

No. 79.

3rd Session, 8th Parliament, 61 Victoria, 1898

BILL.

**An Act to incorporate the Windsor and
Detroit Union Bridge Company.**

First reading, March 15th, 1898.

(PRIVATE BILL.)

Mr. GIBSON.

OTTAWA

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1898

An Act to incorporate the Windsor and Detroit Union
Bridge Company.

WHEREAS the persons hereinafter named have, by their Preamble.
petition, prayed to be incorporated, and it is expedient
to grant the prayer of the said petition : Therefore Her Majesty,
by and with the advice and consent of the Senate and House of
5 Commons of Canada, enacts as follows :—

1. Charles M. Hays and George B. Reeve, of the city of Incorporation.
Montreal, in the province of Quebec, Joseph Ramsey, the
younger, and Wells H. Blodgett, of the city of St. Louis, in
the state of Missouri, Ossian D. Ashley, of the city of New
10 York, in the state of New York, Henry B. Joy and Elijah
W. Meddaugh, of the city of Detroit, in the state of Michigan,
John Proctor, of the city of Hamilton, in the province of
Ontario, and William H. Biggar, of the city of Belleville, in
the province of Ontario, together with such persons as become
15 shareholders in the company, are hereby incorporated under the Corporate
name of the “Windsor and Detroit Union Bridge Company,”
hereinafter called “the Company.”

2. The Company may construct, maintain and use a bridge Location
for railway and other purposes across the Detroit River from of bridge
20 a point on the Canadian side of the river at or near the city described.
of Windsor, in the province of Ontario, to a point on the
opposite side of the said river at or near the city of Detroit,
in the state of Michigan, one of the United States, and may
lay tracks on the said bridge for the passage of locomotive Railways.
25 engines and railway trains, with all the necessary approaches,
tracks, machinery and appliances required to enable the rail-
way companies whose lines shall connect therewith to use the
said bridge ; and the Company may construct or at any time Pedestrians
arrange the said bridge for the use of foot passengers and and carriages
30 carriages, or either ; and may purchase, acquire and hold such Real estate.
real estate, including lands for sidings and other such like
accommodation required for the convenient working of the
traffic to, from and over the said bridge, as the Company may
think necessary for any of the said purposes.

3. The Company shall not commence the said bridge or any Plans to be
work thereunto appertaining until the plans of the said bridge approved by
and the works intended and connected therewith together Governor in
with plans of the proposed site of the bridge have been sub- Council.
mitted therewith to and approved by the Governor in Council,

and such conditions as he shall have thought fit for the public good to impose touching the said bridge and works shall have been complied with, nor shall any such plans be altered nor any deviation therefrom allowed except upon the permission of the Governor in Council and upon such conditions as he shall impose. 5

Construction
of bridge.

4. The said bridge shall be made with not more than three unbroken continuous spans between the bulkhead line as established on the Windsor side of the river and the bulkhead line as established on the Detroit side of the river. The length 10 of the main channel span shall not be less than one thousand one hundred feet in the clear width between the masonry piers measured at a point twenty-five feet below the extreme low water and there shall be only two piers inside of said bulkhead lines. The height of the superstructure above high water shall 15 be fixed and determined by the order of the Governor in Council. Provided that the clear head room available for vessels under the spans, mean stage of water as recorded during the season of navigation shall not be less than one hundred and forty feet throughout, and the bridge shall be at right 20 angles to and its piers parallel with the current of the river. No bridge shall be erected or maintained under the authority of this Act which shall at any time substantially or materially obstruct the navigation of the said river, and if any bridge erected 25 under such authority, shall in the opinion of the Minister of Railways and Canals obstruct such navigation, he may cause such change or alteration of the said bridge to be made as will effectually obviate such obstruction, and all such alterations shall be made and such obstructions removed at the expense of the owners of the said bridge, and during the original construc- 30 tion or in carrying out any authorized changes or repairs of the said bridge a navigable channel shall be preserved at the site of the bridge at all times; and the main channel shall not be obstructed to a greater extent than is absolutely necessary in the opinion of the said minister, and such lights and buoys 35 shall be kept in all coffer dams and such like places as may be necessary for the security of navigation; provided that nothing in this Act shall be construed to repeal or modify any of the provisions of law now existing in reference to the protection of the navigation of rivers, or to exempt the said bridge 40 from the operation of the same.

Equal rights
of passage.

5. All railway companies in Canada or the United States, desiring the use of said bridge shall be entitled to equal rights and privileges relative to the passage of railway trains or cars over the same, and over the approaches thereto, and the rates 45 charged for the use of the said bridge shall be the same for all companies alike, and without discrimination of any kind in favour of or against any company, over the whole length of the bridge and approaches; provided that if any question of difference arises at any time between the Company and any railway 50 company using the said bridge, or desiring its use, in respect of the rate of compensation to be paid for such use or in respect of any other matter pertaining to such use, and the parties cannot agree in regard to the same, such question shall be determined by the said minister, on application to him by either 55

party to such matter of difference, and due notice thereof shall be given to the other party. The parties shall be heard by the said minister and they shall have the opportunity of producing testimony. The determination of any such question by the
 5 said minister shall be conclusive on the parties, provided that his decision may from time to time, as becomes necessary, be revised and modified by him.

6. Any bridge authorized to be constructed under this Act shall be built and located under, and subject to, such regula-
 10 tions for the security of navigation of the said river as the Governor in Council shall prescribe, and to secure that object the Company shall submit to the Governor in Council for his
 examination and approval a design and drawing of the bridge, and a map of the location giving, for the space of two miles
 15 above and two miles below the proposed location, the topography of the banks of the river, the shore lines at high and low water, and at least one medium stage, the location of any existing railways, and showing the lands occupied or owned
 20 by such companies, the soundings, accurately showing the bed of the stream and the location of other bridges, and shall furnish such other information as may be required for a full and satisfactory understanding of the subject; and until the said
 plans and location are approved by the Governor in Council the bridge shall not be built or commenced, and should any
 25 change be made in the plans of the said bridge during the process of construction, such change shall be subject to the approval of the Governor in Council and shall not be made or commenced until the same is approved; and the Company shall
 cause to be displayed on the said bridge from the hours of
 30 sunset to sunrise, or such lights or other signals at other times, as may be prescribed by the Governor in Council.

7. The Minister of Railways and Canals shall, on satisfactory
 proof that a necessity exists therefor, require the Company to
 cause such aids to the passage of the said bridge to be con-
 35 structed, placed and maintained at its own cost and expense in the form of booms, dikes, piers, or other suitable or proper structures for the guidance of rafts, tows, steamboats and other
 water craft safely through the passage way as he may specify, and on failure of the Company to make, establish and maintain
 40 such additional structures within a reasonable time, the said minister may cause them to be made at the expense of the Company, and in that case shall refer the matter without delay to the Attorney General of Canada, whose duty it shall be to
 institute, in the name of the Dominion of Canada, proceedings
 45 in any court of competent jurisdiction for the recovery of the amount so expended by the government, and all cost of such proceedings and all moneys accruing from such proceedings shall be paid into the Department of Finance of Canada.

8. If the construction of the said bridge be not commenced
 50 within three years and completed within six years from the date the said plans are approved by the Governor in Council as aforesaid, then all rights conferred by this Act shall cease and determine, and the said construction shall not be commenced until the proper authorities of the United States have

Design, etc.,
to be approved
by Governor
in Council.

Booms, piers,
etc., to be
erected.

Time for
construction
limited.

authorized the construction and maintenance of that part of the said bridge which shall occupy that portion of the said Detroit River which is under the jurisdiction of the United States Government.

Right reserved to rescind powers.

9. The right to alter, amend or repeal this Act is hereby expressly reserved, and the rights to require any changes in the said structure or its entire removal at the expense of the Company, whenever the said minister decides that the public interests require it, is also expressly reserved.

Capital stock.

10. The capital stock of the Company shall be two million dollars.

Provisional directors.

11. The persons named in section 1 of this Act are hereby constituted provisional directors of the Company.

Opening of stock books.

12. The provisional directors may open stock books at such places and for such periods as to them shall seem proper, of which notice shall be given in at least one newspaper published in the city of Windsor in the province of Ontario and in the city of Detroit in the state of Michigan, stating the time and place when and where the said books shall be opened, and the period for which the same shall remain open for the subscriptions for the stock of the Company.

When subscriptions to be valid.

13. No subscription for stock shall be valid until the person subscribing shall have paid to the credit of the Company into some bank in the city of Detroit, or in the city of Toronto, to be named in the said notice so to be given by the provisional directors, ten per cent on the amount of such subscription, nor until the provisional directors shall have considered and allotted the said stock in the manner hereinafter mentioned.

Allotment of stock.

14. Within one week after the said stock books have been closed, the provisional directors shall meet and examine the subscriptions made for stock and the sums paid to the credit of the Company into the banks named in the said notice, and shall then proceed to allot the said stock to such of the persons so subscribing, and in such proportions as they may think best to secure the speedy construction of the work, and the management thereof as an independent undertaking in order to secure to all companies the use of the said bridge on equal terms in all respects as regards the use and compensation therefor; and upon the making of such allotments the persons to whom the said stock is so allotted, and to the extent so allotted, shall be the shareholders in the Company, and shall be the only subscribers to the said stock entitled to act as such in organizing the Company, as in this Act provided.

Return of excess subscribed.

15. The provisional directors shall, as soon as they can do so, return to all persons who shall have paid in the said ten per cent, any sum so paid in excess of the ten per cent on the shares so allotted to them, if any; and to those, if any, to whom no stock shall be allotted, the full amount so paid in shall be returned without delay. From the said ten per cent so paid in upon the stock so allotted, or from other the funds of the Com-

pany, the provisional directors may pay and discharge the costs of this Act, and the expenses of obtaining the same, and all costs incidental to the said incorporation.

- 5 **16.** So soon as five thousand shares in the said stock has been subscribed and allotted as aforesaid, the provisional directors shall call a meeting of the said subscribers, for the election of directors of the Company; notice of such meeting shall be given by publication in the *Canada Gazette* and one or more newspapers published in the said city of Detroit, and in the
- 10 city of Toronto, in the province of Ontario, for two consecutive weeks, and such notice shall state the time and place of holding the said meeting; and at the said meeting the shareholders present or represented by proxy shall elect from the shareholders seven persons to be directors of the Company.
- 15 **17.** Every shareholder who has paid all calls on stock held by him at the time of the election shall be qualified for the office of director; and each such shareholder shall have one vote for every share of the capital stock held by him, upon which all calls have been paid up.
- 20 **18.** The directors of the Company from time to time, shall have the control and management of the stock, property and affairs of the Company, and shall have power to locate, construct and equip the said bridge and its approaches, and to fix and from time to time, regulate, increase or reduce the tolls
- 25 and rates to be charged to all persons and companies using the said bridge; provided, however, that such tolls, charges and rates shall be equal to all parties, persons and companies using the said bridge, its machinery, approaches and appurtenances; the tolls from time to time, charged by the Company shall
- 30 first be approved by the Governor in Council, but so long as all companies and parties are charged equal rates and are given equal terms and facilities, the directors may, as they think proper, charge less than the said rate so fixed.
- 35 **19.** The Company may unite with any other company incorporated under the laws of the state of Michigan, or of the United States, in building the said bridge and approaches, and in working, managing, maintaining and using the same, and may enter into any agreement with such company respecting the construction, maintenance, management and use of the
- 40 said bridge and its appurtenances.
- 20.** The directors may, from time to time, by by-law, fix the time and place of the annual meeting, and also special general meetings, and the place where the head office of the Company shall for the time being be located, but no change of the head
- 45 office shall be made until one month's notice of the said change has been given in the *Canada Gazette*.
- 21.** The directors may enter into an agreement for the consolidation of the capital stock, franchise and powers of the Company hereby incorporated, with any bridge company incorporated in the United States, under the laws of the state of Michigan, or under the laws of the United States, on such

Election of directors.

Qualification of directors.

Powers of directors.

Equal rates of toll.

Approval of Governor in Council.

Union with United States company.

General meetings.

Consolidation with another company.

Approval of
shareholders.

terms and conditions, and in such manner, under such name, with such capital, and with such powers not inconsistent with the laws of Canada, and with such board of directors as shall be provided in the agreement for such consolidation or amalgamation; provided however that no such deed or agreement shall be valid and binding unless and until the same has been submitted to and approved of by a majority of the shareholders of the Company hereby incorporated, present or represented by proxy and voting at a special general meeting called for the purpose of considering the said agreement, and of which meeting and the purpose for which it is called one month's notice shall be given in the *Canada Gazette*, and in a newspaper published in the city of Toronto, and in at least one newspaper published in the city of Detroit in the state of Michigan.

Copies of
agreement to
be filed.

22. Upon the said meeting being held, if the said agreement is approved, a copy thereof, under the seal of the said companies respectively, shall be deposited in the office of the Minister of the Interior, and another copy so sealed shall be deposited in the office of the Secretary of State for the state of Michigan; and notice of the said deposit shall be given by the secretary of the Company in the *Canada Gazette*, and the said consolidation shall thereupon be complete; and the production of the *Canada Gazette* with the said notice therein contained shall be prima facie evidence that the said consolidation is complete and regular in all respects, and of the existence of the said consolidated company. The company formed by the said consolidation shall be called by such name as shall be given to it in the said agreement for consolidation.

Rights of
consolidated
company.

23. The said company when so consolidated shall have, possess and enjoy all the powers, rights and franchises before the said consolidation held, possessed and enjoyed by the Company hereby incorporated, and also all those possessed and enjoyed by the company consolidated therewith, subject to the provisions of this Act.

Borrowing
powers.

24. The Company hereby incorporated, as also the said consolidated company, may borrow from time to time, either in Canada or elsewhere, such sums of money as may be expedient for building, completing maintaining and working the said bridge, its machinery and approaches, with the buildings and fixtures required therewith at a rate of interest authorized by the laws of Canada, but not exceeding six per cent per annum, and make the bonds, debentures and other securities granted for the sums so borrowed payable either in currency or in sterling, and at such place or places as may be deemed advisable, and sell the same at such prices or discount as may be deemed expedient or necessary, and hypothecate, mortgage or pledge the lands, rights, tolls, revenue and other property real and personal of the Company for the due payment of the said sums, and the interest thereon; but no such debentures or bonds shall be for a less sum than one hundred dollars; and upon such mortgage being filed in the office of the Secretary of State of Canada, the same without any other

filing or registration shall, until discharged, be a valid and binding charge upon all the property of the Company real and personal.

25. *The Railway Act*, so far as applicable, shall apply to 1888, c. 29.
5 the Company hereby incorporated and to the consolidated company, and their undertakings, in the same manner as if in the said Act the word "bridge" was substituted for the word "railway."

26. The Company hereby incorporated and the consolidated 10 company may construct as part of the said bridge, and in connection with the said railway bridge and other works, a passage floor or way for horses, carriages, street cars and foot passengers, and may construct the same either during the construction of the said railway bridge or at any time after the 15 completion thereof; and in the event of their electing to construct either or both of the said carriage and foot ways, may make such by-laws, rules and regulations as shall seem to them necessary and proper for the management, control and use thereof, and in respect of the tolls and fares to be received and 20 charged for passing over the same, subject to the provisions of this Act; and all such tolls and fares shall, before being put into force, be approved of by the Governor in Council. Passage way for horses, vehicles and pedestrians.
Tolls to be approved by Governor in Council.

27. The tolls for the use of the bridge fixed from time to 25 time as in this Act provided, shall be paid to such persons and at such places at or near the bridge, in such manner and under such regulations as the directors of the Company direct; and in case of refusal or neglect of payment on demand of any such tolls, to such persons, the same may be sued for and recovered in any court of competent jurisdiction; or the 30 agents or servants of the Company may seize the goods, cars or engines, for or in respect whereof such tolls ought to be paid, and detain the same until payment thereof; and in the meantime the property shall be at the risk in all respects of the owner, for damages or loss thereto by any cause what- 35 soever. Collection of tolls.

28. The directors shall keep exhibited in the office and in all and every place where the tolls are to be collected, in some conspicuous place therein, a printed board or paper showing 40 all the tolls payable, and particularizing the price or sum of money to be charged or taken for the passage of any matter or thing over the said bridge. Tariff of tolls to be posted up.

29. In case the state of Michigan or the United States shall, at any time, provide for the appointment of a commis- 45 sion for regulating the working of the said bridge, the use thereof, and the compensation to be made therefor, and for settling any dispute in respect thereof, the Governor in Council may join in the appointment of the said commission on such terms as he shall think proper, and appoint one or more persons as members of the said commission; and in the event 50 of any such appointment the said commissioners shall have the power hereby conferred on the Governor in Council; and the decisions of the said commissioners shall be final and

conclusive, to the extent to which the same are final and conclusive by virtue of the provisions which may be made by the state of Michigan or the United States.

Equal rights
to railways.

30. Any railway company whose road now has or shall hereafter have a terminus at or shall run its trains to or from any point at or near either end of the said bridge, or shall run its trains in connection with any railway having such terminus, or upon which trains are or shall be run to or from the localities aforesaid, whether incorporated by Parliament or by any provincial legislature, or by any authority in the state of Michigan, or by the legislature of the United States, shall have and be entitled to the same and equal rights and privileges in the passage of the said bridge, and in the use of the machinery and fixtures thereof, and of all the approaches thereto without discrimination or preference, upon the payment of equal tolls and observance of the rules and regulations of the Company, made by the directors from time to time, regulating the traffic on the said bridge. 5 10 15

Penalty for
damages to
bridge.

31. If any person shall force or attempt to force any gate or guard of the said bridge, or the approaches thereto, or if any person shall wilfully do or cause to be done any act or acts whatsoever, whereby the said bridge, its lights, stationary works, machinery fixtures, or other appurtenances thereto shall be obstructed, impaired, weakened, destroyed or injured, the person so offending shall forfeit to the Company treble the damages sustained by means of such offence or injury, to be recovered in the name of the Company with costs of the suit, by any proper action for that purpose, and such person shall also be guilty of a misdemeanour, and be punishable by fine or imprisonment or both, by any court of competent jurisdiction. 20 25 30

Bills and
notes.

32. The Company may be a party to promissory notes and bills of exchange for sums not less than one hundred dollars, and any such note or bill, made, accepted or endorsed by the president or vice-president of the Company as president or vice-president thereof, and countersigned by the secretary, and under the authority of a majority of a quorum of the directors, shall be binding on the Company; and shall be presumed to have been made with proper authority until the contrary be shown; nor shall the president or vice-president or secretary be individually responsible for the same, unless the said promissory note or bill of exchange has been issued otherwise than aforesaid: Provided however that nothing in this section shall be construed to authorize the Company to issue any note or bill payable to bearer, or intended to be circulated as money or as the notes or bills of a bank. 35 40 45

Proviso.

Bridge to be
approved by
Congress.

33. The Company shall not commence the actual erection of the said bridge until an Act of the Congress of the United States has been passed consenting to or approving of the bridging of the said river, but the Company may in the meantime acquire the lands, submit its plans to the Governor in Council, and do all other the matters and things authorized by this Act, except the commencement of the actual construction or 50

erection of the bridge; and the time for the completion of the work as fixed by this Act shall run from the date of the passing of the said Act of Congress.