

No. 74.

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

BILL.

**An Act to Incorporate Peter Patterson,
Esquire, and others, under the name of
the Quebec and Richmond Railway
Company.**

Received and Read, a first time, Thursday, 6th
June, 1850.

Second Reading, Wednesday, 12th June, 1850.

MR. LEMIEUX.

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74

BILL.

An Act to Incorporate Peter Patterson, Esq., and others, under the name of the Quebec and Richmond Railway Company.

WHEREAS the construction of a Railroad from the City of Quebec, or from a point on the South shore of the River St. Lawrence, as nearly opposite to the said City as may be found desirable, to the village of Richmond or the neighbourhood thereof, there to connect with the St. Lawrence and Atlantic Railroad, would greatly contribute to the prosperity of this Province; And whereas the several persons hereinafter named are desirous to construct and maintain the said Railroad: Be it therefore enacted, &c.

Preamble.

That Peter Patterson, the Honorable Louis Massue, the Honourable Louis Méthot, W. J. C. Benson, Esq., John Jones, F. R. Angers, Henry LeMesurier, James Bell Forsyth, David Ramsay Stewart, W. S. Henderson, Michael Scott, F. Evanturelle, the younger, Laurent Paradis, Angus McDonald, William Sampson, Thomas W. Lloyd, 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 Quebec and Richmond 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 all that is above or below the surface thereof, and all the real rights or appurtenances thereunto belonging,) tenements and hereditaments, for them and their successors, and assigns, for the use of the said Railroad and works, without Her Majesty's Letters d'Amortissement, saving nevertheless to

Certain persons incorporated.

Corporate name and powers.

the Seignior 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, bodie, politic or corporate, or communities, may give, grant, bargain, sell or convey to the said Company of Proprietors, any lands, tenements or hereditaments, for the purposes aforesaid, and the same may re-purchase of the said Company, without *Lettres d'Amortissement*; And the said Company shall be, and are hereby 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 Quebec and Richmond Railroad*," with one or more sets of rails or tracks, and to be worked by locomotive engines, or on the atmospheric principle, or in such other mode as the said Company may deem expedient, from some point on the River St. Lawrence, as nearly opposite to the City of Quebec as may be found desirable to the River St. Francis, in or near the village of Richmond in the Township of Shipton, in as direct a line as may be found convenient, there to connect with the St. Lawrence and Atlantic Railroad, and to erect wharves, warehouses, stores, and other buildings at either termination, and at such other place or places on the line of the said Railroad, as they may deem expedient; and to build or purchase, hold or use one or more steam-boats, or other vessels, to ply across the River St. Lawrence, from the the termination of the Railroad on the South shore to the City of Quebec, or to such other point on the North shore of the River St. Lawrence as may be deemed expedient, and from the wharf or landing on the North shore, to construct a Railroad to the City of Quebec.

Company may enter upon Her Majesty's lands, &c.

II. And be it enacted, That for the purposes aforesaid 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 collegiate, or communities, or parties whatever, 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 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, clay, stone, soil, rubbish, trees, roots, 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, 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 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 the lands adjoining or near the same respectively, such and so many houses, warehouses, toll-houses, watch-houses, telegraphs or other signals, weighing-beams, cranes, fire-engines, steam-engines, or other engines, either stationary or locomotive, inclined planes, machines, and other works, ways, roads and conveniences, as and when the said Company of Proprietors 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, 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 or across any rivers or brooks, for the making, using, maintaining and repairing the said intended Railroad; and to turn any such brooks, river or water course, and to change its course; 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 and according to the true intent and meaning of this Act; they the said Company of Proprietors doing as little damage as may be in the execution of the several powers to them hereby granted, and making satisfaction in manner hereinafter mentioned, to the owners or proprietors of, or the persons interested in the lands, tenements, 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 powers given by this Act; and this shall be sufficient to indemnify the said Company and their servants, agents or workmen, and all other persons whatsoever, for what they or any of them shall do by virtue of the powers hereby granted, subject nevertheless to such provisions and restrictions as are hereinafter mentioned.

50 III. Provided always, and be it enacted, That whenever the said Company shall have occasion to carry their Railway along or across any street or highway in the City of Quebec, they shall at all times leave at least one

Highways to be kept clear of obstructions when crossed by road.

half the width of the roadway clear of all obstructions arising from their work, nor shall the said Company have power to lay down a rail or track in any of the streets of the said City of Quebec unless with the consent of the Corporation of the said City, and by virtue of a By-law thereof, nor when the said Railroad shall cross any public street or highway, shall the ledge or flange of such Railway for the purpose of guiding the wheels of the carriages, rise above the level of such road nor sink below the level of the same more than one inch. 10

Surveyor to
take levels,
&c.

IV. And be it enacted, That for the purposes of this Act, the said Company shall and may, by some sworn 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 plan or map; which said plan or map 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 for the District of Quebec 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, shall severally be, and are hereby declared to be good evidence in the Courts of Law and elsewhere. 45

Road not to
sink, &c. more
than one inch
when crossing
highways.

V. Provided always, and be it enacted, That where the said Railroad shall cross, or be carried along any street or public highway, (which words 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 street or highway more than one inch ; nor shall any locomotive be worked on the Railroad within the limits of the City of Quebec, nor shall any car or carriage be drawn or propelled within the City by
5 steam or by any other power than that of horses or other animals, attached to the cars or carriages, except by virtue of a By-law passed by the Corporation of the said City.

VI. Provided always, and be it enacted, That where
any bridge shall be erected or made by the said Company,
10 for the purpose of carrying the said Railroad over or across any public highway, the space of the arch of any such bridge shall be formed, and shall at all times be and be continued of such breadth as to leave a clear and open space under every such arch of not less than fifteen feet,
15 and of a height from the surface of such highway to the centre of such arch of not less than sixteen feet, and the descent under any such bridge shall not exceed one foot in thirteen feet.

VII. Provided always, and be it enacted, That in all
20 places, where it may be necessary to erect, build, or make any bridge or bridges, for carrying any public or carriage road, over the said Railroad, the ascent of every such bridge, for the purpose of every such road, shall not be more than one foot in thirteen feet ; and a good and
25 sufficient fence shall be made on each side of every such bridge, which fence shall not be less than four feet above the surface of such bridge.

VIII. Provided always, and be it enacted, That in all
30 cases where the said intended Railway shall cross any public highway on a level, the said Company shall erect, and at all times maintain a good and sufficient gate on each side of the said Railway where the said public highway shall communicate with such Railway, which gates shall constantly be kept shut, except at such time as
35 waggons, carts, and other carriages, horses, cattle or foot passengers passing along the said public highway shall have to cross such Railway, and they shall be opened, and the said Company is hereby required to cause them to be opened, for the purpose only of letting such waggons,
40 carts, or other carriages, horses, cattle or foot passengers pass through ; and the said Company is hereby required and directed to cause the said gates to be shut, as soon as such waggons, carts, and other carriages, horses, cattle or foot passengers, shall have passed through, under a
45 penalty of five shillings currency for every offence, to be recovered in like manner as any other penalty under this Act may be recovered.

IX. And be it enacted, That the said Company may
make, carry or place, their said intended Railroad and
50 works, into, across or upon the lands of any person or

Height of arches, &c.

Ascent of bridges, &c.

Gates to be erected at crossings, &c.

Errors in book of reference not to prevent Company from

entering upon party whomsoever on the line aforesaid, although the
lands. 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 5
entitled to convey, or interested in such lands.

Company may X. And be it enacted, That it shall be lawful for the
occupy beach- said Company, to take use occupy and hold, but not to
ers, &c. alienate so much of the public beach or beach road or
of the land covered with the waters of the River St. 10
Lawrence at high tides on both the south and north shores
of the said river, at the points on the said shores, where
the said intended Railroad may reach the said River St.
Lawrence or of the land covered by the waters of any
other river or stream, or of their respective beds, (not 15
exceeding the quantity limited in the next following sec-
tion) as may be required for the said Railroad and other
works, which they are herely authorised to construct,
doing no damage to nor causing any obstruction in the
navigation of the said river or rivers. 20

Lands taken XI. And be it enacted, That the lands or grounds to
for Railroad be taken or used for such intended Railroad, and the
not to exceed ditches, drains, and fences to separate the same from the
a certain breadth. adjoining lands, shall not exceed thirty three yards in
breadth, except in such places where the said intended 25
Railroad shall be raised more than five feet higher or cut
more than five feet deeper, than the present surface of
the land, in such places where it shall judged necessary
to have off-sets for the locomotives or other engines and
carriages using the said intended Railroad, to lie or pass 30
each other (and not above one hundred and fifty 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
erected, or goods, wares and merchandizes be delivered, 35
(and then not more than two hundred yards in length, by
one hundred and fifty yards in breath) without the con-
sent of the Proprietor, or 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 40
to be taken shall be shewn upon the said plan or map;
provided always, that no land shall be taken by the said
Company from any public highway, but the right of the
Company shall be limited to the laying down, across or
along the same, the rails and other contrivances, forming 45
part of the said Railroad, subject to the limitations men-
tioned in the section or any other part of this act.

Company may XII. And be it enacted, That after any lands or
contract for grounds shall be set out and ascertained in manner afore-
lands of cor- said, for making and completing the said Railroad and 50
poration, &c. other works, and other the purposes and conveniences

hereinbefore mentioned, it shall and may be lawful for all bodies corporate, politic, or collegiate, corporations aggregate or sole, communities, *grevés de substitution*, guardians curators, Executors, Administrators, and all other
 5 trustees, or persons whatsoever, not only for and on behalf of themselves, their heirs and successors, but also for and on behalf of those whom they represent, whether infants, issue unborn, lunatics, idiots, *femmes covert*, or other persons or parties, who are or shall be seized, pos-
 10 sessed, or interested in any lands or grounds which shall be so set out and ascertained, as aforesaid, or any part thereof, to contract for, sell and convey unto the said Company, all or any part of such lands, or grounds, which shall under this act be set out and ascertained as afore-
 15 said; and that all contracts, agreements, sales, conveyances and assurances, so to be made, shall be valid and effectual in law, to all intents and purposes whatsoever; any law, statute, usage, or custom to the contrary thereof in any wise notwithstanding; and that all bodies politic,
 20 corporate or collegiate, or communities, and all persons whatsoever, so conveying as aforesaid, are hereby indemnified for what he she, or they, or any of them shall respectively do by virtue of or in pursuance of this act: Provided always that before the plan or map and book of
 25 reference shall be deposited, and before the lands required for the said Railroad and works shall be set out and ascertained, it shall be lawful for any party who might under this act convey any lands to the said Company if the same were so set out and ascertained, to agree with the
 30 Company for the price to be paid for such lands, if they shall be thereafter so set out and ascertained; and such agreement shall be binding, and the price agreed upon shall be the price to be paid by the Company for the same lands, if they shall be afterwards so set out and
 35 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.

XIII. Provided always, and be it enacted, That any
 40 body politic, community, corporation, or other person or persons whomsoever, 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 neces-
 45 sary 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
 50 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

Proviso.

As to corporations who cannot sell, &c.

any lands or for any part of the purchase money of any land, or for any loan of money or for any other consideration whatever, which the vendor of any land or the lender of any sum of money shall agree to leave in the hands of the said company, (provided however the said annual rents which the company is hereby empowered to pay do not in the whole exceed the sum of six thousand pounds for each and every year,) 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. 5 10

As to proprietors *par indivis*.

XIV. Provided always, and be it enacted, That whenever there shall be more than one party proprietor of any land or property, *par indivis*, any agreement made in good faith, between 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. 15 20 25

As to compensation for lands, &c. taken for Railroad.

XV. And be it enacted, That it shall be lawful for the said Company of Proprietors to apply to the several owners of the estates, lands, and grounds through which such Railroad is intended to be carried, and to agree with such owners, respectively touching the compensation to be paid to them by the said Company of Proprietors for the purchase thereof, and for their respective damages; and in case of disagreement between the said Company and the said owners, or any of them, then all questions which shall arise between the said Company, and the several proprietors of, and persons interested in any estates, lands or grounds that shall or may be taken, affected or prejudiced by the execution of any of the powers hereby granted, or any indemnification for damages which may or shall be at any time or times sustained by any bodies politic or corporate, or communities, or any other person or persons respectively, being owners of or interested in any estate, lands or grounds, for or by reason of the making, repairing, or maintaining the said Railroad or other works or machines incidental or relative thereto or connected therewith, shall and may be settled by agreement of the parties, or by arbitration, or if either of the parties shall not be inclined, to make an agreement, or to appoint arbitrators, or by reason of absence shall be prevented from treating, or through disability by non-age, coverture, or other impediment, cannot treat or make such agreement, or enter into such arbitration, or shall 30 35 40 45 50

not produce a clear title to the premises, which they claim an interest in, then, and in every such case, the said Company of Proprietors may make application to the Superior Court for the District of Quebec stating the

5 grounds of such application, and such Court is hereby empowered and required from time to time, upon such application, to issue a Warrant, directed to the Sheriff of the District for the time being, commanding such Sheriff to impanel, summon and return a jury, qualified according to the Laws of this Province, to be returned for trials

10 of issues joined in civil cases in the said Court, to be and appear before the said Court at such time and place as in such Warrant shall be appointed, and all parties concerned may have their lawful challenge against any of the

15 said jurymen but shall not challenge the array; and the said Court is hereby empowered to summon and call before them, all and every such person or persons, as it shall be thought necessary to examine as witnesses touching the matters in question, and the said Court may

20 authorize and order the said jury, or any six or more of them, to view the place or places, or matter in controversy, which Jury upon their oaths, (all which oaths, as the oaths to be taken by any person or persons who shall be called upon to give evidence, the said Court is hereby

25 authorized to administer,) shall enquire of, assess, and ascertain the distinct sum or sums of money, or annual rent to be paid for the purchase of such lands or grounds, or the indemnification to be made for the damage that may or shall be sustained as aforesaid, and in so doing

30 the said Jury shall take into consideration the damage or inconvenience which may arise by means of any bridges, roads or other communication made necessary by reason of the said Railroad, and may assess separate damage for the same; Provided always, that the said Jury are hereby

35 Proviso. Proviso required, authorized and empowered to take into consideration the increased value that would be given to any lands or grounds through or over which the said intended Railroad should pass, by reason of the passage of the said Railroad through or over the same, and to set off or

40 compensate the said increased value that would attach to the said lands or grounds, against the inconvenience, loss or damage, that might be suffered or sustained as aforesaid, and the said Jury shall distinguish the value set upon the lands, and the money assessed or adjudged for

45 damages separate and apart from each other; and the said Court shall give judgment for such sum, rent or indemnification so to be assessed by such juries, which said verdict, and the judgment so thereupon pronounced, shall be binding and conclusive to all intents and purposes,

50 against the Queen's Majesty, Her Heirs and Successors, and against all bodies politic, corporate, or collegiate, or communities, and all persons whomsoever.

As to cases in which a Jury allows more money than previously offered.

XVI. And be it enacted, That in all cases where a verdict shall be given for more money as an indemnification or satisfaction, for any lands, grounds, or hereditaments or property, or for any annual rent of any lands, grounds, hereditaments or property, of any person or persons whomsoever, than had previously been offered by or on behalf of the said Company, then all the expenses of summoning such Jury and taking such inquest, shall be settled by the Court and defrayed by the said Company of Proprietors, but if any verdict shall be given for the same or a less sum than had been previously offered by and on behalf of the said Company, or in case no damage shall be given by the verdict when the dispute is for damages only, then and in every such case, the costs and expenses shall be settled in like manner by the Court, and be borne and paid by the party or parties with whom the said Company shall have had such controversy; which said costs and expenses having been so settled, shall and may be so deducted out of the money so assessed and adjudged, when the same shall exceed such costs and expenses, as so much money advanced to and for the use of such person or persons; and the payment or tender of the remainder of such money shall be deemed and taken, to all intents and purposes, to be a payment or tender of the whole sums so assessed or adjudged as aforesaid.

Security for costs to be given.

XVII. Provided further, and be it enacted, That all and every person or persons, making complaint and requesting such Jury, shall, before the issue of the warrant or warrants for the summoning such Jury as aforesaid, enter into a bond before one of Judges of the Superior Court, with one sufficient surety, to the Treasurer of the said Company, for the time being, in the penalty of two hundred pounds currency, to prosecute his, her, or their complaint, and to bear and pay the costs and expenses of summoning such Jury and taking such inquest, in case a verdict shall be given for no more or for a less sum or rent than had been offered by or on behalf of the said Company, before the summoning and returning of the said Jury or Juries, as an indemnification or satisfaction for any lands, grounds or hereditaments, or for any annual rent, or for any damages as aforesaid.

On payment &c. of sum, &c. Company may take possession of lands.

XVIII. And be it enacted, That upon payment or legal tender of such sum or sums of money or annual rent, as shall be contracted or agreed for between the parties, or determined by arbitrators, or assessed by such Juries in manner respectively as aforesaid to the Proprietors thereof, or other person or persons entitled to receive the same, or to the principal officer or officers of any such body politic, corporate or collegiate, or community, at any time after the same shall have been so agreed for, determined or assessed, such lands, grounds or hereditaments or property respectively, may be entered upon or taken

possession of by the said Company, and applied to the purpose of making and maintaining the said Railroad, and other works and conveniences thereto appertaining.

XIX. And be it enacted, That all agreements, sales and conveyances, and all determinations by arbitration as aforesaid, or notarial copies thereof when the same may be passed before Notaries, and also the said verdicts and judgments thereupon, shall be transmitted to and kept by the Prothonotary of the Superior Court for the District of Quebec, to be kept among the records of the said Court, to all intents and purposes; and the same or true copies thereof, shall be allowed to be good evidence in all Courts whatsoever in this Province; and all persons shall have liberty to inspect the same, paying for each inspection the sum of one shilling currency, and to have and obtain copies thereof, paying for every copy not exceeding one hundred words, the sum of six pence currency, and so in proportion for any number of words; and immediately on such payments of purchase money or rent as aforesaid, and entry of such agreements, sales, conveyances, determinations by arbitration, verdicts, judgments, and other proceedings of the said Court and Juries, all the estate, right, title, interest, use, trust, property, claim, and demand, in law and equity, of the person or persons for whose use such money or rent shall be paid into and out of the said lands, grounds and tenements, hereditaments and premises, shall vest in the said Company, and the said Company shall be deemed in law to be in actual possession and seisin of the same to all intents and purposes whatsoever, as fully and effectually as if every person having an estate thereon, had been able to convey and had actually conveyed the same to them by the most effectual legal conveyance, and such payment shall bar all right, title, interest, claim and demand of the person or persons to whose use the same shall be made, bodies politic, corporate or collegiate, ecclesiastical or civil communities, women subject to marital authority, minors, interdicted persons or absentees, who may have or claim to have any right, title, interest, claim or demand therein, and of every other person or persons whomsoever, even for dower not yet open, (*douaire non encore ouvert*) any law to the contrary notwithstanding.

XX. And be it enacted, That application to the said Court 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 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

Agreements,
&c. to be kept
of record by
Prothonotary.

Time within
which indem-
nity for dam-
age shall be
claimed.

give this Act, and the special matter in evidence at any trial to be had thereupon, and may aver that the same was done in pursuance and by authority of this Act.

Penalty on persons obstructing Railroad.

XXI. And be it enacted, That if any person shall, by any means or in any manner or way whatsoever, obstruct or interrupt the free use of the said Railroad, or the carriages, vessels, engines or other works incidental or relative thereto or connected therewith, or do any other wilful hurt or mischief, 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 before one or more Justices of the Peace, shall go to the prosecutor or informer, and the other half to Her Majesty, her heirs and successors, and shall be paid into the hands of the Receiver General, and be applied for the public uses of this Province, and the support of the Government thereof. 5 10 15

Penalty on persons causing damage to Road, &c.

XXII. And be it enacted, That if any person or persons shall wilfully or 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, vessels, 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, vessels or works, such person or persons shall be adjudged guilty of felony, and the Court, by and before whom the person or persons shall be tried and convicted, shall have power and authority to cause such person or persons to be punished in like manner as felons are directed to be punished by the laws in force in this Province, or in mitigation thereof to award such sentence as the law directs in cases of simple larceny, as to such Court shall seem fitting. 20 25 30 35

Books of subscription to be opened.

XXIII. 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 of Proprietors 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 vessels, 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, vessels and other works: Provided always, that the before mentioned Peter Patterson, the Honourable Louis Massue, the Honourable Louis Méthot, W. H. Benson, Esq., John Jones, F. R. Angers, 40 45 50

Proviso.

Henry LeMesurier, James Bell Forsyth, David Ramsay Stewart, W. S. Henderson, Michael Scott, F. Evanturel e the younger, Laurent Paradis, Angus McDonald, William Sampson, and Thomas W. Lloyd, or a
 5 majority of them, shall cause books of subscription to be opened in the Cities of Quebec and Montreal, and at the Town of Sherbrooke and elsewhere, as they shall from time to time appoint, until the first meeting of Proprietors hereinafter provided for, for receiving the signatures of
 10 persons willing to become subscribers to the said undertaking, and for this purpose they shall give public notice, in the said City of Quebec, in some newspaper there published in the English language, and also in some newspaper there published in the French language, of
 15 the time and place in which the said 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
 20 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
 25 raised shall not exceed six hundred and fifty thousand pounds, current money of this Province, in the whole, except as is hereinafter mentioned, and that the same be divided into such number of shares as hereinafter directed, at a price of twelve pounds ten shillings currency afore-
 30 said, per share, and the money 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
 35 and estimates incident thereunto, 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.

Proviso.
 Capital to be
 £650,000 cy.

40 XXIV. And be it enacted, That the said sum of six hundred and fifty thousand pounds currency, or such part thereof as shall be raised by the several persons, herein-
 before named, and by such other person or persons, who shall or may at any time become a Subscriber or Subscribers
 45 to the said Railroad and other works, shall be divided and distinguished into fifty two thousand equal parts or shares at a price not exceeding twelve pounds ten shillings currency aforesaid per share; and that the shares be deemed personal estate, and shall be transferable as such; and
 50 that the said fifty two thousand 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

Capital to be
 divided into
 52,000 shares
 of £12. 10s.
 each.

behoof, proportionably 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 twelve pounds ten shillings, or such sum or sums as shall be demanded in lieu thereof, towards carrying on and completing the said intended 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 arise 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 fifty-two thousandth 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.

Preferential
Stock.

XXV. And be it enacted, That it shall and may be lawful for the said Company at any special general meeting of the shareholders thereof convoked by public notice to that effect published as by this Act is directed for the space of six weeks previous to the day fixed for such special meeting, to declare that the shares or any given number of the shares of the capital stock of the company remaining unsubscribed for, shall, on being subscribed for, entitle the holders to the preference in the division of profits hereinafter provided; and thereupon the shares to be newly subscribed for, and entitled to such preference, shall be distinguished as shares of the new and Preferential Stock of the Company, and the Directors of the Company shall and may hereafter from time to time, and wheresoever, in this Province or elsewhere, and under such regulations as they shall deem meet, open a book or books for the receipt of subscriptions for the shares of the new and preferential stock of the Company; and subscribers therefor, and their legal representatives and assigns, shall be deemed holders of the shares subscribed for, and be liable and bound to pay the calls to be made in respect thereof, and otherwise shall be on the same footing as the holders of shares of the *Old Stock*, but with the said preference in the division of profits hereinafter provided; and all transfers of shares of the capital stock of the Company shall express whether the shares transferred are shares of the *Old Stock* or of the new and preferential stock of the said Company.

Company may
create consti-
tute.

XXVI. And be it enacted, That it shall be lawful for the said Company of Proprietors, and they are hereby authorized to create and pay annual redeemable rents

(*rentes constituées rachetables*) to an amount not exceeding, six thousand pounds per year, and to grant a preference for the payment of such annual rents, on the revenue of the said Railroad as is hereinafter provided.

- 5 XXVII. 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 one time the sum of one hundred and fifty thousand pounds, currency, as they may find expedient, and at such rate of interest not exceeding six per cent 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.
- Company may borrow money.

- 20 XXVIII. And be it enacted, That in borrowing moneys by way of loan, and in creating mortgages or *hypothèques* for securing the same, the debentures of the said Company therefor, shall and may be in the forms contained in the Schedules numbers one and two respectively, annexed to this Act, and the registration at full length, of a debenture, in the form of the Schedule number one, in the Registry office for the County in which the land or real estate, or any portion of the land or real estate of the Company, thereby specially mortgaged and hypothecated, shall lie, shall perfect the mortgage or *hypothèque* created by such debenture; and the debenture and mortgage or *hypothèque* thereby created shall be, to all intents and purposes, binding upon the said Company, in favour of the holder of the debenture, any law or usage to the contrary notwithstanding: Provided always, that no debenture of the said Company shall be for a less sum than one hundred pounds currency.
- Debentures for money borrowed to lend form of Schedules 1 & 2.
- Proviso.

- XXIX. And be it enacted, That if after the registration in a County Registry office of a debenture of the said company creating a mortgage or *hypothèque*, such debenture shall be presented at the Registry Office at which it was registered, with the word "*cancelled*," and the signature of the President, or other duly authorized Director of the said Company, or of the Secretary of the said Company written across its face, the Registrar or his deputy, on receiving the usual fee in that behalf, and on proof of the cancellation, by the oath of one credible witness, (which oath the Registrar or his deputy is authorized to administer,) shall forthwith make an entry, in the margin of the Register, against the registry of such debenture, to the effect that the same has been cancelled, adding to such entry the date thereof, and his signature,
- Enregistration of cancelled debentures.

Proviso. and thereupon the cancelled debenture shall be filed and remain of record in the said Registry office: Provided always, that if any such cancelled debenture shall have been registered in more than one Registry office, it shall remain of record in the Registry office of the county within which the greater part of the property mortgaged and hypothecated thereby shall lie, the other Registrar or Registrars, or his or their deputies, having first endorsed thereon a certificate of the entry by him or them made of the cancellation thereof. 5 10

Registration of debentures facilitated. XXX. And to facilitate the registration of debentures of the said Company, creating mortgages or *hypothèques*, Be it enacted, That the said Company may at their own expense, deposit in any Registry office wherein any such of their debentures may require to be registered, any number of their printed or engraved blank debentures, in the form of the said schedule numbers one and two annexed to this Act, bound together in a book, and having the pages thereof numbered and signed by the Secretary of the Company; and thereupon the Registrar and his deputy shall be bound to receive and retain the same as one of the Registry books of his office, and to register therein the said debentures of the Company, instead of registering them in the ordinary registry books of his office; any ordinance or law to the contrary notwithstanding. 15 20 25

Quebec Corporation, &c may subscribe for shares, &c. XXXI. And be it enacted, That if it any time, the Mayor and Councillors of the City of Quebec, or the Ecclesiastics of the Seminary of Quebec, or the Ladies of the Ursuline Convent of Quebec, or of the Hotel-Dieu, or any other Corporate Body, Civil, Ecclesiastical or Collegiate, in this Province, shall be desirous of subscribing for shares of the Capital stock of the said Company, or of otherwise promoting the speedy completion of the said Railroad, by loans of money or securities for money at interest, or *à constitution de rente rachetable* (redeemable *constituts*,) it shall be lawful for them respectively so to do in like manner and with all the rights and privileges in respect thereof, as private individuals may do under and in virtue of this Act, any thing in any Ordinance or Act, or Instrument of Incorporation of any such body, or in any law or usage to the contrary notwithstanding; Provided always, and be it enacted, that if the Mayor and Councillors of the City of Quebec become stockholders of the said Company or loan money or securities for money to the said Company, then and in that case the Mayor shall be, *ex officio* one of the Directors of the said Company without being subject to election. 30 35 40 45

Proviso.

XXXII. And be it enacted, That on the completion of the said Railroad, the revenue derived therefrom shall be applied in the following order, that is to say :

Application of
revenue of
road.

First. To the discharge of all direct and incidental expences necessary for the full and efficient working of the said Railroad and its accessories, and keeping the same in perfect order and repair ;

Secondly. To the payment of the rents (*rentes*) of redeemable *constituts*, not exceeding six thousand pounds 0 a year.

Thirdly. To the payment of interest on moneys loaned to the Company under the guarantee of either the Provincial or the Imperial Government for the payment of such interest ;

15 *Fourthly.* To the payment of interest on all other moneys loaned to the said Company ;

Fifthly. To the appropriation of a portion not less than two per centum of the amount of the remaining revenue or profits as a sinking fund towards the discharge 10 of the capital of moneys loaned to the Company.

Sixthly. To the payment of dividend of profits to the extent of six per centum per annum on the shares of the "new and preferential stock" of the company.

25 *Seventhly.* To the payment of dividends of profits to the extent of six per centum per annum on the shares of the old stock of the Company.

Lastly. To the payment of dividends of profits on the old and new and preferential stock of the Company without distinction.

30 XXXIII. And be it enacted, That the said Company shall have power to become parties to promissory notes and bills of exchange, and any promissory note made or endorsed, and any bill of exchange drawn, accepted or endorsed by the President of the Company and 35 countersigned by the Secretary and under the authority of a majority of a quorum of the Directors, is and shall be binding upon the Company, and every promissory note or bill of exchange made, drawn, accepted or endorsed by the President of the said Company, and coun- 40 tersigned by the Secretary as such, either before or after the passing of this Act, shall be held to have been properly made, drawn, accepted or endorsed, as the case may be, for the Company, until the contrary be shown ; and in no case shall it be necessary to have the seal of 45 the Company affixed to any such bill of exchange or

Company may
become parties
to promissory
notes, &c.

promissory note, nor shall the President or the Secretary and Treasurer of the Company so making, drawing, accepting or endorsing any such promissory note or bill of exchange be thereby subjected individually to any liability whatever; Provided always, that nothing in this clause shall be construed to authorize the said Company to issue any note payable to bearer or any promissory note intended to be circulated as money or as the notes of a Bank.

Proviso.

Proportion of votes to shares.

XXXIV. 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 where in conformity to the provisions of this Act, the votes of the members of the said Company of Proprietors 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 one hundred and fifty; Provided always, that no one proprietor as aforesaid, shall have more than one hundred and fifty 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 be a proprietor in the said Company, and moreover do produce from his constituent or constituents, an appointment in writing in the words or to the effect following, that is to say:—

“ I of one of the Proprietors of the Quebec and Richmond Railroad, do hereby nominate, constitute, and appoint of to be my proxy, in my name and in my absence, to vote or to 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 the said shall think proper, according to his opinion and judgment, for the benefit of the said undertaking, or any thing appertaining thereto. In witness whereof, I have hereunto set my hand and seal, the day of in the year

and such vote or votes by proxy, shall be as valid as if 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 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;

No alien can be President, &c.

XXXV. Provided always, and be it enacted, That no 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 an Act of the Legislature of this Province, shall be elected President, Secretary or Treasurer of the said Company.

- 5 XXXVI. And be it enacted, That no Shareholder in the said Company of Proprietors, shall be in any manner whatsoever liable for or charged with the payment of any debt or demand due by the said Company beyond the extent of his, her or their share in the Capital of the
10 said Company not paid up.
- Shareholders not individually liable, &c.

- XXXVII. And be it enacted, That the first general meeting of the Proprietors for putting this Act in execution may be held at the Court House in the City of Quebec, whenever fifteen hundred shares in the said
15 undertaking 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 newspaper published in the French language, at Quebec, and signed by at least ten of the subscribers to
20 the said undertaking holding among them at least two hundred shares; and at such general meeting the Proprietors assembled, with such proxies as shall be present, shall choose thirteen persons, being each a Proprietor of not less than ten shares in the said undertaking, to be
25 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.
- First general meeting of Proprietors.

- XXXVIII. And be it enacted, That the Directors first
30 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 in the said year, and each year thereafter, and on such
35 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
40 it shall appear to any ten or more of such Proprietors, holding together two 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
45 fifteen days' notice at least to be given thereof in two public newspapers as aforesaid, or in such manner as the Company shall by any By-law direct or appoint, specifying in such notice the time and place, and the reason and intention of such special meetings respectively; and the
50 Proprietors are hereby authorized to meet pursuant to such notices, and proceed to the execution of the powers
- Time of holding office of Directors.

by this Act given them with respect to the matters so specified only; and all such acts of the Proprietors or a majority of them, at such special meetings assembled, such majority as principals or proxies not having less than two hundred shares, shall be as valid to all intents and purposes as if the same were done at annual meetings: 5
 Provided always, that it shall and may be lawful for the said Company of Proprietors at such special meetings, (in like manner as at annual meetings,) in case of the death, absence, resignation, or removal of any person 10
 elected a Director to manage the affairs of the said Company in manner aforesaid, to elect another 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 15
 election be not made, such death, absence, or resignation shall not invalidate the acts of remaining Directors.

Retirement of Directors. XXXIX. And be it enacted, That at each of the said annual meetings of Proprietors, three of the said thirteen Directors shall retire in rotation, the order of retirement 20
 of the said first elected thirteen Directors being decided by lot, but the Directors then or at any subsequent time retiring shall be eligible for re-election: Provided always, that no such retirement shall have effect unless the Proprietors shall at such annual meeting proceed to fill up 25
 the vacancies thus occurring in the Direction.

Quorum of Directors. XL. And be it enacted, That any meeting of the said Directors, at which not less than five Directors shall be present, shall be competent to use and exercise all and any of the powers hereby vested in the said Directors of 30
 the said Company: Provided always, that no one Director, though he may be a Proprietor of many shares, shall have more than one vote at any meeting of the Directors, except the Chairman, who shall be chosen by and out of the said Directors, and who in case of a division of equal 35
 numbers, shall have the casting vote, although he may have given one vote before: And provided also, that such Directors shall from time to time be subject to the examination and control of the said annual and special meetings of the said Proprietors as aforesaid, and shall pay 40
 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 receive from the said Proprietors at such annual or special meetings; such order and directions not being contrary to any express directions or 45
 provisions in this Act contained: And provided also, that the Act of any majority of a quorum (or seven) of the Directors present at any meeting regularly held shall be deemed the act of the Directors.

Officers of Company. XLI. Provided always, and be it enacted, That no 50
 person holding any office, place or employment, or being

concerned or interested in any contract or contracts cannot be Directors.
 under the said Company, shall be capable of being chosen
 one of the Directors for managing the affairs of the said
 Company.

- 5 XLII. And be it enacted, That every such annual Appointment of Auditors.
 meeting shall have power to appoint, not exceeding three
 Auditors, to audit all accounts of money laid out and dis-
 10 bursed, on account of the said undertaking, by the Treas-
 urer, Receiver or Receivers, and other officer and
 other persons whatsoever, employed by or
 concerned for or under them, in and about the said
 undertaking; and to that end the said Auditors shall have
 15 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
 20 said Railroad and other works, to defray the expense of,
 or to carry on, the same, as they from time to time shall
 find wanting and necessary for these purposes: Proviso.
 Provided, however, that no call do exceed the sum of *one pound five
 shillings* for every share of *twelve pounds ten shillings*:
 And provided also, that no calls be made, but at Proviso.
 25 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 in contracting for and pur-
 chasing lands, rights and materials for the use of the said
 30 Company, as in employing, ordering, and directing the
 work and workmen, and in placing and removing under-
 officers, clerks, servants, and agents, and in making all
 contracts and bargains touching the said undertaking, so
 that no such purchase, bargain, or other matter, be done
 35 or transacted without the concurrence of a majority of a
quorum of such Directors, at a meeting of Directors,
 regularly held, or in conformity with some express By-
 law of the Company; and the owner or owners of one or
 more shares in the said undertaking, shall pay his, her or
 40 their shares of the moneys to be called for as aforesaid,
 to such person or persons, and at such time and place as
 the said Directors shall from time to time appoint and
 direct; of which three week's notice, at least, shall be
 given in two newspapers as aforesaid, or in such other
 45 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 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
 50 appointed, he, she or they neglecting 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 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; all which forfeitures shall go to the rest of the Proprietors of the said undertaking, their successors and assigns, for the benefit of the said Proprietors in proportion to their respective interests. 5

No advantages to be taken of forfeiture of shares in certain cases.

XLIII. 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 meeting of the said Company, assembled after such forfeiture shall be incurred; and every such forfeiture shall be an indemnification to and for every Proprietor so forfeiting, against all action or actions, suits or prosecutions whatsoever, to be commenced or prosecuted for any breach of contract or other agreement between such Proprietor and the other Proprietors with regard to carrying on the said Railroad or undertaking. 10 15 20

Company may remove Directors, &c.

XLIV. And be it enacted, That the said Company shall always have power and authority at any general meeting assembled as aforesaid, to remove any person or persons chosen upon such Board of Directors as aforesaid, and to elect others to be Directors in the room of those who shall die, resign or be removed, and to remove any other officer or officers under them; and to revoke, alter, amend or change any of the By-laws or orders prescribed with regard to their proceedings amongst themselves, (the method of calling general meetings, and their time and place of assembling and manner of voting, and of appointing Directors only, excepted); and shall have power to make such new rules, By-Laws, and orders, for the good government of the said Company and their servants, agents and workmen, for the good and orderly making, maintaining and using the said Railroad and all other works connected therewith, or belonging thereto, or hereby 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-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 Province for every offence; such fines and forfeitures to be recovered and levied by such ways and means as are hereinafter mentioned: which said By-Laws and orders being put into writing, under the common seal of said Company of Proprietors, shall be published at least twice in two newspapers as aforesaid, and affixed in the 25 30 35 40 45 50

office of the said Company, and in all and every other of the places where tolls are to be gathered, and in like manner as often as any change or alteration shall be made to the same; and the said By-laws and orders so made 5 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, and 10 having the Seal of the Corporation affixed to it, shall be deemed authentic, and shall be received as evidence of such By-laws in any Court without further proof.

XLV. And be it enacted, That it shall and may be lawful to and for the several Proprietors of the said Rail- 15 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 20 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 25 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 30 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: Provided always, that an affidavit by the President or any 35 officer of the said Company, cognizant of the fact, that the said Company is the sole owner of any vessel, shall be sufficient to warrant the registry of such vessel, under any Provincial Act, without any further allegation as to the members of the Company; anything in any Act or 40 Law to the contrary notwithstanding.

Proprietors may dispose of their shares on certain conditions.

Proviso.

XLVI. 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:—

Form of sale of shares.

45 “ I, A, B, in consideration of the sum of
 “ paid to me by C. D of
 “ do hereby bargain, sell, and transfer to the said C. D.
 “ share (or shares) of the stock
 “ of the Quebec and Richmond Railroad Company, to
 50 “ hold to him the said C. D, his heirs, executors, curators,
 “ administrators, and assigns, subject to the same rules

“ and orders, and on the same conditions that I held the
 “ same immediately before the execution thereof. And
 “ I the said C. D, do hereby agree to accept of the said
 “ share (or shares) subject to
 “ the same rules, orders, and conditions: Witness our 5
 “ hand and seals, this day of
 “ in the year

Certain offi-
 cers may be
 appointed.

XLVII. And be it enacted, That it shall and may be
 lawful, to and for the said Directors, and they are hereby
 authorized from time to time, to nominate and appoint a 10
 Treasurer or Treasurers, and a Clerk or Clerks to the
 said Company; 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 keep a true and perfect account, of the 15
 names and places of abode of the several Proprietors of
 said Railroad and other works, and of the several persons
 who shall from time to time become owners and Pro-
 prietors of, or entitled to any share or shares therein, and
 of all the other acts, proceedings and transactions of the 20
 said Company and of the Directors for the time being, by
 virtue of and under the authority of this Act.

Tolls may be
 demanded.

XLVIII. And be it enacted, That it shall and may be
 lawful to and for the said Company from time to time,
 and at all times hereafter, to ask, demand, take and recover, 25
 to and for their own proper use and behoof, for all goods,
 wares, merchandize and commodities, of whatever
 description, transported upon the said Railroad or in the
 said steamboats or vessels, such tolls as they may deem
 expedient: which said tolls shall be from time to time 30
 fixed and regulated by By-laws of the Company, and
 shall be paid to such persons, and at such place or places
 near to the said Railroad, in such manner and under
 such regulations as the said Company shall direct and
 appoint; and in case of denial or neglect of payment of 35
 any such rates or dues, or any part thereof, on demand,
 to the person or persons appointed to receive the same
 as aforesaid, the said Company may sue for and recover
 the same in any Court having competent jurisdiction, or
 the person or persons to whom the said rates or dues ought 40
 to be paid, may, and he is and they are hereby empowered
 to seize and detain such goods, wares, 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, 45
 wares, merchandize or other commodities shall be at the
 risk of the owner or owners thereof; and the said Com-
 pany 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 50
 deemed necessary for the interests of the said undertak-
 ing: Provided always, that the same tolls shall be payable

Proviso.

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.

XLIX. 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
 10 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 collect-
 ed and received by the said Company, or by the Direc-
 15 tors 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, mak-
 ing, supporting, maintaining, and carrying on their works, and of all other receipts and expenditure of the said
 20 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, un-
 less such meetings shall declare otherwise; and such dividend shall be at and after the rate of so much per
 25 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 capi-
 30 tal 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.

Accounts when to be balanced.

Proviso.

L. Provided always, and be it enacted, That whenever
 35 the said Company shall have declared for the then preceding year a dividend or dividends exceeding six pounds, currency, on each and every share in the said undertaking, the said Company shall and they are hereby directed and required to pay over, as a duty to Her Majesty, Her
 40 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 pounds per share, first payable to the said Proprietors: Provided
 always, that no such duty shall be payable until the divi-
 45 dends 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 provision being made as an allowance to the Company for the loss of interest on the money expended before the work shall
 50 produce any income.

Company to pay to Her Majesty excess of dividend over 6 per cent.

Proviso.

Fraction of a mile to be considered a whole mile, &c.

LI. Provided always, and be it enacted, That in all cases where there shall be a fraction in the distance which goods, wares, merchandize, or other commodities or passengers shall be conveyed or transported on the said Railroad or in the said steamboats or vessels, such fraction shall, in ascertaining the said rates, be deemed and considered as a whole mile, and that in all cases where there shall be the fraction of a ton in the weight or measurement of any such goods, wares, merchandize or other commodities, a proportion of the said rates shall be demanded and taken by the said Company of Proprietors to the number of quarters of a ton contained therein; and in all cases where there shall be a fraction of a quarter of a ton, such fraction shall be deemed and considered as a whole quarter of a ton.

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Company may fix rates of carriage.

LII. Provided always, and be it enacted, That it shall and may be lawful to and for the said Company from time to time at any General Meeting, to make such By-law or By-laws 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, or in the said steamboats or vessels, as to them shall seem fit and reasonable; and that the said Company shall from time to time print and stick up, or cause to be printed and stuck up, in their office, and in all and every of the places where the Tolls are to be collected, in some conspicuous place there, a printed board or paper ascertaining all the Tolls payable under 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.

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Provision as to carriage of Her Majesty's Mail, &c.

LIII. Provided always, and be it enacted, That the 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, carry Her Majesty's Mail, Her Majesty's Naval or Military Forces or Militia, and all Artillery, ammunition, provisions, or other stores for their use, and all Policemen, Constables, and others, travelling on Her Majesty's service, on their said Railroad or in their said steamboats or vessels, 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: And provided also, that any further enactments which the Legislature of this Province may hereafter deem it

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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, shall not be deemed an infringement of the 5 privileges intended to be conferred by this Act.

LIV. 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 10 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 15 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, 20 banks and other fences so set up and made as aforesaid.

Company to erect a fence on lands near Railroad to keep off cattle.

LV. 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, with proper inscriptions on the sides thereof, 25 denoting the distance, to be erected, and for ever after maintained, at the distance of every mile from each other.

Mile stones to be erected.

LVI. 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 30 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.

Security to be given by Treasurer, &c.

LVII. And be it enacted, That the several persons who shall subscribe or advance any money for and towards making and maintaining the said Railroad and other works connected therewith or hereby authorized, shall, and they are hereby required to pay the sum or sums of 40 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 45 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 50 costs, in any Court of Law having competent jurisdiction.

Subscribers may be sued for not paying their subscriptions.

Fines how re-
covered.

LVIII. And be it enacted, That all fines and forfeitures 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 here in directed, shall, upon proof of the offence before any one or more Justice or Justices of the Peace for the District, either by 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 goods and chattels, by warrant under the hand and seal, or hands and seals, of such Justice or Justices; and all such fines, forfeitures or penalties by this act imposed or 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 moneys 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 moneys 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 and chattels so distrained and sold; and for want of sufficient goods and chattels whereon to levy the said penalty and expenses, the offender shall be sent to the common gaol for the District of Quebec, Montreal, Three Rivers or St. Francis, 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.

Appeal to
Quarter Ses-
sions by par-
ties aggrieved.

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

LX. 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
 5 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 non suit, or discontinue his, her or their action or suit, after the Defendant or Defendants shall have appeared, or if judgment shall be
 10 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 of law.

LXI. And be it enacted, That the said Company of
 15 Proprietors to entitle themselves to the benefits and advantages to them granted by this act, shall and they are hereby required to make and complete the said Railroad from the navigable waters of the River St. Lawrence to the village of Richmond in the Township of Shipton
 20 on the River St. Francis as aforesaid, in manner aforesaid, within ten years from the passing of this act; and if the same shall not be so made and completed within the said period, so as to be used by the public as aforesaid, then this act and every other matter and thing therein
 25 contained shall cease and be utterly null and void.

Time limited for completion of Railroad.

LXII. 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 each Session of the Provincial Parliament, a detailed and
 30 particular account, attested upon oath of the moneys by them received and expended under and by virtue of this act, with a statement of the amount of tonnage and of passengers that have been conveyed along the said road.

Account to be submitted to Legislature.

LXIII. And be it enacted, That nothing herein con-
 35 tained shall affect or be construed to affect, in any manner or way whatsoever, the rights of Her Majesty, Her Heirs, and Successors, or of any person or persons, or of any bodies politic, corporate, or collegiate, such only excepted as are herein mentioned.

Saving of Her Majesty's Rights.

LXIV. And be it enacted, That this Act shall be
 40 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.

Public Act.