice-President, or any Director, or by any officer by order of the Directors, shall be deemed the act of the Directors and of the Company, nor shall the authority of the signer of any document purporting to be so signed and sealed, to sign the name and affix the said Seal thereto, be liable to be called in question by any party except the Company; and the Directors shall have such other and further powers, as being vested in the Company by this Act, shall

Power of Directors to make calls.

Proviso.

Further powers of Directors.

be conferred upon the said Directors by the by-laws of the Company, except such as are hereby expressly directed to be exercised by the members at annual or special meetings.

XXXIII. Each owner or owners of one or more shares in the said Shareholders
to pay calls.
 5 undertaking, shall pay his, her, or their shares and proportion of the money to be called for as aforesaid, to such Bankers and at such time and place as the said Directors shall appoint and direct, of which, notice shall be given by at least four insertions thereof, in the course of three months in two newspapers as aforesaid, or in such other manner as the members of
 10 the said Company shall by any By-law direct or appoint; and if any person or persons shall neglect or refuse to pay his, her or their rateable or proportional part or share of the said money, to be called for as aforesaid at the time and place so appointed, he, she or they, neglecting or refusing, shall forfeit a sum not exceeding the rate of five pounds for every Penalty for
neglect.
 15 one hundred pounds of his, her or their respective share or shares in the said undertaking; and in case such person or persons shall neglect to pay his, her or their rateable calls as aforesaid, for the space of six calendar months after the time appointed for the payment thereof as aforesaid, then he, she or they, shall forfeit his, her and their respective share and shares
 20 in the said undertaking, and all the profit and benefit thereof and all money paid therein; all which forfeitures shall go to the rest of the proprietors of the said undertaking, their successors and assigns, for the benefit of the said proprietors in proportion to their respective interests, and in every such case, calls shall be payable with interest, from the time the
 25 same shall be so appointed to be paid, until the payment thereof; Provided always, that in case any person or persons shall neglect any such call or calls at the time and in the manner required for that purpose, it shall be lawful for the said Company to sue for and recover the same with interest and costs in any Court of Law having competent jurisdiction; and in any
 30 such action it shall be sufficient to allege and to prove by any one witness whether in the employ of the Company or not, that the defendant is the proprietor of a share (or of any number of shares, stating such number) in the Stock of the said Company; that certain sums of money were duly called for, upon such share or shares by the said Company, under the
 35 authority of and in the manner provided by this Act, and were due and payable at a certain time or times, whereby an action hath accrued to the said Company to recover such sum or sums with interest and costs; and the production of the newspapers containing such calls, shall be evidence that the same were made as therein stated; and neither in such action,
 40 nor in any other action, suit or legal proceeding by the Company, shall the election of the Directors or the authority of them, or of the Attorney or Solicitor acting in the name of the Company, be called in question except by the Company, nor shall it in, any such case, be necessary to name the Directors or any of them, or to mention any other special matter what-
 45 ever, and the defendant shall not plead the general issue, but may by a plea in denial, traverse any particular matters of fact in confession and avoidance.

XXXIV. Provided that no advantage shall be taken of the forfeiture of any share or shares of the said undertaking, unless the same shall be de- Forfeiture to
be declared at
general meet-
ing.
 50 clared to be forfeited at some Annual or Special Meeting of the said Company, assembled after such forfeiture shall be incurred; and every such forfeiture shall be an indemnification to and for every proprietor so forfeiting, against all action or actions, suits or prosecutions whatever, to be commenced or prosecuted for any breach of contract or other agreement

between such proprietor and the other proprietors, with regard to carrying on the said Canal or undertaking.

Company may remove any Director and elect another in case of death, &c.

XXXV. The said Company shall always have power and authority at any general meeting assembled as aforesaid, to remove any person or persons chosen upon such Board of Directors as aforesaid, and to elect others to be Directors in the room of those who shall die, resign or be removed, and to revoke, alter, amend or change any of the By-laws or orders prescribed with regard to their proceedings amongst themselves, (the method of calling General Meetings and the time and place of assembling, and manner of voting and of appointing Directors only excepted,) and shall have power to make such new Rules, By-laws and orders, for the good government of the said Company and their servants, agents and workmen, for the good and orderly making, maintaining and using the said Canal and all other works connected therewith or belonging thereto, or hereby authorized, and for the well governing of all persons and vessels whatsoever, travelling upon or using the said Canal and other works, or transporting any goods, wares, merchandize or other commodities thereon; and by such By-laws to impose and inflict such fines or forfeitures upon the person guilty of a breach of such By-laws, or orders, as to such general meeting shall seem meet, not exceeding the sum of ten pounds current money of this Province, for every offence; such fines or forfeitures to be levied and recovered by such ways and means as are hereinafter mentioned; which said By-laws and orders being put into writing under the Common Seal of the said Company, shall be kept in the office of the Company, and a printed or written copy of so much of them as may relate to or affect any party other than members or servants of the Company, shall be affixed openly in the office of the said Company in all and every of the places where tolls are to be gathered, and in like manner as often as any change or alteration shall be made to the same, and the said By-laws and orders so made, and published as aforesaid, shall be binding upon and observed by all parties, and shall be sufficient in any Court of Law, or Equity, to justify all persons who shall act under the same, and any copy of the said By-laws or any of them purporting to be certified as correct by the President or some person authorized by the Directors to give such certificate, and to bear the Common Seal of the Company, shall be deemed authentic, and shall be received as evidence of such By-laws in any Court without further proof.

And make By-laws.

To inflict fines not exceeding ten pounds.

Manner of disposing of Stock.

XXXVI. It shall and may be lawful to and for the several proprietors of the said Canal, or undertaking to sell or dispose of his, her or their share or shares therein, subject to the rules and conditions herein mentioned, and every purchaser shall have a duplicate of the deed of bargain and sale and conveyance made unto him or her, and one part of such deed, duly executed by seller and purchaser, shall be delivered to the said Directors or their Secretary for the time being to be filed and kept for the use of the said Company, and an entry thereof shall be made in a book or books to be kept by the said Secretary for that purpose, for which no more than one shilling and three pence shall be paid, and the said Secretary is hereby required to make such entry accordingly; and until such duplicate of such deed shall be so delivered to the said Directors or their Secretary, and filed and entered as above directed, such purchaser or purchasers shall have no part or share of the profits of the said undertaking, nor any interest for the said share or shares, paid unto him, her or them, nor any rate as a proprietor or proprietors.

XXXVII. The sale of the said shares shall be in the form following, varying the names and descriptions of the contracting parties as the case may require. "I, A. B. in consideration of paid to me by C. D. "of do hereby bargain, sell and transfer to the said C. D. 5 " share (or shares) of the Stock of the St. Lawrence and " Champlain Canal Company, to hold to him, the said C. D. his heirs, ex- " cutors, curators, administrators and assigns, subject to the same rules and " orders, and on the same conditions that I held the same immediately be- " fore the execution hereof, and I the said C. D., do hereby agree to accept 10 " of the said share (or shares) subject to the same rules, " orders and conditions. Witness our hands and seals this " day of in the year "

Provided always, that no such transfer of any share shall be valid until Proviso. enregistered in a transfer book to be kept for that purpose, nor until all 15 calls for instalments then due thereon shall have been paid up.

XXXVIII. It shall and may be lawful to and for the said Directors, and they are hereby authorized, to nominate and appoint the Bankers, Secretary, Treasurer, Solicitor and Servants of the said Company, taking such security for the due execution of their respective offices as the said 20 Directors shall think proper; and in proper Books shall be kept a true and perfect account of the names and places of abode of the several members of the said Company, and of the several persons who shall from time to time become owners and proprietors of, or entitled to any share or shares therein, and of all the Acts, proceedings and transactions of the said Com- 25 pany and of the Directors for the time being, by virtue of and under the authority of this Act. Directors may appoint officers and servants, &c.

XXXIX. It shall and may be lawful to and for the said Com- Company may collect Tolls. pany from time to time, and all times hereafter, to ask, demand, take and 30 recover to and for their own proper use and behoof, for all passengers, goods, wares, merchandize, and commodities, of whatever description, transported upon the said Canal or vessels, using the same, such tolls as they may deem expedient, which said tolls shall be from time to time, fixed and regulated by By-laws of the Company, or by the Directors if 35 thereunto authorized by the said By-laws, and shall be paid to such person or persons and at such place or places near to the said Canal in such manner and under such regulations as the said Company or the said Directors shall direct and appoint; and in case of denial or neglect of payment of any such rates or dues, or any part thereof on demand, to the person or persons 40 appointed to receive the same as aforesaid, the said Company may sue for and recover the same in any Court having competent jurisdiction, or the person or persons to whom the said rates or dues ought to be paid, may and he is, and they are hereby empowered to seize and detain such vessels, goods, wares, merchandize or other commodities, for 45 in respect whereof such rates or dues ought to be paid, and detain the same until payment thereof; and in the meantime the said vessel, goods, wares, merchandize and other commodities shall be at the risk of the owner or owners thereof; and the said Company or the said Directors shall have full power, from time to time, at any general meeting, to lower or 50 reduce all or any of the said tolls, and again to raise the same as often as it shall be deemed necessary for the interests of the said undertaking; Proviso. Provided always, that the same tolls shall be payable at the same time and under the same circumstances, upon all vessels, and goods, and upon all persons, so that no undue advantage, privilege or monopoly may be afford-

ed to any person or class of persons by any By-laws relating to the said tolls.

Half yearly balance to be prepared of the affairs of the Company.

XL. And in order to ascertain the amount of the clear profits of the said undertaking: The said Company, or the Directors for managing the affairs of the said Company, shall and they are hereby required to 5 cause a true, exact and particular account to be kept and semi-annually made up and balanced to the first day of January and the first day of July in each year, of the money collected and received by the said Company, or by the Directors or Managers and Servants of the said Company, or otherwise for the use of the said Company, by 10 virtue of this Act and of the charges and expenses attending the erecting, making, supporting, maintaining and carrying on their works, and all other receipts and expenditure of the said Company or the said Directors; and at the General Meetings of the members of the said Company to be from time to time holden as aforesaid, a dividend 15 shall be made out of the clear profits of the said undertaking, unless such meeting shall declare otherwise, and such dividend shall be at and after the rate of so much per share upon the several shares held by the members of the said Company, as such Meeting or Meetings shall think fit to appoint or determine; Provided always, that no dividend shall be made 20 whereby the capital of the said Company shall be in any degree reduced or impaired, nor shall any dividend be paid in respect of any share, after a day appointed for payment of any call for money in respect thereof, until such call shall have been paid.

Proviso.

Fractions of miles and weights, how to be considered with respect to tolls.

XLII. Provided always, that in all cases where there shall be a fraction 25 of a mile in the distance which vessels, goods, wares, merchandize, or other comodities, or passengers shall be conveyed, or transported on the said Canal, such fraction shall in ascertaining the said rates be deemed and considered as a whole mile, and that in all cases where there shall be the fraction of a ton in the weight of any such goods, wares, merchandize, 30 or other commodities, a proportion of the said rates shall be demanded and taken by the said Company, to the number of quarters of a ton contained therein; and in all cases where there shall be a fraction of a quarter of a ton, such fraction shall be deemed and considered as a whole 35 quarter of a ton.

Tariff to tolls to be posted up.

XLIII. Provided always, that the said Company shall from time to time print and stick up or cause to be printed and stuck up in their office, and in all and every of the places where the Tolls are to be collected, in some conspicuous place there, a printed Board or paper ascertaining all the 40 Tolls payable under this Act.

Company to erect fences, &c., when required by proprietors of adjoining land.

XLIII. The said Company shall within six calendar months after any lands shall be taken for the use of the said Canal or undertaking, and if thereunto required by the proprietors of the adjoining lands respectively, but not otherwise, divide and separate, and keep constantly 45 divided and separated, the lands so taken from the lands or ground adjoining thereto, with a sufficient post and rail hedge, ditch, bank or other fence sufficient to keep off hogs, sheep and cattle, to be set and made on the lands or grounds which shall be purchased by, conveyed to, or vested in the said Company as aforesaid, and shall, at their own costs and charges from time to time, maintain, support and keep in sufficient repair, the said 50 posts, rails, hedges, ditches, trenches, banks and other fences so set up and made as aforesaid.

XLIV. So soon as conveniently may be after the said Canal shall be completed, the said company shall cause the same to be measured, and stones or posts with proper inscriptions on the sides thereof denoting the distance, to be erected and maintained at the distance of every mile from 5 each other.

Canal to be measured after completion.

XLV. The said Company shall and are hereby required and directed to take sufficient security, by one or more bond or bonds, in a sufficient penalty or penalties, from their Managers and Collectors for the time being of the money to be raised by virtue of this Act, for the faithful 10 execution by such Managers and Collectors of his and their office and offices respectively.

Certain officers to give security.

XLVI. All fines and forfeitures imposed by this Act or which shall be lawfully imposed by any By-laws to be made in pursuance thereof, (of which By-laws, when produced, all Justices are hereby required to 15 take notice) the levying and recovering of which fines and forfeitures are not particularly herein directed, shall, upon proof of the offence before any one or more Justice or Justices of the Peace for the District, either by the confession of the party or parties, or by the oath or affirmation of any one credible witness (which oath or affirmation such Justice or 20 Justices are hereby empowered and required to administer without fee or reward,) be levied with costs by distress and sale of the offender's goods and chattels, by warrant under the hand and seal or hands and seals of such Justice or Justices and all such fines, forfeitures or penalties by this Act imposed or authorised to be imposed, the application whereof is not 25 hereinbefore particularly directed shall be paid into the hands of the Company, and shall be applied and disposed of for the use of the said Canal or undertaking, and the overplus of the money raised by such distress and sale, after deducting the penalty and the expenses of the levying and recovering thereof, shall be rendered to the owner of the goods so 30 distrained and sold; and for want of sufficient goods and chattels whereof to levy the said penalty and expenses, the offender shall be sent to the common gaol for the district wherein he is convicted, there to remain without bail or mainprize for such term not exceeding one month, as such Justice or Justices shall think fit unless such penalty and forfeiture, and 35 all expenses attending the same, shall be sooner paid and satisfied.

Fines how to be recovered.

Imprisonment for want of sufficient chattels.

XLVII. If any person or persons shall think himself, herself or themselves aggrieved by anything done by any Justice or Justices of the Peace in pursuance of this Act, every such person or persons may within 40 four calendar months after the doing thereof, appeal to the Justices of the Peace, at the General Quarter or General Sessions to be holden in and for the District.

Appeal given.

XLVIII. If any action or suit shall be brought or commenced against any person or persons for anything done or to be done in pursuance of this Act, or in the execution of the powers and authorities or by the 45 orders and directions hereinbefore given or granted, every such action or suit shall be brought or commenced within six calendar months next after the fact committed, or in case there shall be a continuation of damage, then within six calendar months next after the doing or committing such damage shall cease and not afterwards.

Limitation of actions for things done under this Act.

50 XLIX. Any contravention of this Act by the said Company or by any other party, for which no punishment or penalty is herein provided,

Contraventions not oth-

erwise punishable to be misdemeanors.

shall be a misdemeanor, and shall be punishable accordingly ; but such punishment shall not exempt the said Company (if they be the offending party) from the forfeiture of this Act and the privileges hereby conferred on them, if by the provisions thereof, or by law, the same be forfeited by such contravention.

5

Her Majesty may assume the Canal.

L. Her Majesty, Her Heirs and Successors may, at any time after fifteen years from the complete construction of the said Canal assume the possession and property thereof, and of all the property which the said Company is hereby empowered to hold, and shall then have, and of all the rights, privileges and advantages vested by this Act in the said Company 10 (all which shall, after such assumption be vested in Her Majesty, Her Heirs and Successors) on giving to the said Company two years notice of their intention to assume the same, and on paying to the said Company within three months of the expiration of such notice the whole current amount of their capital stock according to its value, at that time, and 15 twenty-five per cent. additional thereon.

Map and book of reference to be deposited and Canal completed within certain time or this Act to be null and void.

LI. The said Company to entitle themselves to the benefits and advantages to them granted by this Act. shall, and they are hereby required to make and deposit the map or plan and book of reference mentioned in this Act within two years after the passing thereof, and to make and com- 20 plete the said Canal, from the River St. Lawrence to Lake Champlain or the River Richelieu in manner aforesaid, as soon as possible from the passing of this Act ; and if the said map or plan and book of reference be not so made and deposited within the said two years, or if the whole of the stock of the said Company be not subscribed, and at least ten per centum 25 thereon paid up, and either expended for the purposes of this Act, or deposited in some Chartered Bank or Banks in this Province within three years from the passing of this Act, or if the said Canal shall not be so made and completed within the period of five years thereafter, so as to be used by the public as aforesaid, then and in either case this Act and every matter 30 and thing therein contained shall cease, and be utterly null and void.

Company annually to submit accounts to Legislature.

LII. The said Company shall annually submit to the three branches of the Legislature, within the first fifteen days after the opening of each Session of the Provincial Parliament, after the opening of the said Canal or any part thereof to the public, a detailed and particular 35 account, attested upon oath, of the moneys by them received and expended under and by virtue of this Act, with a classified statement of the amount of tonnage and of the vessels, passengers and freight that have been conveyed along the said Canal ; and no further provisions which the Legislature may hereafter make with regard to the form or details of such 40 account, or the mode of attesting or rendering the same, shall be deemed an infringement of the privileges hereby granted to the Company.

Saving of Her Majesty's rights, &c.

LIII. Nothing herein contained shall affect or be construed to affect, in any manner or way whatsoever, the rights of Her Majesty, Her Heirs and Successors, or of any person or persons, or of any bodies politic, 45 corporate or collegiate, such only excepted as are herein mentioned.

Shares to certain amount to be paid before Company commence operations.

LIV. The said Company shall not proceed to break ground or commence the construction of the said Canal until shares to the amount of two hundred thousand pounds shall have been taken in the capital stock of the said Company, and ten per cent. thereon shall have been paid into the 50 hands of the Treasurer or Banker of the said Company, nor until the said

election of Directors hereinbefore in that behalf provided, shall have been held.

LV. Nothing herein contained shall be construed to except the Company not Canal, by this Act authorized to be made, from the provisions of any general Act which may be passed during the present or any future Session of Parliament, and no further provision which the Legislature of the Province may make for enforcing any of the provisions of this Act, or for protecting the public or the rights of private parties, shall be deemed an infringement of the rights of the said Company. ^{exempted from any general Canal law.}

10 LVI. This Act shall be deemed and taken to be a public Act, and Public Act. as such shall be judicially taken notice of by all Judges, Justices of the Peace and others, without being specially pleaded.

D³²¹