

No. 161.

4th Session, 6th Parliament, 24 Victoria, 1861.

BILL.

An Act to incorporate The International
Railway Company.

(PRIVATE BILL.)

Received and read 1st time, Friday, 12th
April, 1861.

Second Reading, Monday, 15th April, 1861.

Mr. McMICKEN.

QUEBEC.

PRINTED BY THOMPSON, HUNTER, & CO.,
ST. URSULE STREET.

An Act to incorporate the International Railway Company.

WHEREAS, it is expedient that a Railway should be constructed from the Falls of Niagara to the Niagara Falls Suspension Bridge, for the accommodation of local passengers, for the convenience of the public, and for the transportation of passengers, in conjunction with a similar Railway upon the Easterly, or American, side of Niagara River, from Niagara Falls to the said Suspension Bridge, and across the said Suspension Bridge: Therefore, Her Majesty, &c., enacts as follows:

Preamble.

Company incorporated.

Corporate name.

Line of Railway.

Certain provisions of the Railway Act incorporated with this Act.

Subject to certain exceptions.

First exception.

I. Ira Spaulding, John W. Dunklee, Charles Pierson, Eben B. Shears, and Charles Robinson, of the Town of Clifton, Esquires, James Oswald, of the Township of Stamford, Esquire, James F. Macklem, of the Village of Chippawa, Esquire, Thomas Scott, and Edward S. Winans, of the Town of Cobourg, Esquires, and Charles E. Dunn, of the Village of Drummondville, Esquire, together with such other persons as shall, under the provisions of this Act, become subscribers to, or proprietors of, any share or shares in the Railway hereby authorized to be made, and their several and respective heirs, executors, administrators, curators, and assigns, being proprietors of any share or shares in the said Railway, shall be, and they are hereby, united into a Company for constructing, maintaining, and working the said Railway, according to the provisions of this Act, and shall, for that purpose, be one body corporate and politic, by the name and style of the "International Railway Company:" And the said Company are hereby authorized and empowered, from and after the passing of this Act, by themselves, their Officers, Deputies, Agents, Workmen, and Servants, to make and complete a Railway from a point at or near the Falls of Niagara, in the Town of Clifton, and County of Welland, to the Niagara Falls Suspension Bridge, in said Town of Clifton and County of Welland, at the terminus of the Great Western Railway, upon such line or route as the Directors of the said Company shall deem most advantageous for the purpose.

II. The several clauses of "The Railway Act," with respect to the first, second, third, fourth, fifth, and sixth sections thereof, and also the several clauses of the said Act with respect to "Interpretation," "Incorporation," "Powers," "Plans and Surveys," "Lands and their Valuation," "Highways and Bridges," "Fences," "Tolls," "General Meetings," "President and Directors—their Election and Duties," "Calls," "Shares, and their Transfer," "Municipalities," "Shareholders," "Actions for indemnity, and fines and penalties and their prosecution," "By-laws, Notices," &c., "Working of the Railway," and "General Provisions," together with the general provisions of the said Act applicable to all Railways, shall be incorporated in this Act, subject to the following modifications and exceptions, that is to say: The eighth provision or paragraph of the clause of said Railway Act, with respect to "Plans and Surveys," shall be so modified that the provision prohibiting the execution or construction of the Railway until the

- original Map or Plan and Book of Reference, or the plans and sections of the alteration shall have been deposited, shall be understood to apply only to such portions of the Railway as may pass over or be situated upon lands to which the Company have not obtained a title for Right of Way: The twenty-eighth and twenty-ninth sections of the said Act, with respect to "Tolls," shall not apply to the said Railway: and the forty-eighth section of the said Act, with respect to "Calls," shall be modified as follows, that is to say; The Directors may from time to time make such calls of money upon the respective shareholders, in respect of the amount of capital respectively subscribed or owing by them, as they shall deem expedient, and every shareholder shall be liable to pay the amount of the call so made in respect of the shares held by him, to the persons and at the times and places from time to time appointed by the Company or the Directors: And the one hundred and thirty-fourth and one hundred and thirty-fifth sections of the said Act, or any enactments in the said Act which may be inconsistent with the express provisions and enactments of this Act in like matters, shall not apply to the said Railway.
- Second exception. 5
- Third exception. 10
- Fourth exception. 15
- Expression "this Act," what to include. 20
- Guage of Railway. 52
- First directors of the Company. 30
- Capital Stock, and how it shall be applied. 35
- Subscription Books, and subscriptions. 45
- First general meeting and election of directors. 40
- III. The guage of said Railway shall be such as the Directors may deem expedient for connecting and consolidating with a similar Railway to be built on the Eastern or American side of Niagara River, and for crossing the said Suspension Bridge.
- IV. The said Ira Spaulding, John W. Dunklee, Eben B. Shears, Charles Pierson, James Oswald, Thomas Scott, and Edward S. Winans, shall be, and they are hereby constituted and appointed the first Directors of the said Company, and shall hold their office until others shall, under the provisions of this Act, be elected by the shareholders or appointed in the articles of consolidation, as hereinafter specified, and shall, until that time, constitute the Board of Directors of the said Company.
- V. It shall be lawful for the said Company to receive subscriptions to the capital stock of the Company to an amount not exceeding one hundred thousand dollars, in shares of one hundred dollars each, for making and completing the said Railway, purchasing such real estate as may be needed for its use, erecting buildings and procuring equipments, materials, and other property necessary to be obtained for the making of the said Railway, and operating, repairing, and preserving the same, and to expend the same, or so much thereof as shall be found necessary, for such purposes.
- VI. The Directors named in this Act may open books of subscription to the capital stock of said Company, in such places and after giving such notice as they may deem expedient, and may continue to receive subscriptions until the whole capital is subscribed; and at the time of subscribing every subscriber shall pay to the Directors ten per cent on the amount subscribed by him; and no subscription shall be received or taken without such payment. And whenever two hundred shares, amounting to twenty thousand dollars, shall have been subscribed, and ten per centum paid thereon, the said Directors shall be authorized, by notice of at least ten days given to each subscriber, to call a general meeting of the subscribers to the capital stock, at such time and place

as they shall deem expedient ; and at such meeting seven persons, each being a subscriber to the said capital stock, shall be chosen Directors of the Company, and shall hold their office until the first annual meeting of the shareholders, and until others are appointed in their places, or until
 5 their successors are appointed in and by the Articles of Consolidation, as hereinafter specified.

VII. The Annual Meeting of the shareholders shall be held at the place and on the day in each year to be fixed by the By-Laws of the Company ; and the Directors shall have authority to make and establish
 10 all By-Laws and Regulations by them from time to time deemed necessary for the government of said Company and the conduct of its general business and affairs for which no special provision is made by this Act ; but no such By-Law, Rule, or Regulation shall be inconsistent with the provisions of this Act, or with the Laws of this Province.

Annual Meetings.

By-laws.

VIII. The said Railway Company shall have power to lease or purchase the whole or any part of the Road, Roadway, Grounds and Buildings of the
 15 Turnpike Company which lie or are situated in the Town of Clifton, on such terms and conditions as the said Railway Company and the said Turnpike Company, or the owners of said Road, Roadway, Grounds and Buildings, shall agree upon ; and the said

Company may lease or purchase property of a certain Turnpike Road Company.

Turnpike Company, or the owners of said Road, Roadway, Grounds and Buildings as are situated in the Town of Clifton, are hereby authorized to sell or lease the same to the said Railway Company, and upon
 25 the sale or lease thereof the said Railway Company shall have all the rights, powers, franchises and privileges of the said Turnpike Company in regard to the use of the Road and property so sold or leased, the collection of tolls and the management and disposition of the same, and of the property so sold or leased.

IX. The Mayor and Council of the Town of Clifton may and shall have authority to grant to the said Company the right to construct its Railway and run its cars across, over, upon, along or through any of the public streets or highways in the said Town, or any grounds belonging to the said Town of Clifton, upon such terms and conditions as to the
 35 said Mayor and Council of the said Town of Clifton shall seem expedient and proper and conducive to the public good.

Mayor and Council of Clifton may allow the Company to run its Railway on streets, etc.

X. When the Railway and track or tracks of the said Company shall intersect or run along any street, highway, or turnpike where, on account of cutting or embankment, or the want of space, a change in the line of
 40 such street, highway, or turnpike may be desirable, with a view to the more easy ascent and descent, or for greater comfort and security of those using such street, highway, or turnpike, the said Company may take such additional lands for changing the line of such street, highway, or turnpike, and for the construction of the same, as may be deemed
 45 requisite by the Directors for the purpose ;—and unless the lands so taken shall be purchased for the purposes aforesaid, compensation therefor shall be ascertained in the manner prescribed in this Act for acquiring title to real estate, and payment duly made by the Company to the owners and persons interested in such lands ; and such lands, when so
 50 taken, shall become part of such intersecting street, highway, or turnpike for which they were taken, in such manner and by such tenure as the adjacent parts of the same street, highway, or turnpike may be held for highway purposes.

Provisions when the Company have to alter the line of street, etc.

Company may enter into certain arrangements with other Companies. XI. The Directors of the said Company may, and are hereby authorized to make such contracts and agreements as they may deem expedient and proper, with the Great Western Railway Company, and with the Niagara Falls Suspension Bridge Company, for transporting cars, passengers, and freight over and upon the track of the Great Western Railway Company and over and upon the said Suspension Bridge, and to join with any other Company organized, or hereafter to be organized, in the State of New York, for building a similar Railway on the Easterly or American side of Niagara River, from Niagara Falls to the said Suspension Bridge, in running cars and transporting passengers and freight, and for the joint use of the tracks and property of each Company in the prosecution of their mutual business, as the Directors of the Company hereby created shall deem expedient. 5 10

Company may consolidate their stock with that of other Companies. XII. The Directors of the said Company may, at their option, and they are hereby authorized to, consolidate the capital stock of the Company with the capital stock of any other Company organized, or hereafter to be organized, in the State of New York, for the purpose of making and operating a similar Railway on the Easterly or American side of the Niagara River, from Niagara Falls to the said Suspension Bridge, on such terms and conditions as the said Companies shall mutually deem to be advantageous; and such consolidated Company may and shall have authority to issue scrip for shares of stock therein which shall entitle the holders or owners thereof to equal rights and ownership in the joint capital stock of such Companies to the extent represented by such scrip or shares: 15 20 25

And issue scrip for joint stock.

Directors of Consolidated Company.

Proviso.

By-laws of Consolidated Company.

Rights.

Proviso: Consolidation must be approved by shareholders.

And at the time of such consolidation the Directors of the two Companies shall agree upon seven persons, stockholders in one or both Companies, and insert their names in the Articles of Consolidation as Directors of the consolidated Company, who shall hold their office and manage its affairs until the next annual meeting of the shareholders, and until others are appointed in their places: Provided, that at least three of the Directors of such consolidated Company shall be resident freeholders of the Town of Clifton; and all By-Laws, Rules, Regulations, and Resolutions of the Directors of said consolidated Company shall have the affirmative vote of not less than five of said Directors before they are declared passed and become legal and binding as the action of said Board: And such consolidated Company shall have all the powers and be entitled to the exercise of all the rights, franchises, and privileges that the Company hereby created may, by virtue of this Act, use, exercise, and enjoy: Provided, that before such consolidation shall take effect, the said Articles of Consolidation shall be submitted to the shareholders, at a special meeting called for that purpose, by giving at least ten days' notice to each shareholder, specifying the object for which the meeting is called; and if, at such meeting, the said Articles of Consolidation are approved by a vote of the shareholders owning or representing at least two-thirds the shares represented at such meeting, then the said Articles of Consolidation shall be considered as affirmed and binding upon the parties; and if the votes of less than two-thirds the stock represented at said meeting shall be given in favor of ratifying said Articles of Consolidation, then the same shall be void and of no effect, and no other meeting shall be called to consider any agreement for a like purpose within six months thereafter: 30 35 40 45 50

Consolidation not to affect liability, etc., of Company.

And provided, also, that the provisions of this section contained shall not operate or be so construed as to release the said Company created by this Act from any obligation or liability created by law, or so as to 55

interfere with or impair the lawful jurisdiction of any Courts, Officers, or constituted authorities, over the said Company, its capital stock, franchises, or business, under and by virtue of any general or special statute of this Province now existing, or which may hereafter be enacted.

5 XIII. This Act shall be a Public Act.

Public Act.