



No. 90.

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8d Session, 3d Parliament, 13 Victoria, 1850.

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## **BILL.**

An Act to incorporate a Company for  
making a Railroad from the Village of  
Industry to the Township of Rawdon,  
in Lower Canada.

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Received and Read, a first time, Thursday, 13th  
June, 1850.

Second Reading, Wednesday, 19th June, 1850.

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**Mr. DEWITT.**

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TORONTO: PRINTED BY LOVELL AND GIBSON.

## BILL.

An Act to incorporate a Company for making a Railroad from the Village of Industry to the Township of Rawdon in Lower Canada.

**W**HEREAS the construction of a Railroad from Industry Village to the Village or Township of Rawdon would greatly contribute to promote the trade and facilitate the communication between the County of Leinster and the adjacent Counties, and the Cities of Montreal and Quebec, and would tend much to advance the prosperity of all those portions of this Province; and whereas the several persons hereinafter named are desirous to make and maintain the said Railroad: Be it therefore enacted &c.

That Jedediah H Dorwin, John Jeffries, Philemon Dugar, Alexander Daly, and Samuel Anderson, together with such person or persons as shall, under the provisions of this Act, become subscribers to and proprietors of any share or shares in the Railroad hereby authorized to be made and other works and property hereinafter mentioned, and their several and respective heirs, executors, administrators, curators and assigns, being proprietors of any such share or shares, are and shall be, and be united into a Company for carrying on, making, completing and maintaining the said intended Railroad and other works, according to the rules, orders and directions hereinafter expressed, and shall for that purpose be one body politic and corporate by the name of "*The Industry Village and Rawdon Railroad 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 this Act, and by that name shall and may sue and be sued, and also shall and may have power and authority to purchase and hold lands (which word shall throughout this Act 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 and assigns, for the use of the said Railroad and works, without Her Majesty's *Lettres d' Amortissement*, (saving nevertheless to the Seigneur or Seigniors 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,

Preamble.

Certain persons incorporated.

Corporate name.

Word 'Lands' how understood in this Act.

Mortmain Laws not to apply. Rights of Seigniors saved.

bodies politic or corporate, or communities may give, grant, bargain, sell or convey to the said Company any lands for the purposes aforesaid, and the same may repurchase of the said Company without *Letters d' Amortissement* : And the said Company shall be and are hereby 5  
 authorized and empowered from and after the passing of this Act, by themselves, their deputies, agents, officers, workmen and servants, to make and complete a Railroad to be called *The Industry Village and Rawdon Railroad*, with one or more sets of Rails or Tracks, and to be work- 10  
 ed by locomotive engines, or on the atmospheric principle, or in such other mode as the said Company may deem expedient, from some place in the Village or Township of Rawdon, in the District of Montreal, to some place in the Parish of St. Charles Borromée, at or near Industry 15  
 Village, and in as direct a line as may be found convenient, and to erect warehouses, stores and other buildings at either termination, and at such other places on the line of the said Railroad as they may deem expedient.

Railroad may be made on any plan.

Direction of the said Railroad.

II. And be it enacted, That for the purposes aforesaid, 20  
 the said Company, their deputies, servants, agents and workmen, are hereby authorized 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 col- 25  
 legiate, 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 Railroad and other works hereby authorized, and all such 30  
 works, matters and conveniences as they shall think proper and necessary for making, effecting, preserving, improving, completing, maintaining and using the said intended Railroad and other works, and also to bore, dig, cut, trench, get, remove, take, carry away, and lay earth, 35  
 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 Railroad or other works, on or out of the lands or grounds of any person or persons adjoining or lying convenient thereto, 40  
 and which may be proper, requisite or necessary for making or repairing the said intended Railroad, or the works incidental or relative thereto, or which may hinder, prevent or obstruct the making, using or completing, extending or maintaining the same respectively, according 45  
 to the intent and purpose of this Act ; and to make, build, erect and set up in or upon the said intended Railroad, 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, 50  
 cranes, fire-engines, steam-engines, or other engines, either stationary or locomotive, inclined planes, machines, and other works, ways, roads and conveniences, as and

Power to the Company to set out and survey lands necessary for their works, &c.

To get and place materials.

Erecting buildings, machinery, &c.

when the said Company shall think requisite and convenient for the purposes of the said Railroad and works; and also from time to time to alter, repair, divert, widen, enlarge and extend the same, and also to make, maintain, 5 repair and alter any fences or passages over, under or through the said intended Railroad, and to construct erect, and keep in repair any bridges, arches and other works upon and across any rivers or brooks for the making, using, maintaining and repairing the said intended Rail- 10 road; and to turn any such brook, river or water-course, and to change its course; Provided always, that such turning or changing the course of any such brook, river or water-course shall not injuriously affect the mill streams of the Seigniories of Lavaltrie or St. Sulpice or adjoining 15 properties, and to construct, erect, make and do all other matters and things which they shall think convenient and necessary for the making, effecting, extending, preserving, improving, completing, and easy using of the said intended Railroad and other works, in pursuance of, 20 and 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 25 interested in the lands, tenements or 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 30 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 35 and restrictions as are hereinafter mentioned.

Bridges and other works for passing streams, &c.

Proviso as to streams.

Other works necessary for the Railroad.

As little damage as possible to be done, and compensation to be made.

III. Provided always, and be it enacted, That the said Company shall not carry the said Railroad along any highway but shall merely cross the same in the line of the said road, whatsoever be the angle at which such line 40 shall intersect the highway, and before they shall in any way obstruct such highway with their works, they shall turn the said highway at their own charges so as to leave an open and good passage for carriages free from obstructions, and when their works are completed, they shall 45 replace the said highway or street, under a penalty of five pounds currency, for any contravention, over and above all damages sustained by any party: but in any case the rail itself, provided it does not rise above or sink below the surface of the road more than one inch, 50 shall not be deemed an obstruction.

How the Railroad shall be carried across roads.

Rail itself not to be deemed an obstruction.

IV. And be it enacted, That for the purposes of this Act, the said Company shall and may by some sworn 60 Company by a sworn Surveyor or and Engi-

neer shall take surveys and levels of the lands through which the Railroad is to be carried, and make a map or plan. Land 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 Railroad is to be carried, together with a map or plan of such Railroad, and of the course and direction thereof, 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 Railroad, 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 Corporation, and in which shall be contained every thing 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 Deputies, who shall deposit copies thereof in the office of the Prothonotary of the Superior Court in 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 *six pence* current money of this Province, for every hundred words; and the said triplicates of the said map or plan and book of reference, so certified, or a true copy or copies thereof, certified by the Secretary of the Province, or by the Prothonotary of the Superior Court in the said District, shall severally be, and are hereby declared to be good evidence in the Courts of Law and elsewhere.

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When the Railroad crosses or is carried along any highway, the rail, &c. to be within one inch of the surface.

V. Provided always, and be it enacted, That where the said Railroad shall cross or be carried along any public highway, (which word shall in this Act, include all public streets, lanes, or other public ways or communications,) neither the rail nor any other part of the Railroad or works connected therewith, shall rise above the level of such street or highway, or sink below the level of such highway more than one inch; and the said Railroad may be carried across any highway within the limits aforesaid.

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Precautions to be observed when the Railroad crosses a highway on a level.

VI. Provided always, and be it enacted, That the said Company shall, at each and every place where the said Railway shall cross any highway on a level, erect and keep up a sign-board, stretching across the highway at such height as to leave sixteen feet from the highway to the lower edge of the sign-board, and having the word "RAILWAY CROSSING" painted on each side of such sign-board, in both languages, and in letters not less than six inches in length; and for each and every neglect to comply

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with the requirements of this section the said Company shall incur a penalty not exceeding *five pounds* currency.

VII. And be it enacted, That the said Company, in making the said intended Railroad, shall not deviate more than a mile from the line of the Railroad, or from the places assigned to the several works of the Company, in the map or plan and book of reference, deposited aforesaid, nor cut, carry, place, lay down or convey the said Railroad into, through, across, under or over any part of the lands or grounds shown and mentioned in such map or plan and book of reference, as being required for such purpose, or as being within one mile of the said line, and of the places assigned therein to the said works respectively, (save in such instances as are herein specially provided for,) without the consent of the party or parties who could, under the provisions of this Act, convey such lands.

Company not to deviate more than one mile from the line to be shewn in the map aforesaid.

Except by consent of parties.

VIII. And be it enacted, That the said Company may make, carry, or place their said intended Railroad and works into, across, or upon the lands of any person or party whomsoever on the line aforesaid, or within the distance aforesaid from such line, although the name of such party be not entered in the said book of reference, 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.

Errors in the books of reference not to prevent the making of the Road on the line shewn or within the limit of deviation.

IX. And be it enacted, That the lands or grounds to be taken or used for such intended Railroad; and the ditches, drains and fences to separate the same from the adjoining lands, shall not exceed thirty yards in breadth, except in such places where the said intended Railroad shall be raised more than five feet higher, or cut more than five feet deeper than the present surface of the land, and in such places where it shall be judged necessary to have off-sets for the locomotives or other engines and carriages using the said intended Railroad, to be or pass each other (and not above one hundred yards in breadth in any such place,) or where any houses, ware-houses, wharves, toll-houses, watch-houses, weighing-beams, cranes, fixed engines, or inclined planes, may be intended to be erected, or goods, wares, or merchandize be delivered, (and then not more than two hundred yards in length, by one hundred and fifty yards in breadth,) without the consent of some party who can, under the provisions of this Act, convey such lands to the said Company, and the places at which such extra breadth is to be taken, shall be shewn on the said map or plan, so far as the same may be then ascertained, but their not being so shewn shall not prevent the Company from taking such extra breadth, provided it be taken upon the line shewn or within the distance aforesaid from such line: Provided always, that

Lands taken for Railroad not to exceed thirty yards in breadth.

Exceptions for off-sets passing places, &c.

And for stations for machinery, &c.

Proviso as to  
lands forming  
part of public  
roads, &c.

no land shall be taken by the said Company from any public highway, but their right shall be limited to the laying down across the same, that is in the line of the said Railroad, at whatever angle it may intersect such highway, the rails and other contrivances forming part of the said Railroad, subject to the limitations mentioned in the Section, or any other part of this Act. 5

Company may  
purchase  
land for  
terminus at  
either end, &c.

X. And be it enacted, that it shall be lawful for the said Company to purchase, occupy and hold as much land, either in the Village of Industry or in the Village or Township of Rowdon or at any other place or places on the line of the said Railroad as may be required for the purpose of constructing buildings and other works which they are hereby authorized to construct to enable the said Company to carry on their said Railroad. 10 15

After any  
lands have so  
been set out,  
all bodies cor-  
porate, &c.,  
may sell their  
property  
therein to the  
Company.

XI. And be it enacted, That after any lands or grounds shall be set out and ascertained in manner aforesaid, for making and completing the said Railroad and other works, and other the purposes and conveniences hereinbefore mentioned, it shall and may be lawful for all bodies poli- 20  
tic, corporate, or collegiate, corporations, aggregate or sole, communities, *grevés de substitution*, guardians, cu- rators, executors, administrators and all other trustees or persons whatsoever, not only for and on behalf of them- 25  
selves, their heirs and successors, but also for and on be- half 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 inter- 30  
ested in, any lands or grounds which shall be so set out and ascertained as aforesaid, or any part thereof, to con- tract 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 that all contracts, agreements, sales, conveyances, and assurances so to be made, shall be valid and effectual in law to all in- 35  
tents and purposes whatsoever; any law, statute, usage or custom to the contrary thereof in any wise notwith- standing; and that all bodies politic, corporate, or colle- 40  
giate, or communities, and all persons whatsoever, so con- veying as aforesaid, are hereby indemnified for what he, she, or they, or any of them shall respectively do by vir- tue 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 Railroad and works shall be set out and ascer- 45  
tained, it shall be lawful for any party who might, under this Act, convey any lands to the said Company, if the same were so 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; and such 50  
agreement shall be binding, and the price agreed upon shall be the price to be paid by the Company for the

Proviso :  
Parties who  
may convey  
lands may, be-  
fore any lands  
are so set out,  
agree with the  
Company for  
the price to be  
paid for them  
if they be af-  
terwards re-  
quired.

same lands, if they shall be afterwards so set out and ascertained, within one year from the date of such agreement, and although such land may, in the mean time, 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.

XII. Provided always, and be it enacted, That any body politic, community, corporation, or other 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 Railroad, 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 land, which the vendor shall agree to leave in the hands of the said Company, the said Railroad and the Tolls to be levied and collected thereon shall be, and are hereby made liable and chargeable, in preference to all other claims or demands thereon whatsoever, the deed creating such charge and liability being duly registered.

Where no power is vested in any body corporate or other party to sell, a fixed annual rent to be established instead of a principal sum.

Privilege granted for securing such Rent or any purchase money not paid.

XIII. Provided always, and be it enacted, That whenever there shall be more than one party proprietor of any land or property *par indivis*, any agreement made in good faith between 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 for any damages thereto, shall be binding as between the remaining proprietor or proprietors *par indivis* and the Company; and the proprietor or proprietors who have so agreed, may deliver possession of such land or property to the Company, or empower them to enter upon the same, as the case may be.

Agreement with proprietors *par indivis* to a certain extent shall bind the rest.

XIV. And be it enacted, That so soon as the said 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 at least one newspaper published in the City of Montreal, in the English language, and in at least one newspaper there published in the French language, it shall be lawful for the said Company to apply to the several owners

The Company to apply to the owners of the lands through which the Railroad is to be carried, touching the compensation to be paid for the same, or for any right

to be exercised upon them. of or parties hereby empowered to convey the lands through which such Railroad is intended to be carried, or which may suffer damage from the taking of materials, or 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 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:

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 persons as aforesaid, of the lands which will be required for the said Railroad 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 for 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, resident in the District of Montreal, disinterested in the matter, and not being the Arbitrator named in the notice, that the land (if the notice relate to the taking of land) is shewn on the map or plan deposited as aforesaid, as being required for the said Railroad and works, or as being within the limits of deviation hereby allowed from the line of the said Railroad, 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.

If the party be absent or unknown. If the opposite party be absent from the District of Montreal or be unknown to the said Company, then upon application to any Judge of the Superior Court in 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 to be served cannot be ascertained, such Justice shall order a notice

as aforesaid (but without the certificate,) to be inserted during one calendar month in some newspaper published in the City of Montreal, in the English language, and in some newspaper there published in the French language.

- 5 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
- 10 Arbitrator, then any Judge of the Superior Court may, on the application of the said Company, appoint some sworn Surveyor for Lower Canada, resident in the District of Montreal, to be sole Arbitrator for determining the compensation to be paid by the Company.
- 15 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, then any Judge of the Superior Court shall,
- 20 on the application of the said party or of the Company, (previous notice of at least one clear day having been given to the other party,) appoint a third Arbitrator.

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

Opposite party appointing an Arbitrator.

Third Arbitrator.

- The said Arbitrators or any two of them or the sole Arbitrator, being sworn before some Commissioner for
- 25 receiving affidavits to be used in the said Superior Court, 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
- 30 such Arbitrators, or of any two of them, or of the sole Arbitrator, shall be final and conclusive: Provided, that no such award shall be made or any official act done by such majority, except at a meeting held at a time and place of which the other Arbitrator shall have had at least
- 35 one clear day's notice, or to which some meeting at which the third Arbitrator was present shall have been adjourned; but no notice to the Company or opposite party shall be necessary, but they shall be held sufficiently notified through the Arbitrator they shall have appointed or whose
- 40 appointment they shall have required.

Duties of Arbitrator after being sworn.

Proviso. Award not to be made except at proper meetings or times.

- Provided always, that the award given by any sole Arbitrator shall never be for a less sum than that offered
- 45 awarded be not greater than that offered by the Company, the costs of the arbitration shall be borne by the opposite party, and deducted from the compensation, otherwise they shall be borne by the Company, and in either case they may, if not agreed upon, be taxed by any Judge of
- 50 the Superior Court.

Costs how paid.

Arbitrators to have power to examine witnesses on oath.

The Arbitrators, or a majority of them, or the sole Arbitrator, may 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; and any willful false statement made by any witness, under such oath or affirmation, shall be deemed wilful and corrupt perjury, and punishable accordingly. 5

Time within which award must be made.

The Judge of the Superior Court 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 a Judge of the said Court, (as it may be for reasonable cause shown, 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. 10 15

Time may be prolonged in certain cases.

Arbitrator dying, failing to act, &c.

If the party appointed by any 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, the Judge (or any other Judge of the said Court) 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 Judge of the said Court as attested by his Certificate to that effect,) the said Company or the opposite party (as the case may be) may appoint another in his stead, notifying the other Arbitrators of such appointment, and if the sole Arbitrator shall die before the award be made, any Judge of the Superior Court may, on the application of the said Company, appoint another, but no recommencement or repetition of prior proceedings shall be required. 20 25 30 35

Company may desist, paying costs.

The Company may desist from any such Notice as aforesaid, and afterwards give new Notice with regard to the same or other lands, to the same or any other party, but they shall in any such case be liable to the party first notified for all damages or costs by him incurred in consequence of such Notice and desistment: and no change of owner after the notice shall affect the proceedings, but the party notified shall be still deemed the owner, except as to the payment of the sum awarded. 40 45

Change of owner.

Arbitrators not disquali-

It shall be no disqualification to the Surveyor or other person offered or appointed as Valuator, or as Arbitrator, 50

that he be professionally 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, 5 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 Judge of the Superior Court after his appointment, but shall be made before the same, and its validity or 10 invalidity summarily determined by such 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 15 against any such Arbitrator, before the appointment of a third Arbitrator, shall be summarily determined by any Judge of the said Court 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 20 shall be null, and the party offering the person so adjudged to be disqualified shall be held to have appointed no Arbitrator.

fixed by certain circumstances.

Cause of disqualification when to be urged.

How tried and determined.

No award made as aforesaid shall be invalidated by any want of form or other technical objection, if the re- 25 quirements of this Act shall have been complied with, and if the award shall state clearly the sum awarded, and the lands or other property, right or thing for which such sum is to be the compensation; nor shall it be necessary that the party or parties to whom the sum is to be paid 30 be named in the award.

Awards not to be avoided by mere want of form.

Parties need not be named in the award.

XV. And be it enacted, That upon payment or legal tender of the compensation or annual rent so awarded, agreed upon or determined as aforesaid to the party entitled to receive the same, or upon the deposit of the 35 amount of such compensation in the matter 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 to do the thing for which such compensation or annual rent shall have been award- 40 ed or agreed upon: and if any resistance or forcible opposition shall be made by any person or party to their so doing, any Judge of the Superior Court may, on proof to his satisfaction that the requirements of this Act have been complied with, issue his Warrant to the Sheriff of the 45 District, or to any Bailiff of the Court (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 assistance, shall accordingly do; Provided always, 50 that such warrant of possession may also be granted by any such Judge, upon proof by affidavit to his satisfaction that immediate possession of the land or power to do the

Possession may be taken on payment, tender or deposit of the sum awarded.

Warrant of possession in case of resistance.

Proviso: Possession may be obtained before the award in certain cases.

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 Judge, and the Company giving such security as the said Judge shall direct, to pay the sum to be awarded, with interest from the day on which the warrant shall be granted and all lawful costs, such security not being for less than twice the sum offered by the Company in the notice to such adverse party. 5

Claims to or upon the lands so purchased or taken.

Compensation to stand in the place of the land.

Proviso : Proceedings if the Company have reason to fear incumbrances, or claims by other parties than the vendor.

Costs and interests how paid, &c.

XVI. And be it enacted, That 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 lands 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 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 Superior Court, 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 like manner as in other cases of confirmation of title, except that in addition to the usual contents of the notice, the Prothonotary shall state that the title of the Company, (that is the conveyance, agreement or award,) is under this Act, and shall call upon all persons entitled to, or to any part of the land, or representing, or being the husband 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 shall make such order for the distribution, payment or investment of the 10 15 20 25 30 35 40 45 50

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  
 5 be paid by the said Company, or by any other party, as the Court shall deem it equitable to order; and if judgment or 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  
 10 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 six months are expired, the Court shall order the Company to pay to the Prothonotary the interest for such further period as may be right.

15 XVII. Provided always, and be it enacted, 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  
 20 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.

Proviso as to lands which cannot be taken without the consent of a party who could convey, or when this Act shall not have been complied with.

25 XVIII. And be it enacted, That all suits for indemnity for any damage or injury sustained by reason of the powers and authority given by this Act shall be made within six calendar months next after the time of such supposed damage sustained, or in case there shall be a continuation  
 30 of damage, then within six calendar months next after the doing or committing such damage shall cease, and not afterwards, and the Defendant or Defendants shall and may plead the general issue and give this Act and the special matter in evidence at any trial to be had there-  
 35 upon, and may aver that the same was done in pursuance and by authority of this Act.

All applications for indemnity for damage done under this Act, to be made within a certain time.

General issue.

XIX. And be it enacted, That if any person shall by any means or in any manner or way what-soever, obstruct or interrupt the free use of the said Railroad, or the car-  
 40 riages, vessels, engines or other works incidental or relative thereto, or connected therewith, such person shall for every such offence incur a forfeiture or penalty of not less than *five pounds* nor exceeding *ten pounds* currency; one half of which penalty and forfeiture, to be recovered  
 45 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 sup-  
 50 port of the Government thereof.

Penalty on persons obstructing the free use of the Railroad.

How recoverable and applicable.

Punishment of persons breaking down or obstructing or damaging the Railroad or any works of the Company.

XX. And be it enacted, That if any person or persons shall wilfully and maliciously, and to the prejudice of the said Railroad authorized to be made by this Act, break, throw down, damage or destroy the same, or any part thereof, or any of the houses, warehouses, toll-houses, watch-houses, weigh-beams, cranes, carriages, engines, inclined planes, machines or other works or devices, incidental and relative thereto or connected therewith, or do any other wilful hurt or mischief, or wilfully or maliciously obstruct or interrupt the free use of the said Railroad or works, or shall obstruct, hinder or prevent the carrying on, completing, supporting and maintaining the said intended Railroad, vessels or works, such person or persons shall be guilty of a misdemeanor, and being convicted thereof shall be punished accordingly. 5 10 15

Company to contribute among themselves the necessary sums for carrying on their undertaking.

XXI. And to the end that the said Company may be enabled to carry on so useful an undertaking: Be it enacted, That it shall and may be lawful for the said Company and their successors, to raise and contribute among themselves, in such proportions as to them shall seem meet and convenient, a competent sum of money for the making and completing the said Railroad and all such other works, matters and conveniences as may be found necessary for making, effecting, preserving, improving, completing, maintaining and using the said Railroad and other works: Provided always, that the before mentioned Jedediah H. Dorwin, John Jeffries, Philemon Dugar, Alexander Daly, and Samuel Anderson, (being the Provisional Committee named for that purpose) shall cause books of subscription to be opened in the County of Leinster and in the City of Montreal, at such place therein as they shall from time to time appoint, until the first meeting of Proprietors hereinafter provided for, for receiving the signatures of persons willing to become subscribers to the said undertaking, and for this purpose they shall give public notice in some newspaper published in the District of Montreal, in the English language, and in some newspaper there published in the French language, of the time and place at which such books will be opened and ready for receiving signatures as aforesaid, and of the persons by them authorized to receive such subscriptions; and every person who or whose Attorney shall write his or her signature in such book as a subscriber to the said undertaking, shall thereby become a Member of the said Corporation, and shall have the same rights and privileges, as such, as are hereby conferred on the several persons who are herein mentioned by name as Members of the said Corporation: Provided always, that the sums so raised shall not exceed the sum of *nine thousand pounds*, currency of this Province, in the whole, except as hereinafter mentioned, and that the same be divided into such numbers of shares as hereinafter directed, at a price of *five pounds* currency, 20 25 30 35 40 45 50

Proviso: Books of subscription to be opened.

Proviso: Capital limited, and divided into shares of £25 each, Order of charges on the Capital.

aforesaid, per share; and the money so to be raised is hereby directed and appointed to be laid out and applied in the first place for and towards the payment, 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 thereunto, and all the rest, residue and remainder of such money for and towards making, completing and maintaining the said Railroad and other the purposes of this Act, and to no other use, intent or purpose whatever: And provided also, that one tenth part of the said sum of *nine thousand pounds* shall be paid up and shall be deposited to the credit of the said Company in some one or more of the Chartered Banks in this Province before the commencement of the said Railroad.

Proviso: one tenth of the Capital to be paid up before the work is begun.

XXII. And be it enacted, That the said sum of *nine thousand pounds* currency, or such part thereof as shall be raised by the several persons hereinbefore named, and by such other person or persons who shall or may at any time become a subscriber or subscribers to the said Railroad, shall be divided and distinguished into *one thousand eight hundred* equal parts or shares, at a price not exceeding *five pounds* currency aforesaid, per share; and that the shares be deemed personal estate, and shall be transferable as such; and that the said *one thousand eight hundred* shares shall be and are hereby vested in the said several subscribers and their several respective heirs, executors, curators, administrators and assigns, to their and every of their proper use and behoof, 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 *five pounds*, or such sums as shall be demanded in lieu thereof, towards carrying on and completing the said Railroad, shall be entitled to and receive, after the said Railroad shall be completed, the entire and net distribution of the profits and advantages that shall and may rise and accrue by virtue of the sum and sums of 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 of one *one thousand eight hundredth* part or share in the said undertaking, and so in proportion as aforesaid, shall bear and pay an adequate and proportional sum of money towards carrying on the said undertaking in manner by this Act directed and appointed.

The sum that may be raised by the Company of Proprietors, to be divided into shares.

To be personal property and transferable.

Rights of Shareholders to profit, &c.

Their liabilities.

XXIII. And be it enacted, That in case the said sum of *nine thousand pounds*, hereinbefore authorized to be

If this sum should not be sufficient, the

Company may raise a further sum for completing their undertaking.

raised, shall be found insufficient for the purposes of this Act, then and in such case it shall be lawful for the said Company to raise and contribute amongst themselves, in manner and form aforesaid, and in such shares and proportions as to them shall seem meet, or by the admission of new subscribers, a further or other sum of money for completing and perfecting the said intended Railroad and other works or conveniences incidental or relative thereto, or hereby authorized, not exceeding the sum of *four thousand pounds* currency aforesaid; and every subscriber towards raising such further or other sum of money shall be proprietor in the said undertaking, and have a like right of voting in respect of his, her or their shares in the said additional sum so to be raised, and shall also be liable to such obligations, and stand interested in all the profits and powers of the said undertaking, in proportion to the sum he, she or they shall or may subscribe thereto, as generally and extensively as if such other or further sum had been originally raised as a part of the said first sum of *nine thousand pounds*; any thing herein contained to the contrary notwithstanding.

Company may borrow in this Province or elsewhere a sum not exceeding at one time £8000 currency.

XXIV. And be it enacted, That 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 the sum of *eight thousand pounds* currency, as they may find expedient, and at such rate of interest not exceeding six *per centum per annum*, as they may think proper; 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 within or without this Province as they may deem advisable, and may hypothecate or pledge the lands, tolls, revenues, and other property of the said Company for the due payment of the said sums and the interest thereon.

And grant hypothec on their property

Votes of Proprietors according to the number of their shares.

XXV. And be it enacted, That 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 each share less than twenty, and two votes for every five shares over twenty shares, provided no Proprietor as aforesaid shall have more than one hundred votes; and all Proprietors of shares, whether resident in this Province or elsewhere, may vote by proxy, if he, she or 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 effect following, that is to say:

Proviso.:

Proprietors may vote by proxy.

" I, of one of Form of ap-  
pointment of  
proxy.  
 " the Proprietors of the *Industry Village and Rawdon*  
 " *Railroad*, do hereby nominate, constitute and appoint  
 " of to be my  
 5 " 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 Proprietors of the  
 " said undertaking, or any of them, in such manner as he  
 10 " the said shall think proper,  
 " according to his opinion and judgment, for the benefit  
 " of the said undertaking, or any thing appertaining there-  
 " to. In witness whereof, I have hereunto set my hand  
 " and seal, the day of  
 15 " in the year ."

And such vote or votes by proxy shall be as valid as if Questions to  
be decided by  
majority of  
votes.  
 such 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  
 20 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 the decision and acts  
 25 of the said Company.

XXVI. Provided always, and be it enacted, That no None but a  
British subject  
to be Presi-  
dent or Treas-  
urer.  
 Proprietor who shall not be a natural born subject of Her  
 Majesty, or a subject of Her Majesty naturalized under  
 an Act of the British Parliament or by an Act of the Par-  
 liament of this Province, shall be elected President or  
 30 Treasurer of the said Company.

XXVII. And be it enacted, That no Shareholder in Shareholders  
not liable for  
the debts of  
the Corpora-  
tion.  
 the said Company shall be in any manner whatsoever lia-  
 ble for, or charged with, the payment of any debt or  
 35 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.

XXVIII. And be it enacted, That the first general The first Ge-  
neral Meeting  
of the proprie-  
tors to be held  
in Industry  
Village.  
 meeting of the Proprietors for putting this Act in execu-  
 40 tion, may be held at the Village of Rawdon, whenever all  
 the *one thousand eight hundred* shares in the said under-  
 taking shall have been subscribed for, provided that public  
 notice thereof be given during one week in some newspaper  
 published in the English language, and in some newspa-  
 45 per published in the French language, in the District of  
 Montreal, and signed by at least five of the subscribers to  
 the said undertaking, holding among them at least one  
 hundred shares; and at such said general meeting the  
 Proprietors assembled, with such proxies as shall be pre-  
 50 sent, shall choose seven persons, being each a Proprietor  
 of not less than four shares in the said undertaking, to be  
To elect a  
Board of seven  
Directors.

Directors of the said Company, in such manner as is hereinafter directed, and shall 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.

In the month of January, 1852, and of each year thereafter, a Board of Directors to be elected.

Special Meetings of Proprietors may be called.

Quorum at Special Meetings.

Proviso: Vacancies among the Directors may be filled at Special Meetings.

Two Directors shall annually retire, by lot, but may be re-elected. Proviso.

XXIX. And be it enacted, That the Directors first 5  
 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, one thousand eight  
 hundred and fifty-two, and that in the month of January 10  
 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 said Proprietors 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 15  
 it shall appear to any ten or more of such Proprietors  
 holding together five hundred shares at least, that for more  
 effectually putting this Act in execution, a Special General  
 Meeting of Proprietors is necessary to be held, it shall  
 be lawful for such ten or more of them to cause fifteen 20  
 days notice to be given thereof in two 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 Meeting respectively; and the Proprietors are 25  
 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 matters so specified only; and  
 all such acts of the Proprietors or the majority of them,  
 at such Special Meetings assembled, such majority not 30  
 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 any annual meeting; Provided  
 always, that it shall and may be lawful for the said Proprietors  
 at such Special Meetings, (in like manner as at 35  
 annual meetings,) in case of the death, absence, resignation  
 or removal (and at any general meeting of the Proprietors,  
 annual or special, any Director may be removed,)  
 of any person elected as Director to manage the affairs of  
 the said Company in manner aforesaid, to appoint another 40  
 or others in the room or stead of those of the Directors  
 who may die, or be absent, 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 45  
 remaining Directors.

XXX. And be it enacted, That at each of the said  
 annual meetings of Proprietors, two of the said five Directors  
 shall retire in rotation, the order of retirement of the  
 said first elected five Directors being decided by lot, but 50  
 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 Proprietors shall at such annual meeting proceed to fill up the vacancies thus occurring in the direction.

- XXXI. And be it enacted, That the Directors shall,  
 5 at their first (or at some other) Meeting after the day appointed for the Annual General 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  
 10 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 elect a President.  
 And Vice President.
- XXXII. And be it enacted, That any Meeting of the  
 15 said Directors, at which not less than three Directors shall be present, shall be competent to use and exercise all and any of the powers hereby vested in the said Directors of the said Company: Provided always, that  
 20 no one Director, though he may be a Proprietor of many shares, shall have more than one vote at any meeting of the Directors, except the President or Vice-President, when acting as Chairman, or any temporary Chairman, who, in case of the absence of the President and Vice-  
 25 President, may be chosen by the Directors present, either of whom when presiding at a meeting of the Directors shall, in case of a division of equal numbers, have the casting vote, although he may have given one vote before: And provided also, that such Directors shall from time to  
 30 time be subject to the examination and control of the said Annual and Special Meetings of the said Proprietors as aforesaid, and shall pay due obedience to all By-laws of the Company and to such orders and directions in and about the premises, as they shall from time to time  
 35 receive from the said Proprietors 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  
 40 meeting regularly held shall be deemed the act of the Directors.
- Five Directors to be a Quorum for business.  
 Proviso.  
 Casting vote of Chairman.  
 Proviso: Director subject to control of General Meeting.  
 Proviso: Acts of a majority of a Quorum to be valid.

- XXXIII. Provided always, and be it enacted, That no  
 person holding any office, place or employment, or being concerned or interested in any contract or contracts under  
 45 the said Company, shall be capable of being chosen a Director or of holding the office of Director.
- No officer of the Company, or contractor to be a Director.

- XXXIV. And be it enacted, That every such Annual Meeting shall have power to appoint not exceeding three  
 Auditors to audit all accounts of money laid out and dis-  
 50 bursed on account of the said undertaking, by the
- Annual Meeting may appoint three auditors to all accounts.

and disbursed on behalf of the said undertaking. **Treasurer, Receiver or Receivers, and other Officer or Officers to be by the said Directors appointed, or by any other person or persons whatsoever, employed by, or concerned for and under them in and about the said undertaking; and to that end the said Auditors shall have** 5

Power of the Directors to make calls. **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** 10

Proviso. Calls how to be made. **said Railroad and other works, to defray the expense of, or to carry on the same, as they from time to time shall find necessary and wanting for those purposes: Provided, however, that no call do exceed the sum of two pounds ten shillings, current money of this Province, for every** 15

Other powers of the Directors. **share of twenty-five pounds: And provided also, that no calls be made but at the distance of at least one calendar month from each other: and such Directors shall have full power and authority to direct and manage all and every the affairs of the said Company, as well as contracting** 20

Executing deeds of the Corporation. **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 under-officers, clerks, servants and agents, and making all contracts and bargains touching the said under-** 25

**taking: And to affix or authorize any person to affix the Common Seal of the Company to any Act, Deed, By-laws, Notice or other document whatsoever; and any such Act, Deed, By-laws, Notice or other document bearing the Common Seal of the Company, and signed by the** 30

**President, Vice-President, or any Director, or 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 same and affix the said Seal thereto, be liable** 35

**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 be conferred upon the said Directors by the By-laws of the Company.** 40

Shareholders bound to pay calls.

**XXXV.** And be it enacted, That the owner or owners of one or more shares in the said undertaking shall pay his, her or their shares and proportion of the money to be called for as aforesaid, to such person or persons, and at such time and place as the said Directors shall from 45 time to time appoint and direct, of which three weeks' notice at least shall be given in two newspapers as aforesaid, or in such other manner as the said Proprietors or their successors shall by any By-law direct or appoint; and if any person or persons shall neglect or refuse to pay 50 his, her or their rateable or proportionable 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

Penalty for neglect.

or refusing, shall forfeit a sum not exceeding the rate of five pounds for every 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 5 his, her or their rateable calls as aforesaid, for the space of two 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 in the said undertaking, and all the profit and benefit thereof; 10 all which forfeiture 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 case such calls shall be payable with interest from the time the same shall be 15 so appointed to be paid until the payment thereof.

Forfeiture for not paying calls.

XXXVI. Provided always, and be it enacted, That no advantage shall be taken of the forfeiture of any share or shares of the said undertaking, unless the same shall be declared to be forfeited at some Annual or Special Meet- 20 ing of the said Directors, 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 and actions, suits or prosecutions what- 4 ever, to be commenced or prosecuted for any breach of 25 contract or other agreement between such Proprietor and the other Proprietors with regard to carrying on the said Railroad or undertaking.

No advantage to be taken of any forfeiture of any shares of the said undertaking, unless declared forfeited at some General Meeting.

XXXVII. And be it enacted, That the said Company shall always have power and authority at any General 30 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 remove any other Officer or Officers under them, and to revoke, alter, 35 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 their time and place of assembling, and manner of voting, and of appointing Directors, only, excepted,) and shall have power 40 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 Railroad and all other works connected therewith, or belonging thereto, or here- 45 by authorized, and for the well governing of all persons whatsoever travelling upon or using the said Railroad and other works, or transporting any goods, wares, merchandize or other commodities thereon; and by such By- 50 laws to impose and inflict such fines or forfeitures upon the persons guilty of a breach of such By-laws or Orders, as to such General Meeting shall seem meet, not exceeding the sum of *twenty-five pounds* current money of this

Company of Proprietors may remove any person chosen upon such Board of Directors; and may elect others in case of death, removal, &c.

And so of officers.

And may make By-laws.

Penalties under By-laws limited.

Proviso: By-laws to be subject to approval of the Governor.

By-laws to be in writing, and published.

Certified copies to be evidence.

Proprietors of the said Rail-road may dispose of their shares, and how.

Transfer to be notified to the Company.

Form of the transfer of shares.

Province for every offence; such fines or forfeitures to be levied and recovered by such ways and means as are hereafter mentioned; Provided always, that no such Rule, By-law or Order shall have any force or effect until the same shall have been sanctioned and confirmed by the Governor, Lieutenant-Governor, or Person administering the Government of this Province, for the time being, under his hand and seal at arms, and shall thereafter have been published in the Canada Gazette; 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 said 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, and in all and every 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, confirmed 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 certified as correct by the President or some person authorized by the Directors to give such certificate, and bearing 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.

XXXVIII. And be it enacted, That it shall and may be lawful to and for the several Proprietors of the said Rail-road 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 Clerk 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 Clerk for that purpose, for which no more than one shilling and three pence shall be paid, and the said Clerk 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 Clerk, 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 vote as a Proprietor or Proprietors.

XXXIX. And be it enacted, That 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 the sum of  
 5 “ paid to me by C. D. of The form.  
 “ do hereby bargain, sell and transfer to the said C. D.  
 “ share (or shares) of the Stock  
 “ of the *Industry Village and Rawdon Railroad Company*,  
 “ to hold to him the said C. D., his heirs, executors, cu-  
 10 “ rators, administrators and assigns, subject to the same  
 “ rules and orders, and on the same conditions that I held  
 “ the same immediately before the execution hereof.—  
 “ And I, the said C. D. do hereby agree to accept of the  
 “ said (share or shares) subject  
 15 “ 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 Proviso.  
 be valid until all calls or instalments then due thereon  
 20 shall have been paid up.

XL. And be enacted, That it shall and may be lawful Directors may  
appoint a  
Treasurer and  
Clerks, &c.  
 to and for the said Directors, and they are hereby author-  
 ized from time to time to nominate and appoint a Treasur-  
 25 er or Treasurers, and a Clerk or Clerks to the said Com-  
 pany, taking such security for the due execution of their  
 respective offices as the said Directors shall think proper ;  
 and such Clerk shall in a proper book or books enter and Duty of the  
Clerk.  
 keep a true and perfect account of the names and places  
 of abode of the several Proprietors of the said Railroad  
 30 and other works, and of the several persons who shall  
 from time become owners and Proprietors of, or entitled  
 to any share or shares therein, and of all the other acts,  
 proceedings and transactions of the said Company and of  
 the Directors for the time being, by virtue of and under  
 35 the authority of this Act.

XLI. And be it enacted, That it shall and may be law- Company or  
the Directors if  
empowered,  
may establish  
Tolls for all  
goods, &c.  
passing on the  
Railroad.  
 ful to and for the said Company from time to time, and at all  
 times hereafter, to ask, demand, take and recover, to and  
 for their own proper use and behoof, for all goods, wares,  
 40 merchandize and commodities, of whatever description,  
 transported upon the said Railroad, 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 thereunto authorized by the said  
 45 By-laws, and shall be paid to such person or persons, and  
 at such place or places near to the said Railroad, in such  
 manner and under such regulations as the said Company  
 or the said Directors shall direct and appoint ; and in How Tolls .  
may be reco-  
vered if not  
duly paid.  
 case of denial or neglect of payment of any such rates  
 50 or dues, or any part thereof, on demand, to the person or  
 persons appointed to receive the same as aforesaid, the

Seizure of  
goods, &c

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 goods, wares and merchandize or other commodities, for or in respect whereof such rates or dues ought to be paid, and detain the same until payment thereof; and in the meantime the said goods, wares, merchandize or 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 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: Provided always, that the same Tolls shall be payable at the same time and under the same circumstances, upon all goods and upon all persons; so that no undue advantage, privilege or monopoly may be afforded to any person or class of persons by any By-law relating to the said Tolls.

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Proviso  
against monopoly.

Account of the  
profits of the  
said undertaking to be  
annually made  
up and balanced  
at certain  
periods.

**XLII.** And in order to ascertain the amount of the clear profits of the said undertaking: Be it enacted, That the said Company, or the Directors for managing the affairs of the said Company, shall and they are hereby required to cause a true, exact and particular account to be kept and annually made up and balanced on the thirty-first day of December in each year, of the money collected and received by the said Company, or by the Directors or Treasurer of the said Company, or otherwise, for the use of the said Company, by virtue of this Act, and of the charges and expenses attending the erecting, making, supporting, maintaining and carrying on their works, and of all other receipts and expenditure of the said Company or the said Directors; and at the General Meetings of the Proprietors of the said undertaking; to be from time to time holden as aforesaid, a dividend shall be made out of the clear profits of the said undertaking, unless such meetings 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 Proprietors, in the joint stock of the said Company, as such meeting or meetings shall think fit to appoint or determine: Provided always, that no dividend shall be made 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.

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Dividends to  
be made from  
time to time at  
General Meetings.

Proviso.  
Capital not to  
be impaired.

A tax to be  
paid to the  
Government  
on all the net  
income above  
£6 per share  
per annum.

**XLIII.** Provided always, and be it enacted, That whenever the said Company shall have declared for the then preceding year a dividend or dividends exceeding six pounds currency on each any every share in the said undertaking, the said Company shall and they are hereby

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directed and required to pay over, as a duty to Her Majesty, Her Heirs and Successors, recoverable as other duties are, one moiety of the net income from the said Railroad accruing thereafter over and above the said six 5 pounds per share, first payable to the said Proprietors: Provided always, that no such duty shall be payable until the dividends declared shall in the whole have amounted to ten *per cent. per annum*, on the paid up stock of the said Company from the time it was so paid up, this pro- 10 vision being made as an allowance to the Company for the loss of interest on the money expended before the work shall produce any income.

Proviso; Allowance for the time until the work shall produce income.

XLIV. Provided always, and be it enacted, That in all cases where there shall be a fraction in the distance 15 which goods, wares, merchandize or other commodities or passengers shall be conveyed or transported on the said Railroad, 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 20 in the weight of any such goods, wares, merchandize 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 25 such fraction shall be deemed and considered as a whole quarter of a ton.

Fractions in miles and fractions in weight of goods, ascertained rates, &c. how regulated.

XLV. Provided always, and be it enacted, That it shall and may be lawful to and for the Directors of the said Company, from time to time to make such regula- 30 tions for ascertaining and fixing the price, or sum or sums of money to be charged or taken for the carriage of any parcel not exceeding one hundred and twenty pounds weight as aforesaid, upon the said Railroad, or any part thereof, as to them may seem fit and reasonable; and that 35 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 the places where the Tolls are to be collected, in some conspicuous place there, a printed board or paper ascertaining all the Tolls payable under 40 this Act, and particularising the price or sum or sums of money to be charged or taken for the carriage of such parcels not exceeding one hundred and twenty pounds weight as aforesaid.

Company of Proprietors may at a general meeting make By-Laws for fixing the price for the carriage of parcels on the Railroad. Tables of Tolls to be publicly affixed.

XLVI. Provided always, and be it enacted, That the 45 said Company shall at all times when thereunto required by Her Majesty's Deputy Post Master General, the Commander of the Forces, or any person having the superintendance or command of any Police Force, and with the whole resources of the said Company if necessary, carry 50 Her Majesty's Mail, Her Majesty's Naval or Military Forces or Militia, and all artillery, ammunition, provisions

Provision as to the carriage of H. M.'s Mail, Soldiers, Police Force, &c.

Proviso : the Legislature may make further provision.

or other stores for their use; and all Policemen, Constables, and others, travelling on Her Majesty's Service, on their said Railroad, on such terms and conditions and under such regulations as the said Company and the said Deputy Post Master General, the Commander of the Forces, or person in command of any Police Force, respectively, shall agree upon, or if they cannot agree, then on such terms and conditions and under such regulations as the Governor or person administering the Government shall in Council make; Provided that any further enactments which the Legislature of this Province may hereafter deem it expedient to make, with regard to the carriage of the said Mail, or Her Majesty's Forces, and other persons and articles as aforesaid, or the rates to be paid for carrying the same, or in any way respecting the use of any Electric Telegraph, or other service to be rendered by the Company to the Government, shall not be deemed an infringement of the privileges intended to be conferred by this Act.

Company of Proprietors to divide the land taken from the lands adjoining, if required.

XLVII. And be it enacted, That the said Company shall, within six calendar months, after any lands shall be taken for the use of the said Railroad or undertaking, and if thereunto required by the proprietors of the adjoining lands respectively, but not otherwise, divide and separate, and keep constantly divided and separated, the lands so taken from the lands or grounds 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 posts, rails, hedges, ditches, trenches, banks, and other fences so set up and made as aforesaid.

The Company to have the Railroad measured and miles marked.

XLVIII. And be it enacted, That as soon as conveniently may be after the said Railroad 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 for ever after maintained, at the distance of every mile from each other.

Treasurer and Receiver and Collector to give security.

XLIX. And be it enacted, That 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 Treasurer, Receiver, and Collectors for the time being, of the moneys to be raised by virtue of this Act, for the faithful execution by such Treasurer, Receiver and Collectors of his and their office and offices respectively.

- L. And be it enacted, That the several persons who shall subscribe to advance any money for and towards making and maintaining the said Railroad and other works connected therewith or hereby authorized; and those who shall accept of any transfer of any share or shares in the stock of the said Company, and their several heirs, executors, administrators, curators and assigns, or others legally representing them, and being in lawful possession of such share or shares, (all of whom shall be deemed proprietors of such share or shares for the purpose of this Section,) shall, and they are hereby required to pay the sum or sums of money by them respectively subscribed, or such parts or portions thereof as shall from time to time, be called for by the said Company, under and by virtue of the powers and directions of this Act, to such person or persons, and at such times and places as shall be directed by the said Company, or the said Directors, in manner before mentioned; and in case any person or persons shall neglect or refuse to pay the same, 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 such action it shall be sufficient to allege 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 authority of, and in the manner provided by this Act, and were due and payable at a certain time or times, wherefore 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, 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 any Attorney 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.
- LI. And be it enacted, That all fines and forfeitures imposed by this Act, or which shall be lawfully imposed by any By-Law, to be made in pursuance thereof, (of which By-Law, when produced, all Justices are hereby required to 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 Justices are hereby empowered and required to administer without fee or reward,) be levied by distress and sale of the offender's

Company may compel the persons subscribing to pay the amount of their shares.

What it shall be sufficient to aver and prove in such action.

Forfeitures under this Act how to be recovered and applied, when not otherwise provided for.

Levy by distress and sale

of goods and  
chattels.

goods and chattels, by Warrant under the hand and seal or hands or seals of such Justice or Justices ; and all such fines, forfeitures, or penalties by this Act imposed or authorized to be imposed, the application whereof is not hereinbefore particularly directed, shall be paid into the hands of the Treasurer or Receiver of the monies to be raised by virtue of this Act, and shall be applied and disposed of for the use of the said Railroad 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 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 Jail for the District of Montreal, there to remain without bail or mainprize, for such term not exceeding one month, as such Justice or Justices shall think proper, unless such penalty or forfeiture and all expenses attending the same shall be sooner paid and satisfied.

Imprisonment  
for want of  
sufficient chat-  
tels.

Persons ag-  
grieved may  
appeal to the  
General Ses-  
sions.

LII. And be it enacted, That if any person or persons shall think himself, herself or themselves aggrieved by any thing done by any Justice or Justices of the Peace in pursuance of this Act, every such person or persons may, within 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.

Limitation of  
actions for  
things done  
in pursuance  
of this Act.

LIII. And be it enacted, That 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 the 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 ; and the Defendant or Defendants in such action or suit shall and may plead the general issue, and give this Act and the special matter in evidence at any trial to be held thereupon, and that the same was done in pursuance and by the authority of this Act, and if it shall appear to have been so done, or if any action or suit shall be brought after the time so limited for bringing the same, or if the Plaintiff or Plaintiffs shall be nonsuited, or discontinued his, her, or their action or suit after the Defendant or Defendants shall have appeared, or if judgment shall be given against the Plaintiff or Plaintiffs, the Defendant or Defendants shall have full costs, and shall have such remedy for the same as any Defendant or Defendants hath or have for costs of suit in other cases by law.

General issue.

Costs to de-  
fendant if the  
Plaintiff fail.

LIV. And be it enacted, That any contravention of this Act by the said Company, or by any other party, for which no punishment or penalty is herein provided, shall be a misdemeanor, and shall be punishable accordingly; but  
 5 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.

Any contravention of this Act not otherwise punishable, to be a misdemeanor.

10 LV. And be it enacted, That Her Majesty, Her Heirs and Successors, may at any time before or after the said Railroad is completed, 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  
 15 all the rights, privileges and advantages vested by this Act in the said Company, (all which shall, after such assumption, be vested in Her Majesty, Her Heirs and Successors,) on giving to the said Company three months' notice of the intention to assume the same, and on paying  
 20 to the said Company, within three months of the expiration of such notice, the whole amount of their Capital Stock, then paid up and expended, with interest on the paid up Capital, from the time of the paying up of the same until the time of the opening of the said Railroad.

Her Majesty may assume the Railroad, on certain conditions.

25 LVI. And be it enacted, That 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 the fourth Section of this Act within  
 30 six months after the passing thereof, and to make and complete the said Railroad from Industry Village to the Village or Township of Rawdon, in manner aforesaid, within three years from the passing of this Act; and if the said map or plan and book of reference be not so made  
 35 and deposited within the said six months, or if the said Railroad shall not be so made and completed within the said period so as to be used by the public as aforesaid, then and in either case this Act and every matter and thing therein contained, shall cease and be utterly null  
 40 and void.

Map and Book of reference to be deposited and the Railroad to be completed within certain periods, or this Act to be void.

LVII. And be it enacted, That the said Company shall annually submit to the three Branches of the Legislature, within the first fifteen days after the opening of  
 45 each Session of the Provincial Parliament, after the opening of the said Railroad or any part thereof to the public, a detailed and particular 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 passengers that  
 50 have been conveyed along the said Railroad; And no further provisions which the Legislature may hereafter

Company annually to submit to the Legislature detailed accounts.

Further provision may be

made touching such accounts. make with regard to the form or details of such 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, and of all other persons, &c. LVIII. And be it enacted, That nothing herein contained shall affect or be construed to affect, in any manner of way whatsoever, the rights of Her Majesty, her heirs and successors, or of any person or persons, or of any bodies politic, corporate or collegiate, such only excepted as are herein mentioned. 5

Public Act. LIX. And be it enacted, That this Act shall be deemed and taken to be a Public Act, and as such shall be judicially taken notice of by all Judges, Justices of the Peace and others, without being specially pleaded. 10

Company not to be exempted from any general Railroad law. LX. And be it enacted, That nothing herein contained shall be construed to except the Railroad by this Act authorized to be made, from the provisions of any general Act relating to Railroads which may be passed during the present or any future Session of Parliament. 15