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No. 43.

5th Session, 8th Parliament, 63 Victoria, 1900

BILL.

An Act respecting the Grand Valley Railway Company, and to change its name to "The Port Dover, Brantford, Berlin and Goderich Railway Company."

First reading, February 20, 1900.

(PRIVATE BILL.)

MR. CHARLTON.

OTTAWA

Printed by S. E. DAWSON
Printer to the Queen's most Excellent Majesty
1900

An Act respecting the Grand Valley Railway Company, and to change its name to "The Port Dover, Brantford, Berlin and Goderich Railway Company."

- WHEREAS** the Grand Valley Railway Company has, by its petition, represented that it was incorporated by chapter 97 of the statutes of the Province of Ontario, of 1895, (amended by chapter 102 of the statutes of 1896), set forth in the schedule to this Act, and has prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, declares and enacts as follows:—
- 10** **1.** In this Act the expression "the Company" means the body corporate and politic heretofore created by the Acts mentioned in the preamble under the name of "The Grand Valley Railway Company;" and the works which the Company by the said Acts and by this Act is empowered to undertake and operate are hereby declared to be works for the general advantage of Canada. Declaratory.
- 15** **2.** Nothing herein contained shall affect anything done, or any right or privilege acquired, or any liability incurred under the Acts mentioned in the preamble up to and at the time of the passing of this Act, to all of which rights and privileges the Company shall continue to be entitled and to all of which liabilities the Company shall continue to be subject, but hereafter the said works shall be subject to the legislative authority of the Parliament of Canada and the provisions of *The Railway Act*. Rights under provincial Acts not affected.
- 20** **3.** The name of the Company is hereby changed from the Grand Valley Railway Company, to "The Port Dover, Brantford, Berlin and Goderich Railway Company," but such change in name shall not in any way impair, alter or affect the rights or liabilities of the Company, nor in any wise affect any suit or proceeding now pending or judgment existing either by, or in favour of, or against the Company which, notwithstanding such change in the name of the Company may be prosecuted, continued, completed and enforced as if this Act had not been passed. Name changed. Existing rights preserved.
- 25** **4.** The directors may, by by-law, change the place of the head office of the Company from the town of Berlin to the city of Brantford. Head office.

Preamble.

Ont., 1895,
c. 97.Ont., 1896,
c. 102.

Declaratory.

Rights under
provincial
Acts not
affected.Name
changed.Existing
rights
preserved.

Head office.

Line of
railway
changed.

5. In lieu of the line of railway described in the said Acts of the legislature of the Province of Ontario, the Company may lay out, construct and operate a railway of the gauge of four feet eight and one-half inches from the town of Goderich, in the county of Huron in the Province of Ontario, in a south-easterly direction passing through the townships of Goderich, Tuckersmith, Hullett and McKillop in the said county of Huron; and through the townships of Logan, Ellice and Mornington in the county of Perth; and through the townships of Wellesley, Woolwich and Waterloo in the county of Waterloo to the towns of Waterloo and Berlin; and from Berlin in a southerly direction passing through the townships of Waterloo and North Dumfries through or near the towns of Doon, Blair and Preston to the town of Galt, all in the county of Waterloo, and from a point between Doon and Blair on the last mentioned line passing through the townships of Waterloo and North Dumfries to a point at or near the village of Ayr in the said county, and through the township of South Dumfries to a point at or near the town of Paris; and through the township of Brantford to a point at or near the city of Brantford, and through the township of Oakland in the county of Brant and the townships of Townsend and Windham to the town of Waterford and the town of Simcoe; and through the township of Woodhouse, all in the county of Norfolk, to a point on the shore of Lake Erie in or near the village of Port Dover; also a branch from some point on the main line in or near the town of Waterloo in the said county of Waterloo; and passing through the township of Waterloo and through the township of Woolwich in the county of Waterloo, and the township of Pilkington in the county of Wellington to some point in or near the village of Elora in the said county of Wellington, and a branch from some point on the main line near the village of Erbsville in the township of Waterloo in the county of Waterloo, passing through the township of Woolwich and the township of Wellesley (through or near the village of Heidelberg, and the village of Linwood) all in the said county of Waterloo, and through the townships of Peel and Maryborough in the county of Wellington; and through the township of Wallace in the county of Perth, to some point in or near the town of Listowel in the said county of Perth; and a branch from some point at or near the town of Waterloo, passing through the townships of Waterloo, Wellesley and Wilmott in the said county of Waterloo, and through the township of North Easthope in the county of Perth, to some point in or near the city of Stratford.

Capital
increased.

6. The capital stock of the Company is hereby increased to two million dollars.

Bond issue
increased.

7. Notwithstanding anything contained in section 19 of chapter 97 of the statutes of 1895 and section 5 of chapter 102 of the statutes of 1896 of the Province of Ontario, the Company may issue bonds, debentures or other securities to the extent of thirty-five thousand dollars per mile of the railway and branches, and such bonds, debentures or other securities may be issued only in proportion to the length of railway constructed or under contract to be constructed.

8. The Company may, for the purpose of its undertaking, Powers of Company.

(a) construct, acquire and navigate steam and other vessels for the conveyance of passengers, goods and merchandise between any ports of Canada and between any port of Canada and any port of any other country, and may dispose of the said vessels, and may carry on the business of elevating grain, of common carriers of passengers and goods, and of forwarders, wharfingers, warehousemen and ship-builders; Transportation. Vessels.

(b) construct, acquire, lease and dispose of wharfs, docks, elevators, warehouses, offices and other facilities or buildings. Buildings.

9. The Company may construct and operate a telegraph line and telephone lines along the whole length of its railway and branches, and may establish offices for the transmission of messages for the public, and for the purpose of erecting and working such telegraph and telephone lines the Company may enter into a contract with any other company. Telegraph and telephone lines.

2. The Company may enter into arrangements with any other telegraph or telephone company for the exchange and transmission of messages, or for the working in whole or in part of the lines of the Company. Arrangements with telegraph and telephone companies.

3. No rates or charges shall be demanded or taken from any person for the transmission of any message by telegraph or telephone, or for leasing or using the telegraph or telephones of the Company until such rates or charges have been approved of by the Governor in Council. Rates to be approved.

4. *The Electric Telegraph Companies Act* shall apply to the telegraph business of the Company. R.S.C., c. 132.

10. The Company may, for the purpose of its undertaking, acquire and utilize water and steam power for the purpose of compressing air or generating electricity for lighting, heating or motor purposes, and may dispose of surplus power generated by the Company's works and not required for the undertaking of the Company. Electricity.

2. In addition to the powers contained in paragraph (k) of section 90 of *The Railway Act*, the Company may work and operate its line of railway, or any portion thereof, by the force and power of liquid or compressed air. Liquid and compressed air.

11. The Company may enter into an agreement with the Grand Trunk Railway Company of Canada, the Michigan Central Railway Company, the Canadian Pacific Railway Company, the Wabash Railway Company, or the Toronto, Hamilton and Buffalo Railway Company for conveying or leasing to such company the railway of the Company, in whole or in part, or any rights or powers acquired under this Act, as also the franchises, surveys, plans, works, plant, material, machinery and other property to it belonging, and for an amalgamation with such company on such terms and conditions as are agreed upon, and subject to such restrictions as to the directors seem fit; provided that such agreement has first been approved by two-thirds of the votes at a special general meeting of the shareholders duly called for the purpose of considering it, at which meeting shareholders representing at least two-thirds in value of the stock are present or represented by proxy, and that such agreement has also received the sanction of the Governor in Council. Agreement with another company. Approval of shareholders and Governor in Council.

Notice of application for sanction.

2. Such sanction shall not be signified until after notice of the proposed application therefor has been published in the manner and for the time set forth in section 239 of *The Railway Act*, and also for a like period in each of the counties through which the railway of the Company runs and in which a newspaper is published.

Agreement to be filed with Secretary of State.

3. A duplicate of the agreement referred to in subsection 1 of this section shall, within thirty days after its execution, be filed in the office of the Secretary of State of Canada, and notice thereof shall be given by the Company in *The Canada Gazette*, and the production of *The Canada Gazette* containing such notice shall be prima facie evidence of the requirements of this Act having been complied with.

Time for completion of railway extended.

12. Notwithstanding anything contained in the above mentioned Acts of the legislature of the Province of Ontario, the Company may complete the lines of railway authorized by this Act at any time within six years from the passing of this Act. Provided the line between Berlin and Galt shall be completed within two years; and the line from Berlin to Port Dover within four years; and the whole of the said line of railway within the said period of six years; and if the said railway is not completed as herein specified, the powers granted for such construction by Parliament shall cease and be null and void as respects so much of the railway as then remains uncompleted.

SCHEDULE.

STATUTES OF ONTARIO, 1895, CHAPTER 97.

An Act to incorporate The Grand Valley Railway Company.

Whereas Allan Bowman and James R. Pedder of the township of Waterloo, Alexander Black Robertson of the township of Wellesley, W. D. Turnbull of the town of Galt, Thomas Bridger, George A. Bouteiller, Ezra Carl Breithaupt, James E. Skidmore and Herbert J. Bowman of the town of Berlin, Frederick Colquhoun and Thomas M. Burt, of the town of Waterloo, all in the county of Waterloo, and Henry New of the city of Hamilton in the county of Wentworth, have by their petition prayed for an Act to incorporate a railway company to be known as "The Grand Valley Railway Company," with power to construct, maintain and operate a steam railway from the town of Berlin in the county of Waterloo, in a southerly direction, passing through the townships of Waterloo and North Dumfries, in the said county of Waterloo, and the townships of South Dumfries and Brantford, in the county of Brant, to a point at or near the city of Brantford; and from the said town of Berlin in a north-westerly direction, passing through the townships of Waterloo, Woolwich and Wellesley, in the county of Waterloo, and the townships of Mornington and Wallace, in the county of Perth, and the townships of Peel and Maryborough, in the county of Wellington, to the town of Listowel in the said county of Perth; and with power to

construct and operate a branch line westerly from the village of Erbsville in the township of Waterloo, passing through the townships of Woolwich, Wellesly and Wilmott, in the county of Waterloo, and the township of North Easthope, in the county of Perth, to the city of Stratford, in the said county of Perth; and northerly from the town of Berlin, passing through the townships of Waterloo and Woolwich in the county of Waterloo, and the township of Pilkington, in the county of Wellington, to the village of Elora in the said county of Wellington; and whereas it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:—

1. The said Allan Bowman, James R. Pedder, Alexander Black Robertson, W. D. Turnbull, Thomas Bridger, George Bouteiller, Ezra Carl Breithaupt, James E. Skidmore, Herbert J. Bowman, Frederick Colquhoun, Thomas M. Burt and Henry New, and such other persons and corporations as shall hereafter become shareholders of the said company, are hereby constituted a body corporate and politic under the name of "The Grand Valley Railway Company."

2. The said company is hereby authorized and empowered to survey, lay out, construct, complete, equip, maintain and operate a steam railway with double or single iron or steel tracks, from the town of Berlin, in the county of Waterloo, in a southerly direction passing through the townships of Waterloo and North Dumfries, in the said county of Waterloo, and the townships of South Dumfries and Brantford in the county of Brant, to a point at or near the city of Brantford; and from the said town of Berlin in a north-westerly direction, passing through the townships of Waterloo, Woolwich and Wellesley in the county of Waterloo and the townships of Mornington, and Wallace, in the county of Perth, and the townships of Peel and Maryborough, in the county of Wellington, to the town of Listowel, in the said county of Perth, and with power to construct and operate a branch line westerly from the village of Erbsville, in the township of Waterloo, passing through the townships of Woolwich, Wellesley, and Wilmott in the county of Waterloo and the township of North Easthope in the county of Perth, to the city of Stratford, in the said county of Perth; and northerly from the town of Berlin through the townships of Waterloo and Woolwich, in the county of Waterloo, and the township of Pilkington, in the county of Wellington, to the village of Elora, in the said county of Wellington.

3. The gauge of the said railway shall be four feet eight and one-half inches.

4. The said Allen Bowman, James R. Pedder, Alexander Black Robertson, W. D. Turnbull, Thomas Bridger, George Bouteiller, Ezra Carl Breithaupt, James E. Skidmore, Herbert J. Bowman, Frederick Colquhoun, Thomas Burt, and Henry New, with power to add to their number, shall be and are hereby constituted a board of provisional directors of the said company, of whom a majority shall be a quorum, and shall hold office as such until other directors shall be appointed under the provisions of this Act by the shareholders.

5. The said board of provisional directors shall have power forthwith to open stock-books and procure subscriptions of stock for the undertaking, and to allot the stock and to receive payments on account of stock subscribed, and to make calls upon subscribers in respect to their stock, and to sue for and recover the same; and to cause plans and surveys to be made, and to receive for the company any grant, loan, bonus, or gift made to it, or in aid of the undertaking, and to enter into any agreement respecting the conditions or disposition of any gift, or bonus in aid of the railway; and with all such other powers as, under *The Railway Act of Ontario*, are vested in ordinary directors. The said directors or a majority of them or the board of directors to be elected as hereinafter mentioned, may in their discretion exclude any one from subscribing for stock who in their judgment would hinder, delay or prevent, the company from proceeding with and completing their undertaking under the provisions of this Act; and if at any time a portion or more than the whole stock shall have been subscribed, the said provisional directors or board of directors shall allocate and apportion it amongst the subscribers as they shall deem most advantageous, and conducive to the furtherance of the undertaking; and in such allocation the said directors may, in their discretion exclude any one or more of the said subscribers, if, in their judgment, such exclusion will best secure the building of the said railway; and all meetings of the provisional board of directors shall be held at the town of Berlin in the said county of Waterloo, or at such other place as may best suit the interest of the said company.

6. Conveyances of lands to the said company for the purposes of and powers given by this Act made in the form set forth in Schedule A hereunder written, or to the like effect shall be sufficient conveyance to the said company, their successors and assigns of the estate or interest therein mentioned and sufficient bar of dower, respectively of all persons executing the same; and such conveyances shall be registered in the same manner and upon such proof of execution as is required under the registry laws of Ontario, and no registrar shall be entitled to demand more than seventy-five cents for registering the same, including all entries and certificates thereof and certificates endorsed on the duplicates thereof.

7. No subscription for stock in the capital of the company shall be binding on the said Company unless it shall be approved by resolution of the directors, nor unless ten per centum of the amount subscribed has been actually paid thereon within one month after subscription.

8. The said company may receive from any government or from any persons or bodies corporate, municipal or politic, who may have power to grant the same, aid towards the construction, equipment or maintenance of the said railway, by way of gift, bonus, or loan of money or debentures or other securities for money, or by way of guarantee upon such terms and conditions as may be agreed upon.

9. The capital stock of the company hereby incorporated shall be \$300,000 (with power to increase the same in the manner provided by *The Railway Act of Ontario*), to be divided into three thousand shares of \$100 each, and shall be

raised by the persons and corporations who may become shareholders in such company, and the money so raised shall be applied, in the first place, to the payment of all fees, expenses and disbursements of, and incidental to, the passing of this Act, and for making the surveys, plans, and estimates connected with the works hereby authorized; and the remainder of said money shall be applied to the making, equipping, completing and maintaining of the said railway, and to the other purposes of this Act; and until such preliminary expenses shall be paid out of such capital stock the municipal corporation of any municipality on or near the line of such works may, by resolution, of which seven days previous notice shall have been given and passed by a majority of the said municipal corporation, authorize the treasurer of such municipality to pay out of the general funds of such municipality its fair proportion of such preliminary expenses, which shall thereafter, if such municipality shall so require, be refunded to such municipality from the capital stock of the said company, or be allowed to it in payment of stock.

10. When and as soon as shares to the amount of \$30,000 of capital stock in said company shall have been subscribed and ten per centum paid thereon into some chartered bank of the Dominion, having an office in the province of Ontario, to the credit of the Company, and which shall on no account be withdrawn therefrom unless for the services of the Company, the said provisional directors or a majority of them shall call a general meeting of the shareholders for the purpose of electing directors of the said company, giving at least four weeks' notice of such meeting by advertisement in *The Ontario Gazette* and in at least one newspaper published in the said town of Berlin of the time, place and purpose of the said meeting.

11. At such general meeting the shareholders present, either in person or by proxy, who shall at the opening of such meeting have paid up ten per centum on the stock subscribed by them, shall elect seven persons to be the directors of the said company in manner and qualified as hereinafter mentioned, who shall constitute a board of directors and shall hold office until the next general annual meeting, and a majority of the directors shall form a quorum of the board, and may pass such rules, regulations and by-laws as may be deemed expedient and are not inconsistent with this Act and *The Railway Act of Ontario*; and the said board may employ and pay one of their number as managing director.

12. No person shall be qualified to be elected as such director by the shareholders unless he be a shareholder holding at least ten shares of stock in the said company, and unless he has paid up all calls thereon.

13. The company is hereby authorized and empowered to take and make the surveys and levels of the lands through which the said railway is to pass, together with the map or plan thereof, and of their course and direction, and of the lands intended to be passed over, and taken therefor, so far as then ascertained, and also the book of reference, for the railway, and to deposit the same, as required by the clauses of *The Railway Act of Ontario* and the amendments thereto with respect to plans and surveys, by sections or portions less than the length of the whole railway authorized, of such

length as the Company may from time to time see fit so that no one of such sections or portions shall be less than ten miles in length ; and upon such deposit, as aforesaid, of the map or plan and book of reference of any and each of such sections or portions of the said railway, all and every of the clauses of the said Railway Act and the amendments thereof, applied to, included in or incorporated with this Act shall apply and extend to any and each of such sections or portions of the said railway as fully and effectually as if the surveys and levels had been taken and made of the lands through which the whole of the said railway is to pass, together with the map or plan of the whole thereof, and of their whole course and direction, and of the lands intended to be passed over and taken, and the book of reference of the whole of said railways had been taken, made, examined, certified and deposited according to the said clauses of the said Railway Act and the amendments thereof with respect to "plans and surveys."

14. The said company is hereby authorized to purchase, lease or acquire by voluntary donation, and to hold for any estate in the same, and to sell, lease, alienate, or mortgage any lands or premises intended and necessary, or suitable for park or pleasure grounds, not exceeding 100 acres in any one municipality ; and the said company are authorized to improve and lay out such lands as parks or places of public resort, and may make and enter into any agreement or arrangements with the municipal corporation of the municipalities wherein the same are situate, or any of them, in respect thereto, subject, however, to the power of the municipality to pass by-laws to regulate the use of such public parks and pleasure grounds ; provided that none of the foregoing provisions of this section shall be in force or have effect unless or until said municipal council or councils of the municipality or municipalities wherein the lands proposed to be acquired by the said company are situate shall by by-law have declared its or their assent to the said company acquiring lands under and for the purpose mentioned in this section ; provided also that such park or pleasure grounds shall not be opened to the public on the Lord's Day to be used for games, picnics, concerts, excursions or other public entertainments ; and provided also that the total acreage of lands acquired by the Company for park purposes shall not exceed 300 acres ; and provided, also, that nothing in this section contained shall be deemed to enable the company to carry on the general business of a land company.

15. Aliens, and companies incorporated abroad, as well as British subjects and corporations, may be shareholders in the said company, and all such shareholders whether resident in this province or elsewhere, shall be entitled to vote on their shares equally with British subjects, and shall also be eligible for office as directors in the said company.

16. Whenever any municipality or portion of a township municipality shall grant aid by way of bonus or gift to the railway company, the debentures therefor, shall within six months after the passing of the by-law authorizing the same, be delivered, to three trustees to be named, one by the Lieutenant-Governor in Council, one by the said company, and one by the majority of the heads of the municipalities which have granted bonuses, all of the trustees to be residents of the pro-

vince of Ontario; provided that if the said heads of the municipalities shall refuse or neglect to name such trustee within one month after notice in writing of the appointment of the company's trustee, or if the Lieutenant-Governor in Council shall omit to name such trustee within one month after notice in writing to him of the appointment of the other trustees, then in either case, the company shall be at liberty to name such other trustee or other trustees; any of the said trustees may be removed and a new trustee appointed in his place at any time by the Lieutenant-Governor in Council, and in case any trustee dies or resigns his trust, or goes to live out of the Province of Ontario, or otherwise becomes incapable of acting, his trusteeship shall become vacant, and a new trustee may be appointed by the Lieutenant-Governor in Council.

17. The said trustees shall receive the said debentures or bonds in trust, firstly, under the direction of the company but subject to the conditions of the by-law in relation thereto as to time or manner, to convert the same into money or otherwise dispose of them: secondly, to deposit the debentures or amount realized from the sale in some chartered bank having an office in the province of Ontario, in the name of "The Grand Valley Railway Municipal Trust Account," and to pay the same out to the said company from time to time as the said company becomes entitled thereto, under the conditions of the by-law granting the said bonus and on the certificate of the chief engineer of the said railway for the time being, in the form set out in Schedule B, hereto, or to the like effect, which certificate shall set forth that the conditions of the by-law have been complied with, and is to be attached to the cheque or order drawn by the said trustees for such payment or delivery of debentures, and such engineer shall not wrongfully grant any such certificate under a penalty of \$500, recoverable in any court of competent jurisdiction by any person who may sue therefor.

18. The trustees shall be entitled to their reasonable fees and charges from said trust fund, and the act of any two of such trustees shall be as valid and binding as if the three had agreed.

19. The directors of the company shall have power to issue bonds of the company for the purpose of raising money for prosecuting the said undertaking, but the whole amount of the issue of such bonds shall not exceed in all the sum of \$15,000 for each mile of the said railway and the provisions of subsections 20, 21, 22, 23 and 24 of section 9 of *The Railway Act of Ontario*, as said section is amended by chapter 45 of the statutes passed in the 53rd year of the reign of Her Majesty Queen Victoria, shall apply to all such bonds and the issue thereof, and such bonds shall be issued subject and according to, and in conformity with the provisions of the said sub-sections.

20. All such bonds, debentures and other securities and coupons and interest warrants thereon respectively, may be made payable to bearer and transferable by delivery, and any holder of any such securities so made payable to bearer may sue at law thereon in his own name.

21. The said company shall have power and authority to become parties to promissory notes and bills of exchange for sums of not less than \$100, and any such promissory note or

bill of exchange made, accepted or endorsed by the president or vice-president of the company and countersigned by the secretary of the said company, and under the authority of a quorum of the directors, shall be binding on the said company, and every such promissory note or bill of exchange so made shall be presumed to have been made with proper authority until the contrary be shown, and in no case shall it be necessary to have the seal of the said company affixed to such promissory note or bill of exchange, nor shall the president, vice-president or the secretary be individually responsible for the same unless the said promissory notes or bills of exchange have been issued without the sanction and authority of the directors as herein provided and enacted; provided, however, that nothing in this section shall be construed to authorize the said company to issue any promissory note or bill of exchange payable to bearer, or intended to be circulated as money, or as the notes or bills of a bank.

22. The said company may, from time to time, for advances of money to be made thereon, mortgage or pledge any bonds which they may be enabled, under the powers of this Act, to issue for the construction of the said railway.

23. It shall be lawful for the directors of the company to enter into an agreement or agreements with any other company or companies, if lawfully authorized to enter into such agreements, or with any person or persons for leasing, hiring or use of any locomotives, carriages, rolling stock and other movable property from such companies or such persons for such time or times and on such terms as may be agreed on; and also to enter into agreements with any railway company or companies, if so lawfully authorized, for the use by one or more of such contracting companies of the locomotives, carriages, rolling stock and other movable property of the other or others of them on such terms as to compensation and otherwise as may be agreed upon.

24. The said company may also construct an electric telegraph line and a telephone line in connection with their railway, for the purpose of constructing, working and protecting the said telegraph and telephone lines, the powers conferred upon telegraph companies by the *Act respecting Telegraph Companies*, being chapter 158 of the Revised Statutes of Ontario, 1887, are hereby conferred upon the said company; provided that no poles shall be erected in the construction of either of the said lines in or through any city, town or incorporated village without the consent of the council of such city, town or village being first obtained by the said company; provided, also, that such telegraph and telephone lines shall be used exclusively for the purposes of the business of the said company.

25. The directors may from time to time make calls as they shall think fit, provided that no call shall be made at any one time of more than ten per centum of the amount subscribed by each shareholder, and thirty days' notice shall be given of each call, as hereinafter provided in section 27 of this Act.

26. The provisional directors, or the elected directors, may pay or agree to pay, in the bonds of the said company, such sums as they may deem expedient, to engineers or contractors, or for the right of way, or material, plant or rolling stock,

and also when sanctioned by a vote of the shareholders at any general meeting for the services of the promoters or other persons who may be employed by the directors in furthering the undertaking, or for the purchase of right of way, material, plant or rolling stock, whether such promoters or other persons be provisional or elected directors or not, and any agreement so made shall be binding on the company.

27. The head office of the said company shall be at the said town of Berlin, and the general annual meeting of the shareholders of the said company shall be held in such place in the said town of Berlin, on such days and at such hours as may be directed by the by-laws of the company; and public notice thereof shall be given at least four weeks previously in *The Ontario Gazette*, and once a week in one newspaper published in the said town of Berlin during the four weeks preceding the week in which such meeting is to be held.

28. Special general meetings of the shareholders of the said company may be held at such place, and at such times and in such manner and for such purposes as may be provided by the by-laws of the said company, upon such notice as is provided in the last preceding section.

29. Any municipality, or any portion of a township municipality, which may be interested in securing the construction of the said railway, or through any part of which, or near which, the railway or works of the said company shall pass or be situate, may aid the said company, by giving money or debentures, by way of bonus, gift or loan, or by the guarantee of the municipal corporation, under and subject to the provisions hereinafter contained; provided always, that such aid shall not be given except after the passing of a by-law for the purpose, and the adoption of such by-law by the qualified rate-payers of such municipality, or portion of the municipality (as the case may be), in accordance with and as provided by law in respect to granting aid, by way of bonuses to railways.

30. Such by-laws shall be submitted by the municipal council, to the vote of the ratepayers, in manner following, namely:—

(1.) The proper petition shall first be presented to the council, expressing the desire to aid the railway, and stating in what way and for what amount; and the council shall within six weeks after the receipt of such petition by the clerk of the municipality, introduce a by-law to the effect petitioned for, and submit the same to the approval of the qualified voters.

(2.) In the case of a county municipality, the petition shall be that of a majority of the reeves and deputy-reeves, or of fifty resident freeholders, in each of the minor municipalities of the county, who are qualified voters under *The Consolidated Municipal Act, 1892*, and the amendments thereto.

(3.) In the case of other municipalities, the petition shall be that of a majority of the council thereof, or of fifty resident freeholders, being duly qualified voters under *The Consolidated Municipal Act, 1892*, and amendments thereto as aforesaid.

(4.) In the case of a section of a township municipality, the petition is to be presented to the council, defining the section by metes and bounds, or lots and concessions, and shall be that of a majority of the council of such township municipality, or

of fifty resident freeholders in such section of the municipality, being duly qualified voters as aforesaid.

31. Such by-law shall in each instance provide:

(1.) For raising the amount petitioned for in the municipality, or portion of the township municipality (as the case may be), mentioned in the petition, by the issue of debentures of the county of minor municipality, respectively, and shall also provide for the delivery of the said debentures, or the application of the amount to be raised thereby, as may be expressed in the said by-law.

(2.) For assessing and levying upon all rateable property lying within the municipality or portion of the township municipality defined in said by-law (as the case may be) an annual special rate, sufficient to include a sinking fund for the repayment of the said debentures within twenty years with interest thereon, payable yearly or half-yearly, which debentures the respective municipal councils, wardens, mayors, reeves, and other officers thereof, are hereby authorized to execute and issue in such cases, respectively.

32. In case of aid from a county municipality, fifty resident freeholders of the county may petition the county council against submitting the said by-law, upon the ground that certain minor municipalities or portions thereof, comprised in the said by-law, would be injuriously affected thereby, or upon any other ground ought not to be included therein, and upon deposit by the petitioners, with the treasurer of the county, of a sum sufficient to defray the expenses of such reference, the said council shall forthwith refer the said petition to three arbitrators, one being the judge of the county court, one being the registrar of the county or of the riding in which the county town is situate, and one being an engineer, appointed by the Commissioner of Public Works for Ontario, who shall have power to confirm or amend the said by-law, by excluding any minor municipality or any section thereof therefrom, and the decision of any two of them shall be final, and the by-law so confirmed or amended shall, thereupon, at the option of the railway company be submitted by the council to the duly qualified voters, and in case the by-law is confirmed by the arbitrators, the expense of the reference shall be borne by the petitioners against the same, but if amended, then by the railway company or the county as the arbitrators may order.

33. The term "minor municipality" shall be construed to mean any town not separated from the municipal county, township or incorporated village situate in the county municipality.

34. Before any such by-law is submitted, the railway company shall, if required, deposit with the treasurer of the municipality, a sum sufficient to pay the expenses to be incurred in submitting the said by-law.

35. In case the by-law submitted be approved of and carried, in accordance with the provisions of the law in that behalf, then within four weeks after the date of such voting, the municipal council which submitted the same shall read the said by-law a third time and pass the same.

36. Within one month after the passing of such by-law the said council and the mayor, warden, reeve or other head, or other officers thereof, shall issue or dispose of the debentures provided for by the by-law, and deliver the same, duly executed, to the trustees appointed, or to be appointed, under this Act.

37. In case any such loan, guarantee or bonus, be so granted by a portion of a township municipality, the rate to be levied for payment of the debentures issued therefor, and the interest thereon, shall be assessed and levied upon such portion only of such municipality.

38. The provisions of *The Consolidated Municipal Act, 1892*, and the amendments thereto, so far as the same are not inconsistent with this Act, shall apply to any by-law so passed by or for a portion of a township municipality, to the same extent as if the same had been passed by or for the whole municipality.

39. The councils for all corporations that may grant aid by way of bonus to the said company may, by resolution or by by-law, extend the same for the commencement of the work beyond that stipulated for in the by-law or by-laws granting such aid, from time to time; provided that no such extension shall be for a longer period than one year.

40. It shall and may be lawful for the council of any municipality that may grant aid by way of bonus, to the said company, by resolution or by by-law, to extend the time for the completion of the works (on the completion of which the said company would be entitled to such bonus), from time to time, provided that no such extensions shall be for a longer period than one year at a time.

41. Any municipality or portion of a township municipality interested in the construction of the road of the said company, may grant aid by way of bonus to the said company towards the construction of such road, notwithstanding that such aid may increase the municipal taxation of such municipality, or portion thereof, beyond what is allowed by law; provided that such aid shall not require the levying of a greater aggregate annual rate for all purposes exclusive of school rates, than three cents in the dollar upon the value of the rateable property therein.

42. It shall be lawful for the corporation of any municipality through any part of which the said railway of the said company passes, or in which it is situate, by a by-law specially passed for that purpose, to exempt the said company and its property within such municipality, either in whole or in part from municipal assessment or taxation, or to agree to a certain sum per annum, or otherwise in gross, by way of commutation or composition for payment, or in lieu of all or any municipal rates or assessments to be imposed by such municipal corporation, and for such term of years as such municipal corporation may deem expedient, not exceeding twenty-one years, and no such by-law shall be repealed unless in conformity with a condition contained therein.

43. Any municipality through which the said railway may pass or is situate is empowered to grant, by way of gift to the said company, any lands belonging to such municipality, or over which it may have control, which may be required for right of way, station grounds, or other purposes connected with the running or traffic of the said railway; and the said railway company shall have power to accept gifts of land from any government, or any person or body, corporate or politic, and shall have power to sell or otherwise dispose of the same for the benefit of the said company.

44. Whenever it shall be necessary for the purpose of procuring sufficient land for stations, or gravel pits, or for constructing maintaining and using the said railway, and in case, by purchasing the whole of any lot, or parcel of land over which the railway is to run, the company can obtain the same at a more reasonable price, or to greater advantage than by purchasing the railway only? the company may purchase, hold, use and enjoy such lands, and also the right of way thereto, if the same be separated from their railway, and may sell and convey the same, or any part thereof, from time to time as they may deem expedient; but the compulsory clauses of *The Railway Act of Ontario*, shall not apply to this section.

45. When stone, gravel, earth or sand is or are required for the construction or maintenance of said railway or any part thereof the company, may, in case they cannot agree with the owners of the lands on which the same are situate, for the purpose thereof, cause an Ontario land surveyor to make a map and description of the property so required, and they shall serve a copy thereof, with their notice of arbitration, as in case of acquiring the roadway, and the notice of arbitration, the award and the tender of the compensation, shall have the same effect as in case of arbitration, for the roadway, and all the provisions of *The Railway Act of Ontario*, and of this Act, as to the service of the said notice, arbitration, compensation, deeds, payment of money into court, right to sell, the right to convey and the parties from whom lands may be taken, or who may sell, shall apply to the subject matter of this section, as to the obtaining materials as aforesaid; and such proceedings may be had by the said company either for the right to the fee simple in the lands from which the said material shall be taken, or for the right to take materials for any time they shall think necessary; the notice of arbitration, in case arbitration is resorted to, to state the interest required.

46. (1) When said gravel, earth, stone or sand shall be taken under the preceding section of this Act, at a distance from the line of the railway, the company may lay down the necessary sidings, and tracks over any lands which may intervene between the railway and the lands on which said material shall be found, whatever the distance may be; and all the provisions of *The Railway Act of Ontario*, and of this Act, except such as relate to filing plans and publications of notice, shall apply and may be used and exercised to obtain the right of way from the railway to the land on which materials are situated; and such right may be so acquired for a term of years or permanently, as the company may think proper; and the powers in this and the preceding section may at all times be exercised and used in all respects after the railway is constructed for the purpose of repairing and maintaining the said railway.

(2.) When estimating the damages for the taking of gravel, stone, earth or sand, subsection 9 of section 20 of *The Railway Act of Ontario* shall not apply.

47. The said company shall have power to agree for connections and make running arrangements with the Grand Trunk Railway Company of Canada, the Galt, Preston and Hespeler Street Railway Company, and the Berlin and Waterloo Street Railway Company, or either of them, if lawfully

empowered, to enter into such agreement, upon terms to be approved by two-thirds in value of the shareholders at a special general meeting to be held for that purpose, and it shall also be lawful for the said company to enter into an agreement with the said railway companies or either of them, if lawfully authorized to enter into such an agreement, for the sale or leasing, or hiring of any portion of the railway herein authorized or the use thereof or for the sale or leasing or hiring any locomotive, tenders, plant or rolling stock or other property of either or of both or of any part thereof, or touching any service to be rendered by the one company to the other and the compensation therefor, if the arrangements and agreements shall be approved of by two-thirds in value of the shareholders voting in person or by proxy at a special general meeting to be called for that purpose, and every such agreement shall be valid and binding according to the terms and tenor thereof, and the company purchasing, leasing or entering into such an agreement for using the said railway may and are hereby authorized to work the said railway and in the same manner as if incorporated with their own line; but this section shall not be construed as purporting or intending to confer rights or powers upon any company which is not within the legislative authority of the Province of Ontario.

48. Shares in the capital stock of the said company may be transferred by any form of instrument in writing, but no transfer shall become effectual unless the stock or scrip certificates issued in respect of shares intended to be transferred are surrendered to the company, or the surrender thereof dispensed with by the company.

49. The company shall have full power to purchase land for and erect warehouses, elevators, docks, stations, workshops and offices, and to sell and convey such lands as may be found superfluous for any such purpose.

50. The said company shall have power to collect and receive all charges subject to which goods or commodities may come into their possession, and on payment of such back charges, and without any formal transfer shall have the same lien for the amount thereof upon such goods and commodities as the person to whom such charges were originally due, and shall be subrogated by such payment in all the rights and remedies of such persons for such charges.

51. The directors of the said company may enter into a contract with any individual or association of individuals for the construction or equipment of the line or any part thereof, including or excluding the purchase of right of way, and may pay therefor either in the whole or in part, either in cash or in bonds; provided that no such contract shall be of any force or validity, till approved of by two-thirds of the shareholders present in person or by proxy at a meeting specially convened for considering the same.

52. The several clauses of *The Railway Act of Ontario* and of every Act in amendment thereof shall be incorporated with and shall be deemed part of this Act, and shall apply to the said company and to the railway to be constructed by them, except only so far as they may be inconsistent with the express enactments hereof; and the expression "this Act,"

when used herein, shall be understood to include the clauses of the said Railway Act, and of every Act in amendment thereof, so incorporated with this Act.

53. The railway shall be commenced within three years and finally completed within five years after the passing of this Act.

SCHEDULE A.

(Section 6.)

Know all men by these presents that I (or we) (*insert the name or names of the vendor or vendors*) in consideration of dollars paid to me (or us) by the Grand Valley Railway Company, the receipt whereof is hereby acknowledged do grant and convey unto the said company, and I (or we) (*insert the name or names of any other party or parties*) in consideration of dollars paid to me (or us) by the said company, the receipt whereof is hereby acknowledged, do grant and release all that certain parcel (or those certain parcels *as the case may be*) of land (*describe the land*) the same having been selected and laid out by the said Company for the purposes of its railway, to hold with the appurtenances unto the said The Grand Valley Railway Company their successors and assigns for ever, (*here insert any other clauses, covenants and conditions required*) and I (or we) the wife (or wives) of the said do hereby bar my (or our) dower in the said lands.

As witness my (or our) hand and seals (or hands and seals) this day of one thousand eight hundred and

Signed, sealed and delivered }
in the presence of }

SCHEDULE B.

(Section 17.)

CHIEF ENGINEER'S CERTIFICATE.

The Grand Valley Company's Office.

No.

A.D. 18

ENGINEER'S DEPARTMENT.

Certificate to be attached to cheques drawn on The Grand Valley Railway Company Municipal Trust Account given under section chapter of the Acts of the Legislature of Ontario, passed in the year of Her Majesty's reign.

I, A. B., Chief Engineer of the Grand Valley Railway Company, do hereby certify that the said company has fulfilled the terms and conditions necessary to be fulfilled under the by-law No. of the township of (or under the agreement dated the day of between the corporation of and the said company) to entitle the said company to receive from the said trust the sum of (here set out the terms and conditions, if any, which have been fulfilled.)

STATUTES OF ONTARIO, 1896, CHAPTER 102.

An Act to amend the Act to incorporate the Grand Valley Railway Company.

WHEREAS by an Act passed in the 58th year of Her Majesty's reign, chaptered 97, the Grand Valley Railway Company was incorporated; and whereas by section 2 of the said Act, the said company was authorized to construct a railway, a portion of which is to run from the town of Berlin, in the county of Waterloo, in a southerly direction, passing through the townships of Waterloo and North Dumfries, in the said county of Waterloo, and the townships of South Dumfries and Brantford, in the county of Brant, to a point at or near the city of Brantford; and whereas no aid has been granted by any municipality or portion of a municipality to the said company for the construction of the said railway under the provisions of the said Act; and whereas it has been represented that by altering the location of the said portion of the line of the said railway, the objects of the said company contemplated by the said Act would be attained by a shorter and less expensive route; and whereas the said company have prayed that the said Act may be amended accordingly, and for certain other amendments; and whereas it is expedient to grant the prayer of the said petition Therefore Her Majesty, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:—

1. The said company shall on or before the 1st day of June 1897, signify in writing to the Commissioner of Public Works, of the Province of Ontario, under the hand of the president and secretary, and the corporate seal of the said company, whether the said company elects to locate the said portion of the said line of railway, according to section 2 of the said Act of incorporation, or to construct the same from the said town of Berlin, in a southerly direction, passing through the townships of Waterloo and North Dumfries and the town of Galt, in the said county of Waterloo, and the townships of Beverley and Ancaster, to some point on the Toronto, Hamilton and Buffalo Railway, at or near the village of Copetown, in the county of Wentworth, and thereupon the Lieutenant-Governor in Council may direct the said company to proceed with the construction of the said portion of the said railway, according to the location thereof, so selected and adopted.

2. In the event of the said company, under the powers conferred by the preceding section, electing to adopt the said last mentioned location, the said company shall have full power and authority to survey, lay out, construct, equip, complete and operate a line or lines of railway over the said location, and all the powers granted to the said company by the said Act of incorporation as to the construction of a line of railway between the said town of Berlin and the city of Brantford, or otherwise, and also all powers conferred upon municipalities, or portions of municipalities, by the Act to incorporate the Grand Valley Railway Company, as to the granting of bonuses, and otherwise, shall be applicable to the

said line or lines of railway between the said Town of Berlin and the junction with the said Toronto, Hamilton and Buffalo Railway, at or near the said village of Copetown, and the construction of the said line of railway last mentioned shall be deemed a sufficient compliance with the said Act of incorporation.

3. Should the said company under the powers conferred by section 1 of this Act elect to locate the said portion of their railway as provided in section 2 of the said Act of incorporation, the company may proceed to survey, lay out, construct, equip, complete, and operate the said portion of the said line of railway according to the provisions of the said Act of incorporation and the said Act, and all the powers thereby conferred upon the said company or upon municipalities or portions of municipalities shall be applicable to the said line of railway between the said town of Berlin and the city of Brantford, but in such case the powers conferred by section 2 of this Act shall not be applicable to or exercisable by the said Company or any municipality or portion of a municipality.

4. Until the said company has made its election as to the location of its said line of railway between the town of Galt and the village of Copetown, or between the town of Galt and the city of Brantford, as provided by section 1 of this Act, it shall not be lawful for the said company to enter into negotiations with any municipality or portion of a municipality along the said portion of their line of railway for the granting of aid in respect to the construction thereof, nor shall the powers conferred upon municipalities or portions of municipalities by the said Act of incorporation, as to the granting of bonuses or otherwise, be applicable to the portion of the said line of railway, so to be constructed from the town of Galt to the city of Brantford, or from the town of Galt to the village of Copetown, until such election has been made in the manner provided by this Act.

5. Section 19 of the said Act of incorporation is hereby amended by striking out the following words: "but the whole amount of the issue of such bonds shall not exceed in all the sum of \$15,000 for each mile of the said railway," and by inserting therein in the place of the said words so struck out the following proviso: "provided, however, that the whole amount of such issue of bonds shall not exceed \$20,000 for each mile of the said railway.

6. Section 26 of the Act incorporating the company is hereby repealed.

7. The provisional directors, or the elected directors of the said company, may pay, or agree to pay, in paid-up stock, or in the bonds of the said company, such sums as they may deem expedient, to engineers and contractors, or for right of way, material, plant or rolling stock, and also when sanctioned by a vote of the shareholders at any general meeting for the service of the promoters, or other persons who may be employed by the directors for the purpose of assisting the directors in furthering the undertaking, or purchase of right of way, material, plant or rolling stock whether such promoters or other persons be provisional or elected directors or not, and any agreement so made shall be binding on the company.

8. Section 47 of the said Act of incorporation is hereby amended by inserting after the word "with" in the second line of the said section the words: "The Canadian Pacific Railway Company," "The Toronto, Hamilton and Buffalo Railway Company."

9. The time for the commencement of the construction of the said railway is extended for the period of three years after the passing of this Act, and the time for the completion thereof for five years after the passing of this Act.