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Canada. Laws, Statutes, etc.

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Bills.

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2 An Act to regulate the floating of cordwood upon the navigable portion of the River St. Francis.

3 An Act to amend chapter thirty-two of the Acts of 33 Victoria (1870,) intituled "An Act to empower the Police Court in the City of Halifax to sentence juvenile offenders to be detained in the Halifax Industrial School."

4 An Act to repeal "The Supreme and Exchequer Court Act" and the Acts amending the same.

5 An Act for the better prevention of fraud in relation to contracts involving the expenditure of public moneys.

6 An Act to regulate the hours of labour in the Workshops, Mills and Factories of the Dominion of Canada, and for other purposes.

7 An Act to incorporate "The Wrecking and Salvage Company of Canada."

8 An Act to reduce the Capital Stock of the Exchange Bank of Canada, and otherwise to amend the Act respecting the said Bank.

9 An Act for better securing the Independence of Parliament, and for the Prevention of Corruption.

10 An Act to remove doubts as to the true construction of Section Twelve of "The Northern Railway Company Act, 1877."

11 An Act to incorporate the Saskatchewan and Peace Rivers Railway Company of Canada.

12 An Act for constituting a Court of Railway Commissioners for Canada, and to amend the Consolidated Railway Act, 1879.

13 An Act to incorporate the South-Eastern Railway Company.

14 An Act to incorporate the Westbourne and North-Western Railway Company.

15 An Act to incorporate the Metropolitan Fire Insurance Company of Canada.

16 An Act to explain and amend the Act to authorize the transfer of the Windsor Branch of the Nova Scotia Railway to the Western Counties Railway Company.

17 An Act to incorporate the Saskatchewan and North-Western Railway Company

18 An Act to amend the Act incorporating the Souris and Rocky Mountain Railway Company.

19 An Act to enable the Manitoba South-Western Colonization Railway Company to extend their line of railway, and for other amendments to their Act of incorporation.

20 An Act respecting The Northern Railway Company of Canada.

21 An Act respecting the Grand Trunk Railway Company of Canada.

22 An Act to incorporate the "St. Lawrence Wrecking and Salvage Company of Canada."

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23 An Act to incorporate the Ontario and Quebec Railway Company.

24 An Act respecting the Berlin and Galt branch of the Grand Trunk Railway Company of Canada.

25 An Act respecting the Ontario and Pacific Junction Railway Company.

26 An Act to incorporate the Ontario Investment Association.

27 An Act to amend the Act Forty-third Victoria, Chapter Sixty-one, intituled: "An Act to incorporate the Assiniboine Bridge Company."

28 An Act to incorporate the South Saskatchewan and Hudson Bay Railway Company.

29 Senate Bill A

30 Senate Bill D

31 An Act to enlarge and extend the powers of the Crédit Foncier Franco-Canadien.

32 An Act to incorporate the Crédit Foncier of the Dominion of Canada.

33 Senate Bill B

34 An Act to incorporate the Dominion Salvage and Wrecking Company, (Limited.)

35 An Act to incorporate the Silver Plume Mining Company.

36 An Act further to amend the Act incorporating the Canada Guarantee Company.

37 An Act respecting the Canadian Pacific Railway.

38 An Act to amend the Law respecting Criminal Procedure.

39 An Act to amend "The Insolvent Act of 1875," and amending Acts.

40 An Act to incorporate the Bay of Quinte Railway and Navigation Company.

41 An Act to incorporate the Hull Mines Railway Company.

42 An Act to amend the Act incorporating "The International Railway Company."

43 An Act respecting the sale of Railway Passenger Tickets.

44 An Act to incorporate the Association known as "J. Winslow Jones and Company, Limited."

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45 Senate Bill E

46 An Act to prevent and punish Wrongs to Children.

47 An Act respecting the Court of Maritime Jurisdiction in the Province of Ontario.

48 An Act respecting the Canada Consolidated Gold Mining Company.

49 An Act to amend the General Inspection Act of 1874, and the Act amending it.

50 An Act to correct a clerical error in Schedule B to the Act 43 Vict, chap. 22, amending "The Bank Act" and continuing the charter of certain Banks.

51 An Act to limit the Appellate Jurisdiction of the Supreme Court of Canada.

52 An Act to amend "The Canada Temperance Act, 1878."

53 An Act to amend the Acts incorporating the Montreal, Portland and Boston Railway Company.

54 An Act to amend the Act of incorporation of The Accident Insurance Company of Canada, and to authorize the change of the name of the said Company to "The Accident Insurance Company of America."

55 An Act to amend the Acts relating to the New Brunswick Railway Company.

56 An Act to make provision for the winding up of Insolvent Railway Companies.

57 An Act to give power to the Governor in Council to suspend the operation of certain provisions of the Act 43 Victoria, chapter 29, respecting the Navigation of Canadian Waters.

58 An Act to provide for the Salaries of an additional Judge of the Court of Queen's Bench and an additional Judge of the Superior Court, in the Province of Quebec.

59 An Act to incorporate the Moncton Harbour Improvement Company.

60 An Act to incorporate the Don River Improvement Company.

61 An Act to incorporate the Peace River Railway Company.

62 An Act respecting the Citizens' Insurance Company of Canada.

63 Senate Bill J

64 An Act to continue in force for a limited time the Act passed in the Forty-third year of Her Majesty's reign, intituled: "An Act respecting the Administration of Criminal Justice in the Territory in dispute between the Governments of the Province of Ontario and of the Dominion of Canada."

65 An Act further securing the independence of Parliament.

66 An Act to extend the Act establishing one Uniform Currency for the Dominion of Canada to the Provinces of British Columbia and Prince Edward Island

Bills.

67 An Act to repeal "An Act to render Members of the Legislative Councils and Legislative Assemblies of the Provinces now included, or which may hereafter be included within the Dominion of Canada, ineligible for sitting or voting in the House of Commons of Canada."

68 An Act to amend the Act relating to interest on moneys secured by mortgage on real estate.

69 Senate Bill I

70 An Act to amend "The Consolidated Railway Act, 1879."

71 An Act to provide for empowering Loan Companies to carry on business throughout Canada.

72 Senate Bill F

73 An Act to explain and amend section fifty-two of "The Bank Act."

74 Senate Bill H

75 Senate Bill L

76 An Act relating to the Canada Military Asylum at Quebec.

77 An Act to amend the Dominion Lands Act.

78 An Act to amend the Act 40 Vict., Chap. 10, intituled: "An Act amend and "consolidate the Acts respecting the "Customs."

79 An Act to incorporate "The Northern, North-Western and Sault Ste. Marie Railway. Company."

80 An Act to incorporate "The Acadia Steamship Company, Limited."

81 An Act with reference to the Andrew Mercer Ontario Reformatory for Females, and the Central Prison for the Province of Ontario.

82 An Act further to amend the Acts relating to the Inspection of Steamboats.

83 An Act further to amend an Act respecting certain Savings Banks in the Provinces of Ontario and Quebec, and continue for a limited time the Charters of certain Banks to which the said Act applies.

84 Senate Bill N

85 Senate Bill K

86 An Act to prevent exactions by Pawnbrokers.

87 Senate Bill G

88 An Act to prevent Agents of foreign railway companies and others from holding out inducements to persons to emigrate from Canada.

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89 An Act to relieve borrowers from the payment of extortionate rates of Interest.

90 An Act to remove doubts as to the power to imprison with hard labor; under the Act 32 and 33 Victoria, chapter 28, and the Act 37 Victoria, chapter 43, respecting Vagrants.

91 An Act to prescribe an oath to be taken by employees on Telegraph Lines under the control of the Government.

92 Dropped

93 Senate Bill Q

94 Senate Bill M

95 An Act to increase the Salaries of the Judges of the Supreme Court of Prince Edward Island.

96 Senate Bill O

97 An Act to establish a Marine Telegraph between the Pacific Coast of Canada and Asia.

98 An Act to provide for the extension of the boundaries of the Province of Manitoba.

99 An Act further to amend the Acts therein therein mentioned respecting the Militia and Defence of the Dominion of Canada.

100 An Act to provide for the allowance of drawback on certain articles manufactured in Canada, and used by the Canadian Pacific Railway Company.

101 An Act to amend the Act 36 Victoria, chapter 60, respecting the Montreal Harbour Commissioners.

102 Senate Bill P

103 Senate Bill S

An Act for granting to Her Majesty certain sums of money required for defraying certain expenses of the public service, for the financial years ending respectively the 30th June, 1881, and the 30th June, 1882, and for other purposes relating to the public service.

105 An Act further to amend the Acts 42 Victoria, chapter 15, and 43 Victoria, chapter 18, as respects the Duties of Customs.

An Act to authorize the raising by way of loan of certain sums of money required for the public service.

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No. 2.] **BILL.** [1880-1.

An Act to regulate the floating of cordwood on the navigable portion of the River St. Francis.

Preamble. Act of Quebec 40 Vic., c. 67.

WHEREAS the Legislature of the Province of Quebec, by the Act of the said Province, passed in the fortieth year of Her Majesty's reign, chapter sixty-seven, has made provision for remedying the abuses which exist in connection with the floating of cordwood on the non-navigable portion of the River St. Francis; and whereas it is expedient to confirm the said Act; and whereas the floating of cordwood, to allow of its convenient lading upon barges, must be continued over a small part of the navigable portion of the said river; and whereas it is necessary to make provision in that behalf: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

The said Act confirmed, as far as powers of Parliament of Canada extend.

1. The said Act of the Province of Quebec, fortieth Victoria, chapter sixty-seven, intituled "*An Act to regulate the floating of cordwood in the innavigable portion of the River St. Francis,*" is confirmed in so far as the powers of the Parliament of Canada extend to the matter, and all the provisions of the said Act within the purview of the powers thereof, shall have the same force and effect as if the said Act had been passed by the Parliament of Canada.

Where the boom may be placed on the River.

2. The boom to stop the cordwood brought down by drive on the River St. Francis, may be placed between the villages of St. François du Lac and Pierreville, which are situated a short distance below the spot where the river becomes navigable; and it shall be lawful for the Trustee of the River St. Francis, or his deputy when acting on his behalf, to construct the said boom, or cause the same to be constructed, provided it shall not be constructed and placed before the twentieth day of May in any year, and shall be constructed in such a manner as not to impede the navigation of the said river; and the Trustee of the River St. Francis (or his deputy, in the case provided for in the said Act of the Province of Quebec) shall superintend the driving of the wood as far as the boom so placed, and the drawing out of the wood at the said boom.

Duty of Trustee of the river, or his deputy.

Measuring, &c., of the cordwood.

3. The cordwood shall be drawn out, and measured, and the loss in bringing down the drive shall be established and ascertained, and the wood shall be delivered at the boom which shall be placed at the place above mentioned, in conformity with the provisions of the said Act of the Province of Quebec.

Delivery of cordwood by Trustee to the parties entitled to it.

4. No person who has thrown cordwood into the innavigable part of the said river, before the same has been received by the Trustee or by his deputy, or before he has been notified of the day when it is to be thrown in, shall be entitled to receive any wood at the boom placed as aforesaid, until the Trustee or his deputy, in cases in which the latter is authorized to act, has delivered and distributed to the persons who have brought down wood in accordance with the provisions of the Act of the Province of Quebec hereinbefore mentioned, the quantity of wood to which the Trustee or his deputy shall decide that such persons are entitled; and persons contravening the provisions of the said Act shall take what wood is left, without being entitled to any compensation for any loss to which they may claim to have been subjected.

Penalty for taking wood not so delivered.

5. Any person who shall remove or take wood from the boom placed as aforesaid, without the permission of the Trustee or his deputy, in cases in which the latter is authorized to act, shall incur a penalty not exceeding *fifty dollars* for each contravention.

Recovery and application of penalty.

6. The penalty imposed by the next preceding section shall be recoverable and shall be applied as provided by the Act of the Province of Quebec hereinbefore cited.

No. 2.

3rd Sess., 4th Parliament, 44 Victoria, 1880-1.

BILL.

An Act to regulate the floating of cordwood upon the navigable portion of the River St. Francis.

Received and read, first time, Wednesday, 15th December, 1880.

Second reading, Thursday, 16th Dec., 1880.

Mr. VANASSE.

OTTAWA:
PRINTED BY MCLEAN, ROGER & CO.
1880.

No. 3.] **BILL.** [1880-1

An Act to amend chapter thirty-two of the Acts of 33 Victoria (1870), intituled: "An Act to empower the Police Court in the City of Halifax to sentence Juvenile Offenders to be detained in the Halifax Industrial School."

HER Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:— Preamble.

1. Every person who commits any of the following offences, that is to say: — Persons committing certain offences, viz:

1. Knowingly assists, directly or indirectly, any offender detained under sentence in the Halifax Industrial School to escape from the school; Assisting escape.

2. Directly or indirectly induces any such offender to escape from the school; Inducing escaper.

3. Knowingly harbours, conceals or prevents from returning to the school, or assists in harbouring, concealing or preventing from returning to the school, any offender who has escaped therefrom; — Harbouring escape.

Shall, on summary conviction before the Police Court or Stipendiary Magestrate, be liable to a penalty not exceeding *eighty dollars*, or, at the discretion of the Police Court or Stipendiary Magistrate, be imprisoned for any term not exceeding two months, with or without hard labour. To be punishable by fine or imprisonment.

No. 3.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act to amend chapter thirty-two of the Acts of 33 Victoria (1870,) intituled "An Act to empower the Police Court in the City of Halifax to sentence juvenile offenders to be detained in the Halifax Industrial School."

Received and read the first time, Thursday, 16th Dec., 1880.

Second reading, Friday, 17th Dec., 1880.

MR. RICHEY.

OTTAWA:

PRINTED BY MACLEAN, ROGER & CO.

1880.

No. 4.] **BILL.** [1880-1

An Act to repeal "The Supreme and Exchequer Court Act" and the Acts amending the same.

HER Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:— Preamble.

1. The Act passed in the thirty-eighth year of Her Majesty's reign, chapter eleven, intituled: "*An Act to establish a Supreme Court, and a Court of Exchequer, for the Dominion of Canada*" is hereby repealed. Act 38 V., c. 11, repealed.

2. The Act passed in the thirty-ninth year of Her Majesty's reign, chapter twenty-six, intituled: "*An Act to make further provision in regard to the Supreme Court, and Exchequer Court, of Canada*" is hereby repealed. Act 39 V. c. 26, repealed.

3. The Act passed in the fortieth year of Her Majesty's reign, chapter twenty-two, intituled "*An Act to amend the Act to make further provision in regard to the Supreme and Exchequer Courts*" is hereby repealed. Act 40 V., c. 22, repealed.

4. The Act passed in the forty-second year of Her Majesty's reign, chapter thirty-nine, intituled: "*An Act further to amend 'The Supreme and Exchequer Court Act'*" is hereby repealed. Act 42 V., c. 39, repealed.

5. The Act passed in the forty-third year of Her Majesty's reign, chapter thirty-four, intituled: "*An Act further to amend 'The Supreme and Exchequer Court Act'*" is hereby repealed. Act 43 V., c. 34, repealed.

No. 4.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act to repeal "The Supreme and Exchequer Court Act" and the Acts amending the same.

Received and read first time, Thursday 16th Dec., 1880.

Second reading, Friday, 17th Dec., 1880.

MR. KEELER

OTTAWA:

PRINTED BY MACLEAN, ROGER & CO.

1880.

No. 5.] **BILL.** [1880-1

An Act for the better prevention of fraud in relation to contracts involving the expenditure of public moneys.

HER Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:— Preamble.

Giving or offering money, &c., for influence respecting a Government contract, to be a misdemeanor.

1. In the case of every contract, whether in writing or not, proposed, entered into, in course of execution, or to be completed, to which the Government of Canada, or of any Province thereof, is a party, the making of any offer, proposal, gift, loan, promise, agreement, compensation or consideration whatsoever, whether in money or otherwise, by any person whatsoever, directly or indirectly, to any public officer or person in the employment of such Government, or to any other person, with a view to gain the favor of such officer or person, or of obtaining his influence to promote, either the obtaining or the execution of such contract, or the payment of the consideration moneys therefor, is a misdemeanor, and any person convicted thereof shall, at the discretion of the court, be liable to a penalty of not less than *one hundred dollars*, and not more than double the amount of the compensation or consideration constituting the ground of the offence, together with imprisonment for a term not less than one month and not more than twelve months;— and in default of payment of the penalty so incurred, the offender shall be imprisoned for a further term of *six months*, unless such penalty be sooner paid; and the receiver being a party to the offence, shall be deemed guilty thereof to the same extent, and shall be liable, on conviction, to the same punishment as the principal offender.

Punishment for such offence.

Receivers punishable in like manner.

Giving or offering money, &c., to any one having made a tender, or other person, with a view to obtain such contract to be a misdemeanor.

2. Whosoever, in the case of tenders being called for by any such Government as aforesaid, in relation to any such contract as aforesaid, directly or indirectly, by himself or by the agency of any other person on his behalf, with the view of obtaining such contract either for himself or for any other person, proposes or makes any gift, loan, offer, promise or agreement, or offers or gives any consideration or compensation whatsoever, in money or otherwise, to any person tendering for such contract, or to any public official or other person with a like view, is guilty of a misdemeanor, and shall, on conviction thereof, be liable, at the discretion of the court, to a penalty of not less than *one hundred dollars*, and not more than double the amount of the consideration or compensation constituting the ground of the offence, together with imprisonment for a term not less than one

Punishment for such offence.

month and not more than twelve months;—and in default of payment of the penalty so incurred, the offender shall be imprisoned for a further term of six months, unless such penalty be sooner paid; and the receiver participating in the offence shall be deemed guilty thereof to the same extent, and shall be liable, on conviction, to the same punishment as the principal offender.

Receiver punishable in like manner.

Public officers receiving money, &c., for assisting individuals in transaction of business with Government, guilty of misdemeanor.

Punisment of such offence.

Making such offence punisable in like manner.

3. Whosoever, being a public officer or paid employee of any such Government as aforesaid, receives over and above his salary, directly or indirectly, any promise, offer, gift, loan, compensation or consideration whatsoever, either in money or otherwise, from any person whatsoever, for assisting or favouring any individual in the transaction of any business whatsoever connected with such Government, is guilty of a misdemeanor and shall, on conviction thereof, be liable to a penalty not exceeding *one hundred dollars*, and shall be incapable for the term of one year of holding any public office; and any person participating in the said offence by making such offer shall be deemed guilty thereof, and shall be liable to the same penalty.

Giving or promising money to promote election, with a view to obtaining influence as to any contract with Government, to be a misdemeanor.

Punishment of such offence.

4. Whosoever, for the purpose of assisting in any election, whether to the Parliament of Canada or to the Legislature of any Province thereof, and having in view the obtaining of a contract with any such Government as aforesaid, or having obtained such a contract, or being in the act of executing such a contract, or awaiting payment in respect of such a contract, subscribes, furnishes, gives, or promises to give or furnish any sum of money or consideration whatsoever, either directly or indirectly by himself or by the agency of another person on his behalf, to any person whatsoever, is guilty of a misdemeanor, and shall, on conviction thereof, be liable, at the discretion of the court, to a penalty of not less than *one thousand dollars*, and not more than double the amount of the sum of money or consideration constituting the ground of the offence, together with imprisonment for a term of not less than one month and not more than twelve months; and in default of payment of the penalty so incurred the offender shall be imprisoned for a further term of *twelve months*, unless such penalty be sooner paid.

No. 5.

3rd Session, 4th Parliament, 44 Vict.,

BILL.

An Act for the better prevention o
in relation to contracts involvi
expenditure of public moneys.

Read first time, Thursday, 16th Dec

Second reading, Friday, 17th Dec., 18

Mr. CASG

OTTAWA;
PRINTED BY MACLEAN, ROGER &
1880.

No. 5.] **BILL.** [1880-].

An Act for the better prevention of fraud in relation to contracts involving the expenditure of public moneys.

[*Reprinted as amended by the Select Committee to which it was referred.*]

HER Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:— Preamble.

Giving or offering money, &c., for influence respecting a Government contract, to be a misdemeanor.

1. In the case of every contract proposed, entered into, or in course of execution, to which the Government of Canada is a party, the making of any offer, proposal, gift, loan, promise, agreement, compensation or consideration whatsoever, by any person whatsoever, directly or indirectly, to any public officer or person in the employment of the said Government, or with a view of obtaining his influence to promote, either the obtaining the execution of such contract, or the payment of the consideration moneys therefor, is a misdemeanor, and any person convicted thereof shall, at the discretion of the court, be liable to a penalty of not less than *one hundred dollars*, and not more than *one thousand dollars*, together with imprisonment for a term not less than one month and not more than twelve months;—and in default of payment of the penalty so incurred, the offender shall be imprisoned for a further term of *six months*, unless such penalty be sooner paid; and the receiver being a party to the offence, shall be deemed guilty thereof to the same extent, and shall be liable, on conviction, to the same punishment as the principal offender.

Punishment for such offence.

Receivers punishable in like manner.

Giving or offering money, &c., to any one having made a tender, or other person, with a view to obtain such contract to be a misdemeanor.

2. Whosoever, in the case of tenders being called for by or on behalf of the Government of Canada for any contract as aforesaid, directly or indirectly, by himself or by the agency of any other person on his behalf, with the view of obtaining such contract either for himself or for any other person, proposes or makes any gift, loan, offer, promise or agreement, or offers or gives any consideration or compensation whatsoever, to any person tendering for such contract, or to any public official or other person with a like view, is guilty of a misdemeanor, and shall, on conviction thereof, be liable, at the discretion of the court, to a penalty of not less than *one hundred dollars*, nor more than *one thousand dollars*, together with imprisonment for a term not less than one month and not more than twelve months;—and in default of payment of the penalty so incurred, the offender shall be

Punishment for such offence.

Receiver punishable in like manner.

imprisoned for a further term of six months, unless such penalty be sooner paid; and the receiver participating in the offence shall be deemed guilty thereof to the same extent, and shall be liable, on conviction, to the same punishment as the principal offender; and any person convicted of any offence under the provisions of this act, shall be incapacitated from contracting or holding any contract under the said Government.

Public officers receiving money, &c., for assisting individuals in transaction of business with Government, guilty of misdemeanor.

Punishment of such offence.

Making such offer punishable in like manner.

3. Whosoever, being a public officer or paid employee of the Government of Canada, receives directly or indirectly, any promise, offer, gift, loan, compensation or consideration whatsoever, either in money or otherwise, from any person whatsoever, for fraudulently assisting or favouring any individual in the transaction of any business whatsoever connected with the said Government, or for doing so contrary to the duties of his special position as an officer or employee of the Government, is guilty of a misdemeanor and shall, on conviction thereof, be liable to a penalty not exceeding *one hundred dollars*, and shall be incapable for the term of one year of holding any public office; and any person participating in the said offence by making such offer shall be deemed guilty thereof, and shall be liable to the same penalty.

Giving or promising money to promote election, with a view to obtaining influence as to any contract with Government, to be a misdemeanor.

Punishment of such offence.

4. Whosoever, for the purpose of assisting in any election, to the Parliament of Canada, while performing any such contract or awaiting payment in respect of any such contract, subscribes, furnishes, gives, or promises to give or furnish any sum of money or consideration whatsoever, either directly or indirectly by himself or by the agency of another person on his behalf, to any person whatsoever, is guilty of a misdemeanor, and shall, on conviction thereof, be liable, at the discretion of the court, to a penalty of not less than *one thousand dollars*, together with imprisonment for a term of not less than one month and not more than twelve months; and in default of payment of the penalty so incurred the offender shall be imprisoned for a further term of *twelve months*, unless such penalty be sooner paid.

No. 5.

3rd Session, 4th Parliament, 44 Vict.,

BILL.

An Act for the better prevention o
in relation to contracts involvi
expenditure of public moneys.

(*Reprinted as amended by the Select Co
to which it was referred.*)

Mr. CASGR

OTTAWA:

PRINTED BY MACLEAN, ROGER &

1880

No. 6.] **BILL.** [1880-1.

Clauses accidentally omitted in the printed copies of Mr. Bergin's Bill, No. 6, and to be moved by him in Committee, and inserted under the heading "Safety" immediately after Section 17.

17*a*. Every hoistway, elevator, well-hole, or other opening, by which life might be endangered, must be securely enclosed and provided with covers, trap-doors and safety catches to the satisfaction of the Inspector or District Inspector.

17*b*. Every mill, factory and workshop of two or more stories where twenty people or more are employed, must be provided with Iron Fire Escapes on the outside of such building. Such escapes must not be more than fifty feet apart, and must be connected with the interior of the factory, mill or workshop, by either doors or windows which must open outwards, and be unfastened during the hours of labor in such mill, factory or workshop.

No. 6.

3rd Sess., 4th Parliament, 44 Victoria, 1880-1.

BILL.

An Act to regulate the hours of labour in the workshops, mills or factories of the Dominion of Canada, and for other purposes.

Received and read, first time, Friday, 17th December, 1880.

Second reading, Monday, 20th Dec., 1880.

[*Clauses that were accidentally omitted in the printed copies distributed and to be inserted in Committee.*]

Mr. Bergin.

OTTAWA:

Printed by MacLean, Roger & Co

1881.

No. 6.] **BILL.** [1880-1.

An Act to regulate the hours of labour in the workshops, mills and factories of the Dominion of Canada, and for other purposes.

WHEREAS it is necessary that the hours of labour in workshops, mills and factories should be regulated; and inasmuch as there are great numbers of women, children and young persons now employed in workshops, mills and factories, and their hours of labour are longer than is desirable, due regard being had to their health, morals and means of education: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows: Preamble.

EMPLOYMENT HOURS.

1. No person shall be employed in any factory, mill or workshop during any longer period in any one week than sixty hours, of which period not more than five hours shall be on the Saturday. Hours of employment per week.

2. With respect to the employment of children the following regulations shall be observed: Employment of children.

1. No child shall be employed under the age of ten years;

2. No child under the age of fourteen years shall be employed continuously more than five and a-half hours without an interval of at least one hour for a meal.

3. With respect to the employment of young persons, that is to say, of persons above the age of fourteen years and under the age of eighteen years, the following regulations shall be observed: Employment of young persons.

1. The period of employment, shall (save as is in this Act hereinafter specially provided or excepted) begin at half-past six o'clock in the morning and end at half-past six o'clock in the evening, except on Saturdays, when the period of employment shall end at noon.

2. There shall be allowed for meals or for absence from work, during the said period of employment in the factory, mill or workshop, one hour at noon of each day, except Saturday.

Employment of women in workshop employing young persons and children.

4. No woman in a workshop which is conducted on the principle of employing therein children and young persons, or either of them, shall be employed except during the same period and subject to the same restrictions as if she was a young person; and the regulations of this Act with respect to the employment of young persons in a workshop, mill or factory, shall apply accordingly to the employment of women in that workshop or factory; and

Employment of women where children and young persons are not employed.

2. In a workshop which is conducted on the system of not employing therein either children or young persons;

(*a.*) The period of employment for a woman shall, except on Saturday, begin at half-past six o'clock in the morning and end at nine o'clock in the evening, and shall on Saturday begin at half-past six o'clock in the morning and end at four o'clock in the afternoon; and

(*b.*) There shall be allowed to a woman, for meals and absence from work, during such period of employment, not less, except on Saturday, than three hours, and on Saturday than one hour and a half.

Notice to Inspector of system to be adopted.

5. A workshop shall not be deemed to be conducted on the system of not employing therein either children or young persons until the occupier has served on an Inspector a notice of his intention to conduct his workshop on that system.

Regulations as to periods of employment in domestic workshops.

6. Where children, young persons and women are employed at home, that is to say in a private house, place, or room, which, though used as a dwelling, is by reason of the work carried on there a factory or a workshop within the meaning of this Act, and in which neither steam, water, nor other mechanical power is used in aid of the manufacturing process carried on there, and in which the only persons employed are members of the same family dwelling there, the foregoing regulations of this Act with respect to the employment of children, young persons, and women shall not apply to such factory or workshop, and in lieu thereof the following regulations shall be observed therein:—

1. No child or young person shall be employed in such factory or workshop except during the period of employment hereinafter mentioned; and

2. The period of employment for a young person, shall, except on Saturday, begin at half-past six o'clock in the morning and end at nine o'clock in the evening, and shall on Saturday begin at six o'clock in the morning and end at four in the afternoon; and

3. There shall be allowed to every child and young person, for meals and absence from work during the period of employment, not less, except on Saturday, than three hours and on Saturday than one hour and a half.

MEALS.

7. With respect to meals the following regulations shall (save as is in this Act specially excepted) be observed in a factory, mill or workshop: Time for meals in factories.

1. All children, young persons and women employed therein shall have the time allowed for meals at the same hour of the day; and

2. A child, young person or woman shall not, during any part of the times allowed for meals in any factory or workshop, be employed in the factory or workshop, or be allowed to remain in the room in which the manufacturing process or handicraft is being carried on.

HOLIDAYS.

8. All children and young persons whose hours of work are regulated and limited by this Act, shall be entitled to the following holidays, namely: On Christmas Day and Good Friday, the birthday of the Sovereign, and Dominion Day, the entire day, and not fewer than eight half days besides in every year, such half days to be at such period or periods, together or separately, as may be most desirable and convenient, and as shall be determined upon by the master of such children and young persons, with the approval of the District or the Medical Inspector: Provided nevertheless, that the Inspector of factories, on proof to his satisfaction that the customs or exigencies of the trade require the alteration to be made, may, by order to be advertised in the *Canada Gazette*, or otherwise published, in such manner as the Inspector may think fit, give permission with respect to any particular factory or class of factories for any one or more of the following things, namely:— Holidays to be allowed.

(*a.*) That four whole holidays in any year may be allowed as a substitute for the eight half holidays required to be given to every child, young person or woman by this Act; or—

(*b.*) That the eight half holidays required to be given by this Act to all the children, young persons and women employed may be given on different days to any of the children, young persons and women, or to any sets of such children, young persons and women, and not at the same time; or—

(*c.*) That children, young persons or women may be employed between one and seven o'clock in the afternoon on Saturday, provided that in any such factory or factories arrangements are made to the satisfaction of the Inspector for giving on some work-day in every week to every child, young person or woman so employed a half holiday of equal length, either at the beginning or at the end of their day's work, or—

(*d.*) That such half holidays shall be given between the first day of May and the first day of November in each year.

SANITARY PROVISIONS.

Overcrowding forbidden.

9. No factory, mill or workshop shall, while work is carried on therein, be so overcrowded as to be dangerous to or prejudicial to the health of those employed therein; and

Sanitary condition of factory or workshop.

1. Every factory, mill and workshop shall be kept in a cleanly state, and free from effluvia arising from any drain, privy or other nuisance; and where it appears to any Inspector or Medical Inspector under this Act that there is any act, neglect or default in relation to any drain, privy, earth closet, water closet, ashpit, water supply, nuisance or other matter in a factory, mill or workshop, he shall give notice in writing of such neglect, default or act to the master, manager, overseer or secretary of such factory, mill or workshop, who shall, without delay, take such action thereon as the said Inspector or Medical Inspector shall deem proper and necessary.

Protection of workers in wet spinning, &c.

10. After the expiration of six months after the passing of this Act, no child or young person shall be employed in any part of a factory in which the wet spinning of flax, hemp, jute or tow is carried on unless sufficient means shall be employed and continued for protecting the workers from being wetted, and, where hot water is used, for preventing the escape of steam into the room occupied by the workers.

Ventilation and prevention of dust in factories.

11. In every mill or factory where grinding, glazing or polishing on a wheel or any other process is carried on by which dust is generated and inhaled by the workmen to an injurious extent, if it appears to any Inspector or Medical Inspector of factories that such inhalation could be, to a great extent, prevented by the use of a fan or other mechanical means, it shall be lawful for the Medical Inspector to direct a fan or other mechanical means of such construction as may, from time to time, be approved by the Inspectors, to be provided by the owner, manager, superintendent, secretary, overseer or person in charge of the factory, within a reasonable time; and if such owner, manager, superintendent, secretary, overseer or person in charge fail to comply with such direction, he shall be deemed to have failed to have kept his factory in conformity with this Act, and shall be punishable accordingly.

Interior walls of buildings to be lime-washed, and ceilings whitewashed.

12. The interior walls, except such parts as are painted, of every mill or factory or building where the process of manufacturing is carried on, shall be lime-washed, and the ceilings of all rooms which have rooms or lofts above them, and all ceilings which are plastered, shall be whitewashed in the months of April and of October of each and every year unless permission to the contrary in writing be granted by the Inspector, except in bleaching and dyeing works; and all such parts as are painted shall be washed with hot

water and with soap in the months of April and of October in every year, and shall be repainted once in every six years.

Measures to be taken when infectious disease breaks out in factory.

13. And if the Medical Inspector shall find that any infectious or contagious disease has broken out or prevails in any workshop or factory, he shall without delay cause the removal of the parties so infected to some hospital, if there be an hospital, in the town, city or place where such workshop or factory is situated, take every precaution necessary to prevent the spread of such infectious or contagious disease, by isolation of the sick and other sanitary measures; cause the mill or factory to be thoroughly disinfected, and make such regulations as he may deem proper and necessary. He shall, in addition to the measures hereinbefore mentioned, in a place where there is no hospital accommodation, take the sick under his own medical charge, see that they are properly nursed and cared for, and provided with every necessary medical comfort. He shall also once in each week report to the Secretary of State the progress and present state of the disease, and its probable results, and any expenses incurred in consequence thereof, shall be discharged by the owner or owners of such mill or factory, *or by the municipality.*

SAFETY.

Precautions as to machinery in motion.

14. No child or young person or woman shall be allowed to clean any part of the mill gearing or machinery, in a factory, while the same in motion, for the purpose of propelling any part of the manufacturing machinery, and no child or young person shall be allowed to work between the fixed and traversing part of any self-acting machine while the latter is in motion by the action of the steam engine, water-wheel or other mechanical power

Certain parts of machinery to be fenced.

15. Every fly-wheel directly connected with the steam-engine or water-wheel or other mechanical power, whether in the engine house or not, and every part of a steam-engine and water-wheel, and every hoist or teagle near to which children or young persons are liable to pass or be employed, and all parts of the mill gearing in a factory shall be securely fenced, and every wheel-race or flume not otherwise secured shall be fenced by a close fence not less than four feet high, close to the edge of the wheel-race or flume, and the said protection to each part shall not be removed while the parts required to be fenced are in motion by the action of the steam-engine, water-wheel, or other mechanical power for any manufacturing process; Provided always, that when it appears to the Inspector that the regulations of this Act relating to the fencing of machinery require to be modified in any particular trade, and that such modification can be made with due regard to the safety of the children, young persons and women employed, he may, by order, with respect to any particular factory or any class of factories, modify the said regulations so far as such trade is concerned, upon such terms and in such manner as he thinks fit. Such order shall

Proviso: modification of regulations as to fencing.

be advertised in the *Canada Gazette* or in a newspaper published in the city or town in which such mill or factory is situate, or otherwise published in such manner as the Inspector may think fit. Any regulations so modified by the said Inspector shall be of the same validity as if they had been the original regulations contained in this Act.

Fencing of vats, &c.

16. Where an Inspector or Medical Inspector considers that in a mill, factory or workshop, a vat, pan, or other structure, which is used in the process or handicraft carried on in such mill, factory or workshop, and near to or about which children, young persons or women are liable to pass or to be employed is so dangerous, by reason of its being empty, or by reason of its being filled with hot liquid or molten metal, or otherwise, as to be likely to be a cause of bodily injury to any child, young person or woman employed in the factory, mill or workshop, he shall serve on the manager or person in charge of the mill, factory or workshop a notice requiring him to fence such vat, pan, or other structure.

Penalty for not fixing grindstones securely.

17. If it appears to any Inspector or Medical Inspector that any grindstone worked by steam or other mechanical power in any mill or factory is in itself so faulty, or is fixed in so faulty a manner as to be likely to cause bodily injury to the grinder using the same, or to any other person, such Inspector or Medical Inspector shall take the same proceedings, as nearly as may be, as he is required to take by the section in this Act with respect to machinery not securely fenced, and the owner, manager, superintendent, secretary, overseer or person in charge of the mill or factory shall be liable to the same penalties for not properly fixing the said grindstone as he would be liable to under the said section, in respect to any machinery found to be not properly fenced.

LOSS OF TIME OR OVERTIME.

Working up of lost time in cases of accident.

18. Where any extraordinary accident shall happen to the steam-engine, water-wheel, weirs or water-courses, main-shafting, main-gearing or gas apparatus of any such mill, manufactory or buildings, by which not less than three hours' labor at any one time shall be lost, then and in every such case such time may be worked up at the rate of one hour a day in addition to the aforesaid and hereinafter restricted hours of labor for the twelve following working days but not after.

Loss of time from the want or excess of water provided for.

19. And whereas during the periods of drought and floods and during the time occupied in the repairing of any of the canals, and when it may be necessary to let the water out of the said canals, or when, in consequence of a break in any of the canals, the power of water-wheels on some streams or on the said canal or canals is wholly interrupted or so far diminished that the machinery, or part or parts of the machinery, dependent upon such power cannot be regularly worked at one and the same time, and in consequence

thereof a certain portion of the time of such persons as are employed in the working of such machinery may be lost in each day during such periods of drought or floods or breakage. Be it therefore enacted that it shall be lawful for the Manager, Superintendent, Secretary, Overseer or person in charge of any workshop or factory or building where time is so lost, then and in every such case and, so often as the same shall happen, to extend the hours between which children and young persons are hereinbefore allowed to work namely, from half past six of the clock in the morning till half-past six of the clock in the evening, as hereinbefore limited, to such period as may in such case be necessary to prevent the loss of time, and no longer: Provided always, that no child or young person within the respective ages prescribed by this Act, shall be actually employed a greater number of hours within the twenty-four hours of any one day than this Act declares to be lawful; and provided also, that no child under thirteen years of age shall be employed after the hour of nine of the clock in the evening nor before the hour of half-past six of the clock in the morning.

Ensuring regularity in the observance of time.

20. The hours of the work of children and young persons in every factory or workshop shall be reckoned from the time when any child or young person shall first begin to work in the morning in such factory or workshop, and shall be regulated by a public clock or by some other clock open to the public view, to be approved of in either case in writing under the hand of the Inspector for the Province or the Medical Inspector of the district.

Employment of children, etc., in sets at different hours, and beyond legal limits of time.

21. Whereas the customs or exigencies of certain trades require that the children, young persons and women working in a factory, or in certain processes in a factory, or that certain sets of such children, young persons or women, or any of them shall be employed at different hours, and that the limits of time within which they, or certain sets of them, may be employed should be extended without increasing their legal hours of work, it is hereby declared that, on due proof to the satisfaction of the Inspector or Medical Inspector of such customs or exigencies existing in trade, it shall be lawful for such Inspector or Medical Inspector from time to time, by order to be advertized in the *Canada Gazette*, or otherwise published as the said Inspector may think fit, to give permission that in any factory or class of factories in which such trade is carried on, the manager or person in charge may employ the children, young persons and women working in his factory, or any process of his factory, or any sets of such children, young persons or women, or any of them, between the hours of six in the morning and eight in the evening, or between the hours of six in the morning and nine in the evening, instead of between the hours of eight in the morning and five in the evening, for any time in such order specified, or until further order or on any day or days named in such order, and as far as respects the persons referred to in any order given as aforesaid, all the provisions of this Act affected by such change of hours

shall, during the continuance of such order, be read as if the hours of six in the morning and eight in the evening, or six in the morning and nine in the evening, as circumstances may require, were throughout such Act substituted for the hours of eight in the morning and five in the evening.

Proviso: hours of attendance to be posted up in factories.

Provided :—1st. That notice of the hours between which children, young persons and women, or each set of them, are to be employed, in such form as the Inspector may direct, and signed by the Inspector for the Province, and the manager or person in charge of such factory, shall be hung up and be kept hung up during the period affected by such notice, in such conspicuous place in the factory as may be required by the Inspector or Medical Inspector.

Proviso: Saturday afternoon to be a holiday.

2nd. Except in pursuance of the provisions contained in other parts of this Act, no child, young person or woman shall be employed after the hour of four o'clock in the afternoon on Saturday, but it shall be lawful in places where any children, young persons or women are engaged in accordance with an order given under the foregoing enactment, to begin to employ such children, young persons or women at six o'clock in the morning on Saturday.

Extra length of work time to be entered in register.

22. When, under the modifications contained in this Act, any child, young person or woman is employed on any day for a longer period than is allowed by this Act, the day on which and the period during which he or she is so employed, shall be entered by the owner, manager, superintendent, secretary, overseer or person in charge of a factory in a register, which shall be in such form as the Inspector may direct, and shall be deemed to be a register within the meaning of this Act.

Certain children in factories to attend school.

23. From and after the passing of this Act, every child employed in any factory or workshop shall attend the public or common school nearest the residence of such child, unless the parent or guardian of such child shall be a supporter of a separate school, when, and in such case, the child shall attend the separate school of which the parent or guardian is a supporter, as follows :

(2.) No female child between the ages of ten and fourteen years, and no male child between the ages of ten and thirteen years, shall be employed in any factory, mill or workshop, unless he or she has attended some public or common school, or a private school approved by the School Inspector of the school district in which such private school is situate, during sixteen weeks of the year next preceding such employment, and of each and every year, during the continuance of such employment, and until the ages of thirteen and of fourteen years respectively, as above mentioned, shall have been attained.

Provided that

(*a.*) No child shall be required to attend school on Satur-

day, or on any holiday or half holiday allowed under this Act in the factory or workshop in which the child is employed:

(*b.*) A child who has not in any week attended school for all the attendances required by this section shall not be employed in the following week until he has attended school for the deficient number of attendances, unless his non-attendance has been caused by sickness or other unavoidable cause certified by the school teacher.

Owners, &c., of factories to obtain certificate of child's attendance at school.

24. After the passing of this Act the owner, manager, superintendent, secretary, overseer, or person in charge of every mill or factory shall, before employing any child therein, obtain from a school teacher a certificate according to one of the forms and according to the directions given in the schedule marked D to this Act annexed, that such child had attended school for at least twenty days and not less than one hundred and twenty hours during one month preceding the employment of such child; and a like certificate shall be obtained on the Monday of each week during which the employment of such child shall be continued in that mill or factory, and such owner, manager, superintendent, overseer, or person in charge shall keep every such certificate so long as such child shall continue in his employment, for two calendar months after the date thereof, and shall produce the same to any Inspector or Medical Inspector when required during such period.

Penalty for acting and employing children contrary to the provisions of this Act.

25. In case of the employment of any child contrary to the provisions of this Act, or for a longer time than is hereinbefore limited and allowed, or without a due compliance with the provisions of this Act, touching the education of children or the certificates of the medical inspectors, police magistrates or justices of the peace, the parent or parents of such child, or any person having any benefit from the wages of such child, shall be liable to a penalty of not more than five dollars, nor less than one dollar, unless it shall appear to the satisfaction of the Police Magistrate or Justice of the Peace that such unlawful employment has been without the wilful default of such parent or person so benefitted as aforesaid.

MEDICAL CERTIFICATE.

Children not to be employed without a medical certificate.

26. From and after the expiration of one month after the passing of this Act it shall not be lawful for any person to employ, keep or allow to remain in any factory or mill, any child who shall not have completed his or her tenth year of age, without such certificate as is hereinafter mentioned, certifying such child to be of the ordinary strength and appearance of a child of the age of ten years, nor from and after the passing of this Act, any young person, that is to say, a child who has not completed his thirteenth year, without a certificate of the same form, which certificate shall be taken to be sufficient evidence of the age certified

therein; and a Medical Inspector shall not grant any medical certificate required by this Act, except upon personal inspection of the person named therein, and no Medical Inspector shall examine any person for the purposes of this Act, or sign or issue any such medical certificate elsewhere than at the factory where such person is to be employed, unless for special cause to be allowed by the Inspector: and if a Medical Inspector shall refuse to grant a certificate of age for any person presented to him for such examination, he shall give, when required, instead of such certificate, a paper specifying under his hand the reasons for such refusal in the form and directions given in the Schedule D to this Act annexed:

Certificate of real age may be obtained.

And in case any person shall be desirous of proving the real age of any person, for whom a Medical Inspector shall have refused to grant a certificate of age for the purposes of this Act, or whose certificate the Inspector shall have annulled, the Inspector or Medical Inspector shall, on demand give to such person a requisition under his hand in a form to be approved of by the Inspectors and by the Secretary of State, for the production of a duly certified copy of the entry of the birth or baptism of such person, provided the party demanding the same shall declare the names of such person and of his parents, with the place, where and the year in which he was born or baptized, which particulars shall be set forth in the requisition, and every party to whom such requisition shall have been given shall be entitled, upon payment of twenty-five cents, to receive on personal application, or on application in writing in such form and under such regulations as shall be approved of by the Inspectors and Secretary of State, from any minister, registrar or other person having the care of any register of births or baptisms in which the birth or baptism of such person is entered, a duly certified copy of the entry in such register, which shall be indorsed on the aforesaid requisition, and shall be signed by the minister, registrar or other person having charge of such register, and such payment of twenty-five cents shall be instead of all other fees or payments, to which such minister, registrar or other person shall be entitled, and if the said certified copy proving the age of the person named therein to be such as to entitle him to have the medical certificate required, shall be produced to the Medical Inspector, he shall examine the same, and if it shall appear to him that the said certified copy has not been altered or falsified in any way, the Medical Inspector shall thereupon, without further fee or reward, give a medical certificate in the form provided for that case in schedule D to this Act annexed, and shall write the word "examined" upon the certified copy of the entry of the birth or baptism which he shall have received, with his signature and the date of such signature, and shall send such certified copy by the post to the Inspector, who shall send a receipt for the same by post to the said Medical Inspector, and shall keep such certified copy of the entry of the birth or baptism for future reference, if necessary; and if any Inspector of factories shall require a certified copy of the entry of the

birth of any person employed in any factory or workshop from the office of the clerk of any municipality or from any church register, he or any person employed or deputed by him shall, on procuring a requisition in the form hereinbefore provided, be entitled to examine the indexes of the registers in the municipality or vestry, and to receive such certified copy indorsed on the requisition without the payment of any fee, but no certified copy of the entry of any birth or baptism issued in consequence of any such requisition hereinbefore provided shall be admissible in evidence in any Court, or for any purpose save for the purposes of this Act. Provided always, that in those cases in which a medical certificate shall have been refused or annulled in consequence of deficient health or strength, or by reason of disease or bodily infirmity, the Inspector or Medical Inspector shall not sign the requisition hereinbefore mentioned, and such person shall not be employed on proof of real age only:

Proviso: persons not to be employed if deficient in health.

And that before employing any person requiring a medical certificate under this Act, the manager, superintendent, secretary, overseer or person in charge of the factory shall obtain the medical certificate, save as hereinafter excepted, and shall keep and be bound to produce every such certificate when required to the Inspector or Medical Inspector; and no medical certificate shall be valid except for employment at the factory for which it was originally granted, or if granted by a Medical Inspector of any other factory under the management and control of the same person who is manager, superintendent, secretary, or overseer of the factory for which the certificate was originally granted; provided such other factory be in the district of the Medical Inspector who granted the certificate, and the certificate be produced in the factory where the person named in the certificate is at work; and the Medical Inspector, as often as he shall visit a factory for the purpose of granting certificates, shall enter in the register of workers the date of his visit and the other particulars set forth in the form and according to the directions given in schedule E to this Act annexed.

Medical certificate to be obtained before the person is employed, and to serve only for original factory.

Provided always that no manager, superintendent, overseer or person in charge of any factory, shall be liable to any penalty for employing any person in any manner not contrary to the provisions to this Act, without a medical certificate, for any time not exceeding three working days, or when the Medical Inspector shall reside more than three miles from the factory, for any time not exceeding six working days: Provided all medical certificates for that factory be granted only by the Medical Inspector appointed for that factory; but this enactment shall not be construed to dispense with the certificate of school attendance, or to authorize the employment of any person in respect of whom the Medical Inspector shall have refused to grant such medical certificate.

Certificate may be dispensed with in certain cases.

Proviso: Certificate must be granted by medical Inspector of factory.

27. Provided, nevertheless, that the penalties and punishments hereinafter or hereinbefore provided against any person not requiring or not receiving such certificate, shall

No penalties for employing persons above required age.

not be levied if, upon the complaint or proceeding for the enforcement of such penalties, it shall appear to the satisfaction of the Police Magistrate or Justice of the Peace by or before whom such proceeding shall be had, that the person so employed more than eight hours in the day, or between the hours of seven o'clock in the evening or six o'clock in the morning, without such certificate, was, at the time of the alleged offence, above the age of ten years.

Form of medical certificate.

28. The certificates hereinbefore required in the case of children under the age of thirteen years respectively shall be in the form and according to the directions in schedule D to this Act annexed.

Validity of medical certificate.

29. Medical certificates given by a Medical Inspector shall not be invalid solely on account of the employment of the child or young person named in such certificate in a factory other than that for which the certificate was originally granted, if such factory is within the district of such Medical Inspector.

Provision if Magistrate refuses to sign certificate.

30. In case any Police Magistrate or Justice of the Peace shall refuse to countersign any such certificate, he shall state in writing his reasons for such refusal, and the parents of such child may thereupon take the certificate to the County Judge of the county or district in which the child resides, who is hereby empowered and required to decide upon the validity of such refusal; and every such act of any such County Judge shall be free of all charge, cost or expense whatsoever.

INSPECTORS.

Appointment of Inspectors of factories.

31. Within three months after the passing of this Act, it shall be lawful for the Governor-General in Council to appoint one or more Inspectors of factories and places where the labor of children and young persons and women is employed, and such clerks and servants as he may think necessary for the execution of this Act, and such Inspectors, clerks and servants shall be paid such salary as may be determined by the Governor-General in Council, and in the case of the death or dismissal or resignation of any of them to appoint another in the place of such deceased, dismissed or resigned Inspector, clerk or servant, which said several Inspectors shall carry into effect the powers, authorities and provisions of the present Act; and such Inspectors are hereby empowered to enter into any factory, workshop or mill over which they may have jurisdiction under the provisions of this Act, and any school attached or belonging thereto, at all times and seasons, by day or by night, when such mills or factories are at work, and having so entered to examine therein the children and any other person or persons employed therein, and to make enquiry respecting their condition, employment and education; and such Inspectors are hereby empowered to take or call to their aid in such examination and inquiry such persons as they may choose, and to summon and require any person upon the

spot or elsewhere to give evidence upon such examination and enquiry, and to administer to such persons an oath.

Further powers and duties of Inspectors for enforcement of this Act.

32. The said Inspectors shall have power, and are hereby required, to make all such rules, regulations and orders as may be necessary for the due execution of this Act; and such Inspectors are also hereby authorized and required to enforce the attendance at school of children employed in factories, according to the provisions of this Act, and to order tickets, or such other means as they may see fit, for vouchers of attendance at school, and such Inspectors are hereby required to regulate the custody of such tickets or vouchers, and such Inspectors may require a register of them to be kept in every school and factory; and such Inspectors are hereby also authorized and required to order a register of the children employed in any factory, and of their sex and hours of attendance, and of their absence on account of sickness, to be kept in such factory; and all registers, books, entries, accounts and papers kept in pursuance of this Act shall be at all times open to such Inspectors; and such Inspectors may take or cause to be taken for their own use such copy as they may think proper, and such Inspectors shall also make such regulations as may be proper to continue in force any certificates, tickets or vouchers required by this Act, and such certificates, tickets or vouchers so continued in force shall have the same operation and effect as new certificates, tickets and vouchers; and such Inspector or Inspectors shall order, and are hereby authorized to order, the manager, superintendent, secretary or other person in charge of any factory or mill to register, or cause to be registered any information with relation to the performance of any labor in such mill or factory, if such Inspectors deem such information necessary to facilitate the due enforcement of any of the provisions of this Act, or of any of the regulations which may be made under the authority of this Act; and such Inspector or Inspectors are hereby authorized to order such manager, superintendent, secretary, overseer or person in charge of any mill or factory to transmit, in such manner as may be directed in such order, any information with relation to the persons employed or the labor performed in such mill or factory that such Inspector or Inspectors may deem requisite to facilitate the performance of his or their duties, or any inquiry made under the authority of this Act.

Appointment of medical Inspectors.

33. It shall be lawful for the Governor-General in Council to appoint for any county, village, town or city or place, in which any factory or mill may be situated, a Medical Inspector, who shall be a legally qualified medical practitioner, according to the laws of the Province in which he may reside, and in which the factory or workshop over which he shall have supervision may be situated, to superintend, under the direction of the Inspector for such Province, the execution of the provisions of this Act, and of all rules, regulations and orders made under the authority thereof, and such person shall be paid by such salary or by such fees as may be determined by the Governor General in Council; and

Salary and powers of.

such person so appointed shall have authority to enter any school-room, counting-house, or any part of any factory or mill, excepting such part or parts as may not be used for manufacturing processes, and if any constable or peace officer shall be required by any Inspector or Medical Inspector to perform any continuous service, it shall be lawful for such Inspector to allow a special recompense to such constable or peace officer for such service: Provided, nevertheless, that any such orders may be altered or disallowed by the Governor General in Council, upon complaint made by memorial from any party interested.

Proviso: disallowance of his orders.

Inspector to report semi-annually to Secretary of State.

34. Every Inspector shall keep full minutes of all his visits and proceedings, and shall report the same to the Secretary of State for the Dominion of Canada, twice in every year, and oftener if required; and shall also report the state and condition of the factories or mills, and of the children employed therein, and whether such factories or mills are or are not conducted according to the directions of this Act.

Rules and regulations of Inspectors to be uniform.

35. And whereas it is expedient that the proceedings, rules, order and regulations of the Inspectors appointed under this Act should be as nearly alike as is practicable under all circumstances; therefore, such Inspectors are hereby required, within three months next after they shall have commenced the execution of their several duties and powers under this Act, and twice, at least, in every year afterwards, to meet and confer together at the city of Ottawa, respecting their several proceedings, rules, orders, regulations, duties and powers under this Act, and at such meetings to make their proceedings, rules, orders and regulations as uniform as is expedient and practicable; and such Inspectors are hereby required to make and keep full minutes of such meetings, and to report the same to the Secretary of State when they make the report herein required, which said orders, rules and regulations must be approved by the Governor General in Council, and be published in the *Canada Gazette*, and in one newspaper in each city, town or county in which there is a factory.

Inspector or Medical Inspector to be furnished with certificate of appointment.

36. Every Inspector or Medical Inspector of factories shall be furnished with such certificate of his appointment as the Secretary of State may direct, and on applying for admission to any mill or factory, such Inspector or Medical Inspector shall, if required, produce to the owner, manager, superintendent, secretary, overseer or person in charge, the said certificate.

Jurisdiction of Inspector over constables, &c.

37. Each Inspector shall have the same powers, authority and jurisdiction over Constables and Peace Officers, as regards the execution of the provisions of this Act, as may by law be exercised by Her Majesty's Justices of the Peace over such Constables and Peace Officers.

LEGAL PROCEEDINGS.

Proceedings under Act

38. All proceedings for the enforcement of any penalty or punishment imposed by or under the authority of this

Act, may be had before a Police Magistrate or Justice of the Peace acting in or for the city, town, place, county or division where the offence shall be committed, and the Police Magistrate or Justice of the Peace before whom any person shall be summarily convicted and adjudged to pay any sum of money for any offence against this Act, may adjudge that such person shall pay the same either immediately or within such period as such Police Magistrate or Justice of the Peace shall think fit, end in case that such sum of money shall not be paid immediately, or at the time so appointed, the same shall be levied by distress and sale of the goods and chattels of the offender, together with the reasonable charges of such distress, and for want of sufficient distress, such offender shall be imprisoned in the common gaol for any term not exceeding one calendar month where the sum to be paid does not exceed twenty dollars, or for any term not exceeding two calendar months in any one case, the imprisonment to cease in each of the cases aforesaid upon payment of the sum due.

may be had before J. P.

39. All complaints for offences against this Act shall be preferred at or before the time of the visit duly notified of the Inspector or Medical Inspector next after the commission of such offence, and written notice of the intention to prefer the complaint for such offence shall by the complainant be given within fourteen days after the commission of such offence to the party or parties complained against; Provided always, that no more than one penalty for the repetition of the same offence shall be recoverable, except after the service of the written notice as aforesaid.

Complaints to be preferred at Inspector's visit, after notice.

Proviso: Repetition of offence.

40. It shall not be deemed necessary, in any summons or warrant issued in pursuance of this Act, to set forth the name or other designation of each and every the partners in any such mill or factory, but it shall be lawful to insert in such summons or warrant the name of the manager, superintendent, secretary, overseer or person in charge of such mill or factory, or the title of the firm or company employing the workpeople of every such mill or factory, as usually designated and known.

In case of partnership, one name sufficient in summons.

41. A summons for an offence against this Act shall be issued by a Police Magistrate, or by any Justice of the Peace, upon complaint being made to him in writing by an Inspector or Medical Inspector, or upon oath before him by any other person, that to the best of the knowledge and belief of the Inspector, Medical Inspector or such other person, such an offence has been committed.

Issue of summons for offences against Act.

42. The service of such summons or warrant on any manager, superintendent, secretary, overseer or person in charge of any such mill or factory, shall be good and lawful service.

Service of summons.

43. Any Police Magistrate or Justice of the Peace, upon any complaint under this Act, may summon any witness to appear and give evidence at any time and place ap-

J. P., etc., may enforce attendance of witnesses.

pointed for hearing such complaint, and by warrant under his hand and seal may require any person to be brought before the Police Magistrate or Justices of the Peace, by whom the complaint shall be heard, who shall neglect or refuse to appear at the time and place appointed in any summons,—proof, upon oath, being first given of personal service of the summons upon the person against whom such warrant shall be granted,—and may commit any person coming or brought before such Police Magistrate or Justices, who shall refuse to give evidence, to the common gaol of the place or county where such offence was committed, there to remain for any time not exceeding three months, or until such person shall sooner submit himself to be examined ; and in case of such submission, the order of any Police Magistrate or Justice of the Peace shall be a sufficient warrant to any gaoler for the discharge of such person.

Errors in form, name, nature of factory, etc., not to vitiate proceedings.

44. No information, conviction or other proceeding or any complaint for an offence against this Act shall be quashed or deemed illegal for matter of form, or for any averment unnecessary to be proved, or the omission of any word, in any case in which such insertion or such omission respectively does not affect the essence of the offence, nor for the wrong designation of a name, or time, or place where the person, time and place intended shall have been so stated as to have been, in the opinion of the Police Magistrate or Justices of the Peace, by whom the complaint shall have been heard, clearly understood by the person charged with such offence ; and it shall not be necessary in any information, conviction or other proceeding under this Act to define the process carried on in such factory, or nature of the power by which the machinery of such factory is moved, or to set out that the factory or process of employment referred to is not within any of the cases excepted, provided that it be therein stated that such factory is a factory within this Act, and the proof of being within any such excepted case shall lie upon the party claiming the benefit of such exception.

Appeal from conviction, after notice, recognizance, etc.

45. Any person aggrieved by any such conviction for which an appeal is allowed by this Act, may appeal to the next Court of Quarter Sessions or County Court which shall be holden in the county or other jurisdiction wherein the cause of complaint shall have arisen. Provided, that the person so intending an appeal shall give to the Inspector or Medical Inspector of the district notice in writing of such appeal, and of the cause and matter thereof, within four days after the conviction or order, and eight clear days, at least, before such County Court or Court of Quarter Sessions, and shall also enter into a recognizance with two sufficient sureties before a Police Magistrate or Justice of the Peace for the county or other jurisdiction, eight clear days, at least, before such court, conditioned personally to appear at the said court and to try such appeal, and to abide the judgment of the court thereon, and to pay such costs as shall be by the court awarded, and the court shall hear and

determine the matter of appeal and shall make such order thereon as to the court shall seem meet, and in the case of the dismissal of the appeal or the affirmance of the conviction or order, the court shall adjudge and order the party to be punished according to the conviction or to obey the order appealed against, and to pay such costs as shall be awarded, and shall, if necessary, issue process for enforcing such judgment.

Application of penalties.

(2) Any Police Magistrate or Justice of the Peace by whom any complaint under this Act is determined shall, if he so thinks fit, give to the complainant or prosecutor one-half of any penalty imposed for any offence against any of the provisions of this Act, together with all costs of prosecution and conviction, and the remainder of the penalty, or the whole, if he shall think fit, shall be applied as such Inspector, Medical Inspector, Police Magistrate or Justice of the Peace may direct, for the benefit of any school wherein children employed in mills or factories are educated, in such place where such offence shall be committed. Provided always, that only one penalty shall be recoverable for any one description of offence from any one person for any one day, and that it shall be deemed necessary for the complainant or prosecutor to name in any summons the particular place in which such offence shall have been committed ; but it shall be lawful in such summons to set forth the name of the city, town, village, township or county where such offence may have been committed. Provided always, that such summons shall be issued upon complaint being made upon oath.

Restriction as to penalties recoverable.

Proviso: Summons issued on oath.

Place for sittings of J. P., etc.

(3.) Every Police Magistrate or Justice of the Peace shall be and is hereby authorized to provide a convenient place for holding any sitting, and the expense of providing such place shall be defrayed in the manner and proportions, and by the person or persons herein appointed for the payment of any special remuneration to any constable or peace officer.

Who may exercise powers of Justices.

46. In all cases in which a Police Magistrate or Justice of the Peace is required or empowered to do anything under this Act, or is named therein, no complaint preferred for any offence against this Act, committed in a factory, shall be heard by a Police Magistrate or Justice of the Peace, being the owner, manager, superintendent, secretary, overseer or person in charge of the mill or factory, or being the father, son or brother of the owner, manager, superintendent, secretary, overseer or person in charge of the mill or factory in which the offence set forth in the complaint shall have been committed.

Complaints to be preferred within two weeks.

47. All complaints for offences against this Act shall be preferred within two weeks next after the commission of the offence, except in all cases of complaints for offences punishable at discretion by fine or imprisonment, or for working on the Saturday afternoons or on Sundays, or for not giving all or any of the time for holidays required to be given, in

each of which cases the complaints may be preferred within three months next after the commission of the offence, and

Repetition of offences.

no person shall be liable to a larger amount of penalties for any repetition from day to day of the same kind of offence than the highest penalty hereinafter named for such offence, unless such repetition of an offence shall have been committed after a complaint shall have been made for the previous offence, and except also for offences of employing two or more children or young persons contrary to law.

Compelling parties summoned to appear and produce registers, etc.

48. Every person who shall be summoned to answer any complaint, shall be bound to appear at the time and place mentioned in the summons, and to produce before the Police Magistrate or Justice of the Peace, then and there present, every register or other account, paper or notice required by law to be kept by him or his agent. which shall be mentioned in the summons, and if he shall not appear accordingly, then (upon proof of due service of the summons) the Police Magistrate or Justice of the Peace may either hear and determine the case in his absence, or issue his warrant as hereinafter provided for enforcing his attendance and the attendance of any witness who shall refuse or neglect to appear.

Evidence of former convictions.

49. Whenever any person shall be convicted of any offence against this Act, the Clerk of the Peace where such conviction shall have been filed shall, upon the request in writing of any Inspector or Medical Inspector, deliver or cause to be delivered to him a copy of the conviction, certified under his hand to be a true copy, and every such copy shall be received as evidence of such conviction upon any future proceedings under this Act, and for every such copy the Clerk shall be entitled to have a fee of fifty cents, and no more.

Form of conviction, and how filed.

50. Every conviction under this Act may be in the form given in the schedule A to this Act, annexed, or in any other form more suitable to the case, and shall be certified or returned to the Clerk of the Peace, there to be filed amongst the records of the county.

Inspector and Medical Inspector to be competent witnesses.

51. It shall be no objection to the competency of any Inspector or Medical Inspector to give evidence as a witness in any prosecution under this Act that is brought at the instance of such Inspector or Medical Inspector.

MISCELLANEOUS.

Persons starting factories to send particulars to Secretary of State.

52. After the passing of this Act, every person on beginning to occupy a factory or workshop shall, within one month, send, addressed to the Secretary of State at Ottawa, a written notice containing the name of the factory or workshop, the village, or town, or city, or township, or county, and province where it is situated, the post office to which he desires his letters to be addressed, the nature of the work, the nature and amount of the moving power, and the name of

the firm under which the business of the factory is to be carried on.

Registers to be kept in every factory.

53. Registers shall be kept in the factory or workshop to which they relate by the manager, superintendent, secretary, overseer or person in charge of every factory or workshop according to the forms and directions given in schedule E to this Act annexed; and every Inspector or Medical Inspector shall have power to require such manager, superintendent, secretary, overseer or person in charge to send to him in such manner as may be directed in the requisition, any extracts from such registers and any other information with relation to the persons employed in the workshop or factory which may be requisite to facilitate the performance of the duties of such Inspector in any enquiry made under the authority of this Act; but no information so sent by the manager, superintendent, secretary, overseer or person in charge of any factory or workshop which is not contained in the registers, certificates and other documents required by this Act to be received or kept, shall be admissible in evidence in any proceeding against him for the recovery of any penalty; and the registers, certificates and other documents required by this Act to be received or kept shall be forthwith produced to the Inspector or Medical Inspector on his demanding to examine the same at any time when the factory is at work.

Contents alone to be admissible in evidence.

May be examined by Inspector, etc.

Punishment for forging certificate, etc.

54. If any person shall give, sign, countersign, endorse, or in any manner give currency to any false certificate, knowing the same to be untrue, or if any person shall forge any certificate, or shall forge any signature or endorsement on any certificate, or shall knowingly and wilfully give false testimony on any point material to any certificate of any Inspector, Medical Inspector or school teacher, such person shall be deemed guilty of a misdemeanor, and shall, on conviction thereof, before any Police Magistrate or Justice of the Peace, be liable to be imprisoned in the county gaol for any period not exceeding two months.

Penalty for keeping child on mill premises more than five hours.

55. If any child within the several ages hereinbefore restricted to the performance of ten hours of day labor shall be kept or allowed to remain in any room or place whatsoever where any machinery is used, or shall be kept or allowed to remain on any premises within the outer walls of any factory or workshop for any longer time than five hours during any one day, or for any longer time than the residue of such five hours in the case of any child which has been previously employed for any shorter time during the same day in any other factory or workshop, the owner, manager, superintendent, overseer, or person in charge of such factory or mill, without any evidence of the employment of such child, shall be liable to the same penalty and punishment as for employing such child for such longer period: Provided, nevertheless, that no place, yard, or playground open to the public view, shall be considered part of the premises on which children shall not be allowed to remain beyond the hours hereinbefore stated. And be it further provided, that the children may be allowed to remain in any school-room

Exception as to playgrounds and schools.

attached to such factory or mill, or in any other waiting-room or parts of the premises where no machinery is used and which shall at all times be open to the inspection of the Inspector, Medical Inspector or any peace officer duly appointed under the provisions of this Act.

Notice of any general order made by Inspector.

56. The notice of any general order or regulation applying to more than one workshop or factory made by any Inspector, if published for two successive weeks in one or more newspapers published in the city, town, place or country where any such mill or factory is situate, shall, in all cases, at the end of seven days after the second publication thereof, have the same effect in attaching a responsibility upon any offender against such order or regulation as a notice personally served upon such offender. Provided, nevertheless, that such notice shall not be to the exclusion of any other special notice which any Inspector or Medical Inspector may deem expedient or proper.

Night work allowed in paper mill.

57. Where the owner, manager, superintendent, secretary, overseer or person in charge of any workshop or factory proves to the satisfaction of the Inspector that such owner, manager, superintendent, secretary, overseer or person in charge was at the time of the passing of this Act employing, and had for not less than one month previously to such passing, employed young persons and women at night, and further proves that he cannot, without a considerable interval of time, alter his machinery so as to dispense with such employment, it shall be lawful for the said Inspector, by order, to authorize the employment by such owner, manager, superintendent or person in charge until some day not later than six months, of young persons and women, in such manner and for such times as had previously been customary in the said workshop or factory.

Inspector or Medical Inspector to give notice of dangerous machinery.

58. If an Inspector or Medical Inspector shall observe in a mill, factory or workshop any part of the machinery of any kind or description, or any driving-strap or band, not securely fenced, which he shall deem likely to cause bodily injury to any person employed in such mill or factory, he shall give notice in writing to the owner, manager, superintendent, secretary, overseer or person in charge of such mill or factory, of such part of the machinery or such strap or band as he shall deem to be dangerous, according to the form and directions given in schedule G to this Act annexed, and the owner, manager, superintendent, overseer or person in charge of such factory shall sign a duplicate copy of such notice in acknowledgment of having received it: Provided always, that, upon an application in writing made by the owner, manager, superintendent, secretary, overseer or person in charge of the mill or factory, within six days after he shall have received such notice, two arbitrators skilled in the construction of that kind of machinery to which such notice refers shall be appointed, one of whom shall be named by the owner, manager, superintendent, overseer or person in charge of the factory, in the aforesaid application, and the other by the Inspector of the Province

Appointment of arbitrators to examine machinery.

or the Medical Inspector of the district, with the least possible delay after he shall have received such application, and the said arbitrators shall proceed to examine the machinery alleged to be dangerous, within four days of the appointment of the arbitrator named by the Inspector or Medical Inspector; and if the arbitrators so appointed shall not agree in opinion, the said arbitrators shall choose a third arbitrator possessing a similar knowledge of machinery, and if the said arbitrators, or any two of them, shall sign an opinion in writing addressed to the Inspector or Medical Inspector, that it is unnecessary or impossible to fence the machinery, or strap, or band alleged in the notice to be dangerous, the Inspector for the Province, or the Medical Inspector of the district, on the receipt of the same, shall cancel the said notice. And if the decision of the arbitrators shall be that it is impossible or unnecessary to fence the machinery so alleged to be dangerous, the expense of such reference shall be paid as other expenses under this Act; but if the decision of the arbitrators shall be that it is necessary and possible to fence the said machinery, then the expense of the reference shall be paid by the owner, manager, superintendent, overseer or person in charge of the factory, and shall be recoverable as the penalties under this Act are recoverable; and the owner, manager, superintendent, secretary, overseer or person in charge of the factory shall be liable to a penalty of not less than twenty dollars and not more than fifty dollars if he do not within a reasonable time after such notice or decision (as the case may be) cause such machinery, strap or band to be well and securely fenced, and at all times thereafter keep the same well and securely fenced.

Expenses of reference, how paid.

59 If any accident shall occur in a factory or workshop which shall cause any bodily injury to any person employed therein, the manager, superintendent, secretary, overseer or person in charge of the factory shall immediately send a notice thereof in writing to the Medical Inspector for the district in which the factory is situated, in which notice the place of residence of the person injured, or the place to which he may have been removed shall be stated, and the Medical Inspector shall send a copy of such notice to the Provincial Inspector by the first post after the receipt thereof.

Notice to be given of accident causing bodily injury.

60. If a Medical Inspector shall receive notice as aforesaid, that an accident has occurred which has occasioned bodily injury to any person employed in a mill or factory for which he has been appointed, he shall with the least possible delay, proceed to the said mill or factory and make a full investigation as to the nature and cause of such bodily injury, and shall within the next twenty-four hours send to the Inspector of the Province a report thereof, a copy of which report, together with any other information he may receive in connection with the said accident the Inspector for the Province shall send to the office of the Secretary of State at Ottawa, as soon as conveniently may be; and the Medical Inspector shall have power to enter any room in any building to which the injured party may have been removed, and for such investigation the said Medical In-

Investigation by Medical Inspector of cause of accident, and report thereon.

spector shall receive a fee not exceeding four dollars or such part thereof, not being less than one dollar. as the Inspector of the Province may consider a reasonable remuneration to the Medical Inspector for his trouble, which fee shall be paid as other expenses, incurred under this Act.

Prosecution by Inspector for compensation.

61. The Secretary of State, on the report and recommendation of an Inspector, may empower such Inspector to direct one or more actions to be brought in the name and on behalf of any person who shall be reported by such Inspector to have received any bodily injury from the machinery of any factory or workshop for the recovery of damages for and on behalf of such person

Application of damages when recovered.

62. Any damages which shall be recovered in any action so directed to be brought, shall be paid to the person in whose behalf they have been recovered, or shall be otherwise settled for the use and benefit of the said person, in such manner as shall be approved of by the Secretary of State, and in case a verdict shall be found for the defendant, or judgment shall be recovered against the plaintiff, or the plaintiff shall be non-suited, the defendant shall have the like remedies for his costs against the Inspector as he might have had against the plaintiff, and all charges and expenses incurred in bringing any such action beyond what are recovered from the defendant, and not otherwise provided for, shall be paid as other expenses incurred under this Act are to be paid.

Penalty for not fencing dangerous machinery after notice, and subsequent accident.

63. If any person be killed, or shall suffer any bodily injury in consequence of the owner, manager, superintendent, secretary, overseer or person in charge of a workshop or factory, having neglected to fence any part of the machinery. or any hoist or teagle, or any wheelrace required by this Act to be securely fenced, or having neglected to fence any part of the machinery or any driving strap or band in the workshop or factory, of which he shall have received notice in writing from any Inspector or Medical Inspector, as hereinbefore provided, that the same was deemed to be dangerous, the owner, manager, superintendent, secretary, overseer or person in charge of the factory or workshop shall pay a penalty of not less than one hundred dollars, and not more than one thousand dollars, and the whole or any part of such penalty may be applied for the benefit of the injured person, or otherwise, as the Secretary of State may determine, and so much of such penalty as shall not be applied as aforesaid shall be applied as other penalties under this Act:

Proviso: Owner not liable in certain cases.

Provided always, that the owner, manager. superintendent, secretary, overseer or person in charge of the workshop or factory shall not be liable to any such penalty if the notice which he shall have received from an Inspector or Medical Inspector shall have been cancelled, as hereinbefore provided, or that in any proceedings against an owner, manager, superintendent, secretary, overseer or person in charge of a factory for not securely fencing that part of the machinery, hoist, teagle or wheel-race, by which such bodily injury was inflicted, the complaint shall have been heard and dismissed previous to the time when such bodily injury was inflicted.

Abstract of Act and regulations to be hung up in Mills.

64. A copy or copies of an abstract of this Act, and also such copy or copies of any regulation or regulations made in pursuance of this Act as any Inspector shall direct, shall be hung up and fixed in a conspicuous part or in the several departments of every workshop or factory; and such copy or copies of such abstract and of such rules or regulations so hung up and affixed, shall be signed by the master or manager, or overseer of such workshop or factory, and such copy or copies shall be renewed by such master, manager or overseer so often as the Inspector or Medical Inspector may direct.

Notice of complaint of unguarded machinery.

Witnesses.

65. Notice, in writing, of an intention to prefer a complaint that a child or young person had been employed in a factory in which sufficient means had not been employed, or continued for protecting the workers from being wetted, or for preventing the escape of steam into the room occupied by the workers, or that any part of the aforesaid machinery, hoist or teagle or wheel-race or flume has not been securely fenced, shall be given four days at least previous to the day fixed for hearing the complaint; and if the party complained against intend to bring forward any millwright or other person skilled in the construction of the aforesaid machinery as a witness at the hearing of the case, he shall give notice in writing of such intention to the Inspector or Medical Inspector, who shall be the complainant, forty-eight hours previous to the day fixed for hearing the case.

Agent and servants to be personally responsible for offences against this Act.

66. If any offence shall be committed against this Act for which the master of any workshop or factory is legally responsible, and it shall appear to the satisfaction of any Police Magistrate or Justice of the Peace that the same has been committed without the personal consent, concurrence or knowledge of such master, by or under the authority of some agent or servant, or workman of such master, it shall be lawful for such Police Magistrate or Justice of the Peace to summon such agent, or servant, or workman before him to answer for such offence, and such agent, or servant, or workman shall be liable to the penalties and punishment for such offence herein provided, and such Police Magistrate or Justice of the Peace shall convict such agent, or servant, or workman in lieu of such master.

Penalty as respects employer for offences against this Act.

67. If any employer of children in any factory or workshop shall, by himself or by his servants or workman, offend against any of the provisions of this Act, or any order or regulation of any Inspector made in pursuance hereof, such offender shall for such offence (except in the case of any offence for which some other penalty or punishment is specially provided) forfeit and pay any sum not exceeding ten dollars nor less than two dollars, at the discretion of the Police Magistrate or Justice of the Peace before whom such offender shall be convicted.

Proviso: Mitigation of penalty.

Provided, nevertheless, that if it shall appear to such Police Magistrate or Justice of the Peace that such offence was not wilful nor grossly negligent, such Police Magistrate

or Justice of the Peace may mitigate such penalty below the said sum of two dollars, or discharge the person charged with such offence.

Penalty for offences where no penalty is specified.

68. The penalty for any offence against this Act, for which no specific penalty is hereinbefore provided, shall be any sum not less than two dollars, and not more than ten dollars.

Factory to be clean and well ventilated.

69. Every factory or workshop to which this Act applies shall be kept in a cleanly state, and be ventilated in such a manner as to render harmless, so far as is practicable, any gases, dust or other impurities generated in the process of manufacture that may be injurious to health.

Penalty.

If the owner, manager, superintendent, overseer or person in charge fails to keep the same in conformity with this section, he shall be deemed to be guilty of an offence against this Act and to be subject, in respect of such offence, to a penalty not exceeding twenty dollars nor less than ten dollars. The Police Magistrate, Justice of the Peace, or court having jurisdiction under this Act may, in addition to or instead of inflicting any penalty in respect of an offence under this section, make an order directing that, within a certain time to be named in such order, certain means are to be adopted by the owner, manager, superintendent, secretary, overseer or person in charge for the purpose of bringing his factory into conformity with this section; the Police Magistrate, Justice of the Peace, or court may, upon application, enlarge any time appointed for the adoption of the means directed by the order, but any non-compliance with the order shall, after the expiration of the time as originally limited or enlarged by subsequent order, be deemed to be a continuing offence, and to be punishable by a penalty not exceeding ten dollars for every day that such non-compliance continues.

Order may be made to conform to this section.

Special observance of cleanliness and ventilation amongst workmen.

70. In order to prevent the requirements of this Act as to cleanliness and ventilation in a factory or workshop being infringed to the detriment of the owner, manager, superintendent, overseer or person in charge, by the wilful misconduct, or wilful negligence of the workmen employed therein, it shall be lawful for the owner, manager, superintendent, overseer or person in charge of any factory to make special rules for compelling the observance amongst the workmen of the conditions necessary to insure the required degree of cleanliness and ventilation, and to annex to any breach of such rules a penalty not exceeding two dollars.

Approved by Secretary of State.

The special rules made in pursuance of this section shall not be of any validity until they have been approved by the Secretary of State.

Copies to be hung up in factory and distributed.

Printed copies of the special rules in force in any factory shall be hung up, in a legible condition, in two or more conspicuous places in the factory, and a printed copy shall be supplied to any person employed in the factory who may apply for a copy.

A printed copy of the special rules for the time being in force in any factory, certified under the hand of the Inspector for the time being having jurisdiction over such factory or workshop, shall be evidence of such rules and of their having been approved by the said Secretary of State, and it shall be the duty of the above-mentioned Inspector to certify copies of special rules when required. Evidence of such rules.

EXCEPTIONAL.

71. Whereas the customs, or exigencies of certain trades require that male young persons of the age of fourteen years and upwards, should be occasionally employed beyond the hours allowed by this Act, it shall be lawful for the Inspector, on due proof to his satisfaction that such customs or exigencies exist, and that such occasional employment is not injurious to the health of such male young persons, from time to time, by order to be advertized in the *Canada Gazette*, or otherwise published in such manner as he may think fit, to give permission that in case of any particular factory or class of factories, male young persons of the age of fourteen years and upwards may be employed for a period of not more than ten hours on any one day: Provided:— Occasional employment beyond hours allowed by Act.

1st. That they are not so employed, except between the hours of ten in the morning and nine in the evening. Proviso.

2nd. In addition to the time allowed in this Act for meals, they shall be allowed half an hour for a meal after the hour of five in the evening. Proviso.

72. In any factory or workshop in which the mechanical power is water, and in any factory or class of factories with respect to which the Inspector certifies that it has been proved to his satisfaction that, by reason of the nature of the business, it is necessary to carry on the same throughout the night, it shall be lawful to employ male young persons during the night, subject to the same intervals of rest which they are allowed during the day, and subject to this provision, that no male young person employed during the night shall be employed during the preceding or suceeding day, and that no male young person shall be employed during more than three nights, in any one week. In certain factories, etc., workers may be employed throughout the night.

73. When in any mill, or factory or workshop, the process in which a child, young person or woman is employed, is in an incomplete state at the hour at which such child, young person or woman is required by this Act to cease work, such child, young person or woman may be employed for a period not exceeding thirty minutes beyond the said hour. In certain processes children may be employed beyond hours limited by Act.

74. In this Act, unless another sense shall be plainly shown by the context or by some other positive enactment to the contrary, the word "child" shall be taken to mean a child under the age of thirteen years, and the words "young person" shall be taken to mean a person of the age of thir- Interpretation. Child. Young person.

teen years and under the age of eighteen years, and the word

Parent. "parent" shall be taken to mean parent, guardian or person having the legal custody of any such child or young person; and any person who shall work in any factory or workshop, whether for wages or not, or as a learner or otherwise, either in any manufacturing process or in any labour incident to any manufacturing process, or in cleaning any part of the factory or workshop, or in cleaning or oiling any part of the machinery, or in any other kind of work or handicraft whatsoever, save in the cases hereinafter excepted, shall be deemed, notwithstanding any other description, limitation or exception of employment in this Act, to be employed therein within the meaning of this Act. And the words

Inspector and medical Inspector. "inspector" and "medical inspector" shall be taken to mean respectively an inspector and a medical inspector of factories, and the words "occupier," "manager," "superintendent," "secretary," "overseer," or "person in charge,"

Manager, Superintendent, Overseer, person in charge. shall be taken to mean any person having, on behalf of the owners or owner of any factory, the care or direction thereof, or of any person employed therein. And the word "month"

Month. shall be taken to mean a calendar month; and the words

Mill gearing. "mill-gearing" shall be taken to comprehend every and all machinery, shaft, whether upright, oblique or horizontal, and every wheel, drum or pulley by which the motion of the first moving power is communicated to any machine appertaining to the manufacturing processes. And the

Factory. word "factory," notwithstanding any provision or exemption in this Act, shall be taken to mean a factory, a mill or a workshop, and also all buildings and premises situated within any part of the Dominion of Canada, wherein or within the close or curtilage of which steam, water or any other mechanical power shall be used to move or work any machinery employed in preparing, manufacturing or finishing, or in any process incident to the manufacture of cotton, wool, hair, silk, flax, hemp, jute, tow, prints, hosiery, either separately or mixed together, or mixed with any other material or fabric made thereof, earthenware, lucifer matches, and cartridges, or in the process of bleaching, dyeing and paper-staining, and any room situated within the outward gate or boundary of any factory wherein children or young persons are employed in any process incident to the manufacture carried on in the factory, shall be taken to be a part of the factory, although it may not contain any machinery, and any part of such factory may be taken to be a factory

Exceptions. within the meaning of this Act; but this enactment shall not extend to any part of such factory used solely for the purposes of a dwelling house, nor to any factory or part of a factory used solely for the manufacture of hats, or of lace, or solely for printing or calendering, and the enactments of this Act respecting the hours of labour shall not apply to any young person when employed solely in packing goods in any warehouse or part of a factory not used for any manufacturing process, or for any labour not incident to any manufacturing process. And nothing in this Act contained shall extend to any young person being a mechanic, artizan or labourer, working only in making and repairing the machinery or any part of the factory.

75. This Act shall be known and may be cited as "*The Factories Regulation Act*, 1881." Short title.

SCHEDULE A.

FORM OF CONVICTION.

Province of
County of
(*as the case may be*)
To Wit:

Be it remembered that on the day of in the year A. B. (*describe the offender*) was upon the complaint of C. D. (*or upon the view of C. D., one of Her Majesty's Inspectors or Medical Inspectors of Factories, or as the case may be*) convicted before E. F., one of Her Majesty's Police Magistrates or Justices of the Peace in and for, &c., (*as the case may be*) in pursuance of an Act passed in the 44th year of Her Majesty's reign, for (*describe the offence.*)

Given under my hand and seal the day and year above mentioned.

SCHEDULE B.

WARRANT TO DISTRAIN FOR FORFEITURE.

Province of
County of
To Wit:

To the Constable, &c.

Whereas A. B., of in the said county, is this day convicted before C. D., one of Her Majesty's Police Magistrates (*or Justices of the Peace, in and for the said County*), upon the oath of a credible witness (*or upon my own view, as the case may be*) for that he, the said A. B., hath (*here set forth the offence, describing it particularly in the words of the Statute or rule as near as can be*), contrary to the Statute (*or rule, if the offence is against some rule, or regulation, or order of an Inspector*) in that case made and provided, by reason whereof the said A. B. is adjudged to have forfeited the sum of $ to be distributed as hereinafter mentioned. These are therefore, in Her Majesty's name, to command you to levy the said sum of $ by distress of the goods and chattels of him, the said A. B., and if within the space of four days next after such distress by you taken the said sum of $, together with the reasonable charges of taking and keeping the same shall not be paid, that then you do sell the said goods and chattels by you so distrained, and out of the money arising by such sale that

you do pay (*according to the award of the Justice*), returning the overplus on demand to him, the said A. B., the reasonable charges of taking, keeping and selling, the said distress being first deducted; and if sufficient distress cannot be found of the goods and chattels of the said A. B. whereon to levy the said sum of $, that then you certify the same to me, together with this warrant.

Given under my hand and seal the day of A.D.

(Signed) C. D.

Return of Constable upon Warrant of Distress where no effects.

I, E. F., Constable of , in the County of , do hereby certify and make oath that by virtue of this warrant I have made diligent search for the goods of the within-named A. B. , and that I can find no sufficient goods whereon to levy the same.

As witness my hand the day of , A.D.

E. F.

Sworn before me the day of , A. D.

G. H,

SCHEDULE C.

COMMITMENT FOR WANT OF DISTRESS.

Province of
County of
To Wit:

To the Constable of , in the County of , and to the keeper of the county gaol at , in the said county:

Whereas A. B., of , in the said county, was, on the day of , convicted before me, C. D., Esquire, one of Her Majesty's Justices of the Peace, in and for the said county (*or Police Magistrate, as the case may be*), upon the oath of a credible witness (*or upon my own view, as the case may be*), for that he (*here set forth the offence*), contrary to the Statute made in the year of Her Majesty's reign, for (*according to the title of the Act, or contrary to a certain rule, or order, or regulation, of Her Majesty's Inspector of Factories*), and the said A. B., by reason thereof, hath been adjudged to forfeit and pay the sum of dollars; and whereas on the day of , in the year aforesaid, I did issue my warrant to the constable of to levy the said sum of dollars, by distress and sale of the goods and chattels of him, the said A. B., and to distribute the same as in my said warrant was mentioned; and whereas it

duly appears to me, upon the oath of the said constable, that he has used his best endeavours to levy the said sum on the goods and chattels of the said A. B., but that no sufficient distress can be had whereon to levy the same. These are therefore to command you, the said constable of aforesaid, to apprehend the said A. B., and him safely to convey to the common gaol at , in the said county, and there deliver him to the keeper thereof, together with this precept; and I do also command you, the said keeper, to receive and keep in your custody the said A. B., for the space of , unless the said sum shall be sooner paid pursuant to the said conviction and warrant, and for so doing this shall be your sufficient warrant.

Given under my hand and seal the day of A.D.

C. D.

SCHEDULE D.

CERTIFICATES.

(*To be written or printed on white paper.*)

Factories Regulation Act, 1881. 44 *Victoria, Chap.* —

No.

Certificate of age for a child to be employed in the factory of , situated at, , in

I, , of , duly appointed a Medical Inspector of factories, do hereby certify that son (*or daughter*) of and residing in , has been personally examined by me this day of , one thousand eight hundred and , and that the said child has the ordinary strength and appearance of a child of at least years of age, and that I believe the real age of the said child to be at least years, and that the said child is not incapacitated by disease or bodily infirmity from working daily in the above-named factory for the time allowed by this Act.

(Signed)

Medical Inspector.

The form of medical certificate to be given to a child who has obtained a certificate of real age shall be the same as above, omitting the words, "and that the said child has the ordinary strength of a child of at least years of age, and that I believe the real age of the said child to be at least years," and substituting these words in their place, "and that a certificate of the birth (*or baptism*) of the said child has been produced to me in the form required by this Act, proving that the real age of such child is at least years."

(*To be written or printed on coloured paper.*)

Factories Regulation Act, 1881. 44 *Victoria Chap.* —

No. .

Certificate of age for a young person to be employed in the factory of , situated at , in

I, , of , duly appointed a Medical Inspector of factories, do hereby certify that , son (*or daughter*) of , and residing in , has been personally examined by me this day of , one thousand eight hundred and and that the said young person has the ordinary strength and appearance of a young person of at least years of age, and that I believe the real age of the said young person to be at least years, and that the said young person is not incapacitated by disease or bodily infirmity from working daily in the above-named factory for the time allowed by this Act.

(Signed)

Medical Inspector.

The form of medical certificate to be given to a young person who has obtained a certificate of real age shall be the same as above, omitting the words, " and that the said young person has the ordinary strength and appearance of a young person of at least years of age, and that I believe the real age of the said young person to be at least years," and substituting these words in their place, " and that a certificate of the birth (*or baptism*) has been produced to me in the form required by this Act, proving that the real age of such young person is at least years."

The form of medical certificate to be given in either case by any practitioner who is not a Medical Inspector must be the same as the corresponding form above given, omitting the words, " duly appointed a Medical Inspector," and substituting the words, " duly authorized by the university (*or college or other public body having authority in that behalf*) of , to practice surgery or medicine," and making the following addition, which must be signed by a Police Magistrate or Justice of the Peace:

"The child (*or young person*) named in the above-written certificate has been this day brought before me, and the appearance of the said child or young person agrees with the description therein given, and I believe the real age of the said child or young person to be at least (*here insert the word in the case of a child, or in the case of a young person*) years, and I declare that I have no beneficial interest in, and am not the owner, manager, superintendent, overseer, or person in charge of any factory, and that I am

not the father, son or brother of the owner, manager, superintendent, overseer or person in charge of any factory."

Dated this day of one thousand eight hundred and

(Signed) C. D.
J. P. (or Police Magistrate.)

In every medical certificate of age, the day of the month on which it shall be granted shall be written in words and not in figures.

So soon as any certificate authorized by this Act to be received as proof of the age of any person shall be obtained by the owner, manager, superintendent, overseer or person in charge, they shall be fixed in a book to be called "The Age Certificate Book," in the order of the dates at which they shall have been respectively received, and such certificates shall be numbered in the order in which they are so fixed in the book, but the certificates for children shall be kept in a separate and distinct place in the said book, or in a separate book, and shall be marked with a series of running numbers distinct from that of the certificates of young persons.

So soon as any certificate of age authorized by this Act shall be obtained, the number hereinbefore required to be set against each certificate shall be set against the name of the child or young person for whom such certificate was granted, in the first column of the register of the persons employed, required by this Act to be kept in each factory.

If a Medical Inspector shall have refused to grant a certificate of age, the word, "refused" shall be written in the column of the register where the numbers of the certificates are required to be inserted.

Factories Regulation Act, 1881. 44 *Victoria, Chap.* —

Certificate Refused

I. of , duly appointed a Medical Inspector of factories, do hereby declare that son (*or daughter*), of , residing in , has been personally examined by me this day of , one thousand eight hundred and , and that in my opinion the said child (*or young person*) has not the ordinary strength and appearance of a child of at least years of age (*or of a young person of at least years of age*) or (*or and*) is incapacitated, by disease and bodily infirmity, from working daily in a factory for the time allowed by this Act.

(Signed)
Medical Inspector.

N.B.—The words within brackets shall be in the handwriting of the Medical Inspector, who shall insert the reason of his refusal to be either on account of deficient age or of bodily infirmity, or both, as the case may be.

Factories Regulation Act, 1881. 44 *Victoria. Chap.* — *School Certificate.*

I hereby certify that the undermentioned child (*or children*) employed in the factory of , situated in , has (*or have*) attended the school kept by me at for the number of hours and at the time on each day specified in the columns opposite to his (*her or their*) name (*or names*) during the week ending on Saturday, the day of , one thousand eight hundred and , and that the causes of absence stated are true, to the best of my belief.

Name of Child.	Monday.		Tuesday.		Wednesday.		Thursday.		Friday.		Causes of Absence.
	Time.		Time.		Time.		Time.		Time.		
	From.	To.	From.	To.	From.	To.	From.	To.	From.	To.	

(Signed)

Schoolmaster (*or Schoolmistress*).

The day of one thousand eight hundred and

SCHEDULE E.

REGISTERS.

Form of the Register of Young Persons.

LIST OF YOUNG PERSONS EMPLOYED IN THIS FACTORY.

No. of reference to age Certificate Book, as required in Schedule (D.)	Names.		Date of first day of being employed or re-employed.			When any person ceases to be employed insert opposite the name the word "left," and when any person completes his year of age the word "adult."
	Surname.	Christian Name.	Month.	Day.	Year.	

This register shall contain the names of every young person employed in the factory, to be entered successively when engaged to work, whether for the first time, or after having left when re-engaged to work.

At the beginning of this register shall be inserted :

1. The name of the owner, firm or company.

2. The name of the factory, the place, township and county where it is situated, and the post office to which the owner, manager, superintendent, overseer or person in charge desires his letters to be sent.

3. The nature of the work to be carried on.

4. The nature of the moving power, the whole amount of horse-power of the steam-engine or water-wheel, and also the amount of horse-power employed.

5. The clock by which the employment of the workers in the factory is regulated. Every alteration in any of the above particulars shall be inserted immediately after such alterations shall have been made.

6. The holidays and half holidays which shall have been given, in conformity with this Act, shall be recorded in a distinct place in this register.

7. The dates when the whole of the factory, if done at one time, and the several parts if done at different, shall have been lime-washed, and the names and residences of the persons by whom the factory was lime-washed, shall be recorded in a distinct place in this register within days after they have been so lime-washed, and this declaration of the times of lime-washing shall be signed by the mill-owner, manager, superintendent, overseer or person in charge.

The visits of the Medical Inspector to the factory shall be recorded in the register in manner following :—

Date of Visit.	Number of Persons presented for Examination.	Number of Certificates granted.	Signature of Medical Inspector.

FORM FOR THE REGISTER OF CHILDREN.

To be kept in those factories only where children under years of age are employed.

Names of the children employed in this factory before o'clock, or the morning set.

No. of reference to Age Certificate Book as required in Schedule D.	Names.		Date of the first day of employment or re-employment.			When any child ceases to be employed, insert opposite its name the word "left," or if transferred to the afternoon set the word "changed," or the words "young person," when a child completes its year.
	Surname.	Christian Name.	Month.	Day.	Year.	

Names of the children employed in this factory after o'clock in the afternoon, or the afternoon set.

No. of reference to Age Certificate Book as required in Schedule D.	Names.		Date of first day of employment or re-employment.			When any child ceases to be employed, insert opposite its name the word "left," or if transferred to the morning set the word "changed," or the words "young person" when a child completes its year.
	Surname.	Christian Name.	Month	Day.	Year.	

SCHEDULE F.

NOTICES TO BE FIXED UP IN FACTORIES.

Name and address of the Inspector of the Province.

Name and address of the Medical Inspector of the District.

Clock by which the hours of work are regulated.

The hours of work of all young persons and females above the age of , employed in this factory :—

Days of Week.	Morning.		Forenoon.		Afternoon.		Evening.		*Total Hours.
	From.	To.	From.	To.	From.	To.	From.	To.	

* In this space the days of the week to which the hours of work refer shall be entered.

Signature of owner, manager, superintendent, overseer or person in charge of factory.

FORM OF NOTICE TO BE FIXED UP OF THE TIMES ALLOWED FOR MEALS.

THE TIMES ALLOWED FOR MEALS IN THIS FACTORY.

*Days of the Week.	Breakfast.		Dinner.		Tea.	
	From.	To.	From.	To.	From.	To.

*In this space the days to which the meal hours refer shall be entered.

Signature of owner, manager, superintendent, overseer or person in charge of factory.

These notices of the regular hours of work fixed up in a factory are not required to be altered when young persons are only employed at other hours for the recovery of lost time, as authorized by this Act; provided the notice required to be fixed up when recovering lost time be so fixed up, and provided on such notice it is stated at what time of the day it is intended to recover the time so lost.

FORM of Notice to be fixed up when the owner, manager, superintendent, overseer or person in charge intends to recover all or any part of the time which has been lost by the stoppage of the machinery in the factory, as allowed by this Act:—

ACCOUNT OF TIME LOST AND RECOVERABLE.

TIME LOST.					EXPLANATORY REMARKS.	TIME RECOVERED.				EXPLANATORY REMARKS.
Date.	Cause of Loss.	Time of day when lost.	Amount Lost.			Date.	Time of day when recovered.	Amount Recovered.		
			H.	M.				H.	M.	

Signature of owner, manager, superintendent, overseer or person in charge.

No lost time is required to be entered except such as it may be intended to recover.

FORM of the Notice to be fixed up when the time has been lost by partial stoppage of the machinery by drought or floods, &c., and is intended to be recovered during the following night:—

NOTICE OF TIME LOST AND RECOVERED.

TIME LOST.				TIME RECOVERED.			
Description of the room where the stoppage took place, and of the machinery stopped.	Time of the day when the stoppage took place.	Amount of time Lost.		Signature of the person taking time.	Time of the night when the young persons are employed.	Amount of time Recoverable.	
		H.	M.			H.	M.

NAMES of the Females and young persons who have lost time by the stoppage of the machinery at the dates affixed:—

Date when time was lost.	Surname.	Christian name.	Date when time was lost.	Surname.	Christian name.

The entries of time lost and of the names of the females and young persons who have lost time shall be made in these notices before any part of the time can be recovered.

SCHEDULE G.

FORM of Notice to be given to the owner, superintendent, manager, overseer or person in charge of a factory, by an Inspector or Medical Inspector, of such part of the machinery or such driving-strap or band in the factory as appears to him to be dangerous to the workers:—

To (*name of owner, manager, &c., as the case may be*), occupier of a (*description of the manufacture*) factory situated at , in the County of

I hereby give you notice that the following parts of the machinery in your factory (*or workshop, as the case may be*), namely (*here enumerate the parts*), appear to me to be dangerous and likely to cause bodily injury to the workers employed in the factory or workshop; and I am of opinion that they ought severally to be immediately well and securely fenced; and I hereby further give you notice that by the Act passed in the year of Her Majesty's reign, intituled (*here set forth the title of this Act*), it is provided that if after receiving this notice you shall neglect or fail to fence the above-enumerated machinery, and if any person shall suffer any bodily injury in consequence of such neglect or failure, you will be liable to a penalty of dollars over and above all damages, costs and charges to which you may be found liable in any action brought against you by or on behalf of the person so injured.

Given under my hand this day of , one thousand eight hundred and

(Signed)

Inspector (or *Medical Inspector.*)

FORM of Summons to be issued by a Police Magistrate or Justice of the Peace against a person who has committed an offence :—

Province of
County of } To the Constable of

Whereas, it appeareth to me, J. F., one of Her Majesty's Justices of the Peace (*or Police Magistrate*), that A. D., of , in the County of , hath offended against the Act passed in the forty-fouth year of Her Majesty's reign, intituled (*here set forth the title of this Act*), forasmuch as the said A. B., on the day of , in the year of Our Lord , at , in the County of , did (*here set forth the substance of the charge.*) These, therefore, are to require you forthwith to summon the said A. B. to appear before me or such other Justice or Justices of the Peace (*or Police Magistrate*) acting in and for the said county, who shall be present at , in the said county, on the day of , at the hour of in the noon of the same day, to answer to the said charge and to be further dealt with according to law. And be you then there to certify what you have done in the premises. Herein fail not.

Given under my hand this day of , one thousand eight hundred and

(Signed) J. F.,
J P. (or *Police Magis'rate.*)

Form of Summons to be issued by a Police Magistrate or Justice of the Peace.

Province of
County of } To the Constable of

Whereas it appeareth to me, J. F., one of Her Majesty's Justices of the Peace (*or* Police Magistrate) in and for the said county, that A. B., of the ( ) of , hath offended against the Act passed in the year of Her Majesty's reign, intituled (*here set forth the title of the Act*), forasmuch as the said A. B , on the day of , in the year of our Lord one thousand eight hundred and , at in the said , did (*here set forth the substance of the charge,*) and that B. P., of , in the County of , is a material witness to be examined concerning the said charge. These, therefore, are to command you forthwith to summon the said B. P. to appear before me or such other Justice or Justices of the Peace or Police Magistrate, acting in and for the said ( ), as shall be present at , in the said ( ), on the day of , at the hour of in the noon of the same day, to testify his knowledge

concerning the premises. And be you then there to certify what you have done in the premises. Herein fail not.

Given under my hand this day of , one thousand eight hundred and

(Signed) J. F.,
J. P. (or *Police Magistrate.*)

SCHEDULE H.

REGISTER of the time which each and every female and young person has been employed during the week ending (say *February*, 1882), by (*John Jones & Co.*), at the (*City of Ottawa*) Works, situate in the Township of (*Nepean*), in the County of (*Carleton*).

Progressive No. in Certificate Book.	Surname.	Christian Name.	February 13. Monday.		February 14. Tuesday.		February 15. Wednesday.		February 16. Thursday.		February 17. Friday.		February 18. Saturday.	
			H.	M.	H.	M.	H.	M.	H.	M.	H.	M.	H.	M.

SCHEDULE I.

REGISTER of the longest time which any female or young person has been employed on each day of the month ending (say *February* 18*th*, 1881), by (*John Jones & Co.*), at the (*City of Ottawa*) Works, situate in the Township of (*Nepean*), in the County of (*Carleton*).

1879.	Monday.		Tuesday.		Wednesday.		Thursday.		Friday.		Saturday	
	H.	M.	H.	M.	H.	M.	H.	M.	H.	M.	H.	M.
Week ending (*Jan.* 28).												
Week ending (*Feb.* 4)...												
Week ending (*Feb.* 11) .												
Week ending (*Feb.* 18)..												

SCHEDULE K.

REGISTER of the time during which every youth employed on any day before A.M., or after P.M., has been employed during the week ending (*September 10th*, 1881), by (*John Jones & Co.*), at the ( ) Factory, situate in , in the County of

Progressive No. on Certificate Book.	Surname.	Christian Name.	September 5th. — Monday.		September 6th. — Tuesday.	September 7th. — Wednesday.	September 8th. — Thursday.		September 9th. — Friday.		September 10th. — Saturday.	
			A.M.	H. M.			A.M.	H. M.	A.M.	H. M.	A.M.	H. M.
			4 to 6 30	2·30			6 to 10	4 00	8 to 11	3·00	6 to 8	2·00
			10 to 12	2·00	Between	Between	P.M.				P.M.	
			P.M.		6 a.m. and	6 a.m. and	2 to 4·30	2·30	P.M.		12 to 3	3·00
			2 to 6·30	4·30	6 p.m.	6 p.m.	7·30 to 10	2·30	2 to 6	4 00	6 to 10	4 00
			Total....	9·00			Total....	9 00	Total.....	7·00	Total.....	9 00
			A.M.									
			4 to 8	4·00	Same as	Same as						
			P.M.									
			1 to 6	5·00	Monday.	Monday.	Same as Monday.		Same as Monday.		Same as Monday.	
			Total	9·00								
			A.M.									
			9 to 1	5·00								
			P.M.		Same as	Same as						
			6 to 10	4·00	Monday.	Monday.	Same as Monday.		Same as Monday.		Same as Monday.	
			Total	9·00								

No. 6.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act to regulate the hours of labour in the Workshops, Mills and Factories of the Dominion of Canada, and for other purposes.

Received and read first time, Friday, 17th December, 1880.

Second reading, Monday, 20th December, 1880.

Mr. BERGIN.

OTTAWA:
PRINTED BY MACLEAN, ROGER & Co.,

1880.

[No. 7.] **BILL.** [1880-1

An Act to incorporate "The Wrecking and Salvage Company of Canada."

Preamble.

WHEREAS the persons whose names are hereinafter mentioned have, by their petition, prayed that they may be incorporated for the purpose of establishing a Company to carry on the business of towage, and of assisting and saving vessels wrecked or in distress, or the freight or cargoes thereof, upon the high seas and throughout the various arms of the sea, and the inland waters, lakes and rivers of Canada, and have represented that such Company would be a public benefit; and whereas it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Certain persons incorporated.

1. Andrew Allan, George A. Drummond, Gilbert Scott, John Torrance, John Hope, John G. Sidey, William M. Ramsay, William R. Oswald, D. Lorne McDougall, David Law, Robert Reford, Thomas Workman, Edward Murphy, Honorable John Hamilton, John Cassie Hatton, Charles H. Gould, James K. Oswald, Charles Stinson, of Montreal; William B. Scarth, Honorable Alexander Morris, John Ginty, Henry J. Scott and Alfred Boultbee, M.P., of Toronto, and such other persons as may become shareholders in the Company to be by this Act created, shall be and they are hereby created, constituted and delared to be a corporation, body politic and corporate under the name of "The Wrecking and Salvage Company of Canada," (hereinafter called the Company), having the head office of the Company at the city of Montreal, with power to open branches at Quebec, Halifax, St. John, New Brunswick, Sydney, Pictou and Toronto, and shall have perpetual succession and a corporate seal, with power to alter and change the same at pleasure; and may by such name sue and be sued, implead and be impleaded, in all courts of law and equity.

Corporate name and general powers.

Business of the company.

2. The Company shall have power and authority to build, purchase, hire and own a vessel, or vessels, to be propelled by sails, steam or other motive power, to be employed in towing vessels; also, in aiding, protecting and saving vessels and their cargoes, and in transporting freight and passengers upon the high seas, and throughout the various arms of the sea, and the inland waters, lakes and rivers of Canada, with power to take charge and control of abandoned vessels or the cargoes thereof, and to purchase and acquire any such wrecked or abandoned vessels or their cargoes;

also, to acquire and hold such appliances, machinery and apparatus as may be necessary for the business of the Company; also, to fix and determine upon rates of compensation by parol agreements or by instruments in writing, either with or without seal; and to take and receive all compensations for freight, towages and salvages which are customary and usual, and which by law and usage enure to private persons in towing and saving and taking care of wrecks and wrecked and damaged property; and the Company shall be entitled to, and shall have the usual liens on such property, with the right to hold and pursue the same in the like manner and with the like effect as such rights and remedies are and may be held and enforced by private persons.

Capital stock and shares.

3. The capital stock of the Company shall be three hundred thousand dollars, and shall be divided into three thousand shares of one hundred dollars each; which shares shall be and are hereby vested in the several persons who shall subscribe for the same: Provided always, that it shall and may be lawful for the Company to increase its capital stock to a sum not exceeding one million dollars, as a majority of the shareholders, at a special general meeting to be expressly convened for that purpose, shall agree upon.

Increase.

Provisional directors.

4. For the purpose of organizing the Company, Andrew Allan, George A. Drummond, Gilbert Scott, John Torrance, John G. Sidey, William R. Oswald, D. Lorne McDougall, Honorable John Hamilton, John Cassie Hatton, Charles H. Gould, William B. Scarth, Honorable Alexander Morris, John Hope and James K. Oswald, shall be provisional directors thereof; and they, or a majority of them, may cause a stock book or books to be opened, upon which stock book or books shall be recorded the subscription of such persons as desire to become shareholders in the Company, and such book or books shall be opened in the city of Montreal, and elsewhere, at the discretion of the said provisional directors, and shall remain open so long as they deem necessary.

Stock books may be opened.

First meeting of shareholders.

5. When and so soon as ten thousand dollars of the said capital stock shall have been subscribed as aforesaid, and paid in, the said provisional directors may call a general meeting of shareholders, at some place to be named in the city of Montreal, giving at least fifteen days' continuous notice thereof in two daily newspapers published in the said city, at which general meeting the shareholders present in person, or represented by proxy, shall elect seven directors, in the manner and qualified as hereinafter provided, who shall constitute a board of directors, and shall hold office as hereinafter provided: Provided always, that no person shall be eligible to be or continue a director unless he shall hold in his own name, and for his own use, at least ten shares of the capital stock of the Company, and shall have paid all calls thereon and all liabilities incurred by him to the Company; and the shareholders shall have power to increase the number of directors at any general meeting to any

Qualification of director.

Number of directors.

number not exceeding nine, or to reduce them to any number not less than five.

Payment of shares.

6. The shares of the capital stock subscribed for shall be paid in and by such instalments, and at such times and places, as the said directors shall appoint.

Board of directors.

7. The stock, property and affairs of the Company shall be managed and conducted by the said directors, who shall hold office for one year, but who shall be eligible for re-election, one of whom shall be chosen president, and another vice-president. If any vacancy should at any time happen amongst the said directors during the term of office of any director, such vacancy may be filled for the remainder of the term by the remaining directors, or the majority of them, electing in such place or places a shareholder or shareholders eligible for such office. All elections of directors shall be made and take place at the annual general meeting of the shareholders, to be holden at the head office of the Company or elsewhere in Montreal, on the second Wednesday in January in each year, or such other day as, may be appointed by by-law, not less than fifteen days' notice of such meeting being given, as provided in section five, and the said election shall be held and made by such of the shareholders present in person, or represented by proxy, as shall have paid all calls made by the directors and then due; and all such elections shall be by ballot, and the persons who shall have the greatest number of votes shall be directors; and if two or more persons have an equal number of votes in such manner that a greater number of persons shall appear to be chosen as directors than should have been chosen, then a second vote on the names of such persons shall be taken, and so on until the proper number of persons shall be elected; and the said directors, as soon as may be after the said election, shall proceed in like manner to elect by ballot one of their number to be president and one other to be vice-president.

Vacancies.

Elections.

Failure of election not to dissolve the company.

8. In case it should at any time happen that an election of directors of the Company should not be made on any day when, pursuant to this Act, it should have been made, the Company shall not for that cause be deemed to be dissolved, but it shall be lawful, on any other day, to hold and make an election in such manner as may be regulated, directed and appointed by the directors for the time being; and the directors in office shall so continue until a new election is made.

Votes on shares.

9. At all general meetings of the Company, each shareholder shall be entitled to give one vote for every share held by him for not less than fourteen days prior to the time of voting, upon which all calls then due shall have been paid; such votes may be given either in person or by proxy, the holder of such proxy being himself a shareholder; and all questions proposed for the consideration of the shareholders shall be determined by the majority of votes, the chairman presiding at such meeting having the casting vote in case of an equality of votes.

Forfeiture and sale for non-payment.

10. If any shareholder shall refuse or neglect to pay the instalments due upon any share or shares held by him, the directors may declare such share or shares forfeited, together with the amount paid thereon, in such manner as may be provided by the by-laws; and such forfeited share or shares may be sold at public sale by the directors, after such notice as they may direct, and the moneys arising therefrom shall be applied for the purposes of this Act: Provided always, that if the money realized by any sale of shares be more than sufficient to pay all arrears and interest, together with the expenses of such sale, the surplus of such money shall be paid on demand to the owner; and no more shares shall be sold than shall be deemed necessary to pay such arrears, interest and expenses.

Proviso.

On payment share to revert to owner.

11. If payment of such arrears of calls, interest and expenses be made before any share so forfeited shall have been sold, such share shall revert to the owner as if the same had been duly paid before forfeiture thereof; and in all actions or suits for the recovery of such arrears or calls, it shall be sufficient for the Company to allege that the defendant, being the owner of such shares, is indebted to the Company in such sum of money, as the calls in arrear amount to, for such and so many shares, whereby an action hath accrued to the Company by virtue of this Act; and on the trial it shall not be necessary to prove the appointment of the directors who made such calls, or any other matter whatsoever, other than what is hereinbefore mentioned. A copy of any by-law, rule, regulation or minute, or of any entry in any book of the Company certified to be a true copy or extract under the hand of the president or vice-president, managing director or secretary of the Company, and sealed with the corporate seal, shall be received in all courts and proceedings as *primâ facie* evidence of such by-law, rule, regulation, minute or entry, without further proof thereof, and without proof of the official character or signature of the officer signing the same, or of the corporate seal.

What only it shall be necessary to allege and prove in suits for calls.

Quorum at meetings of directors.

12. At all meetings of the directors five shall constitute a quorum for the transaction of business, of whom the president or vice-president shall be one and shall preside at such meetings, except in case of illness or absence, when the directors present may choose one of their number to be chairman of such meeting.

Proceedings at annual meetings.

13. At the annual meeting of the shareholders, the election of directors shall be held and all business transacted, and a general balance sheet and statement of the affairs of the Company, with a list of all the shareholders thereof, and all such further information as shall be required by the by-laws, shall be laid before the shareholders. Special meetings of shareholders may be called in such manner as may be provided for by the by-laws; and at all meetings of the shareholders, the president, or in his absence, the vice-president, or in the absence of both of them, a director, chosen by the shareholders, shall preside, and in case of an equality of

Special meetings.

votes, shall give the casting vote in addition to his vote as a shareholder.

Directors may make by-laws.

14. The directors shall have full power and authority to make and, from time to time, to alter such by-laws, rules, regulations and ordinances, as shall appear to them proper and needful, touching the well ordering of the Company, and the management and disposition of its stock, property, estate and effects, the calling of special general meetings, the regulation of the meetings of the board of directors, the appointment of one of themselves as managing director, and of other officers, and of sub-boards to facilitate the details of business and the definition of the duties and powers of such sub-boards, the making of calls upon the subscribed capital, the appointment and removal of officers and agents of the Company, the regulation of their powers and duties and the salaries and allowances to be paid to them, the regulation of the transfer of stock and the form thereof, the compensation of directors, and the establishment and regulation of agencies: Provided, that such by-laws do not contravene the provisions of this Act, and are not contrary to law: Provided also, that such by-laws shall have force until the next general meeting of shareholders, but no longer, unless approved at such meeting.

Proviso.

Proviso.

Powers as to real estate.

15. The Company shall have power to purchase, acquire and hold such real estate, warehouses and wharves, either by lease or otherwise, as it may require for the purposes of its business, within the Dominion of Canada or elsewhere, and to sell and dispose of the same and acquire other property in its place, as may be deemed expedient, and to take, hold and acquire all such lands and tenements, real and immovable estate, as shall have been *bonâ fide* mortgaged to it by way of security, or conveyed to it in satisfaction of debts previously contracted in the course of its dealings, or otherwise obtained; and the Company may invest its funds, or any part thereof, in the public securities of the Dominion of Canada, or any of the Provinces thereof, or in the stocks of any bank or building society, or in the bonds and debentures of any incorporated city, town or municipality, authorized to issue bonds or debentures, or in mortgages on real estate.

Investment of funds.

Transfers of stock.

16. No transfer of any share of the Company shall be valid until entered on the books of the Company according to such form as may, from time to time, be fixed by the by-laws; and until the whole of such share is paid up, it shall be necessary to obtain the consent of the directors to such transfer being made: Provided always, that no shareholder indebted to the Company shall be permitted to make a transfer or receive a dividend until such debt is paid or secured to the satisfaction of the board of directors evidenced by a vote which shall not be less in number than that of the majority of the whole number of the said directors; and no transfer of stock shall at any time be made until all calls thereon have been paid in.

Proviso.

Liability of shareholders limited.

17. In the event of the property and assets of the Company being insufficient to liquidate its debts, liabilities and engagements, the shareholders shall be liable for the deficiency, but to no greater extent than the amount of the balance remaining unpaid upon their respective shares in the capital stock.

No. 7.

3rd Sess., 4th Parliament, 44 Victoria, 1880-81

BILL.

An Act to incorporate "The Wrecking and Salvage Company of Canada."

Received and read first time, Monday, 20th December, 1880.

Second reading, Tuesday, 21st December, 1880.

(PRIVATE BILL.)

Mr. GAULT.

OTTAWA:

PRINTED BY MACLEAN, ROGER & CO.,

1880.

No. 7.] **BILL.** [1880-1

An Act to incorporate "The Wrecking and Salvage Company of Canada."

(Reprinted as amended by the Committee on Miscellaneous Private Bills and reported to the House.)

WHEREAS the persons whose names are hereinafter mentioned have, by their petition, prayed that they may be incorporated for the purpose of establishing a Company to carry on the business of towage, and of assisting and saving vessels wrecked or in distress, or the freight or cargoes thereof, upon the high seas and throughout the various arms of the sea, and the inland waters, lakes and rivers of Canada, and have represented that such Company would be a public benefit; and whereas it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:— Preamble.

1. Andrew Allan, George A. Drummond, Gilbert Scott, John Torrance, John Hope, John G. Sidey, William M. Ramsay, William R. Oswald, D. Lorne McDougall, David Law, Robert Reford, Thomas Workman, Edward Murphy, Honorable John Hamilton, John Cassie Hatton, Charles H. Gould, James K. Oswald, Charles Stinson, of Montreal; William B. Scarth, Honorable Alexander Morris, John Ginty, Henry J. Scott and Alfred Boultbee, M.P., of Toronto, and such other persons as may become shareholders in the Company to be by this Act created, shall be and they are hereby created, constituted and delared to be a corporation, body politic and corporate under the name of "The Wrecking and Salvage Company of Canada," (hereinafter called the Company), having the head office of the Company at the city of Montreal, with power to open branches at Quebec, Gaspé, Halifax, St. John, New Brunswick, Sydney, Pictou and Toronto, and other places in the Dominion of Canada, and shall have perpetual succession and a corporate seal, with power to alter and change the same at pleasure; and may by such name sue and be sued, implead and be impleaded, in all courts of law and equity. Certain persons incorporated. Corporate name and general powers.

2. The Company shall have power and authority to build, purchase, charter, hire and own a vessel, or vessels, to be propelled by sails, steam or other motive power, to be employed in towing vessels; also, in aiding, protecting and saving vessels and their cargoes, and in transporting freight and passengers upon the high seas, and throughout the various Capital stock and shares.

arms of the sea, and the inland waters, lakes and rivers of Canada, with power to take charge and control of abandoned vessels or the cargoes thereof; also, to acquire and hold such lands, appliances, machinery and apparatus as may be necessary for the business of the Company ; also, to fix and determine upon rates of compensation by parol agreements or by instruments in writing, either with or without seal ; and to take and receive all compensations for freight, towages and salvages which are customary and usual, and which by law and usage enure to private persons in towing and saving and taking care of wrecks and wrecked and damaged property ; and the Company shall be entitled to, and shall have the usual liens on such property, with the right to hold and pursue the same in the like manner and with the like effect as such rights and remedies are and may be held and enforced by private persons.

Capital stock and shares.

3. The capital stock of the Company shall be three hundred thousand dollars, and shall be divided into three thousand shares of one hundred dollars each ; which shares shall be and are hereby vested in the several persons who shall subscribe for the same : Provided always, that it shall and may be lawful for the Company, from time to time, to increase its capital stock to a sum not exceeding one million dollars, as a majority of the shareholders, at a special general meeting to be expressly convened for that purpose, shall agree upon.

Increase.

Provisional directors.

4. For the purpose of organizing the Company, Andrew Allan, George A. Drummond, Gilbert Scott, John Torrance, John G. Sidey, William R. Oswald, D. Lorne McDougall, Honorable John Hamilton, John Cassie Hatton, Charles H. Gould, William B. Scarth, Honorable Alexander Morris, John Hope and James K. Oswald, shall be provisional directors thereof ; and they, or a majority of them, may cause a stock book or books to be opened, upon which stock book or books shall be recorded the subscription of such persons as desire to become shareholders in the Company, and such book or books shall be opened in the city of Montreal, and elsewhere at the discretion of the said provisional directors, and shall remain open so long as they deem necessary.

Stock books may be opened.

First meeting of shareholders.

5. When and so soon as one hundred thousand dollars of the said capital stock shall have been subscribed as aforesaid, and thirty per cent. thereon shall have been paid in to some chartered Bank to the credit of the Company, such subscription and payment being made within six months after the passing of this Act, the said provisional directors may call a general meeting of shareholders, at some place to be named in the city of Montreal, giving at least fifteen days' continuous notice thereof in two daily newspapers published in the said city, at which general meeting the shareholders present in person, or represented by proxy, shall elect seven directors, in the manner and qualified as hereinafter provided, who shall constitute a board of directors, and shall hold office as hereinafter provided : Provided always, that no person

Qualification of director.

shall be eligible to be or continue a director unless he shall hold in his own name, and for his own use, at least ten shares of the capital stock of the Company, and shall have paid all calls thereon and all liabilities incurred by him to the Company; and the shareholders shall have power to increase the number of directors at any general meeting to any number not exceeding nine, or to reduce them to any number not less than five. Number of directors.

6. The shares of the capital stock subscribed for shall be paid in and by such instalments, and at such times and places, as the said directors shall appoint. Payment of shares.

7. The stock, property and affairs of the Company shall be managed and conducted by the said directors, who shall hold office for one year, but who shall be eligible for re-election, one of whom shall be chosen president, and another vice-president. If any vacancy should at any time happen amongst the said directors during the term of office of any director, such vacancy may be filled for the remainder of the term by the remaining directors, or the majority of them, electing in such place or places a shareholder or shareholders eligible for such office. All elections of directors shall be made and take place at the annual general meeting of the shareholders, to be holden at the head office of the Company or elsewhere in Montreal, on the second Wednesday in January in each year, or such other day as, may be appointed by by-law, not less than fifteen days' notice of such meeting being given, as provided in section five, and the said election shall be held and made by such of the shareholders present in person, or represented by proxy, as shall have paid all calls made by the directors and then due; and all such elections shall be by ballot, and the persons who shall have the greatest number of votes shall be directors; and if two or more persons have an equal number of votes in such manner that a greater number of persons shall appear to be chosen as directors than should have been chosen, then a second vote on the names of such persons shall be taken, and so on until the proper number of persons shall be elected; and the said directors, as soon as may be after the said election, shall proceed in like manner to elect by ballot one of their number to be president and one other to be vice-president. Board of directors. Vacancies. Elections.

8. In case it should at any time happen that an election of directors of the Company should not be made on any day when, pursuant to this Act, it should have been made, the Company shall not for that cause be deemed to be dissolved, but it shall be lawful, on any other day, to hold and make an election in such manner as may be regulated, directed and appointed by the directors for the time being; and the directors in office shall so continue until a new election is made. Failure of election not dissolve company.

9. At all general meetings of the Company, each shareholder shall be entitled to give one vote for every share held by him for not less than fourteen days prior to the time of Votes on shares.

voting, upon which all calls then due shall have been paid; such votes may be given either in person or by proxy, the holder of such proxy being himself a shareholder; and all questions proposed for the consideration of the shareholders shall be determined by the majority of votes, the chairman presiding at such meeting having the casting vote in case of an equality of votes.

Forfeiture and sale for non-payment.

10. If any shareholder shall refuse or neglect to pay the instalments due upon any share or shares held by him, the directors may declare such share or shares forfeited, together with the amount paid thereon, in such manner as may be provided by the by-laws; and such forfeited share or shares may be sold at public sale by the directors, after such notice as they may direct, and the moneys arising therefrom shall be applied for the purposes of this Act: Provided always, that if the money realized by any sale of shares be more than sufficient to pay all arrears and interest, together with the expenses of such sale, the surplus of such money shall be paid on demand to the owner; and no more shares shall be sold than shall be deemed necessary to pay such arrears, interest and expenses.

Proviso.

On payment share to revert to owner.

11. If payment of such arrears of calls, interest and expenses be made before any share so forfeited shall have been sold, such share shall revert to the owner as if the same had been duly paid before forfeiture thereof; and in all actions or suits for the recovery of such arrears or calls, it shall be sufficient for the Company to allege that the defendant, being the owner of such shares, is indebted to the Company in such sum of money, as the calls in arrear amount to, for such and so many shares, whereby an action hath accrued to the Company by virtue of this Act; and on the trial it shall not be necessary to prove the appointment of the directors who made such calls, or any other matter whatsoever, other than what is hereinbefore mentioned. A copy of any by-law, rule, regulation or minute, or of any entry in any book of the Company certified to be a true copy or extract under the hand of the president or vice-president, managing director or secretary of the Company, and sealed with the corporate seal, shall be received in all courts and proceedings as *primâ facie* evidence of such by-law, rule, regulation, minute or entry, without further proof thereof, and without proof of the official character or signature of the officer signing the same, or of the corporate seal.

What only it shall be necessary to allege and prove in susts for calls.

Quorum at meetings of directors.

12. At all meetings of the directors five, or such number as may be, by by-law, from time to time fixed, shall constitute a quorum for the transaction of business, of whom the president or vice-president shall be one and shall preside at such meetings, except in case of illness or absence, when the directors present may choose one of their number to be chairman of such meeting.

Proceedings at annual meetings.

13. At the annual meeting of the shareholders, the election of directors shall be held and all business transacted, and a general balance sheet and statement of the affairs of

the Company, with a list of all the shareholders thereof, and all such further information as shall be required by the by-laws, shall be laid before the shareholders. Special meetings of shareholders may be called in such manner as may be provided for by the by-laws; and at all meetings of the shareholders, the president, or in his absence, the vice-president, or in the absence of both of them, a director, chosen by the shareholders, shall preside, and in case of an equality of votes, shall give the casting vote in addition to his vote as a shareholder.

Special meetings.

14. The directors shall have full power and authority to make and, from time to time, to alter such by-laws, rules, regulations and ordinances, as shall appear to them proper and needful, touching the well ordering of the Company, and the management and disposition of its stock, property, estate and effects, the calling of special general meetings, the regulation of the meetings of the board of directors, the appointment of one of themselves as managing director, and of other officers, and of sub-boards to facilitate the details of business and the definition of the duties and powers of such sub-boards, the making of calls upon the subscribed capital, the appointment and removal of officers and agents of the Company the regulation of their powers and duties and the salaries and allowances to be paid to them, the regulation of the transfer of stock and the form thereof, the compensation of directors, and the establishment and regulation of agencies: Provided, that such by-laws do not contravene the provisions of this Act, and are not contrary to law: Provided also, that such by-laws shall have force until the next general meeting of shareholders, but no longer, unless approved at such meeting.

Directors may make by-laws.

Proviso.

Proviso.

15. The Company shall have power to purchase, acquire and hold such real estate, warehouses and wharves, either by lease or otherwise, as it may require for the purposes of its business, within the Dominion of Canada or elsewhere, and to sell and dispose of the same and acquire other property in its place, as may be deemed expedient, and to take, hold and acquire all such lands and tenements, real and immovable estate, as shall have been *bonâ fide* mortgaged to it by way of security, or conveyed to it in satisfaction of debts previously contracted in the course of its dealings, or otherwise obtained; and the Company may invest its funds, or any part thereof, in the public securities of the Dominion of Canada, or any of the Provinces thereof, or in the stocks of any bank or building or loan society, or in the bonds and debentures of any incorporated city, town or municipality, authorized to issue bonds or debentures, or in mortgages on real estate.

Powers as to real estate.

Investment of funds.

16. No transfer of any share of the Company shall be valid until entered on the books of the Company according to such form as may, from time to time, be fixed by the by-laws; and until the whole of such share is paid up, it shall be necessary to obtain the consent of the directors to such transfer being made: Provided always, that no shareholder

Transfers of stock.

Proviso.

indebted to the Company shall be permitted to make a transfer or receive a dividend until such debt is paid or secured to the satisfaction of the board of directors evidenced by a vote which shall not be less in number than that of the majority of the whole number of the said directors ; and no transfer of stock shall at any time be made until all calls thereon have been paid in.

Liability of shareholders limited

17. In the event of the property and assets of the Company being insufficient to liquidate its debts, liabilities and engagements, the shareholders shall be liable for the deficiency, but to no greater extent than the amount of the balance remaining unpaid upon their respective shares in the capital stock.

No. 7.

3rd Sess., 4th Parliament, 44 Victoria, 1880-81.

BILL.

An Act to incorporate "The Wrecking and Salvage Company of Canada."

(Reprinted as amended by the Committee on Miscellaneous Private Bills and reported to the House.)

(PRIVATE BILL.)

Mr. GAULT.

OTTAWA:

PRINTED BY MACLEAN, ROGER & Co.

1881.

No. 8.] **BILL.** [1880-1.

An Act to reduce the Capital Stock of the Exchange Bank of Canada, and otherwise to amend the Act respecting the said Bank.

Preamble.

WHEREAS the Exchange Bank of Canada, by its petition, has represented that it has sustained heavy losses in the course of its business, whereby the value of the paid up capital stock thereof has been largely reduced, and that in order to enable it advantageously to continue its business and to realise the largest possible return for the shareholders, it is necessary that it should be authorised to reduce its capital stock by reducing the number of its subscribed shares, and has prayed for the passing of an Act to that end; and whereas it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:

Number of shares reduced.

1. The number of the existing subscribed shares of the said Bank shall from and after the date hereinafter mentioned, be reduced to five thousand shares of one hundred dollars each, whereby each shareholder, on the day that the transfer books of the Bank shall be closed for the purpose of making the said reduction, shall be entitled to one share for every two shares then standing in the books of the Bank to his or her credit, as the case may be; and the date at which the books shall be closed for the purpose aforesaid shall be fixed at the special general meeting of the shareholders called to ratify the powers conferred by this Act, as hereinafter provided.

Odd shares, how dealt with.

2. In any case wherein any shareholder holds such a number of existing shares as are not divisible into new shares without a remainder, the said Bank is hereby authorised to accept such odd shares and cause them to be sold in such manner as the said Bank shall deem likely to produce the largest return therefor, and thereafter shall distribute the net proceeds of such sale among the shareholders entitled thereto on the execution by such shareholders of suitable discharges for the same.

Votes to be on new stock.

3. From and after the date on which the books of the Bank shall be closed, as provided in section one, the votes by the shareholders of the said Bank shall be computed on the basis of the new stock.

Number of directors may be changed.

4. The shareholders shall have the right, at any annual general meeting or at any special general meeting called for the purpose, to pass a resolution declaring that the Board of Directors shall consist of any number not less than five.

Act to be approved by the shareholders.

5. The foregoing provisions of this Act shall have no force or effect until it has been accepted by a resolution passed at a special general meeting of the shareholders of the Bank called for the purpose in the manner provided by law, which resolution may be validly passed, notwithstanding that the notices thereof may be published before the passing of this Act.

Certain rights not affected.

6. Nothing in this Act shall be construed so as to lessen or vary the liability of the shareholders of the Exchange Bank of Canada to the present creditors thereof.

No. 8.

3rd Session, 4th Parliament, 44 Vict, 1880-81.

BILL.

An Act to reduce the Capital Stock of the Exchange Bank of Canada, and otherwise to amend the Act respecting the said Bank.

Received and read first time, Wednesday, 22nd December, 1880.

Second reading, Thursday, 23rd December, 1880.

(PRIVATE BILL.)

Mr. DESJARDINS.

OTTAWA:

PRINTED BY MACLEAN, ROGER & CO.,

1880.

No. 9.] **BILL.** [1880-81

An Act for better securing the Independence of Parliament, and for the Prevention of Corruption.

HER Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows :— Preamble.

Penalty on C. P. R. company subscribing towards election expenses, donations, &c.

1. If any Company which is or may be incorporated for the purpose of constructing or working the Canadian Pacific Railway or any of its branches, shall at any time contribute out of the funds or property of such Company towards the election expenses of any member of or candidate for election to the House of Commons, or to the Local Legislature of any Province of this Dominion, or shall subscribe to any gift, donation or testimonial to or for the benefit, directly or indirectly, of any member of Parliament, or person having been a member of Parliament within the then next preceeding years, or of any member of his family, such Company shall, *ipso facto*, forfeit its charter; and any officer or director of such Company aiding, abetting or conniving at such contribution or subscription shall be guilty of a misdemeanor.

And on any director, &c., conniving thereat.

And on any shareholder so subscribing, &c.

2. Any shareholder in such Company who shall subscribe or contribute as aforesaid shall forfeit his stock in the said Company to the Crown, and shall be held guilty of a misdemeanor, and shall be liable to be imprisoned, with or without hard labour, for a period not exceeding two years.

In what case only a member of parliament may hold stock in the company.

3. No person being or having been a member of the Senate or House of Commons shall be allowed to hold or acquire any stock in any Company so incorporated or to be incorporated as aforesaid, until years after the said party has ceased to be a member of the Senate or House of Commons, unless the same shall devolve on him by descent or by limitation, by marriage, or as devisee, legatee, executor or administrator; and any such person so holding or acquiring any such stock (except as aforesaid) shall be held guilty of a misdemeanor and shall be liable to be imprisoned, with or without hard labour, for a period of not more than two years.

No. 9.

3rd Session, 4th Parliament, 44 Vict., 1880-81.

BILL.

An Act for better securing the Independence of Parliament, and for the Prevention of Corruption.

Received and read first time, Thursday 23rd Dec., 1880.

Second reading, Tuesday, 4th January, 1881.

Sir Richard J. Cartwright.

OTTAWA:

Printed by MacLean, Roger & Co.

1880.

[No. 10.] **BILL.** [1880-1

An Act to remove doubts as to the true construction of section twelve of "The Northern Railway Company Act, 1877."

WHEREAS doubts have arisen as to the construction of the twelfth section of the Act known as "*The Northern Railway Company Act*, 1877," in relation to the right of certain preferential stockholders to vote jointly with the private shareholders of the said Company therein referred to, in the election of one director from among such private shareholders by their exclusive vote; and whereas it is expedient that such doubts should be removed: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:— Preamble. 40 V., c. 57.

1. It is the true intent and meaning of section twelve of the Act passed in the fortieth year of Her Majesty's reign, chaptered fifty-seven, and intituled "*An Act respecting the Northern Railway Company of Canada*," that the one director to be chosen from amongst the private shareholders as therein set forth, was and is to be chosen by the exclusive vote of the holders of the original ordinary share capital of the said Company, without the vote of any preferential stockholders or other persons whomsoever. Section 12 explained.

2. Nothing done, permitted, or suffered by the board of directors of the said Company since the eighteenth day of February, 1880, shall be affected or prejudiced by anything herein contained. Certain acts not affected.

No. 10.

3rd Sess., 4th Parliament, 44 Victoria, 1880-**1.**

BILL.

An Act to remove doubts as to the true construction of Section Twelve of "The Northern Railway Company Act, 1877."

Received and read first time, Wednesday, 5th January, 1881.

Second reading, Friday, 7th January, 1881.

(PRIVATE BILL.)

Mr. McCarthy.

OTTAWA:

Printed by MacLean, Roger & Co.

1881.

No. 10.] **BILL.** [1880-1

An Act to remove doubts as to the true construction of section twelve of "The Northern Railway Company Act, 1877."

(*Reprinted as amended and reported by the Railway Committee.*)

Preamble. 40 V., c. 57.

WHEREAS doubts have arisen as to the construction of the twelfth section of the Act known as "*The Northern Railway Company Act*, 1877," in relation to the right of certain preferential stockholders to vote jointly with the private shareholders of the said Company therein referred to, in the election of one director from among such private shareholders by their exclusive vote; and whereas it is expedient that such doubts should be removed, and that the preference stockholders should be given a director to be elected by their separate vote: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Section 12 explained.

1. It is the true intent and meaning of section twelve of the Act passed in the fortieth year of Her Majesty's reign, chaptered fifty-seven, and intituled "*An Act respecting the Northern Railway Company of Canada*," that the one director to be chosen from amongst the private shareholders as therein set forth, was and is to be chosen by the exclusive vote of the holders of the original ordinary share capital of the said Company, without the vote of any preferential stockholders or other persons whomsoever.

Preferential stock-holders to elect a Director.

2. Notwithstanding anything in this or any previous Act of the Parliament of Canada contained, the holders of the preferential stock of the Northern Railway Company shall, by their exclusive vote, elect one director of the said Company, and the Board of Directors of such Company shall hereafter consist of eleven instead of ten members in addition to the two chosen by the two corporations of the city of Toronto and county of Simcoe.

Certain acts not affected.

3. Nothing done, permitted, or suffered by the board of directors of the said Company since the eighteenth day of February, one thousand eight hundred and eighty, shall be affected or prejudiced by anything herein contained.

No. 10.

3rd Session, 4th Parliament, 44 Vict., 1880-1

BILL.

An Act to remove doubts as to the true construction of Section twelve of "The Northern Railway Company Act,

(Reprinted as amended and reported by the Railway Committee.)

(PRIVATE BILL.)

Mr. McCarthy.

OTTAWA:

PRINTED BY MACLEAN, ROGER & CO

1881.

No. 11.] **BILL.** [1889-1

An Act to incorporate the Saskatchewan and Peace Rivers Railway Company of Canada.

Preamble.

WHEREAS the construction of a railway with branches as hereinafter set forth is desirable for the development of certain portions of the North-West Territories, and for the public convenience and accommodation of the inhabitants thereof, by connecting the settlements and communities by railway with the Canadian Pacific Railway; and whereas a petition has been presented praying for the incorporation of a Company to construct and work the same, and to construct, own and operate lines of telegraph along the line of such railway, and to build, own and run steamers and other vessels on certain lakes and rivers, and it is expedient to grant the prayer of such petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:

Certain persons incorporated.

1. The Honorable Alexander Morris, the Honorable John Norquay, William Bain Scarth, J. S. Playfair, James J. Foy, and Benjamin Morton, together with such other persons and corporations as shall, in pursuance of this Act, become shareholders of the Company to be hereby incorporated are hereby constituted and declared to be a body corporate and politic by the name of "The Saskatchewan and Peace Rivers Railway Company of Canada," hereinafter called the Company.

Corporate name.

Line of railway may be built.

2. The Company shall have full power under this Act to construct a railway from some point to be fixed by the Governor General in Council, on the line of the Canadian Pacific Railway, in the vicinity of Edmonton, thence to or towards Edmonton, thence to or towards Dunvegan, and shall have full power to construct a branch line running from the Company's main line to or towards Lake Athabaska, and to construct all necessary bridges over rivers crossing the said line between the above points, and also to build and operate such branch lines of railway from the above described line as may from time to time be approved of by the Governor in Council.

Company may own steamers and vessels.

3. The Company shall have full power to build, own, purchase and run steamers and other vessels on the lakes and rivers intersected by or connected with the said railway or branches, and to navigate the said lakes and rivers, and shall have power generally to do all acts incident to the business of a steamboat company.

Stations, &c., may be erected.

4. The Company may construct depots, stations, piers, wharves, landings, warehouses, elevators, workshops, offices and other buildings and works at or near any one or more of the several points on the line of railway hereby authorized, and on the lakes and rivers so to be navigated.

Arrangements with other railways.

5. It shall be lawful for the Company to enter into any arrangement with any other railway company for the working of the said railway, or for granting running powers thereon or for leasing the said railway, or any part thereof, or the use thereof, at any time or times, or for any period, or for hiring or leasing from such other Company its railway or any part thereof, or the use thereof, subject to the approval of the Governor in Council.

Form of conveyance of land.

6. Conveyances of land to the Company for the purposes of and exercise of the powers given by this Act, made in the form in the Schedule to this Act, or to the like effect, shall be a sufficient conveyance to the Company, their successors and assigns of the estate or interest, and sufficient bar of dower, if any, respectively of all persons executing the same.

Provisional directors.

7. The several persons named in the first section of this Act shall be the provisional Directors of the Company.

Powers of provisional directors.

8. The said provisional Directors, until others shall be appointed, as hereinafter provided, shall constitute the Board of Directors of the Company, of whom a majority shall form a quorum, with power to fill vacancies occurring therein, to associate with themselves therein not more than other persons (who, being so appointed shall become and be provisional Directors of the Company equally with themselves) to open stock books, to call a meeting of the subscribers thereto for the election of other Directors as hereinafter provided, and with all such other powers as, under "*The Consolidated Railway Act*, 1879," are vested in such Boards; and the said Directors, or a majority of them may, in their discretion, allocate and apportion the stock so subscribed among the subscribers as they shall deem most advantageous and conducive to the furtherance of the undertaking.

Capital stock and shares.

9. The capital stock of the Company shall be million dollars divided into shares of one hundred dollars each (with power to increase the same in the manner provided by "*The Consolidated Railway Act*, 1879") ; and the said sum shall be raised by the persons and corporations who may and shall become shareholders in the Company; and the money so raised shall be applied in the first place to the payment and discharge of all expenses and disbursements connected with the organization of the Company and other preliminary expenses, and for making the survey, plans and estimates connected with the works hereby authorized; and all the remainder of such money shall be applied to the making, equipment and completion of the said railway, and the other purposes of this Act, and no other purposes whatsoever.

10. On the subscription for shares of the capital stock, each subscriber shall, within days thereafter, pay ten per centum of the amount subscribed by him into some chartered bank to be designated by the Directors, to the credit of the Company; and no such subscription, unless the said deposit of ten per centum thereof be so made as aforesaid, and within such time, shall be binding on the Company. Ten per cent to be paid on subscription.

11. Thereafter calls may be made by the Directors for the time being, as they shall see fit: Provided that no call shall be made at any one time of more than ten per centum of the amount subscribed by each subscriber, nor at intervals of less than thirty days. Calls.

12. The Directors elected by the shareholders may make or issue stock as paid up stock, and may pay, or agree to pay in such paid up stock, or in the bonds of the Company, such sums as they deem expedient to engineers or contractors, or for right of way, or material, plant, rolling stock, steamers or other vessels, and also, when sanctioned by a vote of the shareholders, at any general meeting, for the services of such persons as may be employed by the Directors in the furtherance of the undertaking, or purchase of right of way, material, plant, rolling stock, steamers or other vessels. Certain payments may be made in paid up stock.

13. It shall be lawful for the provisional or elected Directors, when authorized by the shareholders at any general meeting, or special meeting called for that purpose, to accept payment in full for stock from any subscriber therefor at the time of subscription thereof, or at any time before the making of a final call thereon, and to allow such percentage or discount as they deem expedient and reasonable, and thereupon to issue to each subscriber scrip to the full amount of such stock subscribed. Shares may be paid up in full.

14. As soon as shares to the amount of per centum of the capital stock of the Company shall have been subscribed and per centum thereof paid into some chartered bank having an office in the Dominion (which shall on no account be withdrawn therefrom unless for the purposes of the Company), the Directors shall call a general meeting of the subscribers to the said capital stock, who shall have so paid up per centum thereof, for the purpose of electing Directors of the Company. First general meeting of shareholders.

15. Notice of the time and place of holding such general meeting shall be given by publication in the *Canada Gazette*, and in one newspaper published in the North-West Territories one in each week for the space of at least four weeks; and such meeting shall be held at such place, and on such day as may be named in such notice: and at such general meeting the subscribers for the capital stock assembled, who shall have so paid up per centum thereof, with such proxies as may be present, shall choose persons to be Directors of the Company, and may also make or pass such rules, regulations and by-laws as may be deemed expedient, provided they be not inconsistent with this Act. Notice of meeting and proceedings thereat.

Annual general meeting.

16. Thereafter the annual general meeting of the shareholders of the Company shall be held in such place, and on such day and at such hour, as may be directed by the by-laws of the Company ; and public notice thereof shall be given at least four weeks previously in the *Canada Gazette*, and once a week for four weeks in some newspaper published in the North-West Territories.

Special general meeting.

17. Special general meetings of the shareholders of the Company may be held at such place as the Directors may determine, and at such times and in such manner and for such purposes, as may be provided by the by-laws of the Company.

Votes on shares.

18. Every holder of one or more shares of the capital stock shall, at any general meeting of the shareholders, be entitled to one vote for every share held by him; and no shareholder shall be entitled to vote on any matter whatever unless all calls due on the stock upon which such shareholder seeks to vote shall have been paid up, at least one week before the day appointed for such meeting.

Quorum.

19. Any meeting of the elected Directors of the Company regularly summoned, at which a majority of the Directors shall be present, shall be competent to exercise and use all and every of the powers hereby vested in the said Directors; and the said Board of Directors may employ and pay one of their number as Managing Director.

Managing director.

Qualification.

20 No person shall be qualified to be elected as a Director unless he be a shareholder holding at least shares of stock in the Company, and unless he has paid up all calls thereon.

Agreements may be made as to public roads.

21. It shall and may be lawful for the Company to enter into and perform any such agreements as they may, from time to time, deem expedient, with any municipality, corporation or person for the construction or for the maintenance and repair of gravel or other public roads, leading to the said railway, its branches, or the rivers or lakes to be navigated as aforesaid.

Grants in aid may be received.

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

Company may issue bonds.

23. The Directors of the Company, after the sanction of the shareholders shall have first been obtained at any special general meeting to be called from time to time for that purpose, shall have power to issue bonds made and signed by the President or Vice-President of the Company, and

countersigned by the Secretary and Treasurer, and under the seal of the Company, for the purpose of raising money for prosecuting the said undertaking; and such bonds shall, without registration or formal conveyance, be taken and be considered to be the first and preferential claims and charges upon the undertaking and the property of the Company, real and personal, then existing and at any time after acquired; and each holder of the said bonds shall be deemed to be a mortgagee and encumbrancer *pro ratâ* with all the other holders thereof upon the undertaking, and upon the property of the Company as aforesaid: Provided however, that the whole amount of such issue of bonds shall not exceed in all the sum of ten thousand dollars per mile of the said road, and in the computing of mileage for the issue of such bonds, all sidings shall be reckoned and included in addition to the main line and branches of the said road; and provided also, that in the event at any time of the interest upon the said bonds remaining unpaid and owing, then at the next ensuing annual general meeting of the Company, all holders of bonds shall have and possess the same rights and privileges and qualifications for Directors and for voting as are attached to shareholders, provided that the bonds and any transfers thereof shall have been first registered in the same manner as is provided for the registration of shares; and it shall be the duty of the Secretary of the Company to register the same on being required to do so by any holder thereof.

Proviso: amount limited.

Rights of bondholders if interest is not paid.

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

Bonds may be made to bearer.

25. The bonds of the Company may be made payable, principal and interest, in Canadian currency, or in sterling in any place named in the bond.

May be in currency or sterling.

26. The Company shall have power and authority to become parties to promissory notes and bills of exchange for sums not less than one hundred dollars; and any such promissory note made or endorsed by the President or Vice-President of the Company and countersigned by the Secretary and Treasurer of the Company, and under the authority of a quorum of the Directors shall be binding on the Company; and every such promissory note or bill of exchange so made shall be presumed to have been made with proper authority until the contrary be shewn; and in no case shall it be necessary to have the seal of the Company affixed to such promissory notes or bills of exchange, nor shall the President or Vice-President or the Secretary and Treasurer be individually responsible for the same, unless the said promissory notes or bills of exchange have been issued without the sanction and the authority of the Directors as herein provided and enacted: Provided however, that nothing in this section shall be construed to authorize the Company to issue any note or bill of exchange payable to

Company may become parties to promissory notes, &c.

Proviso: as to bank notes.

bearer, or intended to be circulated as money or as the notes or bills of a bank.

Lans for stations, &c.

27. The Company shall have full power, for any of the purposes contemplated by this Act, to purchase or lease any land for the purpose of erecting depots, stations, wharves, snow fences, screens and dumps, warehouses, workshops, offices and other buildings and works, and to sell, dispose of and convey all such lands as they may, at any time, deem superfluous, and convey such land by deed under their common seal.

Telegraph lines may be constructed.

28. The Company shall have full power and authority to construct, work and operate such line or lines of telegraph in connection with and along the line of their railway and branches as may be necessary or useful for the purposes of their undertaking.

C. P. R. to have running powers under agreement or arbitration.

29. The Governor in Council shall have, for and on behalf of the Canadian Pacific Railway, running powers over the said railway, subject to such terms as shall be agreed upon with the Company, or on failure to agree, as shall be fixed and determined by arbitrators to be appointed by such Company and the Governor in Council respectively, and such third person as shall be appointed by a Judge of the Supreme Court of Canada, at the request of the said Company or of the Minister of Railways and Canals.

SCHEDULE.

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

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

Signed, sealed and delivered, in presence of } A. B. (L.S.)

No. 11.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act to incorporate the Saskatchewan and Peace Rivers Railway Company of Canada.

Received and read first time, Wednesday, 5th January, 1881.

Second reading, Friday, 7th January, 1881.

(PRIVATE BILL,)

Mr. Beaty.

OTTAWA:

Printed by MacLean Roger & Co.

1881

No. 11.] **BILL.** [1880-1

An Act to incorporate the Saskatchewan and Peace Rivers Railway Company of Canada.

(Reprinted as proposed to be amended in the Railway Committee.)

Preamble.

WHEREAS the construction of a railway with branches as hereinafter set forth is desirable for the development of certain portions of the North-West Territories, and for the public convenience and accommodation of the inhabitants thereof, by connecting the settlements and communities by railway with the Canadian Pacific Railway; and whereas a petition has been presented praying for the incorporation of a Company to construct and work the same, and to construct, own and operate lines of telegraph along the line of such railway, and to build, own and run steamers and other vessels on certain lakes and rivers, and it is expedient to grant the prayer of such petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:

Certain persons incorporated.

1. The Honorable Alexander Morris, the Honorable John Norquay, William Bain Scarth, J. S. Playfair, James J. Foy, and Benjamin Morton, together with such other persons and corporations as shall, in pursuance of this Act, become shareholders of the Company to be hereby incorporated are hereby constituted and declared to be a body corporate and politic by the name of "The Saskatchewan and Peace Rivers Railway Company of Canada," hereinafter called the Company.

Corporate name.

Line of railway may be built.

2. The Company shall have full power under this Act to construct a railway from some point to be fixed by the Governor General in Council, on the line of the Canadian Pacific Railway, in the vicinity of Edmonton, or as near thereto as may be, thence to or towards Edmonton, thence to or towards Dunvegan, and shall have full power to construct a branch line running from the Company's main line to or towards Lake Athabaska, and to construct all necessary bridges over rivers crossing the said line between the above points, and also to build and operate such branch lines of railway from the above described line as may from time to time be approved of by the Governor in Council.

Company may own steamers and vessels.

3. The Company shall have full power to build, own, charter, purchase and run steamers and other vessels on the lakes and rivers intersected by or connected with the said railway or branches, and to navigate the said lakes and rivers, and

shall have power generally to do all acts incident to the business of a steamboat company.

Stations, &c., may be erected.

4. The Company may construct, purchase or lease depots, stations, piers, wharves, landings, warehouses, elevators, workshops, offices and other buildings and works at or near any one or more of the several points on the line of railway hereby authorized, and on the lakes and rivers so to be navigated, and may make any improvement or work required to facilitate navigation on the said lakes and rivers.

Arrangements with other railways.

5. It shall be lawful for the Company to enter into any arrangement with any other railway company for the working of the railway of the Company hereby incorporated, or for granting running powers thereon or for leasing the said railway, or any part thereof, or the use thereof, at any time or times, or for any period.

Arrangements with other companies.

6. The Company shall have power to enter into any agreement with any other company for amalgamation, or for the use or partial use of the railway of such other company or of its locomotives or cars, for any period or term, or for leasing to such other company the use or partial use of the Railway of the Company hereby incorporated, or its locomotives or cars and generally to make any agreement with any other company touching the use of the railway or locomotives or cars of the Company hereby incorporated, or of such other company: Provided, that any such lease or agreement shall be approved of by the shareholders of the Company hereby incorporated, at any annual or other general meeting, before taking effect.

Form of conveyance of land.

7. Conveyances of land to the Company for the purposes of and exercise of the powers given by this Act, made in the form in the Schedule to this Act, or to the like effect, shall be a sufficient conveyance to the Company, their successors and assigns of the estate or interest, and sufficient bar of dower, if any, respectively of all persons executing the same.

Provisional directors.

8. The several persons named in the first section of this Act shall be the provisional Directors of the Company.

Powers of provisional directors.

9. The said provisional Directors, until others shall be appointed, as hereinafter provided, shall constitute the Board of Directors of the Company, of whom a majority shall form a quorum, with power to fill vacancies occurring therein, to associate with themselves therein not more than five other persons (who, being so appointed shall become and be provisional Directors of the Company equally with themselves) to open stock books, to call a meeting of the subscribers thereto for the election of other Directors as hereinafter provided, and with all such other powers as, under "*The Consolidated Railway Act*, 1879," are vested in such Boards; and the said Directors, or a majority of them may, in their discretion, allocate and apportion the stock so subscribed among the subscribers as they shall deem most advantageous and conducive to the furtherance of the undertaking.

Capital stock and shares.

10. The capital stock of the Company shall be two million dollars divided into shares of one hundred dollars each (with power to increase the same in the manner provided by "*The Consolidated Railway Act*, 1879") ; and the said sum shall be raised by the persons and corporations who may and shall become shareholders in the Company ; and the money so raised shall be applied in the first place to the payment and discharge of all expenses and disbursements connected with the organization of the Company and other preliminary expenses, and for making the survey, plans and estimates connected with the works hereby authorized ; and all the remainder of such money shall be applied to the making, equipment and completion of the said railway, and the other purposes of this Act, and no other purposes whatsoever.

Ten per cent. to be paid on subscription.

11. On the subscription for shares of the capital stock, each subscriber shall, within thirty days thereafter, pay ten per centum of the amount subscribed by him into some chartered bank to be designated by the Directors, to the credit of the Company ; and no such subscription, unless the said deposit of ten per centum thereof be so made as aforesaid, and within such time, shall be binding on the Company.

Calls.

12. Thereafter calls may be made by the Directors for the time being, as they shall see fit : Provided that no call shall be made at any one time of more than ten per centum of the amount subscribed by each subscriber, nor at intervals of less than thirty days.

Certain payments may be made in paid up stock.

13. The Directors elected by the shareholders may make or issue stock as paid up stock, and may pay, or agree to pay in such paid up stock, or in the bonds of the Company, such sums as they deem expedient to engineers or contractors, or for right of way, or material, plant, rolling stock, steamers or other vessels, and also, when sanctioned by a vote of the shareholders, at any general meeting, for the services of such persons as may be employed by the Directors in the furtherance of the undertaking, or purchase of right of way, material, plant, rolling stock, steamers or other vessels.

Shares may be paid up in full.

14. It shall be lawful for the provisional or elected Directors, when authorized by the shareholders at any general meeting, or special meeting called for that purpose, to accept payment in full for stock from any subscriber therefor at the time of subscription thereof, or at any time before the making of a final call thereon, and to allow such percentage or discount as they deem expedient and reasonable, and thereupon to issue to each subscriber scrip to the full amount of such stock subscribed.

First general meeting of shareholders.

15. As soon as shares to the amount of ten per centum of the capital stock of the Company shall have been subscribed and ten per centum thereof paid into some chartered bank having an office in the Dominion (which shall on no account be withdrawn therefrom unless for the purposes of the Company), the Directors shall call a general meeting, to be held at the City of Toronto, of the subscribers to the

said capital stock, who shall have so paid up ten per centum thereof, for the purpose of electing Directors of the Company.

Notice of meeting and proceedings thereat.

16. Notice of the time and place of holding such general meeting shall be given by publication in the *Canada Gazette*, and in one newspaper published in the North-West Territories one in each week for the space of at least four weeks; and such meeting shall be held at such place, and on such day as may be named in such notice: and at such general meeting the subscribers for the capital stock assembled, who shall have so paid up ten per centum thereof, with such proxies as may be present, shall choose seven persons to be Directors of the Company, and may also make or pass such rules, regulations and by-laws as may be deemed expedient, provided they be not inconsistent with this Act.

Annual general meeting.

17. Thereafter the annual general meeting of the shareholders of the Company shall be held in such place, and on such day and at such hour, as may be directed by the by-laws of the Company ; and public notice thereof shall be given at least four weeks previously in the *Canada Gazette*, and once a week for four weeks in some newspaper published in the North-West Territories.

Special general meeting.

18. Special general meetings of the shareholders of the Company may be held at such place within the Dominion of Canada as the Directors may determine, and at such times and in such manner and for such purposes, as may be provided by the by-laws of the Company.

Votes on shares.

19. Every holder of one or more shares of the capital stock shall, at any general meeting of the shareholders, be entitled to one vote for every share held by him; and no shareholder shall be entitled to vote on any matter whatever unless all calls due on the stock upon which such shareholder seeks to vote shall have been paid up, at least one week before the day appointed for such meeting.

Quorum.

20. Any meeting of the elected Directors of the Company regularly summoned, at which a majority of the Directors shall be present, shall be competent to exercise and use all and every of the powers hereby vested in the said Directors; and the said Board of Directors may employ and pay one of their number as Managing Director.

Managing director.

Qualification.

21. No person shall be qualified to be elected as a Director unless he be a shareholder holding at least shares of stock in the Company, and unless he has paid up all calls thereon.

Agreements may be made as to public roads.

22. It shall and may be lawful for the Company to enter into and perform any such agreements as they may, from time to time, deem expedient, with any municipality, corporation or person for the construction or for the maintenance and repair of roads, leading to the said railway, its branches, or the rivers or lakes to be navigated as aforesaid.

Grants in aid may be received.

23. The Company may purchase or receive from any government or from any persons or bodies corporate, municipal or politic, who may have power to make or grant the same, aid towards the construction, equipment or maintenance of the said railway by way of grant of land, bonus, gift or loan in money or debentures, or other securities for money, or by way of guarantee, upon such terms and conditions as may be agreed upon, and shall have power to sell, convey, mortgage or otherwise dispose of the same for the benefit of the Company.

Company may issue bonds.

24. The Directors of the Company, after the sanction of the shareholders shall have first been obtained at any special general meeting to be called from time to time for that purpose, shall have power to issue and sell or pledge bonds signed by the President or Vice-President of the Company, and countersigned by the Secretary or Treasurer, and under the seal of the Company, for the purpose of raising money for prosecuting the said undertaking; and such bonds shall, without registration or formal conveyance, be taken and be considered to be the first and preferential claims and charges upon the undertaking and the property of the Company, real and personal, then existing and at any time after acquired, except such lands as are the subject of mortgage as hereinafter provided; and each holder of the said bonds shall be deemed to be a mortgagee and encumbrancer *pro ratâ* with all the other holders thereof upon the undertaking, and upon the property of the Company save as aforesaid: Provided however, that the whole amount of such issue of bonds shall not exceed in all the sum of ten thousand dollars per mile of the said road, and in the computing of mileage for the issue of such bonds, all sidings shall be reckoned and included in addition to the main line and branches of the said road; and provided also, that in the event at any time of the interest upon the said bonds remaining unpaid and owing, then at the next ensuing annual general meeting of the Company, all holders of bonds shall have and possess the same rights and privileges and qualifications for Directors and for voting as are attached to shareholders, provided that the bonds and any transfers thereof shall have been first registered in the same manner as is provided for the registration of shares; and it shall be the duty of the Secretary of the Company to register the same on being required to do so by any holder thereof.

Proviso: amount limited.

Rights of bondholders if interest is not paid.

Bonds may be made to bearer.

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

May be in currency or sterling.

26. The bonds of the Company may be made payable, (principal and interest, in Canadian currency, or in sterling in any place named in the bond, and shall bear such rate of interest as the Directors think proper.

Mortgage bonds may be issued.

27 The Company may also, at the option of the Directors, issue mortgage bonds, which may be payable to bearer, and transferable by delivery, and shall be payable at such time or times and bear such rate of interest as the Directors may think proper. The said mortgage bonds shall be secured exclusively upon any lands of the Company that may be mentioned in the deed of trust hereinafter referred to. To secure the payment of the said mortgage bonds and the interest thereon, any of the lands of the Company not being lands required for the actual use and occupation of the railway may be conveyed by the Company to trustees, who shall hold the same upon such terms and conditions, and with such powers, as may be set forth in the deed of trust.

Deed of trust.

The deed of trust may, among other things, make provision for the holders of any mortgage bonds purchasing any portion of the lands described in the deed of trust, securing the same and paying therefor in such mortgage bonds, or accrued interest thereon at their par value in lieu of cash, and at such price for the land as the Company may, from time to time, determine as the price of the said lands. The trust deed shall provide that the trustees may sell and convey the lands comprised in the said deed, and hold the proceeds upon the same trusts as are provided for in respect of the land.

28. Upon payment for the said lands in cash or mortgage bonds as aforesaid, the land so sold and conveyed shall henceforth be released and discharged from the said trusts, and from all lien and charge of the Company and of the trustees, and the purchasers shall not be required to see to the application of the purchase money.

Company may become parties to promissory notes, &c.

29. The Company shall have power and authority to become parties to promissory notes and bills of exchange for sums not less than one hundred dollars; and any such promissory note made or endorsed by the President or Vice-President of the Company and countersigned by the Secretary and Treasurer of the Company, and under the authority of a quorum of the Directors shall be binding on the Company; and every such promissory note or bill of exchange so made shall be presumed to have been made with proper authority until the contrary be shewn; and in no case shall it be necessary to have the seal of the Company affixed to such promissory notes or bills of exchange, nor shall the President or Vice-President or the Secretary and Treasurer be individually responsible for the same, unless the said promissory notes or bills of exchange have been issued without the sanction and the authority of the Directors as herein provided and enacted: Provided however, that

ex. nothing in this section shall be construed to authorize the Company to issue any note or bill of exchange payable to bearer, or intended to be circulated as money or as the notes or bills of a bank.

Lands for stations, &c.

30. The Company shall have full power, for any of the purposes contemplated by this Act, to purchase or lease any land for the purpose of erecting depots, stations, wharves,

snow fences, screens and dumps, warehouses, workshops, offices and other buildings and works, and to sell, dispose of and convey all such lands as they may, at any time, deem superfluous, and convey such land by deed under their common seal.

Telegraph lines may be constructed.

31. The Company shall have full power and authority to construct, work and operate such line or lines of telegraph or telephone in connection with and along the line of their railway and branches or in connection with the water communications as may be necessary or useful for the purposes of their undertaking.

Time for commencement and completion limited.

32. The Railway shall be commenced not later than twelve months after the Canadian Pacific Railway shall be completed from the east to the point of commencement of the railway of the Company hereby incorporated, and not less than twenty miles thereof shall be completed each year, to the satisfaction of the Governor in Council: Provided, that on failure to commence and carry on the works as herein provided, the powers granted to the Company by this Act to extend their line of railway for any further distance than the length of the line then completed shall be forfeited.

SCHEDULE.

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

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

Signed, sealed and delivered, in presence of } A. B. (L.S.)

No. 11.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act to incorporate the Saskatchewan and Peace Rivers Railway Company of Canada.

Reprinted as proposed to be amended in the Railway Committee.

(PRIVATE BILL.)

Mr. BEATY.

OTTAWA;
PRINTED BY MACLEAN, ROGER & CO.

1881.

No. 12] **BILL.** [1880--1.

An Act for constituting a Court of Railway Commissioners for Canada, and to amend the Consolidated Railway Act, 1879.

(NOTE.—*The clauses in brackets will be moved in Committee.*)

Preamble.

WHEREAS disputes frequently arise between municipalities and railway companies, respecting the crossing of roads and streets and the location of roads and streets across the tracks of such railways, and the manner of such crossings, and the terms and conditions applicable thereto; also as to the alignment, arrangement, disposition and limitation of tracks within such municipalities; also as to the compensation payable by railway companies for lands taken or occupied by them, in which lands such municipalities are interested or in respect of which they claim compensation; also respecting by-laws passed by municipalities in aid of railways and agreements made in relation thereto;

And whereas disputes also frequently arise between railway companies themselves as to traffic arrangements, the adjustment of rates for passengers and freight, crossing of tracks and compensation therefor including cost of maintenance, the alignment, arrangement, disposition and location of tracks; rights of way over or through lands owned or occupied by railway companies; running powers; haulage; use of tracks; use of stations and station grounds; adjustment of time tables; transhipment and interchange of freight and other matters relating to "powers," "highways and bridges," and "traffic arrangements;" and whereas it is expedient that a court should be established for the settlement of such disputes in a summary manner: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

PART I.

Short title.

1. This Act may be cited as "The Railway Commission Act of 1881."

Interpretation of terms.

2. In this Act the term "Railway Company" includes the lessee of any railway; the term "Provincial Railway" means a railway in any of the Provinces of the Dominion which does not come within the exceptions contained in the tenth sub-section of the ninety-second section of the British North America Act; the term "Dominion Railway" means a railway connecting any one Province with any other or others of the Provinces of Canada, or extending beyond the limits of

any one Province, or which, although wholly situate within one Province, has been or may be hereafter declared by the Parliament of Canada, to be for the general advantage of Canada, or for the advantage of two or more of the Provinces ; the term "The Railway Act,"means "*The Consolidated Railway Act*, 1879 ;" and section five of the said Railway Act is hereby incorporated with and made part of this Act.

Appointment of Commissioners. Imperial Act, s. 4. 36, 37 V., c. 48.

3. It shall be lawful for the Governor in Council to appoint three Railway Commissioners, of whom one shall be of experience in the law, and one of experience in railway business, and upon the occurrence of any vacancy in the office of such Commissioner, from time to time in like manner to appoint some fit person to fill the vacancy : it shall be lawful for the Governor to remove, for inability or misbehaviour, any Commissioner so appointed in pursuance of this Act. The three Commissioners appointed under this Act shall be styled "The Railway Commissioners of Canada." and shall have an official seal which shall be judicially noticed.

Commissioners' Registrar, remuneration and duties. Imperial Act, s. 24.

4. It shall be lawful for the said Commissioners from time to time to appoint a Registrar, to be called "The Commissioners' Registrar" : the Commissioners' Registrar shall be remunerated by such an appropriation of fees as the Commissioners shall by general order direct, and shall be subject to the orders of the Commissioners, and shall make such enquiries and reports and shall perform such acts and services as the Commissioners shall require.

Sittings of Commissioners. Imperial Act, s. 27.

5. The Commissioners shall sit at such times and in such places and conduct their proceedings in such a manner as to them may seem most convenient for the speedy despatch of business ; they may in certain cases prescribed by the general orders sit separately ; they may sit either in private or in open court ; but any complaint made to them shall, on the application of any party thereto, be heard and determined in open court.

As to cases where Commissioners are interested. Imperial Act, s. 5.

6. It shall not be lawful for the Commissioners, except by consent of the parties to the proceedings, to exercise any jurisdiction by this Act conferred upon them, in any case in which they shall be directly or indirectly interested.

Case of inability to act provided for.

7. In case of one or more of the Commissioners being unable to act, either on the ground of illness, interest, absence or other cause, or in the case of a vacancy in the Board, it shall be lawful for the Governor in Council to appoint one or more Commissioners, as the case may be, to fill the office and perform the duties temporarily ; a Commissioner appointed under this section shall have the same power and authority as one appointed under the *third* section of this Act.

Cases in which appli-

8. Any municipality or railway company may, with reference to any of the matters set forth in the recital to this Act,

or any person complaining of anything done or any omission made in violation or contravention of those clauses of the Railway Act relating to traffic arrangement or of this Act, apply to the said Commissioners. cation may be made to Commissioners. Imperial Act, s. 6.

9. When any difference between railway companies is or hereafter may be required or authorized to be referred to arbitration, such difference shall, at the instance of any party thereto and with the consent of at least one of the Commissioners, be referred to them for their decision in lieu of being referred to arbitration. Cases of reference to arbitration. Imperial Act, s. 8.

10. Proceedings before the Commissioners shall be commenced by a petition signed by the applicant or his solicitor stating fully the matters in difference and the nature of the order, decision or remedy which in the opinion of the applicant shall be applicable to the case. Commencement of proceedings.

11. Such petitions shall be filed in the office of the Commissioners' Registrar, who shall, at the petitioner's request, thereupon by summons call upon the opposite parties, to show cause before him, why the matters in difference should not be adjudicated upon by the said Commissioners. Petition to be filed and summons issued.

12. The Commissioners' Registrar shall have the power to refer the petition to the Commissioners or to refuse to refer the same; but any party shall be at liberty to appeal from his decision to a Judge of the Exchequer Court, whose decision shall be final; nor shall it be competent for any of the parties, at any subsequent period, to question the jurisdiction or authority of the Commissioners to adjudicate upon the said matters; the said Registrar in the first instance, and the said Judge upon the appeal, may order the said petition to be amended, if it appears that any matters are embraced therein that are not within the scope of this Act; no question shall be raised or entertained upon such application or appeal except the question whether the matters embraced or complained of in the said petition are within the meaning and scope of this Act. Powers of Registrar on any petition. Appeal from his decision to Judge of Exchequer Court. Amending petition. What objection only allowed.

13. The said Commissioners shall, with reference to all the matters mentioned in this Act, have full power and authority: To make such orders, decisions or directions (including injunctions) as to them shall seem just, and whether any remedies or jurisdiction with respect to such matters did or did not therefore exist; the said Commissioners shall also have the following powers, that is to say: Powers of Commissioners. Orders by, including injunction.

a. They may by themselves, or by any person appointed by them, enter and inspect any place or building—the entrance or inspection of which appears to them requisite; Imperial Act, s. 25. Inspection of locality.

b. They may require the attendance of all such persons as they think fit to call before them and examine, and may require answers and returns to such enquiries as they think fit to make; What they may require.

c. They may require the production of all books, papers and documents relating to the matters before them ;

Oaths. *d.* They may administer oaths ;

Contempt. *e.* They may, when sitting in open Court, punish for contempt in like manner, and to the same extent as a Judge at *nisi prius* ;

Commanding attendance of witnesses. *f.* They may issue subpœnas commanding the attendance for examination of any witness, and also the production of any document at the time and place mentioned in such subpœna ; such subpœna shall be signed by one of the Commissioners, and shall in other respects be in the same form as subpœnas issued out of the Supreme Court ; and the disobedience to such subpœnas shall be deemed a contempt of Court, and shall be punishable in the same manner and to the like extent ; and witnesses shall be entitled to the like conduct money, as in the case of subpœnas issued out of the Exchequer Court.

Payment of witnesses.

Order or decision may be made a rule of Exchequer Court. Imperial Act, s. 25.

14. Any order or decision made by the Commissioners, for the purpose of carrying into effect any of the provisions of this Act, may be made a rule or order of the Exchequer Court, and may be enforced in like manner as any rule, order, or decree of such Court ; for the purpose of carrying into effect this section, general rules and orders may be made, by the Exchequer Court, in the same manner as general rules and orders may be made with respect to any other proceedings in such Court ; the Commissioners may, of their own motion or at the instance of any party to the proceedings before them, and upon such terms as to them may seem just, state a case in writing for the opinion of the Supreme Court, or any Judge thereof, upon any question which, in the opinion of the Commissioners, is a question of law, including the question of their jurisdiction or authority to adjudicate upon the matters mentioned or complained of in the petition ; the Court or Judge to which the case is transmitted shall hear and determine the same and shall remit the matter to the Commissioners with the opinion of the Court or Judge thereon ; the Commissioners may make such orders as to the costs thereof as to them shall seem fit.

Case may be stated for Judge of Supreme Court. Imperial Act, s, 26.

Duty of Court or Judge in such case.

Costs. Imperial Act, s. 28.

15. The costs of and incidental to any proceeding before the Commissioners shall be in the discretion of the Commissioners.

Commissioners to make general rules and orders for certain purposes. Imperial Act, s. 29.

16. The Commissioners may, at any time after the passing of this Act, and from time to time, make such general rules and orders as may be requisite for declaring the duties and powers of the Registrar ; for fixing the costs to be allowed in respect of proceedings before them ; for regulating the practice as to appeals, including an appeal under the *twelfth* section of this Act and the stating of a case under the *fourteenth* section ; and also for enabling the Commissioners in certain specified cases to exercise their jurisdiction by any one or two of their number, and generally

for the regulation of proceedings before them, and for enabling them to carry into effect the provisions of this Act; they may, from time to time, revoke or alter any of such general rules and orders; every general rule and order and every revocation or alteration thereof shall be submitted to the Chief Justice of the Supreme Court for approval, and shall not come into force until approved by him; and every rule and order, purporting to be made in pursuance of this Act, and duly approved as aforesaid, shall be deemed to have been duly made and to be within the provisions of this Act, and shall have effect as if it had been enacted in this Act.

To be subject to approval of Chief Justice of Supreme Court.

17. Every document purporting to be signed by the Commissioners, or any of them, shall be received in evidence without proof of such signature, and, until the contrary is proved, shall be deemed to have been so signed, and to have been duly executed or issued.

Evidence of acts of Commissioners. Imperial Act, s. 30.

[**18.** The Commissioners may, with the concurrence of the Governor in Council, appoint fees to be taken in relation to proceedings before them, and may, from time to time by general order with the like concurrence, increase, reduce or abolish the same, and appoint new fees; and they may also appoint and regulate the manner in which, and the time when all fees shall be paid; the Commissioners may, with the like concurrence, require a deposit to be made with the Registrar upon the filing of petitions, or upon the stating of a case, and may fix and regulate the amounts thereof, and may, with the like concurrence, from time to time, increase, reduce or abolish the same.]

Powers of Commissioners as to fees; and as to filing petitions. Imperial Act s. 32

[**19.** The said deposit, and all fees taken under this Act, shall belong to the Commissioners, and shall be in lieu of salaries: The Commissioners' Registrar shall be an officer of the Commissioners, and shall be remunerated by them.]

Application of fees and deposit.

20. The costs, charges and expenses of, and incidental to, any proceeding before the Commissioners shall or may be taxed by the Registrar.

Taxing costs

21. An appeal shall lie from an order or decision of the Commissioners to the Supreme Court.

Appeal to Supreme Court.

22. No such appeal shall be allowed until the said order or decision shall have been made a rule of the Exchequer Court, nor unless notice of such appeal has been given in writing to the opposite party, and to the Registrar of the Supreme Court, and to the Commissioners' Registrar, within one month after the signing and entering of the said order, or within such further time as the Judge of the said Supreme Court shall allow; nor until the appellant has given proper security to the extent of $500 to the satisfaction of the Commissioners' Registrar that he will effectually prosecute his appeal within six months from the entering of such order, and will pay such costs and damages as may be awarded against him; the practice in such appeals shall follow as nearly as possible the practice on appeals from the highest

On what conditions appea shall be allowed.

Practice in appeals.

Court of final resort established in any of the Provinces of Canada to the Supreme Court, and the rules and orders of the Supreme Court shall as nearly as possible apply thereto; the Supreme Court shall hear and determine such appeals, and may make such orders in relation to them, and may make such orders as to costs, as to the said Court may seem fit; and all such orders shall be final and conclusive on all parties; the operation of any decision or order made by the Commissioners shall not be stayed pending such appeal, unless the Commissioners, or one of them, otherwise order.

Hearing and determination of appeal. Effect of decision in appeal. Imperial Act. s. 26.

Yearly report by Commissioners to Governor. Imperial Act, s. 31.

23. The Commissioners shall, on or before the thirty-first day of December in each year, make a report to the Governor of their proceedings under this Act, during the *preceding* year—and such report shall be laid before the Senate and House of Commons within fourteen days thereafter if the Parliament is then in session, and if not, then within fourteen days after the then next meeting of Parliament.

Applications under s. 7 of Railway Act.

Reference to Commissioners.

24. Nothing in this Act contained shall render unnecessary the application to the Governor in Council required by the 3rd and 4th sub-sections of section 7 of the Railway Act; the Governor in Council may, upon any application to him under the said sub-sections, refer the question of compensation to the said Commissioners.

Decision of majority sufficient.

25. The order, judgment or direction of a majority of the said Commissioners shall in all cases be sufficient.

Power of Commissioners to fix maximum rates of tolls, &c.

26. The Commissioners in addition to the powers conferred on the Governor in Council by the Railway Act, respecting the approval and revision of tolls, and which powers and authority are hereby vested in them, shall have power to fix the maximum rates of charges for the conveyance of passengers with a due amount of baggage, and of animals and goods, on the railway; and such rates of charges shall include the tolls and the cost of locomotive power and every other expense connected with the conveyance of passengers with a due amount of baggage, and of animals and goods, upon the railway.

Powers of Railway of P. C. Committee transferred.

2. The powers and authorities vested in the Railway Committee of the Privy Council, by the 47th, 48th, 67th, 68th and 71st sections of the Railway Act, are also hereby transferred to, conferred upon and vested in the said Commissioners.

Commissioners' oath of office.

27. The Commissioners shall, previous to executing the duties of their office, take the following oath in open Court in the presence of a Judge of the Supreme Court:—I do solemnly swear that I will duly and faithfully and to the best of my skill and knowledge execute the powers and trusts reposed in me as Railway Commissioner for the Dominion of Canada. So help me God.

PART II.

TRAFFIC ARRANGEMENTS.

Power of railway companies to vary tolls.

28. And whereas it is expedient that a railway company should be enabled to vary the tolls upon the railway so as to accommodate them to the circumstances of the traffic, but that such power of varying should not be used for the purpose of prejudicing or favouring particular parties, or for the purpose of collusively and unfairly creating a monopoly, either in the hands of the company or of particular parties; therefore it shall be lawful for the company, subject to the provisions and limitations herein and in their special Act contained, from time to time to alter or vary the tolls by the special Act authorized to be taken, either upon the whole or upon any particular portions of the railway as they shall think fit: Provided that all such tolls be at all times charged equally to all persons, and after the same rate, whether per ton, per mile or otherwise, in respect of all passengers and of all goods or carriages of the same description, and conveyed or propelled by a like carriage or engine passing only over the same portion of the line of railway under the same circumstances; and no reduction or advance in any such tolls shall be made, either directly or indirectly, in favour of or against any particular company or person travelling upon or using the railway.

Proviso: Equal tolls to all without distinction or favour to any company or person.

Recital of doubts under Railway Act, s. 60.

29. And whereas doubts have arisen as to whether section sixty of the Railway Act empowers the making of an agreement or arrangement whereby a railway company may agree or arrange with another railway company, by means of a joint committee or otherwise, for the joint working of both of their lines of railway under one management or under the management of the directors, or of one of them, or of the superintendent of one of the said railways, and it is expedient to remove such doubts: It is therefore declared and enacted, that the agreement or arrangements therein referred to do *not* authorize the making or entering into of any such agreement or arrangement, or of any agreement or arrangement whereby the said railway companies may temporarily or for any period amalgamate, or whereby the maintenance, or management, or actual control of the working or operating of the railway is vested in the directors of both roads, or in some of them, or in a committee appointed by the directors of both roads, or is taken out of the directors of any such railway, either directly or indirectly; but the true intent and meaning thereof was and is —that such railway companies might and may, while under the control and management of each company as provided in the Acts incorporating the same respectively, make such agreements or arrangements as therein specified: but in every such case the authority so to agree, or the agreement when entered into, shall not, in any manner, affect any of the tolls, rates or charges which the companies, parties thereto, are respectively authorized to demand and receive

Intent and meaning of the said section declared.

from any person or company; but all such persons and companies shall, notwithstanding the agreement, be entitled to the use and benefit of the railways of the several companies, parties to the agreement, on the same terms and conditions, and on payment of the same tolls, rates and charges, as they would be if such authority had not been given, or the agreement had not been entered into.

Notice to be given before agreement under the said Section 60.

30. Before the companies enter into the agreement provided for by the said sixtieth section of the Railway Act, notice of their intentions to do so shall be given by them, or one of them, in a form to be approved by the Commissioners, inserted once, at least, in each of three successive weeks in some newspaper published or circulating in the city or county in which each railway whereto the proposed agreement relates, or some portion of that railway, is situate; and the notice shall set forth within what time or in what manner any company or person aggrieved by the proposed agreements, and desiring to object thereto, may bring their objection before the Commissioners.

Agreement subject to approval of Commissioners.

31. The agreement shall not have any operation until it is approved by the Commissioners.

Section 60 further explained and amended.

32. And whereas it is expedient to further amend and explain section sixty of the Railway Act, therefore: Subject as hereinafter mentioned, the facilities to be afforded under it are hereby declared to include and shall include the receiving, forwarding and delivery by every railway company, at the request of any other railway company, of through traffic to and from the railway of such other company at through rates, toll or fares (in this Act referred to as "through rates);"

What the facilities thereby required shall include. Imperial Act, s. 11.

Provisoes.

Provided as follows:—

Written notice as to through rates.

1. The company requiring the traffic to be forwarded shall give written notice of the proposed through rate to each forwarding company, stating both its amount and its apportionment, and the route by which the traffic is proposed to be forwarded;

Answer by company notified.

2. Each forwarding company shall, within the prescribed period after the receipt of such notice, by written notice inform the company requiring the traffic to be forwarded whether they agree to the rate and route and, if they object to either, the ground of the objection.

If no objection within time prescribed.

3. If, at the expiration of the prescribed period, no such objection has been sent by any forwarding company, the rate shall come into operation at such expiration;

If objection is made.

4. If any objection to the rate or route has been sent within the prescribed period, the matter shall be referred to the Commissioners for their decision;

5. If any objection be made to the granting of the rate or to the route, the Commissioners shall consider whether the granting of the rate is a due and reasonable facility in the interests of the public, and whether, having regard to the circumstances, the route proposed is a reasonable route, and shall allow, alter or refuse the rate accordingly ; Commissioners to decide on reference to them.

6. If the objection be only to the apportionment of the rate, the rate shall come into operation at the expiration of the prescribed period, but the decision of the Commissioners as to its apportionment shall be retrospective ; in any other case the operation of the rate shall be suspended until the decision is given ; If apportionment only be objected to.

7. The Commissioners, in apportioning the through rate, shall take into consideration all the circumstances of the case, including any special expense incurred in respect of the construction, maintenance or working of the route, or any part of the route, as well as any special charges which any company may have been entitled to make in respect thereof ; Circumstances to be considered by Commissioners.

8. It shall not be lawful for the Commissioners in any case to compel any company to accept lower mileage rates than the mileage rates which such company may, for the time being, legally be charging for like traffic, carried on by a like mode of transit on any other line of communication between the same points, being the points of departure and arrival by the through route ; Commissioners may fix reduced rates.

9. The prescribed period mentioned in this section shall be ten days, or such longer period as the Commissioners may from time to time by general order prescribe ; Prescribed period—what.

10. Where a railway company is to maintain or work, or is party to an arrangement for using, maintaining or working steam vessels for the purpose of carrying on a communication between any places or ports, the provisions of this section shall extend to such steam vessels and to the traffic carried thereon. If railway company is to maintain or work steam vessels.

33. Subject to the provisions of the last preceding section, the Commissioners shall have full power to decide that any proposed through rate is due and reasonable, notwithstanding that a less amount may be allotted to any forwarding company out of such through rate than the maximum rates such company is entitled to charge and to allow and apportion such through rates accordingly. Rates fixed may be less than maximum. Imperial Act, s. 12.

34. A complaint of a contravention of the sixtieth section of the Railway Act, as amended by this Act, may be made to the Commissioners, by a municipal or other public corporation, or by not less than *three* persons or copartnerships being persons or copartnerships whose goods are forwarded or carried by either line of said railway, without proof that the complainants are aggrieved by this contravention. Complaints of contravention of s. 60 of Railway Act. Imperial Act. s. 13.

Railway companies to keep certain books, and what they shall show. Imperial Act, s. 14.

35. Every railway company shall keep, at each of their stations, a book, or books, showing every rate for the time being charged for the carriage by traffic—other than passengers and their baggage—from that station to any place to which they book, including any rates charged under any special contract, and stating the distance from that station of every station, siding, or place to which such rate is charged;

To be open to inspection.

every such book shall during all reasonable hours be opened to the inspection of any person without the payment of any fee;

Commissioners may require certain particulars to be entered.

the Commissioners may from time to time, on the application of any person interested, make orders with respect to any particular description of traffic, requiring a railway company to distinguish in such book, how much of *each* rate is for the conveyance of the traffic on the railway, including therein tolls for the use of the railway, for the use of carriages, or for locomotive power, and how much is for other expenses, specifying the nature and detail of such other expenses;

Penalty for non-compliance.

any company failing to comply with the provisions of this section, shall for each offence, and in the case of continuing offence for every day during which the offence continues, be liable to a penalty not exceeding *twenty dollars*, and such penalty shall be recovered in the manner provided by the Railway Act, section *ninety-four*.

Commissioners may determine disputes as to terminal charges. Imperial Act, s, 15.

36. The Commissioners shall have power to hear and determine any question or dispute which may arise with respect to the terminal charges of any railway company, and to decide what is a reasonable sum to be paid to any company, for loading and unloading, covering, collection, delivery, and other services of a like nature; any decision of the Commissioners under this section shall be binding on all courts, and in all legal proceedings whatsoever.

Penalty on company not obeying the orders of the Commissioners.

37. Any railway corporation that violates any provisions of this Act, or disobeys or neglects to obey the orders or directions of the said Railway Commissioners, shall, in addition to all penalties to which they may be liable or subject, incur and be liable to a penalty of *one hundred dollars*, which may be sued for and recovered against them, by any person as an action for debt in any Court of competent jurisdiction.

Part III.

Recital of doubts, as to disputes between Provincial and Dominion railway Companies.

38. And whereas doubts have arisen as to the authority of the Parliament of Canada respecting Provincial Railways; and whereas disputes frequently arise between Provincial Railway Companies and Dominion Railway Companies; and whereas, without impairing the authority of the Court established by this Act, it is desirable that provision should be made for the unequivocal determination of such disputes:

Provisions for decision of disputes

Therefore it is enacted that it shall be lawful for such two of the Commissioners appointed under this Act, as may be

named by the Governor in Council to sit with any one Commissioner appointed under any Act that may be passed by the Legislature of any Province of Canada, and the decisions, orders and directions of a Board so constituted shall, with respect to all such disputes and so far as Provincial Railway Companies within such Province are concerned, have the same force and effect as are hereby declared and intended to be given to the decisions, orders and directions of the Commissioners appointed under this Act. consequent on such doubts.

39. Nothing herein contained shall be construed to exempt Provincial Railway Companies from the operation of the first and second parts of this Act in all cases to which the authority of the Parliament of Canada extends. Exception as to railways, under authority of Parliament.

40. The Governor in Council may, by proclamation, declare the day on, from and after which the third part of this Act shall come into force, and the same shall come into force on and not until the day so named. When Part III shall come into force.

No. 12.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act for constituting a Court of Railway Commissioners for Canada, and to amend the Consolidated Railway Act, 1879.

Received and read, first time, Wednesday, 5th January, 1881.

Second Reading, Friday, 7th January, 1881.

Mr. McCarthy.

OTTAWA:

Printed by MacLean Roger & Co.,

1881.

No. 13.] **BILL.** [1880-1

An Act to incorporate the South Eastern Railway Company.

Preamble.

WHEREAS the agricultural and timber resources of the tract of country lying between Winnipeg and the Lake of the Woods remains wholly unexplored, and settlement therein, unless with very great hardship and difficulty, can scarcely take place unless assisted by railway enterprise; and whereas it will prove of great advantage to the country, and particularly to the Province of Manitoba, for fuel and timber purposes, that a line of railway be constructed, commencing at the said City of Winnipeg and running south-easterly to a point on or near the south-west shore of the Lake the of the Woods, with power to own. construct and operate a line of steam vessels and barges in connection therewith, as well as a line of telegraph along the said route; and whereas a petition has been presented praying for the incorporation of a Company to construct and work the same; and whereas for the purpose of developing the said country it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and the House of Commons of Canada, enacts as follows:—

Certain persons incorporated.

1. together with such other persons and corporations as shall in pursuance of this Act become shareholders of the Company to be hereby incorporated, are hereby constituted and declared to be a body corporate and politic by the name of "The South Eastern Railway Company," hereinafter called the Company.

Corporate name.

Line of railway may be built.

2. The Company shall have full power and authority under this Act to lay out and construct a line of railway commencing at the City of Winnipeg and running south-easterly to a point on or near the south west shore of the Lake of the Woods, and to construct all necessary bridges over rivers crossed by the said line between the above points, and to own, construct, charter and operate steamers, vessels and barges upon the lakes and rivers touched or crossed by the said line, and also to build such branch lines of railway as may be necessary with a line or lines of telegraph in connection therewith.

Powers of the company as to land.

3. The Company may acquire land and water lot property for the purposes of their undertaking, and may acquire under the provisions in that behalf of "*The Consolidated Railway Act* 1879," and hold such width of land on the sides of the railway and its branches at any point as may be needed for the erection of snow drift fences or barriers at a sufficient distance from the track to prevent the obstruction of the line by drifting snow; and the compensation to be paid to the owners of such lands and water lots as also the power of the company to take possession thereof shall, in case of difference, be ascertained and exercised in the manner provided by the section of the said Railway Act respecting lands and their valuation.

Provisional directors and their powers.

4. The persons named in the first section of this Act, with power to add to their number, shall be and are hereby constituted provisional Directors of the Company (of whom five shall be a quorum) and shall hold office as such until the first election of Directors under this Act: and shall have power forthwith to open stock books, and procure subscriptions of stock for the undertaking, and to receive payments on account of stock subscribed, and to cause plans and surveys to be made, and to deposit in any chartered bank of Canada moneys received by them on account of stock subscribed.

Capital stock and shares.

5. The capital stock of the Company shall be two million dollars (with power to increase the same in manner provided by "*The Consolidated Railway Act* 1879") to be divided into shares of one hundred dollars each; and the money so raised shall be applied, in the first place, to the payment of all fees, expenses and disbursements for procuring the passing of this Act, and for making the surveys, plans and estimates hereby authorized, and all the remainder of such money shall be applied to the making, equipping, completing and maintaining of the said railway and other purposes of this Act.

Five per cent. payable on subscription.

6. No subscription of stock in the capital of the Company shall be legal or valid unless five per cent of the amount subscribed shall have been actually and *bonâ fide* paid thereon within thirty days after subscription, into one or more of the chartered banks of Canada to be designated by the Directors; and such five per centum shall not be withdrawn from such bank or otherwise applied except for the purpose of such railway or upon the dissolution of the Company for any cause whatever; and the said Directors or a majority of them may, in their discretion, allocate and apportion the stock so subscribed among the subscribers as they shall deem most advantageous and conducive to the furtherance of the undertaking.

Company may receive aid.

7. The Company may receive from any government or from any persons or bodies corporate, municipal or politic, who may have power to make or grant the same in aid of the construction, equipment and maintenance of the said

railway or steamships, bonuses in lands, or loans or gifts of money or securities for money.

First meeting of shareholders.

8. So soon as five hundred thousand dollars of the said capital stock shall have been subscribed as aforesaid and five per cent. paid thereon for the purposes of the Company, the hereinbefore mentioned Directors, or a majority of them, shall call a meeting of the shareholders of the Company at the City of Winnipeg, at such time and place as they may think proper, giving at least two weeks' notice in the *Canada Gazette*, and in one or more of the papers published in the City of Winnipeg; at which meeting the shareholders shall elect nine Directors from the shareholders possessing the qualifications hereinafter mentioned, which Directors shall hold office until the next annual meeting of the shareholders as hereinafter provided.

Notice.

Annual general meeting.

9. The annual general meeting of the shareholders for the election of Directors and other general purposes, shall be held at the City of Winnipeg (or elsewhere as may be appointed by by-law) and on such day and at such hour as may be directed by the by-laws of the Company; and public notice thereof shall be given at least fourteen days previously in the *Canada Gazette*, and in one or more newspapers published in the City of Winnipeg.

Election of directors.

10. At such general meeting the subscribers for the capital stock assembled, who shall have paid up five per cent. thereof, shall choose nine persons to be Directors of the Company (of whom five shall be a quorum) and may also pass such rules, regulations and by-laws as may be deemed expedient, provided they be not inconsistent with this Act or "*The Consolidated Railway Act*, 1879."

By-laws.

Qualification of directors.

11. No person shall be elected a Director of the Company unless he be a shareholder, holding at least twenty shares in the stock of the Company, and shall have paid up all calls made thereon.

Calls on stock.

12. No call to be made payable at any one time upon the said capital stock shall exceed ten per cent. on the subscribed capital, and at least thirty days' notice shall be given thereof; and not less than thirty days shall intervene between any one call and a succeeding call.

Company may issue bonds.

13. The Directors of the Company, under the authority of the shareholders to them given, are hereby authorized to issue bonds under seal of the Company, signed by its President or other presiding officer, and countersigned by its Secretary; and such bonds shall be made payable at such times, and in such manner, and at such place or places in Canada or elsewhere, and bearing such rate of interest as the Directors shall think proper; and the Directors shall have power to issue and sell or pledge all or any of the said bonds at the best price and upon the best terms and conditions which at the time they may be able to obtain, for the purpose of raising money for prosecuting the said un-

Proviso: amount limited.

dertaking; Provided that the amount of such bonds so issued, sold or pledged shall not exceed twenty-five thousand dollars per mile of the said railway and branches, to be issued in proportion to the length of railway constructed or under contract to be constructed; Provided also, that no such bonds shall be issued until two hundred and fifty thousand dollars shall have been subscribed to the capital stock, and ten per centum of the same *bonâ fide* paid thereon; but notwithstanding anything in this Act contained, the Company may secure the bonds to be issued by them by a mortgage deed creating such mortgages, charges and encumbrances upon the whole of such property, assets, rents and revenues of the Company, present or future, or both, as shall be described in the said deed; but such rents and revenues shall be subject, in the first instance, to the payment of the working expenses of the railway, and, by the said deed, the Company may grant to the holders of such bonds, or to the trustee or trustees named in such deed, all and every the powers and remedies granted by this Act in respect of the said bonds, and all other powers and remedies not inconsistent with this Act, or may restrict the bondholders in the exercise of any power, privilege or remedy ranted by this Act, as the case may be; and all such owers, rights and remedies as shall be so contained in such ortgage deed shall be valid and binding, and available to e bondholders in manner and form as therein provided.

Proviso: when bonds may be issued.

May be secured by mortgage deed.

Bonds to be a first charge on the undertaking.

14. The bonds hereby authorized to be issued shall, without registration or formal conveyance, be taken and considered to be the first preferential claims and charges upon the Company and the undertaking, tolls and income and real and personal property thereof, now or at any time hereafter acquired, save and except as provided for in the last preceding section; and each holder of the said bonds shall be deemed to be a mortgagee or encumbrancer upon the said securities *pro rata* with all the other bondholders, and shall have priority as such.

Rights of bondholders if bonds are not paid.

15. If the Company shall make default in paying the principal or interest of any of the bonds hereby authorized at the time when the same shall, by the terms of the bonds, become due and payable, then at the next ensuing annual general meeting of the Company, and all subsequent meetings, all holders of bonds so being and remaining in default shall, in respect thereof, have and possess the same rights and privileges and qualifications for Directors and for voting at general meetings as would be attached to them as shareholders, if they had held fully paid up shares of the Company to a corresponding amount: Provided nevertheless, that the right given by this section shall not be exercised by any bondholder unless the bond in respect of which he shall claim to exercise such rights shall have been first registered in his name in the same manner as is provided by law for the registration of the shares of the Company, and for that purpose the Company shall be bound on demand to register any of the said bonds in the name of the holder thereof, and to register any transfer thereof in the same manner as

Proviso: as to registration,

a transfer of shares: Provided also, that the exercise of the rights given by this section shall not take away, limit, or restrain any other of the rights or remedies to which the holders of the said bonds shall be entitled. Proviso: certain rights not affected.

16. All bonds, debentures and other securities hereby authorized and the coupons and interest warrants thereon respectively may be made payable to bearer, and shall in that case be transferable by delivery, unless and until registry thereof is made in manner provided in the next preceding section, and while so registered, in the same manner as in the case of shares; but they shall again become transferable by delivery upon the registration of a transfer to bearer which the Company shall be bound to register on the demand of the registered holder for the time being. Transfer of bonds.

17. The Company shall have power and authority to become parties to promissory notes and bills of exchange for sums not less than one hundred dollars; and any such note or bill made, accepted or endorsed by the President or Vice-President of the Company and countersigned by the Secretary, and under the authority of a quorum of the Directors, shall be binding on the Company; and any such promisory note or bill of exchange so made shall be presumed to have been made with proper authority, until the contrary be shown; and in no case shall it be necessary to have the seal of the Company affixed to such promissory note or bill of exchange, nor shall the President or Vice-President or Secretary be individually responsible for the same unless the said promissory notes or bills of exchange have been issued without the sanction and authority of the Board of Directors as herein enacted; Provided however, that nothing in this section shall be construed to authorize the Company to issue any note or bill payable to bearer or intended to be circulated as money or as the note of a bank. Company may become party to promissory notes, &c. Proviso.

18. The Company may also build, purchase, acquire, charter or possess, work and operate steam and other vessels in any lakes, rivers or other navigable waters as they may deem proper and expedient in connection with their railway, and may do all and such things as are necessary for improving the navigation between any of such lakes, and others of them, and for the purpose of connecting the means of transport between the said waters, may construct a railway or tramroad between any of such lakes or rivers and others of them, and also around the rapids or any other obstructions of any of the said rivers, or may construct a canal or canals to avoid the same wherever requisite, and may also for the purpose of facilitating the said undertakings and the traffic in connection therewith, purchase, build, fit complete and charter, sell or dispose of, work, control and keep in repair steam tugs, barges, steamboats and other vessels to ply in connection with the said railway or otherwise; and may also build, purchase, acquire, lease, charter or possess, work and operate vessels and elevators, and if necessary may purchase grain and other freight to complete or make up the cargoes of such vessels, and the same may sell and dispose of. Company may own vessels. And improve navigation.

Telegraph lines and bridges may be constructed.

19. The Company may also construct an electric telegraph line in connection with the railway or water communication, and may also erect and construct across any streams, rivers or lakes which may be in or near the route of the railway, a bridge or bridges where the same shall be necessary for the purposes of the railway.

Amalgamation with another company.

20. It shall be lawful for the Company to enter into any agreement with any other company for amalgamation or for the use, or partial use, of the railway of the Company, or for leasing or for hiring from such other company any other railway or part thereof, or the use thereof, and for any period or term, or for the leasing or hiring of any locomotives, cars or movable property, and generally for making any agreement with any other company touching the use of the railway, or of the railway of the other company, or touching any service to be rendered by the one company to the other, and the compensation therefor: Provided that any such agreement, lease or contract in this section mentioned or referred to, shall be first approved of and authorized by the shareholders of the Company at an annual general meeting of the same.

Proviso: to be approved.

Powers as to vessels and navigation.

21. The Company may also build, purchase, acquire, lease, charter or possess, work and operate vessels and elevators, and if necessary may purchase grain and other freight to complete or make up the cargoes of such vessels, and the same may sell and dispose of, and it may also acquire, lease, charter or operate steam and other vessels on the rivers and lakes crossed or touched by the said line of railway, and may also make any improvement or erect any work required to facilitate the navigation of any river with which the said railway shall connect.

Time for commencement and completion of railway.

22. The construction of the railway shall be *bonâ fide* commenced within two years and completed within six years thereafter, and in default thereof the powers hereby conferred shall absolutely cease with respect to so much of the railway as then remains incomplete.

No. 13.

3rd Session, 4th Parliament, 44 Vict., 1880-1

BILL.

An Act to incorporate the South-Eastern Railway Company.

Received and read the first time, Monday, 10th January, 1881.

Second reading, Tuesday, 11th January, 1881

(PRIVATE BILL.)

Mr. SCHULTZ.

OTTAWA:

PRINTED BY MACLEAN, ROGER & Co.

1881.

No. 14] **BILL.** [1880-1.

An Act to incorporate the Westbourne and North-Western Railway Company.

WHEREAS the construction of a railway from the line of the Canadian Pacific Railway at or near Portage la Prairie, in the Province of Manitoba, running thence in a north-westerly direction to a point at or near the Forks of the Saskatchewan, and thence to the Peace River, with a branch south of the Saskatchewan to the mouth of that river, and a branch in a southerly direction to the main line of the Canadian Pacific Railway, and the use of steamers and barges on the navigable waters connected with such railway would be for the general advantage of Canada, and whereas a petition has been presented for the incorporation of a company for the purpose of constructing and working such a railway, and of owning and running steamers and barges in connection therewith, and of constructing and operating lines of telegraph along the line of such railway; and it is expedient to grant the prayer of such petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:— Preamble.

1. George Brown, Hon. John Norquay, A. W. Ross, Hon. C. P. Brown, Edgar Dewdney, E. P. Leacock, W. E. Sanford, Hon. W. N. Kennedy, Gilbert McMicken, Hon. D. M. Walker, Arthur F. Eden, James Anderson, S. A. M. Aikins and A. T. Drummond, together with all such persons and corporations as shall become shareholders in the Company hereby incorporated, shall be and are hereby constituted a body corporate and politic by and under the name of the "Westbourne and North-Western Railway Company," hereinafter called the Company. Certain persons incorporated. Corporate name.

2. The Company shall have power and authority to lay out and construct a railway from the line of the Canadian Pacific Railway at or near Portage la Prairie, in the Province of Manitoba, running thence in a north-westerly direction to a point at or near the Forks of the Saskatchewan River, and thence to the Peace River; and a branch south of the Saskatchewan River to the mouth of that river, and a branch in a southerly direction to the main line of the Canadian Pacific Railway, and to construct all necessary bridges over rivers crossing the said lines of railway. Powers of the company.

3. George Brown, Hon. John Norquay, A. W. Ross, Edgar Dewdney, Hon. C. P. Brown, W. E. Sanford, Gilbert Provisional directors and their powers.

McMicken, Hon. W. N. Kennedy and James Anderson, shall be and are hereby constituted Provisional Directors of the Company, of whom a majority shall be a quorum, and they shall hold office as such until the first election of Directors under this Act, and shall have power forthwith to open stock books and procure subscriptions of stock for the undertaking, giving at least four weeks' previous notice by advertisement in the *Canada Gazette*, and in one newspaper published at the City of Winnipeg, of the time and place of their meeting, to receive subscriptions of stock; and they shall have power to receive payments on account of stock so subscribed, and to cause plans and surveys to be made, and to acquire any plans and surveys now existing, and to deposit in any chartered bank all moneys received by them on account of stock subscribed, and to withdraw the same solely for the purposes of the undertaking; and to receive on behalf of the Company, any grant, loan, bonus, or gift made to it in aid of the undertaking, and to enter into any agreement respecting the conditions or disposition of any loan, bonus or gift, in aid of the railway, and such other powers as are vested in Provisional Directors by "*The Consolidated Railway Act*, 1879."

Capital stock and shares.

4. The capital stock of the Company shall be one million of dollars (with power to increase the same as provided in "*The Consolidated Railway Act*, 1879," subsection twenty, of section seven), to be divided into shares of one hundred dollars each; and the moneys so raised shall in the first place be applied to the payment of all expenses and disbursements connected with the organization of the Company, and other preliminary expenses, and making the surveys, plans and estimates connected with the work hereby authorized; and all the remainder of such money shall be applied to the making, equipping, completing and maintaining of the said railway and other purposes of this Act.

Ten per cent. on shares to be paid in.

5. No subscription of stock in the capital of the Company shall be legal or valid unless ten per centum shall have been actually and *bona fide* paid thereon, within thirty days after subscription, into one or more of the chartered banks of Canada, to be designated by the Directors, and such ten per centum shall not be withdrawn from such bank or otherwise applied except for the purposes of such railway, or upon the dissolution of the Company from any cause whatever.

Bonuses, &c., may be accepted.

6. The Company may receive, either from the Dominion Government, or any of the Provincial Governments, or from any persons or bodies corporate, municipal, or politic, who may have power to make or grant the same in aid of the construction, equipment and maintenance of the said railway, free grants of land, bonuses, loans or gifts of money, or securities for money; and in aid of the construction, equipment and maintenance of the said railway, the Company may purchase lands from the said Governments having such power as aforesaid, and hold, dispose of, and mortgage the said lands so purchased for the purposes of the Company.

And lands purchased.

Further powers as to land.

7. The Company shall have power, under the provisions of "*The Consolidated Railway Act*, 1879," to acquire and hold lands for the purposes of the line of the Company, and of the branches thereof, and may also acquire and hold such additional breadth of land on the sides of the railway, and of the branches thereof, as may be requisite at any point of the line where the Company may consider it necessary to establish screens or dumps, and for the erection of snow drift fences or barriers, at a sufficient distance from the track to prevent its obstruction by drifting snow.

First meeting of shareholders.

8. When and so soon as shares to the amount of one hundred thousand dollars in the capital stock of the Company have been subscribed, and ten per cent. *bonâ fide* paid thereon, the Provisional Directors shall call a general meeting of the subscribers to the said capital stock, at the City of Winnipeg, for the purpose of electing Directors of the Company, giving at least four weeks' previous notice by public advertisement in some newspaper published in the City of Winnipeg, and also by circular addressed by mail to each subscriber, of the time, place, and purpose of the said meeting.

Qualification of directors.

9. No person shall be elected a Director of the Company unless he shall be the holder and owner in his own right, or as trustee for any corporation of at least fifty shares in the stock of the Company, and shall have paid up all calls thereon.

Proceedings at first general meeting.

10. At such general meeting the subscribers for the capital stock assembled, who shall have so paid up ten per centum thereon, with such proxies as may be present, shall choose nine persons to be Directors of the Company (of whom five shall be a quorum), and may also pass such rules, regulations and by-laws as may be deemed expedient, provided they be not inconsistent with this Act or "*The Consolidated Railway Act*, 1879."

Annual general meeting.

11. Thereafter the annual general meeting of the shareholders of the Company, for the election of Directors and other general purposes, shall be held at such place as may be appointed by by-law of the Company, on the first Wednesday of the month of September, in each year, and two weeks' previous notice thereof shall be given by publication in the *Canada Gazette*, and in some newspaper published in the City of Winnipeg.

Calls on stock.

12. No call to be made at any time upon the capital stock shall exceed ten per centum on the subscribed capital, and not less than thirty days shall intervene between any one call and a succeeding call.

Bonds may be issued.

13. The Directors of the Company, under the authority of the shareholders to them given, are hereby authorized to issue bonds under the seal of the Company, signed by its President or other presiding officer and countersigned by its Secretary; and such bonds shall be made payable at such times and in such manner and at such place or places in

Canada or elsewhere and bearing such rate of interest as the Directors shall think proper; and the Directors shall have power to issue and sell or pledge all or any of the said bonds at the best price and upon the best terms and conditions which at the time they may be able to obtain, for the purpose of raising money for prosecuting the undertaking: Provided that the amount of such bonds so issued, sold or pledged shall not exceed twenty thousand dollars per mile, to be issued in proportion to the length of railway constructed or under contract to be constructed: Provided also, that no such bonds shall be issued until at least two hundred and fifty thousand dollars shall have been subscribed to the capital stock and ten per centum of the same *bonâ fide* paid thereon; but, notwithstanding anything in this Act contained, the Company may secure the bonds to be issued by them by a mortgage deed, creating such mortgages, charges and encumbrances upon the whole of such property, assets, rents and revenues or portions thereof of the Company, present or future or both, as shall be described in the said deed; but such rents and revenues shall be subject in the first instance to the payment of the working expenses of the railway; and by the said deed the Company may grant to the holders of such bonds, or to the trustee or trustees named in such deed, all and every the powers and remedies granted by this Act in respect of the said bonds, and all other powers and remedies not inconsistent with this Act, or may restrict the bondholders in the exercise of any power, privilege or remedy granted by this Act, as the case may be; and all such powers, rights and remedies as shall be so contained in such mortgage deed shall be valid and binding and available to the bondholders in manner and form as therein provided.

Proviso: amount limited.

Proviso: as to time of issue.

Mortgage deed may be executed.

What such deed may contain.

Bonds to be a first charge on the undertaking.

14. The bonds hereby authorized to be issued, shall, without registration or formal conveyance, be taken and considered to be the first preferential claims and charges upon the Company and the undertaking, tolls and income, and real and personal property thereof, now or at any time hereafter acquired, save and except as provided for in the last preceding section; and each holder of the said bonds shall be deemed to be a mortgagee or incumbrancer upon the said securities *pro rata* with all the other bondholders, and shall have priority as such.

Provision in case of non-payment of bonds.

15. If the Company shall make default in paying the principal or interest of any of the bonds hereby authorized, at the time when the same shall by the terms of the bond become due and payable, then at the next ensuing annual general meeting of the Company, and all subsequent meetings, all holders of bonds so being and remaining in default, shall, in respect thereof, have and possess the same rights and privileges and qualifications for Directors and for voting at general meetings as would be attached to them as shareholders if they had held fully paid up shares of the Company to a corresponding amount: Provided, nevertheless, that the right given by this section shall not be exercised by any bondholder unless the bonds, in respect of which he shall

Proviso: bonds to be registered.

claim to exercise such rights, shall have been first registered in his name in the same manner as is provided by law for the registration of the shares of the Company; and for that purpose the Company shall be bound on demand to register any of the said bonds in the name of the holder thereof, and to register any transfers thereof in the same manner as a transfer of shares: Provided also, that the exercise of the rights given by this section shall not take away, limit, or restrain any other of the rights or remedies to which the holders of the said bonds shall be entitled.

Proviso: rights saved.

16. All bonds, debentures and other securities hereby authorized and the coupons and interest warrants thereon respectively, may be made payable to bearer, and shall in that case be transferable by delivery unless and until registry thereof in manner provided in the next preceding section, and while so registered they shall be transferable by written transfer registered in the same manner as in the case of shares, but they shall again become transferable by delivery upon the registration of a transfer to bearer, which the Company shall be bound to register on the demand of the registered holder for the time being.

Transfer of bonds.

17. The Company shall have power and authority to become parties to promissory notes and bills of exchange for sums not less than one hundred dollars, and any such note or bill made, accepted or endorsed by the President or Vice-President thereof and countersigned by the Secretary, and under the authority of a majority or a quorum of the Directors, shall be binding on the Company, and any such promissory note or bill of exchange so made as aforesaid, shall be presumed to have been made with proper authority until the contrary be shown; and in no case shall it be necessary to have the seal of the Company affixed to such promissory note or bill of exchange, nor shall the President or Vice-President or Secretary be individually responsible for the same unless the said promissory notes or bills of exchange have been issued other than as aforesaid: Provided however, that nothing in this section shall be construed to authorize the Company to issue any note or bill payable to bearer or intended to be circulated as money or as the notes or bills of a bank.

Company may become parties to promissory notes.

Proviso.

18. It shall be lawful for the Company to enter into any agreement with any other company for the use or partial use of the railway of the Company, or for leasing or for hiring from such other company any other railway or part thereof or the use thereof, and for any period or term, or for the leasing or hiring any locomotives, cars or movable property, and generally to make any agreement with any other company, touching the use of the railway, or of the railway of the other company, or the movable property of the other company, or touching any service to be rendered by the one company to the other and the compensation therefor: Provided that any such agreement, lease or contract in this section mentioned or referred to shall be first

Agreements with other companies.

Proviso: to be approved

approved of and authorized by the shareholders of the Company at a annual general meeting of the same.

Telegraph line may be constructed.

19. The Company shall have power and authority to construct and operate such line or lines of telegraph in connection with and along the line of their railway and branches as may be necessary or useful for the purposes of their undertaking.

And vessels acquired.

20. The Company shall have power to build, purchase, acquire, charter or possess, work and operate steam and other vessels in any lakes, rivers or navigable waters as they may deem proper and expedient in connection with their railway.

Amalgamation with other companies.

21. The Company, acting by its Directors, authorized in that behalf by a resolution of the shareholders to be passed at a meeting thereof specially called for that purpose, which resolution must be concurred in by shareholders holding an actual majority of the stock of the Company, may amalgamate with any other railway company, and for that purpose may execute with such company a deed of amalgamation, providing for the amalgamation of the Company with such other company, and upon the execution of such deed of amalgamation and after the publication of a notice thereof in the *Canada Gazette*, the franchises and privileges, assets, rights and property of the Company shall vest in the amalgamated Company, and its obligations and liabilities shall become the obligations and liabilities of the amalgamated Company,—the whole upon such terms and conditions as shall be contained in the said deed of amalgamation, not contrary to law or the provisions of this Act; and all the powers, franchises, rights and privileges possessed by both Companies shall vest in the amalgamated Company, under the name of either of the said Companies as shall be agreed upon in the deed of amalgamation.

Form of conveyance of land.

22. Conveyances of land to the Company for the purposes of and exercise of the powers given by this Act, made in the form in the Schedule A to this Act, or to the like effect, shall be a sufficient conveyance to the Company, their successors and assigns of the estate or interest, and sufficient bar of dower (where the same exists), respectively of all persons executing the same, and such conveyances shall be registered in such manner and upon such proof of execution as is required by the registry laws of the Province or Territory where the land is situate.

Time for construction limited.

23. The railway shall be commenced within two years, and completed within ten years from the passing of this Act, and in default thereof the powers hereby conferred shall absolutely cease with respect to so much of the railway as then remains incomplete.

SCHEDULE A.

Know all men by these presents, that I (*or* we) [*insert the name or names of the vendor or vendors*], in consideration of

dollars paid to me (*or* us) by the Westbourne and North Western Railway Company, the receipt whereof is hereby acknowledged, do grant and convey, and I (*or* we) [*insert the name of any other party or parties*] in consideration of dollars paid to me (*or* us) by the said Company, the receipt whereof is hereby acknowledged, do grant and release all that certain parcel (*or* those certain parcels *as the case may be*), of land situate (*describe the land*), the same having been selected and laid out by the said Company, for the purposes of the said railway; to hold the same with the appurtenances unto the said Westbourne and North Western Railway Company, their successors and assigns, (*here insert any other clauses, covenants or conditions required*), and I (*or* we) the wife (*or* wives) of the said do hereby bar my (*or* our) dower in the said lands.

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

Signed, sealed and delivered in presence of }

A. B. (L. S.)

No. 14.

3rd Sess., 4th Parliament, 44 Victoria, 1880-1.

BILL.

An Act to incorporate the Westbourne and North-Western Railway Company.

Received and read first time, Monday, 10th January, 1881.

Second reading, Tuesday, 11th January, 1881.

(PRIVATE BILL.)

Mr. CAMERON,
(Victoria, N.R.)

OTTAWA:

PRINTED BY MACLEAN, ROGER & CO.,

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No. 15.] **BILL.** [1880-1

An Act to incorporate the Metropolitan Fire Insurance Company of Canada.

Preamble.

WHEREAS William F. McMaster, Hugh N. Baird, Arthur B. Lee, Henry W. Darling, John A. Boyd, Alexander Manning, Samuel Nordheimer, J. S. Playfair, John Leys, William Galbraith, William D. Taylor and James R. Roaf have by their petition prayed that they may be incorporated with others as a Company for the purpose of carrying on the business of fire insurance, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Certain persons incorporated.

Corporate name.

1. Such persons as may become shareholders in the Company to be by this Act created shall be and they are hereby created, constituted and declared to be a body corporate and politic under the name of "The Metropolitan Fire Insurance Company of Canada" (hereinafter called the Company), and shall have perpetual succession and a corporate seal, with power to alter and change the same at pleasure, and may by such name sue and be sued, implead and be impleaded in all courts of law and equity.

Head office.

2. The chief place of business of the Company shall be in the City of Toronto or elsewhere, in the County of York, in the Province of Ontario, as may be determined at a general meeting of the shareholders to be called for that purpose.

Business of the company.

Re-insurance.

3. The Company shall have power and authority to make and effect contracts of insurance with any person or persons, firm, body politic or corporate, against loss or damage by fire on any house, dwelling, store or other building whatsoever, and in like manner on any goods, chattels or personal estate whatsoever, for such time or times and for such premiums or considerations and under such modifications and restrictions and upon such conditions as may be bargained and agreed upon or set forth by and between the Company and the insured, and to cause themselves to be re-insured when deemed expedient against any loss or risk upon which they may have made or may make insurance, and generally to do and perform all other matters and things necessary to such objects.

Capital stock and

4. The capital stock of the Company shall be one million dollars, and shall be divided into ten thousand shares of one hundred dollars each, which shares shall be and are hereby vested in the several persons who shall subscribe for

Increase.

the same : Provided always, that it shall and may be lawful for the Company to increase its capital to a sum not exceeding two million dollars, as a majority of the shareholders at a special general meeting to be expressly convened for that purpose shall agree upon.

Transfer of stock.

5. The stock of the Company shall be deemed personal estate, and shall be transferable in such manner only and subject to all such conditions and restrictions as by the by-laws of the Company may be prescribed.

Liability of shareholders limited.

6. The shareholders of the Company shall not as such be held responsible for any transaction, matter or thing whatsoever relating to or connected with the Company beyond the unpaid amount of their respective shares in the capital stock thereof.

Extent of liability.

7. Each shareholder, until the whole amount of his stock has been paid in, shall be individually liable to creditors of the Company to an amount equal to that not paid up thereon, but shall not be liable to an action therefor by any creditor before an execution against the Company has been returned unsatisfied in whole or in part, and the amount due on such execution shall, subject to the provisions of the sixth section, be the amount recoverable with costs against such shareholder, and any shareholder may plead by way of defence in whole or in part, any set-off which he could set up against the Company except a claim for unpaid dividends or a salary or allowance as President or Director.

What only need be alleged in actions for calls.

8. In all actions or suits for the recovery of arrears of calls on stock, it shall be sufficient for the Company to allege that the defendant being the owner of so many shares is indebted to the Company in such sum of money as the calls in arrear amount to for such and so many shares, whereby an action hath accrued to the Company by virtue of this Act ; and on the trial it shall not be necessary to prove the appointment of the Directors who made such calls, or any other matter whatsoever than has hereinbefore been mentioned.

What shall be evidence.

A copy of any by-law, regulation or minute, or of any entry in any book of the Company, certified to be a true copy or extract under the hand of the President or Vice-President, Managing Director or the Manager of the Company, and sealed with the corporate seal, shall be received in all courts and proceedings as *primâ facie* evidence of such by-law, regulation, minute or entry, without further proof thereof and without proof of the official character or signature of the officer signing the same or of the corporate seal.

Company not bound to see to trusts.

9. The Company shall not be bound to see to the execution of any trust whether express, implied or constructive to which any share or shares of its stock may be subject ; and the receipt of the person in whose name any share stands shall be a sufficient discharge to the Company for any money paid in respect of such share or shares, notwithstanding any trust to which they or any of them may be held subject, and whether or not the Company shall have had notice of such trust.

10. The Directors may refuse to allow the transfer of any stock whereof the whole amount has not been paid in. Consent of directors to transfer.

11. For the purpose of organizing the Company, the said William F. McMaster, Samuel Nordheimer, Alexander Manning, Hugh N. Baird, Arthur B. Lee, Henry W. Darling and John A. Boyd, shall be provisional Directors thereof, and they, or a majority of them, may cause a stock book or books to be opened, upon which stock book or books may be recorded the subscriptions of such persons as desire to become shareholders in the Company, and such book or books shall be opened in the City of Toronto, and elsewhere at the discretion of the said provisional Directors, and shall remain open as long as they shall deem necessary. Provisional directors and their powers.

12. When and so soon as two hundred thousand dollars of the said capital stock shall have been subscribed, as aforesaid, and not less than ten per cent. of the amount so subscribed paid in, the said provisional Directors may call a general meeting of the shareholders at some place to be named in the City of Toronto, giving at least fifteen days' continuous notice thereof, in one daily newspaper published in the said city, at which general meeting the shareholders present in person, or represented by proxy, shall elect seven Directors in the manner and qualified as hereinafter provided who shall constitute a Board of Directors, and shall hold office as hereinafter provided: Provided always, that no person shall be eligible to be or continue a Director unless he shall hold, in his own name and for his own use, at least forty shares of the capital stock of the Company, and shall have paid all calls thereon and all liabilities incurred by him to the Company; and the shareholders shall have power to increase the number of Directors at the first or any general meeting to any number not exceeding thirteen, or to reduce them to any number not less than five. First meeting of shareholders. Proviso: qualification of director. Number of directors may be changed.

13. At all general meetings of the Company, each shareholder shall be entitled to give one vote for every share held by him for not less than fourteen days prior to the time of voting, upon which all calls then due shall have been paid; such votes may be given either in person or by proxy, the holder of such proxy being himself a shareholder duly qualified to vote upon his stock; and all questions proposed for the consideration of the shareholders shall be determined by the majority of votes, the chairman presiding at such meeting having the casting vote in case of an equality of votes. Votes on shares. Proxy. Casting vote.

14. The stock, property, affairs and concerns of the Company shall be managed and conducted by the said Directors, one of whom shall be chosen President and one Vice-President, and they shall hold office for one year, excepting as hereinbefore provided for, but all retiring Directors shall be eligible for re-election; if any vacancy should at any time happen amongst the said Directors during the term of office of any Director, such vacancy shall be filled for the Powers of board of directors. Vacancies.

remainder of the term by the remaining Directors or the majority of them, electing in such place or places a shareholder or shareholders eligible for such office ; all elections of Directors shall be made and take place at the annual general meeting of the shareholders, to be holden at the head office of the Company or elsewhere, as may be appointed by by-law, not less than fifteen days' notice of such meeting being given, as provided in section twelve ; and the said election shall be held and made by such of the shareholders present in person or represented by proxy as shall have paid all calls made by the Directors and then due, and all such elections shall be by ballot, and the persons who have the greatest number of votes shall be Directors ; and if two or more persons have an equal number of votes in such manner that a greater number of persons shall appear to be chosen as Directors than should have been chosen, then a second vote on the names of such persons shall be taken and so on until the proper number of persons shall be elected ; and the said Directors, as soon as may be after the said election, shall proceed in like manner to elect by ballot one of their number to be President and one to be Vice-President.

Elections.

Election of President and Vice-President.

Failure of election not to dissolve the company.

15. In case it should at any time happen that an election of Directors of the Company should not be made on any day when, pursuant to this Act, it should have been made, the Company shall not for that cause be deemed to be dissolved, but it shall be lawful on any other day to hold and make an election in such manner as may be regulated, directed and appointed by the Directors for the time being ; and the Directors in office shall so continue until a new election is made.

Directors may make by-laws for certain purposes.

16. The Directors may from time to time make by-laws not contrary to law or to this Act to regulate the allotment of stock, the making of calls thereon, the payment thereof, the issue and registration of certificates of stock, the forfeiture of stock for non-payment, the disposal of forfeited stock, and of the proceeds thereof, the transfer of stock, the appointment, functions, duties and removal of all agents, officers and servants of the Company, the security to be given by them to the Company and their remuneration, the time at which and place where the annual meetings of the Company shall be held, the calling of meetings, regular and special, of the Board of Directors and of the Company, the quorum, the requirements as to proxies and the procedure in all things at such meetings, and the conduct in all other particulars of the affairs of the Company, and may from time to time repeal, amend or re-enact the same ; but every such by-law and every repeal, amendment, or re-enactment thereof, unless in the meantime confirmed at a general meeting of the Company, duly called for that purpose, shall only have force until the next annual meeting of the Company, and in default of confirmation thereat shall at and from that time only, cease to have force ; and in that case no new by-law to the same or like effect shall have any force until confirmed at a general meeting of the Company.

Proviso: to be approved.

17. The Company shall have power to lay out and invest its capital in the first place in paying and discharging all costs, charges and expenses incurred in applying for and obtaining this Act and all other expenses preparatory or relating thereto, and shall have power to acquire and hold such real estate as it may require for the purposes of its business within the Dominion of Canada or elsewhere, and to sell and dispose of the same, and to take, hold and acquire other property in its place as may be deemed expedient, and to take, hold and acquire all such lands and tenements, real and immovable estate, as shall have been *bonâ fide* mortgaged to it by way of security or conveyed to it in satisfaction of debts previously contracted in the course of its dealings or otherwise obtained : Provided that the Company shall not retain such real estate so acquired in satisfaction of debts for a period exceeding five years ; and the Company may invest the capital stock, funds and moneys of the Company, temporarily or otherwise, in Dominion, Provincial, municipal and foreign securities, in bonds and mortgages and the stocks of the incorporated moneyed institutions of the Dominion of Canada, and may change and re-invest the same as occasion may from time to time require.

Powers as to real estate.

Proviso.

Investment of funds.

18. The Directors may from time to time declare and pay such dividends or bonuses on the capital stock of the Company, as they shall deem justified by its business : Provided always, that no part of the capital be appropriated to such dividends or bonuses.

Dividends.

19. It shall be lawful for the Company to have offices, maintain agencies, and transact business in any part of the United Kingdom of Great Britain and Ireland, and in any part of the United States of America, should a majority of the shareholders, at a special general meeting to be expressly convened for that purpose so determine.

Branch offices elsewhere than in Canada.

20. To enable the Company to extend their business to parts abroad, as contemplated by the Act, it shall be lawful for the Company to make deposits of money or securities there, in compliance with the laws of the country, state or states wherein it may be desirable to carry on their business of insurance.

Deposits may be made.

21. This Act and the Company hereby incorporated, and the exercise of the powers hereby conferred, shall be subject to the provisions contained in "*The Insurance Acts of* 1875 *and* 1877," and to all other general laws in force or that may hereafter be in force respecting Fire Insurance Companies.

General laws to apply.

No. 15.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act to incorporate the Metropolitan Fire Insurance Company of Canada.

Received and read, first time, Monday, 10th January, 1881.

Second Reading, Tuesday, 11th Jan., 1881.

(PRIVATE BILL.)

Mr. BEATY.

OTTAWA:

PRINTED BY MACLEAN ROGER & Co.,

1881.

No. 15.] **BILL.** [1880-1

An Act to incorporate the Metropolitan Fire Insurance Company of Canada.

(Reprinted as amended by the Sub-Committee of the Select Standing Committee on Banking and Commerce.)

WHEREAS William F. McMaster, Hugh N. Baird, Arthur B. Lee, Henry W. Darling, John A. Boyd, Alexander Manning, Samuel Nordheimer, J. S. Playfair, John Leys, William Galbraith, William D. Taylor and James R Roaf have by their petition prayed that they may be incorporated with others as a Company for the purpose of carrying on the business of fire insurance, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:— Preamble.

1. The persons named in the preamble of this Act, with such persons as may become shareholders in the Company to be by this Act created, shall be and they are hereby created, constituted and declared to be a body corporate and politic under the name of "The Metropolitan Fire Insurance Company of Canada" (hereinafter called the Company), and shall have perpetual succession and a corporate seal, with power to alter and change the same at pleasure, and may by such name sue and be sued, implead and be impleaded in all courts of law and equity. Certain persons incorporated. Corporate name.

2. The chief place of business of the Company shall be in the City of Toronto or elsewhere, in the County of York, in the Province of Ontario, as may be determined at a general meeting of the shareholders to be called for that purpose. Head office.

3. The Company shall have power and authority to make and effect contracts of insurance with any person or persons, firm, body politic or corporate, against loss or damage by fire on any house, dwelling, store or other building whatsoever, and in like manner on any goods, chattels or personal estate whatsoever, for such time or times and for such premiums or considerations and under such modifications and restrictions and upon such conditions as may be bargained and agreed upon or set forth by and between the Company and the insured, and to cause themselves to be re-insured when deemed expedient against any loss or risk upon which they may have made or may make insurance, and generally to do and perform all other matters and things necessary to such objects. Business of the company. Re-insurance.

Capital stock and shares.

4. The capital stock of the Company shall be one million dollars, and shall be divided into ten thousand shares of one hundred dollars each, which shares shall be and are hereby vested in the several persons who shall subscribe for the same: Provided always, that it shall and may be lawful for the Company to increase its capital to a sum not exceeding two million dollars, as a majority of the shareholders at a special general meeting to be expressly convened for that purpose shall agree upon.

Increase.

Transfer of stock.

5. The stock of the Company shall be deemed personal estate, and shall be transferable in such manner only and subject to all such conditions and restrictions as by the by-laws of the Company may be prescribed.

Liability of shareholders limited.

6. The shareholders of the Company shall not as such be held responsible for any transaction, matter or thing whatsoever relating to or connected with the Company beyond the unpaid amount of their respective shares in the capital stock thereof.

Extent of liability.

7. Each shareholder, until the whole amount of his stock has been paid in, shall be individually liable to creditors of the Company to an amount equal to that not paid up thereon, but shall not be liable to an action therefor by any creditor before an execution against the Company has been returned unsatisfied in whole or in part; and the amount due on such execution shall, subject to the provisions of the sixth section, be the amount recoverable with costs against such shareholder, and any shareholder may plead by way of defence in whole or in part, any set-off which he could set up against the Company except a claim for unpaid dividends or a salary or allowance as President or Director.

What only need be alleged in actions for calls.

8. In all actions or suits for the recovery of arrears of calls on stock, it shall be sufficient for the Company to allege that the defendant being the owner of so many shares is indebted to the Company in such sum of money as the calls in arrear amount to for such and so many shares, whereby an action hath accrued to the Company by virtue of this Act; and on the trial it shall not be necessary to prove the appointment of the Directors who made such calls, or any other matter whatsoever than has hereinbefore been mentioned.

What shall be evidence.

A copy of any by-law, regulation or minute, or of any entry in any book of the Company, certified to be a true copy or extract under the hand of the President or Vice-President, Managing Director or Manager of the Company, and sealed with the corporate seal, shall be received in all courts and proceedings as *primâ facie* evidence of such by-law, regulation, minute or entry, without further proof thereof and without proof of the official character or signature of the officer signing the same or of the corporate seal.

Company not bound to see to trusts.

9. The Company shall not be bound to see to the execution of any trust whether express, implied or constructive to which any share or shares of its stock may be subject; and the receipt of the person in whose name any share stands

shall be a sufficient discharge to the Company for any money paid in respect of such share or shares, notwithstanding any trust to which they or any of them may be held subject, and whether or not the Company shall have had notice of such trust.

Liability of directors as respects transfers of shares in certain cases.

10. No transfer of shares whereof the whole amount has not been paid in shall be made without the consent of the Directors, and whenever any transfer of shares not fully paid in has been made with such consent, to a person being apparently of insufficient means to fully pay up such shares, the Directors, jointly and severally, shall be liable to the creditors of the Company, in the same manner and to the same extent as the transferring shareholder, but for such transfer, would have been; but if any Director present when any such transfer is allowed do forthwith, or if any Director then absent, do within twenty-four hours after he shall have become aware thereof and able so to do, enter on the minute book of the Board of Directors his protest against the same, and do within eight days thereafter publish such protest in at least one newspaper published at, or as near as may be possible to, the office or chief place of business of the Company, such Director may thereby, and not otherwise, exonerate himself from such liability.

How only a director may avoid liability.

Provisional directors and their powers.

11. For the purpose of organizing the Company, the said William F. McMaster, Samuel Nordheimer, Alexander Manning, Hugh N. Baird, Arthur B. Lee, Henry W. Darling and John A. Boyd, shall be provisional Directors thereof, and they, or a majority of them, may cause a stock book or books to be opened, upon which stock book or books may be recorded the subscriptions of such persons as desire to become shareholders in the Company, and such book or books shall be opened in the City of Toronto, and elsewhere, at the discretion of the said provisional Directors, and shall remain open as long as they shall deem necessary.

First meeting of shareholders.

12. When and so soon as two hundred thousand dollars of the said capital stock shall have been subscribed, as aforesaid, and not less than ten per cent. of the amount so subscribed paid in, the said provisional Directors may call a general meeting of the shareholders at some place to be named in the City of Toronto, giving at least twenty-one days' notice thereof in the Canada Gazette and in one daily newspaper published in the said city, at which general meeting the shareholders present in person, or represented by proxy, shall elect seven Directors in the manner and qualified as hereinafter provided, who shall constitute a Board of Directors, and shall hold office as hereinafter provided: Provided always, that no person shall be eligible to be or continue a Director unless he shall hold, in his own name and for his own use, at least forty shares of the capital stock of the Company, and shall have paid all calls thereon and all liabilities incurred by him to the Company; and the shareholders shall have power to increase the number of Directors at the first or any general meeting to any number not exceeding thirteen, or to reduce them to any number not less than five; Provided

Proviso: qualification of director.

Number of directors may be changed.

Proviso when business may be commenced.

always, that the Company shall not commence the business of insurance until the sum of not less than five hundred thousand dollars shall have been subscribed, and a sum of not less than one hundred thousand dollars shall have been actually paid in on the subscribed capital.

Votes on shares.

13. At all meetings of the Company, each shareholder shall be entitled to give one vote for every share held by him for not less than fourteen days prior to the time of voting, upon which all calls then due shall have been paid ; such votes may be given either in person or by

Proxy.

proxy, the holder of such proxy being himself a shareholder duly qualified to vote upon his stock; and all questions proposed for the consideration of the shareholders shall be determined by the majority of votes, the chairman presiding at such meeting having the casting vote in case of an

Casting vote.

equality of votes.

Provisions as to elections.

14. In default only of other express provisions in such behalf, by this Act or the by-laws of the Company, such election shall take place yearly, all the members of the Board retiring, and (if otherwise qualified) being eligible for re-

Notice.

election ; notice of the time and place for holding general meetings of the Company shall be given at least twenty-one days previously thereto in the Canada Gazette and in some newspaper in or as near as may be to the place where the chief office or place of business of the Com-

Ballot.

pany is situate; elections of directors shall be by

Vacancies.

ballot; vacancies occurring in the Board of Directors may be filled for the unexpired remainder of the term, by the Board from among the qualified shareholders of the Com-

President and officers.

pany; the Directors shall, from time to time, elect from among themselves a President and, if they see fit, a Vice-President of the Company, and may also name all other officers thereof.

Failure to elect directors, how remedied.

15. If at any time an election of Directors be not made, or do not take effect at the proper time, the Company shall not be held to be thereby dissolved ; but such election may take place at any general meeting of the Company duly called for that purpose ; and the retiring Directors shall continue in office until their successors are elected

Powers and duties of directors.

16. The Directors of the Company shall have full power in all things to administer the affairs of the Company, and to make or cause to be made for the Company, any description of contract which the Company may by law enter into;

By-laws may be made for certain purposes.

and may, from time to time, make by-laws not contrary to law, nor to this Act, to regulate the allotment of stock, the making of calls thereon, the payment thereof, the issue and registration of certificates of stock, the forfeiture of stock for non-payment, the disposal of forfeited stock and of the proceeds thereof, the transfer of stock, the declaration and payment of dividends, the term of service of the Directors, the appointment, functions, duties and removal of all agents, officers, and servants of the Company, the security to be given by them to the Company, their remuneration and that

(if any) of the Directors, the time at which, and place where the annual meetings of the Company shall be held, the calling of meetings, regular and special, of the Board of Directors and of the Company, the quorum, the requirements as to proxies, and the procedure in all things at such meetings, the imposition and recovery of all penalties and forfeitures admitting of regulation by by-law, and the conduct in all other particulars of the affairs of the Company; and may, from time to time, repeal, amend or re-enact the same; but every such by-law, and every repeal, amendment or re-enactment thereof, unless in the meantime confirmed at a general meeting of the Company, duly called for that purpose, shall only have force until the next annual meeting of the Company, and in default of confirmation thereat, shall, at and from that time only, cease to have force; Provided always, that one-fourth part in value of the shareholders of the Company shall at all times have the right to call a special meeting thereof for the transaction of any business specified in such written requisition and notice as they may issue to that effect: Provided also, that no by-law for the issue, allotment or sale of any portion of the unissued stock at any greater discount or at any less premium than what has been previously authorized at a general meeting, or for the payment of the President or any Director shall be valid or acted upon until the same has been confirmed at a general meeting.

To be confirmed.

Proviso: special general meeting may be called.

Proviso: certain by-not valid until confirmed.

17. The Company shall have power to lay out and invest its capital in the first place in paying and discharging all costs, charges and expenses incurred in applying for and obtaining this Act and all other expenses preparatory or relating thereto, and shall have power to acquire and hold such real estate as it may require for the purposes of its business within the Dominion of Canada or elsewhere, and to sell and dispose of the same, and to take, hold and acquire other property in its place as may be deemed expedient, and to take, hold and acquire all such lands and tenements, real and immovable estate, as shall have been *bonâ fide* mortgaged to it by way of security or conveyed to it in satisfaction of debts previously contracted in the course of its dealings or otherwise obtained: Provided that the Company shall not retain such real estate so acquired in satisfaction of debts for a period exceeding five years; and the Company may invest the capital stock, funds and moneys of the Company, temporarily or otherwise, in Dominion, Provincial, municipal and foreign securities, in bonds and mortgages and the stocks of the incorporated moneyed institutions of the Dominion of Canada, and may change and re-invest the same as occasion may from time to time require.

Powers as to real estate.

Proviso.

Investment of funds.

18. The Company shall not make any dividend whereby their capital will be in any degree reduced.

Dividends not to impair capital.

19. It shall be lawful for the Company to have offices, maintain agencies, and transact business in any part of the United Kingdom of Great Britain and Ireland, and in any part of the United States of America, should a majority

Branch offices elsewhere than in Canada.

of the shareholders, at a special general meeting to be expressly convened for that purpose so determine.

Deposits may be made.

20. To enable the Company to extend their business to parts abroad, as contemplated by this Act, it shall be lawful for the Company to make deposits of money or securities there, in compliance with the laws of the country, state or states wherein it may be desirable to carry on their business of insurance.

General laws to apply.

21. This Act and the Company hereby incorporated, and the exercise of the powers hereby conferred, shall be subject to the provisions contained in "*The Insurance Acts of* 1875 *and* 1877," and to all other general laws in force or that may hereafter be in force respecting Fire Insurance Companies.

No. 15.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act to incorporate the Metropolitan Fire Insurance Company of Canada,

(Reprinted as amended by the Sub-Committee of the Select Standing Committee on Banking and Commerce.)

(PRIVATE BILL.)

Mr. BEATY.

OTTAWA:

PRINTED BY MACLEAN, ROGERS & Co.

1881.

No. 16] **BILL.** [1880-1.

An Act to explain and amend the Act to authorize the transfer of the Windsor Branch of the Nova Scotia Railway to the Western Counties Railway Company.

Preamble.

WHEREAS by the Act passed in the thirty-seventh year of Her Majesty's reign, chaptered sixteen and intituled: "*An Act to authorize the transfer of the Windsor Branch of the Nova Scotia Railway to the Western Counties Railway Company*," it is enacted, that certain agreements set forth in Schedules A and B to the said Act, being such as were adopted by the orders of the Governor in Council, of the twenty-second and thirtieth days of October, one thousand eight hundred and seventy-three, and all the matters and things therein contained, should be and the same were thereby approved, and declared to be as effectual to all intents and purposes as if the said agreements had been entered into in pursuance of sufficient authority in that behalf given before the adoption of such agreements, by Act of the Parliament of Canada, and whereas there are doubts as to the true construction of the said Act, and it is expedient to declare the true construction thereof and to amend the same: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

37 Vic., c. 16.

Windsor branch railway to be transferred.

1. Immediately on the passing of this Act, the said Western Counties Railway Company shall be entitled to receive from Her Majesty the possession of the Windsor Branch of the Nova Scotia Railway in the said Act referred to, with its appurtenances, and thenceforth shall work the same efficiently and keep the same in repair at their own costs and charges, collecting, receiving and appropriating to their own use all the tolls and earnings of the same, subject to the provisions contained in section six of this Act.

Railway to be vested in the Company.

2. On the completion of the Western Counties Railway from Annapolis to Yarmouth now in process of construction, the said Windsor Branch of the Nova Scotia Railway shall be and become the property of the said Western Counties Railway Company, free from all easements and incumbrances whatever, except as provided by section six of this Act.

Railway to be completed.

3. In consideration of the premises the Western Counties Railway Company shall prosecute the work of building the said railway from Yarmouth to Annapolis, and complete the same with all reasonable despatch.

Holders of Government tickets to travel free.

4. The Western Counties Railway Company shall carry free of charge all passengers holding Government tickets, on all their passenger trains running between Halifax and Windsor Junction.

Free running powers over I. C. R.

5. The said Western Counties Railway Company, or their agents or assigns, shall have free running powers over the Intercolonial Railway between Halifax and Windsor Junction, with such privileges as have been hitherto granted in the agreement of the twenty-second September, one thousand eight hundred and seventy-one, between the Government of Canada and the Windsor and Annapolis Railway Company.

Transfer to be subject to a certain agreement.

6. The transfer of the said Windsor Branch of the Nova Scotia Railway to the Western Counties Railway Company, as by the said Act recited and by this Act provided, is hereby declared subject to the right of the Windsor and Annapolis Railway Company to require the Western Counties Railway Company to enter into a traffic arrangement with the Windsor and Annapolis Railway Company for the mutual use and employment of the respective lines of railway between Halifax and Windsor and Annapolis, in accordance with the terms contained in, and in the manner provided by, clause eleven of a certain agreement dated the twenty-second day of November, one thousand eight hundred and sixty-six, referred to in a certain Act of the Legislature of Nova Scotia, passed in the thirtieth year of her Majesty's reign, chaptered thirty-six, and intituled: "*An Act to incorporate the Windsor and Annapolis Railway Company*," which said clause eleven, so far as the same is applicable, is in the words following:

Terms of agreement cited.

"And it is hereby mutually agreed that * * * * * a traffic arrangement shall be made between "(the Western Counties Railway Company and the Windsor "and Annapolis Railway Company) for the mutual use and "employment of the respective lines of railway between "Halifax and Windsor and Windsor and Annapolis, includ- "ing running powers, or for the joint operations thereof, on "equitable terms to be settled by two arbitrators to be chosen "by the said parties in the usual way in case of difference, "and in case of failure of the said arbitrators to make an "award or to choose an umpire in the premises, it is further "agreed that the said traffic arrangement shall be settled by "such third person, together with one or both of the said "arbitrators, as the Board of Trade in England shall, on the "application of either of the parties hereto, for that purpose "appoint."

Certain matters not affected.

7. Nothing herein contained shall affect a certain petition of right against Her Majesty, now pending in the Exchequer Court of Canada, wherein the Windsor and Annapolis Railway Company are petitioners, so far as the said petition claims damages against Her Majesty.

No. 16.

3rd Session, 4th Parliament, 44 Vict. 1880-1.

BILL.

An Act to explain and amend the Act to authorize the transfer of the Windsor Branch of the Nova Scotia Railway to the Western Counties Railway Company.

Received and read, first time, Monday, 10th January, 1881.

Second Reading, Tuesday, 11th Jan., 1881.

(PRIVATE BILL.)

MR. CAMERON
(Victoria, N.R.)

OTTAWA:

PRINTED BY MACLEAN, ROKER & CO.,

1881.

[No. 17] **BILL.** [1880-1

An Act to incorporate the Saskatchewan and North-Western Railway Company.

Preamble.

WHEREAS the construction of a railway from a point on the Canadian Pacific Railway, west of the Assiniboine River, thence north-westerly in the direction of the Great Slave Lake in the Peace River district, with such branches as the settlement and development of the country may require would be for the general advantage of Canada; and whereas a petition has been presented for the incorporation of a Company for the purpose of constructing and working the same, and of constructing, owning and operating lines of telegraph along the line of the said railway; and it is expedient to grant the prayer of such petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Certain persons incorporated.

1. John Fisken, James Cooper, John Smith, Alexander Gemmel, John F. Taylor, Archibald Young, Warring Kennedy, Edward J. Musson and James Tilt, together with all such persons and corporations as shall become shareholders in the Company hereby incorporated, shall be and are hereby constituted a body corporate and politic by and under the name of "The Saskatchewan and North-Western Railway Company," hereinafter called the Company.

Corporate name.

Line of railway may be built.

2. The Company shall have power and authority to lay out and construct a railway from some point on the Canadian Pacific Railway, west of the Assiniboine River, in the North-West Territories, to be fixed by the Governor in Council, following a direction thence north-westerly towards the Great Slave Lake, in the Peace River District, and to construct all necessary bridges over rivers crossing the said line, and also to build and operate branch lines of railway from the first above described line—such line, and all branch lines to be approved of by the Governor in Council.

Provisional directors and their powers.

3. John Fisken, James Cooper, John Smith, Alexander Gemmel, John F. Taylor, Archibald Young, Warring Kennedy, Edward J. Musson and James Tilt shall be, and are hereby constituted the provisional Board of Directors of the Company, of whom a majority shall form a quorum, and they shall have power to fill vacancies therein, and shall hold office as such until the first election of Directors under this Act, and shall have power forthwith to open the stock books and procure subscriptions of stock for the undertaking; and they shall have power to deposit, in any chartered bank of

Canada, all moneys received by them on account of stock subscribed, and shall also be vested with all such powers as are vested in such Boards by "*The Consolidated Railway Act*, 1879."

Capital stock and shares.

4. The capital stock of the Company shall be two millions of dollars (with power to increase the same in manner provided by "*The Consolidated Railway Act*, 1879") to be divided into shares of one hundred dollars each; and the money so raised shall be applied, in the first place, to the payment of all expenses and disbursements connected with the organisation of the Company and other preliminary expenses, and making the surveys, plans and estimates connected with the works hereby authorised, and all the remainder of such money shall be applied to the making, completing, equipping and maintaining of the said railway and the other purposes of this Act, and to no other purpose whatsoever.

Ten per cent. payable on subscription.

5. No subscription of stock in the capital of the Company shall be legal or valid unless ten per centum shall have been actually and *bonâ fide* paid thereon within thirty days after subscription into one or more of the chartered banks of Canada to be designated by the Directors; and such ten per centum shall not be withdrawn from such bank or otherwise applied except for the purposes of the Company; and the said Directors, or a majority of them, may, in their discretion, apportion the stock so subscribed among the subscribers as they shall deem most advantageous and conducive to the furtherance of the undertaking.

Company may receive aid.

6. The said Company may, for the purposes of the railway, receive from any Government, person or body corporate, in aid of the construction, equipment and maintenance of the said railway, grants of land, bonuses, loans or gifts of money or securities for money, and the Company may, from time to time, purchase from the Government of Canada lands in the North-West Territories, and may sell, convey and mortgage the same for the purpose of raising money for the prosecution of the said undertaking.

First meeting of shareholders.

7. When and so soon as shares to the amount of five hundred thousand dollars in the capital stock of the Company have been subscribed and ten per centum paid thereon *bonâ fide*, the provisional Directors shall call a general meeting of the subscribers to the said capital stock at the City of Toronto, for the purpose of electing Directors of the Company, giving at least four weeks' previous notice by public advertisement in the *Canada Gazette*, and in some daily newspaper published in the City of Toronto, and also by a circular addressed by mail to each subscriber (when his or her address is known) of the time, place and purpose of the said meeting.

Qualification of director.

8. No person shall be elected a Director of the Company unless he shall be the holder and owner of at least fifty shares in the stock of the Company, and shall have paid up all calls thereon.

9. At such general meeting the subscribers for the capital stock assembled, who shall have so paid up ten per centum thereof, and also shall be present in person or represented by proxy, shall choose nine persons to be Directors of the Company (of whom five shall be a quorum), and may also pass such rules and regulations and by-laws as may be deemed expedient, provided they be not inconsistent with this Act or "*The Consolidated Railway Act*, 1879." Election of directors.

10. Thereafter the annual general meeting of the shareholders of the Company for the election of Directors and other general purposes, shall be held at such place as may be appointed by by-law of the Company on the first Wednesday in February in each year, and two weeks' previous notice thereof shall be given, by publication in the *Canada Gazette*, and in one newspaper published in the City of Toronto. Annual general meeting.

11. It shall be lawful for the provisional or elected Directors when authorized by the shareholders at any general meeting or special meeting called for that purpose, to accept payment in full for stock from any subscriber therefore at the time of subscription thereof or at any time before the making of a final call thereon, and to allow such percentage or discount as they deem expedient and reasonable, and thereupon to issue to each subscriber scrip to the full amount of such stock subscribed. Stock may be paid up in full.

12. The Directors elected by the shareholders may make or issue stock as paid up stock, and may pay or agree to pay in such paid up stock, or in the bonds of the Company, such sums as they deem expedient to engineers or contractors, or for right of way or material, plant, or rolling stock, and for the services of such persons as may be employed by the Directors in the furtherance of the undertaking, or purchase of right of way, material, plant or rolling stock. Certain payments may be made in paid up stock.

13. No call to be made at any time upon the capital stock shall exceed ten per centum upon the subscribed capital, and not less than thirty days shall intervene between any one call and a succeeding call. Calls on stock.

14. The Directors of the Company, under the authority of the shareholders, to them given by a resolution of a special general meeting called for that purpose, are hereby authorized to issue bonds under the seal of the Company, signed by its President or other presiding officer and countersigned by its Secretary and Treasurer, and such bonds shall be made payable at such times and in such manner and at such place or places in Canada or elsewhere, and bearing such rate of interest as the Directors shall think proper; and the Directors shall have power to issue and sell or pledge all or any of the said bonds at the best price and upon the best terms and conditions which, at the time they may be able to obtain for the purpose of raising money for prosecuting the said undertaking: Provided that the amount of bonds so issued, sold, or pledged, shall not exceed twenty thousand Company may issue bonds. Proviso: amount limited.

dollars per mile, to be issued in proportion to the length of railway constructed or under contract to be constructed: Provided also, that no such bonds shall be issued until at least five hundred thousand dollars shall have been subscribed to the capital stock, and ten per centum of the same *bonâ fide* paid thereon; but notwithstanding anything in this Act contained, the Company may secure the bonds to be issued by them by a mortgage deed creating such mortgages, charges and incumbrances upon the whole of such property, assets, rents and revenues of the Company, present or future, or both, as shall be described in the said deed; but such rents and revenues shall be subject, in the first instance, to the payment of the working expenses of the railway; and by the said deed the Company may grant to the holders of such bonds or to the trustee or trustees named in such deed, all and every the powers and remedies granted by this Act in respect of the said bonds, and all other powers and remedies not inconsistent with this Act, or may restrict the bondholders in the exercise of any power, privilege, or remedy granted by this Act, as the case may be; and all such powers, rights, and remedies as shall be so contained in such mortgage deed shall be valid, binding and available to the bondholders in manner and form as therein provided.

Proviso: when bonds may be issued.

Bonds may be secured by mortgage deed.

Bonds to be a first charge on the undertaking.

15. The bonds hereby authorized to be issued shall, without registration or formal conveyance, be the first preferential claims and charges upon the Company and the undertaking, tolls and income and real and personal property thereof, now or at any time hereafter acquired, save and except as is provided for in the last preceding section; and each holder of the said bonds shall be deemed to be a mortgagee or incumbrancer upon the said securities, *pro rata* with the other bondholders, and shall have priority as such.

Rights of bondholders if bonds are not paid.

16. If the Company shall make default in paying the principal of or interest on any of the bonds hereby authorized at the time when the same shall by the terms of the bond, become due and payable, then at the next ensuing annual general meeting of the Company and all subsequent meetings all holders of bonds so being and remaining in default shall in respect thereof have and possess the same rights, privileges and qualifications for Directors and for voting at general meetings as would be attached to them as shareholders if they had held fully paid up shares of the Company to the corresponding amount; Provided nevertheless, that the right given by this section shall not be exercised by any bondholder unless the bonds in respect of which he shall claim to exercise such rights shall have been first registered in his name in the same manner as is provided by law for the registration of the shares of the Company, and for that purpose the Company shall be bound on demand to register any of the said bonds in the name of the holder thereof and to register any transfer thereof in the same manner as a transfer of shares; Provided also, that the exercise of the rights given by this section shall not take

Proviso: as to registration.

Proviso: certain rights not affected.

away, limit or restrain any other of the rights or remedies to which the holders of the said bonds shall be entitled.

Transfer of bonds.

17. All bonds, debentures and other securities hereby authorized, and the coupons and interest warrants thereon respectively, may be made payable to bearer, and shall in that case be transferable by delivery, unless and until registry thereof in manner provided in the next preceding section, and while so registered they shall be transferable by written transfer registered in the same manner as in the case of shares, but they shall again become transferable by delivery upon the registration of a transfer to bearer which the Company shall be bound to register on the demand of the registered holder for the time being.

Company may become party to promissory notes, &c.

18. The Company shall have power and authority to become parties to promissory notes and bills of exchange for sums of not less than one hundred dollars, and any such note or bill made, accepted or endorsed by the President or Vice-President of the Company as President or Vice-President thereof, and countersigned by the Secretary and under the authority of a majority or quorum of the Directors, shall be binding on the Company; and any such promissory note or bill of exchange so made as aforesaid shall be presumed to have been made with proper authority until the contrary be shown; and in no case shall it be necessary to have the seal of the Company affixed to such promissory note or bill of exchange, nor shall the President or Vice-President or Secretary be individually responsible or liable for the same unless the said promissory notes or bills of exchange have been issued other than as aforesaid: Provided however, that nothing in this section shall be construed to authorized the Company to issue any note or bill payable to bearer or intended to be circulated as money or as the bills or notes of a bank.

Proviso.

Agreements with other companies.

19. It shall be lawful for the Company to enter into any agreement with any other company for the use or partial use of the railway of the Company, or for leasing or hiring from such other company any other railway or part thereof or the use thereof, and for any period or term, or for the leasing or hiring any locomotives, cars or movable property.

Time for commencement and completion of railway.

20. The works upon the main line of the said railway shall be commenced not later than the time when the Canadian Pacific Railway shall be completed from the Red River to the point of commencing the railway hereby authorized; and thereafter not less than twenty miles of such railway shall be completed each year to the satisfaction of the Governor in Council—failing which, the powers hereby granted to the Company to extend their line of railway for any further distance than the length of the line then completed shall be forfeited.

Telegraph lines may be constructed.

21. The Company shall have full power and authority to construct, work and operate such line or lines of telegraph in connection with and along the line of their railway and branch lines as may be necessary or useful for the purposes of their undertaking.

No. 17.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act to incorporate the Saskatchewan and North-Western Railway Company

Received and read the first time, Tuesday, 11th January, 1881.

Second reading, Wednesday, 12th January 1881.

(PRIVATE BILL.)

Mr. BOULTBEE.

OTTAWA:

PRINTED BY MACLEAN, ROGER & Co.

1881.

No. 18.] **BILL.** [1880-1.

An Act to amend the Act incorporating The Souris and Rocky Mountain Railway Company.

Preamble.

WHEREAS the Souris and Rocky Mountain Railway Company have by their petition represented that it is desirable that they should have increased powers with respect to the raising of money and issuing of bonds for the prosecution of the said undertaking, and with respect to the purchasing of lands from the Government, and the selling and mortgaging the same, and have prayed for the passing of an Act granting them such increased powers, and it is expedient to grant the prayer of the said petition; Therefore Her Majesty, by and with the advice and consent of the Senate and House as Commons of Canada, enacts as follows:

Section 6 of 43 V., c. 53 amended.

1. The sixth section of the Act incorporating the said Company is hereby amended by adding thereto the following words "and the said Company may from time to time purchase from the Government of Canada, lands in the North-West Territories, and may sell, convey and mortgage the same for the purpose of raising money for the prosecution of the said undertaking."

Section 12 amended.

2. The twelfth section of the said Act is hereby amended by striking out the word 'ten" in the sixteenth line thereof, and substituting therefor the word "twenty."

Payment in full of stock authorized.

3. It shall be lawful for the Provisional or elected Directors, when authorized by the shareholders at any general meeting or special meeting called for that purpose to accept payment in full for stock from any subscriber therefor at the time of subscription thereof or at any time before the making of a final call thereon, and to allow such percentage or discount as they deem expedient and reasonable, and thereupon to issue to each subscriber scrip to the full amount of such stock subscribed.

Paid-up stock may be issued in payment for certain services.

4. The Directors elected by the shareholders may make or issue stock as paid up stock, and may pay or agree to pay in such paid up stock, or in the bonds of the Company, such sums as they deem expedient to engineers or contractors, or for right of way or material, plant, or rolling stock, and for the services of such persons as may be employed by the Directors in the furtherance of the undertaking or purchase of right of way, material, plant or rolling stock.

No. 18.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act to amend the Act incorporating the Souris and Rocky Mountain Railway Company.

Received and read, first time, Tuesday, 11th January, 1881.

Second Reading, Wednesday, 12th Jan., 1881.

(PRIVATE BILL.)

Mr. BOULTBEE.

OTTAWA;
PRINTED BY MACLEAN, ROGER & CO.

1881.

[No. 18] **BILL.** [1880-1

An Act to amend the Act incorporating The Souris and Rocky Mountain Railway Company.

(Reprinted with amendments proposed to be inserted in the Railway Committee.)

Preamble.

WHEREAS the Souris and Rocky Mountain Railway Company have by their petition represented that it is desirable that they should have increased powers with respect to the raising of money and issuing of bonds for the prosecution of the said undertaking, and with respect to the purchasing of lands from the Government, and the selling and mortgaging the same, and have prayed for the passing of an Act granting them such increased powers, and it is expedient to grant the prayer of the said petition; Therefore Her Majesty, by and with the advice and consent of the Senate and House as Commons of Canada, enacts as follows:

Section 6 of 43 V., c. 58 amended.

1. The sixth section of the Act incorporating the said Company is hereby amended by adding thereto the following words "and the said Company may from time to time purchase from the Government of Canada, lands in the North-West Territories, and may sell, convey and mortgage the same for the purpose of raising money for the prosecution of the said undertaking."

Section 12 amended.

2. The twelfth section of the said Act is hereby amended by striking out the word "ten" in the sixteenth line thereof, and substituting therefor the word "twenty."

Payment in full of stock authorized.

3. It shall be lawful for the Provisional or elected Directors, when authorized by the shareholders at any general meeting or special meeting called for that purpose to accept payment in full for stock from any subscriber therefor at the time of subscription thereof or at any time before the making of a final call thereon, and to allow such percentage or discount as they deem expedient and reasonable, and thereupon to issue to each subscriber scrip to the full amount of such stock subscribed.

Paid-up stock may be issued in payment for certain services.

4. The Directors elected by the shareholders may make or issue stock as paid up stock, and may pay or agree to pay in such paid up stock, or in the bonds of the Company, such sums as they deem expedient to engineers or contractors, or for right of way or material, plant, or rolling stock, and for the services of such persons as may be employed by the Directors in the furtherance of the undertaking or purchase of right of way, material, plant or rolling stock.

Additional land for snow fences.

5. The Company shall have the right to acquire and take in the manner provided by "*The Consolidated Railway Act*, 1879" such additional width of land along the line of the railway and its branches as may be needed for snow fences and barriers; and the Company may erect such fences and barriers wherever the same may be requisite in the opinion of the Company on any lands near to the line of the said railway, on such terms and subject to the payment of such compensation to the owners of the said lands, as may be agreed on or as may be determined by arbitration in the manner provided by the sections of the said "*Consolidated Railway Act*, 1879," relating to lands and their valuation.

Section 7 of Act amended.

6. Section seven of the said Act incorporating the said Company is hereby amended by adding thereto the words following:—"Provided always, that the Directors so elected may by by-law or resolution passed by them, close the stock book after shares to the said amount of five hundred thousand dollars shall have been subscribed, and may, from time to time, re-open the said stock books and receive subscriptions for additional shares of stock up to the limit authorized by this Act, when and as the same shall be required for the purposes of the Company."

Section 12 of Act amended.

7. Section twelve of the said Act incorporating the said Company is further hereby amended by adding thereto the words following:—"And the Directors of the said Company, under the authority and with the powers and on the terms hereinbefore set forth, may issue preference stock or shares of the Company, to be redeemed or made liable to be called in at such time and in such manner as the Directors may by the by-law for issuing the same fix and determine, upon which preference stock a dividend may be made payable at such rate not exceeding eight per centum per annum as to the Directors may seem fit; and such dividend may be made payable in scrip, which shall have the same security and shall be redeemable in like manner as the said preference stock; and such preference stock and scrip for dividend thereon shall be taken and accepted by the Company and may be exchanged at its par value for any unsold lands belonging to the Company not required for the purposes of its undertaking or station accommodation, at the price at which such lands are offered for sale by the Company for cash, which price shall be fixed by the Directors once in every year; and such preference stock may be exchanged by the holder thereof for ordinary stock on such terms and conditions as the Directors may from time to time, by by-law, fix and appoint: Provided always, that the total amount of bonds and of preference stock to be issued by the Company shall not exceed twenty-five thousand dollars per mile for every mile of the said railway constructed or under construction or under contract for its construction."

Section 13 of Act amended.

8. Section thirteen of the said Act incorporating the said Company is hereby amended by adding after the word "bonds" in the first and seventh lines of the said section the words "preference stock and scrip for dividend," and by

adding after the word "bondholders" in the last line the words "preference stockholders and holders of scrip for dividends;" and section fourteen of the said Act is hereby amended by adding after the words "Bonds" and "Bondholders" wherever the same occur in the said section the words "preference stock and scrip for dividends" and the words "preference stockholders and holders of scrip for dividends," respectively; and section fifteen of the said Act is hereby amended by adding after the word "bonds" in the first line thereof the words "preference stock."

Section 14 amended.

Section 15 amended.

9. The lands so to be acquired by the Company and held for sale for the purposes thereof, may be conveyed to trustees to be held and conveyed by them upon the trusts and for the purposes herein declared in reference to such lands; and all moneys arising from the sale of such lands shall be held and applied in trust for the purposes following, that is to say: first, in payment of the expenses connected with the acquisition, survey, management and sale of the said lands; secondly, in payment of the dividends and interest on the bonds and preference stock, from time to time payable in cash by the Company; thirdly, in payment and redemption of the said bonds and preference stock when and as they become due, respectively, or in such order and priority as may be determined by ballot in the manner to be fixed by the Directors by by-law from time to time; and fourthly, for the general purposes of the Company.

Land may be conveyed to trustees.

Application of proceeds.

10. All lands sold and conveyed by the said Company or by the said trustees after a conveyance thereof to them upon the trusts aforesaid, and which have been paid for in cash or by preference stock or scrip for dividends, shall be forever released and discharged from all mortgages, liens and charges of any kind or nature by this Act or the Act incorporating the said Company, or by the said Company created.

Lands sold to be free of lien.

11. Section nineteen of the said Act incorporating the said Company is hereby amended by adding after the word "Company" in the seventh, eighth and tenth lines of the said section the following words: "or with any other Railway Company."

Section 19 of Act amended.

12. Section twenty of the said Act incorporating the said Company is hereby amended by adding after the word "telegraph" the words "or telephone."

Section 20 of Act amended.

13. Deeds and conveyances of lands to the Company (not being letters patent from the Crown) may, in so far as circumstances will admit, be in the form following, that is to say:—

Form of conveyance of land.

"Know all men by these presents, that I, A. B., in consideration of paid to me by the Souris and Rocky Mountain Railway Company, the receipt whereof is hereby acknowledged, grant, bargain, sell and convey unto the said The Souris and Rocky Mountain Railway Company, their

successors and assigns, all that tract or parcel of land (*describe the land*) to have and to hold the said land and premises unto the said Company, their successors and assigns for ever.

"Witness my hand and seal, this day of one thousand eight hundred and

"Signed, sealed and delivered in presence of } A. B. [L.S.]

"C. D.
"E. F."

or in any other form to the like effect. And every deed made in accordance herewith shall be held and construed to impose upon the vendor executing the same the obligation of guaranteeing the Company and its assigns against all dower and claim for dower and against all hypothecs and mortgages and against all liens and charges whatsoever, and also that he has a good, valid and transferable title thereto.

No. 18.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act to amend the Act incorporating the Souris and Rocky Mountain Railway Company.

(Reprinted with amendments proposed to be inserted in the Railway Committee.)

(PRIVATE BILL.)

Mr. BOULTBEE.

OTTAWA:
PRINTED BY MACLEAN, ROGER & CO.
1881.

No. 19.] **BILL.** [1880-1

An Act to enable the Manitoba South-Western Colonization Railway Company to extend their line of Railway, and otherwise to amend the Act incorporating the said Company.

Preamble.

WHEREAS the Manitoba South-Western Colonization Railway Company have, by their petition, prayed that the powers of the Company may be extended, with a view, among other things, of extending the line of the railway and of constructing branches thereto, and that their Act of incorporation, forty-second Victoria, chapter sixty-six, may be further amended, and it is expedient to grant the prayer of such petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

42 V., c. 66.

Short title.

1. This Act may be cited for all purposes as "*The Manitoba South-Western Colonization Railway Company Amendment Act of* 1881."

Interpretation.

2. In this Act the term "The Company," means "The Manitoba South-Western Colonization Railway Company,"

Extension of railway authorized.

3. The Company shall have full power and authority to lay out, make, construct, work and maintain a railway as an extension of the line of railway the Company are at present empowered to lay out, construct and complete, the said extension to commence at the Souris Coal Fields and to run thence in a westerly direction to the Rocky Mountains between the forty-ninth and fifty-first parallels of north latitude, the line of the said extension to be approved of by the Governor in Council.

Subject to approval of Governor in Council.

And branch lines subject to like approval.

4. The Company are also empowered, whenever and as soon as additional facilities for transit and traffic are required, to lay out, construct and complete one or more branch lines of railway, at or from any point or points on the line of the Company, or on the said extension running westerly from the Souris Coal Fields to contiguous points on the main line of the Canadian Pacific Railway, all such branch lines to be approved of by the Governor in Council.

Further powers as to acquiring and holding land.

5. The Company shall have power, under the provisions of "*The Consolidated Railway Act*, 1879," to acquire and hold lands for the purposes of the line of the Company, of the extension thereof and of the branches thereto authorized by this Act; and with the powers thereby conferred may also acquire and hold such breadth of land on the sides of

the railway, the extension thereof and the said branches, at any point of the line as may be needed for the purpose of establishing screens and dumps on each side thereof, and for the erection of snow drift fences or barriers at a sufficient distance from the track to prevent the obstruction of the line by drifting snow.

Section 6 of 43 Vict. c. 53 to apply.

6. Section six of the Act forty-third Victoria, chapter fifty-three, intituled "*An Act to extend the powers of the Manitoba South-Western Colonization Railway Company, and to further amend the Act incorporating the said Company*," shall apply to the extension of the main line of the said railway and branches hereby authorized to be constructed.

No. 19.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act to enable the Manitoba South-Western Colonization Railway Company to extend their line of railway, and for other amendments to their Act of incorporation.

Received and read, first time, Tuesday, 11th January, 1881.

Second Reading, Wednesday, 12th January, 1881.

(PRIVATE BILL.)

Mr. RYAN,
(Marquette.)

OTTAWA:

PRINTED BY MACLEAN ROGER & Co.

1881

No. 20.] **BILL.** [1880-1

An Act respecting the Northern Railway Company of Canada.

WHEREAS The Northern Railway Company of Canada (hereinafter called "The Company") and the Hamilton and North Western Railway Company (hereinafter called "The North Western") entered into an agreement bearing date the sixth day of June, eighteen hundred and seventy-nine, for the joint working of their railways for the term of twenty-one years from the first day of July then next, which said agreement came into force on the first day of July, one thousand eight hundred and seventy-nine, since which time the said railways have been worked thereunder; and whereas the Company have by their petition represented, amongst other things, that for the more efficient and economical working of the said railways, it has become necessary to raise additional capital, and the Directors of the two Companies have entered into an agreement bearing date the day of in the year of Our Lord one thousand eight hundred and eighty-one for the issue by the Company of bonds to the amount of one hundred and seventy-five thousand pounds sterling, and by the North Western of bonds to the amount of seventy-five thousand pounds sterling, the proceeds thereof to be applied in the manner and for the purposes stated in the said last-mentioned agreement; and whereas the Company have by their said petition prayed for authority to issue such bonds, and it is expedient to grant the prayer of such petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:— Preamble.

1. Subject to the provisions of this Act, it shall be lawful for the Directors of the Company and they are hereby authorized to issue from time to time, and as may be required, "joint working and equipment bonds" of the amount of one hundred pounds sterling each, bearing interest at a rate not exceeding five per cent. per annum, such issue not to exceed in the whole the sum of one hundred and seventy-five thousand pounds sterling; and the principal and interest of such bonds shall be payable in such manner and at such times and places as provided for in the said agreement of the day of in the year of Our Lord one thousand eight hundred and eighty-one. Certain bonds may be issued.

Ranking of such bonds.

2. The bonds to be issued under this Act shall constitute a lien or charge upon the real and personal property, tolls and revenues of the Company next after the Third Preference Bonds, class "B," issued under the authority of an Act respecting the Company, passed in the thirty-first year of Her Majesty's reign, chaptered eighty-six, and the holders of such joint working and equipment bonds shall have the same rights, incidents and privileges as are possessed by the holders of the existing bonds of the Company.

Interest how payable.

3. The interest on the bonds hereby authorized to be issued shall, as provided for in the said agreement of the day of in the year of Our Lord one thousand eight hundred and eighty-one, be paid by the Executive Committee created under the said working agreement of the sixth of June, in the year of Our Lord one thousand eight hundred and seventy-nine, and the said bonds shall and may be sold, pledged or hypothecated by them, and the proceeds thereof used and applied as provided in the said agreement of the day of in the year of Our Lord one thousand eight hundred and eighty-one.

Bonds may be sold or pledged.

Issue of bonds to be approved by shareholders and bondholders.

4. The bonds by this Act authorized shall not be issued by the Directors of the Company, unless and until the same shall have been approved by a majority of the persons entitled to vote in that behalf at meetings of the Company, present in person or represented by proxy, at a special general meeting of the Company specially called for that purpose, nor unless the North Western shall have obtained the necessary authority and consent to issue the bonds of that Company as provided for in the agreement in the next preceding section mentioned.

Short title.

5. This Act may be cited as "*The Northern Railway Company Act*, 1881."

No. 20.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act respecting The Northern Railway Company of Canada.

Received and read first time, Wednesday, 12th January, 1881.

Second reading, Thursday, 13th January, 1881.

(PRIVATE BILL.)

Mr. BOULTBEE.

OTTAWA:

PRINTED BY MACLEAN ROGER & Co.

1881

No. 20.] **BILL.** [1880-1

An Act respecting the Northern Railway Company of Canada.

[*Reprinted as proposed to be amended in the Railway Committee.*]

Preamble.

WHEREAS The Northern Railway Company of Canada (hereinafter called "The Company") and the Hamilton and North Western Railway Company (hereinafter called "The North Western") entered into an agreement bearing date the sixth day of June, eighteen hundred and seventy-nine, hereunto attached as Schedule A, for the joint working of their railways for the term of twenty-one years from the first day of July then next, which said agreement came into force on the first day of July, one thousand eight hundred and seventy-nine, since which time the said railways have been worked thereunder; and whereas the Company have by their petition represented, amongst other things, that for the more efficient and economical working of the said railways, it has become necessary to raise additional capital, and the Directors of the two Companies have entered into an agreement bearing date the twenty-first day of February, in the year of Our Lord one thousand eight hundred and eighty-one, hereunto attached as Schedule B, for the issue by the Company of bonds to the amount of one hundred and thirty-four thousand pounds sterling, and by the North-Western of bonds to the amount of sixty-six thousand pounds sterling, the proceeds thereof to be applied in the manner and for the purposes stated in the said last-mentioned agreement; and whereas the Company have by their said petition prayed for authority to issue such bonds, and it is expedient to grant the prayer of such petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Certain bonds may be issued.

1. Subject to the provisions of this Act, it shall be lawful for the Directors of the Company and they are hereby authorized to issue from time to time, and as may be required, "joint working and equipment bonds" of the amount of one hundred pounds sterling each, bearing interest at a rate not exceeding six per cent. per annum, as the Directors of the Company may determine, such issue not to exceed in the whole the sum of one hundred and thirty-four thousand pounds sterling; and the principal and interest of such bonds shall be payable in such manner and at such

times and places as provided for in the said agreement of the twenty-first day of February, in the year of Our Lord one thousand eight hundred and eighty-one.

Ranking of such bonds.

2. The bonds to be issued under this Act shall constitute a lien or charge upon the real and personal property, tolls and revenues of the Company next after the Third Preference Bonds, class "B," issued under the authority of an Act respecting the Company, passed in the thirty-first year of Her Majesty's reign, chaptered eighty-six; and the holders of such joint working and equipment bonds shall have the same rights, incidents and privileges as are possessed by the holders of the existing bonds of the Company.

Interest how payable.

3. The interest on the bonds hereby authorized to be issued shall, as provided for in the said agreement of the twenty-first day of February, in the year of Our Lord one thousand eight hundred and eighty-one, be paid by the Company, next after the payment of the interest on the aforesaid third preference bonds, class "B"; and the said bonds shall and may be sold, pledged or hypothecated, and the proceeds thereof used and applied as provided in the last mentioned agreement.

Bonds may be sold or pledged.

Issue of bonds to be approved by shareholders and bondholders.

4. The bonds by this Act authorized shall not be issued by the Directors of the Company, unless and until the same shall have been approved at a special general meeting of the Company specially called for that purpose, nor unless the North Western shall have obtained the necessary authority and consent to issue the bonds of that Company as provided for in the agreement in the next preceding section mentioned.

Short title.

5. This Act may be cited as "*The Northern Railway Company Act*, 1881."

SCHEDULE A.

AGREEMENT made the Sixth day of June, one thousand eight hundred and seventy-nine, between THE NORTHERN RAILWAY COMPANY OF CANADA (hereinafter called the Northern Company) of the one part, and THE HAMILTON AND NORTH-WESTERN RAILWAY COMPANY (hereinafter called the North-Western Company) of the other part.

Whereby in pursuance and exercise of the several powers enabling them respectively in this behalf the Northern Company and the North-Western Company hereby agree (subject to such confirmation as is by the several statutes in that behalf required to be given) in manner following, that is to say :—

1. The working of the Railways of the Northern Company and of the North-Western Company and every

part of the same, respectively, including any and every railway in connection therewith and particularly the railway of the North Simcoe Railway Company, now in lease to the Northern Company by virtue of an indenture of lease dated the fourteenth of January, one thousand eight hundred and seventy-eight, shall for and during a term consisting of so much of twenty-one years to be computed from the date of this agreement as shall be unexpired at the date hereinafter fixed for the coming into operation of this agreement, be carried on upon the terms and conditions and according to the tenor of this agreement, under the direction and superintendence of the Joint Executive Committee, for the appointment of which provision is hereinafter made, and according to such rules, regulations and resolutions as shall from time to time be made by the Executive Committee and shall be confirmed by the Boards of Directors of both Companies, or not disallowed by the Board of Directors of either Company, or in case of disallowance by the Board of Directors of one only of the Companies, shall be confirmed on reference to a Referee as hereinafter provided.

2. For the purposes of such working as aforesaid, all the locomotives and other rolling stock, vessels, equipment and plant, and all the stores, tools and other moveable property of the Northern Company and of the North-Western Company shall throughout the said term be used by both Companies and shall accordingly, on the date hereinafter fixed for the coming into operation of this agreement, be placed, and throughout the said term shall remain, at the disposition of the two Companies and subject to the control of the Executive Committee as herein provided.

3. A full inventory arranged according to convenient classes and divisions and a just appraisement and valuation shall be made of all the locomotives and other rolling stock, vessels, equipment, plant, stores, tools and other moveable property of each of the Companies, which shall on the date hereinafter fixed for the coming into operation of this agreement, be placed, as herein provided, at the disposition of the two Companies, and the several things included in such inventory shall remain the property of the Company to which the same respectively belong on such date as aforesaid, but shall be used without restriction for the purposes of the working arranged for by this agreement, and such of the same things as are not consumed by use, shall, so far as occasion arises, and the circumstances of the case admit, be maintained and kept in repair, wear and tear only excepted, and such of them as shall be consumed or worn out shall be replaced as soon as occasion arises and the circumstances of the case require, by means and out of the gross earnings produced by the said working, so that the whole equipment be kept up in an efficient manner, and at the end of the said term such, if any, of the same things as shall exist in specie shall be restored to the Company to which the same belong and a new appraisement and valuation shall be made of the things so restored, and a new inventory divided as far as may be into similar classes and divisions

and a new appraisement and valuation shall be made of all other moveable property then at the disposition of the two Companies, and the things comprised in such new inventory shall be divided in convenient shares as between the different classes and divisions, and according to the values set upon them in such new appraisement and valuation between the two Companies, and so that each of the Companies shall be entitled to such amount in value of the things to be divided as with the value of the things so restored to such Company in specie, shall be equal to the value of the things originally placed by such Company at the disposition of the two Companies, any deficiency being borne rateably, and so that of the surplus, if any, each of the Companies shall be entitled to the same proportion in aggregate value as it has become entitled to, of the net annual earnings produced by the said working, on an average extending over the whole term. And for the making of such appraisements and valuations as aforesaid, the Board of Directors of each Company shall, as soon as conveniently may be after the confirmation of this Agreement, as hereinafter provided, and again, at least three months before the expiration of the said term, appoint in writing a valuer, and the two valuers so appointed shall, on each occasion, before they enter upon the appraisement and valuation, appoint in writing a third valuer, to whom shall be referred for final appraisement and valuation any item or items as to the value of which the two valuers so appointed by the Companies as aforesaid cannot agree. If the Board of Directors of either of the Companies shall not, within ten days after notice in writing of the appointment of a valuer by the other Company, appoint a valuer on their behalf, then the valuer so appointed shall enter upon and make such appraisement and valuation, and his valuation shall have the same force and effect as if the two valuers had been appointed.

4. In order to render more effectual and profitable the working of the railways under this agreement, as well the railways of or connected with the Companies respectively, as also all stations, sidings, buildings, works, warehouses, elevators, stationary engines, fixed machinery and equipment, with the appliances and conveniences belonging thereto respectively, and any other real or immoveable property of either of the Companies, including lands leased to or held by either of the Companies shall, so far as may be necessary or desirable for the working of the railways during the said term, or the then remainder thereof, be placed at the disposition of the two Companies, and subject, as herein provided, to the control of the Executive Committee, who shall provide out of the gross earnings produced by the working arranged for by this agreement, for all out-goings in respect thereof, and shall receive and treat as gross earnings all income arising therefrom. Provided always, that if and whenever any question shall arise whether any of the aforesaid particulars ought to be subject to the operation of this clause, the question shall be referred to the Board of Directors of the Company to which the same belong, whose

decision shall be accepted, subject only to a reference to the Referee hereinafter provided for, if required by the Board of Directors of the other Company: and provided also that none of the aforesaid particulars shall be sold or disposed of as not being necessary or desirable for the working of the railways, except in accordance with the decision of the Executive Committee or in the event of their disagreeing then of the referee. Provided also, that unless and until the elevator at Hamilton becomes the property of the North-Western Company or arrangements are made by the North-Western Company at their own separate expense for its use by the Executive Committee, the Executive Committee shall not be bound to work or use the same or pay any outgoing or incur any liability in respect thereof, but so soon as such elevator becomes the property of the North-Western Company or as such arrangements as aforesaid are made, with respect thereto, the said elevator shall be subject to the provisions relating to other like property of the same Company. Provided also, that if any lands of either of the Companies be sold, the net proceeds of such sale shall not be treated as part of the said gross earnings, but shall be paid to and received or retained by the Company to which such land belongs.

5. Out of the gross earnings to be produced by the working of the railways, and from all other the property moveable or immoveable, placed at the disposition of the two Companies, shall be paid all working expenses as hereinafter defined, and the net surplus, after providing for such payment, hereinafter called net earnings, from time to time shall be divided between the Companies in manner hereinafter provided.

6. Under the expression working expenses, shall be included the following expenses and charges, that is to say—

(*a*) All expenses of the maintenance of the Railway stations, sidings, buildings, works, warehouses, elevators, appliances, conveniences, real and immoveable property, the subject of the management and working arranged for by this agreement, and of the rolling and other stock, machinery, equipment, plant and moveable property used in the working of the railways or any of them.

(*b*) All rents or annual sums payable in respect of any railways, warehouses, wharves or other property, including land leased to or held by either of the Companies, which, under the provisions of this agreement, shall be subjected to the control of the Executive Committee, and including such rent or annual sum as may from time to time be payable under any lease or agreement to or with the Northern Company, of or in respect to the said Railway of the North Simcoe Railway Company, not exceeding eighteen thousand dollars per annum, but exclusive of any rent, royalty or other payments in respect of the user of the Hamilton Elevator unless

and until the same shall be subject to the provisions relating to other like property of the North Western Company.

(*c*) All expenses of and incident to the working of the railways and the traffic thereon, including stores or consumable articles.

(*d*) All rates, taxes, insurance and compensation for accidents, losses and damages.

(*e*) All salaries, wages, commissions and compensations of persons employed in or about or for the working of the railways and traffic, including the expenses of the Executive Committee, and of their Chairman and Secretary, and of the Auditors, and of the Joint London Committee (if any) and of the London Agent, to be appointed as hereinafter provided, and all legal, parliamentary and all other incidental working expenses whatsoever, and including also an allowance of two thousand five hundred dollars per annum towards the payment of the separate secretarial and establishment expenses and Directors' fees of the North Western and Northern Companies respectively, (but without prejudice to the amount which either of the said Companies may expend on this account) and all other sums whatsoever which are, by any clause of this agreement, expressly authorized to be paid out of gross earnings.

7. The net earnings in each year of the said term shall from time to time be divided between the Companies in manner following, that is to say—

Up to the sum of eighty thousand pounds sterling in each year, the same shall be appropriated and paid as to sixty-six and a quarter per cent. thereof to the Northern Company and as to thirty-three and three-fourths per cent. thereof to the North-Western Company.

After eighty thousand pounds shall have been so appropriated in any one year, any additional net earnings of the year shall, as to the next ten thousand pounds (between the sums of eighty thousand pounds and ninety thousand pounds) be appropriated and paid to the Northern Company, and as to the next ten thousand pounds (between the sums of ninety thousand pounds and one hundred thousand pounds), be appropriated and paid as to seventy per cent. thereof to the Northern Company and as to thirty per cent. to the North-Western Company, and any excess of net earnings over one hundred thousand pounds in any year, shall be appropriated and paid to the Northern Company and to the North-Western Company in equal shares.

Each Company shall apply its proportion of net earnings as and when from time to time received, in the first place in payment of the interest due upon its bonds, according to the priorities of such bonds.

8. For the better carrying into effect of this agreement and arrangement there shall be appointed a Joint Committee, herein called and referred to as the Executive Committee,

with such powers and functions as are hereby conferred upon them.

9. The Executive Committee shall consist of eight appointed members, with the addition, as chairman, of the Managing Director or General Manager of the Northern Company, if not one of the appointed members. Four of the appointed members shall be directors of the Northern Company, to be appointed annually by the Directors of the Northern Company within fourteen days after the annual general meeting of that Company, and the remaining four shall be directors of the North-Western Company, to be appointed annually by the Directors of the North-Western Company within fourteen days after the annual general meeting of that Company, and the eight members so appointed shall enter into office immediately upon their appointment. The first members of such Committee shall be appointed by the Directors of the said respective Companies within fourteen days after the confirmation of this agreement, and the members appointed by the Directors of either Company shall from time to time continue in office until the appointment of their successors.

.10 In the event of the death or resignation of any of the eight appointed members of the Executive Committee, or of his ceasing to be a Director of the Company by whose Directors he was appointed, the remaining members of the Executive Committee, Directors of the same Company, shall appoint another Director of the same Company to fill during the remainder of the current year the vacancy so occasioned, but the proceedings of the Executive Committee shall not be stayed or invalidated by reason of the happening or continuing of any vacancy so long as a quorum of members remains.

11. The Managing Director or General Manager for the time being of the Northern Company, whether he be an appointed member or not, shall be *ex-officio* chairman, and shall, if present, preside at all meetings of the Executive Committee, but shall not, unless he be an appointed member, have any casting vote or other vote on any question submitted to the Executive Committee, and if he be an appointed member shall vote only as the other members vote and shall not have a casting vote. In the event of the absence of the *ex-officio* chairman from any meeting of the Committee the members present thereat shall appoint one of their number to act as chairman *pro tem.* who shall vote only as the other members vote and shall not have a casting vote.

12. Each of the eight appointed members of the Executive Committee may, by writing under his hand, appoint any other appointed member of the Committee, being a Director of the same Company to be his proxy to vote for him, in his absence, at the meetings of the Committee.

13. The Executive Committee for the time being shall have power to make by-laws not inconsistent with the provisions of this agreement for the regulation of their meetings

and business, including the appointment of sub-committees, the fixing the quorum necessary for the transaction of business, the mode of giving notices and all other matters which may be necessary or expedient for the due and convenient conduct of their business, but all such by-laws shall, before becoming operative, require to be confirmed by the Boards of Directors of the Companies, respectively, or, in case of difference between the Boards, by the Referee, as herein provided with reference to rules, regulations or resolutions of the Executive Committee.

14. Until by the by-laws of the Committee otherwise prescribed, the quorum for a meeting of the Committee shall be five members of the Committee, exclusive of the chairman, present personally or by proxy.

15. Meetings of the Executive Committee shall be held, unless and until otherwise prescribed by the by-laws of the Committee, at Toronto twice in each month, and may also be held at the call of the chairman at the offices of the North Western Company at Hamilton, or at such other place as the chairman shall find expedient and may appoint.

16. Notice of each meeting may be given to each member of the Executive Committee by letter sent by post to an address to be given by him for the purpose, and, until the Executive Committee shall otherwise prescribe, two days shall elapse between the posting of the notices and the day appointed for the meeting.

17. The Secretary, for the time being, of the Northern Company shall be and act as Secretary of the Executive Committee, and the Managing Director or General Manager, for the time being, of the Northern Company shall be and act as General Manager of the railways and properties submitted to the control or placed at the disposition of the two Companies as aforesaid.

18. Minutes of all proceedings of the Executive Committee shall be kept, and copies of all such minutes shall forthwith be given or forwarded to the Northern Company and to the North Western Company for the use of the Companies, respectively.

19. The Executive Committee shall have and exercise all powers and functions which shall be required for enabling them effectually to work in accordance with rules, regulations and resolutions to be from time to time made by them the railways and properties submitted under the provisions of this agreement to their control, and for the purposes aforesaid shall be entitled, and are hereby authorized, to act as agents for and in the name of the Companies, respectively, and may, as occasion requires, or as may be expedient, treat the said railways and properties as being worked or used by either or both of the said Companies.

Provided always that no rule, regulation or resolution of the Executive Committee shall be deemed to be of any

validity or shall be acted upon, unless and until the same shall be confirmed by the Board of Directors of each of the Companies, or unless and until, with reference to each of the Companies, a copy of the Minute of such rule, regulation or resolution shall have been given or forwarded as hereinbefore directed, and seven days shall have elapsed from the day on which the same was so given or forwarded without such rule, regulation or resolution being disallowed by the Board of Directors of such Company, in which case the rule, regulation or resolution shall be deemed to have been confirmed by such Board of Directors, or unless and until, in case of disallowance by the Board of Directors of one only of the Companies, the rule, regulation or resolution disallowed shall have been referred to and confirmed by the Referee hereinafter provided for. Provided also, that every rule, regulation or resolution of the Executive Committee with reference to the working of the said railways and properties which shall not be disallowed by the Board of Directors of either Company, or which, in case of disallowance by the Board of Directors of one only of the Companies, shall be confirmed by the Referee, shall have the full force and effect of a rule, regulation or resolution of the Board of Directors of each of the Companies. Provided also, that, in fixing the rates and tolls to be charged for traffic, the Executive Committee shall so adjust the same that the rates and tolls to be charged to and from points common to and now actually occupied by the lines of both Companies, and the cities of Hamilton and Toronto, shall be the same without prejudice or preference to either city, and so that the rates and tolls to be charged between the cities of Hamilton and Toronto, respectively, and all points beyond Collingwood reached by water carriage therefrom, and all through rates or tolls quoted or charged through the cities of Hamilton and Toronto, to or from the points last aforesaid, shall, as to the parts thereof charged for transport over the said railways, whatever the route may be, and exclusive of terminal or transfer charges, if any, at Hamilton or Toronto, be the same without prejudice or preference to either city.

Provided also, that all engagements and liabilities entered into or incurred by the Executive Committee in the performance of the powers and functions hereby intrusted to them, or by reason of the working, shall as between the Northern Company and the North Western Company and without prejudice to their being provided for out of the gross earnings be deemed and taken to be joint engagements and liabilities of both Companies for the performance and satisfaction of which both Companies shall be equally answerable ; but save as aforesaid nothing in this Agreement shall extend to make either of the Companies responsible or liable for any of the present or future debts or liabilities of the other of them : Provided however, that the Executive Committee shall, in the exercise of their powers, have regard to all existing contracts and agreements made by either Company for services, supplies or other matters coming under the head of working expenses, and shall not cause or do anything inconsistent therewith.

20. The Executive Committee shall direct and control all receipts and disbursements in respect of the working arranged for by this Agreement, and shall cause proper books of account to be kept of all such receipts and disbursements and of all other matters of account connected with the said working, and shall, as soon as practicable after the expiration of each successive period of six months from the date fixed for the coming into operation of this Agreement, state in writing a just and true account or statement of their receipts and disbursements, credits and liabilities in respect of the previous six months' working; and copies thereof shall be forthwith given or forwarded to the Northern Company and to the North Western Company for the use of the Companies respectively.

21. The Directors of the Northern Company shall, within fourteen days after the confirmation of this Agreement, and thereafter in the event of the office being vacant, from time to time, appoint one auditor, and the Directors of the North Western Company shall, within the like time and in the like event, appoint another auditor of the accounts of the Executive Committee, and within fourteen days after the appointment of the auditor, who shall be secondly appointed after the date fixed for the coming into operation of this Agreement, and within fourteen days after every succeeding appointment, the two auditors for the time being shall appoint a third auditor, who is to act as umpire between such auditors in the event of disagreement between them; and if within such respective periods of fourteen days a third auditor be not appointed as aforesaid, the Executive Committee shall appoint such third auditor, and the said auditors shall at all reasonable times and under such reasonable regulations as the Executive Committee shall from time to time prescribe, have free access to all books and accounts of the Executive Committee, with power to take extracts therefrom and copies thereof for the use of the Companies respectively. In the event of one auditor only being appointed in accordance with the foregoing provisions, the Directors of the Company who appointed such auditor may require the other Company, by notice in writing, to appoint another auditor on their behalf, and if they shall fail to make such appointment then at or after the expiration of ten days from the service of such notice, the one auditor so appointed shall act for both Companies: Provided always, that the Directors of the Company in default may afterwards appoint an auditor on their behalf, but to act only in regard to the audit of accounts subsequent to such appointment.

22. The Executive Committee may appoint and may from time to time remove and replace, a joint agent to act for both Companies in London, England, for all matters relating to the business entrusted to the Executive Committee.

23. At the request of the Executive Committee the Directors of the Northern Company and the Directors of the North-Western Company respectively may, from time to time, appoint an equal number of representatives in Lon-

don, England, being respectively members of the London Committee of Directors of the Company making the appointment, and shall delegate to such representatives such powers and functions as the Executive Committee shall recommend; and the representatives so appointed shall act as a joint London Committee corresponding to the Executive Committee.

24. With a view to the settlement of any differences or disputes that may arise between the companies, and to provide a tribunal by which shall be decided any matters referred by the Board of Directors of either of the companies, as herein provided, there shall be a Referee, as hereinafter provided.

25. Charles John Brydges, of the City of Montreal, shall be and he is here by appointed to be the first Referee, and shall hold the office of Referee until the thirty-first day of May, one thousand eight hundred and eighty, and afterwards, from year to year, until he shall die or resign, or become incapable to act, or be replaced after notice as hereinafter provided.

26. Any four members of the Executive Committee, of whom the Chairman may be one, may at any time, being not less than three calendar months before the thirty-first day of May in any year, give notice in writing of their desire that a new Referee shall be appointed for the next ensuing year; and thereupon the Referee in office shall cease to be Referee on the thirty-first day of May next ensuing.

27. The Executive Committee shall, in the event of any vacancy occurring in the office of Referee, or of any such notice as aforesaid being given of a desire that a new Referee be appointed, proceed to appoint by the unanimous vote of all the members voting personally or by proxy (except the Chairman, in case he be not an appointed member), and at a meeting summoned for the purpose, after not less than one week's notice to all the members of the Committee, a Referee to fill the vacancy, or to succeed as Referee for the following year; and such Referee shall hold office from year to year until he shall die, or resign, or become incapable to act, or be replaced at the end of any year after notice as hereinbefore provided.

28. In the event of the members of the Executive Committee voting for the choice of a Referee being unable to agree in their selection, the members appointed by the Northern Company shall nominate one Arbitrator, and those appointed by the North-Western Company shall nominate another, and the two Arbitrators so nominated shall nominate a third Arbitrator, and if within fourteen days from the nomination of such one of the Arbitrators as shall be secondly or last nominated a third Arbitrator be not nominated as aforesaid, either Company may apply to the Chief Justice of the Court of Appeal of Ontario for the appointment by him of a third Arbitrator. And the majority of the said three Arbitrators

after consulting with and hearing the third, shall appoint a Referee, and the Referee so appointed shall hold office subject to the same provisions as are herein contained, with reference to a Referee appointed by the Executive Committee.

29. Every difference or dispute arising between the Companies touching the construction of this Agreement, or any matter or thing arising out of, or connected with the same, shall, at the request of the Board of Directors of either Company, be referred to the Referee for the time being; and among other things, if any by-law of the Executive Committee shall fail to be confirmed, or if any rule, regulation or resolution of the Executive Committee, with reference to the working of the said railways and properties, shall be disallowed by the Board of Directors of one only of the Companies, the question whether such by-law should be confirmed, or such rule, regulation or resolution shall or shall not be confirmed, shall, at the request of the Board of Directors of the other Company, be referred to such Referee for the time being.

30. The decision of the Referee for the time being on the matter or matters from time to time referred to him, shall in all cases be final and conclusive upon the Companies and the Executive Committee.

31. Nothing in this Agreement contained shall limit, restrict or prejudicially affect the rights of any holders of bonds charged upon any separate part of the undertakings intended to be affected by this Agreement.

32. Special meetings of the Northern Company and of the North Western Company shall be duly convened for the purpose of confirming and ratifying this Agreement, and in the event of the same not being confirmed as required by the statutes in that behalf made and provided, the same shall be of no effect, and in the event of the same being so duly confirmed, this Agreement shall come into operation as from the first day of June, one thousand eight hundred and seventy-nine, or the first day of the month next ensuing after the month in which the last of such special meetings as aforesaid may be held, whichever shall last happen.

In Witness whereof the said parties hereto have caused their Corporate Seals to be hereto affixed.

JOHN STUART, [L.S.]
President, H. & N.W.R.
MAITLAND YOUNG,
Secretary.
FRANK SMITH, [L.S.]
President,
WALTER TOWNSEND,
Secretary.

Signed, sealed and delivered by the North-Western Company in presence of
A. BRUCE, of Hamilton,
Solicitor, &c.

SCHEDULE B.

THIS AGREEMENT, made the twenty-first day of February, A.D., 1881,

BETWEEN the Northern Railway Company of Canada (hereinafter called the Northern Company), of the first part, and the Hamilton and North Western Railway Company (hereinafter called the North Western Company), of the second part.

Whereas the said two Companies entered into an agreement, bearing date the sixth day of June, A.D. 1879, for the joint working of their railways, including any and every railway in connection therewith, and such railways have been worked under such agreement since the first day of July, A.D. 1879.

And whereas, for the more efficient and economical working of the said railways, it has become necessary to change the guage of the Northern from five feet six inches (5 ft. 6 in.) to the standard gauge of four feet eight and a-half inches (4 ft. 8½ in.), to provide further rolling stock and equipment to meet the requirements of the increased traffic of the said two railways, as well as that likely to result from connections with the Ontario and Pacific Junction Railway, to improve and extend certain stations, sidings, and junction lines, and to acquire certain leased lands and properties with a view to the better interchange and operation of the joint traffic, and to provide working capital necessary to the economical operation of the said joint working agreement.

And whereas the Directors of the said two Companies have agreed that additional capital is necessary, and should from time to time be raised for the purposes aforesaid by the issue of joint Working and Equipment Bonds of the respective Companies to the aggregate amounts, according to the particulars, and subject to the powers, limitations and confirmations hereinafter provided, and that the Executive Committee, appointed under such agreement, should have power conferred on them to deal with the expenditure of the moneys to be raised by such bonds, and have entered into this agreement, subject to authority to issue such bonds being granted by the Parliaments of the Dominion of Canada and of the Province of Ontario, respectively, as hereinafter also provided.

Now this Agreement witnesseth that the said two Companies do agree together as follows :—

First.—The Northern shall, under and subject to the authority hereinafter mentioned, issue from time to time, and as may be required, "Joint Working and Equipment Bonds" of the amount of one hundred pounds sterling each, bearing interest at a rate not exceeding six per cent. per annum, such issue in the whole not to exceed one hundred and thirty-four thousand pounds sterling.

The principal of such bonds shall be made payable on the first July, A.D. 1902, and the interest thereon half-yearly on the first days of January and July in each year, and the principal and interest shall be payable at such place, and

the interest shall be at such rate, as the Directors of the Company, with the approval of the Executive Committee, shall determine.

And such Joint Working and Equipment Bonds shall constitute a lien or charge upon the real and personal property, tolls and revenues of the Northern, next after the existing bonds of that Company, and the interest thereon shall be paid next after payment of the interest on such existing bonds.

Second.—The North Western shall, under and subject to the authority hereinafter mentioned, issue from time to time, and as may be required, "Joint Working and Equipment Bonds" of the amount of one hundred pounds sterling each, bearing interest at a rate not exceeding six per cent. per annum, such issue in the whole not to exceed sixty-six thousand pounds sterling. The principal of such bonds shall be made payable on the first day of June, 1898, and the interest thereon half-yearly, on the first days of June and December in each year, and the principal and interest shall be payable at such place, and the interest shall be at such rate, as the Directors of the said Company may determine. And such "Joint Working and Equipment Bonds" shall form a claim and charge upon the undertaking and the real and personal property of the said Company, subject, however, to the claim and charge thereon of the existing bonds of the said Company, and the interest thereon shall be paid next after the payment of the interest on such existing bonds.

Third.—Upon the necessary authority being obtained for the issue by the respective Companies of such Joint Working and Equipment Bonds, it shall be the duty of the Directors of each Company to execute the said Bonds to the amounts above respectively set forth, and to deposit the same, subject to the order of the said Executive Committee, in and with such chartered Bank within the Province of Ontario, as the said Executive Committee may nominate and direct.

And the said Executive Committee shall have power to raise money, from time to time, by the sale, pledge, or hypothecation of such Bonds, or of any part or parts thereof, and in such manner as they may deem meet: provided always that in any partial issue, sale, pledge or hypothecation or application of the said Bonds by the said Executive Committee to the purposes aforesaid, such partial issue, sale, pledge, hypothecation or application shall be in a rateable proportion of the Bonds of each Company as aforenamed, that is to say, as one hundred and thirty-four pounds of the Northern issue is to sixty-six pounds of the North Western issue: and provided also that the exercise of the powers and authorities hereby conferred upon the said Executive Committee, shall be subject to confirmation by the Directors of the two Companies respectively, or in case of their disagreement by the Referee, as provided for in the said agreement of the sixth day of June, A.D. 1879: and provided further, that none of the said Bonds hereby authorized, shall be sold, pledged, or hypothecated, unless and until the same shall have been first countersigned by the Chairman and Secretary

respectively for the time being of the said Executive Committee. And the moneys arising out of any such sale, pledge, or hypothecation shall be received by the said Executive Committee, and shall be used and applied by them for the purposes aforesaid, and in the manner, and to the extent as follows, that is to say: out of the proceeds of the sale, pledge, or hypothecation of the aggregate issue of one hundred and thirty-four thousand pounds sterling, to be made by the Northern Company as aforesaid, the said Executive Committee shall reserve and apportion one hundred thousand dollars, part thereof, to the separate use and benefit of the Northern Company, and shall transfer and pay over the same to the Northern Company on its demand; and from time to time, as the said Executive Committee may deem meet and convenient, and out of the proceeds of the sale, pledge, or hypothecation of the aggregate issue of sixty-six thousand pounds sterling, to be made by the North Western Company as aforesaid, the said Executive Committee shall reserve and apportion sixty thousand dollars, part thereof, to the separate use and benefit of the North Western Company, and shall transfer and pay over the same to the North Western Company on its demand, and from time to time, as the said Executive Committee may deem meet and convenient: provided always that in respect of forty thousand dollars, part of the sum to be reserved and apportioned to the North Western Company as aforesaid, the same shall not be transferred and paid over, unless and until the Hamilton Elevator shall have been acquired by, and become the property of the North Western Company, and shall have been placed at the disposal of the said two Companies, and subject to the control of the said Executive Committee as hereinafter provided; and the balance of the said proceeds shall be applied to the joint purposes of the Companies, in changing the gauge of the tracks, and of the locomotives, and carriages, and rolling stock of the Northern Railway, in the purchase of such new locomotive engines, carriages, rolling stock, and other equipments of the railways, in extending the sidings and improving the station accommodation thereof, in constructing a junction line between the main lines of the railways at Allandale,—in constructing a deviation line of railway in the town of Collingwood as already in progress,—in the payment of the liabilities on "suspense capital account" already incurred in the provision of various works and equipments of the Railways, by order of the said Executive Committee, and properly chargeable to capital account—and generally to such other purposes, in adding to, improving, and extending the facilities, and the transport, and the earning power of the Railways, and such other expenditure on capital account, as the said Executive Committee may, from time to time, deem meet and proper. And any such moveable property, as shall be hereafter purchased under this Agreement, as well as that already purchased, and included in the "Suspense Capital Account" aforenamed, shall be considered additions to the moveable property of the said two Companies, and at the expiration of the term in the said Agreement of the sixth day of June, A.D. 1879, mentioned the provisions in the said Agreement, as to the appraisement and division of moveable

property shall apply thereto, as fully and effectually as if the same had been incorporated herein.

Fourth.—The lease of the North Simcoe Railway to the Northern Company, dated the 19th day of January, 1881, is hereby confirmed, and the annual payment on rental to be paid in respect thereof, not exceeding eighteen thousand dollars per annum, is hereby recognised and confirmed as a charge upon and part of the annual joint working expenses as defined in the Agreement of the sixth day of June, A.D. 1879, aforementioned.

Fifth.—The North Western Company hereby agrees and undertakes to purchase at its own sole cost and expense the property known as the Hamilton Elevator, and to procure the same to be conveyed to and vested in the said North-Western Company, and immediately thereupon to place the same at the disposition of the said two Companies and subject to the control of the said Executive Committee, as in the said Agreement of the sixth day of June, A.D. 1879, is provided in regard to the elevators of the Northern Company therein referred to; provided always that when and so soon as the said Hamilton Elevator shall have been placed as aforesaid at the disposition of the said two Companies and under the control of the said Executive Committee, the Executive Committee shall transfer and pay over to the North Western Company the sum of forty thousand dollars as hereinbefore provided.

Sixth.—This Agreement is to be understood and accepted by the said respective Companies, and shall operate as a full, final and complete settlement, and a full and sufficient release in respect of all differences, disputes and claims between them, relating to or in any way connected with the matters referred to in, or to the meaning and intent of, the said Agreement of the sixth day of June, A.D. 1879, by or between the respective Companies, and its execution shall operate as a bar and estoppel to all such claims, and as a settlement of every difference and dispute arising out of or in any way connected with the said Agreement up to the date hereof.

Seventh.—Nothing herein contained shall in any way affect, impair or alter the provisions contained in the said Agreement of the sixth day of June, A.D. 1879, except so far as the same are added to or extended hereby, and all the provisions and stipulations of the said Agreement, in so far as the same are applicable to the subject matter of this Agreement, shall be incorporated herein, and be read and construed as part and parcel hereof.

Eighth.—This Agreement is subject to confirmation at any special general meeting of the Northern specially convened for that purpose, and the certificate of the Chairman and Secretary of the proceedings at such meeting shall be conclusive evidence thereof; and until such confirmation and approval shall be first had, the bonds agreed to be issued under the first clause hereof shall not be issued.

Ninth.—This Agreement is also subject to confirmation at any annual general meeting or at any special general meeting of the North Western to be convened for that purpose, and the certificate of the Chairman and Secretary of the proceedings at such meeting shall be conclusive evidence thereof; and until such confirmation and approval shall be first had, the bonds agreed to be issued under the second clause hereof shall not be issued.

Tenth.—The provisions herein contained for the issue of such Joint Working and Equipment Bonds by either of the said Companies shall not take effect, unless and until the necessary confirmation and approval for the issue of such additional bonds by the other Company shall have been obtained, and the rate of interest shall be alike in the bonds to be issued by the two Companies under this Agreement.

Eleventh.—The Directors of the said two Companies may hereafter make such amendments hereto as may be necessary to make the same conform to the result of the proposed legislation.

In Witness whereof the said parties hereto have caused their Corporate Seals to be hereto affixed.

JOHN STUART, [L.S.]
President, H. & N.W.R.
MAITLAND YOUNG,
Secretary.

FRANK SMITH, [L.S.]
President.
WALTER TOWNSEND,
Secretary.

No. 20.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act respecting The Northern Railway Company of Canada.

(*Reprinted as proposed to be amended in the Railway Committee.*)

(PRIVATE BILL.)

Mr. BOULTBEE.

OTTAWA:

PRINTED BY MACLEAN, ROGER & CO.

1881.

No. 21] **BILL.** [1880-1.

An Act respecting the Grand Trunk Railway Company of Canada.

Preamble.

WHEREAS the Grand Trunk Railway Company of Canada, by their petition, have prayed that an Act may be passed changing the time of holding the half yearly meetings of the said Company to such days in the months of March or April and September or October in each year as the Company or the Directors may, from time to time, fix and determine, and as they find expedient; also, to change the time for the payment of dividends on the stocks and securities of the Company from the dates now fixed for that purpose, and to make them respectively payable fifteen days after the day in each half year on which the said half yearly meetings shall be holden; also, to declare the meaning of sections eighteen and twenty of the "*Grand Trunk Arrangements Act*, 1873," to be that in each half year the amount available for payment of dividends on the Company's preferred stock shall be divided at the end of each half year and paid over in the order prescribed by the statutes relating to the Company; and also enacting that at the end of the year any deficiency during the first half year shall be made up before any dividends upon the stocks ranking after such stock as shall not have received a full dividend shall receive any dividend; and whereas it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Time for holding meetings may be changed.

1. It shall be lawful for the said Company, from time to time, at any half yearly meeting, or for the Directors of the said Company by by-law passed for that purpose to change the time for holding the half yearly meetings of the said Company from the days now fixed by statute for that purpose, to such days in the months of March or April and September or October respectively, as the Company or the Directors shall, from time to time, think expedient; and in like manner the said days of holding the said meetings may be varied and changed, from time to time, as the Company or the Directors may find expedient.

Time for payment of dividends.

2. The dividends upon the preferred stocks and securities of the Company shall, in each half year, be payable fifteen days after the day on which the half yearly meeting for the said half year shall be holden, anything in any statute heretofore passed to the contrary notwithstanding.

Sections 18 and 20 of 36 Vic., c. 18, explained.

3. The meaning of sections eighteen and twenty of the Act known as "*The Grand Trunk Arrangements Act*, 1873," is hereby declared to be: that in each half year the amount available for the payment of dividends on the preferred stocks of the Company shall be divided at the end of each half year, and paid over in the order prescribed by the statutes in that behalf; but if in the first half year any of such stocks ranking in their order of preference shall not have received the full dividend appertaining to the said stock in its order of preference as aforesaid; then and in such case, at the end of the year, out of the sum or amount then available for dividend the said stocks so deficient shall, in their order, as aforesaid, receive full dividend for the year then ended before any part of such amount so available is applied to the payment of dividends on stocks ranking after those so deficient in their said order of preference.

No. 21.

3rd Session, 4th Parliament, 44 Vict., 1880-1

BILL.

An Act respecting the Grand Trunk Railway Company of Canada.

Received and read, first time, Wednesday, 12th January, 1881.

Second Reading, Thursay, 13th Jan., 1881.

(PRIVATE BILL.)

Mr. KIRKPATRICK.

OTTAWA:
PRINTED BY MACLEAN, ROGER & Co.
1881.

No. 21] **BILL.** [1880-1.

An Act respecting the Grand Trunk Railway Company of Canada.

(*Re-printed as proposed to be amended in the Select Standing Committee on Railways, Canals and Telegraph Lines.*)

Preamble.

WHEREAS the Grand Trunk Railway Company of Canada, by their petition, have prayed that an Act may be passed changing the time of holding the half yearly meetings of the said Company to such days in the months of March or April and September or October in each year as the Company or the Directors may, from time to time, fix and determine, and as they find expedient; also, to change the time for the payment of dividends on the stocks and securities of the Company from the dates now fixed for that purpose, and to make them respectively payable fifteen days after the day in each half year on which the said half yearly meetings shall be holden; also, to declare the meaning of sections eighteen and twenty of the "*Grand Trunk Arrangements Act*, 1873," to be that in each half year the amount available for payment of dividends on the Company's preferred stock shall be divided at the end of each half year and paid over in the order prescribed by the statutes relating to the Company; and also enacting that at the end of the year any deficiency during the first half year shall be made up before any dividends upon the stocks ranking after such stock as shall not have received a full dividend shall receive any dividend; and whereas it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Time for holding meetings may be changed.

1. It shall be lawful for the said Company, from time to time, at any half yearly meeting, or for the Directors of the said Company by by-law passed for that purpose to change the time for holding the half yearly meetings of the said Company from the days now fixed by statute for that purpose, to such days in the months of March or April and September or October respectively, as the Company or the Directors shall, from time to time, think expedient; and in like manner the said days of holding the said meetings may be varied and changed, from time to time, as the Company or the Directors may find expedient.

Time for payment of dividends.

2. The dividends upon the preferred stocks and securities of the Company shall, in each half year, be payable fifteen days after the day on which the half yearly meeting for the said half year shall be holden, anything in any statute heretofore passed to the contrary notwithstanding.

Sections 18 and 20 of 36 Vic., c. 18, explained.

3. The meaning of sections eighteen and twenty of the Act known as "*The Grand Trunk Arrangements Act*, 1873," is hereby declared to be: that in each half year the amount available for the payment of dividends on the preferred stocks of the Company shall be divided at the end of each half year, and paid over in the order prescribed by the statutes in that behalf; but if in the first half year any of such stocks ranking in their order of preference shall not have received the full dividend appertaining to the said stock in its order of preference as aforesaid, then and in such case, at the end of the year, out of the sum or amount then available for dividend the said stocks so deficient shall, in their order, as aforesaid, receive full dividend for the year then ended before any part of such amount so available is applied to the payment of dividends on stocks ranking after those so deficient in their said order of preference.

Act to be approved

4. This Act shall not take effect unless and until submitted to a special general meeting of the Company and accepted by a majority consisting of two-thirds of the votes of the persons present or represented by proxy entitled to vote; and the certificate in writing of the Chairman of such meeting shall be taken as *primâ facie* proof of its acceptance by the meeting, such certificate to be filed in the office of the Secretary of State of the Dominion of Canada; and copies certified by the said Secretary of State shall be taken and considered in all courts of law and equity as sufficient *primâ facie* evidence of the contents thereof.

No. 21.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act respecting the Grand Trunk Railway Company of Canada.

(Reprinted as proposed to be amended in Select Standing Committee on Railways, Canals and Telegraph Lines.)

(PRIVATE BILL.)

Mr. Kirkpatrick.

OTTAWA:

Printed by MacLean, Roger & Co.

1880.

No. 22] **BILL.** [1880-1.

An Act to incorporate the "St. Lawrence Wrecking and Salvage Company of Canada."

Preamble.

WHEREAS John Harvey, Honorable Thos. McGreevey, Geo. Roach, Sylvester Neelon, J. H. G. Hagarty, Robt. Henry, S. E. Gregory, John Donnelly and R. T. Sutton, all of the Dominion of Canada, have petitioned the Parliament of the Dominion praying that they may be incorporated, with such other persons as shall become associated with them, as a Company under the name and style of "The St. Lawrence Wrecking and Salvage Company of Canada," the object being the recovery of wreckage, the saving of vessels, cargoes and human life, the towing of all kinds of vessels, rafts and timber, the dredging and building of harbors, wharves, docks, and other works of a similar character; such corporation to have the right to carry on and prosecute seal and other fishing within the Dominion of Canada and the waters thereunto belonging, with power to construct, own and use vessels and machines to be employed for hire in dredging and improving water ways, towing vessels, aiding, protecting and saving vessels and their cargoes, passengers and crews, wrecked or in distress, with all the rights appertaining by law to private individuals performing services as salvors, and for the building of harbors, wharves, docks and other works of a similar character within the Dominion of Canada; and whereas it is expedient to grant the prayer of the said petitioners as hereinafter provided: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Certain persons incorporated.

1. The said John Harvey, Honorable Thos. McGreevey, Geo. Roach, Sylvester Neelon, J. H. G. Hagarty, Robert Henry, S. E. Gregory, John Donnelly R. T. Sutton, William Kough, and Thomas Robertson, together with such other person or persons as shall be and become stockholders in the corporation to be by this Act created, shall be and they are hereby created, constituted and declared to be a corporation, body politic and corporate, by the name of "The St. Lawrence Wrecking and Salvage Company of Canada," (hereinafter called the Company), for the purposes of constructing, owning and using vessels and machines to be employed for hire in dredging and improving water ways, in towing vessels, and in aiding, protecting and saving vessels and their cargoes, passengers and crews wrecked or in distress, with all the rights appertaining by law to private individuals performing services as salvors; also for the purpose of seal and

Corporate name and powers.

other fishing, and the building and using of harbors, wharves or docks, and other works of a similar character within the Dominion of Canada; and the head office of the Company shall be at the City of Quebec, in the Province of Quebec, or at such other place in Canada as may be hereafter determined upon by the Directors of the Company.

Business of the company.

2. The Company shall have power to construct, acquire, lease, charter, navigate, operate and maintain steam tugs and other vessels, wrecking and life saving appliances, steam pumps, diving apparatus, dredges and every other instrument or contrivance which may be deemed necessary and useful to carry out the objects and purposes of the Company, and to take charge and control of abandoned vessels or the cargoes thereof, and to purchase and acquire any such wrecked or abandoned vessels or their cargoes, and to sell and dispose of any of the said property, and to grant or consent to bottomry and other bonds on the same, and to mortgage the property of the Company or any part thereof, when and so often as they may deem it expedient; also to fix and determine upon rates of compensation by parol agreements, or by instruments in writing either with or without seal, and generally to deal with all of their property and to carry on their business within the limits prescribed by this Act, as fully and effectually and with the same freedom in every way as any individual or partnership might do.

Capital stock and shares.

Increase.

3. The capital stock of the Company shall be five hundred thousand dollars, divided into five thousand shares of one hundred dollars each, and the said capital stock may be increased to one million dollars by a vote of the majority of the shareholders present at any annual meeting or any special meeting to be called for that purpose.

Vessels, &c., may be taken in payment of shares.

4. It shall be lawful for the Directors of the Company to accept transfers of any vessels or property suitable for the business of the Company in lieu of cash, in payment or part payment of any shares subscribed for in the Company.

Power to hold real estate.

5. The Company hereby incorporated shall have power to purchase, construct, lease, acquire, operate and maintain wharves, beaches, docks, piers, warehouses and other real estate necessary for the carrying on of their business, and to mortgage or sell the same and others to purchase and acquire instead; but the whole value of such real estate at any one time held by the Company shall not exceed one hundred thousand dollars.

Board of directors.

Qualification.

6. The superintendence, control and administration of the affairs of the Company shall be conducted by nine Directors, five of whom shall be a quorum, who shall be elected at the annual meeting, to take place between the tenth and thirtieth days of January in each year, on the day and at the hour and place to be named by the Directors; and no person shall be eligible to become a Director unless he holds ten or more shares of the capital stock of the Company, on

which no payments or calls are in arrears; and the Directors shall exercise all the powers of the Company: Provided that a majority of the Directors of Company shall be residents of Canada.

Directors may make by-laws.

7. The Directors shall have the right to make by-laws for the conduct and management of the affairs of the Company, provided they are not contrary to law, nor to the provisions of this Act, nor to the by-laws and regulations adopted at any general or special meeting of the shareholders, and to alter, amend, repeal and re-enact the same whenever they think fit.

Provisional directors and their powers.

8. The persons named in the first section of this Act shall be the Provisional Directors of the Company, and shall have power and authority to open stock books, and to procure subscriptions for shares in the capital stock of the Company, to make calls upon the subscribers, and to cause estimates to be made, and to pay the preliminary expenses of the Company.

First general meeting of shareholders.

9. The said Provisional Directors shall hold office until the first general meeting of the shareholders of the Company, held after the passing of this Act, which meeting shall be held as soon as possible after fifty thousand dollars at least of the capital stock of the Company shall have been subscribed for, and twenty per cent. thereon shall have been paid in to some chartered bank in Canada: notice of such first general meeting shall be given to each shareholder by mail, at least ten days before such meeting, and by advertisement inserted in newspapers published in the Cities of Quebec and Toronto, for ten days next before such meeting.

Notice.

Business at general meetings.

10. At such meeeting, and at all subsequent annual general meetings, the Board of Directors hereinbefore provided for, shall be elected in such manner as may be provided for by any by-law of the Company, and shareholders shall have one vote for each share of the stock held by them on which no payments are in arrear, and shareholders may vote by proxy, but no person not a shareholder shall be entitled to hold any proxy.

Votes on shares.

Proxies.

Failure of election not to dissolve the company.

11. The Company shall not be dissolved by a failure to elect Directors at the time prescribed by this Act, or at any subsequent period, but it shall be lawful to make such election on any subsequent day, in the manner provided for the annual election, and in that case any three of the shareholders shall have the right to call a special meeting for that purpose, and the Directors shall hold office until their successors are elected.

Liability of shareholders.

12. The shareholders of the Company shall not he held responsible for any claim beyond the amount of their respective shares.

General Act 32-33 Vic., c. 12 to apply.

13. The Company shall be subject to and entitled to the benefit of all the provisions of "*The Canada Joint Stock*

Companies' Clauses Act, 1869," which are applicable to the undertaking, and not in conflict with any of the provisions of this Act, and all such provisions are hereby incorporated with this Act, but it shall not be necessary to use the word "limited" in any way in connection with the name of the Company.

Exception.

No. 22.

3rd Sess., 4th Parliament, 44 Victoria, 1880-81.

BILL.

An Act to incorporate the "St. Lawrence Wrecking and Salvage Company of Canada."

Received and read the first time, Thursday, 13th January, 1881.

Second reading, Friday, 14th January, 1881.

(PRIVATE BILL.)

Mr. ROBERTSON,
(Hamilton.)

OTTAWA:

PRINTED BY MACLEAN, ROGER & Co.

1881.

No. 23] **BILL.** [1880-1.

An Act to incorporate the Ontario and Quebec Railway Company.

Preamble

WHEREAS the persons hereinafter named and others have petitioned for incorporation as a Company to construct and operate a railway from Toronto to Ottawa, passing through or near Carleton Place, with power to cross the Ottawa River, at or near Ottawa City, and to unite, amalgamate, or make running arrangements with railway lines in the Provinces of Ontario and Quebec, and whereas the construction of such a railway would be of great public advantage by affording facilities for the settlement of the back country, bringing to market the productions thereof, and forming, through the Capital of the Dominion, a most valuable line of communication for national defence, and is a work for the general advantage of Canada; and it is for the reasons aforesaid expedient to grant the prayer of the petitioners: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Certain persons incorporated.

Corporate name.

1. H. S. Howland, Hon. L. Ruggles Church, A. B. Chaffer, C. J. Campbell, E. B. Osler, and W. H. Lockhart Gordon, with all such other persons and corporations as shall become shareholders in the Company to be hereby incorporated, shall be, and are hereby constituted a body corporate and politic by the name of the "Ontario and Quebec Railway Company," (hereinafter called the Company) and shall have all the powers and privileges conferred on such corporations by "*The Consolidated Railway Act*, 1879," subject, however, to the provisions hereinafter contained.

Line of railway may be built.

Amalgamation.

2. The Company and their agents and servants may lay out, construct, finish and operate a double or single line of railway, of such width or gauge as the Company see fit, from the City of Toronto, in the Province of Ontario, through the Counties of York, Ontario, Victoria, Durham, Peterboro', Hastings, Addington, Frontenac and Lanark to Carleton Place, and from there, if thought advisable, through the County of Carleton to the City of Ottawa, and across the Ottawa River, at or near the City of Ottawa, into the Province of Quebec, to effect a junction with railways in that Province, and may unite, amalgamate and make running arrangements with, lease and purchase any railway lines in the Province of Ontario, situated upon the line hereby authorized to be constructed, or crossing the same, or in the Province of Quebec.

Capital stock and shares.

3. The capital stock of the Company shall not exceed, in the whole, the sum of , to be divided into shares of one hundred dollars each, which amount shall be raised by the persons hereinbefore named, and such other persons and corporations as may become shareholders in the said stock; and the money so raised shall be applied, in the first place, to the payment of all fees, expenses, and disbursements for procuring the passing of this Act, and for making the surveys, plans, and estimates connected with the railway; and all the rest and remainder of such money shall be applied towards making, completing and maintaining the said railway, and other purposes of this Act.

Company may receive aid.

4. It shall be lawful for the Company to receive, either by grant from Government, or from any private individuals or corporations as aid in the construction of the said railway, any lands in the vicinity thereof, or any other real or personal property, or any sums of money, either as gifts, or in payment of stock, and legally to dispose of the same and alienate the lands or other real or personal property, for the purposes of the Company, in carrying out the provisions of this Act.

Provisional directors and their powers.

5. shall be and are hereby constituted a Board of Directors of the Company, and shall hold office as such until other Directors shall be appointed, under the provisions of this Act by the shareholders, and shall have power and authority to fill vacancies occurring therein, to associate with themselves therein not more than three other persons, who shall thereupon become and be Directors of the Company equally with themselves, to open stock books and procure subscriptions for the undertaking, to make calls upon subscribers, to cause surveys and plans to be made and executed, to call a general meeting of shareholders for the election of Directors, as hereinafter provided, and generally to do all such other acts as a Board of Directors, under the Railway Act, may lawfully do.

First meeting of shareholders.

Notice.

6. When and so soon as one-tenth part of the capital stock shall have been subscribed as aforesaid, and one-tenth of the amount so subscribed paid in, the said Directors or a a majority of them may call a meeting of the shareholders at such time and place as they shall think proper, giving at least two weeks' notice in one or more newspapers published at Ottawa and Toronto, at which said general meeting, and at the annual general meeting in the following sections mentioned, the shareholders present, either in person or by proxy, shall elect Directors in the manner and qualified as hereinafter provided to constitute the Board of Directors, and the said Directors so elected shall hold office till the first Tuesday in February in the year following their election.

Annual general meeting.

7. On the said first Tuesday in February and on the first Tuesday in July, in each year thereafter, at the principal office of the Company, in Toronto, there shall be held a general meeting of the shareholders of the Company, at which meeting the said shareholders shall elect seven Directors for the then ensuing year, in the manner and qualified as hereinafter provided; and public notice of such annual meeting and election shall be published one month before the day of election, one day in each week, in one newspaper in Ottawa and in one in Toronto; and the election for Directors shall be by ballot, and the persons so elected shall form the Board of Directors.

Notice.

Qualification of directors and quorum.

8. A majority of the Directors shall form a quorum for the transaction of business, and the said Board of Directors may employ one or more of their number as paid Director or Directors; Provided however, that no person shall be elected as Director unless he shall be the holder and owner of at least ten shares of the stock of the Company and shall have paid up all calls upon the stock.

Calls on stock.

9. The Directors may at any time call upon the shareholders for instalments upon each share, which they, or any of them, may hold in the capital stock of the Company, in such proportion as they may see fit, no such instalment exceeding ten per cent.; and the Directors shall give one month's notice of such call, in such manner as they may appoint.

Certain payments may be made in paid-up stock.

10. The Directors of the Company elected by the shareholders may make and issue as paid-up stock, stock in the Company, and may allot and hand over such stock as paid-up stock and the mortgage bonds of the Company in payment of right of way, plant, rolling stock, or materials of any kind, and also for the services of contractors, engineers, and other persons, whether Directors or not, who may have been, are, or may be engaged in promoting the undertaking and interests of the Company; and such issue and allotment of stock or bonds shall be binding on the Company, and the paid-up stock shall be unassessable thereafter for calls.

Company may become parties to promissory notes.

11. The Company shall have power and authority to become parties to promissory notes and bills of exchange, for sums not less than one hundred dollars, and any such promissory note made or indorsed by the President or Vice-President of the Company, and countersigned by the Secretary and Treasurer of the Company, and under the authority of a majority of a quorum of the Directors, shall be binding on the Company; and every such promissory note or bill of exchange so made, shall be presumed to have been made with proper authority until the contrary be shewn, and in no case shall it be necessary to have the seal of the Company affixed to such promissory note or bill of exchange, nor shall the said President, or Vice-President, or the Secretary and Treasurer be individually responsible for the same, unless the said promissory notes or bills of exchange have

been issued without the sanction and authority of the Board of Directors as herein provided and enacted; Provided however, that nothing in this section shall be construed to authorize the Company to issue notes or bills of exchange payable to bearer, or intended to be circulated as money or as the notes or bills of a bank.

Bonds may be issued.

12. The Directors of the Company, after the sanction of the shareholders shall have been first obtained at any special general meeting to be called from time to time for such purpose, shall have power to issue bonds made and signed by the President or Vice-President of the Company, and countersigned by the Secretary and Treasurer, and under the seal of the Company, for the purpose of raising money for prosecuting the said undertaking; and such bonds shall, without registration or formal conveyance be taken and considered to be the first and preferential claims and charges upon the undertaking and the tolls and property of the Company real and personal then existing and at any time thereafter acquired, and each holder of the said bonds shall be deemed to be a mortgagee and incumbrancer *pro rata* with all the other holders thereof upon the undertaking and the tolls and property of the Company as aforesaid: Provided however, that the whole amount of such issue of bonds shall not exceed in all the sum of twenty-five thousand dollars per mile; and provided also that in the event at any time of the interest upon the said bonds remaining unpaid and owing, then, at the next ensuing annual general meeting of the Company, all holders of bonds shall have and possess the same rights and privileges and qualifications for directors and for voting as are attached to shareholders, provided that the bonds and any transfers thereof shall have been first registered in the same manner as is provided for the registration of shares, and it shall be the duty of the Secretary of the Company to register the same, on being required to do so by any holder thereof.

Proviso: amount limited.

Proviso: if bonds are not paid.

Arrangements with other companies.

13. The Directors of the Company elected by the shareholders, in accordance with the provisions of this Act, shall have power and authority to enter into and conclude any arrangements with any other railway company, for the purpose of making any branch or branches to facilitate a connection between the Company and such other chartered railway company.

Railway may be sold.

14. The Company is also authorized and empowered to make necessary arrangements, or to contract and agree with any other railway company for the purchase or transfer, by deed of assignment or otherwise, of their line of railway or undertaking with the appurtenances and privileges thereto belonging, or in any manner appertaining thereto, and the Company may assign, transfer or lease their railway or any part thereof, or any rights or powers acquired under this Act, and the surveys, plans, work, plant, stock, machinery or other effects belonging thereto, to any other incorporated company, person or persons, or corporations, upon such terms and conditions and with such restrictions as the

Directors may deem expedient; Provided that the terms of such purchase, sale, transfer or arrangement are approved of by two-thirds of the shareholders present in person or represented by proxy at any special general meeting to be held for that purpose in accordance with this Act.

Proviso: sale to be approved.

15. All shareholders in the said Company, whether British subjects or aliens, or residents of Canada or elsewhere, have and shall have equal rights to hold stock in the Company, and to vote on the same and to be eligible to office in the Company.

Equal rights of shareholders.

16. For the purpose of constructing, working or protecting the telegraph lines to be constructed by the Company on their line of railway, the powers conferred on telegraph companies by the Act chapter sixty-seven of the Consolidated Statutes of the late Province of Canada, intituled, "*An Act respecting Electric Telegraph Companies*" are hereby conferred on the Company; and the other provisions of the said Act for the working and protection of telegraph lines shall apply to such telegraph lines constructed by the Company.

Powers as to telegraph lines.

17. The Company may from time to time, for advances of money to be made thereon, mortgage or pledge any bonds which they can, under the powers of this Act, issue for the construction of the railway or otherwise.

Bonds may be pledged.

18 The Directors of the Company may, subject to the rules and regulations, from time to time, *of the Board* appoint an agent in the City of London, England, and also an agent in the City of New York, in the State of New York, one of the United States of America, with power to pay dividends, to open and keep books of transfer for the shares of the Company, and for the issue of scrip and stock certificates; and thereupon shares may be transferred from the Canada office to the London or New York offices, in the names of the transferees in the same manner as shares may be transferred in the former office, and *vice versa*, and shares originally taken and subscribed for in Great Britain, and shares originally taken and subscribed for in the United States, may be respectively entered upon the books at the London or at the New York office, and scrip certificates be issued for them; and the agent or agents, or other officer or officers, shall transmit an accurate list of all such transfers and scrip certificates so issued to the Secretary or other proper officer of the Company in Canada, who shall thereupon make the requisite entries respecting such transfer and scrip certificates in the register kept in Canada, and thereupon the same shall be binding on the Company, as to all the rights and privileges of shareholders, as though the scrip certificates had been issued by the Secretary of the Company in Canada.

Branch offices and business which may be transacted thereat.

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

Transfer of shares.

Tranfers elsewhere than in Canada.

20. Whenever any transfer shall be made in England or the United States of any share in the stock of the Company, the delivery of the transfer and stock or scrip certificates to the agent or agents of the Company for the time being in London and New York aforesaid, shall be sufficient to constitute the transferee a shareholder or stockholder in the Company, in respect to the shares so transferred; and such agent or agents shall transmit an accurate list of all such transfers to the Secretary of the Company in Canada, who shall thereupon make the requisite entries in the register; and the Directors may, from time to time, make such regulations as they shall think fit for facilitating the transfer and registration of shares of stock, and the forms in respect thereof, as well in Canada as elsewhere, and as to the closing of the register of transfer for the purpose of dividends, as they may find expedient; and all such regulations not being inconsistent with the provisions of this Act and of the Railway Act, as altered or modified by this Act, shall be valid and binding.

Power to erect snow fences.

. The Company shall have the right, on and after the first day of November in each year, to enter into and upon any lands of Her Majesty, or into or upon any lands of any corporation or any person whatever, lying along the route or line of said railway, and to erect and maintain snow fences thereon, subject to the payment of such damages (if any) as may be thereafter established in the manner provided by law in respect to such railway, to have been actually suffered: Provided always, that any such snow fences so erected shall be removed on or before the first day of April next following.

Form of conveyance of land.

22. Conveyances of land to the Company for the purposes of and exercise of the powers given by this Act, made in the form set out in the schedule hereunder written, or the like effect, shall be sufficient conveyance to the Company, their successors and assigns, of the estate and interest, and sufficient bar of dower respectively of all persons executing the same; and such conveyances shall be registered in the same manner and upon such proof of execution as is required under the registry laws of Ontario; and no registrar shall be entitled to demand more than fifty cents for registering the same, including all entries and certificates thereof, and certificates endorsed on the duplicates thereof.

Land for warehouses, &c.

23. The Company shall have full power to purchase land for and erect warehouses, elevators, docks, stations, workshops and offices, and to sell and convey such land as may be found superfluous for any such purpose, and the Company shall have power to acquire and hold as part of the property of the Company as many steam or other vessels as the Directors of the Company may deem requisite, from time to time, to facilitate the carriage of passengers, freight and other traffic, in connection with the railway.

SCHEDULE.

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

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

Signed, sealed and delivered in the presence of } A. B. [L.S.]

No. 23.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act to incorporate the Ontario and Quebec Railway Company.

Received and read the first time, Thursday, 13th January, 1881.

Second reading, Friday, 14th January, 1881.

(PRIVATE BILL.)

Mr. CAMERON,
(Victoria, N.R.)

OTTAWA:

PRINTED BY MACLEAN, ROGER & Co.

1881.

No. 23] **BILL.** [1880-1

An Act to incorporate the Ontario and Quebec Railway Company.

(Reprinted with amendments proposed to be inserted in the Railway Committee.)

WHEREAS the persons hereinafter named and others have petitioned for incorporation as a Company to construct and operate a railway from Toronto to Ottawa, passing through or near Carleton Place, with power to unite, amalgamate, or make running arrangements with railway lines in the Provinces of Ontario and Quebec, and whereas the construction of such a railway would be of great public advantage by affording facilities for the settlement of the back country, bringing to market the productions thereof, and forming, through the Capital of the Dominion, a most valuable line of communication for national defence, and is a work for the general advantage of Canada; and it is for the reasons aforesaid expedient to grant the prayer of the petitioners: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:— Preamble.

1. The Ontario and Quebec Railway is hereby declared to be a work for the general advantage of Canada. Declaratory.

2. H. S. Howland, the Hon. L. Ruggles Church, the Hon. J. Rosaire Thibaudeau, Duncan McIntyre, A. B. Chaffee, C. J. Campbell, E. B. Osler, and W. H. Lockhart Gordon, with all such other persons and corporations as shall become shareholders in the Company to be hereby incorporated, shall be, and are hereby constituted a body corporate and politic by the name of the "Ontario and Quebec Railway Company," (hereinafter called the Company) and shall have all the powers and privileges conferred on such corporations by "*The Consolidated Railway Act*,1879," subject, however, to the provisions hereinafter contained. Certain persons incorporated. Corporate name.

3. The Company and their agents and servants may lay out, construct, finish and operate a double or single line of railway, from the City of Toronto, in the Province of Ontario, through the Counties of York, Ontario, Victoria, Durham, Peterborough, Hastings, Addington, Frontenac and Lanark to a point at or near Carleton Place *viâ* the Towns of Peterborough and Perth, with power to construct a branch line to the Town of Lanark. Line of railway may be built.

Capital stock and shares.

4. The capital stock of the Company shall not exceed, in the whole, the sum of two million dollars to be divided into twenty thousand shares of one hundred dollars each, which amount shall be raised by the persons hereinbefore named, and such other persons and corporations as may become shareholders in the Company; and the money so raised shall be applied, in the first place, to the payment of all fees, expenses, and disbursements for procuring the passing of this Act, and for making the surveys, plans, and estimates connected with the railway; and all the rest and remainder of such money shall be applied towards making, completing and maintaining the said railway, and other purposes of this Act.

Company may receive aid.

5. It shall be lawful for the Company to receive, either by grant from Government, or from any private individuals or corporations, as aid in the construction of the said railway, any lands in the vicinity thereof, or any other real or personal property, or any sums of money, either as gifts, or in payment of stock, and legally to dispose of the same and alienate the lands or other real or personal property, for the purposes of the Company, in carrying out the provisions of this Act.

Provisional directors and their powers.

6. The said H. S Howland, the Hon. L. R. Church, the Hon. J. Rosaire Thibaudeau, Duncan McIntyre, A. B. Chaffee, E. B. Osler, C. J. Campbell, and W. H. Lockhart Gordon, shall be and are hereby constituted the provisional Board of Directors of the Company, and shall hold office as such until the Directors shall be appointed under the provisions of this Act by the shareholders, and shall have power and authority to fill vacancies occurring therein, to associate with themselves therein not more than three other persons, who shall thereupon become and be Directors of the Company equally with themselves, to open stock books and procure subscriptions for the undertaking, to cause surveys and plans to be made and executed, and to call a general meeting of shareholders for the election of Directors, as hereinafter provided.

First meeting of shareholders.

Notice.

7. When and so soon as one-tenth part of the capital stock shall have been subscribed as aforesaid, and one-tenth of the amount so subscribed paid in, the said Directors or a majority of them may call a meeting of the shareholders at such time and place as they shall think proper, giving at least two weeks' notice in one or more newspapers published at Ottawa and Toronto, at which said general meeting, and at the annual general meeting in the following sections mentioned, the shareholders present in person or represented by proxy, shall elect Directors in the manner and qualified as hereinafter provided to constitute the Board of Directors, and the said Directors so elected shall hold office till the first Tuesday in February in the year following their election.

Annual general meeting.

8. On the said first Tuesday in February and on the first Tuesday in February in each year thereafter, at the principal office of the Company, at some place within the Pro-

vince of Ontario to be established by by-law, there shall be held a general meeting of the shareholders of the Company, at which meeting the said shareholders shall elect the Directors for the then ensuing year, in the manner and qualified as hereinafter provided ; and public notice of such annual meeting and election shall be published for four weeks before the day of election, one day in each week, in one newspaper in Ottawa and in one in Toronto, and also in the *Canada Gazette ;* and the election for Directors shall be by ballot, and the persons so elected shall form the Board of Directors. The number of the Directors to be so elected shall be settled by the by-laws of the Company and shall be not less than five nor more than nine.

Notice.

9. A majority of the Directors shall form a quorum for the transaction of business, and the said Board of Directors may employ one or more of their number as paid Director or Directors ; Provided however, that no person shall be elected as Director unless he shall be the holder and owner of at least ten shares of the stock of the Company and shall have paid up all calls upon the said shares.

Qualification of directors and quorum.

10. The Directors may at any time call upon the shareholders for instalments upon each share, which they, or any of them, may hold in the capital stock of the Company, in such proportion as they may see fit, no such instalment exceeding ten per cent. ; and the Directors shall give one month's notice of such call, in such manner as they may appoint.

Calls on stock.

11. The Directors of the Company elected by the shareholders may make and issue as paid-up stock shares in the Company, whether subscribed for or not, and may allot and hand over such stock as paid-up stock and the mortgage bonds of the Company in payment of right of way, plant, rolling stock, or materials of any kind, and also for the services of contractors, engineers, and other persons, whether Directors or not, who may have been, are, or may be engaged in promoting the undertaking and interests of the Company ; and such issue and allotment of stock or bonds shall be binding on the Company, and the paid-up stock shall be unassessable thereafter for calls

Certain payments may be made in paid-up stock.

12. A special general meeting of the shareholders of the Company may be called at any time by the Directors or by one fourth part in value of the shareholders of the Company after refusal by the Directors to call the same ; but notice thereof, stating the objects for which the meeting is called, signed by the Secretary of the Company or by the shareholders calling the same must be sent by post or otherwise to each shareholder, four weeks before the day on which the said meeting is to be held, and must also be inserted once a week, for four weeks previous to the said meeting, in some newspapers published in Toronto and Ottawa.

Special general meetings.

13. The Company shall have power and authority to become parties to promissory notes and bills of exchange, for

Company may become

parties to promissory notes.

sums not less than one hundred dollars, and any such promissory note made or indorsed by the President or Vice-President of the Company, and countersigned by the Secretary and Treasurer of the Company, and under the authority of a majority, general or special, of a quorum of the Directors, shall be binding on the Company; and every such promissory note or bill of exchange so made, shall be presumed to have been made with proper authority until the contrary be shewn, and in no case shall it be necessary to have the seal of the Company affixed to such promissory note or bill of exchange, nor shall the said President, or Vice-President, or the Secretary and Treasurer be individually responsible for the same, even if the same be made, accepted or indorsed by him or them on behalf of the Company, provided the consideration for the said bill a note was received by the Company, unless the said promissory notes or bills of exchange have been issued without the sanction and authority of the Board of Directors as herein provided and enacted; Provided however, that nothing in this section shall be construed to authorize the Company to issue notes or bills of exchange payable to bearer, or intended to be circulated as money or as the notes or bills of a bank.

Bonds may be issued.

14. The Directors of the Company, after the sanction of the shareholders shall have been first obtained at any special general meeting to be called from time to time for such purpose, shall have power to issue bonds made and signed by the President or Vice-President of the Company, and countersigned by the Secretary and Treasurer, and under the seal of the Company, for the purpose of raising money for prosecuting the said undertaking; and such bonds shall, without registration or formal conveyance be taken and considered to be the first and preferential claims and charges upon the undertaking and the tolls and property of the Company real and personal then existing and at any time thereafter acquired: Provided however, that the whole amount of such issue of bonds shall not exceed in all the sum of twenty-five thousand dollars per mile; and provided also, that in the event at any time of the interest upon the said bonds remaining unpaid and owing, then, at the next ensuing annual general meeting of the Company and at all other general meetings as long as the said default shall continue, all holders of bonds shall have and possess the same rights and privileges and qualifications for directors and for voting as they would have had if the bonds they held had been shares, provided that the bonds and any transfers thereof shall have been first registered in the same manner as is provided for the registration of shares; and it shall be the duty of the Secretary of the Company to register the same, on being required to do so by any holder thereof.

Proviso: amount limited.

Proviso: if bonds are not paid.

Bonds may be secured by mortgage deed.

15. And the Company may secure such bonds by a deed or deeds of mortgage executed by the Company, with the authority of its shareholders expressed by a resolution passed at such special general meeting; and any such deed may contain such description of the property mortgaged by such deed, and such conditions respecting

the payment of the bonds secured thereby and of the interest thereon, and the remedies which shall be enjoyed by the holders of such bonds or by any trustee or trustees for them in default of such payment, and the enforcement of such remedies, and may provide for such forfeitures and penalties in default of such payment, as may be approved by such meeting; and may also contain, with the approval aforesaid, authority to the trustee or trustees, upon such default, as one of such remedies, to take possession of the railway and property mortgaged, and to hold and run the same for the benefit of the bondholders thereof for a time to be limited by such deed, or to sell the said railway and property, after such delay, and upon such terms and conditions as may be stated in such deed; and with like approval any such deed may contain provisions to the effect that upon such default and upon such other conditions as shall be described in such deed, the right of voting possessed by the shareholders of the Company, shall cease and determine, and shall thereafter appertain to the bondholders; and such deed may also provide for the conditional or absolute cancellation after such sale of any or all of the shares so deprived of voting power, and may also, either directly by its terms, or indirectly by reference to the by-laws of the Company, provide for the mode of enforcing and exercising the powers and authority to be conferred and defined by such deed, under the provisions hereof. And such deed, and the provisions thereof, made under the authority hereof, and such other provisions thereof as shall purport (with like approval) to grant such further and other powers and privileges to such trustee or trustees and to such bondholders, as are not contrary to law or to the provisions of this Act, shall be valid and binding; but if any change in the ownership or possession of the said railway and property shall at any time take place under the provisions hereof, or of any such deed, or in any other manner, the said railway and property shall continue to be held and operated under the provisions hereof, and of "*The Consolidated Railway Act*, 1879" as hereby modified.

Voting powers of bondholders.

16. The bonds authorized by this Act to be issued by the Company, may be so issued in whole or in part in the denomination of dollars, pounds sterling or francs, or in any or all of them, and the coupons may be for payment in denominations similar to those of the bond to which they are attached. And the whole or any of such bonds, may be pledged, negotiated or sold upon such conditions and at such price as the Board of Directors shall from time to time determine.

Further powers as to bonds.

17. It shall not be necessary, in order to preserve the priority, lien, charge, mortgage or privilege, purporting to appertain to or be created by any bond issued or mortgage deed executed under the provisions of this Act, that such bond or deed should be registered in any manner, or in any place whatever. But every such mortgage deed shall be deposited in the office of the Secretary of State: of which deposit notice shall be given in the *Canada Gazette*. And in like manner any agreement entered into by the Company,

No registration of mortgage deed.

Deposit with Secretary of State.

under section *nineteen* of this Act, shall also be deposited in the said office. And a copy of any such mortgage deed, or agreement, certified to be a true copy by the Secretary of State or his Deputy, shall be received as *prima facie* evidence of the original in all courts of justice, without proof of the signatures or seal upon such original.

Arrangements with other companies.

18. The Directors of the Company, in accordance with the provisions of this Act, shall have power and authority to enter into and conclude any arrangements with any other railway company, for the purpose of making any branch or branches to facilitate a connection between the Company and such other chartered railway company.

Certain other railways may be acquired.

19. The Company is also authorized and empowered to make necessary arrangements, or to contract and agree with any other railway company or companies running east or west out of the city of Toronto or running between a point east of Toronto and west of Carleton Place, for the acquisition of their line of railway or undertaking with the appurtenances and privileges thereto belonging, or in any manner appertaining thereto, or with the Canada Central Railway Company for the acquisition of that portion of its line of railway lying between Carleton Place and the city of Ottawa, and after the acquisition of the aforesaid part of the Canada Central Railway, then to acquire any other railway or line of railway running easterly from the city of Ottawa into the Province of Quebec; and the Company may assign, transfer or lease their railway or any part thereof, or any rights or powers acquired under this Act, and the surveys, plans, work, plant, stock, machinery or other effects belonging thereto, to any other incorporated company, or corporations, upon such terms and conditions and with such restrictions as the Directors may deem expedient; Provided, that the terms of such purchase, sale, transfer or arrangement are approved of by two-thirds of the shareholders present in person or represented by proxy at any special general meeting to be held for that purpose in accordance with this Act.

Railway may be assigned or leased.

Proviso: sale to be approved.

Powers as to issue of bonds after arrangement has been entered into.

20. After such arrangement has taken place, the Company or the company to whom the said transfer is made may, with the consent of a majority of the shareholders, and also with the consent of a majority of the bondholders of the companies entering into such arrangement, issue bonds to the extent of twenty-five thousand dollars per mile according to the actual mileage of the railways of the companies entering into such arrangement; and such bonds shall, without registration or formal conveyance, be a first and preferential lien and charge upon the whole joint undertaking of the railways of the companies entering into the said arrangement, and the tolls, revenues and property real and personal thereof, and may be secured by a deed or deeds of mortgage containing the same provisions and in the same manner as the bonds mentioned in the *fifteenth* section of this Act. Provided however, that all bonds of the several companies entering into the said arrangement outstanding at the time of the said issue shall be reckoned as part of the

Proviso.

said issue of twenty-five thousand dollars per mile, and the said amalgamating company shall only have power to issue the difference between the amount of bonds of the said companies then outstanding and the amount required to make up twenty-five thousand dollars per mile.

Certain rights and liabilities transferred to new company.

21. Subject to the provisions in this Act contained, the amalgamating company shall be vested with all the rights, franchises, powers, privileges and property that the said companies entering into the arrangement for amalgamation have, at the time of the said arrangement being made, by virtue of the several Acts relating to the said companies; and the amalgamating company shall be liable for all the debts, duties and obligations of the respective companies entering into the said arrangement; and no proceeding of any nature either by or against the said companies or any of them, shall be abated or discontinued by reason of the said amalgamation, but shall be continued to their natural and ordinary termination as if this Act had never been passed; and if any judgment be rendered therein, such judgment shall be binding upon and executory against the amalgamating company, or shall enure to the benefit thereof and may be enforced thereby, as the case may be. The name of the companies, when amalgamated, the place for the head office of the Company, the amount of the capital stock of the amalgamating company after the amalgamation has taken place, the division of such stock among the shareholders of the respective companies, parties to the amalgamation, the number of directors which the amalgamated company shall have, and all other matters affecting either the respective companies forming the amalgamation or affecting the amalgamating company, may be settled by the deed of amalgamation: Provided however, that the provisions of such deed shall be in accordance with the powers vested in the said company by the several Acts affecting the same or by this Act.

What deed of amalgamation may contain.

Proviso.

Equal rights of shareholders.

22. All shareholders in the Company, whether British subjects or aliens, or residents of Canada or elsewhere, shall have equal rights to hold stock in the Company, and to vote on the same and to be eligible to office in the Company.

Powers as to telegraph lines.

23. The Company shall have full power and authority to construct, work and operate such line or lines of telegraph in connection with and along the line of their railway and branches as may be necessary or useful for the purposes of their undertaking, and for the purpose of constructing, working or protecting the telegraph lines to be constructed by the Company on their line of railway, the powers conferred on telegraph companies by the Act chapter sixty-seven of the Consolidated Statutes of the late Province of Canada, intituled, "*An Act respecting Electric Telegraph Companies*" are hereby conferred on the Company; and the other provisions of the said Act for the working and protection of telegraph lines shall apply to such telegraph lines constructed by the Company.

Bonds may be pledged.

24. The Company may from time to time, for advances of money to be made thereon, mortgage or pledge any bonds which they can, under the provisions of this Act, issue for the construction of the railway or otherwise.

Branch offices and business which may be transacted.

25. The Directors of the Company may appoint an agent in the City of London, England, and also in the City of New York, in the State of New York, one of the United States of America, with such powers and to perform such duties as the Board of Directors may think fit to impose upon him; and the said agents may open and keep books of transfer for the shares of the Company and for the issue of share certificates; and thereupon shares that have been transferred from the registry of shares in Canada to London or New York, or *vice versa*, may be transferred by the holders at the London or New York offices, and *vice versa*, in the same manner as shares may be transferred at the Canada office; and shares originally taken and subscribed for in Great Britain, and shares originally taken and subscribed for in the United States, or in Canada, may after they have been recorded in the registry of shares as aforesaid, be entered upon the books at the London or at the New York or Canada office, irrespective of the place where they were originally subscribed for, and certificates be issued for them; and such agents shall transmit an accurate list of all the transfers made at their offices respectively, together with certificates that may be surrendered to them, to the Secretary or other proper officer of the Company in Canada, who shall thereupon make the requisite entries respecting such transfer and share certificates in the register kept in Canada, and thereupon the same shall be binding on the Company, as to all the rights and privileges of shareholders, as though the share certificates had been issued by the Secretary of the Company in Canada.

Transfer of shares.

26. Shares in the capital stock of the Company may be transferred in such manner and by such form of instrument as the by-laws of the Company may provide, but no transfer shall become effectual unless the share certificates issued in respect of shares intended to be transferred are surrendered to the Company or the surrender thereof dispensed with by the Company.

Transfers elsewhere than in Canada.

27. Whenever any transfer shall be made in England or the United States of any share in the stock of the Company, the delivery of the transfer and share certificates to the agent or agents of the Company for the time being in London and New York aforesaid, shall be sufficient to constitute the transferee a shareholder or stockholder in the Company in respect to the shares so transferred; and such agent or agents shall transmit an accurate list of all such transfers to the Secretary of the Company in Canada, who shall thereupon make the requisite entries in the register, and the Directors may, from time to time, make such regulations as they shall think fit respecting the transfer and registration of shares of stock, and the forms in respect thereof, as well in Canada as elsewhere, and as to the closing of the register of transfer for the purpose of dividends,

as they may find expedient; and all such regulations not being inconsistent with the provisions of this Act and of the Railway Act, as altered or modified by this Act, shall be valid and binding.

Power to erect snow fences.

28. The Company shall have the right, on and after the first day of November in each year, to enter into and upon any lands of Her Majesty, or into or upon any lands of any corporation or any person whatever, lying along the route or line of the railway, and to erect and maintain snow fences thereon, subject to the payment of such damages (if any) as may be thereafter established in the manner provided by law in respect to such railway, to have been actually suffered: Provided always, that any such snow fences so erected shall be removed on or before the first day of April next following.

Form of conveyance of land.

29. Conveyances of land to the Company for the purposes of and exercise of the powers given by this Act, made in the form set out in the schedule hereunder written, or the like effect, shall be sufficient conveyance to the Company, their successors and assigns, of the estate and interest, and sufficient bar of dower respectively of all persons executing the same; and such conveyances shall be registered in the same manner and upon such proof of execution as is required under the registry laws of Ontario; and no registrar shall be entitled to demand more than fifty cents for registering the same, including all entries and certificates thereof, and certificates endorsed on the duplicates thereof.

Land for warehouses, &c.

30. The Company shall have full power to purchase land for and erect warehouses, elevators, docks, stations, workshops and offices, and to sell and convey such land as may be found superfluous for any such purpose, and the Company shall have power to acquire and hold as part of the property of the Company as many steam or other vessels as the Directors of the Company may deem requisite, from time to time, to facilitate the carriage of passengers, freight and other traffic, in connection with the railway.

SCHEDULE.

Know all men by these presents, that I (*or* we) (*insert the names of the vendors*) in consideration of dollars paid to me (*or* us) by the Ontario and Quebec Railway Company, the receipt whereof is hereby acknowledged, do grant and convey, and I (*or* we) (*insert the names of any other party or parties*) in consideration of dollars paid to me (*or* us) by the said Company, the receipt whereof is hereby acknowledged, do grant and release all that certain parcel (*or* those certain parcels, *as the case may be*) of land situated (*describe the lands*), the same having been selected and laid out by the said Company for the purposes of their railway, to hold with the appurtenances unto the said Ontario and Quebec Railway Company, their successors and assigns (*here insert any other clauses, covenants or conditions*

required) and I (*or* we) the wife (*or* wives) of the said do hereby bar my (*or* our) dower in the said lands;

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

Signed, sealed and delivered in the presence of } A. B. [L.S.]

No. 23.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act to incorporate the Ontario and Quebec Railway Company.

[*Reprinted with amendments proposed to be inserted in the Railway Committee.*]

(PRIVATE BILL.)

Mr. CAMERON,
(Victoria, N.R.)

OTTAWA:

PRINTED BY MACLEAN, ROGER & CO.,

1880.

No. 23.] **BILL.** [1880-81.

An Act to incorporate the Ontario and Quebec Railway Company.

NEW CLAUSES and Clauses to be substituted in Bill No. 23, to incorporate the Ontario and Quebec Railway Company.

(For Clause 19.)

The Company is also authorized and empowered to make the necessary arrangements and to contract and agree with the Credit Valley Railway Company, the Grand Junction Railway Company, the Canada Central Railway Company and the Quebec, Montreal, Ottawa and Occidental Railway Company, or any of them, for amalgamation with the said companies or any of them, or for the acquisition or leasing of the lines thereof, or such parts of the Canada Central Railway and Grand Junction Railway as may, in the opinion of the directors of the Company hereby incorporated, be made available to establish early and advantageous through connection between Toronto and Ottawa; and may also make traffic or running arrangements with any of the said companies: Provided that the terms of such amalgamation, acquisition or lease are approved of by two-thirds of the shareholders, present in person or represented by proxy, at a special general meeting to be held for that purpose, in accordance with this Act.

(New Clause, No. 31.)

In order to afford reasonable facilities to the Great Western Railway Company, the Quebec, Montreal, Ottawa and Occidental Railway Company, the Credit Valley Railway Company, and to all other companies whose lines of railway may at any point or points be connected with and form a continuous line of railway or part of a continuous line of railway with the railway of the Company hereby incorporated, for the receiving, forwarding, delivering, interchange and working of traffic upon and by way of the several railways belonging to or worked by such companies respectively, the Company hereby incorporated shall, for the purposes of all traffic whatsoever, whether passengers and their baggage, including the usual accommodation for express matter, or freight of any description, including live stock and minerals, and whether such traffic shall originate or terminate upon the railway systems of such companies or either of them, or come from or be destined to

some other railway or railways or other carriers connecting mediately or immediately with them, at all times receive, ticket, bill, invoice and forward the traffic upon and over its railway from such connecting point to or towards its destination, and deliver any and all such traffic as consigned either in final delivery upon or from its own railway or to some other carrier for further transmission to its destination according to the ticket, bill, or invoice ; and in like manner shall receive, ticket, bill, invoice and forward the traffic destined to or by way of such connecting railway and duly deliver the same at such connecting point to such connecting railway; and the Company hereby incorporated shall afford to the Great Western Railway Company, the Quebec, Montreal, Ottawa and Occidental Railway Company, the Credit Valley Railway Company, and all such other companies having connecting railways as aforesaid, all needful accommodation, facility and convenience at their stations and by their trains and otherwise and by through rating, billing, and ticketing for the promotion of their business and the interchange of such traffic.

And the Company hereby incorporated shall not give or allow directly or indirectly any preference or advantage to, or to the traffic by, any other railway or portion of a railway or other carriers' line forming part of a continuous route, whether owned or operated by or in interest directly or indirectly with the Company hereby incorporated or otherwise, over the Great Western Railway, the Quebec, Montreal, Ottawa and Occidental Railway, the Credit Valley Railway, or any such other connecting railway or the traffic thereby ; and it shall be unlawful for the Company hereby incorporated to make, and it shall not make any greater or higher charge for the carriage of traffic or any service connected with the traffic passing to or from the Great Western Railway, the Quebec, Montreal, Ottawa and Occidental Railway, the Credit Valley Railway, or any such other connecting railway than the lowest charge it shall make for a like or similar service over any part of its own railway, or which shall be made over any part of a railway worked by or in interest with it, nor make or allow any discrimination, preference or advantage as between any such connecting railways.

And the Company hereby incorporated shall carry all such traffic interchanged with the Great Western Railway, the Quebec, Montreal, Ottawa, and Occidental Railway, the Credit Valley Railway, or any other such connecting railway at the lowest mileage rate for the time being charged or received by it for the carriage of like or similar classes of traffic over the same part of its railway, which lowest mileage rate shall in no case exceed the *pro rata* mileage rate charged or received for the haulage of the like or similar classes of traffic over any part of the whole line of railway worked by or in interest with the said Company hereby incorporated.

Provided that nothing herein shall oblige the Company hereby incorporated to accept for the carriage of any such traffic less than its *pro rata* share, according to mileage, of the entire through charge, rate or fare at which the same shall be carried by railway.

And provided further, that the Company hereby incorporated shall be obliged to furnish the facilities and to work through traffic with the said Great Western Railway Company, the Quebec, Montreal, Ottawa and Occidental Railway Company, the Credit Valley Railway Company, or any such other connecting company, only so long as the said Great Western Railway Company, the Quebec, Montreal, Ottawa and Occidental Railway Company, the Credit Valley Railway Company, or such other company, shall afford to the Company hereby incorporated the like facilities in return. In case the said companies shall fail to agree upon the extent or manner of working or carrying into effect of the provisions contained in this section, such matters and difference shall be settled by three arbitrators, appointed from time to time, one to be appointed by each of the said railway companies, parties to such difference, and the third by the Chief Justice or one of the Judges of the Supreme Court of Canada; and in the event of either of the said companies refusing or neglecting to appoint such arbitrator for the space of ten days after being requested or notified so to do by the other company, then the said Chief Justice or Judge shall appoint such arbitrator for the company so neglecting or refusing; and the decision and award of the said arbitrators, or a majority of them, shall be final and binding on the said companies, and may be enforced in any court of law or equity having jurisdiction in the premises.

(New Clause, to be No. 32.)

The powers given by this Act shall be exercised by the commencement of the said railway within one year after the passing of this Act, and its completion within three years therefrom.

(New Clause, proposed by Mr. Blake, to be No. 33.)

The Toronto and Ottawa Railway Company, hereinafter called the Toronto Company, may, within one month after the passing of this Act, by registered letter, address to and transmit to the Company hereby incorporated, an account of the amount actually expended by the present proprietors of the Toronto Company in the purchase made by them of the stock and charter and assets thereof, and also of the amount actually expended by the Toronto Company, since such purchase, in the prosecution of the enterprise, and of interest on such amounts. The Company hereby incorporated shall, within one month thereafter, by registered letter, addressed to notify the Toronto Company, in case it disputes the said account, and name an arbitrator; in that case, the Toronto Company shall, within fourteen days thereafter, name an arbitrator,

and the two arbitrators shall, within fourteen days thereafter, name a third ; and if they make default therein, a Judge of the Exchequer Court may, on the application of either of the companies, name such third arbitrator. The arbitrators, or a majority of them, shall decide on the true amount. The Company hereby incorporated shall, within months after the passing of this Act, pay to the Toronto Company the amount of the said account, or in case the same is disputed, the amount ascertained by the said arbitrators. Upon such payment, the Toronto Company shall deliver to the Company hereby incorporated all plans, surveys and reports by it obtained, and shall execute to the said Company a covenant to concur in, and at the expense of the said Company hereby incorporated, promote legislation for the dissolution of the Toronto Company, and meantime not to make use of its corporate powers.

No. 28.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act to incorporate the Ontario and Quebec Railway Company.

(New clauses and clauses to be substituted.)

(PRIVATE BILL.)

Mr. CAMERON,
(Victoria, N.R.)

OTTAWA:

PRINTED BY MACLEAN, ROGER & CO.

1881.

No. 24.] **BILL.** [1880-1

An Act respecting the Berlin and Galt branch of the Grand Trunk Railway Company of Canada.

Preamble.

WHEREAS the Grand Trunk Railway Company of Canada have, by their petition, prayed that an Act may be passed authorizing them to extend their Berlin and Galt branch to Paris, or some point on their Buffalo and Goderich line, also empowering them to change the present location of their station in the Town of Galt, and to extend and define their powers and enable them to acquire under the several statutes relating to the said Company any lands required for the purposes aforesaid; and whereas it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Berlin and Galt branch may be extended.

1. It shall and may be lawful for the Grand Trunk Railway Company of Canada to extend their branch now existing between the Town of Berlin and the Town of Galt, in the Province of Ontario, to the Town of Paris in the said Province, or to any other point on their line between Goderich and Buffalo, and to effect a junction therewith as the said Company may deem most expedient; and for such purpose the said Company shall have all the powers contained in the several Acts relating to the said Company; and to the said extension, the location thereof, the acquiring of the lands necessary therefor, and all the purposes of the said Company, the said statutes respectively shall apply.

Provision as to station at Galt.

2. The Company may change the location of their present station, or may acquire additional lands in the said Town of Galt for a passenger station, retaining their present station for freight purposes; and for the said purposes the several sections of "*The Consolidated Railway Act*, 1879" in so far as respects the taking of lands for railway purposes, shall apply.

And as to line through town of Galt.

3. The line of the Company's railway as now located in the said Town of Galt may remain as it now is, or may be changed for the purposes of the said Company, or for the said extension as the Company may deem best.

No. 24.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act respecting the Berlin and Galt branch of the Grand Trunk Railway Company of Canada.

Received and read first time, Friday, 14th January, 1881.

Second reading, Monday, 17th January, 1881.

(PRIVATE BILL)

Mr. KIRKPATRICK.

OTTAWA:
Printed by MacLean, Roger & Co., Wellington Street.
1881.

No 25] **BILL.** [1880-1

An Act respecting The Ontario and Pacific Junction Railway Company.

(*Reprinted with amendments proposed to be inserted in the Railway Committee.*)

Preamble.

WHEREAS The Ontario and Pacific Junction Railway Company have, by their petition, prayed for an Act conferring upon them power to extend their line of railway from Lake Nipissing in a northerly direction to a point on the Ottawa River, south of Lake Temiscaming, and it is expedient to grant the prayer of the said petition, and otherwise to amend the Act incorporating the said Company: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:

Line may be extended.

1. The Ontario and Pacific Junction Railway Company, shall have full power to extend their main line in a northerly direction from Lake Nipissing to any convenient point on the Ottawa River south of Lake Temiscaming, and to construct an extension from any convenient point on their main line to Sault Ste. Marie; and all the powers and conditions relating to the railway which the said Company was heretofore authorized to construct shall be applicable to the extensions hereby authorized.

Bridge may be built over River St. Mary.

Agreement with companies in Michigan

2. The said Company may also lay out, construct, and work a railway bridge over the River St. Mary at or near the Sault Ste. Marie to connect with railways in the State of Michigan, one of the United States of America, and for that purpose shall have power to unite with any other company incorporated, or which may be incorporated under the laws of the said State of Michigan, or of the United States of America, and to enter into any contract or agreement with such company respecting the construction and maintenance thereof; and it may be made a condition of such contract or agreement that the net revenue derivable from such bridge shall be used exclusively in the payment of the principal and interest of any bond, security, or debt contracted for the construction thereof, or that the interest on such bond, security, or debt, shall form a part of the running expenses of the railway.

Vessels and craft may be held and used.

3. Until such bridge has been constructed the said Company shall have power to construct, charter and navigate scows, boats, and steam and other vessels, for the purpose of crossing the said St. Mary River, and of carrying passengers and goods over the said River.

No. 25.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act respecting the Ontario and Pacific Junction Railway Company.

[*Reprinted with amendments proposed to be inserted in the Railway Committee.*]

(PRIVATE BILL.)

Mr. WILLIAMS.

OTTAWA:

PRINTED BY MACLEAN, ROGER & CO.,

1880.

No 25.] **BILL.** [1880-1

An Act respecting The Ontario and Pacific Junction Railway Company.

WHEREAS The Ontario and Pacific Junction Railway Company have, by their petition, prayed for an Act conferring upon them power to extend their line of railway from Lake Nipissing in a northerly direction to a point on the Ottawa River, south of Lake Temiscaming, and it is expedient to grant the prayer of the said petition, and otherwise to amend the Act incorporating the said Company: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows: Preamble.

1. The Ontario and Pacific Junction Railway Company, shall have full power to extend their main line in a northerly direction from Lake Nipissing to any convenient point on the Ottawa River south of Lake Temiscaming. Line may be extended.

No. 25.

3rd Session, 4th Parliament, 44 Vict., 1880-1

BILL.

An Act respecting the Ontario and Pacific Junction Railway Company.

Received and read first time, Friday, 14th January, 1881.

Second reading, Monday, 17th January, 1881.

(PRIVATE BILL.)

Mr. WILLIAMS.

OTTAWA:
PRINTED BY MACLEAN, ROGER & Co,

1881

No. 25. **BILL.** [1880-1

An Act respecting The Ontario and Pacific Junction Railway Company.

(Reprinted as amended and reported by the Railway Committee.)

WHEREAS The Ontario and Pacific Junction Railway Company have, by their petition, prayed for an Act conferring upon them power to extend their line of railway from Lake Nipissing in a northerly direction to a point on the Ottawa River, south of Lake Temiscamingue, and it is expedient to grant the prayer of the said petition, and otherwise to amend the Act incorporating the said Company: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:

1. The Ontario and Pacific Junction Railway Company, hereinafter called the Company, shall have full power to extend their main line in a northerly direction from Lake Nipissing to any convenient point on the Ottawa River south of Lake Temiscamingue.

2. The Company shall make running arrangements with, and give running powers to any railway company or companies in the Dominion of Canada (whether incorporated by the Dominion or any of the Provincial Legislatures) which are now or may hereafter be situate on the line or lines hereby authorized, or which touch or cross the same, or any line or lines which connect with any of such lines, upon terms to be agreed upon; and such running powers shall include all proper and necessary facilities in sidings for obtaining fuel and water, and generally for the passing and working of the trains of the company or companies exercising the same; and the facilities so to be given shall be equal to all companies exercising such powers, so that no unfair advantage shall be given to any one company over another in the use of the said lines; and all the powers mentioned in this Act shall be so given upon the payment of a reasonable compensation therefor; and any railway company or companies as aforesaid which may claim and use the running powers and facilities over the line or lines of the Company as hereby authorized shall grant similar running arrangements and powers over any line or lines of railway which such company may own or control, and which may now or may hereafter be situate on, or may touch or cross the same, or any line or lines which connect with any of such lines, and all such powers shall be so given and exercised upon the payment of a reasonable compensation therefor: Provided that the running powers

mentioned in this Act shall not include any right for one company to engage or participate in, or operate upon or over the line of any other company, or on any part thereof, any local traffic served by, collected or distributed at, or belonging to places upon the line or lines of the company over whose lines running powers are exercised, or at which such company shall have established stations. And provided further that the company or companies exercising the running powers as herein provided shall have the right to interchange through traffic with any other railway company or companies whose line or lines of railway shall reach to and connect with the lines of the Company at Lake Nipissing or the commencing point of the said line of railway, and provided further that the running powers hereby given over the lines of the Company shall not be extended or continued to any company which shall construct and work a line of railway from any point connecting with the railway system of Ontario to any point to which the Company may construct the line as authorized by this Act or by the Act incorporating the same.

3. In order to afford reasonable facilities to all companies whose lines of railway may at any point or points be connected with and form a continuous line of railway or part of a continuous line of railway with the railway of the Company, for the receiving, forwarding, delivering, interchange and working of traffic upon and by way of the several railways belonging to or worked by such companies respectively, the Company shall, for the purposes of all traffic whatsoever, whether passengers and their baggage, including the usual accommodation for express matter, or freight of any description, including live stock and minerals, and whether such traffic shall originate or terminate upon the railway systems of such companies or either of them, or come from or be destined to some other railway or railways or other carriers connecting mediately or immediately with them, at all times receive, ticket, bill, invoice and forward the traffic upon and over its railway from such connecting point to or towards its destination, and deliver any and all such traffic as consigned, either in final delivery upon or from its own railway, or to some other carrier for further transmission to its destination according to the ticket, bill, or invoice; and in like manner shall receive, ticket, bill, invoice and forward the traffic destined to or by way of such connecting railway and duly deliver the same at such connecting point to such connecting railway; and the Company shall afford to all such companies having connecting railways as aforesaid, all needful accommodation, facility and convenience at their stations and by their trains and otherwise and by through rating, billing, and ticketing for the promotion of their business and the interchange of such traffic;

2. And the Company shall not give or allow directly or indirectly any preference or advantage to, or to the traffic by, any other railway or portion of a railway or other carriers' line forming part of a continuous route, whether owned or operated by or in interest directly or indirectly

with the Company or otherwise, over any such connecting railway or the traffic thereby; and it shall be unlawful for the Company to make, and it shall not make any greater or higher charge for the carriage of traffic or any service connected with the traffic passing to or from any such connecting railway than the lowest charge it shall make for a like or similar service over any part of its own railway, or which shall be made over any part of a railway worked by or in interest with it, nor make or allow any discrimination, preference or advantage as between any such connecting railways;

3. And the Company shall carry all such traffic interchanged with any such connecting railway at the lowest mileage rate for the time being charged or received by it for the carriage of like or similar classes of traffic over the same part of its railway, which lowest mileage rate shall in no case exceed the *pro rata* mileage rate charged or received for the haulage of the like or similar classes of traffic over any part of the whole line of railway worked by or in interest with the Company;

4. Provided that nothing herein shall oblige the Company to accept for the carriage of any such traffic less than its *pro rata* share, according to mileage, of the entire through charge, rate or fare at which the same shall be carried by railway;

5. And provided further, that the Company shall be obliged to furnish the facilities and to work through traffic with any other connecting company, only so long as the said other company shall afford to the Company the like facilities in return.

4. In case the said companies shall fail to agree upon the extent or manner of working or carrying into effect the provisions contained in sections two and three of this Act, such matters and difference shall be settled by three arbitrators, appointed from time to time, one to be appointed by each of the said railway companies, parties to such difference, and the third by one of the Judges of one of the Superior Courts of Ontario; and in the event of either of the said companies refusing or neglecting to appoint such arbitrator for the space of ten days after being requested or notified so to do by the other company, then the said Judge shall appoint such arbitrator for the company so neglecting or refusing; and the decision and award of the said arbitrators, or a majority of them, shall be final and binding on the said companies, and may be enforced in any court of law or equity having jurisdiction in the premises.

5. The powers granted by this Act to the Company shall be exercised by the commencement within three years, and the completion within six years from the passing of this

Act, of the extension of their line of railway hereby authorized, in default whereof, all such powers shall be forfeited in so far as respects so much of the said extension as then remains incomplete.

No. 25.

3rd Session, 4th Parliament, 44 Victoria, 1880-1.

BILL.

An Act respecting the Ontario and Pacific Junction Railway Company.

Reprinted as amended and reported by the Railway Committee.

(PRIVATE BILL.)

Mr. WILLIAMS.

OTTAWA:

PRINTED BY MACLEAN, ROGER & Co.

1881.

No. 55.] **BILL.** [1880-1

An Act respecting The Ontario and Pacific Junction Railway Company.

(*Again reprinted with amendments proposed to be inserted in the Railway Committee.*)

Preamble.

WHEREAS The Ontario and Pacific Junction Railway Company have, by their petition, prayed for an Act conferring upon them power to extend their line of railway from Lake Nipissing in a northerly direction to a point on the Ottawa River, south of Lake Temiscaming, and it is expedient to grant the prayer of the said petition, and otherwise to amend the Act incorporating the said Company: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:

Line may be extended.

1. The Ontario and Pacific Junction Railway Company, shall have full power to extend their main line in a northerly direction from Lake Nipissing to any convenient point on the Ottawa River south of Lake Temiscaming, and to construct an extension from any convenient point on their main line to Sault Ste. Marie; and all the powers and conditions relating to the railway which the said Company was heretofore authorized to construct shall be applicable to the extensions hereby authorized.

Bridge may be built over River St. Mary.

Agreement with companies in Michigan.

2. The said Company may also lay out, construct, and work a railway bridge over the River St. Mary at or near the Sault Ste. Marie to connect with railways in the State of Michigan, one of the United States of America, and for that purpose shall have power to unite with any other company incorporated, or which may be incorporated under the laws of the said State of Michigan, or of the United States of America, and to enter into any contract or agreement with such company respecting the construction and maintenance thereof; and it may be made a condition of such contract or agreement that the net revenue derivable from such bridge shall be used exclusively in the payment of the principal and interest of any bond, security, or debt contracted for the construction thereof, or that the interest on such bond, security, or debt, shall form a part of the running expenses of the railway.

Vessels and craft may be held and used.

3. Until such bridge has been constructed the said Company shall have power to construct, charter and navigate scows, boats, and steam and other vessels, for the purpose of crossing the said St. Mary River, and of carrying passengers and goods over the said River.

Grants of public lands may be received.

4. It shall be lawful for the Company to take, receive and hold a grant or grants of public lands from the Government of any Province in Canada, in aid of the construction of the railway, and to survey and subdivide the same in such manner as they shall see fit, and to lease, mortgage, sell or grant the said lands, or any part thereof, upon such terms and conditions and for such price in money or in bonds or stock of the Company, or other securities, as the Directors of the Company may, from time to time, determine, subject to any agreement which may be made between the Company and any Provincial Government respecting the said grant or grants of land.

All other railways to have equal facilities over the line.

5. The said Company shall at all times work and operate its railway so as to afford equal facilities for the receipt, transfer and transportation to, from or over the same of the traffic of all other lines of railway in Canada which may connect with the railway of the said Company; and the said Company shall establish, levy and collect equal tolls, rates and charges in respect of the traffic received from or to be delivered to all such other railways, and so that the same shall be received, transferred, transported and delivered, and the tolls and charges in respect of the same shall be levied and collected on terms of absolute equality, and without discrimination of any sort in favor of or against the traffic of any other such railway.

Section 8 of 37 V., c. 74 repealed.

6. The eighth section of the Act of incorporation of the said Company, passed in the thirty-seventh year of the reign of Her Majesty, chaptered seventy-four, is hereby repealed, and the following section substituted therefor :—

New section.

"**8.** The said Company may receive, either from any Dominion or Provincial Government, or from any persons or bodies corporate, municipal or politic, who may have power to make or grant the same, in aid of the construction, equipment and maintenance of the said railway, bonuses, loans, or gifts of money, or securities for money, and upon accepting such aid the said Company may agree to any conditions as to running powers or traffic arrangements in favor of other lines that may be imposed by any Government granting such aid; provided that such conditions shall not have the effect of discriminating in favor of any Company against any other Company."

Section 15 repealed.

7. The fifteenth section of the said Act is hereby repealed, and the following section substituted therefor :—

New section.

"**15** The bonds hereby authorized to be issued, shall, without registration or formal conveyance, be taken and considered to be the first and preferential claims and charges upon the said Company, and the undertaking, tolls and income and real and personal property thereof, now or at any time hereafter acquired, save and except any public lands that may be received from any Government in aid of the construction of the railway, and not actually used and occupied by the railway, and each holder of the said bonds shall be deemed to

be a mortgagee or incumbrancer upon the said securities *pro rata* with all the other bondholders."

8. The twenty-first section of the said Act is hereby repealed, and the following section substituted therefor:— Section 21 repealed.

"**21.** The said Company shall have power to make running arrangements with any railway company or companies in Canada, upon such terms and conditions as the companies may agree upon, subject to approval by two-thirds of the votes of the shareholders, voting in person or by proxy, at a special general meeting to be held for that purpose; and in all such running arrangements no undue advantages shall be given to any one company over another. Any agreement or deed in any case contemplated by this section for the purpose of giving effect to the powers herein contained, which shall be so sanctioned, shall be valid and binding in all courts and places for the purposes aforesaid." New section.

No. 25.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act respecting the Ontario and Pacific Junction Railway Company.

Again reprinted as proposed to be amended in the Railway Committee.

(PRIVATE BILL.)

Mr. WILLIAMS.

OTTAWA:
PRINTED BY MACLEAN, ROGER & CO.,
1881.

No. 26.] **BILL.** [1880-1

An Act to incorporate The Ontario Investment Association.

WHEREAS the persons hereinafter named have, by their petition, prayed that they may be incorporated as a Company, under the title of "The Ontario Investment Association," having for its object the borrowing and lending of money on real estate, and the purchase and dealing in public and other stocks, bonds, debentures and securities, and to act as financial agents for other corporations and individuals, and it is expedient to grant their prayer: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:— Preamble.

1. Samuel Peters, Isaac Waterman, George Robinson, Thomas Beattie, James B. Strathy, Charles Murray, Isaiah Danks, William Quay and Henry Taylor, and all other and every person and persons, body or bodies corporate, who shall from time to time be possessed of any share or shares in the Company to be hereby incorporated, shall be and are hereby constituted a Company, and shall be one body politic and corporate by the name of "The Ontario Investment Association" (hereinafter called the Association), and by that name shall have perpetual succession and a common seal, with power to break and alter such seal, and by that name may sue and be sued, plead and be impleaded in all courts of law or equity whatever. Certain persons incorporated. Corporate name.

2. The said above named persons shall be the provisional Directors of the Association, and shall hold office as such until Directors of the Association are elected as hereinafter provided. Provisional directors.

3. The Association are hereby empowered to lay out and invest their capital, in the first place, in paying and discharging all costs, charges and expenses incurred in applying for and obtaining the passing of this Act, and all other expenses preparatory or relating thereto; and the remainder of such capital, or so much thereof as may from time to time be deemed necessary, in the manner and for the purposes hereinafter mentioned, that is to say: the Association may from time to time lend and advance money by way of loan or otherwise, for such periods as the Directors may deem proper, on the security of real estate or of the public securities of Canada or of any Province thereof, or of the debentures of any corporation issued under any statutory authority, or of the stock or shares of any incorporated bank in Canada, and upon such terms and conditions as to the Association Business of the corporation. Loans and conditions thereof.

shall seem satisfactory or expedient, with power to do all acts that may be necessary for the advancing such sums of money and for receiving and obtaining repayment thereof, and for compelling the payment of all interest (if any) accruing from such sums so advanced, for the observance and fulfilment of any conditions annexed to such advances, or any forfeiture of any term or delay of payment consequent on the non-fulfilment thereof, and to give receipts and acquittances and discharges for the same either absolutely and wholly or partially; and for all, every and any of the foregoing purposes, and for every and any other purpose in this Act mentioned or referred to, the Association may lay out and apply the capital and property for the time being of the Association, or any part thereof, or any of the moneys authorized to be hereafter raised by the Association in addition to their capital for the time being, with power to do, authorize and exercise all acts and powers whatsoever in the opinion of the Directors of the Association requisite or expedient to be done or exercised in relation thereto.

May be made from capital, &c.

Power to act as an Agency Association and to make loans as such.

4. The Association are hereby empowered to act as an Agency Association, and either on their own behalf or for the interest and on behalf of any person or persons or body or bodies corporate, who shall entrust them with money for that purpose, to lend and advance money to any person or persons upon such securities as are mentioned in the last preceding section, or to any body or bodies corporate whomsoever, or to any municipal or other authority or any board or body of trustees or commissioners whatsoever, upon such terms and upon such security as to the Association shall appear satisfactory; and the conditions of such loans and advances may be enforced by the Association for their benefit or for the benefit of the person or corporation for whom such money has been lent and advanced; and the Association shall have the same powers in respect of such loans and advances as are conferred upon them in respect of loans or advances made from their own capital, and they may also guarantee either the repayment of the principal or interest, or both, of any moneys entrusted to the Association for investment; and for all and every and any of the foregoing purposes may lay out and employ the capital and property for the time being of the Association or any part of the moneys authorized to be hereafter raised by the Association in addition to their capital for the time being, or any moneys so entrusted to them as aforesaid, and may do, assent to and exercise all acts whatsoever in the opinion of the Directors of the Association for the time being requisite or expedient, and may also agree on behalf of others or for the Association as such to lend money on any security, real or personal or both, and acquire by purchase or otherwise mortgages, debentures of municipal or other corporations, the stock of incorporated banks and other securities or evidences of debt, and also purchase and acquire personal securities and evidences of debt; and the same may resell as they may deem advisable, and for that purpose may execute such assignments or other instruments as may be necessary for carrying the same into effect.

Payment may be guaranteed.

5. The Directors may from time to time, with the consent of the Association in general meeting, borrow money on behalf of the Association at such rates of interest and upon such terms as they may from time to time think proper; and the Directors may for that purpose make and execute any mortgage bonds or other instruments under the common seal of the Association for sums of not less than one hundred dollars each, or assign, transfer or deposit, by way of equitable mortgage or otherwise, any of the documents of title, deeds, muniments, securities, or property of the Association, and either with or without power of sale or other special provisions as the Directors shall deem expedient: Provided that the aggregate of the sum or sums so borrowed, together with what is received on deposit, shall not at any time exceed the amount of subscribed capital of the Association for the time being not paid up; and no lender shall be bound to enquire into the occasion for any such loan or into the validity of any resolution authorising the same or the purpose for which such loan is wanted.

Borrowing powers of the corporation.

Proviso; amount limited.

6. The Association may hold such real estate as may be necessary for the transaction of their business not exceeding in yearly value the sum of five thousand dollars in all, or as being mortgaged or hypothecated to them may be acquired by them for the protection of their investment, and may, from time to time, sell, mortgage, lease, or otherwise dispose of the same.

Powers as to real estate.

7. In the exercise of any of the powers conferred by this Act the Association may advance all moneys authorized to be loaned by them for such period as they may deem expedient.

Loans may be for any period

8. The Association may stipulate for, take, reserve, and exact any rate of interest or discount that may be lawful in the place where the contract for the same shall be made, and shall not, in any respect thereof, be liable for any loss, penalty or forfeiture on any account whatsoever, and may also receive an annual payment of any loans by way of a sinking fund for the gradual extinction of such loans upon such terms and in such manner as may be regulated by the by-laws of the Association.

Lawful interest may be taken.

Sinking fund.

9. It shall be lawful for the Association to receive money on deposit for such periods and at such rate of interest as may be agreed upon, provided that the aggregate amount of such deposits together with the amount of the mortgages, bonds, or other instruments given by the Association remaining unpaid, shall not, at any time, exceed the amount of the subscribed capital of the Association.

Money may be received on deposit.

10. A register of all securities held by the Association shall be kept, and within fourteen days after the taking of any security, an entry or memorial, specifying the nature and amount of such security, and the names of the parties thereto, with the proper additions, shall be made in such register.

Registry of securities to be kept.

Capital stock and shares.

11. The capital of the Association shall be one million dollars, in shares of fifty dollars each, of which ten per centum shall be paid in before the actual transaction of business is proceeded with ; and it shall be lawful for the Association, by a resolution passed at the first or any other general meeting of the shareholders, to increase the capital stock, from time to time, as may be deemed expedient, to any sum not exceeding the sum of five millions of dollars, and to raise the amount of the said new stock, either by distribution amongst the original stock holders, or by the issue of new shares, or partly in the one way and partly in the other, and the said new stock shall be subject to all the incidents, both with reference to the payment of calls and forfeiture, and as to the powers of lending and borrowing, or otherwise, as the original stock.

Increase.

Shares to be personal estate.

12. All shares in the capital of the Association shall be personal estate and transmissible as such.

Extent of liability of shareholders.

13. No member of the Association shall be liable for or charged with the payment of any debt or demand due from the Association beyond the extent of his shares in the capital of the Association not then paid up.

Register of shareholders.

14. The Association shall keep in a book or books a stock register of the Association and therein shall be fairly and distinctly entered from time to time the following particulars : the names and addresses and the occupations, if any, of the members of the Association, and the number of shares held by each member and the amount paid or agreed to be considered as paid on the shares of each member.

Who to be deemed members.

15. Every person who agrees to become a member of the Association and whose name is entered on the stock register, shall be deemed to be a member of the Association.

Register to be evidence.

16. The stock register shall be *prima facie* evidence of any matters by this Act directed or authorized to be inserted therein.

Corporation not bound to see to trusts.

17. Notice of any trust expressed, implied or constructive, entered on the books of the Association, shall not in any way affect the Association.

Allotment of shares.

18. Where any person makes application in writing signed by him, for an allotment of shares, and any shares or share are or is allotted to him in pursuance of such application, he shall be deemed conclusively to have agreed to become a member of the Association in respect of the shares so allotted, and he shall be entered on the register of members in respect thereof accordingly.

Certificates of shares.

19. Every member of the Association, shall on payment of twenty-five cents or such less sum as the Directors shall prescribe, be entitled to receive a certificate under the common seal of the Association specifying the share or shares held by him and the amount paid up thereon; and on evidence to

the satisfaction of the Directors being given that any such certificate is worn out, destroyed, or lost, it may be renewed on payment of the sum of twenty-five cents or such less sum as the Directors shall prescribe: such certificate shall be *prima facie* evidence of the title of the member therein named to the share or shares therein specified.

Joint shareholders.

20. If any share stands in the name of two or more persons, the first name in the register of such persons shall, as regards voting at meetings, receipt of dividends, service of notices, and all other matters connected with the Association (except transfer) be deemed the sole holder thereof; no share in the Association shall be subdivided.

Calls on stock.

21. The Directors may from time to time make such calls upon the members in respect of all moneys unpaid upon their respective shares as they shall think fit: Provided that twenty-one days, at the least, before the day appointed for each call, notice thereof shall be served on each member liable to pay the same; but no call shall exceed the amount of five dollars per share, and a period of three months at the least, shall intervene between two successive calls.

Liability to pay calls.

22. Each member shall be liable to pay the amount of any call so made upon him to such person and at such time and place as the Directors shall appoint.

Interest on unpaid calls.

23. A call shall be deemed to have been made at the time when the resolution of the Directors authorizing such call was passed: and if a shareholder shall fail to pay any call due by him, before or on the day appointed for payment thereof he shall be liable to pay interest for the same at the rate of eight per cent. per annum, or at such other less rate as the Directors shall determine from the day appointed for payment to the time of actual payment thereof.

Shares may be paid in advance.

24. The Directors may, if they think fit, receive from any member willing to advance the same, all or any part of the amounts due on the shares held by such member beyond the sums then actually called for; and upon so much of the moneys so paid in advance, as shall from time to time exceed the amount of the calls then made upon the shares in respect of whied advance shall be made, the Association may pay interest at such rate not exceeding six per cent. per annum as the member paying such sum in advance and the Directors shall agree upon.

Register of transfers.

25. There shall be a book called the register of transfers provided, and in such book shall be entered the particulars of every transfer of shares in the capital of the Association.

Consent of directors.

26. No transfer of shares shall be made without the consent and approval of the Directors.

Execution of transfer.

27. Every instrument of transfer of any share in the Association shall be executed by the transferrer and and transferee, and the transferrer shall be deemed to remain the holder

of such share and a member of the Association in respect thereof until the name of the transferee shall be entered in the stock register book.

Form of transfer.

28 Shares in the Association shall be transferred in the form prescribed by the Directors.

Arrears to be first paid.

29. The Directors may decline to register any transfer of shares belonging to any member who is indebted to the Association.

Shares of deceased members.

30. The executors or administrators of any deceased member shall be the only persons recognized by the Association as having any title to his share.

Transmission of shares by bankruptcy, &c.

31. Any person or persons becoming entitled to a share in consequence of the death, bankruptcy or insolvency of any member may be registered as a member upon such evidence being produced as shall from time to time be required by the Directors, and on production of a request in writing in that behalf, signed by him, her or them, (the signature being attested by at least one witness) which shall be conclusive evidence of his having agreed to become a member.

Representative may be nominated.

32. Any person who has become entitled to a share in consequence of the death, bankruptcy or insolvency of any member, may, instead of being registered himself, elect to have some person to be named by him registered as a member in respect of such share.

Transfer in such case.

33. The person so becoming entitled shall testify such election by executing to his nominee an instrument of transfer of such share.

Evidence of transfer.

34. Every such instrument of transfer shall be presented to the Directors, accompanied by such evidence as the Directors may require to prove the title of the transferer, and shall be retained by the Association.

Transfer by personal representative.

35. Any transfer of the share or other interest of a deceased member made by his personal representative shall, notwithstanding such personal representative may not himself be a member, be of the same validity as if he had been a member at the time of his execution of the instrument of transfer.

Recovery of calls.

Notice.

36. If any member fail to pay any call on the day appointed for the payment thereof, the Directors may, at any time thereafter during such time as the call may remain unpaid, serve a notice on him requiring him to pay such call, together with any interest that may have accrued due thereon by reason of such non-payment; and such notice shall name a day (not being less than twenty-one days from the date of such notice) and a place on and at which such call and interest and any expenses that may have been incurred by reason of every such non-payment are to be paid; and such notice shall also state that in the event of non-payment at or

before the time and at the place so appointed as aforesaid, the shares in respect of which such call was made will be liable to be forfeited.

Forfeiture of shares for non-payment.

. If the requisitions of any such notice are not complied with any share in respect of which such notice has been given may at any time thereafter, before payment of all calls, interest, and expenses due in respect thereof, be declared forfeited by a resolution of the Directors to that effect.

Disposal of forfeited shares.

38. Every share which shall be so declared forfeited shall be deemed to be the property of the Association, and may be sold, re-allotted or otherwise disposed of upon such terms, in such manner and to such person or persons as the Association shall think fit.

Liability to payment of arrears.

39. Any member whose shares shall have been declared forfeited shall, notwithstanding such forfeiture, be liable to pay to the Association all calls, interest, and expenses owing upon such shares at the time of the forfeiture.

Evidence of forfeiture.

40. A declaration in writing by a local Director, or the Secretary of the Association, that a call was made and notice thereof duly served, and that default in payment of the call was made in respect of any share, and that the forfeiture of such share was made by a resolution of the Directors to that effect, shall be sufficient evidence of the facts therein stated as against all persons entitled to such share; and such declaration and the receipt of the Association for the price of such share shall constitute a good title to such share, and the purchaser shall thereupon be deemed the holder of such share discharged from all calls due prior to such purchase, and shall be entered upon the register of members in respect thereof, and he shall not be bound to enquire or to see to the application of the purchase money, nor shall his title to such share be impeached or affected by any irregularity in the proceedings of such sale.

Transfer to party purchasing.

Shares may be reserved.

41. The Directors may reserve the issue of any portion of the shares constituting the present capital of the Association until such further time as they may deem expedient, and may issue any portion of them from time to time as and when they think proper.

Issue of reserved shares.

42. The shares which may be so reserved by the Directors shall be offered to the members in proportion to the existing shares held by them, and such offer shall be made by the notice specifying the number of shares to which the member is entitled, and limiting a time within which such offer, if not accepted, will be deemed to be declined; and after the expiration of such time, or upon the receipt of an intimation from the member to whom such notice is given, that he declines to accept the shares offered, the Directors may dispose of the same in such manner as they think most beneficial to the Association.

Board of directors and their powers.

43. The business of the Association shall be managed by a Board of Directors not exceeding nine in number, each of whom shall be the holder of at least one hundred shares of the stock of the Association, and by such local Directors as may be appointed from time to time by the Directors, who, in addition to the powers and authorities by any Imperial Act of Parliament affecting the Association, or by this Act, or by any other Act of the Parliament of Canada expressly conferred upon them, may exercise all such powers, give all such consents, make all such arrangements and agreements, and generally do all such acts and things as are or shall be by any by-laws of the Association or articles of agreement directed to be authorized, given, made or done by the Association, and are not thereby expressly directed to be exercised, given, made or done by the Association in general meeting, but subject, nevertheless, to the provisions of such Acts, by-laws and articles, and subject also to such (if any) regulations as may from time to time be prescribed by the Association in general meeting; but no regulation made by the Association in general meeting shall invalidate any prior act of the Directors which would have been valid if such regulation had not been made.

Power to appoint trustees

44. The Directors may from time to time appoint one or more of any local Directors to accept and hold any lands or property in trust for the Association, and to cause all such deeds and things to be made and done as shall be requisite to vest such lands or property in the person so appointed, and they may from time to time remove any such person or persons and appoint another or others instead.

Validity of acts of directors.

45. The acts of the Directors, or of any committee appointed by the Directors or of any local Directors shall, notwithstanding it be afterwards discovered that there was some defect in the appointment of any such Director or member of any such committee or local Director, or that they or any of them were or was disqualified, be as valid as if such person had been duly appointed and was qualified to be a Director or local Director.

Indemnity to directors.

46. Every Director of the Association and every local Director, and his heirs, executors and administrators, and estate effects respectively, shall, from time to time, and at all times be indemnified and saved harmless out of the funds of the Association, from and against all costs, charges and expenses whatsoever, which he shall or may sustain or incur in or about any action, suit or proceeding which shall be brought, commenced or prosecuted against him for or in respect of any act, deed, matter or thing whatsoever made, done or permitted by him in or about the execution of the duties of his office; and also from and against all other costs, charges and expenses which he shall sustain or incur, in or about or in relation to the affairs thereof, except such costs, charges or expenses as shall be occasioned by his own wilful neglect or default.

Exception as to wilful neglect.

47. Every Director of the Association and every local Director and his heirs, executors and administrators and estate and effects respectively shall be charged and chargeable only with so much money as he shall actually receive, and shall not be answerable or accountable for his co-Directors or for the local Directors, or any or either of them, but each of them for his own acts, deeds and defaults only; nor shall the Directors be answerable collectively or individually for acts or defaults of local Directors, or local Directors for acts or defaults of the Directors, nor shall the Directors, or local Directors, or any of them, respectively, be answerable or accountable for any person or persons who may be appointed under or by virtue of such Act, or by-laws as aforesaid or otherwise, under and by virtue of the rules and regulations of the Association for the time being in force to collect or receive any moneys payable to the Association, or in whose hands any of the money or property of the Association shall or may be deposited or lodged for safe custody, nor for the insufficiency or deficiency of any title to any property which may from time to time be purchased, taken, or leased, or otherwise acquired by order of the Directors or otherwise for or on behalf of the Association, nor for the insufficiency or deficiency of any security in or upon which any of the moneys of the Association shall be invested; nor shall any Director or local Director be answerable for any loss, damage, or misfortune whatsoever, which shall happen in the execution of the duties of the office of such Director or local Director, or in relation thereto, unless the same shall happen through his own wilful neglect or default.

Directors to be chargeable with their own acts only.

Exception as to wilful neglect.

48. The profits of the Association, so far as the same shall extend, shall be divided and disposed of in manner following, that is to say: there shall, in the first place, be set apart for the purpose of making a reserve fund to meet contingencies, or equalizing dividends, such sum not less in any year than per centum upon the net profits of the business of such year, as the Directors shall, from time to time, think fit, and the residue of such profits shall be divided among the members, in such manner as the Directors shall determine.

Division of profits.

49. The Directors may from time to time invest the sum set apart as a reserve fund in such good and convertible securities as they in their discretion may select.

Reserve fund.

50. The Association shall not make any dividend whereby their capital stock will be in any degree reduced.

Dividend not to impair capital.

51. The Directors may deduct from the dividends payable to any member, all such sums of money as may be due from him to the Association on account of calls or otherwise.

Deduction from dividends.

52. Notice of any dividend that may have been declared shall be given to each member, and no dividend shall bear interest against the Association.

Notice of dividends.

Head office and agencies.

53. The Association shall at all times have an office in the City of London aforesaid, which shall be the legal domicile of the Association, and they may establish such other offices and agencies elsewhere in Ontario and Quebec as they may deem expedient.

Service on the Corporation.

54. Any summons, notice, order or other document required to be served upon the Association may be served by leaving the same at the said office in London, with the President, Vice-President, or Managing Director of the Association.

Authentication of notice.

55. Any summons, notice, order, or proceeding requiring authentication by the Association, may be signed by any Director, local Director, Secretary, or other authorized officer of the Association, and need not be under the common seal of the Association.

Service by the corporation.

56. Notices requiring to be served by the Association upon the members, may be served either personally or by leaving the same for, or sending them through the post in prepaid letters addressed to the members at their places of abode; and such notice or other document shall be taken as served on a member when the letter containing it would be delivered in the ordinary course of post.

Notice to joint shareholders.

57. All notices directed to be given to the members shall, with respect to any share to which persons are jointly entitled, be given to whichever of such persons is first named in the stock register, and notice so given shall be deemed sufficient notice to all the proprietors of such share.

Notices binding on transferees.

58. Every person who by operation of law, transfer, or other means whatsoever shall become entitled to any share shall be bound by any and every notice which previously to his name and address being entered upon the stock register in respect of such share, shall have been given to the person from whom he shall derive his title.

Election and appointment of directors and officers to be under by-laws.

59. The appointment or election of Directors and officers and the times, place and mode of calling and holding ordinary and extraordinary or other meetings of the Association and of the Directors and other officers and proceedings at meetings of the Association and of the Directors shall be subject to and regulated by such rules, regulations and provisions, and meetings of the Association and of the Directors shall have such powers, privileges and authorities as may be set forth and directed in and by the by-laws of the Association passed from time to time at any general meeting of the Association.

Provision if incorporation is under Imperial act.

60. Provided that if the Association is incorporated in England, as a company limited by shares under the Imperial Act of Parliament intituled "*The Company's Act*" by means of the registration of a memorandum of Association accompanied by articles of Association, then the appointment or election of future Directors and other officers, and the times,

place and mode of calling and holding ordinary and extraordinary or other meetings of the Association and of the Directors and all other things relative to the Association and its business not expressly in this Act provided for, shall be subject to and regulated by such rules, regulations and provisions, and meetings of the Association, and of the Directors shall have such powers, privileges and authorities as shall be set forth and directed in and by such articles of Association in so far as the same do not conflict with the provisions of this Act or with the laws of Canada.

What articles of association may contain.

61. Any such by-laws or articles of Association may provide that the whole or any number of the Directors may be resident in Great Britain or in Canada as may be most desirable, and may make provision not inconsistent with this Act respecting the appointment, tenure of office, duties and powers of Directors and local Directors; and nothing herein contained shall be construed to render it imperative for the Directors to be resident or to hold their meetings in Canada, or to render shareholders resident in Great Britain ineligible as Directors.

Actions against members.

62. In any action to be brought by the Association against any member to recover any money due by him in his capacity as member for any call or on any account, it shall not be necessary to set forth the special matter, but it shall be sufficient for the Association to declare that the defendant is a member of the Association and is indebted to the Association in respect of one call or more or other money due, whereby an action hath accrued to the Association by virtue of this Act.

What only need be proved in actions for calls.

63. On the trial of any such action for the recovery of money due for a call it shall be sufficient to prove that the defendant at the time of the making of such call was a member of the Association, and that such call was in fact made, and such notice thereof given as is directed by this Act, and it shall not be necessary to prove the appointment of the Directors who made such call, nor any other matter whatsoever, and thereupon the Association shall be entitled to recover what shall be due upon such call, with interest thereon at the rate aforesaid.

Annual statement to Minister of Finance.

64. The Association shall transmit annually to the Minister of Finance a statement in duplicate, verified by the oath of the President, Manager or Secretary, setting out the capital stock of the Association and the proportion thereof paid up, the assets and liabilities of the Association, the amount and nature of the investments made by the Association, both on their own behalf and on behalf of others, and the average rate of interest derived therefrom, distinguishing the classes of securities, the extent and value of the lands held by them, or for which they are acting as agents, and such other details as to the nature and extent of the business of the Association as may be required by the Minister of Finance: Provided always, that in no case shall the Association be bound to disclose the name or

private affairs of any person who may have dealings with them.

Amalgamation with another corporation.

65. The Association may unite, amalgamate and consolidate its stock, property, business and franchises with the stock, property, business and franchises of any other building, savings, or loan society, or company, or financial corporation or association (excepting chartered or incorporated banks), incorporated, chartered, or formed under any general or special Act respecting such societies, companies, corporations, or associations.

Joint agreement and what it may contain.

66. The Directors of the two corporations proposing to so amalgamate or consolidate as aforesaid, may enter into a joint agreement, under the corporate seals of each of the said corporations for the amalgamation and consolidation of the said corporations, prescribing the terms and conditions thereof, the mode of carrying the same into effect, the name of the new corporation, the number of the Directors and other officers thereof, and who shall be the first Directors and officers thereof, and their places of residence, the number of shares of the capital stock, the amount of par value of each share and the manner of converting the capital stock of each of the said corporations into that of the new corporation, and how and when and for how long Directors and other officers of such new corporation shall be elected, and when elections shall be held, with such other details as they deem necessary to perfect such new organization, and the consolidation and amalgamation of the said corporations and the after management and working thereof.

To be submitted for approval.

67. Such agreement shall be submitted to the shareholders of each of the said corporations at a meeting thereof to be held separately for the purpose of taking the same into consideration; notice of the time and place of such meetings and the objects thereof shall be given by written or printed notices served on each shareholder of each of such corporations, as hereinbefore provided.

Proceedings if the agreement is approved.

68. At such meetings of shareholders such agreement shall be considered, and a vote by ballot taken for the adoption or rejection of the same, and each share shall entitle the holder thereof to one vote, and the said ballots shall be cast in person or by proxy, and if the majority of the votes of all the shareholders of such corporations are for the adoption of such agreement, then that fact shall be certified upon the said agreement by the Secretary of each of such corporations under the respective corporate seals thereof; and if the said agreement is so adopted at the respective meetings of the shareholders of each of the said corporations, the agreement so adopted and the said certificates thereof shall be filed in the office of the Secretary of State of Canada, and the said agreement shall from thence be taken and deemed to be the agreement and act of consolidation and amalgamation of the said corporations; and a copy of such agreement so filed, and of the certificates

Copy to be evidence.

thereon properly certified, shall be evidence of the existence of such new corporation.

Effect of perfecting agreement.

69. Upon the making and perfecting of the said agreement and act of consolidation as provided in the next preceding section, and the filing of the said agreement as in the said section provided, the several corporations parties thereto shall be deemed and taken to be consolidated and to form one corporation by the name in the said agreement provided, with a common seal, and shall possess all the rights, privileges and franchises, including those possessed at the time of such amalgamation by either of the said corporations, as agents or factors for other persons or bodies corporate, and including also the right from time to time to further amalgamate with any such corporation as aforesaid in the manner and subject to the provisions herein specified, and be subject to all the disabilities of each of such corporations so consolidated and united.

Property and rights to vest in the new corporation.

70. Upon the consummation of such act of consolidation as aforesaid, all and singular the business, property, real, personal and mixed, including such as may be held by either of the said corporations as such agents as aforesaid, and all rights and interests appurtenant thereto, all stock, mortgages, or other securities, subscriptions and other debts due on whatever account, and other things in action belonging to such corporations or either of them, shall be taken and deemed to be transferred to and vested in such new corporation *for all the estate, interest or property therein of the corporation holding the same at the time of such amalgamation* without further act or deed

Claims to be against the new corporation.

2. All rights of creditors, or persons, or corporations for whom or for which such corporations so amalgamating or either of them may have been acting as agents or factors, and all liens, rights and interests of all persons or other corporations whatsoever, upon the property of either of such corporations shall be unimpaired by such consolidation, and all debts, liabilities and duties of either of the said corporations shall thenceforth attach to the new corporation and be enforced against it to the same extent as if the said debts, liabilities and duties had been incurred or contracted by it.

Actions at law not affected.

3. No action or proceeding, legal or equitable, by or against the said corporations so consolidated, or either of them shall abate or be affected by such consolidation; but for all the purposes of such action or proceeding, such corporation may be deemed still to exist, or the new corporation may be substituted in such action or proceeding in the place thereof.

Sections 12 & 13 of 40 V., c. 43 to apply.

71. Sections twelve and thirteen of "*The Canada Joint Stock Companies Act*, 1877," shall apply to the Association, or any such amalgamated corporation as hereinbefore provided for.

Interpretation.

72. In this Act the following words and expressions have the several meanings hereby assigned to them, unless there be something in the subject or context repugnant to such construction, that is to say: the expression "Superior Courts" shall mean Her Majesty's Superior Courts of Record in Canada, or at Westminister or in Dublin, as the case may require; the word "Secretary" shall include the word clerk; the word "lands" shall extend to messuages, lands, tenements, and hereditaments, of any tenure; the word "Justice" shall mean a Justice of the Peace for the county, city, liberty, or place in England or Canada, where the matter requiring the cognizance of any justice shall arise, and who shall not be interested in the matter, and where the matter shall arise in respect of lands being the property of one and the same party not wholly in any one county, city, liberty or place, where any part of such lands shall be situate, and who shall not be interested in such matter; the expression "the Association" shall mean the Ontario Investment Association in this Act mentioned and described; the expression "the Directors" and "the Secretary" shall mean the Directors and the Secretary respectively, for the time being, of the said Association.

No. 26.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act to incorporate the Ontario Investment Association.

Received and read, first time, Monday, 17th January, 1881.

Second reading, Tuesday, 18th January, 1881.

(PRIVATE BILL.)

Mr. CARLING.

OTTAWA:

PRINTED BY MACLEAN, ROGER & CO.

1881.

An Act to amend the Act forty-third Victoria, chapter sixty-one, intituled: "An Act to incorporate the Assiniboine Bridge Company," and to change the name of the said Company.

Preamble. 43 V., c. 61.

WHEREAS the Assiniboine Bridge Company, incorporated by the Act forty-third Victoria, chapter sixty-one, and others have petitioned for an Act extending the powers of the said Company, and authorizing them to build, construct and maintain a toll bridge across the Red River from some point within the City of Winnipeg, in the Province of Manitoba, to some point on the opposite side of the river, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Name changed.

1. The name of the said Company shall be changed to, and the Company shall hereafter be known as "The Red River and Assiniboine Bridge Company."

Bridge over Red River may be built.

2. The said Company are hereby authorized to build, erect, construct, work, maintain and manage a solid and sufficient toll-bridge for ordinary traffic purposes over the Red River, from some point within the limits of the said City of Winnipeg to a point on the opposite bank of the river, and to erect and construct toll-houses and toll-gates, with other dependencies and approaches to or upon the said bridge, and also to do and execute all such other matters and things as shall be necessary, useful or advantageous for erecting and constructing, keeping up and maintaining the said bridge and toll-houses, and gates and other dependencies.

Powers of the company as to such bridge.

3. The said The Red River and Assiniboine Bridge Company shall, in the construction, work, maintenance and management of the said bridge across the Red River, and in its toll-houses, gates and other dependencies, and the imposition and collection of tolls, and in all other respects have the same rights, powers and privileges as are conferred upon and enjoyed by "The Assiniboine Bridge Company" in respect of the Assiniboine Bridge by the Act hereby amended; and the said Act shall in all respects be taken to apply to the said Red River Bridge, as if the same had been originally included in the said Act of incorporation, except as is hereinafter mentioned

Draw or swing bridge

4 The said Red River Bridge shall be provided with a draw or swing, or some such practicable arrangement so

to be constructed.

constructed as to allow sufficient space, not less than eighty feet, for the passage of steamboats, vessels, boats and rafts, which draw or swing or other arrangement shall at all times be worked and moved at the expense of the said Company, their successors or assigns, so as not to hinder or delay unnecessarily the passage of any steamboats, vessels, boats or rafts.

Bonds may be issued.

5. The Directors of the said Company are hereby authorized to issue bonds under the seal of the said Company, signed by its President or other presiding officer and countersigned by its Secretary; and such bonds shall be made payable at such times and in such manner, and at such place or places in Canada or elsewhere, of such amounts and bearing such rate of interest, as the Directors shall think proper; and the Directors shall have power to issue and sell or pledge all or any of the said bonds at the best price and upon the best terms and conditions which at the time they may be able to obtain, for the purpose of raising money for prosecuting the said undertaking: Provided, that the amount of such bonds so issued, sold or pledged shall not in the aggregate exceed the sum of seventy-five thousand dollars.

Proviso: amount limited.

What tolls may be charged.

6. The tolls authorized to be charged under the nineteenth section of the Act forty-third Victoria, chapter sixty-one, hereinbefore cited, shall apply to the bridge across the Red River, hereby authorized, as well as to the bridge across the Assiniboine River.

Time for work limited.

7. The said Red River Bridge shall be commenced within two years and completed within four years from the passing of this Act.

No. 27.

3rd Session, 4th Parliament, 44 Vict., 1880-1

BILL.

An Act to amend the Act Forty-third Victoria, Chapter Sixty-one, intituled: "An Act to incorporate the Assiniboine Bridge Company."

Received and read first time, Monday, 17th January, 1881.

Second reading, Tuesday, 18th January, 1881.

(PRIVATE BILL.)

Mr. SCOTT.

OTTAWA:
PRINTED BY MACLEAN, ROGER & Co,
1881

No. 28.] **BILL.** [1880-1.

An Act to incorporate "The South Saskatchewan and Hudson Bay Railway Company."

WHEREAS the construction of a railway from a point at or near the elbow of the South Saskatchewan River to a point at or near the Forks of the Saskatchewan River, and thence north-easterly to Hudson Bay, with a branch south-westerly along or near the Valley of the South Saskatchewan, with such other branches as the settlement and development of the country may require, would be for the general advantage of Canada; and whereas a petition has been presented for the incorporation of a company for the purpose of constructing and working the same, and of constructing, owning and operating lines of telegraph along the line of the said railway, and it is expedient to grant the prayer of such petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:— Preamble.

1 John Fisken, James Cooper, John Smith, Alexander Gemmel, John F. Taylor, Archibald Young, Warring Kennedy, Edward J. Musson and James Tilt, together with all such persons and corporations as shall become shareholders in the Company to be hereby incorporated, shall be and are hereby constituted a body corporate and politic by and under the name of "The South Saskatchewan and Hudson Bay Railway Company," hereinafter called the Company. Certain persons incorporated. Corporate name.

2. The Company shall have power and authority to lay out and construct a railway from some point at or near the elbow of the South Saskatchewan River in the North-West Territories, to be fixed by the Governor in Council, and thence following a direction north-easterly to Hudson Bay, with a branch line from a point on the above described line to be fixed by the Governor in Council, following a direction south-westerly along or near the Valley of the South Saskatchewan, and to construct all necessary bridges over rivers crossing the said line or branch line, and also to build and operate branch lines of railway from the first above described line and from the above described branch line, such line and all branch lines to be approved by the Governor in Council. Line of railway may be built.

3. John Fisken, James Cooper, John Smith, Alexander Gemmel, John F. Taylor, Archibald Young, Warring Kennedy, Edward J. Musson and James Tilt shall be and Provisional directors and their powers.

are hereby constituted Provisional Directors of the Company, of whom a majority shall form a quorum, and they shall have power to fill vacancies therein, and shall hold office as such until the first election of Directors under this Act, and shall have power forthwith to open stock books and procure subscriptions of stock for the undertaking; and they shall have power to deposit in any chartered bank of Canada all moneys received by them on account of stock subscribed, and shall also be vested with all such powers as are vested in such boards by "*The Consolidated Railway Act*, 1879."

Capital stock and shares.

4. The capital stock of the Company shall be two million dollars, (with power to increase the same in manner provided by "*The Consolidated Railway Act*, 1879,") to be divided into shares of one hundred dollars each, and the money so raised shall be applied in the first place to the payment of all expenses and disbursements connected with the organization of the Company and other preliminary expenses, and making the surveys, plans and estimates connected with the works hereby authorized, and all the remainder of such moneys shall be applied to the making, completing, equipping and maintaining of the said railway and the other purposes of this Act, and to no other purpose whatsoever.

Ten per cent. payable on subscription.

5. No subscription of stock in the capital of the Company shall be legal or valid unless ten per centum shall have been actually and *bona fide* paid thereon within thirty days after subscription into one or more of the chartered banks of Canada to be designated by the Directors, and such ten per centum shall not be withdrawn from such bank or otherwise applied except for the purposes of the Company; and the said Directors or a majority of them may in their discretion apportion the stock so subscribed among the subscribers as they shall deem most advantageous and conducive to the furtherance of the undertaking.

Company may receive aid.

6. The Company may, for the purposes of the railway, receive from any Government, person or body corporate in aid of the construction, equipment and maintenance of the said railway, grants of land, bonuses, loans or gifts of money or securities for money, and the Company may from time to time purchase from the Government of Canada lands in the North-West Territories, and may sell, convey and mortgage the same for the purpose of raising money for the prosecution of the said undertaking.

First meeting of shareholders.

7. When and so soon as shares to the amount of five hundred thousand dollars in the capital stock of the Company have been subscribed, and ten per centum paid thereon *bonâ fide*, the Provisional Directors shall call a general meeting of the subscribers to the said capital stock at the City of Toronto, for the purpose of electing Directors of the Company, giving at least four weeks' previous notice by public advertisement in the *Canada Gazette*, and in some daily paper published in the City of Toronto, and also by a circular addressed by mail to each subscriber (when his or

her address is known) of the time, place and purpose of the aid meeting.

Qualification of director.

8. No person shall be elected a Director of the Company unless he shall be the holder and owner of at least fifty shares in the stock of the Company, and shall have paid up all calls thereon.

Election of directors.

9. At such general meeting the subscribers for the capital stock assembled, who shall have so paid up ten per centum thereof, and also shall be present in person or represented by proxy, shall choose nine persons to be Directors of the Company (of whom five shall be a quorum), and may also pass such rules and regulations and by-laws as may be deemed expedient, provided they be not inconsistent with this Act or "*The Consolidated Railway Act*, 1879."

Annual general meeting.

10. Thereafter the annual general meeting of the shareholders of the Company for the election of Directors and other general purposes, shall be held at such place as may be appointed by by-law of the Company, on the first Friday in the month of February in each year, and two weeks' previous notice thereof shall be given by publication in the *Canada Gazette*, and in one newspaper published in the City of Toronto.

Stock may be paid up in full.

11. It shall be lawful for the provisional or elected Directors, when authorized by the shareholders at any general meeting or special meeting called for that purpose, to accept payment in full for stock from any subscriber therefor at the time of subscription thereof, or at any time before the making of a final call thereon, and to allow such percentage or discount as they deem expedient and reasonable, and thereupon to issue to each subscriber scrip to the full amount of such stock subscribed.

Certain payments may be made in paid up stock.

12. The Directors elected by the shareholders may make or issue stock as paid up stock, and may pay or agree to pay, in such paid up stock or in the bonds of the Company, any such sums as they deem expedient to engineers or contractors, or for right of way or material, plant or rolling stock, and for the services of such persons as may be employed by the Directors in the furtherance of the undertaking or purchase of right of way, material, plant or rolling stock.

Calls on stock.

13. No call to be made at any time upon the capital stock shall exceed ten per centum upon the subscribed capital, and not less than thirty days shall intervene between any one call and a succeeding one.

Company may issue bonds.

14. The Directors of the Company, under the authority of the shareholders to them given by a resolution of a special general meeting called for that purpose, are hereby authorized to issue bonds under the seal of the Company, signed by its President or other presiding officer, and countersigned by its Secretary and Treasurer, and such bonds shall be

made payable at such times and in such manner and at such place or places in Canada or elsewhere, and bearing such rate of interest, as the Directors shall think proper; and the Directors shall have power to issue and sell or pledge all or any of the said bonds at the best price and upon the best terms and conditions which at the time they may be able to obtain, for the purpose of raising money for prosecuting the said undertaking: Provided that the amount of bonds so issued, sold or pledged shall not exceed twenty thousand dollars per mile, to be issued in proportion to the length of railway constructed or under contract to be constructed: Provided also, that no such bonds shall be issued until at least five hundred thousand dollars shall have been subscribed to the capital stock and ten per centum of the same *bonâ fide* paid thereon; but notwithstanding anything in this Act contained, the Company may secure the bonds to be issued by them by a mortgage deed creating such mortgages, charges and incumbrances upon the whole of such property, assets, rents and revenues of the Company, present or future, or both, as shall be described in the said deed; but such rents and revenues shall be subject, in the first instance, to the payment of the working expenses of the railway; and by the said deed the Company may grant to the holders of such bonds or to the trustee or trustees named in such deed, all and every the powers and remedies granted by this Act in respect of the said bonds and all other powers and remedies not inconsistent with this Act, or may restrict the bondholders in the exercise of any power, privilege or remedy granted by this Act, as the case may be; and all such powers, rights and remedies as shall be so contained in such mortgage deed shall be valid, binding and available to the bondholders in manner and form as therein provided.

Proviso: amount limited.

Proviso: when bonds may beissued.

Bonds may be secured by mortgage deed.

Bonds to be a first charge on the undertaking.

15. The bonds hereby authorized to be issued shall, without registration or formal conveyance, be the first preferential claims and charges upon the Company and the undertaking, tolls and income and real and personal property thereof now or at any time hereafter acquired, save and except as is provided for in the last preceding section; and each holder of the said bonds shall be deemed to be a mortgagee or incumbrancer upon the said securities *pro rata* with the other bondholders, and shall have priority as such.

Rights of bondholders if bonds are not paid.

16. If the Company shall make default in paying the principal of, or the interest on any of the bonds hereby authorized when the same shall, by the terms of the bonds, become due and payable, then at the next ensuing annual general meeting of the Company and all subsequent meetings, all holders of bonds so being and remaining in default shall, in respect thereof, have and possess the same rights, privileges and qualifications for Directors and for voting at general meetings as would be attached to them as shareholders if they had held fully paid up shares of the Company to the corresponding amount: Provided nevertheless, that the right given by this section shall not be exercised by any bondholder unless the bonds in respect of which he shall

Proviso: as to registration.

No. 31.] **BILL.** [1880-1

An Act to enlarge and extend the powers of the "Crédit Foncier Franco-Canadien."

Preamble.

WHEREAS the Crédit Foncier Franco-Canadien, incorporated by the statute of the Province of Quebec, passed in the Session of the Legislature of that Province held in the forty-third and forty-fourth years of Her Majesty's reign, chapter sixty, intituled "*An Act to incorporate the Crédit Foncier Franco-Canadien*," has prayed for an extension and enlargement of its powers so as to allow it to transact business throughout the Dominion, and it is expedient to grant the prayer of its petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Powers of the corporation.

1. It shall be lawful for the Corporation created and constituted under the name of "Crédit Foncier Franco-Canadien" by the statute of the Province of Quebec, cited in the preamble, to exercise the powers hereinafter mentioned in every part of the Dominion of Canada:

Loans on real estate.

1. To lend money as a first charge on bond and mortgage on real estate situate within the Dominion of Canada or upon hypothecation of such real estate, repayable either at long date by annuities or at short date with or without progressive sinking of the debt.

On bonds and mortgages.

2. To lend money upon the hypothecation of bonds and mortgages being a first charge on real estate situate within the Dominion of Canada, or upon the security of hypothecary or privileged claims being a first charge affecting such real estate, repayable either at long date by annuities or at short date with or without progressive sinking of the debt.

Loans to corporations.

3. To lend on mortgage or hypothec or otherwise, to municipal and school corporations throughout the Dominion of Canada, and *fabriques* and trustees for the construction or repair of churches in the Province of Quebec, such sums of money as they may be authorized to borrow, repayable either at long date by annuities or at short date with or without progessive sinking of the debt.

Acquisition of claims.

4. To acquire by assignment or transfer bonds and mortgages and hypothecary or privileged claims being a first charge upon real estate situate within the Dominion of Canada.

And bonds and debentures of corporations.

5. To purchase bonds or debentures issued by municipal and school corporations in the Dominion of Canada, and by incorporated companies doing business therein, and to sell the same if deemed advisable.

And public securities.

6. To purchase bonds and debentures and other public securities of the Dominion of Canada or of any of the Provinces thereof, and to sell the same if deemed advisable.

What may be taken as security.

2. The Corporation shall accept as security only real estate of which the revenues are deemed sufficient; the amount of each loan shall not exceed one-half of the estimated value of the real estate mortgaged or hypothecated therefor; and the annuity which the borrower may oblige himself to pay shall not exceed the net revenue which it may be estimated that the property might yield; the valuation of property offered as security shall be made on the double basis of the net revenue which it is susceptible of yielding, and of the price which it would bring if sold

Divisions for business purposes.

3. For the management of business each Province other than the Province of Quebec shall form a division; but the Board of Management may, if it deems proper, divide each of such Provinces into two or more divisions, and may subsequently re-divide such divisions and form others.

Branches and agencies.

4. A branch office or agency may be established, whenever the Board of Management deem it advisable, in any division outside of the Province of Quebec.

Managers and agents

5. A manager or agent may be appointed to administer the affairs of the Corporation in each Province other than the Province of Quebec or in any division which may be established by the Board of Management in any of such Provinces; and when a manager is appointed he shall have the powers conferred and be subject to the obligations imposed upon managers by the statute constituting the Corporation.

Service of process.

6. The Corporation may sue and be sued, complain and defend in any court of law or equity in the Dominion of Canada. Service of process may be made upon the Corporation at any branch office or agency in the Province where the suit is brought; and if the Corporation have no known branch office or agency in such Province, then upon return to that effect the court may order notice to be given for one month in the Official *Gazette* of the Province, and such publication shall be held to be due service upon the Corporation.

Rate of interest.

7. The Corporation may stipulate for, exact and take on all sums loaned, any rate of interest not exceeding seven per centum per annum when the loan is repayable without amortization, and not exceeding six per cent. when it is with amortization. In the latter case the Corporation may stipulate for, exact and take a percentage or commission for cost of management not exceeding one per centum per annum on the principal loaned; and an annual sum for the gradual extinction of the loan to be determined by the rate of interest and the duration of the loan.

8. The annuity in the case of loans contracted with progressive sinking of the debt is composed of :— Of what the annuity is composed.

(*a.*) The interest.

(*b.*) The annual sum for the progressive sinking of the debt.

(*c.*) The percentage or commission for cost of management.

In case it should be stipulated that the insurance of the buildings on the estate mortgaged or hypothecated, shall be made in the name of the Corporation and that the annual premiums therefor should be paid through the medium of the Corporation, the annuity is increased by the amount of the annual premium. The annuities are to be paid half-yearly at the periods and places fixed by the Board of Management. Insurance. Payment of annuities.

9. Every half-yearly instalment of an annuity, and every instalment of interest on loans repayable without amortization, if not paid when due, shall of right and without any putting in default being necessary, bear interest, for the benefit of the Corporation, at the same rate as the loan itself. The same shall apply to all costs of suit, from the day upon which they have been paid, whether settled by consent or taxed, incurred by the Corporation, in order to obtain payment of its claim. In case of non-payment of any instalment of an annuity or of interest, the balance of the loan can be exacted without any putting in default being necessary. Interest on arrears and costs.

10. The Corporation may stipulate and pay on the obligations or bonds which may be issued by it, any rate of interest that may be lawfully taken by individuals. Interest on bonds of the corporation.

11. The Corporation may acquire and hold such real estate as may be necessary for offices for the transaction of its business in the several Provinces of the Dominion, but the value of such real estate acquired in each division for such purpose shall not exceed at the time of acquisition the sum of twenty-five thousand dollars. It may, from time to time, lease, mortgage, hypothecate, sell or otherwise dispose of or deal with such real estate. It may also, for the protection of its investments, purchase and hold real estate mortgaged or hypothecated in its favor; but it shall sell or otherwise dispose of such real estate so acquired in payment or for the protection of its claims within seven years from the acquisition thereof; and may, in the meantime, deal with and manage and may from time to time mortgage, hypothecate or lease the real estate so acquired and held. Powers as to real estate.

12. Whoever pretends to mortgage or hypothecate any real estate to which he has no legal title, shall be guilty of a misdemeanor, and shall be liable to imprisonment for a period not exceeding , and to a fine not exceeding dollars; and the proof of the ownership of the real estate shall rest with the person so pretending to mortgage or hypothecate the same. Mortgaging without legal title a misdemeanor.

13. Whoever in a deed of loan declares that the real estate mortgaged or hypothecated by him is free from incum- Making false declaration a misdemeanor.

brances, when to his knowledge the same is encumbered, or suppresses in his declaration incumbrances which he knows to exist, or declares the incumbrances to amount to less than they do, shall be guilty of a misdemeanor and be liable to imprisonment for a period not exceeding , and to a fine not exceeding dollars.

No. 31.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act to enlarge and extend the powers of the Crédit Foncier Franco-Canadien.

Received and read, first time, Tuesday, 18th January, 1881.

Second Reading, Wednesday, 19th January, 1881.

(PRIVATE BILL.)

Mr. GIROUARD,
(Jacques Cartier.)

OTTAWA:

PRINTED BY MACLEAN ROGER & Co.

1881

No. 51.] **BILL.** [1880-1

An Act to enlarge and extend the powers of the "Crédit Foncier Franco-Canadien."

(*Reprinted as amended and reported by the Committee on Banking and Commerce.*)

Preamble.

WHEREAS the Crédit Foncier Franco-Canadien, incorporated by the statute of the Province of Quebec, passed in the Session of the Legislature of that Province held in the forty-third and forty-fourth years of Her Majesty's reign, chapter sixty, intituled "*An Act to incorporate the Crédit Foncier Franco-Canadien*," has prayed for an extension and enlargement of its powers so as to allow it to transact business throughout the Dominion, and it is expedient to grant the prayer of its petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Powers of the corporation.

1. It shall be lawful for the Corporation created and constituted under the name of "Crédit Foncier Franco-Canadien" by the statute of the Province of Quebec, cited in the preamble, to exercise the powers hereinafter mentioned in every part of the Dominion of Canada:

Loans on real estate.

1. To lend money as a first charge on mortgage or hypothecation of real estate, either freehold or leasehold, situate within the Dominion of Canada, repayable either at long date by annuities, including an annual payment by way of sinking fund for the gradual extinction of the loan, or at short date with or without progressive sinking of the debt.

On bonds and mortgages.

2. To lend money upon the hypothecation or security of mortgages or of hypothecary or privileged claims being a first charge on real estate, either freehold or leasehold, situate within the Dominion of Canada, repayable either at long date by annuities, including an annual payment by way of sinking fund for the gradual extinction of the loan, or at short date with or without progressive sinking of the debt.

Loans to corporations.

3. To lend on mortgage or hypothec or otherwise, to municipal and school corporations throughout the Dominion of Canada, and *fabriques* and trustees for the construction or repair of churches, such sums of money as they may be authorized to borrow, repayable either at long date by annuities, including an annual payment by way of sinking fund for the gradual extinction of the loan, or at short date with or without progressive sinking of the debt.

Acquisitions of claims.

4. To acquire by assignment or transfer bonds and mortgages and hypothecary or privileged claims being a first charge upon real estate, either freehold or leasehold, situate within the Dominion of Canada.

And bonds and debentures of corporations.

5. To make loans upon, or to purchase bonds or debentures issued by municipal or school corporations in the Dominion of Canada, and by incorporated companies doing business therein, and to sell the same if deemed advisable.

And public securities.

6. To make loans upon, or to purchase bonds and debentures and other public securities of the Dominion of Canada or of any of the Provinces thereof, and to sell the same if deemed advisable.

What may taken as security.

2. The Corporation shall accept as security only real estate, either freehold or leasehold, of which the revenues are deemed sufficient.

The amount of each loan shall not exceed one-half of the estimated value of the real estate, either freehold or leasehold, mortgaged or hypothecated therefor; and the annuity which the borrower may oblige himself to pay shall not exceed the net revenue which it may be estimated that the property might yield.

The valuation of property offered as security shall be made on the double basis of the net revenue which it is susceptible of yielding, and of the price which it would bring if sold.

Divisions for business purposes.

3. For the management of business each Province other than the Province of Quebec shall form a division; but the Board of Management may, if it deems proper, divide each of such Provinces into two or more divisions, and may subsequently re-divide such divisions and form others; and may also divide the Province of Quebec into more than two divisions, and may subsequently subdivide such divisions and form others

Branches and agencies.

4. A branch office or agency may be established in any division, whenever the Board of Management deem it advisable.

Advisory Boards.

5. The Board of Management may appoint and remove, when it sees fit, an Advisory Board in any division, composed of two or more shareholders, and may delegate to such Advisory Boards such powers for the granting of loans not exceeding ten thousand dollars, as it may deem desirable. Each member of such Advisory Boards shall be the holder of twenty-five shares, which shall be affected by privilege as security for his good conduct, and shall not be transferable while he remains in office.

Managers and agents.

6. A manager or agent may be appointed to administer the affairs of the Corporation in each Province or in any division which may be established by the Board of Management; and such managers or agents shall have the powers and be subject to the obligations prescribed from time to time by the Board of Management.

Service of process.

7. The Corporation may sue and be sued, complain and defend in any court of law or equity in the Dominion.

8. The Corporation may stipulate for, exact and take on

all sums loaned, any rate of interest not exceeding six per centum per annum. Rate of interest.

When the loan is repayable by way of a sinking fund, the Corporation shall stipulate for, exact and take an annual sum for the gradual extinction of the loan to be determined by the rate of interest and the duration of the loan, and may also stipulate for, exact and take a percentage or commission for cost of management not exceeding one per centum per annum on the principal loaned ; but, in such case. such percentage or commission and the interest together must not exceed six per centum per annum on the principal loaned. Sinking fund.

9. The annuity in the case of loans contracted with progressive sinking of the debt is composed of :— Of what the annuity is composed.

1. The interest ;

2. The annual sum for the progressive sinking of the debt ; and may also include,

3. The percentage or commission for cost of management.

In case it should be stipulated that the insurance of the buildings on the estate mortgaged or hypothecated, may be made in the name of the Corporation and that the annual premiums therefor may be paid through the medium of the Corporation, the annuity may be increased by the amount of the annual premium. Insurance.

The annuities are to be paid half-yearly at the periods and places fixed by the Board of Management. Payment of annuities.

10. Every half-yearly instalment of an annuity, and every instalment of interest on loans without a sinking fund if not paid when due, shall of right and without any putting in default being necessary, bear interest for the benefit of the Corporation, at the same rate as the loan itself. Interest on arrears and costs.

11. Debtors of the Corporation shall have the right to discharge their debts before they become due, whether in whole or in part only. Anticipated payments.

Anticipated payments shall give rise to an indemnity in favor of the Corporation which shall not exceed three months' interest on the capital repaid before coming due, at the rate stipulated for the loan.

12. The provisions of the Act forty-third Victoria, chapter forty-two, shall apply to the Corporation.

13. The Corporation may, from time to time, borrow money to an amount which shall not exceed eighty per cent. of the sums due by its borrowers, and the value of the bonds or debentures and public securities belonging to it ; and it may, for that purpose, execute, negotiate and issue obligations or bonds or debentures in sums of not less than five hundred francs, French currency, redeemable either at a fixed period or within a definite term by means of drawings with or without premiums or prizes. It may stipulate and pay on the obligations or bonds or debentures which may be issued by it, any rate of interest that may be lawfully taken by individuals at the place where they are issued. Interest on bonds of the corporation.

14. The Corporation may acquire and hold such real estate Powers as to real estate.

as may be necessary for offices for the transaction of its business in the several Provinces of the Dominion, but the value of such real estate acquired in each division for such purpose shall not exceed at the time of acquisition the sum of fifty thousand dollars.

It may, from time to time, lease, mortgage, hypothecate, sell or otherwise dispose of or deal with such real estate.

It may also, for the protection of its investments, purchase and hold real estate mortgaged or hypothecated in its favor; but it shall sell or otherwise dispose of such real estate so acquired in payment or for the protection of its claims, within seven years from the acquisition thereof; and may, in the meantime, deal with and manage and may from time to time mortgage, hypothecate or lease the real estate so acquired and held.

15. Notices of meetings of shareholders and all other notices required to be published, shall be published in the *Canada Gazette*.

16. The Corporation shall transmit, on or before the first day of March in each year, to the Minister of Finance, a statement in duplicate to the thirty-first day of December inclusive of the previous year, verified by the oath of the President, Vice-President or the Managing Director, setting out the capital stock of the Corporation and the proportion thereof paid up, the number of shares to order and the number to bearer, the assets and liabilities of the Corporation, the amount and nature of the investments and the average rate of interest derived therefrom, the extent and value of the real estate held, the amount and nature of the obligations or bonds or debentures issued and the rate of interest payable thereon, and such other details as to the nature and extent of its business as may be required by the Minister of Finance, and in such form and with such details as he may from time to time require and prescribe; but the Corporation shall in no case be bound to disclose the names or private affairs of any persons who may have dealings with it.

No. 31.

3rd Session, 4th Parliament, 44 Vict., 1880-1

BILL.

An Act to enlarge and extend the powers of the Crédit Foncier Franco-Canadien

(Reprinted as amended and reported by the Committee on Banking and Commerce.)

(PRIVATE BILL.)

Mr. GIROUARD,
(Jacques Cartier).

OTTAWA:
PRINTED BY MACLEAN, ROGER & CO
1881.

No. 31] **BILL.** [1880-1.

An Act to enlarge and extend the powers of the "Crédit Foncier Franco-Canadien."

(*Reprinted as proposed to be amended in the Committee on Banking and Commerce.*)

Preamble.

WHEREAS the Crédit Foncier Franco-Canadien, incorporated by the statute of the Province of Quebec, passed in the Session of the Legislature of that Province held in the forty-third and forty-fourth years of Her Majesty's reign, chapter sixty, intituled "*An Act to incorporate the Crédit Foncier Franco-Canadien*," has prayed for an extension and enlargement of its powers so as to allow it to transact business throughout the Dominion, and it is expedient to grant the prayer of its petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

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1. It shall be lawful for the Corporation created and constituted under the name of "Crédit Foncier Franco-Canadien" by the statute of the Province of Quebec, cited in the preamble, to exercise the powers hereinafter mentioned in every part of the Dominion of Canada:

Loans on real estate.

1. To lend money as a first charge on mortgage or hypothecation of real estate situate within the Dominion of Canada, repayable either at long date by annuities, or at short date with or without progressive sinking of the debt.

On bonds and mortgages.

2. To lend money upon the hypothecation or security of mortgages of hypothecary or privileged claims being a first charge on real estate situate within the Dominion of Canada, repayable either at long date by annuities, or at short date with or without progressive sinking of the debt.

Loans to corporations.

3. To lend on mortgage or hypothec or otherwise, to municipal and school corporations throughout the Dominion of Canada, and *fabriques* and trustees for the construction or repair of churches in the Province of Quebec, such sums of money as they may be authorized to borrow, repayable either at long date by annuities, or at short date with or without progessive sinking of the debt.

Acquisition of claims.

4. To acquire by assignment or transfer bonds and mortgages and hypothecary or privileged claims being a first charge upon real estate situate within the Dominion of Canada.

And bonds and debentures of corporations.

5. To make loans upon, or to purchase bonds or debentures issued by municipal and school corporations in the Dominion of Canada, and by incorporated companies doing business therein, and to sell the same if deemed advisable.

And public securities.

6. To make loans upon, or to purchase bonds and debentures and other public securities of the Dominion of Canada or of any of the Provinces thereof, and to sell the same if deemed advisable.

Money on deposit.

7. To receive money on deposit for such periods and at such rate of interest as may be agreed upon.

2. The seat or chief office of the Corporation shall be in the city of Quebec, until changed to any other place in the Dominion of Canada by a resolution of a general meeting of the shareholders.

What may be taken as security.

3. The Corporation shall accept as security only real estate of which the revenues are deemed sufficient.

The amount of each loan shall not exceed one-half of the estimated value of the real estate mortgaged or hypothecated therefor; and the annuity which the borrower may oblige himself to pay shall not exceed the net revenue which it may be estimated that the property might yield.

The valuation of property offered as security shall be made on the double basis of the net revenue which it is susceptible of yielding, and of the price which it would bring if sold.

Divisions for business purposes.

4. For the management of business each Province other than the Province of Quebec shall form a division; but the Board of Management may, if it deems proper, divide each of such Provinces into two or more divisions, and may subsequently re-divide such divisions and form others; and may also divide the Province of Quebec into more than two divisions, and may subsequently subdivide such divisions and form others

Branches and agencies.

5. A branch office or agency may be established, whenever the Board of Management deem it advisable.

Managers and agents.

6. A manager or agent may be appointed to administer the affairs of the Corporation in each Province or in any division which may be established by the Board of Management; and when a manager is appointed he shall have the powers conferred and be subject to the obligations imposed upon managers by the statute constituting the Corporation.

Service of process.

7. The Corporation may sue and be sued, complain and defend in any court of law or equity in the Dominion.

Service of process may be made upon the Corporation at any branch office or agency in the Province where the suit is brought; and if the Corporation have no known branch office or agency in such Province, then upon return to that effect the court may order notice of the institution of the suit to be given for one month in the Official *Gazette* of the Province, and such publication shall be held to be due service upon the Corporation.

Rate of interest.

8. The Corporation may stipulate for, exact and take on all sums loaned, any rate of interest not exceeding six per centum per annum.

When the loan is repayable with amortization, the Corporation shall stipulate for, exact and take an annual sum for the gradual extinction of the loan to be determined by the rate of interest and the duration of the loan, and may also stipulate for, exact and take a percentage or commission for cost of management not exceeding one per centum per annum on the principal loaned ; but, in such case, such percentage or commission and the interest together must not exceed six per centum per annum on the principal loaned. Amortization.

9. The annuity in the case of loans contracted with progressive sinking of the debt is composed of :— Of what the annuity is composed.

1. The interest ;

2. The annual sum for the progressive sinking of the debt ; and may also include,

3. The percentage or commission for cost of management.

In case it should be stipulated that the insurance of the buildings on the estate mortgaged or hypothecated, may be made in the name of the Corporation and that the annual premiums therefor may be paid through the medium of the Corporation, the annuity may be increased by the amount of the annual premium. Insurance.

The annuities are to be paid half-yearly at the periods and places fixed by the Board of Management. Payment of annuities.

10. Every half-yearly instalment of an annuity, and every instalment of interest on loans repayable without amortization, if not paid when due, shall of right and without any putting in default being necessary, bear interest for the benefit of the Corporation, at the same rate as the loan itself. Interest on arrears and costs.

The same shall apply to all costs of suit, from the day upon which they have been paid, whether settled by consent or taxed, incurred by the Corporation, in order to obtain payment of its claim.

In case of non-payment of any instalment of an annuity or of interest, the balance of the loan can be exacted without any putting in default being necessary.

11. The Corporation may, from time to time, borrow money to an amount which shall not exceed that of the sums due by its borrowers, and the value of the bonds or debentures and public securities belonging to it ; and it may, for that purpose, execute, negotiate and issue obligations or bonds or debentures in sums or not less than three hundred francs, French currency, redeemable either at a fixed period or within a definite term by mean of drawings. It may stipulate and pay on the obligations or bonds or debentures which may be issued by it, any rate of interest that may be lawfully taken by individuals at the place where they are issued. Interest on bonds of the corporation.

12. The Corporation may acquire and hold such real estate as may be necessary for offices for the transaction of its business in the several Provinces of the Dominion, but the value of such real estate acquired in each division for such purpose shall not exceed at the time of acquisition the sum of twenty-five thousand dollars. Powers as to real estate.

It may, from time to time, lease, mortgage, hypothecate, sell or otherwise dispose of or deal with such real estate.

It may also, for the protection of its investments, purchase and hold real estate mortgaged or hypothecated in its favor; but it shall sell or otherwise dispose of such real estate so acquired in payment or for the protection of its claims within seven years from the acquisition thereof; and may, in the meantime, deal with and manage and may from time to time mortgage, hypothecate or lease the real estate so acquired and held.

No. 31.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act to enlarge and extend the powers of the Crédit Foncier Franco-Canadien.

(Reprinted as proposed to be amended in the Committee on Banking and Commerce.)

(PRIVATE BILL.)

Mr. GIROUARD,
(Jacques Cartier.)

OTTAWA:

PRINTED BY MACLEAN, ROGER & CO.

1881.

No. 32.] **BILL.** [1880-1

An Act to incorporate the *Crédit Foncier* of the Dominion of Canada.

WHEREAS the firm of Kohn, Reinach and Company, of Paris, in France, Bankers; W. Betzold, Esquire, of Paris, in France; Duncan McIntyre, of Montreal, Esquire; the Honorable J. Rosaire Thibaudeau, Senator of the Dominion of Canada; the Honorable Matthew Henry Cochrane, Senator of the Dominion of Canada; Charles D. Rose, of London, England, Banker; the Honorable Peter Mitchell, of Montreal, and Andrew Robertson, of Montreal, Merchant, have by their petition prayed for an Act of incorporation for the establishment, by means of a capital to be subscribed in Canada, Germany, France and elsewhere, of an institution of landed credit having for its object to supply real estate owners in the Dominion of Canada, who may desire to borrow upon hypothecary securities, with the means of paying their indebtedness by long term annuities, and with the right to issue and negotiate obligations or bonds bearing interest yearly and repayable at par or with prizes or premiums; and whereas it is expedient to grant the prayer of their petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:— Preamble.

TITLE FIRST.

INCORPORATION OF THE INSTITUTION.

1. A Corporation is hereby created and constituted under the name of the *Crédit Foncier* of the Dominion of Canada. Incorporation.

TITLE SECOND.

OBJECTS OF THE CORPORATION.

2. The objects of the Corporation shall be: Object of the corporation.

1. To loan, upon hypothec, to owners of real estate within the Dominion of Canada, sums of money repayable either at long date by annuities or at short date, with or without a sinking fund. Loans on hypothec.

2. To loan, upon the security of hypothecary or privileged claims affecting immovables situate in the Dominion of Canada, sums of money payable either at long date by annuities or at short date, with or without a sinking fund. Loans on privileged claims.

3. To loan, upon hypothec or otherwise, to municipal and school corporations, to *Fabriques* and trustees for the construction or repair of churches in the said Dominion, such

sums of money as they may be authorized to borrow, and repayable either at long date by annuities or at short date, with or without a sinking fund.

Acquisition of claims.

4. To acquire by subrogation or transfer, hypothecary or privileged claims upon immovables situate in the said Dominion.

General mortgage powers.

5. In a word, to perform all operations intended for the development of loans upon immovables in the said Dominion.

Purchase of bonds.

6. To purchase bonds or debentures issued by municipal and school corporations in the said Dominion, and by incorporated companies doing business in the said Dominion, and to re-sell the same if deemed advisable.

Loans to Government.

7. To make loans to the Government of any of the Provinces of the Dominion.

Issue of bonds.

8. To create and negotiate, as representing its operations, obligations or bonds, to an amount which shall not exceed that of the sums of money due by its borrowers and the value of the bonds or debentures and public securities in the possession of the Corporation.

TITLE THIRD.

HEAD OFFICE AND DURATION OF THE CORPORATION.

Head office and branches.

3. The seat or chief office of the Corporation shall be at Montreal, or at such place as shall be designated by the Board of Management. Branch offices may be established at such other places in the said Dominion as the Board of Management may deem advisable.

Duration of the corporation.

4. The duration of the Corporation shall be limited to ninety-nine years, dating from the coming into force of this Act.

TITLE FOURTH.

CAPITAL STOCK—SHARES—INSTALMENTS.

Capital stock and shares.

5. The capital stock shall be twenty-five million francs, French currency, or five million dollars of Canadian currency, divided into fifty thousand shares of five hundred francs or one hundred dollars each. It may be increased by a resolution adopted at a special general meeting.

Separate issues of stock.

6. The capital stock of twenty-five million francs shall be composed of issues of five thousand shares each, of which the first shall be issued at once: On the five thousand shares composing the first issue, fifty francs shall be paid on subscription and seventy-five francs in the month following: The dates of the issues of the remaining forty-five thousand shares shall be determined by the Board of Management. Holders of shares previously issued shall, within the delay fixed by the Board of Management, be entitled by privilege and in proportion to the stock they hold, to subscribe for the forty-five thousand shares. The new shares must be paid up in the same proportion as the shares previously issued; the new shares shall not be

allotted below par; and the Board of Management shall determine the amount of the calls, as well as the manner and the delay in which they shall be paid up.

Founders of the corporation and their privileges.

7. The subscribers to the capital stock to the extent of the fifty thousand shares mentioned in section five, shall be the founders of the Corporation, and shall, as such, be entitled to the benefits mentioned in sections *eight* and *one hundred and sixteen* of this Act. Stock certificates shall be given to the founders to establish their rights under the first paragraph of section *eight* and to facilitate their obtaining their shares of the profits specified in section *one hundred and sixteen*. The Board of Management shall determine the form of such certificates, and the method of their transfer shall be the the same as in the case of shares.

Allotment of increased stock.

8. In the event of the capital stock being increased beyond twenty-five million francs, the founders and holders of shares previously issued shall have a right, by preference, to subscribe for the shares to be issued in the *ratio* of thirty per cent. for the founders or their representatives, and seventy per cent. for the shareholders.

To be proportionate.

2. The allotment of such seventy per cent. shall be in proportion to the number of stock certificates held by each shareholder.

Shareholders may unite.

3. Such of the shareholders as do not hold sufficient stock to entitle them to at least one share in the new issue may unite together to form the number and to exercise their rights.

Regulations to be made by Board of management.

4. A regulation, drawn up and passed by the Board of Management, shall determine the delays and the manner in which the benefit of the above provisions may be claimed.

Payment of shares.

9. The amount of the shares shall be payable in francs, French currency, at Paris or at Montreal or such other place and at such dates as may be fixed by the Board of Management After the first call shall be paid up there shall be delivered to each shareholder an interim stock certificate bearing one of a series of numbers, upon which all subsequent payments shall be inscribed. The calls ordered by the Board of Management shall be made known to the shareholders by means of advertisements inserted, a month beforehand in one of the daily newspapers published in Paris and Montreal.

Notice.

Interest on arrears.

10. Every sum of money of which the payment is delayed, shall, of right, bear interest, and without a suit at law being necessary, for the benefit of the Corporation, at the rate of six per cent. per annum from the date at which such payment became due.

Proceedings in case of non-payment.

11. If the instalments upon any of the calls on stock are not paid when due, the numbers of the interim stock certificates of those who are in arrear shall be published in one of the daily newspapers of Paris and of Montreal. Fifteen days after such publication, the Corporation shall have the

Sale.

right to sell such shares on account of and at the risk and peril of the parties in arrear, on the Stock Exchange in Paris, through a stock-broker, if they are quoted on the Stock Exchange, and if not, through any other officer in France : Such sale may be made in a lump or in detail, either on the same day or at successive periods, without any putting in default or any legal formalities being necessary : The interim certificates of the stock so sold shall, of right, become void, and new ones shall be delivered to the purchasers under the same numbers : Every interim certificate, which does not contain a mention of the payment of the calls due thereon, shall cease to be negotiable ; this condition shall be stated in the interim certificates. The steps hereinabove authorized to be taken shall not prevent Corporation from having recourse, at the same time, to ordinary proceedings at law : The proceeds of the sale, after deducting the costs, shall be imputed upon the amount due by the expropriated shareholders, who shall still be liable for the difference, if there be a deficiency, but who shall be entitled to receive the surplus, if there be any.

Distribution of proceeds.

Stock certificates.

12 The Corporation may, in pursuance of a resolution of a general meeting, deliver certificates to bearer, for shares on which fifty per cent. is paid up, that is, two hundred and fifty francs. Certificates to bearer shall be taken from a register with counterfoil ; they shall be numbered consecutively and bear the signature of two Directors and the seal of the Corporation.

Transfer of stock certificates.

13. Stock certificates to order shall be negotiable to order by transfer, granted by the seller and accepted by the buyer ; when the parties act through an agent, the power of attorney shall be delivered to the Corporation ; and the Corporation may require that the signature of the parties and their capacity to act be certified by a stock-broker, and in no case shall it be responsible for the validity of the transfer.

When to bearer.

14. Certificates to bearer shall be transferred by simple delivery.

Exchange of certificates.

15. Any shareholder may claim, in exchange for certificates made payable to bearer, a certificate to his order ; the Board of Management shall determine the conditions, the manner, and the cost of effecting such exchange of certificates.

Collective certificate.

16. The ownership of more than one share, in the name of the bearer, shall be established by a collective certificate.

Payment of dividend to holder of certificate.

17. Every share shall give its holder a right in the ownership of the assets of the Corporation and to a share in the profits, in proportion to the number of shares issued. Payment of the dividends upon any share, either to order or to bearer, shall be valid, if made to the holder of the certificate.

18. The shareholders shall be liable only for the amount of each share; no call shall be permitted beyond such amount. Liability limited.

19. Every share shall be indivisible, and the Corporation shall recognize but one owner for each share; co-proprietors of a share shall be required to be represented by one and the same person. No division of shares.

20. The rights and obligations appertaining to shares shall follow the certificate into whatever hands it may pass; the possession of a share shall of right entail compliance with the by-laws or regulations of the corporation and the decisions of general meetings. Effect of transfer of certificate.

21. In the event of any stock certificates to bearer being lost, the Corporation shall not be obliged to replace them or to pay the interest or dividends due thereon, until it has been furnished with satisfactory proof of the loss of such certificates and of the rights of the claimants, and also until all legal formalities have been fulfilled; the Board of Management shall determine the conditions on which certificates to order, which have been lost or mislaid, shall be replaced. Provision in case of loss of certificate.

22. The heirs or creditors of a shareholder cannot, under any pretext whatsoever, require the affixing of seals upon the property and securities of the Corporation, nor interfere in any way with the management thereof. They shall, for the exercise of their rights, abide by the financial statements of the Corporation and the proceedings of the general meetings. Rights of and creditors defined.

TITLE FIFTH.

MANAGEMENT OF THE CORPORATION.

Section I.—Board of Management.

23. The Corporation shall be managed by a Board of Management, composed of from nine to fifteen Directors, who shall annually elect from amongst their number, a President and a Vice-President; the number of Directors, from nine to fifteen, shall, from time to time, be fixed by by-law or regulation; until otherwise provided, the Board shall be composed of fifteen Directors. Board of management.

24. The Directors shall be appointed at the general meeting of the shareholders; nevertheless, the first Board of Management shall be appointed by the persons mentioned in the preamble. This latter Board shall remain in office for three years; and before entering upon office, each member shall establish that he is possessed of fifty shares. These shares shall remain affected by privilege, as security for his good management, and shall not be transferable while he remains in office. Elected and provisional directors and qualification.

Order of retirement.

25. One-third in number of the Directors shall go out of office every year after the third year: it shall be decided by lot which of the Directors shall retire during the three years next after the first three, and, afterwards, they shall retire by seniority; they may always be re-elected; any vacancy occurring among the Directors shall be temporarily filled up by the Board; and the next ensuing general meeting shall definitely elect a successor; a Director appointed in the place of another shall remain in office only during the remainder of his predecessor's term of office.

Vacancies.

Allowance for attendance.

26. The Directors shall, for every time they are present, receive a counter check, of which the value shall be determined by the general meeting.

Meetings of the Board.

27. The Board of Management shall meet as often as the interests of the Corporation may require, and at least once a month. The meetings shall be called by the President or Vice-President, or by the Director who shall fill their place.

Voting at meetings.

2. No resolution can be adopted unless three-fourths of the Directors residing in Canada are present or represented. Directors residing in foreign parts or those who are absent may be represented at the meetings of the Board by proxy given to one of their colleagues. No Director shall, as proxy, have more than three votes at the Board.

Vote in writing.

3. Directors who are absent may also give their vote in writing.

Votes of Paris committee.

4. The Directors composing the Paris committee, hereinafter mentioned, may, without waiting until the decisions of the Board are communicated to them, take part in the voting by correspondence.

Decisions.

5. Decisions shall be taken by an absolute majority of the votes; when the votes are equal, the President shall have a casting vote.

Minutes to be kept.

28. The proceedings shall be recorded by minutes entered in a register and signed by the President, the Vice-President, or the Director who shall fill their place, and the Secretary; copies or extracts of such minutes which are required to be produced in Court or elsewhere, shall be certified by the President or Vice-President.

Powers of the Board of management.

29. The Board of Management shall, in concert with the Committee in Paris, have the most extensive powers for the management of the affairs of the Corporation: it shall pass by-laws for its internal management and determine the amount of the cost thereof; it shall appoint and remove the managers, officers, and employees of the Corporation, shall determine their powers and fix their fees, salaries and gratuities; it shall also determine the amount of the security which they shall give, and if necessary, authorize it to be repaid; it shall, if need be, authorize the purchase of immovable property in the Dominion of Canada, for the purpose of establishing its offices therein, and the sales of such immovables and those acquired in payment or for the protection of their claims; it shall decide upon—

Loans

1. The general conditions on which loans shall be granted.

2. The preliminaries, form and conditions of loans intended for the working of the Corporation or the management thereof, with or without hypothec.

3. Calls upon shares issued and the issue of new shares. Calls.

4. The general rules to be followed in the investment of funds. Investments.

5. The annual statement of accounts to be submitted to the general meeting. Annual statements.

6. The determining the amount of the dividend and of the amounts to be advanced on account thereof. Dividends.

7. The amounts to be credited yearly to the reserve fund and to the provident fund, and the method of investing them. Reserve fund.

8. The establishment or closing of branch offices or agencies. Agencies.

9. The amalgamation of the Corporation with other companies. Amalgamation.

10. Its anticipated dissolution. Dissolution.

11. The propositions to be submitted to the general meeting with respect to the increase of the capital, the adopting of by-laws or regulations for the government of the Corporation, for the direction and management of its affairs and the amendments or additions which it may be advisable to make in connection therewith. Increase of capital and regulations.

12. Any amendments to be made to this Act which shall previously be submitted to the the general meeting. Amendments.

13. The rules under which the managers shall in general administer the affairs of their respective divisions. Rules.

14. The creation and issue of obligations or bonds; the date of their issue; the rate of interest which shall not exceed that authorized by law in the Dominion of Canada; the date of the re-payment thereof, the number of drawings (*tirages au sort*) and the amount of the prizes or premiums, the percentage whereof, together with the interest thereon, shall not exceed the rate authorized by law. Issue of bonds.

15. The agreements, transactions, compromises, investments, transfers of state securities (*rentes sur l'etat*) and others; cancellation of hypothecary or privileged claims without payment being established; the abandonment of all real or personal rights; discontinuance of oppositions and cancellation of the registration of hypothecs without previous re-payment. General business.

It shall submit, each year, to the meeting a report upon the accounts and the financial position of the Corporation, which report shall be reported and distributed to the members at the meeting; it shall, in a word, decide upon all questions which relate to the management of the Corporation. Annual report.

30. The Board of Management shall decide upon applications for loans and other transactions, and grant or refuse them; but it shall refer to the Paris Committee all those the amount whereof exceeds twenty thousand dollars in Canadian currency, or one hundred thousand francs French currency. Decision upon applications.

31. The Board of Management may appoint and remove, when it sees fit, a "Local Board" in each division; such Local boards may be appointed.

local boards shall be composed of three or a greater number
Their powers. of Directors ; they shall exercise the powers of the board relating to applications for loans or proposals for the transfer of hypothecary or privileged claims, the amount of which does not exceed ten thousand dollars Canadian currency, or fifty thousand francs French currency, but the Board of Management may limit the importance of the applications and proposals which it may have to consider. No proceedings of the Local Board shall be valid unless a majority of the members are present ; the Board may also delegate a portion of its powers to be exercised as well in the Dominion of Canada as in France, to one or more persons by special power, but only for a determinate object and for a limited space of time.

Members of Board indemnified.

32. The members of the Board of Management shall not incur any personal or joint and several liability in the performance of their duties ; they shall be responsible only for the proper execution of their trust.

Section II.—*Paris Committee.*

Paris committee, how composed.

33. The members of the Board of Management, residing in France, shall be the delegates or representatives of the Corporation, for all its business which may be transacted in Europe. Such delegates and representatives shall act under the name of the "Paris Committee ;" they shall establish an office in the City of Paris at such place as they may deem advisable.

Powers, duties and privileges of the Paris committee.

34. The said Committee shall appoint its chairman and make rules for its internal management ; the same rules established for the validity of the proceedings of the Board shall apply to those of the Committee, which shall meet as often as it may think advisable. The Board of Management in Canada shall communicate to the said Committee, by the first mail, after each of its meetings, the minutes of the proceedings of such meeting, and the Paris Committee shall be under the same obligation with respect to the Board of Management in Canada. The Board shall obtain the advice of the Paris Committee upon all the questions set forth in sections *twenty-nine* and *thirty-one*, and in addition upon all loans and transactions, of which the amount shall exceed twenty thousand dollars or one hundred thousand francs ; all loans granted to one and the same person, and of which the aggregate shall amount to twenty thousand dollars or one hundred thousand francs, shall be considered as a single loan to the like amount. In the event of the Board of Management in Canada differing in opinion from the Paris Committee, the decision, to be valid, shall be carried by a three-fourths majority of the members of the entire Board of Management. The Paris Committee shall give its opinion within a delay of one month at the most, from the date on which the notice was mailed from Montreal ; if the Committee does not reply within such delay, the decision of the Board shall be considered as having been approved.

The Paris Committee is specially charged with the sale and investment of the bonds of the Corporation in Europe.

Share register in Paris.

35. The Paris Committee shall have a register for the transfer of the shares of the Corporation, and shall forward a list of transfers effected therein to the office of the Corporation in Montreal, in order that a complete register may be preserved there of all the shares to order in the said Corporation.

Section III.—The Censors.

Appointment of censors.

36. Three censors shall be appointed by the general meeting. They shall remain in office for the space of three years, and one shall go out of office in each year; they may always be re-elected.

Vacancies.

2. In case of the death, absence, illness or retirement of one of the censors, steps shall at once be taken by the remaining censors to replace him.

Qualification.

3. Before entering into office each of them shall prove that he is the holder of twenty-five shares; such shares shall remain affected by privilege as security for his good conduct, and shall not be transferable while he remains in office.

Sect. 26 to apply.

4. The provisions of section *twenty-six* of this Act shall apply to the censors as well as to the Directors.

Duties and powers of censors.

37. The duty of the censors shall be to see to the strict observance of the provisions of this Act; they shall be entitled to be present at the meetings of the Board and of the Paris Committee, and to give their opinion; they shall control the creation and issue of obligations or bonds; they shall examine the yearly accounts and inventories and certify to their correctness; the books and accounts and generally all documents of the Corporation, shall be submitted for their examination, at their request. They may at any time examine the cash, securities and vouchers of the Corporation.

To make annual returns.

38. They shall make an annual return to the general meeting, which return shall be printed and distributed to the members at the meeting.

May call special meetings.

39. The censors shall have the right, when they unanimously decide upon it, to have a special general meeting called.

Section IV.—Management in the Dominion.

Two divisions in Canada.

40. For the management of business, the Dominion shall be divided into two divisions. One shall be designated by the name of the "Montreal Division," and its place of business or office shall be in the City of Montreal; the other shall be designated under the name of the "
Division," and its place of business or office shall be in the City of

Subdivision.

41. Nevertheless, the Board of Management may, if it deems proper, subdivide such divisions and form others, and establish offices in the new divisions.

Management of affairs.

42. The affairs of each division shall be administered by a manager who may also be a Director.

Qualification of manager.

43. Before entering into office every manager shall prove that he holds one hundred shares. Such shares remain affected by privilege as security for his good management, and shall not be transferable while he remains in office.

Manager's duties and powers.

44. The manager shall make rules for the internal discipline of his office and shall see to their observance; he shall carry out the decisions of the Board of Management relating to the administration of affairs within his division; he shall be the representative of the Corporation as regards third parties in all matters which come under his management.

The same.

2. He shall sign cheques drawn upon the Banks in which the funds of the Corporation are deposited within his division; endorse securities made payable to order; pay sums due by the Corporation; take the necessary power to recover sums due to it; give instructions for the institution of suits and proceedings which the affairs of the Corporation may render necessary; sign, in the name of the Corporation and on its behalf, contracts of loan, subrogation, transfers and deeds of purchase and sale; give and receive discharges for sums received and paid out, execute and sign, in the name and on behalf of the Corporation, all discontinuances and cancellations authorized by the Board of Management; and shall, in a word, perform, within his division, all and every the acts of administration rendered necessary by the business of the Corporation.

Manager's deputy.

45. The manager may, with the permission of the Board of Management, require the assistance of and be represented by a deputy; but he shall be responsible for all his acts and the consequences thereof; all powers delegated by him shall be special and temporary.

Suspension of employees.

46. The manager may suspend any employee in his office, but he shall refer the matter to the Board of Management, and he shall temporarily replace any employee who may be suspended; in case of the death, absence or inability to act of any of the employees, he shall provided a temporary substitute.

Detailed annual statement.

47. On the first day of January of each year, the manager shall prepare a detailed statement of the operations of the Corporation in his division during the preceding year; such document shall be submitted to the Board of Management, who, after having examined it, shall forward it, with its observations thereon, to the censors.

Power to manager to be executed.

48. The President shall, after the appointment of a manager by the Board of Management, execute in duplicate

a procuration, countersigned by the Secretary, authorizing him to act, within the limits of his powers, for and in the name of the Corporation ; a duplicate of the procuration shall be deposited in the office of the Secretary of State of Canada, and the latter shall give notice in the *Canada Gazette*, of such appointment and of the deposit of the procuration. All registrars shall be bound, after such notice, to receive all deeds passed by such manager within the limits of his powers, and before the publication in the *Canada Gazette* of a revocation of the procuration, as sufficient without requiring any proof of his power to act.

Deposit of duplicate and notice thereof.

Effect thereof.

TITLE SIXTH.

GENERAL MEETINGS.

49. The general meeting regularly constituted shall represent the whole body of the shareholders.

2. It shall be composed of all the shareholders who are each holders of at least twenty-five shares, and in order to be entitled to take part in the proceedings of the general meeting, the shareholders must have held such twenty-five shares at least thirty days before the day appointed for the meeting. A list of shareholders, having a right to take part in the general meeting, shall be prepared by the Board of Management, and shall show opposite the name of each shareholder the number of shares which he holds. Such list shall be open to the examination of such shareholders as wish to examine it for at least ten days before the day fixed for the meeting, at the office of the Corporation in Montreal, and at the office of the Paris Committee.

General meeting and how composed.

50. No one may be represented except by a proxy who is a member of the meeting.

Proxies.

51. The general meeting shall be held before the thirtieth of April in each year, either at Montreal, or at Paris in France, according as there may be more shares to order held and stock certificates to bearer deposited in the Dominion of Canada or in France, thirty days before the date of the meeting.

Time and place of general meeting.

52. Special meetings shall, moreover, be held whenever the Board of Management deems it necessary, or the censors unanimously require the same.

Special meetings.

53. The meetings shall be called at least sixty days beforehand, by a notice inserted in a daily newspaper in Paris, and in one in the Dominion of Canada ; such notice shall specify the date of the meeting as well as the place where holders of shares, payable to bearer, are to deposit their certificates at least thirty days before the date of the meeting. Shares to order shall be counted in one of the two above categories, according as the holder shall reside in the Dominion of Canada or in France. When the number of shares deposited shall have once been ascertained, the Board of Management shall, by a notice inserted in one of the

Calling of meetings and notices to be given.

daily newspapers of Paris, and in one published in the Dominion of Canada, at least fifteen days before the date of the meeting, indicate the place at which such meeting shall be held.

When meeting is constituted.

54. The meeting shall be regularly constituted when one-fourth of the shares forming the capital stock is represented thereat.

Second meeting if there is no quorum.

55. If the condition provided for in the next preceding section is not fulfilled, the Board of Management shall, a second time, call a general meeting within an interval of at least one month; and in such case the delay between the calling of the meeting and that on which it shall be held, may be reduced to fifteen days. All the proceedings of members present at the second meeting shall be valid, whatever may be the number of the shares which they represent, but only with respect to the subjects mentioned on the orders of the day drawn up for the first proposed meeting.

Officers of the meeting.

56. The officers of the meeting shall be the chairman, two scrutineers and a secretary; the President of the Board of Management shall be, *ex-officio*, the chairman of the meeting; in his default, the meeting shall be presided over by the Vice-President, or, in the absence of both, by a Director designated by the Board; the duties of scrutineer shall be performed by the two shareholders who shall represent, either in their own name or as proxies, the greatest number of shares, and if they refuse, then by the two shareholders next in order, and so on until two have accepted; the chairman and the two scrutineers shall appoint the secretary.

Proceedings at the meeting.

57. The report of the Board of Management on the position of the affairs of the Corporation, shall be read to the meeting, as also, if necessary, the observations of the censors; it shall approve or reject the annual accounts and shall definitely fix the amount of the dividends; it shall appoint the Directors and censors, whenever it is necessary to replace them; it shall take into consideration, when the proposition is submitted to it, the advisability of increasing the capital of the Corporation, and also the rules and regulations for the government of the Corporation, and for the administration and management of its affairs, and also the amendments or additions to be made to them; finally, it it shall definitely decide upon all things touching the interests of the Corporation and, by its resolutions, confer upon the Board of Management the necessary powers for such cases as have not been provided for.

Decisions to be binding.

58. The decisions of the meeting shall bind all shareholders, even those who are absent or who differ in opinion.

Minutes to kept.

59. The proceedings shall be recorded by the minutes, entered in a special register, and signed by the officers of the meeting.

60. The proof of the proceedings of the general meeting shall, as far as third parties are concerned, be derived from true copies or extracts, certified as such by the President or Vice-President. Copies to be evidence.

TITLE SEVENTH.

OF LOANS AND OTHER TRANSACTIONS

61. The Corporation shall effect hypothecary loans of two kinds: the first shall be repayable at long date, by annuities calculated so as to extinguish the debt in a space of ten years at the least and fifty years at the most; the second shall be repayable at short date, within a period less than ten years, with or without a sinking fund. What loans may be made.

62. The Corporation shall lend to proprietors of immovables only on first hypothec, constituted seigniorial rents and equivalent ground rents being alone excepted: loans by which debts already registered are to be repaid, shall be considered as made on first hypothec, when by the fact of such payment or subrogation made in favor of the Corporation the hypothec so created shall be the first charge on the property; in such cases the Corporation shall keep in its possession sufficient funds to meet such payment. Security.

63. Loans may not be effected by the Corporation on the following— Loans may not be made on certain property specified.

1. Theatres.
2. Mines and quarries.
3. Woodlands.
4. Undivided immovables, if the hypothec be not established on the whole of such immovables, with the consent of all the co-proprietors.
5. Immovables of which the usufruct and the mere ownership are not vested in the same person, unless all those having any right in the property consent to the creation of the hypothec. This provision relates to the management only and shall not affect the validity of the hypothec.

64. The Corporation shall accept, as security, only those immovables of which the revenues are deemed sufficient. Revenue to be sufficient.

65. The amount of the loan shall not exceed one-half of the estimated value of the immovable hypothecated. Amount of loan.

66. The annuity which the borrower may oblige himself to pay, shall not exceed the apparent net revenue of the property. Annuity not to exceed net revenue.

67. The rate of interest to be charged on all sums loaned, shall be determined by the Board of Management; it shall not exceed the rate authorized by the laws in force in the Dominion of Canada. Rate of interest.

68. The annuity, as well of long as of short date loans stipulated in the contract of loan, shall include— What annuity shall include.

1. Interest ;

2. The sinking fund, determined by the rate of interest and the duration of the loan ;

3. An annual allowance for cost of management, which shall not exceed one per cent. per annum of the principal loaned.

When annuities shall be payable.

69. The annuities shall be payable half-yearly, at the dates fixed by the Board of Management, but when the first instalment is due the borrower shall only pay the interest for such part of six months which shall have elapsed from the time of the effecting of the loan until the payment of such first instalment.

Interest on overdue annuities

70. Every half-yearly instalment of an annuity, if not paid when due, shall, of right and without any putting in default being necessary, bear interest for the benefit of the Corporation at the same rate as the loan itself. The same rule shall apply to all costs of suit, from the day upon which they have been paid, whether settled by consent or taxed, incurred by the Corporation in order to obtain payment of its claim. The non-payment of the sums due half-yearly on such annuity, shall confer the right to exact the balance of the loan, without any putting in default being necessary.

Consequence of non-payment.

Anticipated payments.

71. Debtors shall be entitled to discharge their debts before they become due, whether in whole or in part only ; anticipated payments shall give rise to an indemnity in favor of the Corporation, which shall not exceed three per cent. of the capital repaid before coming due.

Notice of conveyance to be given to the corporation.

72. The borrower shall be obliged to inform the Corporation, within a delay of one month, of any total or partial conveyance which he may have made ; and in default of his informing the Corporation of such facts, within the above-mentioned delay, the Corporation shall have the right to exact the repayment of the balance of the loan ; moreover, it shall have a right to the indemnity fixed by the latter part of section *seventy-one*.

And of deterioration.

73. The borrower shall, likewise, inform the Corporation within the delay above mentioned, of any deterioration which the immovable hypothecated may have suffered ; if the deterioration seriously affects the interests of the Corporation, it may exact the repayment of the balance of the loan ; in default of such notice the repayment shall carry with it, a right to the indemity authorized by the latter part of section *seventy-one* ; when the borrower shall have given notice of the deterioration, the repayment shall be exacted without indemnity.

Certain property to be insured.

74. Properties liable to destruction by fire shall be insured against fire, at the expense of the borrower ; the contract of loan shall contain a transfer of the amount of the policy in case of loss, and the insurance shall be kept up during the entire continuance of the loan. The Corporation may require that the policy of insurance be made out in its

name and that the amount of the annual premiums be paid by it; in such case the amount of annuity shall be increased to that extent. In case of loss the amount of the policy shall be paid over directly to the Corporation. Anticipated payments arising from fires shall not carry with them any right to the indemnity authorized by the latter part of section *seventy-one*. If the Corporation considers that the security is endangered from the effects of the fire, it may exact the payment of the balance of the loan, but without indemnity.

No loan below $250.

75. The Corporation shall not grant any loan for an amount less than two hundred and fifty dollars currency of Canada.

Loans in Canadian currency.

76. Loans shall be effected and be repayable at the current rate of exchange in, or in currency of Canada.

Application of foregoing provisions.

77. The rules laid down in this title shall apply to loans made upon the security of hypothecary or privileged claims; and those which relate to the rank of the hypothec and to the nature and value of the immovables offered as security, shall also apply in cases of acquisition by means of subrogation or transfer of such claims.

Loans to corporations.

78. Loans to municipal and school corporations, *fabriques* and church trustees may be made either in cash or in bonds.

TITLE EIGHTH.

PROCEEDINGS UPON APPLICATIONS FOR LOANS.

What applicant for loans must produce.

79. Every person who applies for a loan, and every person who proposes to transfer a hypothecary or privileged claim, shall produce:

1. The title-deeds of the real estate offered as security, and a statement showing, as far as practicable, how the property has been held for thirty years past;

2. The deeds of lease, if any there be, together with a statement of the rents paid in advance;

3 A declaration of the revenues from and charges upon the property;

4. A certificate of the Secretary-Treasurer of the municipality, showing the assessed value and the amount, if any, due for municipal and school taxes;

5. The memorial of registration or registrar's certificates, showing its position with reference to encumbrances; and—

6. A declaration of his civil status or of that of the owner of the property hypothecated; and the marriage contracts, if any there be.

Valuation to be made.

80. The manager shall cause a valuation of the property, offered as security or hypothecated for the claim, to be made by a valuator, who shall examine the property and take all necessary steps to establish the value thereof; such valuation shall be made on the double basis of the net revenue and of the price which it would bring if sold; the valuator shall report upon the value of the security offered, and give his

opinion as to the advisability of granting the application for a loan.

Application to be decided upon by the Board.

81. Applications for loans upon hypothec and proposals for transfer of hypothecary or privileged claims, shall be submitted, together with the documents in support thereof and the valuators report, to the Board of Management; the Board shall examine into the soundness of the security, and shall grant or refuse the application or proposal; if it grants it, it shall determine the amount and the conditions of the loan and the dates of re-payment, or the price and conditions of the transfer.

Reference to solicitor.

82. If the Board of Management grants the applications or accepts the proposal, it, together with the title deeds, the memorial of registration, or registar's certificate showing the position with reference to incumbrances and the other vouchers produced, shall be referred to the solicitor of the Corporation, who shall verify the title deeds, the position of the property with reference to incumbrances, and the civil status of the borrower or of the persons who have given the hypothec, and shall report the result of his examination, and give his advice as to the acceptance of the application for a loan, or the proposal for a transfer.

His report.

Proceedings thereupon.

83. The Board of Management shall examine the solicitor's report, and if the title is valid the Board shall authorize the manager to make such loan or complete such transfer.

If application is for more than $20,000.

2. Nevertheless, when the application for a loan or the proposal exceeds twenty thousand dollars, Canadian currency, or one hundred thousand francs, French currency, the Board shall refer the matter, together with the report of the valuator and that of the solicitor, to the Paris Committee; it shall, at the same time, submit its observations thereon, if it thinks proper.

Execution of contract of loan.

84. The contract of loan shall be signed by the manager and by the borrower, and the transfer shall be signed by the manager and the assignor, and, as far as practicable, it shall be accepted by the debtor. The contract of loan shall

What it shall contain.

contain: an obligation in favor of the Corporation for the amount of the sum borrowed; a description of the property hypothecated and of how the ownership was acquired; a transfer in favor of the Corporation of the policy of insurance against fire, in cases where there are amongst the properties hypothecated some which are liable to destruction by fire; a declaration of the position of the property with reference to incumbrances and of the civil status of the borrower; if the loan is effected for the purpose of paying off debts, there shall be an undertaking to that effect; if there be any dower, there shall be a renunciation of the same; a deposit of the sum borrowed until the position of the property with references to the incumbrances, has been verified and a delay for the final completion of the loan.

Registration.

85. Registration shall be effected in favor of the Corporation against the property hypothecated and the hypothec

shall rank from the day on which the registration was made although the amount may have been paid over afterwards; and a certificate of the registration, effected since the date of that which was fyled with the application, shall be obtained; the solicitor shall afterwards ascertain the position of the property with reference to incumbrances and also the borrower's rights of ownership, at the date when the registration was effected, and shall report thereon to the manager. If at the date of the registration the borrower's rights of ownership have not changed, and if no objection has been registered subsequent to the date of the certificate of registration fyled, or if the incumbrances subsequently registered are to be re-paid by means of the loan, the moneys to the amount of the loan shall be paid over; in cases where registrations or real rights appear which alter the situation of things, as declared and accepted, then the application shall not be followed up; the contract of loan shall be resiliated and the registration in favor of the Corporation cancelled.

Duty of solicitor.

86. In the case of a transfer of hypothecary or privileged claims the transfer shall be registered; and when it has not been accepted by the debtor, it shall be served upon him; the price shall be paid only after the solicitor has reported that every thing is in order; otherwise, the claims shall be re-assigned

Registration of transfers.

87. All costs and expenses rendered necessary by the application for a loan or proposal for a transfer shall be defrayed by the person making such application, or proposing such transfer, even when the loan is not effected or the transfer does not take place.

Expenses payable by applicant.

88. Applications for loans by municipal and school corporations, *fabriques*, and church trustees, and proposals for the sale of bonds or debentures of municipal or school corporations, or of incorporated companies, shall likewise be subject to examination and approval by the Board of Management; such applications and proposals shall, in the first place, be referred to the valuator in order that he may ascertain the value of the securities, either hypothecary or personal, as the case may be; they shall afterwards, if the Board accepts them, be referred to the solicitor, in order that he may examine into and verify the powers of the corporation, *fabrique*, trustees or company, and the validity of the bonds or debentures; and when there is an offer of hypothecary security, he shall examine into the right of ownership of the property offered as security, and its position with respect to incumbrances; the provision contained in the second paragraph of section *eighty-three* shall apply to such applications and proposals.

Examination into applications for loans to corporations.

89. Applications made by a Government for loans and proposals for the sale of public securities of the Dominion, shall likewise be subject to examination and approval by the Board of Management; if the Board accepts them they shall be referred to the solicitor, in order that he may

And into applications for loans to Government.

examine into and verify the powers of the Government, or the validity of the public securities; the provision contained in the second paragraph of section *eighty-three* shall also apply to such applications and proposals.

Powers of local boards as to applications.

90. When the Board of Management has appointed a local board, the latter shall be vested with all the powers of the Board with respect to applications for loans and proposals for the transfer of hypothecary or privileged claims, the amount whereof does not exceed ten thousand dollars currency, save and except the limitations which shall be imposed by the Board under and in conformity with section *thirty-one*.

Provisions of title 8 may be varied.

91. A general meeting of the shareholders may, at the suggestion of the Board of Management, modify or even cancel the whole or part of the provisions contained in the present Title VIII.

TITLE NINTH.

OBLIGATIONS OR BONDS.

Section I—General Provisions.

What obligations may be issued.

92. The Corporation may create and issue obligations of two kinds: the first shall be created to represent the operations of the Corporation with the exception of loans to Government, to municipal or school corporations, *fabriques*, and church trustees, and public securities, and bonds or debentures of municipal and school corporations in hand, they shall be known as "real estate obligations;" the second shall be created to represent loans to Government, municipal and school corporations, *fabriques*, and church trustees, and public securities, and bonds or debentures of municipal and school corporations in hand; they shall be known as "special obligations."

Categories of obligations.

93. The obligations created by the Corporation shall be subdivided into six categories:—

1. Those redeemable at par with a fixed term for redemption without prizes;

2. Those redeemable with premiums at a fixed term for redemption without prizes;

3. Those redeemable at par within a definite delay, without any period being fixed for their redemption before such delay, and by means of a drawing of numbers without prizes;

4. Those redeemable at par with a right to participate in prizes, within a definite delay, without any period being fixed for their redemption before such delay, and by means of a drawing of numbers;

5. Those redeemable with a premium within a definite delay, without any period being fixed for their redemption before such delay, and by means of a drawing of numbers without prizes;

6. Those redeemable at par with a premium and a right to participate in prizes, within a definite delay, without a period being fixed for their redemption before such delay, and by means of a drawing of numbers;

The Board of Management shall determine the duration of the delay and the date of the drawings.

Prizes and premiums.

94. The prizes and premiums attached to such obligations, and payable when they shall be withdrawn from circulation, shall not exceed two per cent. per annum on the capital represented by the series of such obligations; and the aggregate amount of the interest and of the percentage for prizes on premiums, shall not exceed the rate of interest authorized by the laws in force in the Dominion of Canada.

Drawing to be by lot,

95. The drawing of the obligations which are to be repaid shall be effected by lot, in the presence of the censors.

Numbers drawn to be posted up.

96. Within eight days from such drawing the numbers drawn shall be posted up in the office of the Paris Committee, and published in one of the daily newspapers of Paris.

Redemption.

97. The obligations designated by lot shall be redeemed on the day indicated in the notice published; from and after such day the interest on such redeemable obligations shall cease to run.

Cancellation.

98. Obligations redeemed by such drawing of numbers shall be at once cancelled by means of a stamp; they shall be destroyed in the presence of the President or of his representative, and one of the censors, and a minute of such operations shall be kept of record.

When redeemed by anticipated payments.

99. Obligations redeemed by the Corporation by anticipated payments shall at once be stamped with a special stamp, and they may be replaced in circulation only by resolution of the Board of Management; in all cases they shall participate in the drawing of numbers.

Transfer.

100. Obligations shall be payable either to order or to bearer: obligations payable to order shall be transferable in the same manner as that indicated for the transfer of shares to order, in accordance with the provisions of section *thirteen*; the Corporation shall not in any case be responsible for the validity of transfers; obligations payable to bearer shall be transferable by simple delivery,

Minimum fixed.

101. No obligation shall be issued for an amount less than three hundred francs French currency.

Interest.

102. The obligations shall bear interest, the rate and the date and manner of payment whereof shall be determined by the Board of Management, but such interest shall not exceed the rate authorized by the law in force in the Dominion of Canada; whatever may be the form of the

obligations the payment of the interest thereon to the holder of the certificate shall be lawful.

Form of obligation.

103. The obligations shall be represented by documents of evidence taken from a register with a counter-foil; they shall be signed by two directors, and shall bear the seal of the Corporation.

What it shall contain.

104. The interest upon obligations, the premiums or prizes, and the sinking fund shall be set forth upon all the documents of evidence.

Section II.—Real Estate Obligations.

Real estate obligations.

105. The total amount of the real estate obligations shall not exceed the amount of the bonds and debentures in hand, and of the claims held by the Corporation, after deducting loans made to Government, municipal and school corporations, *fabriques*, and church trustees, and public securities and bonds or debentures of municipal and school corporations, in hand.

How secured.

106. The real estate obligations shall be secured by the assets of the Corporation, with the exception of claims specially affected to the redemption of special obligations.

Recourse of holders.

107. Holders of real estate obligations shall have no other recourse, for the recovery of the principal and interest due thereon, than that which they may exercise against the Corporation directly.

Section III—Special Obligations.

Special obligations.

108. The total amount of the special obligations shall not exceed the amount of loans made by the Corporation to the Government, to municipal and school corporations, to *fabriques* and to church trustees, and public securities and bonds or debentures of municipal and school corporations, in hand.

How secured.

109. The security for the repayment of the special obligations shall, in addition to the ordinary assets of the Corporation, consist in the special warranty which the latter holds for the loans and public securities and bonds or debentures which they represent.

Recourse of holders.

110. Holders of special obligations, in addition to their right of action for debt against the Corporation, may exercise every lawful recourse to obtain the realization of the securities pledged for their payment.

TITLE TENTH

ACQUISITION OF REAL ESTATE.

Powers as to real estate.

111. The Corporation may acquire and possess such real estate as may be necessary for its offices for the administra-

tion of its affairs, in the Dominion of Canada, but the value of such real estate, acquired in each division for such purpose, shall not exceed, at the time of such acquisition, the sum of twenty-five thousand dollars, Canadian currency; and the Corporation may lease, hypothecate and sell such real estate; it may also, for the protection of its investments, purchase the immovables hypothecated in its favor; but it shall sell such immovables so acquired in payment or for the security of its claims, within seven years from the acquisition thereof.

TITLE ELEVENTH.

INVENTORIES AND ANNUAL STATEMENTS OF ACCOUNTS.

112. The Corporation's financial year shall commence on the first of January and end on the thirty-first of December; the first term shall include, in addition to the year current when the Corporation commences its operations, the whole of the following year also. Financial year.

113. At the end of the financial year, a detailed general statement of the assets and liabilities shall be prepared under the supervision of the Board of Management, and further, a summary statement of the assets and liabilities shall also be prepared every six months; the accounts shall be prepared by the Board of Management, and shall be submitted to the general meeting of the shareholders which shall approve or reject the same, and shall determine the dividend to be paid, after having heard the report of the Board and that of the censors. Detailed annual statement

TITLE TWELFTH.

DIVISION OF PROFITS, RESERVE FUND AND PROVIDENT FUND.

114. The net proceeds, after deducting all charges, shall constitute the profits of the Corporation. Profits.

115. From and out of such profits there shall be taken: How distributed.

1. Five per cent from the total amount to form a reserve fund.
2. The sum necessary to allow the shareholders five per cent upon the amount of their paid up instalments.
3. If deemed advisable, a sum which shall not exceed twenty per cent of the net profits, for the formation of a provident fund.

116. The surplus profits, after deducting the above, shall be distributed as follows: Dividends.

1. Six per cent to the Directors;
2. Six per cent to the Founders;
3. And the balance to the shareholders, namely, eighty-eight per cent of such surplus.

117. When the reserve fund amounts to one-fourth of the capital stock, the percentage of which it is formed shall Reserve fund limited.

cease to be set aside; if such reserve is encroached upon, such percentage shall again be set aside. The reserve fund is intended to provide for unforeseen circumstances.

TITLE THIRTEENTH.

RULES OR REGULATIONS.

Notice of meetings.

118. When the general meeting shall be called upon to vote on the adoption or amendment of any rules or regulations, the notices calling such meeting shall contain a summary mention thereof; the proceedings at such meeting shall not be valid unless carried by two-thirds of the votes, representing at least one-third of the registered shares.

Two-third vote requisite.

As to rules.

119. The rules or regulations must not be contrary to the laws of the Dominion of Canada, nor to the provisions of this Act; and those to take effect and be executed in France must not be in conflict with the laws of that country.

To be approved and published.

120. The rules or regulations shall have full force and effect only when they shall have been approved by the Governor General in Council, and published in the *Canada Gazette*.

TITLE FOURTEENTH.

DISSOLUTION AND LIQUIDATION OF THE CORPORATION.

Dissolution of the corporation.

121. The Corporation shall be dissolved at the expiration of the time fixed by section *four*, unless by resolution of the general meeting, voting in the manner prescribed in the last paragraph of section *one hundred and eighteen*, its continuance be authorized.

When question shall be submitted.

122. The continuance of the Corporation shall be submitted at the latest, to the general meeting of the shareholders during the course of the year preceding that in which it would otherwise cease to exist.

Dissolution if capital is impaired.

123. In event of the Corporation having lost, in addition to its reserve fund, one-third of its capital stock, the dissolution and liquidation of the Corporation shall be proceeded with, unless the shareholders consent to pay up the lost capital.

Method of liquidation.

124. When the dissolution and liquidation of the Corporation shall have been decided upon, the general meeting of the shareholders shall determine the method of liquidation to be followed; it shall also appoint liquidators; if the general meeting does not come to any decision on this point, the dissolution and liquidation shall be proceeded with under the laws in force in the Dominion of Canada.

Certain powers to continue.

125. The General Meeting shall retain its powers during the liquidation of the Corporation; the Board of Management shall cease to have any powers as soon as the liquidators are appointed.

TITLE FIFTEENTH.

ORGANIZATION AND FINAL CONSTITUTION OF THE CORPORATION.

Proceedings for organization.

126. The persons mentioned in the preamble shall open in Paris and in Montreal, subscription books for the issue of shares in the capital stock, at such place and for such time as they may deem advisable; after the closing of the books they shall allot the five thousand shares, forming the first issue, in such manner as they may deem proper. Each subscriber shall, when he subscribes his name, make an election of domicile in France Notice shall be given to each subscriber, of his allotment, by a letter addressed to the domicile indicated, and sent by post, and within five days from the date at which such letter was sent to his address, each subscriber shall pay into the hands of the person or banking institution designated for that purpose ten per cent. upon the amount of the shares allotted to him. and subscribers who shall so pay ten per cent. shall become shareholders. As soon as the first issue of shares shall have been subscribed for, and ten per cent. upon the amount issued shall have been paid up, the person specially selected for such purpose among those mentioned in the preamble, shall call a general meeting in Paris of the shareholders, by notice inserted in one of the daily newspapers in Paris, at least ten days before the date of such meeting; and at such meeting the persons mentioned in the preamble shall elect the first Directors, and the meeting itself shall elect the censors, and thereupon the Corporation shall be duly organized, and may commence its operations.

TITLE SIXTEENTH.

PRIVILEGE.

Exclusive privilege of the corporation.

127. A privilege for fifty years, dating from its final organization, is granted to the Corporation; such privilege shall consist in the Government of the Dominion of Canada binding itself not to authorize the formation, within the limits of its territory, of any other landed credit society, in any way represented in France.

No. 32.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act to incorporate the Crédit Foncier of the Dominion of Canada.

Received and read, first time, Tuesday, 18th January, 1881.

Second Reading, Wednesday, 19th January, 1881.

(PRIVATE BILL.)

Mr. Ives.

OTTAWA:

PRINTED BY MACLEAN ROGER & Co.

1881.

No. 32.] **BILL.** [1880-81.

An Act to incorporate the *Crédit Foncier* of the Dominion of Canada

(Reprinted as amended and reported by the Committee on Banking and Commerce.)

WHEREAS *La société financière de Paris*, the firm of Kohn, Reinach and Company, of Paris, in France, bankers ; W. Betzold, Esquire, of Paris, in France ; Duncan McIntyre, of Montreal, Esquire ; the Honorable J. Rosaire Thibaudeau, Senator of the Dominion of Canada ; the Honorable Matthew Henry Cochrane, Senator of the Dominion of Canada ; Charles D. Rose, of London, England, banker ; the Honorable Peter Mitchell, of Montreal, and Andrew Robertson, of Montreal, merchant, have by their petition prayed for an Act of incorporation for the establishment, by means of a capital to be subscribed in Canada, Germany, France and elsewhere, of an institution of landed credit having for its object to supply real estate owners in the Dominion of Canada, who may desire to borrow upon hypothecary or mortgage securities, with the means of paying their indebtedness by long term annuities, and with the right to issue and negotiate obligations or bonds bearing interest yearly and repayable at par or with prizes or premiums ; and whereas it is expedient to grant the prayer of their petition : Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows :— Preamble.

TITLE FIRST.

INCORPORATION OF THE INSTITUTION.

1. A Corporation is hereby created and constituted under the name of the *Crédit Foncier* of the Dominion of Canada. Incorporation.

TITLE SECOND.

OBJECTS OF THE CORPORATION.

2. The objects of the Corporation shall be : Object of the corporation.

1. To loan, upon hypothec or mortgage, to owners of real estate either freehold or leasehold within the Dominion of Canada, sums of money repayable either at long date by annuities, or at short date, with or without a sinking fund. Loans on hypothec.

Loans on privileged claims.

2. To loan, upon the security of hypothecary, mortgage or privileged claims affecting immovables, or of the transfer of a mortgage or lien on real estate either freehold or leasehold situate in the Dominion of Canada, sums of money payable either at long date by annuities or at short date, with or without a sinking fund.

3. To loan, upon hypothec, mortgage or otherwise, to municipal and school corporations, to *Fabriques* and trustees for the construction or repair of churches in the said Dominion, such sums of money as they may be authorized to borrow, and repayable either at long date by annuities, or at short date, with or without a sinking fund.

Acquisition of claims.

4. To acquire by subrogation or transfer, hypothecary mortgage or privileged claims upon immovables situate in the said Dominion.

Purchase of bonds.

5. To purchase bonds or debentures issued by municipal and school corporations in the said Dominion, and by incorporated companies doing business in the said Dominion, and to re-sell the same if deemed advisable.

Loans to Government.

6. To make loans to the Government of any of the Provinces of the Dominion.

Issue of bonds.

7. To create and negotiate, as representing its operations, obligations or bonds, to an amount which shall not exceed eighty per centum of the sums of money due by its borrowers and the value of the bonds or debentures and public securities held and owned by the Corporation

TITLE THIRD.

HEAD OFFICE AND DURATION OF THE CORPORATION.

Head office and branches.

3. The seat or chief office of the Corporation shall be at Montreal. Branch offices may be established at such other places in the said Dominion as the Board of Management may deem advisable.

Duration of the corporation.

4. The duration of the Corporation shall be limited to ninety-nine years, dating from the coming into force of this Act, unless further extended as hereinafter provided for.

TITLE FOURTH.

CAPITAL STOCK—SHARES—INSTALMENTS.

Capital stock and shares.

5. The capital stock shall be five million dollars gold, divided into fifty thousand shares of one hundred dollars each. It may be increased by a resolution adopted at a special general meeting.

Separate issues of stock.

6. The capital stock shall be composed of issues of ten thousand shares each, of which the first shall be issued at once: on the ten thousand shares composing the first issue, ten per cent. shall be paid on subscription and fifteen per cent. in the month following: the dates of the issues of the remaining forty thousand shares shall be determined by the Board of Management. Holders of shares previously issued shall, within the delay fixed by the Board of Manage-

ment, be entitled by privilege and in proportion to the stock they hold, to subscribe for the forty thousand shares. The new shares must be paid up in the same proportion as the shares previously issued; the new shares shall not be allotted below par; and the Board of Management shall determine the amount of the subsequent calls, as well as the manner and the delay in which they shall be paid up; the Corporation may commence business whenever one million dollars have been subscribed and twenty-five per cent thereof has been paid up.

Founders of the corporation and their privileges

7. The subscribers to the capital stock to the extent of the ten thousand shares mentioned in section six, shall be the founders of the Corporation, and shall, as such, be entitled to the benefits mentioned in sections eight and ninety-three of this Act. Stock certificates shall be given to the founders to establish their rights under the first paragraph of section eight and to facilitate their obtaining their shares of the profits specified in section ninety-three The Board of Management shall determine the form of such certificates, and the method of their transfer shall be the the same as in the case of shares.

Allotment of increased stock.

8. In the event of the capital stock being increased beyond five million dollars, the founders and holders of shares previously issued shall have a right, by preference, to subscribe for the shares to be issued in the ratio of thirty per cent. for the founders or their representatives, and seventy per cent. for the shareholders.

To be proportionate.

2. The allotment of such seventy per cent. shall be in proportion to the amount of stock held by each shareholder.

Shareholders may unite.

3. Such of the shareholders as do not hold sufficient stock to entitle them to at least one share in the new issue may unite together to form the number and to exercise their rights.

Regulations to be made by Board of Management.

4. A resolution of the Board of Management, shall determine the delays and the manner in which the benefit of the above provisions may be claimed.

Payment of shares.

9. The amount of the shares shall be payable in gold or its equivalent at Montreal or such other place or places and at such dates as may be fixed by the Board of Management. After the first call has been paid up there shall be delivered to each shareholder an interim stock certificate bearing one of a series of numbers, upon which all subsequent payments shall be inscribed. The calls shall be made known to the shareholders by means of advertisements inserted, a month beforehand, in the *Canada Gazette* and one or more daily newspapers published in Montreal, and such other place or places as may be determined by the Board of Management.

Notice.

Interest on arrears.

10. Every sum of money of which the payment is delayed, shall, of right, bear interest, and without a suit at law being necessary, for the benefit of the Corporation, at the rate of six per cent. per annum from the date at which such payment became due.

Forfeiture of shares for non-payment.

11. The Board of Management shall have the power to provide by by-law for the forfeiture of stock for the non-payment of calls made thereon, and for the disposal of forfeited stock and of the proceeds thereof. The steps hereinabove authorized to be taken shall not prevent the Corporation from having recourse, at the same time, to ordinary proceedings at law: The proceeds of the sale, after deducting the costs, shall be applied upon the amount due by the expropriated shareholders, who shall still be liable for the difference, if there be a deficiency, but who shall be entitled to receive the surplus, if there be any.

Distribution of proceeds.

Stock certificates.

12 The Corporation, may, if they deem it advisable so to do, deliver certificates to bearer, for shares on which forty per cent. is paid up, provided the said shares are held, owned and transferred on the continent of Europe. Certificates to bearer shall be taken from a register with counterfoil; they shall be numbered consecutively and bear the signature of two Directors and the seal of the Corporation.

Transfer of stock certificates.

13. Stock certificates to order shall be negotiable to order by transfer, granted by the seller and accepted by the buyer; when the parties act through an agent, the power of attorney shall be delivered to the Corporation.

When to bearer.

14. Certificates to bearer shall be transferred by simple delivery.

Exchange of certificates.

15. Any shareholder may claim, in exchange for certificates made payable to bearer, a certificate to his order; the Board of Management shall determine the conditions, the manner, and the cost of effecting such exchange of certificates.

Collective certificate.

16. The ownership of more than one share, in the name of the bearer, shall be established by a collective certificate.

Payment of dividend to holder of certificate.

17. Every share shall give its holder a right in the ownership of the assets of the Corporation and to a share in the profits, in proportion to the number of shares issued. Payment of the dividends upon any share, either to order or to bearer, shall be valid, if made to the holder of the certificate.

Liability limited.

18. The shareholders shall be liable only for the amount of their shares; and no call shall be permitted beyond such amount.

No division of shares.

19. Every share shall be indivisible, and the Corporation shall recognize but one owner for each share; co-proprietors of a share shall be required to be represented by one and the same person.

Effect of transfer of certificate.

20. The rights and obligations appertaining to shares shall follow the certificate into whatever hands it may lawfully pass; the possession of a share shall of right entail compliance with the by-laws or regulations of the corporation and the decisions of general meetings.

21. In the event of any stock certificates to bearer being lost, the Corporation shall not be obliged to replace them or to pay the interest or dividends due thereon, until it has been furnished with satisfactory proof of the loss of such certificates and of the rights of the claimants, and also until all legal formalities have been fulfilled; the Board of Management shall determine the conditions on which certificates to order, which have been lost or mislaid, shall be replaced. Provision in case of loss of certificate.

TITLE FIFTH.

MANAGEMENT OF THE CORPORATION.

Section I.—Board of Management.

22. The Corporation shall be managed by a Board of Management, composed of from seven to twenty-one Directors, who shall annually elect from amongst their number, a President and a Vice-President; the number of Directors may, from time to time, be fixed by by-law; until otherwise provided, the Board shall be composed of seven Directors. Board of management

23. The Directors shall be appointed at the general meeting of the shareholders; nevertheless, the first Board of Management shall be appointed by the persons mentioned in the preamble, and by those having power and authority to act for the companies therein named. This latter Board shall remain in office for one year; and before entering upon office, each member shall establish that he is possessed of fifty shares. Fifty shares of his stock shall be held by the Corporation as security for his good conduct and management as Director, and shall not be transferable while he remains in office. Elected and provisional directors and qualification.

24. One-third in number of the Directors shall go out of office every year after the first year: it shall be decided by lot which of the Directors shall retire during the three years next after the first year; and afterwards, they shall retire by seniority; they may always be re-elected; any vacancy occurring among the Directors shall be temporarily filled up by the Board, and the next ensuing general meeting shall definitely elect a successor; a Director appointed in the place of another shall remain in office only during the remainder of his predecessor's term of office. Order of retirement. Vacancies.

25. The Directors shall, for every time they are present, receive a counter, of which the value shall be determined by the general meeting. Allowance for attendance.

26. The Board of Management shall meet as often as the interests of the Corporation may require, and at least once a month. The meetings shall be called by the President or Vice-President, or by the Director chosen by the Board to fill his place. Meetings of the Board.

2. No resolution can be adopted unless three of the Directors residing in Canada are present. Directors residing Voting at meetings.

in foreign parts or those who are absent may be represented at the meetings of the Board by proxy given to one of their colleagues. No Director shall, as proxy, have more than three votes at the Board.

Vote in writing.

3. Directors who are absent may also give their vote in writing by correspondence.

Decisions.

4. All resolutions and by-laws shall be carried by a majority of the votes cast at the meeting; when the votes are equal, the President, Vice-President or presiding Director shall have a casting vote.

Minutes to be kept.

27. The proceedings shall be recorded by minutes entered in a register and signed by the President, the Vice-President, or the Director chosen by the Board to fill his place, and the Secretary; copies or extracts of such minutes which are required to be produced in court or elsewhere, shall be certified by the President or Vice-President.

Powers of the Board of management.

28. The Board of Management shall have full powers for the management of the affairs of the Corporation: it shall pass by-laws for its internal management; it shall appoint and remove the managers, officers, and employees of the Corporation, shall determine their powers and fix their fees, salaries and gratuities; it shall also determine the amount of the security which they shall give, and if necessary, authorize it to be repaid; it shall, if need be, authorize the purchase of immovable property in the Dominion of Canada, for the purpose of establishing its offices therein, and the sales of such immovables and those acquired in payment or for the protection of their claims; it shall decide upon—

Loans.

1. The general conditions on which loans shall be granted.

2. The conditions and terms on which the borrowing powers shall be exercised.

Calls.

3. Calls upon shares issued and the issue of new shares.

Annual statements.

4. The annual statement of accounts to be submitted to the general meeting.

Dividends.

5. The determining the amount of the dividend and of the amounts to be advanced on account thereof.

Agencies.

6. The establishment or closing of branch offices or agencies.

Amalgamation.

7. The amalgamation of the Corporation with other companies with the consent of a majority of the shareholders at a meeting specially called for the purpose.

Dissolution.

8. Its anticipated dissolution.

Rules.

9. The rules under which the managers shall in general administer the affairs of their respective divisions.

Issue of bonds.

10. The creation and issue of obligations or bonds; the date of their issue; the rate of interest, which shall not exceed that authorized by law in the Dominion of Canada; the date of the re-payment thereof, the number of drawings (*tirages au sort*) and the amount of the prizes or premiums, the percentage whereof, together with the interest thereon, shall not exceed the rate authorized by law.

Annual report.

11. It shall submit, each year, to the meeting a report upon the accounts and the financial position of the Corporation,

which report shall be printed and distributed to the members at the meeting.

Decision upon applications.

29. The Board of Management shall decide upon applications for loans and other transactions, and grant or refuse them; but it may delegate that power to a committee thereof, for applications which do not exceed twenty thousand dollars.

Local boards may be appointed.

Their power.

30. The Board of Management may appoint and remove, when it sees fit, a "Local Board" in each division; such Local Boards shall be composed of not less than three persons; they shall exercise the powers of the Board relating to applications for loans or proposals for the transfer of hypothecary or mortgage claims, the amount of which does not exceed ten thousand dollars Canadian currency; but the Board of Management may further limit the amount of such applications and proposals. No proceedings of the Local Board shall be valid unless a majority of the members are present; the Board may also appoint an agent to act for the Corporation in Europe and may confer upon him such powers as they deem desirable within the scope of their authority.

Members of Board indemnified.

31. The members of the Board of Management shall not incur any personal or joint and several liability in the performance of their duties; they shall be responsible only for the proper execution of their trust.

Share register

32. A register for the transfer of the shares of the Corporation, sold out of Canada, shall be kept in a place to be fixed by the Board of Management; and the officer in charge of such register shall forward a list of transfers effected therein to the office of the Corporation in Montreal, in order that a complete register may be preserved there of all the shares to order in the said Corporation.

Section II.—The Auditors.

Appointment of Auditors.

33. Three auditors shall be appointed by the general meeting. They shall remain in office for one year, and shall be eligible for re-election.

Vacancies.

2. In case of the death, absence, illness or retirement of one of the auditors, the remaining auditors shall forthwith elect a successor.

Qualification.

3. Every auditor shall be the holder of at least twenty-five shares and his stock to that extent shall be held by the Corporation as security for his good conduct as auditor, and shall not be transferable while he remains in office.

Sec. 25 to apply.

4. The provisions of section twenty-five of this Act shall apply to the auditors as well as to the Directors.

Duties and powers of Auditors.

34. The duty of the auditors shall be to see to the strict observance of the provisions of this Act as to the issue of bonds and otherwise; they shall be entitled to be present at the meetings of the Board and to give their opinion; they shall examine the yearly accounts and inventories and

certify to their correctness ; the books and accounts, and generally all documents of the Corporation, shall be submitted for their examination, at their request. They may at any time examine the cash, securities and vouchers of the Corporation.

To make annual returns.

35. They shall make an annual return to the general meeting, which return shall be printed and distributed to the members two weeks previous to the meeting.

May call special meetings.

36. The auditors shall have the right, when they unanimously decide upon it, to have a special general meeting called.

Section III.—Management in the Dominion.

37. For the transaction of business the Board of Management may form divisions, and may subdivide such divisions and form others.

Management of affairs.

38. The affairs of each division shall be administered by a manager who may also be a Director.

Qualification of manager.

39. Every manager shall be the holder of at least fifty shares, and his shares to that extent shall be held by the Corporation as security for his good conduct as manager, and shall not be transferable while he remains in office.

Manager's puties and powers.

40. The duties and powers of the managers shall be such as may be prescribed from time to time by the Board of Management.

Manager's deputy.

41. The manager may, with the permission of the Board of Management, require the assistance of and be represented by a deputy ; but he shall be responsible for all his acts and the consequences thereof ; all powers delegated by him shall be special and temporary.

Suspension of employees.

42. The manager may suspend any employee in his office, but he shall refer the matter to the Board of Management, and he shall temporarily replace any employee who may be suspended ; in case of the death, absence or inability to act of any of the employees, he shall provide a temporary substitute.

Detailed annual statement.

43. On the first day of January of each year, the manager shall prepare a detailed statement of the operations of the Corporation in his division during the preceding year ; such document shall be submitted to the Board of Management, who, after having examined it, shall forward it, with its observations thereon, to the auditors.

Power to manager to be executed.

44. The President shall, after the appointment of a manager by the Board of Management, execute in duplicate a procuration or power of attorney, countersigned by the Secretary, authorizing him to act, within the limits of his powers, for and in the name of the Corporation ; a duplicate of the procuration

shall be deposited in the office of the Secretary of State of Canada, and the latter shall give notice in the *Canada Gazette*, of such appointment and of the deposit of the procuration. All registrars shall be bound, after such notice, to receive all deeds passed by such manager within the limits of his powers, and before the publication in the *Canada Gazette* of a revocation of the procuration, as sufficient without requiring any proof of his power to act.

Deposit of duplicate and notice thereof

Effect thereof.

TITLE SIXTH.

GENERAL MEETINGS.

45. The general meeting regularly constituted shall represent the whole body of the shareholders, but in order to be entitled to take part in the proceedings of the general meeting, the shareholders must have held the shares they vote upon at least thirty days before the day appointed for the meeting. A list of shareholders, having a right to take part in the general meeting, shall be prepared by the Board of Management, and shall show opposite the name of each shareholder the number of shares which he holds. Such list shall be open to the examination of such shareholders as wish to examine it for at least ten days before the day fixed for the meeting, at the office of the Corporation in Montreal.

General meeting and how composed.

46. No one may be represented except by a proxy who is a member of the meeting.

Proxies.

47. The general meeting shall be held before the thirtieth of April in each year, at Montreal, until some other place has been fixed by by-law.

Time and place of general meeting.

48. Special meetings shall, moreover, be held whenever the Board of Management deems it necessary, or the auditors unanimously require the same.

Special meetings.

49. The meetings shall be called at such place and by such notice as may be determined by by-law, and voting may be by ballot.

Calling of meetings and notice to be given.

50. The meeting shall be regularly constituted when one-fourth of the shares forming the capital stock is represented thereat.

When meeting is constituted.

51. If the condition provided for in the next preceding section is not fulfilled, the Board of Management shall, a second time, call a general meeting within an interval of at least one month; and in such case the delay between the calling of the meeting and that on which it shall be held, may be reduced to fifteen days. All the proceedings of members present at the second meeting shall be valid, whatever may be the number of the shares which they represent, but only with respect to the subjects mentioned on the orders of the day drawn up for the first proposed meeting.

Second meeting if there is no quorum.

Officers of the meeting.

52. The officers of the meeting shall be the chairman, two scrutineers and a secretary; the President of the Board of Management shall be, *ex-officio*, the chairman of the meeting; in his default, the meeting shall be presided over by the Vice-President, or, in the absence of both, by a Director designated by the Board; the duties of scrutineer shall be performed by two shareholders elected at the meeting.

Proceedings at the meeting.

53. The report of the Board of Management on the position of the affairs of the Corporation, shall be read to the meeting, as also, if required, the observations of the auditors; the meeting shall approve or reject the annual accounts and shall appoint the Directors and auditors, whenever it is necessary to replace them; it shall take into consideration, when the proposition is submitted to it, the advisability of increasing the capital of the Corporation, and also the rules and regulations for the government of the Corporation, and for the administration and management of its affairs, and also the amendments or additions to be made to them; finally, it it shall definitely decide upon all things touching the interests of the Corporation and, by its resolutions, confer upon the Board of Management the necessary powers for such cases as have not been provided for.

Minutes to be kept.

54. The proceedings shall be recorded by minutes entered in a special register, and signed by the officers of the meeting.

Copies to be evidence.

55. The proof of the proceedings of the general meeting shall, as far as third parties are concerned, be derived from true copies or extracts, certified as such by the President or Vice-President.

TITLE SEVENTH.

OF LOANS AND OTHER TRANSACTIONS.

What loans may be made.

56. The Corporation may effect hypothecary or mortgage loans of two kinds: the first shall be repayable by annuities calculated so as to extinguish the debt in a space of ten years at the least and fifty years at the most; the second shall be repayable within a period of not more than ten years.

Security.

57. The Corporation shall lend to proprietors of immovables only on first hypothec or mortgage, constituted seigniorial rents and equivalent ground rents being alone excepted; loans by which debts already registered are to be repaid, shall be considered as made on first hypothec or mortgage, when by the fact of such payment or subrogation made in favor of the Corporation, the hypothec so created shall be the first charge on the property; in such cases the Corporation shall keep in its possession sufficient funds to meet such payment.

58. Loans may not be effected by the Corporation on the following— Loans may not be made on certain property specified.

1. Theatres.

2. Mines and quarries.

3. Undivided immovables or real estate, if the hypothec or mortgage be not established on the whole of such immovables or real estate, with the consent of all the co-proprietors.

4. Immovables of which the usufruct and the mere ownership are not vested in the same person, unless all those having any right in the property consent to the creation of the hypothec. This provision relates to the management only and shall not affect the validity of the hypothec; Provided always, that nothing herein contained shall prevent loans being effected by the Corporation on the security of leasehold property.

59. The amount of the loan shall not exceed one-half of the estimated value of the immovable hypothecated if the same be farm or unimproved property, or two-thirds of the estimated value in the case of property situated in cities or towns. Amount of loan.

60. The rate of interest to be charged on all sums loaned, shall be determined by the Board of Management and shall not exceed six per centum per annum, except in the Provinces and Territories west of the Province of Ontario, where interest at the rate of seven per centum per annum may be charged. Rate of interest.

61. The annuity, as well of long as of short date loans stipulated in the contract of loan, shall include— What annuity shall include.

1. Interest;

2. The sinking fund, determined by the rate of interest and the duration of the loan; and may also include,

3. An annual allowance for cost of management, which shall not exceed one per cent. per annum of the principal loaned; but the interest charged together with the charge for management shall not exceed six per cent. to the borrower in all, except in the Provinces and Territories west of the Province of Ontario, where it shall not exceed seven per cent. per annum in all.

62. Annuities shall be payable half-yearly, at the dates fixed by the Board of Management; but when the first instalment is due the borrower shall only pay interest for such part of six months as have elapsed from the time of the effecting of the loan until the payment of such first instalment. When annuities shall be payable.

63. Every half-yearly instalment of an annuity, if not paid when due, shall, of right and without any putting in default being necessary, bear interest for the benefit of the Corporation at the same rate as the loan itself. Interest on overdue annuities.

64. Whenever any principal money or interest secured by mortgage of real estate is by the same made payable on the sinking fund plan, or on any plan under which the pay- No interest recoverable in certain

cases, unless the mortgage contains a certain statement as to principal and interest.

ments of principal money and interest are blended, or on any plan which involves an allowance of interest on stipulated repayments, no interest whatever shall be chargeable, payable or recoverable, on any part of the principal money advanced, unless the mortgage contains a statement showing the amount of such principal money and the rate of interest chargeable thereon, calculated yearly or half-yearly, not in advance.

No rate recoverable beyond that shewn in such statement.

65. Whenever the rate of interest shewn in the statement referred to in the next preceding section is less than the rate of interest which would be chargeable by virtue of any other provision, calculation or stipulation in the mortgage, no greater rate of interest shall be chargeable, payable or recoverable on the principal money advanced than the rate shewn in the said statement.

Anticipated payments.

66. Debtors shall be entitled to discharge their debts before they become due, whether in whole or in part only; anticipated payments shall give rise to an indemnity in favor of the Corporation, which shall not exceed three months interest upon of the capital repaid before coming due at the rate agreed upon for the loan.

Certain property to be insured.

67. Properties liable in whole or in part to destruction by fire shall be insured against fire, at the expense of the borrower; the contract of loan shall contain a transfer of the amount of the policy in case of loss, and the insurance shall be kept up during the entire continuance of the loan. The Corporation may require that the policy of insurance be made out in its name and that the amount of the annual premiums be paid by it; in such case the amount of annuity shall be increased to that extent. Anticipated payments arising from fires shall not carry with them any right to the indemnity authorized by the latter part of section sixty-six.

No loan below $250.

68. The Corporation shall not loan an amount less than two hundred and fifty dollars, currency of Canada.

Loans in Canadian currency.

69. Loans shall be effected and be repayable in currency of Canada.

Application of foregoing provisions.

70. The rules laid down in this title shall apply to loans made upon the security of hypothecary or mortgage or privileged claims; and those which relate to the rank of the hypothec or mortgage and to the nature and value of the immovables or real estate offered as security, shall also apply in cases of acquisition by means of subrogation or transfer of such claims.

Proceedings.

71. The proceedings upon applications for loans shall be regulated by the Board of Management.

TITLE EIGHTH.

BONDS.

Section I.— General Provisions.

What obligations may be issued.

72. The Corporation may create and issue bonds or debentures of two kinds: the first shall be created to represent the operations of the Corporation, with the exception of loans to Governments, to municipal or school corporations, *fabriques*, and church trustees, and public securities, and bonds or debentures of municipal and school corporations belonging to the Corporation ; they shall be known as " real estate bonds or debentures ; " the second shall be created to represent loans to Governments, municipal and school corporations, *fabriques*, and church trustees, and public securities, and bonds or debentures of municipal and school corporations belonging to the Corporation ; they shall be known as " special bonds or debentures."

Categories of obligations.

73. The Corporation may issue bonds or debentures of the following kinds to wit :

1. Those redeemable at par with a fixed term for redemption without prizes ;

2. Those redeemable with premiums at a fixed term for redemption without prizes ;

3. Those redeemable at par within a definite delay, without any period being fixed for their redemption before such delay, and by means of a drawing of numbers without prizes ;

4. Those redeemable at par with a right to participate in prizes, within a definite delay, without any period being fixed for their redemption before such delay, and by means of a drawing of numbers ;

5. Those redeemable with a premium within a definite delay, without any period being fixed for their redemption before such delay, and by means of a drawing of numbers without prizes ;

6. Those redeemable at par with a premium and a right to participate in prizes, within a definite delay, without a period being fixed for their redemption before such delay, and by means of a drawing of numbers ;

The Board of Management shall determine the duration of the delay and the date of the drawings.

Drawing to be by lot.

74. The drawing of the bonds or debentures which are to be repaid shall be effected by lot, in the presence of the Auditors, or of one or more of them.

Numbers drawn to be posted up.

75. Within eight days from such drawing the numbers drawn shall be posted up in the office of the Corporation at Montreal, and published as may be fixed by by-law.

Redemption.

76. The bonds or debentures designated by lot shall be redeemed on the day indicated in the notice published ; from and after such day the interest on such redeemable bonds or debentures shall cease to run.

Cancellation

77. Bonds or debentures redeemed by such drawing of numbers shall be at once cancelled by means of a stamp ; they shall be destroyed in the presence of the President or of his representative, and one of the auditors, and a minute of such operations shall be kept of record.

When redeemed by anticipated payments.

78. Bonds or debentures redeemed by the Corporation by anticipated payments shall at once be stamped with a special stamp, and they may be replaced in circulation only by resolution of the Board of Management ; in all cases they shall participate in the drawing of numbers.

Transfer.

79. Bonds or debentures shall be payable either to order or to bearer : obligations payable to order shall be transferable in the same manner as that indicated for the transfer of shares to order, in accordance with the provisions of section *thirteen ;* the Corporation shall not in any case be responsible for the validity of transfers ; bonds or debentures payable to bearer shall be transferable by simple delivery.

Minimum fixed.

80 No bond or debenture shall be issued for an amount less than one hundred dollars.

Interest.

81. The bonds or debentures shall bear interest, the rate and the date and manner of payment whereof shall be determined by the Board of Management ; whatever may be the form of the bonds or debentures the payment of the interest thereon to the holder thereof shall be lawful.

Form of obligation.

82. The bonds or debentures shall be represented by scrip taken from a register with a counterfoil ; they shall be signed by two Directors, and shall bear the seal of the Corporation.

What it shall contain.

83. The interest upon bonds or debentures the premiums or prizes, and the sinking fund shall be set forth upon the scrip.

Section II—Real Estate Bonds.

Real estate obligations.

84. The total amount of the real estate bonds to be issued shall not exceed eighty per centum of the amount of the mortgages and other claims of a similar character held and owned by the Corporation.

How secured.

85. The real estate bonds shall be secured by the assets of the Corporation, with the exception of claims specially set apart to secure the redemption of special bonds.

Recourse of holders.

86. Holders of real estate bonds shall have no other recourse, for the recovery of the principal and interest due thereon, than that which they may exercise against the Corporation directly.

Section III—Special Bonds.

Special obligations.

87. The total amount of the special bonds to be issued shall not exceed eighty per centum of the amount of loans

made by the Corporation to Governments, to municipal and school corporations, to *fabriques* and to church trustees, and public securities and bonds or debentures of municipal and school corporations, held and owned by the Corporation.

88. The special bonds shall be secured by the assets of the Corporation with the exception of such assets as are set apart to secure the redemption of real estate bonds. How secured.

TITLE NINTH

ACQUISITION OF REAL ESTATE.

89. The Corporation may acquire and possess such real estate as may be necessary for its offices for the administration of its affairs, in the Dominion of Canada, but the value of such real estate, acquired in each division for such purpose, shall not exceed, at the time of such acquisition, the sum of one hundred thousand dollars, Canadian currency; and it may, from time to time, lease, mortgage, hypothecate, sell or otherwise dispose of or deal with such real estate; and it may also, for the protection of its investments, purchase and hold real estate mortgaged or hypothecated in its favor; but it shall sell or otherwise dispose of such real estate so acquired in payment or for the protection of its claims within seven years from the acquisition thereof; and may, in the meantime, deal with and manage and may, from time to time, mortgage, hypothecate or lease the real estate so acquired and held. Powers as to real estate.

TITLE TENTH.

INVENTORIES AND ANNUAL STATEMENTS OF ACCOUNTS.

90. The Corporation's financial year shall commence on the first of January and end on the thirty-first of December; the first term shall include, in addition to the year current when the Corporation commences its operations, the whole of the following year also. Financial year.

91. At the end of the financial year, a detailed general statement of the assets and liabilities shall be prepared under the supervision of the Board of Management, and further, a summary statement of the assets and liabilities shall also be prepared every six months; the accounts shall be prepared by the Board of Management, and shall be submitted to the general meeting of the shareholders which shall approve or reject the same. Detailed annual statement.

TITLE ELEVENTH.

DIVISION OF PROFITS, RESERVE FUND AND PROVIDENT FUND.

92. From the annual net profits of the company a dividend of ten per cent upon the paid up stock may be distributed to the stockholders, provided the net profits are sufficient to pay such dividend; and of the remainder of such How distributed

net profits one tenth shall be applied to the foundation of a reserve fund until such fund amounts to one tenth of the paid up capital.

Reserve fund limited.

93. The remainder shall be divided among the stockholders and founders in the proportion of three fourths to the former and one fourth to the latter.

Notice of meetings.

94. When the reserve fund amounts to one-tenth of the capital stock paid up, the percentage of which it is formed shall cease to be set aside; if such reserve is encroached upon, such percentage shall again be set aside. The reserve fund is intended to provide for unforeseen circumstances.

TITLE TWELFTH.

RULES OR REGULATIONS.

Two-third vote requisite

95. When the general meeting shall be called upon to vote on the adoption or amendment of any rules or regulations, the notices calling such meeting shall contain a summary mention thereof; the proceedings at such meeting shall not be valid unless carried by two-thirds of the votes, representing at least one-third of the registered shares.

As to rules.

96 The rules or regulations must not be contrary to the laws of the Dominion of Canada, nor to the provisions of this Act.

TITLE THIRTEENTH.

DISSOLUTION AND LIQUIDATION OF THE CORPORATION.

Dissolution of the corporation.

97. The Corporation shall be dissolved at the expiration of the time fixed by section *four*, unless by resolution of the general meeting, voting in the manner prescribed in the latter part of section *ninety-five*, its continuance be authorized.

When question shall be submitted.

98. The question of the continuance of the Corporation shall be submitted at the latest, to the general meeting of the shareholders held during the course of the year preceding that in which it would otherwise cease to exist.

Dissolution if capital is impaired.

99. In the event of the Corporation having lost, in addition to its reserve fund, one-third of its paid up capital stock, the dissolution and liquidation of the Corporation shall be proceeded with, unless the shareholders consent to pay up the lost capital.

Method of liquidation.

100. When the dissolution and liquidation of the Corporation shall have been decided upon, the general meeting of the shareholders shall determine the method of liquidation to be followed; it shall also appoint liquidators; if the general meeting does not come to any decision on this point, the dissolution and liquidation shall be proceeded with under the laws in force in the Dominion of Canada.

TITLE FOURTEENTH.

ORGANIZATION AND FINAL CONSTITUTION OF THE CORPORATION.

Proceedings for organization.

101. The persons mentioned in the preamble may open subscription books for the issue of shares in the capital stock, at such place and for such time as they may deem advisable; after the closing of the books they shall allot the ten thousand shares, forming the first issue, in such manner as they may deem proper. Notice shall be given to each subscriber, of his allotment, by a letter addressed to his place of residence, and sent by post; and within five days from the date at which such letter was sent to his address, each subscriber shall pay into the hands of the person or banking institution designated for that purpose ten per cent. upon the amount of the shares allotted to him, and subscribers who shall so pay ten per cent. shall become shareholders. As soon as the first issue of shares shall have been subscribed for, and ten per cent. upon the amount issued shall have been paid up, the person specially selected for such purpose among those mentioned in the preamble, shall call a general meeting of the shareholders, by public notice published at least ten days before the date of such meeting; and at such meeting the persons mentioned in the preamble and those authorized to represent the companies therein mentioned shall elect the first Directors, and the meeting itself shall elect the auditors, and thereupon the Corporation shall be duly organized, and may commence its operations.

102. Notices of meetings of shareholders, and all other notices required to be published, shall be published in the *Canada Gazette*.

103. The Corporation shall transmit, on or before the first day of March in each year, to the Minister of Finance, a statement in duplicate to the thirty-first day of December inclusive of the previous year, verified by the oath of the President, the Vice-President or the Managing Director, setting forth the capital stock of the Corporation and the proportion thereof paid up, the number of shares to order and the number to bearer, the assets and liabilities of the Corporation, the amount and nature of the investments and the average rate of interest derived therefrom, the extent and value of the real estate held, the amount and nature of the obligations or bonds or debentures issued and the rate of interest payable thereon, and such other details as to the nature and extent of its business as may be required by the Minister of Finance, and in such form and with such details as he may from time to time require and prescribe; but the Corporation shall in no case be bound to disclose the names or private affairs of any persons who may have dealings with it.

No. 32.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act to incorporate the Crédit Foncier of the Dominion of Canada.

(Reprinted as amended and reported by the Committee on Banking and Commerce.

(PRIVATE BILL.)

Mr. IVES.

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1881.

No. 32.] **BILL.** [1880-1.

An Act to incorporate the *Crédit Foncier* of the Dominion of Canada.

(*Reprinted as proposed to be amended.*)

Preamble.

WHEREAS *La société financière de Paris*, the firm of Kohn, Reinach and Company, of Paris, in France, Bankers ; W. Betzold, Esquire, of Paris, in France ; Duncan McIntyre, of Montreal, Esquire ; the Honorable J. Rosaire Thibaudeau, Senator of the Dominion of Canada ; the Honorable Matthew Henry Cochrane, Senator of the Dominion of Canada ; Charles D. Rose, of London, England, Banker ; the Honorable Peter Mitchell, of Montreal, and Andrew Robertson, of Montreal, Merchant, have by their petition prayed for an Act of incorporation for the establishment, by means of a capital to be subscribed in Canada, Germany, France and elsewhere, of an institution of landed credit having for its object to supply real estate owners in the Dominion of Canada, who may desire to borrow upon hypothecary securities, with the means of paying their indebtedness by long term annuities, and with the right to issue and negotiate obligations or bonds bearing interest yearly and repayable at par or with prizes or premiums ; and whereas it is expedient to grant the prayer of their petition : Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows :—

TITLE FIRST.

INCORPORATION OF THE INSTITUTION.

Incorporation.

1. A Corporation is hereby created and constituted under the name of the *Crédit Foncier* of the Dominion of Canada.

TITLE SECOND.

OBJECTS OF THE CORPORATION.

Object of the corporation.

2. The objects of the Corporation shall be :

Loans on hypothec.

1. To loan, upon hypothec, to owners of real estate within the Dominion of Canada, sums of money repayable either at long date by annuities or at short date, with or without a sinking fund.

Loans on privileged claims.

2. To loan, upon the security of hypothecary or privileged claims affecting immovables situate in the Dominion of Canada, sums of money payable either at long date by annuities or at short date, with or without a sinking fund.

3. To loan, upon hypothec or otherwise, to municipal and school corporations, to *Fabriques* and trustees for the construction or repair of churches in the said Dominion, such sums of money as they may be authorized to borrow, and repayable either at long date by annuities or at short date, with or without a sinking fund.

Acquisition of claims.

4. To acquire by subrogation or transfer, hypothecary or privileged claims upon immovables situate in the said Dominion.

General mortgage powers.

5. In a word, to perform all operations intended for the development of loans upon immovables in the said Dominion.

Purchase of bonds.

6. To purchase bonds or debentures issued by municipal and school corporations in the said Dominion, and by incorporated companies doing business in the said Dominion, and to re-sell the same if deemed advisable.

Loans to Government.

7. To make loans to the Government of any of the Provinces of the Dominion.

Issue of bonds.

8. To create and negotiate, as representing its operations, obligations or bonds, to an amount which shall not exceed that of the sums of money due by its borrowers and the value of the bonds or debentures and public securities in the possession of the Corporation.

9. To receive money on deposit upon such terms as may be agreed.

TITLE THIRD.

HEAD OFFICE AND DURATION OF THE CORPORATION.

Head office and branches.

3. The seat or chief office of the Corporation shall be at Montreal. Branch offices may be established at such other places in the said Dominion as the Board of Management may deem advisable.

Duration of the corporation.

4. The duration of the Corporation shall be limited to ninety-nine years, dating from the coming into force of this Act.

TITLE FOURTH.

CAPITAL STOCK—SHARES—INSTALMENTS.

Capital stock and shares.

5. The capital stock shall be five million dollars gold, divided into fifty thousand shares of one hundred dollars each. It may be increased by a resolution adopted at a special general meeting.

Separate issues of stock.

6. The capital stock shall be composed of issues of ten thousand shares each, of which the first shall be issued at once: On the ten thousand shares composing the first issue, ten per cent. shall be paid on subscription and fifteen per cent. in the month following: The dates of the issues of the remaining forty thousand shares shall be determined by the Board of Management. Holders of shares previously issued shall, within the delay fixed by the Board of Management, be entitled by privilege and in proportion to the stock they hold, to subscribe for the forty thousand shares.

The new shares must be paid up in the same proportion as the shares previously issued; the new shares shall not be allotted below par; and the Board of Management shall determine the amount of the calls, as well as the manner and the delay in which they shall be paid up.

Founders of the corporation and their privileges.

7. The subscribers to the capital stock to the extent of the ten thousand shares mentioned in section six, shall be the founders of the Corporation, and shall, as such, be entitled to the benefits mentioned in sections *eight* and *one hundred* of this Act. Stock certificates shall be given to the founders to establish their rights under the first paragraph of section *eight* and to facilitate their obtaining their shares of the profits specified in section *one hundred*. The Board of Management shall determine the form of such certificates, and the method of their transfer shall be the the same as in the case of shares.

Allotment of increased stock.

8. In the event of the capital stock being increased beyond five million dollars, the founders and holders of shares previously issued shall have a right, by preference, to subscribe for the shares to be issued in the ratio of thirty per cent. for the founders or their representatives, and seventy per cent. for the shareholders.

To be proportionate.

2. The allotment of such seventy per cent. shall be in proportion to the number of stock certificates held by each shareholder.

Shareholders may unite.

3. Such of the shareholders as do not hold sufficient stock to entitle them to at least one share in the new issue may unite together to form the number and to exercise their rights.

Regulations to be made by Board of management.

4. A regulation, drawn up and passed by the Board of Management, shall determine the delays and the manner in which the benefit of the above provisions may be claimed.

Payment of shares.

9. The amount of the shares shall be payable in gold, at Montreal or such other place and at such dates as may be fixed by the Board of Management. After the first call shall be paid up there shall be delivered to each shareholder an interim stock certificate bearing one of a series of numbers, upon which all subsequent payments shall be inscribed.

Notice.

The calls shall be made known to the shareholders by means of advertisements inserted, a month beforehand, in daily newspapers published in Montreal and such other place or places as may be determined by the Board of Management.

Interest on arrears.

10. Every sum of money of which the payment is delayed, shall, of right, bear interest, and without a suit at law being necessary, for the benefit of the Corporation, at the rate of six per cent. per annum from the date at which such payment became due.

Forfeiture of shares for non-payment.

11. The Board of Management shall have the power to provide by by-law for the forfeiture of stock for the non-payment of calls made thereon, and for the disposal of forfeited stocks and of the proceeds thereof. The steps

hereinabove authorized to be taken shall not prevent the Corporation from having recourse, at the same time, to ordinary proceedings at law : The proceeds of the sale, after deducting the costs, shall be imputed upon the amount due by the expropriated shareholders, who shall still be liable for the difference, if there be a deficiency, but who shall be entitled to receive the surplus, if there be any.

Distribution of proceeds.

Stock certificates.

12. The Corporation shall, if required so to do, deliver certificates to bearer, for shares on which forty per cent. is paid up. Certificates to bearer shall be taken from a register with counterfoil ; they shall be numbered consecutively and bear the signature of two Directors and the seal of the Corporation.

Transfer of stock certificates.

13. Stock certificates to order shall be negotiable to order by transfer, granted by the seller and accepted by the buyer ; when the parties act through an agent, the power of attorney shall be delivered to the Corporation ; and the Corporation may require that the signature of the parties and their capacity to act be certified by a stock-broker, and in no case shall it be responsible for the validity of the transfer.

When to bearer.

14. Certificates to bearer shall be transferred by simple delivery.

Exchange of certificates.

15. Any shareholder may claim, in exchange for certificates made payable to bearer, a certificate to his order ; the Board of Management shall determine the conditions, the manner, and the cost of effecting such exchange of certificates.

Collective certificate.

16. The ownership of more than one share, in the name of the bearer, shall be established by a collective certificate.

Payment of dividend to holder of certificate.

17. Every share shall give its holder a right in the ownership of the assets of the Corporation and to a share in the profits, in proportion to the number of shares issued. Payment of the dividends upon any share, either to order or to bearer, shall be valid, if made to the holder of the certificate.

Liability limited.

18. The shareholders shall be liable only for the amount of each share ; no call shall be permitted beyond such amount.

No division of shares.

19. Every share shall be indivisible, and the Corporation shall recognize but one owner for each share ; co-proprietors of a share shall be required to be represented by one and the same person.

Effect of transfer of certificate.

20. The rights and obligations appertaining to shares shall follow the certificate into whatever hands it may pass ; the possession of a share shall of right entail compliance with the by-laws or regulations of the corporation and the decisions of general meetings.

21. In the event of any stock certificates to bearer being lost, the Corporation shall not be obliged to replace them or to pay the interest or dividends due thereon, until it has been furnished with satisfactory proof of the loss of such certificates and of the rights of the claimants, and also until all legal formalities have been fulfilled; the Board of Management shall determine the conditions on which certificates to order, which have been lost or mislaid, shall be replaced. Provision in case of loss of certificate.

22. The heirs or creditors of a shareholder shall, for the exercise of their rights, abide by the financial statements of the Corporation and the proceedings of the general meetings. Rights of heirs and creditors defined.

TITLE FIFTH.

MANAGEMENT OF THE CORPORATION.

Section I.—Board of Management.

23. The Corporation shall be managed by a Board of Management, composed of from seven to twenty-one Directors, who shall annually elect from amongst their number, a President and a Vice-President; the number of Directors may, from time to time, be fixed by by-law; until otherwise provided, the Board shall be composed of seven Directors. Board of management.

24. The Directors shall be appointed at the general meeting of the shareholders; nevertheless, the first Board of Management shall be appointed by the persons mentioned in the preamble, and by those having power and authority to act for the companies therein named. This latter Board shall remain in office for three years; and before entering upon office, each member shall establish that he is possessed of fifty shares. These shares shall remain affected by privilege, as security for his good management, and shall not be transferable while he remains in office. Elected and provisional directors and qualification.

25. One-third in number of the Directors shall go out of office every year after the third year: it shall be decided by lot which of the Directors shall retire during the three years next after the first three, and, afterwards, they shall retire by seniority; they may always be re-elected; any vacancy occurring among the Directors shall be temporarily filled up by the Board; and the next ensuing general meeting shall definitely elect a successor; a Director appointed in the place of another shall remain in office only during the remainder of his predecessor's term of office. Order of retirement. Vacancies.

26 The Directors shall, for every time they are present, receive a counter, of which the value shall be determined by the general meeting. Allowance for attendance.

27. The Board of Management shall meet as often as the interests of the Corporation may require, and at least once a month. The meetings shall be called by the President or Vice-President, or by the Director who shall fill their place. Meetings of the Board.

Voting at meetings.

2 No resolution can be adopted unless three of the Directors residing in Canada are present. Directors residing in foreign parts or those who are absent may be represented at the meetings of the Board by proxy given to one of their colleagues. No Director shall, as proxy, have more than three votes at the Board.

Vote in writing.

3. Directors who are absent may also give their vote in writing by correspondence.

Decisions.

4. Decisions shall be taken by an absolute majority of the votes; when the votes are equal, the President, Vice-President or presiding Director shall have a casting vote.

Minutes to be kept.

28. The proceedings shall be recorded by minutes entered in a register and signed by the President, the Vice-President, or the Director who shall fill their place, and the Secretary; copies or extracts of such minutes which are required to be produced in Court or elsewhere, shall be certified by the President or Vice-President.

Powers of the Board of management.

29. The Board of Management shall have the most extensive powers for the management of the affairs of the Corporation: it shall pass by-laws for its internal management; it shall appoint and remove the managers, officers, and employees of the Corporation, shall determine their powers and fix their fees, salaries and gratuities; it shall also determine the amount of the security which they shall give, and if necessary, authorize it to be repaid; it shall, if need be, authorize the purchase of immovable property in the Dominion of Canada, for the purpose of establishing its offices therein, and the sales of such immovables and those acquired in payment or for the protection of their claims; it shall decide upon—

Loans.

1. The general conditions on which loans shall be granted.

2. The preliminaries, form and conditions of loans intended for the working of the Corporation or the management thereof, with or without hypothec.

Calls.

3. Calls upon shares issued and the issue of new shares.

Investments.

4. The general rules to be followed in the investment of funds.

Annual statements.

5. The annual statement of accounts to be submitted to the general meeting.

Dividends.

6. The determining the amount of the dividend and of the amounts to be advanced on account thereof.

Reserve fund.

7. The amounts to be credited yearly to the reserve fund and to the provident fund, and the method of investing them.

Agencies.

8. The establishment or closing of branch offices or agencies.

Amalgamation.

9. The amalgamation of the Corporation with other companies.

Dissolution.

10. Its anticipated dissolution.

Increase of capital and regulations.

11. The propositions to be submitted to the general meeting with respect to the increase of the capital, the adopting of by-laws or regulations for the government of the Corporation, for the direction and management of its affairs and the amendments or additions which it may be advisable to make in connection therewith.

12. Any amendments to be made to this Act — Amendments.

13. The rules under which the managers shall in general administer the affairs of their respective divisions — Rules.

14. The creation and issue of obligations or bonds; the date of their issue; the rate of interest which shall not exceed that authorized by law in the Dominion of Canada; the date of the re-payment thereof, the number of drawings (*tirages au sort*) and the amount of the prizes or premiums, the percentage whereof, together with the interest thereon, shall not exceed the rate authorized by law. — Issue of bonds.

15. The agreements, transactions, compromises, investments, transfers of state securities (*rentes sur l'état*) and others; cancellation of hypothecary or privileged claims without payment being established; the abandonment of all real or personal rights; discontinuance of oppositions and cancellation of the registration of hypothecs without previous re-payment. — General business.

It shall submit, each year, to the meeting a report upon the accounts and the financial position of the Corporation, which report shall be printed and distributed to the members at the meeting; it shall, in a word, decide upon all questions which relate to the management of the Corporation. — Annual report.

30. The Board of Management shall decide upon applications for loans and other transactions, and grant or refuse them; but it may delegate that power to a committee thereof for applications which do not exceed twenty thousand dollars. — Decision upon applications.

31. The Board of Management may appoint and remove, when it sees fit, a "Local Board" in each division; such Local Boards shall be composed of three or a greater number of persons; they shall exercise the powers of the Board relating to applications for loans or proposals for the transfer of hypothecary or privileged claims, the amount of which does not exceed ten thousand dollars Canadian currency, but the Board of Management may limit the importance of the applications and proposals which they may consider. No proceedings of the Local Board shall be valid unless a majority of the members are present; the Board may also delegate a portion of its powers to be exercised as well in the Dominion of Canada as elsewhere, to one or more persons by special power, but only for a determinate object and for a limited space of time. — Local boards may be appointed. — Their power.

32. The members of the Board of Management shall not incur any personal or joint and several liability in the performance of their duties; they shall be responsible only for the proper execution of their trust. — Members of Board indemnified.

33. A register for the transfer of the shares of the Corporation sold out of Canada, shall be kept in a place to be fixed by the Board of Management; and the officer in charge of such register shall forward a list of transfers effected therein to the office of the Corporation in Montreal, in order that a complete register may be preserved there of all the shares to order in the said Corporation. — Share register in Paris.

Section II.—The Auditors.

Appointment of Auditors.

34. Three auditors shall be appointed by the general meeting. They shall remain in office for the space of three years, and one shall go out of office in each year; they may always be re-elected.

Vacancies.

2. In case of the death, absence, illness or retirement of one of the auditors, steps shall at once be taken by the remaining auditors to replace him.

Qualification.

3. Before entering into office each of them shall prove that he is the holder of twenty-five shares; such shares shall remain affected by privilege as security for his good conduct, and shall not be transferable while he remains in office.

Sect. 26 to applp.

4. The provisions of section *twenty-six* of this Act shall apply to the auditors as well as to the Directors.

Duties and powers of Auditors.

35. The duty of the auditors shall be to see to the strict observance of the provisions of this Act; they shall be entitled to be present at the meetings of the Board and to give their opinion; they shall control the creation and issue of obligations or bonds; they shall examine the yearly accounts and inventories and certify to their correctness; the books and accounts and generally all documents of the Corporation, shall be submitted for their examination, at their request. They may at any time examine the cash, securities and vouchers of the Corporation.

To make annual returns.

36. They shall make an annual return to the general meeting, which return shall be printed and distributed to the members at the meeting.

May call special meetings.

37. The auditors shall have the right, when they unanimously decide upon it, to have a special general meeting called.

Section III.—Management in the Dominion.

38. For the transaction of business the Board of Management may form divisions, and may subdivide such divisions and form others.

Management of affairs.

39. The affairs of each division shall be administered by a manager who may also be a Director.

Qualification of manager.

40. Before entering into office every manager shall prove that he holds one hundred shares. Such shares remain affected by privilege as security for his good management, and shall not be transferable while he remains in office.

Manager's duties and powers.

41. The manager shall make rules for the internal discipline of his office and shall see to their observance; he shall carry out the decisions of the Board of Management relating to the administration of affairs within his division; he shall be the representative of the Corporation as regards third parties in all matters which come under his management.

2. He shall sign cheques drawn upon the Banks in which the funds of the Corporation are deposited within his

division; endorse securities made payable to order; pay sums due by the Corporation; take the necessary steps to recover sums due to it; give instructions for the institution of suits and proceedings which the affairs of the Corporation may render necessary; sign, in the name of the Corporation and on its behalf, contracts of loan, subrogation, transfers and deeds of purchase and sale; give and receive discharges for sums received and paid out; execute and sign, in the name and on behalf of the Corporation, all discontinuances and cancellations authorized by the Board of Management; and shall, in a word, perform, within his division, all and every the acts of administration rendered necessary by the business of the Corporation.

Manager's deputy.

42. The manager may, with the permission of the Board of Management, require the assistance of and be represented by a deputy; but he shall be responsible for all his acts and the consequences thereof; all powers delegated by him shall be special and temporary.

Suspension of employees.

43. The manager may suspend any employee in his office, but he shall refer the matter to the Board of Management, and he shall temporarily replace any employee who may be suspended; in case of the death, absence or inability to act of any of the employees, he shall provide a temporary substitute.

Detailed annual statement.

44. On the first day of January of each year, the manager shall prepare a detailed statement of the operations of the Corporation in his division during the preceding year; such document shall be submitted to the Board of Management, who, after having examined it, shall forward it, with its observations thereon, to the auditors.

Power to manager to be executed.

45. The President shall, after the appointment of a manager by the Board of Management, execute in duplicate a procuration, countersigned by the Secretary, authorizing him to act, within the limits of his powers, for and in the name of the Corporation; a duplicate of the procuration shall be deposited in the office of the Secretary of State of Canada, and the latter shall give notice in the *Canada Gazette*, of such appointment and of the deposit of the procuration.

Deposit of duplicate and notice thereo

Effect thereof

All registrars shall be bound, after such notice, to receive all deeds passed by such manager within the limits of his powers, and before the publication in the *Canada Gazette* of a revocation of the procuration, as sufficient without requiring any proof of his power to act.

TITLE SIXTH.

GENERAL MEETINGS.

General meeting and how composed.

46. The general meeting regularly constituted shall represent the whole body of the shareholders.

2. It shall be composed of all the shareholders who are each holders of at least twenty-five shares, and in order to be entitled to take part in the proceedings of the general meet-

ing, the shareholders must have held such twenty-five shares at least thirty days before the day appointed for the meeting. A list of shareholders, having a right to take part in the general meeting, shall be prepared by the Board of Management, and shall show opposite the name of each shareholder the number of shares which he holds. Such list shall be open to the examination of such shareholders as wish to examine it for at least ten days before the day fixed for the meeting, at the office of the Corporation in Montreal

Proxies.

47. No one may be represented except by a proxy who is a member of the meeting.

Time and place of general meeting.

48. The general meeting shall be held before the thirtieth of April in each year, at Montreal, until some other place has been fixed by by-law.

Special meetings.

49. Special meetings shall, moreover, be held whenever the Board of Management deems it necessary, or the auditors unanimously require the same.

Calling of meetings and notice to be given.

50. The meetings shall be called at such place and by such notice as may be determined by by-law.

When meeting is constituted.

51. The meeting shall be regularly constituted when one-fourth of the shares forming the capital stock is represented thereat.

Second meeting if there is no quorum.

52. If the condition provided for in the next preceding section is not fulfilled, the Board of Management shall, a second time, call a general meeting within an interval of at least one month; and in such case the delay between the calling of the meeting and that on which it shall be held, may be reduced to fifteen days. All the proceedings of members present at the second meeting shall be valid, whatever may be the number of the shares which they represent, but only with respect to the subjects mentioned on the orders of the day drawn up for the first proposed meeting.

Officers of the meeting.

53. The officers of the meeting shall be the chairman, two scrutineers and a secretary; the President of the Board of Management shall be, *ex-officio*, the chairman of the meeting; in his default, the meeting shall be presided over by the Vice-President, or, in the absence of both, by a Director designated by the Board; the duties of scrutineer shall be performed by the two shareholders who shall represent, either in their own name or as proxies, the greatest number of shares, and if they refuse, then by the two shareholders next in order, and so on until two have accepted; the chairman and the two scrutineers shall appoint the secretary.

Proceedings at the meeting.

54. The report of the Board of Management on the position of the affairs of the Corporation, shall be read to the meeting, as also, if necessary, the observations of the auditors; it shall approve or reject the annual accounts and shall definitely fix the amount of the dividends; it shall appoint the Directors and auditors, whenever it is necessary

to replace them; it shall take into consideration, when the proposition is submitted to it, the advisability of increasing the capital of the Corporation, and also the rules and regulations for the government of the Corporation, and for the administration and management of its affairs, and also the amendments or additions to be made to them; finally, it it shall definitely decide upon all things touching the interests of the Corporation and, by its resolutions, confer upon the Board of Management the necessary powers for such cases as have not been provided for.

Decisions to be binding.

55. The decisions of the meeting shall bind all shareholders, even those who are absent or who differ in opinion.

Minutes to kept.

56. The proceedings shall be recorded by the minutes, entered in a special register, and signed by the officers of the meeting.

Copies to be evidence.

57. The proof of the proceedings of the general meeting shall, as far as third parties are concerned, be derived from true copies or extracts, certified as such by the President or Vice-President.

TITLE SEVENTH.

OF LOANS AND OTHER TRANSACTIONS

What loans may be made.

58. The Corporation shall effect hypothecary loans of two kinds: the first shall be repayable at long date, by annuities calculated so as to extinguish the debt in a space of ten years at the least and fifty years at the most; the second shall be repayable at short date, within a period not more than ten years, with or without a sinking fund.

Security.

59. The Corporation shall lend to proprietors of immovables only on first hypothec, constituted seigniorial rents and equivalent ground rents being alone excepted: loans by which debts already registered are to be repaid, shall be considered as made on first hypothec, when by the fact of such payment or subrogation made in favor of the Corporation the hypothec so created shall be the first charge on the property; in such cases the Corporation shall keep in its possession sufficient funds to meet such payment.

Loans may not be made on certain property specified.

60. Loans may not be effected by the Corporation on the following—

1. Theatres.
2. Mines and quarries.
3. Undivided immovables, if the hypothec be not established on the whole of such immovables, with the consent of all the co-proprietors.
4. Immovables of which the usufruct and the mere ownership are not vested in the same person, unless all those having any right in the property consent to the creation of the hypothec. This provision relates to the management only and shall not affect the validity of the hypothec.

Amount of loan.

61. The amount of the loan shall not exceed one-half of the estimated value of the immovable hypothecated if the same be farm or unimproved property, or two-thirds of the estimated value in the case of property situated in cities or towns.

Annuity not to exceed net revenue.

62. The annuity which the borrower may oblige himself to pay, shall not exceed the apparent net revenue of the property.

Rate of nterest.

63. The rate of interest to be charged on all sums loaned, shall be determined by the Board of Management.

What annuity shall include.

64. The annuity, as well of long as of short date loans stipulated in the contract of loan, shall include—

1. Interest ;

2. The sinking fund, determined by the rate of interest and the duration of the loan ; and may also include,

3. An annual allowance for cost of management, which shall not exceed one per cent. per annum of the principal loaned.

When annuities shall be payable,

65. The annuities shall be payable half-yearly, at the dates fixed by the Board of Management, but when the first instalment is due the borrower shall only pay the interest for such part of six months which shall have elapsed from the time of the effecting of the loan until the payment of such first instalment.

Interest on overdue annuities.

66. Every half-yearly instalment of an annuity, if not paid when due, shall, of right and without any putting in default being necessary, bear interest for the benefit of the Corporation at the same rate as the loan itself. The same rule shall apply to all costs of suit, from the day upon which they have been paid, whether settled by consent or taxed, incurred by the Corporation in order to obtain payment of its claim. The non-payment of the sums due half-yearly on such annuity, shall confer the right to exact the balance of the loan, without any putting in default being necessary.

Consequence of uon-payment.

Anticipated payments.

67. Debtors shall be entitled to discharge their debts before they become due, whether in whole or in part only ; anticipated payments shall give rise to an indemnity in favor of the Corporation, which shall not exceed three per cent. of the capital repaid before coming due.

Notice of conveyance to be given to the corporation.

68. The borrower shall be obliged to inform the Corporation, within a delay of one month, of any total or partial conveyance which he may have made ; and in default of his informing the Corporation of such facts, within the above-mentioned delay, the Corporation shall have the right to exact the repayment of the balance of the loan ; moreover, it shall have a right to the indemnity fixed by the latter part of section *sixty-seven*.

And of deterioration.

69. The borrower shall, likewise, inform the Corporation within the delay above mentioned, of any deterioration

which the immovable hypothecated may have suffered; if the deterioration seriously affects the interests of the Corporation, it may exact the repayment of the balance of the loan; in default of such notice the repayment shall carry with it, a right to the indemity authorized by the latter part of section *sixty-seven*; when the borrower shall have given notice of the deterioration, the repayment shall be exacted without indemnity.

Certain property to be insured

70. Properties liable to destruction by fire shall be insured against fire, at the expense of the borrower; the contract of loan shall contain a transfer of the amount of the policy in case of loss, and the insurance shall be kept up during the entire continuance of the loan. The Corporation may require that the policy of insurance be made out in its name and that the amount of the annual premiums be paid by it; in such case the amount of annuity shall be increased to that extent. In case of loss the amount of the policy shall be paid over directly to the Corporation. Anticipated payments arising from fires shall not carry with them any right to the indemnity authorized by the latter part of section *sixty-seven*. If the Corporation considers that the security is endangered from the effects of the fire, it may exact the payment of the balance of the loan, but without indemnity.

No loan below $250.

71. The Corporation shall not grant any loan or an amount less than two hundred and fifty dollars currency of Canada.

Loans in Canadian currency.

72. Loans shall be effected and be repayable in currency of Canada.

Application of foregoing provisions.

73. The rules laid down in this title shall apply to loans made upon the security of hypothecary or privileged claims; and those which relate to the rank of the hypothec and to the nature and value of the immovables offered as security, shall also apply in cases of acquisition by means of subrogation or transfer of such claims.

Loans to corporations.

74. Loans to municipal and school corporations, *fabriques* and church trustees may be made either in cash or in bonds of the Corporation.

75. The proceedings upon applications for loans shall be regulated by the Board of Management.

Expenses payable by applicant.

76. All costs and expenses rendered necessary by the application for a loan or proposal for a transfer shall be defrayed by the person making such application, or proposing such transfer, even when the loan is not effected or the transfer does not take place.

TITLE EIGHTH.

BONDS.

Section I.—General Provisions.

What obligations may be issued.

77. The Corporation may create and issue bonds or debentures of two kinds: the first shall be created to represent the operations of the Corporation, with the exception of loans to Government, to municipal or school corporations, *fabriques*, and church trustees, and public securities, and bonds or debentures of municipal and school corporations in hand, they shall be known as "real estate bonds or debentures;" the second shall be created to represent loans to Government, municipal and school corporations, *fabriques*, and church trustees, and public securities, and bonds or debentures of municipal and school corporations in hand; they shall be known as "special bonds or debentures."

Categories of obligations.

78. The bonds or debentures created by the Corporation shall be subdivided into six categories:—

1. Those redeemable at par with a fixed term for redemption without prizes;

2. Those redeemable with premiums at a fixed term for redemption without prizes;

3. Those redeemable at par within a definite delay, without any period being fixed for their redemption before such delay, and by means of a drawing of numbers without prizes;

4. Those redeemable at par with a right to participate in prizes, within a definite delay, without any period being fixed for their redemption before such delay, and by means of a drawing of numbers;

5. Those redeemable with a premium within a definite delay, without any period being fixed for their redemption before such delay, and by means of a drawing of numbers without prizes;

6. Those redeemable at par with a premium and a right to participate in prizes, within a definite delay, without a period being fixed for their redemption before such delay, and by means of a drawing of numbers;

The Board of Management shall determine the duration of the delay and the date of the drawings.

Drawing to be by lot.

79. The drawing of the bonds or debentures which are to be repaid shall be effected by lot, in the presence of the Auditors, or of one or more of them.

Numbers drawn to be posted up.

80. Within eight days from such drawing the numbers drawn shall be posted up in the office of the Company at Montreal, and published as may be fixed by by-law.

Redemption.

81. The bonds or debentures designated by lot shall be redeemed on the day indicated in the notice published; from and after such day the interest on such redeemable bonds or debentures shall cease to run.

82. Bonds or debentures redeemed by such drawing of numbers shall be at once cancelled by means of a stamp; they shall be destroyed in the presence of the President or of his representative, and one of the auditors, and a minute of such operations shall be kept of record. Cancellation.

83. Bonds or debentures redeemed by the Corporation by anticipated payments shall at once be stamped with a special stamp, and they may be replaced in circulation only by resolution of the Board of Management; in all cases they shall participate in the drawing of numbers. When redeemed by anticipated payments.

84. Bonds or debentures shall be payable either to order or to bearer: obligations payable to order shall be transferable in the same manner as that indicated for the transfer of shares to order, in accordance with the provisions of section *thirteen*; the Corporation shall not in any case be responsible for the validity of transfers; bonds or debentures payable to bearer shall be transferable by simple delivery. Transfer.

85. No bond or debenture shall be issued for an amount less than one hundred dollars. Minimum fixed.

86. The bonds or debentures shall bear interest, the rate and the date and manner of payment whereof shall be determined by the Board of Management; whatever may be the form of the bonds or debentures the payment of the interest thereon to the holder of the certificate shall be lawful. Interest.

87. The bonds or debentures shall be represented by scrip taken from a register with a counterfoil; they shall be signed by two Directors, and shall bear the seal of the Corporation. Form of obligation.

88. The interest upon bonds or debentures the premiums or prizes, and the sinking fund shall be set forth upon the scrip. What it shall contain.

Section II—Real Estate Bonds.

89. The total amount of the real estate bonds shall not exceed the amount of the bonds and debentures in hand, and of the claims held by the Corporation, after deducting loans made to Government, municipal and school corporations, *fabriques*, and church trustees, and public securities and bonds or debentures of municipal and school corporations, in hand. Real estate obligations.

90. The real estate bonds shall be secured by the assets of the Corporation, with the exception of claims specially affected to the redemption of special obligations. How secured.

91. Holders of real estate bonds shall have no other recourse, for the recovery of the principal and interest due thereon, than that which they may exercise against the Corporation directly. Recourse of holders.

Section III—Special Bonds.

Special obligations.

92. The total amount of the special bonds shall not exceed the amount of loans made by the Corporation to the Government, to municipal and school corporations, to *fabriques* and to church trustees, and public securities and bonds or debentures of municipal and school corporations, in hand.

How secured.

93. The security for the repayment of the special bonds shall, in addition to the ordinary assets of the Corporation, consist in the special warranty which the latter holds for the loans and public securities and bonds or debentures which they represent.

Recourse of holders.

94. Holders of special bonds, in addition to their right of action for debt against the Corporation, may exercise every lawful recourse to obtain the realization of the securities pledged for their payment.

TITLE NINTH

ACQUISITION OF REAL ESTATE.

Powers as to real estate.

95. The Corporation may acquire and possess such real estate as may be necessary for its offices for the administration of its affairs, in the Dominion of Canada, but the value of such real estate, acquired in each division for such purpose, shall not exceed, at the time of such acquisition, the sum of twenty-five thousand dollars, Canadian currency; and the Corporation may lease, hypothecate and sell such real estate; it may also, for the protection of its investments, purchase the immovables hypothecated in its favor; but it shall sell such immovables so acquired in payment or for the security of its claims, within seven years from the acquisition thereof.

TITLE TENTH.

INVENTORIES AND ANNUAL STATEMENTS OF ACCOUNTS.

Financial year.

96. The Corporation's financial year shall commence on the first of January and end on the thirty-first of December; the first term shall include, in addition to the year current when the Corporation commences its operations, the whole of the following year also.

Detailed annual statement.

97. At the end of the financial year, a detailed general statement of the assets and liabilities shall be prepared under the supervision of the Board of Management, and further, a summary statement of the assets and liabilities shall also be prepared every six months; the accounts shall be prepared by the Board of Management, and shall be submitted to the general meeting of the shareholders which shall approve or reject the same, and shall determine the dividend to be paid, after having heard the report of the Board and that of the auditors.

TITLE ELEVENTH.

DIVISION OF PROFITS, RESERVE FUND AND PROVIDENT FUND.

Profits.

98. The net proceeds, after deducting all charges, shall constitute the profits of the Corporation.

How distributed.

99. From the annual net profits of the company a dividend of ten per cent upon the paid up stock may be distributed to the stockholders, provided the net profits are sufficient to pay such dividend, and of the remainder of such net profits one tenth shall be applied to the foundation of a reserve fund until such fund amounts to one tenth of the paid up capital.

100. The remainder shall be divided among the stockholders and founders in the proportion of three fourths to the former and one fourth to the latter.

Reserve fund limited.

101. When the reserve fund amounts to one-tenth of the capital stock, the percentage of which it is formed shall cease to be set aside; if such reserve is encroached upon, such percentage shall again be set aside. The reserve fund is intended to provide for unforeseen circumstances.

TITLE TWELFTTH.

RULES OR REGULATIONS.

Notice of meetings.

Two-third vote requisite.

102. When the general meeting shall be called upon to vote on the adoption or amendment of any rules or regulations, the notices calling such meeting shall contain a summary mention thereof; the proceedings at such meeting shall not be valid unless carried by two-thirds of the votes, representing at least one-third of the registered shares.

As to rules.

103. The rules or regulations must not be contrary to the laws of the Dominion of Canada, nor to the provisions of this Act.

TITLE THIRTEENTH.

DISSOLUTION AND LIQUIDATION OF THE CORPORATION.

Dissolution of the corporation.

104. The Corporation shall be dissolved at the expiration of the time fixed by section *four*, unless by resolution of the general meeting, voting in the manner prescribed in the latter part of section *one hundred and two*, its continuance be authorized.

When question shall be submitted.

105. The continuance of the Corporation shall be submitted at the latest, to the general meeting of the shareholders during the course of the year preceding that in which it would otherwise cease to exist.

Dissolution if capital is impaired.

106. In event of the Corporation having lost, in addition to its reserve fund, one-third of its capital stock, the dissolu-

tion and liquidation of the Corporation shall be proceeded with, unless the shareholders consent to pay up the lost capital.

Method of liquidation.

107. When the dissolution and liquidation of the Corporation shall have been decided upon, the general meeting of the shareholders shall determine the method of liquidation to be followed; it shall also appoint liquidators; if the general meeting does not come to any decision on this point, the dissolution and liquidation shall be proceeded with under the laws in force in the Dominion of Canada.

Certain powers to continue.

108. The General Meeting shall retain its powers during the liquidation of the Corporation; the Board of Management shall cease to have any powers as soon as the liquidators are appointed.

TITLE FOURTEENTH.

ORGANIZATION AND FINAL CONSTITUTION OF THE CORPORATION.

Proceedings for organization.

109. The persons mentioned in the preamble may open subscription books for the issue of shares in the capital stock, at such place and for such time as they may deem advisable; after the closing of the books they shall allot the ten thousand shares, forming the first issue, in such manner as they may deem proper. Notice shall be given to each subscriber, of his allotment, by a letter addressed to his place of residence, and sent by post; and within five days from the date at which such letter was sent to his address, each subscriber shall pay into the hands of the person or banking institution designated for that purpose ten per cent. upon the amount of the shares allotted to him, and subscribers who shall so pay ten per cent. shall become shareholders. As soon as the first issue of shares shall have been subscribed for, and ten per cent. upon the amount issued shall have been paid up, the person specially selected for such purpose among those mentioned in the preamble, shall call a general meeting of the shareholders, by public notice at least ten days before the date of such meeting; and at such meeting the persons mentioned in the preamble and those authorized to represent the companies therein mentioned shall elect the first Directors, and the meeting itself shall elect the auditors, and thereupon the Corporation shall be duly organized, and may commence its operations.

No. 32.

3rd Session, 4th Parliament, 44 Victoria, 1880-

BILL.

An Act to incorporate the Crédit Foncier of the Dominion of Canada.

Reprinted as proposed to be amended in the Committee on Banking and Commerce.

(PRIVATE BILL.)

Mr. IVES.

OTTAWA:

PRINTED BY MACLEAN, ROGER & Co.

1881.

No 34.] **BILL.** [1880-1

An Act to incorporate The Dominion Salvage and Wrecking Company (Limited).

Preamble.

WHEREAS a large number of vessels with valuable cargoes are yearly wrecked and stranded within the limits of the waters of the Dominion of Canada, and no sufficient means exist for assisting such vessels stranded or wrecked, or vessels in distress in the waters adjacent to the coasts of the Dominion of Canada; and whereas James G. Ross, of the city of Quebec, merchant, John Merritt, of New York, in the State of New York, one of the United States of America, Esquire, Hezekiah Herriman, insurance agent, Frederick W. Henshaw, merchant, both of the city and District of Montreal, and Alfred Brown, Esquire, of Lachine, in the Province of Quebec, have by their petition prayed for an Act of incorporation, under the name of the "Dominion Salvage and Wrecking Company (Limited)," and whereas it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:

Certain persons incorporated.

1. The said James G. Ross, John Merritt, Hezekiah Herriman, Frederick W. Henshaw, and Alfred Brown, and such other persons as they shall associate with themselves, shall be and are hereby constituted a corporation and body politic, by the name and style of "The Dominion Salvage and Wrecking Company, Limited," (hereinafter called the Company), the head office whereof shall be in the city of Montreal.

Objects of the company.

2. The Company is formed for the purpose of towing and assisting vessels stranded, and of recovering wrecked property of every description on the high seas, in the river and Gulf of St. Lawrence, on the coasts of the Maritime Provinces, and on the sea coasts, straits, bays and harbours thereto pertaining and within the Dominion of Canada.

Powers.

3. The Company shall have power:—

Vessels and apparatus.

1. To build, purchase, hire and own a vessel or vessels to be propelled by sails, steam or other motive power, to be employed in towing, aiding and protecting vessels and their cargoes, wrecked or in distress wherever such wrecks occur on the high seas, or in the maritime possessions of Canada, or in the rivers running into the same, with power to make, purchase, hire and own pumps, bells, anchors, hawsers, warehouses, wharves, and all apparatus necessary in carrying on the said business, or in preserving such property; also to tow vessels in distress, and to transport wrecked

freight and passengers: Provided that nothing herein shall be construed to conflict with the rights of pilots as established by law.

Compensation.

2. To fix upon rates of compensation, by parol agreements or by instruments in writing; and to take all compensations, towages, and salvages, which are customary and usual, and which by law and usage enure to private persons in towing and in saving and taking care of wrecks and wrecked and damaged property, and to have and hold the usual liens on such property, with the right to hold and pursue the same in the like manner, and with the like effect, as such rights and remedies are and may by law be held and enforced by private parties.

Wreckage.

3. To save and also to take possession of all wrecked property found held by any person or persons not owning the same, and to keep and hold the said property in trust until claimed by the rightful owners, giving up the same to them, upon their paying for such saving and all expenses incurred. Also to charter or hire for temporary purposes such steamers, barges or vessels, from time to time as may be found necessary for the proper execution of their work or during the time of the construction of their own steamer, or steamers or vessels; and the power by this paragraph conferred shall include the right of chartering vessels of any flag for such temporary service.

Hire of vessels.

Company to construct or purchase a steam vessel.

4. The Company shall, within one year from the complete organization of the Company, construct or purchase at least one steamer of sufficient size and power for the service, together with steam winches, boilers, pumps, camels, spars, anchors, hawsers, purchases, surf-boats, air pumps, diving apparatus, and all other apparatus necessary to complete and equip a first-class salvage steamer for such service, and shall have power to add others as they become necessary.

Vessels to be at disposal of the Government.

5. The said steamer or steamers and vessels of the Company shall be at the disposal and order of the Government of the Dominion of Canada for any extraordinary service, such as assisting Government vessels in distress, taking off wrecked crews from islands, lifting or placing heavy beacons or buoys, the Government paying such reasonable sum for such service as to the Minister of Marine may seem fit.

Exclusive right of the company.

6. The Company shall have the sole and exclusive right, for a period of ten years, to carry on works of the nature of those by this Act authorized to be performed by them in the aforesaid waters below the City of Montreal, within the jurisdiction of Canada, the Company being bound to keep steamers and plant sufficient for the purpose.

Coaling stations and warehouses.

7. The Company shall have the right to establish coaling stations and build warehouses on any of the public lands on the coasts of Canada or the islands adjacent thereto.

Rates of salvage how ascertained.

8. All rates for salvage, when not specially contracted for with owners or agents of ships and cargoes, shall, when such ships are consigned to the port of Montreal or cleared from

the said port, be fixed and awarded by a Board consisting of three members of the Board of Trade of Montreal, appointed by the Council of the said Board, and of three members of the Board of Underwriters; and shall, when such ships are consigned to the port of Quebec or cleared from the said port, be fixed and awarded by a Board consisting of three members of the Board of Trade of Quebec, appointed by the Council of the said Board, and of three members of the Board of Underwriters.

Certain wrecks derelict.

9. All vessels and cargoes that have been wrecked, without an effort of an effective nature to save and recover the same being made within one year from the date of such wreck becoming known, shall be deemed derelict.

Capital stock and shares.

Increase.

10. The capital stock of the Company shall be two hundred and fifty thousand dollars, divided into two hundred and fifty shares of one thousand dollars each, with power to the Company to increase the said capital stock to five hundred thousand dollars, divided into shares of one thousand dollars each, when and as they may see fit so to do, by by-law duly passed at a general meeting of the shareholders called for the purpose of increasing the capital stock.

32, 33 V., c. 12 to apply.

11. The provisions of the "*Canada Joint Stock Companies Clauses Act* 1869," shall apply to the Company hereby created so far as they are applicable to the undertaking, except in so far as they may be inconsistent with this Act.

Provisional directors.

12. The said James G. Ross, John Merritt, Hezekiah Herriman, Frederick W. Henshaw and Alfred Brown shall be Provisional Directors of the Company until the first general meeting of the shareholders shall be held, when five Directors shall be chosen.

No. 34.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act to incorporate the Dominion Salvage and Wrecking Company, (Limited.)

Received and read, first time, Thursday, 20th January, 1881.

Second reading, Friday, 21st January, 1881.

(PRIVATE BILL.)

Mr. GIROUARD,
(Jacques Cartier.)

OTTAWA:
PRINTED BY MACLEAN, ROGER & Co.,

1881.

No 34.] **BILL.** [1880-1.

An Act to incorporate The Dominion Salvage and Wrecking Company.

(Reprinted as proposed to be amended in the Committee on Miscellaneous Private Bills.)

Preamble.

WHEREAS a large number of vessels with valuable cargoes are yearly wrecked and stranded within the limits of the waters of the Dominion of Canada, and no sufficient means exist for assisting such vessels stranded or wrecked, or vessels in distress in the waters adjacent to the coasts of the Dominion of Canada; and whereas James G. Ross, John Merritt, Alfred Masson, Thos Workman, John Harvey, Honorable Thomas McGreevy, Sylvester Neelon, Robert Henry, S. E. Gregory, John Donnelly, J. H. G. Haggerty, Thomas Robertson, Hezekiah Herriman, Frederick W. Henshaw, William McDonald, and Alfred Brown, have by their petition prayed for an Act of incorporation, under the name of "The Dominion Salvage and Wrecking Company," and whereas it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Certain persons incorporated.

1. The said James G. Ross, John Merritt, Hezekiah Herriman, Frederick W. Henshaw, Alfred Brown, Alfred Masson, Thomas Workman, John Harvey, William McDonald, Honorable Thomas McGreevy, Sylvester Neelon, Robert Henry, S. E. Gregory, John Donnelly, Thomas Robertson, J. H. G. Haggerty, and such other persons as they shall associate with themselves, shall be and are hereby constituted a corporation and body politic, by the name and style of "The Dominion Salvage and Wrecking Company," (hereinafter called the Company), the head office whereof shall be in the City of Montreal, with power to open branches in any other city or place within the Dominion of Canada, wherever deemed necessary by the Company.

Objects of the company.

2. The Company is formed for the purpose of towing and assisting vessels stranded, and of recovering wrecked property of every description on the lakes, high seas, river and gulf of St. Lawrence, sea coasts, straits, bays and harbours within the Dominion of Canada.

Powers.

3. The Company shall have power:—

Vessels and apparatus.

1. To build, purchase, hire and own a vessel or vessels to be propelled by sails, steam or other motive power, to be employed in towing, aiding and protecting vessels and their

cargoes, wrecked or in distress, wherever such wrecks occur on the St. Lawrence river or gulf, and the lakes, bays, high seas and coasts of the Dominion and adjacent thereto, with power to make, purchase, hire and own pumps, bells, anchors, hawsers, warehouses, wharves, and all apparatus necessary in carrying on the said business, or in preserving such property; also to tow vessels in distress, and to transport wrecked freight and passengers: Provided, that nothing herein shall be construed to conflict with the rights of pilots as established by law;

Compensation.

2. To fix upon rates of compensation, by parol agreements or by instruments in writing; and to take all compensations, towages, and salvages, which are customary and usual, and which by law and usage enure to private persons in towing and in saving and taking care of wrecks and wrecked and damaged property, and to have and hold the usual liens on such property, with the right to hold and pursue the same in the like manner, and with the like effect, as such rights and remedies are and may by law be held and enforced by private parties;

Wreckage.

3. To save and also to take possession of all wrecked property found, held by any person or persons not owning the same, and to keep and hold the said property in trust until claimed by the rightful owners, giving up the same to them, upon their paying for such saving and all expenses incurred. Also to charter or hire for temporary purposes such steamers, barges or vessels, from time to time as may be found necessary for the proper execution of their work, or during the time of the construction of their own steamer, or steamers or vessels; and the power by this paragraph conferred shall include the right of chartering vessels of any flag for such temporary service.

Hire of vessels.

Company to construct or purchase a steam vessel.

4. The Company shall, within one year from the complete organization of the Company, construct or purchase at least one steamer of sufficient size and power for the service, together with steam winches, boilers, pumps, camels, spars, anchors, hawsers, purchases, surf-boats, air pumps, diving apparatus, and all other apparatus necessary to complete and equip a first-class salvage steamer for such service, and shall have power to add others as they become necessary.

Exclusive right of the company.

5. The Company shall have the sole and exclusive right, for a period of ten years, to carry on works of the nature of those by this Act authorized to be performed by them in the aforesaid waters below the City of Montreal, within the jurisdiction of Canada, the Company being bound to keep steamers and plant sufficient for the purpose; and the said steamer or steamers and vessels of the Company shall be at the disposal and order of the Government of the Dominion of Canada for any extraordinary service, such as assisting Government vessels in distress, taking off wrecked crews from islands, lifting or placing heavy beacons or buoys, and supplying lighthouses and life stations, the Government paying such reasonable sum for such service as to the Minister of Marine may seem fit

Vessels to be at disposal of the Government.

6. The Company shall have the right to establish coaling stations and build warehouses on any of the public lands on the coasts of Canada or the islands adjacent thereto. Coaling stations and warehouses.

7. All rates for salvage, when not specially contracted for with owners or agents of ships and cargoes, shall, when such ships are consigned to the port of Montreal or cleared from the said port, be fixed and awarded by a Board consisting of three members of the Board of Trade of Montreal, appointed by the Council of the said Board, and of three members of the Board of Underwriters; and shall, when such ships are consigned to the port of Quebec or cleared from the said port, be fixed and awarded by a Board consisting of three members of the Board of Trade of Quebec, appointed by the Council of the said Board, and of three members of the Board of Underwriters. Rates of salvage how ascertained.

8. All vessels and cargoes that have been wrecked, without an effort of an effective nature to save and recover the same being made within one year from the date of such wreck becoming known, shall be deemed derelict. Certain wrecks derelict.

9. The capital stock of the Company shall be three hundred thousand dollars, divided into three thousand shares of one hundred dollars each, with power to the Company to increase the said capital stock to one million dollars, divided into shares of one hundred dollars each, when and as they may see fit so to do, by by-law duly passed at a general meeting of the shareholders called for the purpose of increasing the capital stock. Capital stock and shares. Increase.

10. The provisions of the "*Canada Joint Stock Companies Clauses Act* 1869," shall apply to the Company so far as they are applicable to the undertaking, except in so far as they may be inconsistent with this Act. 32, 33 V., c. 12 to apply.

11. The said James G. Ross, John Merritt, Hezekiah Herriman, Frederick W. Henshaw, Alfred Brown, Alfred Masson, Thomas Workman, John Harvey, Honorable Thomas McGreevy, Sylvester Neelon. S. E. Gregory, John Donnelly, Thomas Robertson, J. H. G. Haggerty and Robert Henry shall be provisional Directors of the Company until the first general meeting of the shareholders shall be held, when nine Directors shall be chosen. The said first general meeting shall be held as soon as possible after one hundred and fifty thousand dollars at least of the capital stock of the Company shall have been subscribed for, and twenty per cent. thereon shall have been paid into some chartered bank in Canada: notice of such first general meeting shall be given to each shareholder by mail, at least ten days before such meeting, and by advertisement inserted in newspapers published in the Cities of Montreal and Toronto, for ten days next before such meeting. Provisional directors. First general meeting of shareholders. Notice.

12. At such meeting, and at all subsequent annual general meetings, the Board of Directors hereinbefore provided for, shall be elected in such manner as may be provided for by Business at general meetings.

Votes on shares.

any by-law of the Company, and shareholders shall have one vote for each share of the stock held by them on which no payments are in arrear, and shareholders may vote by

Proxies.

proxy, but no person not a shareholder shall be entitled to hold any proxy.

Powers of provisional directors.

13. The provisional Directors of the Company shall have power and authority to open stock books, and to procure subscriptions for shares in the capital stock of the Company, to make calls upon the subscribers, and to cause estimates to be made, and to pay the preliminary expenses of the Company.

Failure of election not to dissolve the company.

14. The Company shall not be dissolved by a failure to elect Directors at the time prescribed by this Act, or at any subsequent period, but it shall be lawful to make such election on any subsequent day, in the manner provided for the annual election, and in that case shareholders holding collectively at least one-fourth of the capital stock shall have the right to call a special meeting for that purpose, and the Directors shall hold office until their successors are elected.

Liability of shareholders.

15. The shareholders of the Company shall not be held responsible for any claim beyond the amount of their respective shares.

No. 84.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act to incorporate the Dominion Salvage and Wrecking Company.

(Reprinted as proposed to be amended in the Committee on Miscellaneous Private Bills.)

(PRIVATE BILL.)

Mr. GIROUARD.
(Jacques Cartier.)

OTTAWA:

PRINTED BY MACLEAN, ROGER & Co.

1881

No 35.] **BILL.** [1880-1

An Act to incorporate The Silver Plume Mining Company.

Preamble.

WHEREAS the persons hereinafter mentioned have by their petition represented that they are desirous of associating themselves together for the purpose of carrying on mining operations in the Dominion of Canada, and in Dakota, one of the Territories of the United States of America, and that they can do so to better advantage by the aid of a charter of incorporation; and whereas the said persons, with others, have been provisionally constituted as a joint stock company under Articles 1889 and 1865 of the Civil Code of Lower Canada, with a paid up capital of one million of dollars, divided into ten thousand shares of one hundred dollars each, which said shares are represented by certificates signed by the President and Secretary of the said Association, assigned to a Trustee, and by him transferable, as appears by a notarial deed made and passed at Montreal, before Maitre Theodore Doucet, Notary Public, on the seventeenth day of April, one thousand eight hundred and eighty; and whereas there has been set apart, in shares, a sum of one hundred thousand dollars for the developing of the property of the said Company; and whereas at an annual general meeting of the said Company, held on the seventh day of June, one thousand eight hundred and eighty, it was resolved to apply for this Act of incorporation; and whereas it is necessary that the property and effects of the said joint stock company should be transferred and belong to the Company to be hereby incorporated; and whereas a petition has been presented praying for such incorporation, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Certain persons incorporated.

Corporate name.

1. Pierre Achille Adelard Dorion, Joseph Richard Bickerdicke, William David Matheney, Theodore Doucet, Joseph Octave Charlebois and Adolphe Masson, together with all other persons who shall become shareholders in the Company to be hereby incorporated, shall be and are hereby constituted a body corporate and politic by the name of the "Silver Plume Mining Company" (hereinafter called the Company) and all the effects and real property belonging to the said joint stock company shall be and are hereby transferred to the Company, which shall be responsible for all debts owing by the said joint stock company and for all claims existing against it.

Business of the company.

2. The Company may work the "Silver Plume" and "Sutherland" Mines, situated in Dakota, one of the Territories of the United States of America, and for such purpose may acquire, construct and keep in repair buildings and mills, and may perform and carry on any description of work useful and necessary for the working of the said mines in such manner as the Company may deem expedient and advantageous, and generally may exercise all powers usually deemed to be vested in mining companies.

Capital stock and shares.

3. The capital stock of the Company shall be one million dollars, divided into ten thousand shares of one hundred dollars each, which shall continue to be represented by the certificates issued by the said joint stock company, signed by the Secretary and President and transferred to a Trustee as specified in the said certificates, which shall have force and effect as if they had been issued by the Company.

Reserve fund may be disposed of or assessments levied.

4. The Company may raise the moneys necessary for the working of the said mines, either by disposing of the reserve fund, or by levying an assessment on the shares of the shareholders, which assessment shall not in any case exceed five per cent. of the capital stock of the Company, in such manner as the Directors of the Company may decide, or as may be prescribed by the by-laws; and in the event of non-payment of the said assessment, interest at the rate of six per cent. per annum shall be payable from the day fixed for such payment upon the amount due and unpaid; and in every case in which an instalment or instalments are not paid in the manner prescribed by the Directors, with interest, after such demand and notice as may be prescribed by the by-laws, and within the delay specified in such notice, the Directors may, by a resolution setting forth the facts and duly entered of record in their minutes, summarily declare the shares in respect whereof such payment has not been made forfeited, and the same shall thenceforward appertain to the Company; and after notice of such forfeiture inserted in two newspapers published in the City of Montreal, the certificates representing such shares shall become and be null and void, and the Company may dispose of such forfeited shares in such manner as the Company may by by-law or resolution prescribe.

Forfeiture of shares for non-payment.

Shares to be personal estate.

5. The shares in the capital stock of the Company shall be deemed to be personal estate, and shall be transferable in such manner only and subject to such conditions and restrictions as may be prescribed by the by-laws.

Votes on shares.

6. At all meetings of the Company each shareholder shall be entitled to as many votes as he holds shares in the capital stock of the Company, and votes may be given either in person or by proxy, provided the proxy is in conformity to the by-laws and is held by a shareholder not in arrears.

Board of directors.

7. The affairs of the Company shall be managed by a Board of five Directors, shareholders of the Company, who shall be elected at the first general meeting, and subsequently

at each annual meeting of the Company, and shall remain in office until their election of the successors ; the Directors shall be eligible for re-election if they are otherwise qualified, and the presence of three members of the Board shall constitute a quorum ; and in the event of the death, resignation, dismissal or inability to act of a Director the Board may, if it shall deem it advisable so to do, fill the vacancy until the next annual meeting of the Company, by the appointment of a qualified shareholder, but a failure to elect Directors, or the fact that there are no Directors shall not dissolve the Company, and a general election may be held at any general meeting called for the purpose: Provided always, that no voting by proxy shall be allowed at any meeting of the Board of Directors.

Vacancies.

Proviso.

8. The Board of Directors shall have power in all things to administer the affairs of the Company ; to make or cause to be made any purchase, and to enter into any description of contract which the Company may lawfully make or enter into ; to adopt a common seal and from time to time to make by-laws not contrary to law nor to the resolutions of the Company, to regulate the making of calls to an amount not exceeding five per cent, the issue and registration of the certificates of shares hereinbefore mentioned, the forfeiture of shares for non-payment of assessments, the disposal of forfeited stock and the proceeds thereof, the declaration and payment of dividends, the appointment of a Trustee and of officers, the functions, duties and removal of all agents, officers and servants of the Company, the security to be given by them to the Company, their remuneration and that of the Directors, the time at which and the place where the annual and other meetings of the Company shall be held in the Dominion of Canada or elsewhere, the calling of meetings of the Company or of the Board of Directors, the quorum, the requirements as to proxies and the procedure in all things at such meetings, the place at which the head office or any other office it may be necessary to have shall be situate, the imposition and recovery of all penalties and forfeitures admitting of regulation by by-law, and the conduct in all other particulars of the affairs of the Company ; but every such by-law and every repeal or amendment thereof shall only have force until the next following annual general meeting of the Company unless confirmed at a general meeting of the Company ; and any copy of a by-law bearing the seal of the Company shall be *primâ facie* evidence of such by-law before all courts whasotever.

Powers of the board of directors.

By-laws may be made for certain purposes.

Proviso : to be approved.

Copy to be evidence.

9. Until the first election of the Board of Directors the said Pierre Achille Adelard Dorion, Joseph Richard Bickerdicke, William David Matheney, Theodore Doucet, Joseph Octave Charlebois, and Adolphe Masson shall constitute the Provisional Board of Directors of the Company, with power to fill vacancies, to call the first general meeting of the Company at such time and place, in the city of Montreal or elsewhere, as they may determine, and to do all things necessary or useful for the organization of the Company and for the management of its affairs.

Provisional board of directors.

President to act as trustee.

10. The President shall continue to act as the Trustee to whom the said certificates of shares shall be issued, and the same shall be transferred by him at any time to any shareholder at the request of the holders thereof in accordance with the by-laws of the Company.

Branch offices.

11. In addition to its ordinary place of business in the City of Montreal, the Company may establish places of business in Great Britain or in the United States of America, and may at each of such places of business control, order, carry into execution and manage its business and affairs in such manner as may be prescribed by the by-laws.

Company not bound to see to trusts.

12. The Company shall not be bound to see to the execution of any trust whether expressed, implied or constructive, in respect of any share; and the receipt of the person in whose name any share stands in the books of the Company shall be sufficient discharge to the Company for all dividends and for any money paid in respect of such shares, whether or not the Company shall have had notice of such trust; and the Company shall not be bound to see to the application of the money paid upon such receipt.

Liability of shareholders limited.

13. The shareholders of the Company shall not, as such, be held responsible for any default or liability whatsoever of the Company, or for any engagement, claim, payment, loss, injury, transaction or matter connected with the Company beyond the amount levied and unpaid on the shares of the capital stock of the Company.

Certain contracts, &c., to be binding on the company.

14. All contracts, promissory notes, bills of exchange and engagements made and entered into in the name of the Company by the Directors, officers, agents or servants of the Company in accordance with the powers upon them conferred by the by-laws of the Company or by resolution, shall be binding on the Company; and in no case shall it be necessary to have the seal of the Company thereto affixed; nor shall the Directors, officers, agents or servants of the Company, be thereby subjected individually to any liability to any third party therefor: Provided always, that the Company shall not issue any note intended to be circulated as money or as the note of a bank.

Proviso.

No. 35.

3rd Sess., 4th Parliament, 44 Victoria, 188

BILL.

An Act to incorporate the Silver Plu
Mining Company.

Received and read, first time, Friday,
January, 1881.

Second Reading, Monday, 24th January, 18

(PRIVATE BILL.)

Mr. OUIMET

OTTAWA:

PRINTED BY MACLEAN ROGER & CO.

1881

No. 36.] **BILL.** [1880-1

An Act further to amend the Act incorporating the Canada Guarantee Company and to change the name of the said Company to "The International Guarantee Association."

Preamble.

WHEREAS the Canada Guarantee Company have, by their petition, prayed for an Act to change the name of the said Company and to amend certain sections of the Act incorporating the said Company, that is to say: the Act of the late Province of Canada passed in the session held in the fourteenth and fifteenth years of Her Majesty's reign and chaptered thirty-six; and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Act of Province of Canada, 14 and 15 V., c. 36.

Name changed.

1. The name of the said Company is hereby changed to "The International Guarantee Association," by which name, in future, the said Company shall enjoy all the franchises and privileges, and shall have and hold all the rights and assets, and shall be subject to all the undertakings and liabilities heretofore held, enjoyed, or possessed or which have heretofore attached to the said Company; and no suit either in law or in equity now pending either on behalf of or against the said Company, shall be abated by reason of the the said change of name, but the same may be continued to final judgment in the name under which it shall have been commenced.

Section 6 amended.

2. Section six of the Act cited in the preamble is hereby amended by repealing the words following which appear in the proviso of the said section, that is to say: "and be "moreover a resident in the Province and a natural born or "naturalized subject of Her Majesty." And the said section is hereby further amended by adding thereto at the end of the said section, the words following: "And provided also "that the shareholders, at any general meeting, shall have "power to increase the number of Directors to any number "not exceeding fifteen, or to reduce the same to any number "not less than seven."

Section 33 amended.

3. Section thirty-three of the said Act is hereby amended by substituting the words "five million dollars" instead of the words "two hundred and fifty thousand pounds," and by adding at the end of the said section the words following: "Provided always, that the subscribed capital stock "of the said Association shall not be increased by the said "Directors beyond the sum of one million dollars already "authorized, without the consent of the shareholders at a

"special general meeting or special general meetings to be "expressly convened for that purpose."

New name substituted in Act.

4. Wherever in the said Act, or in any Act heretofore passed by the Parliament of Canada, amending the said Act, the words "The Canada Guarantee Company" appear, the words "The International Guarantee Association" shall be substituted therefor, and wherever in the said Acts the word "Company" appears, the word "Association" shall be substituted therefor.

No. 36.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act further to amend the Act incorporating the Canada Guarantee Company.

Received and read, first time, Tuesday, 25th January, 1881.

Second Reading, Wednesday, 26th Jan., 1881.

(PRIVATE BILL.)

Mr. GAULT.

OTTAWA:

PRINTED BY MACLEAN ROGER & Co.

1881.

No. 37.] **BILL.** [1880-1

An Act respecting the Canadian Pacific Railway.

Preamble.

WHEREAS by the terms and conditions of the admission of British Columbia into Union with the Dominion of Canada, the Government of the Dominion has assumed the obligation of causing a Railway to be constructed, connecting the seaboard of British Columbia with the Railway system of Canada;

And whereas the Parliament of Canada has repeatedly declared a preference for the construction and operation of such Railway by means of an incorporated Company aided by grants of money and land, rather than by the Government, and certain Statutes have been passed to enable that course to be followed, but the enactments therein contained have not been effectual for that purpose;

And whereas certain sections of the said Railway have been constructed by the Government, and others are in course of construction, but the greater portion of the main line thereof has not yet been commenced or placed under contract, and it is necessary for the developement of the North-West Territory and for the preservation of the good faith of the Government in the performance of its obligations, that immediate steps should be taken to complete and operate the whole of the said Railway;

And whereas, in conformity with the expressed desire of Parliament, a contract has been entered into for the construction of the said portion of the main line of the said Railway, and for the permanent working of the whole line thereof, which contract with the schedule annexed has been laid before Parliament for its approval and a copy thereof is appended hereto, and it is expedient to approve and ratify the said contract, and to make provision for the carrying out of the same;

Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Contract approved.

1. The said contract, a copy of which with schedule annexed, is appended hereto, is hereby approved and ratified, and the Government is hereby authorized to perform and carry out the conditions thereof, according to their purport.

Charter may be granted.

2. For the purpose of incorporating the persons mentioned in the said contract, and those who shall be associated with them in the undertaking, and of granting to them the

powers necessary to enable them to carry out the said contract according to the terms thereof, the Governor may grant to them in conformity with the said contract, under the corporate name of the Canadian Pacific Railway Company, a charter conferring upon them the franchises, privileges and powers embodied in the schedule to the said contract and to this Act appended, and such charter, being published in the *Canada Gazette*, with any Order or Orders in Council relating to it, shall have force and effect as if it were an Act of the Parliament of Canada, and shall be and be held to be an Act of Incorporation within the meaning of the said contract.

Publication and effect thereof.

A certain grant in land and money may be made to the company.

3. Upon the organization of the said Company, and the deposit by them, with the Government, of one million dollars in cash or securities approved by the Government, for the purpose in the said contract provided, and in consideration of the completion and perpetual and efficient operation of the Railway by the said Company, as stipulated in the said contract, the Government may grant to the Company a subsidy of twenty-five million dollars in money, and twenty-five million acres of land, to be paid and conveyed to the Company in the manner and proportions, and upon the terms and conditions agreed upon in the said contract, and may also grant to the Company the land for right of way, stations, and other purposes, and such other privileges as are provided for in the said contract. And in lieu of the payment of the said money subsidy direct to the Company, the Government may convert the same, and any interest accrued thereon, into a fund for the payment to the extent of such fund, of interest on the bonds of the Company, and may pay such interest accordingly; the whole in manner and form as provided for in the said contract.

Certain materials may be admitted free of duty.

4. The Government may also permit the admission free of duty, of all steel rails, fish plates, and other fastenings, spikes, bolts and nuts, wire, timber, and all material for bridges to be used in the original construction of the said Canadian Pacific Railway, as defined by the Act 37 Victoria, chapter 14, and of a telegraph line in connection therewith, and all telegraphic apparatus required for the first equipment of such telegraph line, the whole as provided by the 10th section of the said contract.

Completed railway may be transferred to the company.

5. Pending the completion of the eastern and central sections of the said railway as described in the said contract, the Government may also transfer to the said Company the possession and right to work and run the several portions of the Canadian Pacific Railway as described in the said Act 37 Victoria, chapter 14, which are already constructed, and as the same shall be hereafter completed; and upon the completion of the said eastern and central sections the Government may convey to the Company, with a suitable number of station buildings, and with water service (but without equipment), those portions of the Canadian Pacific Railway constructed, or agreed by the said contract to be constructed by the Government, which shall then be completed; and upon completion of the remainder of the por-

tion of the said railway to be constructed by the Government, that portion also may be conveyed by the Government to the Company, and the Canadian Pacific Railway defined as aforesaid shall become and be thereafter the absolute property of the Company; the whole, however, upon the terms and conditions, and subject to the restrictions and limitations contained in the said contract.

Security may be taken.

6. The Government may also take security for the continuous operation of the said railway during the ten years next subsequent to the completion thereof in the manner provided by the said contract.

SCHEDULE.

THIS CONTRACT AND AGREEMENT MADE BETWEEN HER MAJESTY THE QUEEN, acting in respect of the Dominion of Canada, and herein represented and acting by the Honorable SIR CHARLES TUPPER, K.C.M.G., Minister of Railways and Canals, and George Stephen and Duncan McIntyre, of Montreal, in Canada, John S. Kennedy of New York, in the State of New York, Richard B. Angus and James J. Hill, of St. Paul, in the State of Minnesota, Morton, Rose & Co., of London, England, and Kohn Reinach & Co, of Paris, France,

Witnesses: That the parties hereto have contracted and agreed with each other as follows, namely :—

1. For the better interpretation of this contract, it is hereby declared that the portion of Railway hereinafter called the Eastern section, shall comprise that part of the Canadian Pacific Railway to be constructed, extending from the Western terminus of the Canada Central Railway, near the East end of Lake Nipissing, known as Callander Station, to a point of junction with that portion of the said Canadian Pacific Railway now in course of construction extending from Lake Superior to Selkirk on the East side of Red River; which latter portion is hereinafter called the Lake Superior section. That the portion of said Railway, now partially in course of construction, extending from Selkirk to Kamloops, is hereinafter called the Central section; and the portion of said Railway now in course of construction, extending from Kamloops to Port Moody, is hereinafter called the Western section. And that the words "the Canadian Pacific Railway," are intended to mean the entire Railway, as described in the Act 37th Victoria, cap. 14. The individual parties hereto, are hereinafter described as the Company; and the Government of Canada is hereinafter called the Government.

2. The contractors immediately after the organization of the said Company, shall deposit with the Government $1,000,000 in cash or approved securities, as a security for the construction of the Railway hereby contracted for. The Government shall pay to the Company interest on the cash deposited at the rate of four per cent. per annum, half-

yearly, and shall pay over to the Company the interest received upon securities deposited, the whole until default in the performance of the conditions hereof, or until the repayment of the deposit, and shall return the deposit to the Company on the completion of the railway, according to the terms hereof, with any interest accrued thereon.

3. The Company shall lay out, construct and equip the said Eastern section, and the said Central section, of a uniform gauge of 4 feet 8½ inches; and in order to establish an approximate standard whereby the quality and the character of the Railway and of the materials used in the construction thereof, and of the equipment thereof may be regulated, the Union Pacific Railway of the United States as the same was when first constructed, is hereby selected and fixed as such standard. And if the Government and the Company should be unable to agree as to whether or not any work done or materials furnished under this contract are in fair conformity with such standard, or as to any other question of fact, excluding questions of law, the subject of disagreement shall be from time to time referred to the determination of three referees, one of whom shall be chosen by the Government, one by the Company, and one by the two referees so chosen, and such referees shall decide as to the party by whom the expense of such reference shall be defrayed And if such two referees should be unable to agree upon a third referee, he shall be appointed at the instance of either party hereto, after notice to the other, by the Chief Justice of the Supreme Court of Canada. And the decision of such referees, or of the majority of them, shall be final.

4. The work of construction shall be commenced at the eastern extremity of the Eastern section not later than the first day of July next, and the work upon the Central section shall be commenced by the Company at such point towards the eastern end thereof on the portion of the line now under construction as shall be found convenient and as shall be approved by the Government, at a date not later than the 1st May next. And the work upon the Eastern and Central sections, shall be vigorously and continuously carried on at such rate of annual progress on each section as shall enable the Company to complete and equip the same and each of them, in running order, on or before the first day of May, 1891, by which date the Company hereby agree to complete and equip the said sections in conformity with this contract, unless prevented by the act of God, the Queen's enemies, intestine disturbances, epidemics, floods, or other causes beyond the control of the Company. And in case of the interruption or obstruction of the work of construction from any of the said causes, the time fixed for the completion of the railway shall be extended for a corresponding period.

5. The Company shall pay to the Government the cost, according to the contract, of the portion of railway, 100 miles in

length, extending from the city of Winnipeg westward, up to the time at which the work was taken out of the hands of the contractor and the expenses since incurred by the Government in the work of construction, but shall have the right to assume the said work at any time and complete the same, paying the cost of construction as aforesaid so far as the same shall then have been incurred by the Government.

6. Unless prevented by the act of God, the Queen's enemies, intestine disturbances, epidemics, floods or other causes beyond the control of the Government, the Government shall cause to be completed the said Lake Superior section, by the dates fixed by the existing contracts for the construction thereof; and shall also cause to be completed the portion of the said Western section now under contract, namely, from Kamloops to Yale, within the period fixed by the contracts therefor, namely, by the thirtieth day of June, 1885 ; and shall also cause to be completed, on or before the first day of May, 1891, the remaining portion of the said Western section, lying between Yale and Port Moody, which shall be constructed of equally good quality in every respect with the standard hereby created for the portion hereby contracted for. And the said Lake Superior section, and the portions of the said Western section now under contract, shall be completed as nearly as practicable according to the specifications and conditions of the contracts therefor, except in so far as the same have been modified by the Government prior to this contract.

7. The Railway constructed under the terms hereof shall be the property of the Company : and pending the completion of the Eastern and Central sections, the Government shall transfer to the Company the possession and right to work and run the several portions of the Canadian Pacific Railway already constructed or as the same shall be completed. And upon the completion of the Eastern and Central sections, the Government shall convey to the Company, with a suitable number of station buildings and with water service (but without equipment), those portions of the Canadian Pacific Railway constructed or to be constructed by the Government which shall then be completed ; and upon completion of the remainder of the portion of railway to be constructed by the Government, that portion shall also be conveyed to the Company, and the Canadian Pacific Railway shall become and be thereafter the absolute property of the Company. And the Company shall thereafter and forever efficiently maintain, work and run the Canadian Pacific Railway.

8. Upon the reception from the Government of the possession of each of the respective portions of the Canadian Pacific Railway, the Company shall equip the same in conformity with the standard herein established for the equipment of the sections hereby contracted for, and shall thereafter maintain and efficiently operate the same.

9. In consideration of the premises, the Government agree to grant to the Company a subsidy in money of $25,000,000,

and in land of 25,000,000 acres, for which subsidies the construction of the Canadian Pacific Railway shall be completed and the same shall be equipped, maintained and operated, the said subsidies respectively to be paid and granted as the work of construction shall proceed, in manner and upon the conditions following, that is to say:

a. The said subsidy in money is hereby divided and appropriated as follows, namely:—

CENTRAL SECTION.

Assumed at 1,350 miles—		
1st.—900 miles, at $10,000 per mile	$ 9,000,000	
2nd.—450 " " 13,333 " "	6,000,000	
		$15,000,000

EASTERN SECTION.

Assumed at 650 miles, subsidy equal to $15,384.61 per mile	10,000,000
	$25,000,000

And the said subsidy in land is hereby divided and appropriated as follows, subject to the reserve hereinafter provided for.

CENTRAL SECTION.

1st.—900 miles, at 12,500 acres per mile	11,250,000	
2nd.—450 " " 16,666.66 " " "	7,500,000	
		18,750,000

EASTERN SECTION.

Assumed at 650 miles, subsidy equal to 9,615.35 acres per mile	6,250,000
	25,000,000

b. Upon the construction of any portion of the railway hereby contracted for, not less than 20 miles in length, and the completion thereof so as to admit of the running of regular trains thereon, together with such equipment thereof as shall be required for the traffic thereon, the Government shall pay and grant to the Company the money and land subsidies applicable thereto, according to the division and appropriation thereof made as hereinbefore provided; the Company having the option of receiving in lieu of cash, terminable bonds of the Government, bearing such rate of interest for such period and nominal amount as may be arranged, and which may be equivalent according to actuarial calculation to the corresponding cash payment, the Government allowing four per cent. interest on moneys deposited with them.

c. If at any time the Company shall cause to be delivered on or near the line of the said railway, at a place satisfactory to the Government, steel rails and fastenings to be used in the construction of the railway, but in advance of the requirements for such construction, the Government, on the requisition of the Company, shall, upon such terms and conditions as shall be determined by the Government, advance thereon three-fourths of the value thereof at the place of delivery. And a proportion of the amount so advanced shall be deducted according to such terms and conditions from the subsidy to be thereafter paid, upon the settlement for each section of 20 miles of railway, which proportion shall correspond with the proportion of such rails

and fastenings which have been used in the construction of such sections.

d. Until the first day of January, 1882, the Company shall have the option, instead of issuing land grant bonds as hereinafter provided, of substituting the payment by the Government of the interest (or part of the interest) on bonds of the Company mortgaging the railway and the lands to be granted by the Government, running over such term of years as may be approved by the Governor in Council, in lieu of the cash subsidy hereby agreed to be granted to the Company or any part thereof; such payments of interest to be equivalent according to actuarial calculation to the corresponding cash payment, the Government allowing four per cent. interest on moneys deposited with them; and the coupons representing the interest on such bonds shall be guaranteed by the Government to the extent of such equivalent. And the proceeds of the sale of such bonds to the extent of not more than $25,000,000, shall be deposited with the Government, and the balance of such proceeds shall be placed elsewhere by the Company, to the satisfaction and under the exclusive control of the Government; failing which last condition the bonds in excess of those sold shall remain in the hands of the Government. And from time to time as the work proceeds, the Government shall pay over to the Company: firstly, out of the amount so to be placed by the Company,—and, after the expenditure of that amount, out of the amount deposited with the Government,—sums of money bearing the same proportion to the mileage cash subsidy hereby agreed upon, which the net proceeds of such sale (if the whole of such bonds are sold upon the issue thereof) or, if such bonds be not all then sold, the net proceeds of the issue, calculated at the rate at which the sale of part of them shall have been made, shall bear to the sum of $25,000,000. But if only a portion of the bond issue be sold, the amount earned by the Company according to the proportion aforesaid, shall be paid to the Company, partly out of the bonds in the hands of the Government, and partly out of the cash deposited with the Government, in similar proportions to the amount of such bonds sold and remaining unsold respectively; and the Company shall receive the bonds so paid as cash at the rate at which the said partial sale thereof shall have been made. And the Government will receive and hold such sum of money towards the creation of a sinking fund for the redemption of such bonds, and upon such terms and conditions, as shall be agreed upon between the Government and the Company.

e. If the Company avail themselves of the option granted by clause *d*, the sum of $2,000 per mile for the first eight hundred miles of the Central section shall be deducted *pro rata* from the amount payable to the Company in respect of the said eight hundred miles, and shall be appropriated to increase the mileage cash subsidy appropriated to the remainder of the said Central section.

10. In further consideration of the premises, the Government shall also grant to the Company the lands required for the road bed of the railway, and for its stations, station

grounds, workshops, dock ground and water frontage at the termini on navigable waters, buildings, yards, and other appurtenances required for the convenient and effectual construction and working of the railway, in so far as such land shall be vested in the Government. And the Government shall also permit the admission free of duty, of all steel rails, fish plates and other fastenings, spikes, bolts and nuts, wire, timber and all material for bridges, to be used in the original construction of the railway, and of a telegraph line in connection therewith, and all telegraphic apparatus required for the first equipment of such telegraph line ; and will convey to the Company, at cost price, with interest, all rails and fastenings bought in or since the year 1879, and other materials for construction in the possession of or purchased by the Government, at a valuation ; such rails, fastenings and materials not being required by it for the construction of the said Lake Superior and Western sections.

11. The grant of land hereby agreed to be made to the Company, shall be so made in alternate sections of 640 acres each, extending back 24 miles deep, on each side of the railway, from Winnipeg to Jasper House, in so far as such lands shall be vested in the Government, the Company receiving the sections bearing uneven numbers. But should any of such sections consist in a material degree of land not fairly fit for settlement, the Company shall not be obliged to receive them as part of such grant, and the deficiency thereby caused and any further deficiency which may arise from the insufficient quantity of land along the said portion of railway, to complete the said 25,000,000 acres, or from the prevalence of lakes and water stretches in the sections granted (which lakes and water stretches shall not be computed in the acreage of such sections), shall be made up from other portions in the tract known as the fertile belt, that is to say, the land lying between parallels 49 and 57 degrees of north latitude, or elsewhere at the option of the Company, by the grant therein of similar alternate sections extending back 24 miles deep on each side of any branch line or lines of railway to be located by the Company, and to be shown on a map or plan thereof deposited with the Minister of Railways ; or of any common front line or lines agreed upon between the Government and the Company, the conditions hereinbefore stated as to lands not fairly fit for settlement to be applicable to such additional grants. And the Company may with the consent of the Government, select in the North-West Territories any tract or tracts of land not taken up as a means of supplying or partially supplying such deficiency. But such grants shall be made only from lands remaining vested in the Government.

12. The Government shall extinguish the Indian title affecting the lands herein appropriated, and to be hereafter granted in aid of the railway.

13. The Company shall have the right subject to the approval of the Governor in Council, to lay out and locate

the line of the railway hereby contracted for, as they may see fit, preserving the following terminal points, namely: from Callander station to the point of junction with the Lake Superior section; and from Selkirk to the junction with the western section at Kamloops by way of the Yellow Head Pass.

14. The Company shall have the right, from time to time, to lay out, construct, equip, maintain and work branch lines of railway from any point or points along their main line of railway, to any point or points within the territory of the Dominion. Provided always, that before commencing any branch they shall first deposit a map and plan of such branch in the Department of Railways. And the Government shall grant to the Company the lands required for the road bed of such branches, and for the stations, station grounds, buildings, workshops, yards and other appurtenances requisite for the efficient construction and working of such branches, in so far as such lands are vested in the Government.

15. For 20 years from the date hereof, no line of railway shall be authorised by the Dominion Parliament to be constructed South of the Canadian Pacific Railway, from any point at or near the Canadian Pacific Railway except such line as shall run South West, or to the Westward of South West: nor to within fifteen miles of Latitude 49. And in the establishment of any new Province in the North West Territories, provision shall be made for continuing such prohibition after such establishment until the expiration of the said period.

16. The Canadian Pacific Railway, and all stations and station grounds, work shops, buildings, yards and other property, rolling stock and appurtenances required and used for the construction and working thereof, and the capital stock of the Company, shall be forever free from taxation by the Dominion, or by any Province hereafter to be established or by any Municipal Corporation therein; and the lands of the Company, in the North-West Territories, until they are either sold or occupied, shall also be free from such taxation for 20 years after the grant thereof from the Crown.

17. The Company shall be authorized by their Act of incorporation to issue bonds, secured upon the land granted and to be granted to the Company, containing provisions for the use of such bonds in the acquisition of lands, and such other conditions as the Company shall see fit, such issue to be for $25,000,000. And should the Company make such issue of land grant bonds, then they shall deposit them in the hands of the Government; and the Government shall retain and hold one-fifth of such bonds as security for the due performance of the present contract in respect of the maintenance and continuous working of the railway by the Company, as herein agreed, for ten years after the completion thereof, and the remaining $20,000,000 of

such bonds shall be dealt with as hereinafter provided. And as to the said one-fifth of the said bonds, so long as no default shall occur in the maintenance and working of the said Canadian Pacific Railway, the Government shall not present or demand payment of the coupons of such bonds, nor require payment of any interest thereon. And if any of such bonds so to be retained by the Government shall be paid off in the manner to be provided for the extinction of the whole issue thereof, the Government shall hold the amount received in payment thereof as security for the same purposes as the bonds so paid off, paying interest thereon at four per cent. per annum so long as default is not made by the Company in the performance of the conditions hereof. And at the end of the said period of ten years from the completion of the said railway, if no default shall then have occurred in such maintenance and working thereof, the said bonds, or if any of them shall then have been paid off, the remainder of said bonds and the money received for those paid off, with accrued interest, shall be delivered back by the Government to the Company with all the coupons attached to such bonds. But if such default should occur, the Government may thereafter require payment of interest on the bonds so held, and shall not be obliged to continue to pay interest on the money representing bonds paid off; and while the Government shall retain the right to hold the said portion of the said land grant bonds, other securities satisfactory to the Government may be substituted for them by the Company by agreement with the Government.

18. If the Company shall find it necessary or expedient to sell the remaining $20,000,000 of the land grant bonds or a larger portion thereof than in the proportion of one dollar for each acre of land then earned by the Company, they shall be allowed to do so, but the proceeds thereof, over and above the amount to which the Company shall be entitled as herein provided, shall be deposited with the Government. And the Government shall pay interest upon such deposit half-yearly, at the rate of four per cent. per annum, and shall pay over the amount of such deposit to the Company from time to time as the work proceeds, in the same proportions, and at the same times and upon the same conditions as the land grant—that is to say: the Company shall be entitled to receive from the Government out of the proceeds of the said land grant bonds, the same number of dollars as the number of acres of the land subsidy which shall then have been earned by them, less one fifth thereof, that is to say, if the bonds are sold at par, but if they are sold at less than par, then a deduction shall be made therefrom corresponding to the discount at which such bonds are sold. And such land grant shall be conveyed to them by the Government, subject to the charge created as security for the said land grant bonds, and shall remain subject to such charge till relieved thereof in such manner as shall be provided for at the time of the issue of such bonds.

19. The company shall pay any expenses which shall be incurred by the Government in carrying out the provisions of the two last preceding clauses of this contract.

20. If the Company should not issue such land grant bonds, then the Government shall retain from out of each grant to be made from time to time, every fifth section of the lands hereby agreed to be granted, such lands to be so retained as security for the purposes, and for the length of time, mentioned in section eighteen hereof. And such lands may be sold in such manner and at such prices as shall be agreed upon between the Government and the Company, and in that case the price thereof shall be paid to, and held by the Government for the same period, and for the same purposes as the land itself, the Government paying four per cent. per annum interest thereon. And other securities satisfactory to the Government may be substituted for such lands or money by agreement with the Government.

21. The company to be incorporated, with sufficient powers to enable them to carry out the foregoing contract, and this contract shall only be binding in the event of an Act of incorporation being granted to the Company in the form hereto appended as Schedule A.

22. The Railway Act of 1879, in so far as the provisions of the same are applicable to the undertaking referred to in this contract, and in so far as they are not inconsistent herewith or inconsistent with or contrary to the provisions of the Act of incorporation to be granted to the Company, shall apply to the Canadian Pacific Railway.

In witness whereof the parties hereto have executed these presents at the City of Ottawa, this twenty-first day of October, 1880.

(Signed) CHARLES TUPPER,
Minister of Railways and Canals.
" GEO. STEPHEN,
" DUNCAN McINTYRE,
" J. S. KENNEDY,
" R. B. ANGUS,
" J. J. HILL,
Per pro. Geo. Stephen.
" MORTON, ROSE & Co.
" KOHN, REINACH & Co.,
By P. Du P. Grenfell.

Signed in presence of F. BRAUN, and Seal of the Department hereto affixed by Sir CHARLES TUPPER, in presence of

(Signed) F. BRAUN

SCHEDULE A, REFERRED TO IN THE FOREGOING CONTRACT.

INCORPORATION.

1. George Stephen, of Montreal, in Canada, Esquire; Duncan McIntyre, of Montreal, aforesaid, Merchant; John S. Kennedy, of New York, in the State of New York, Banker; the firm of Morton, Rose and Company, of London, in England, Merchants; the firm of Kohn, Reinach and Company, of Paris, in France, Bankers; Richard B. Angus and James J. Hill, both of St. Paul, in the State of Minnesota, Esquires; with all such other persons and corporations as shall become shareholders in the Company hereby incorporated, shall be and they are hereby constituted a body corporate and politic, by the name of the "Canadian Pacific Railway Company."

2. The capital stock of the Company shall be twenty-five million dollars, divided into shares of one hundred dollars each, which shares shall be transferable in such manner and upon such conditions as shall be provided by the by-laws of the Company; and such shares, or any part thereof, may be granted and issued as paid-up shares for value *bonâ fide* received by the Company, either in money at par or at such price and upon such conditions as the board of directors may fix; or as part of the consideration of any contract made by the Company.

3. As soon as five million dollars of the stock of the Company have been subscribed, and thirty per centum thereof paid up, and upon the deposit with the Minister of Finance of the Dominion of one million dollars in money or in securities approved by the Governor in Council, for the purpose and upon the conditions in the foregoing contract provided, the said contract shall become and be transferred to the Company, without the execution of any deed or instrument in that behalf; and the Company shall, thereupon, become and be vested with all the rights of the contractors named in the said contract, and shall be subject to, and liable for, all their duties and obligations, to the same extent and in the same manner as if the said contract had been executed by the said Company instead of by the said contractors; and thereupon the said contractors, as individuals,

shall cease to have any right or interest in the said contract, and shall not be subject to any liability or responsibility under the terms thereof otherwise than as members of the corporation hereby created. And upon the performance of the said conditions respecting the subscription of stock, the partial payment thereof, and the deposit of one million dollars to the satisfaction of the Governor in Council, the publication by the Secretary of State in the *Canada Gazette*, of a notice that the transfer of the contract to the Company has been effected and completed shall be conclusive proof of the fact. And the Company shall cause to be paid up, on or before the first day of May next, a further instalment of twenty per centum upon the said first subscription of five million dollars, of which call thirty days notice by circular mailed to each shareholder shall be sufficient. And the Company shall call in, and cause to be paid up, on or before the 31st day of December, 1882, the remainder of the said first subscription of five million dollars.

4. All the franchises and powers necessary or useful to the Company to enable them to carry out, perform, enforce, use, and avail themselves of, every condition, stipulation, obligation, duty, right, remedy, privilege, and advantage agreed upon, contained or described in the said contract, are hereby conferred upon the Company. And the enactment of the special provisions hereinafter contained shall not be held to impair or derogate from the generality of the franchises and powers so hereby conferred upon them.

DIRECTORS.

5. The said George Stephen, Duncan McIntyre, John S. Kennedy, Richard B. Angus, James J. Hill, Henry Stafford Northcote, of London, aforesaid, Esquires, Pascoe du P. Grenfell, of London, aforesaid, Merchant, Charles Day Rose, of London, aforesaid, Merchant, and Baron J. de Reinach, of Paris, aforesaid, Banker, are hereby constituted the first directors of the Company, with power to add to their number, but so that the directors shall not in all exceed fifteen in number; and the majority of the directors, of whom the President shall be one, shall be British subjects. And the Board of Directors so constituted shall have all the powers hereby conferred upon the directors of the Company, and they shall hold office until the first annual meeting of the shareholders of the Company.

6. Each of the directors of the Company, hereby appointed, or hereafter appointed or elected, shall hold at least two hundred and fifty shares of the stock of the Company. But the number of directors to be hereafter elected by the shareholders shall be such, not exceeding fifteen, as shall be fixed by by-law, and subject to the same conditions as the directors appointed by, or under the authority of, the last preceding section; the number thereof may be hereafter altered from time to time in like manner. The votes for their election shall be by ballot.

7. A majority of the directors shall form a quorum of the board; and until otherwise provided by by-law, directors may vote and act by proxy, such proxy to be held by a director only; but no director shall hold more than two proxies, and no meeting of directors shall be competent to transact business unless at least three directors are present thereat in person, the remaining number of directors required to form a quorum being represented by proxies.

8. The board of directors may appoint from out of their number an Executive Committee, composed of at least three directors, for the transaction of the ordinary business of the Company, with such powers and duties as shall be fixed by the by-laws; and the President shall be *ex officio* a member of such committee.

9. The chief place of business of the Company shall be at the City of Montreal, but the Company may from time to time, by by-law, appoint and fix other places within or beyond the limits of Canada at which the business of the Company may be transacted, and at which the directors or shareholders may meet, when called as shall be determined by the by-laws. And the Company shall appoint and fix by by-law, at least one place in each Province or Territory through which the Railway shall pass, where service of process may be made upon the Company, in respect of any cause of action arising within such Province or Territory, and may afterwards, from time to time, change such place by by-law. And a copy of any by-law fixing or changing any such place, duly authenticated as herein provided, shall be deposited by the Company in the office, at the seat of Government of the Province or Territory to which such by-law shall apply, of the Clerk or Prothonotary of the highest, or one of the highest, courts of civil jurisdiction of such Province or Territory. And if any cause of action shall arise against the Company within any Province or Territory, and any writ or process be issued against the Company thereon out of any court in such Province or Territory, service of such process may be validly made upon the Company at the place within such Province or Territory so appointed and fixed; but if the Company fail to appoint and fix such place, or to deposit, as hereinbefore provided, the by-law made in that behalf, any such process may be validly served upon the Company, at any of the stations of the said Railway within such Province or Territory.

SHAREHOLDERS.

10. The first annual meeting of the shareholders of the Company, for the appointment of directors, shall be held on the second Wednesday in May, 1882, at the principal office of the Company, in Montreal; and the annual general meeting of shareholders, for the election of directors and the transaction of business generally, shall be held on the same day in each year thereafter at the same place unless otherwise provided by the by-

laws. And notice of each of such meetings shall be given by the publication thereof in the *Canada Gazette* for four weeks, and by such further means as shall from time to time be directed by the by-laws.

11. Special general meetings of the shareholders may be convened in such manner as shall be provided by the by-laws. And except as hereinafter provided, notice of such meetings shall be given in the same manner as notices of annual general meetings, the purpose for which such meeting is called being mentioned in the notices thereof; and, except as hereinafter provided, all such meetings shall be held at the chief place of business of the Company.

12. If at any time before the first annual meeting of the shareholders of the Company, it should become expedient that a meeting of the directors of the Company, or a special general meeting of the shareholders of the Company, should be held, before such meeting can conveniently be called, and notice thereof given in the manner provided by this Act, or by the by laws, or before by-laws in that behalf have been passed, and at a place other than at the chief place of business of the Company in Montreal before the enactment of a by-law authorising the holding of such meeting elsewhere; it shall be lawful for the President or for any three of the directors of the Company to call special meetings either of directors or of shareholders, or of both, to be held at the city of London in England, at times and places respectively, to be stated in the notices to be given of such meetings respectively. And notices of such meetings may be validly given by a circular mailed to the ordinary address of each director or shareholder as the case may be, in time to enable him to attend such meeting, stating in general terms the purpose of the intended meeting. And in the case of a meeting of shareholders, the proceedings of such meeting shall be held to be valid and sufficient, and to be binding on the Company in all respects, if every shareholder of the Company be present thereat in person or by proxy, notwithstanding that notice of such meeting shall not have been given in the manner required by this Act.

13. No shareholder holding shares upon which any call is overdue and unpaid shall vote at any meeting of shareholders. And unless otherwise provided by the by-laws, the person holding the proxy of a shareholder shall be himself a shareholder.

14. No call upon unpaid shares shall be made for more than twenty per centum upon the amount thereof.

RAILWAY AND TELEGRAPH LINE.

15. The Company may lay out, construct, acquire, equip, maintain and work a continuous line of railway, of the gauge of four feet eight and one-half inches; which railway shall extend from the terminus of the Canada Central Railway near Lake Nipissing, known as Callander Station, to Port

Moody in the Province of British Columbia; and also, a branch line of railway from some point on the main line of railway to Fort William on Thunder Bay; and also the existing branch line of railway from Selkirk in the Province of Manitoba to Pembina in the said Province; and also other branches to be located by the Company from time to time as provided by the said contract; the said branches to be of the gauge aforesaid; and the said main line of railway, and the said branch lines of railway, shall be commenced and completed as provided by the said contract; and together with such other branch lines as shall be hereafter constructed by the said Company, and any extension of the said main line of railway that shall hereafter be constructed or acquired by the Company, shall constitute the line of railway hereinafter called THE CANADIAN PACIFIC RAILWAY.

16. The Company may construct, maintain and work a continuous telegraph line and telephone lines throughout and along the whole line of the Canadian Pacific Railway, or any part thereof, and may also construct or acquire by purchase, lease or otherwise, any other line or lines of telegraph connecting with the line so to be constructed along the line of the said railway, and may undertake the transmission of messages for the public by any such line or lines of telegraph or telephone, and collect tolls for so doing; or may lease such line or lines of telegraph or telephone, or any portion thereof; and, if they think proper to undertake the transmission of messages for hire, they shall be subject to the provisions of the fourteenth, fifteenth and sixteenth sections of chapter sixty-seven of the Consolidated Statutes of Canada. And they may use any improvement that may hereafter be invented (subject to the rights of patentees) for telegraphing or telephoning, and any other means of communication that may be deemed expedient by the Company at any time hereafter.

POWERS.

17. "*The Consolidated Railway Act*, 1879," in so far as the provisions of the same are applicable to the undertaking authorized by this charter, and in so far as they are not inconsistent with or contrary to the provisions hereof, and save and except as hereinafter provided, is hereby incorporated herewith.

18. As respects the said railway, the seventh section of "*The Consolidated Railway Act*, 1879," relating to POWERS, and the eighth section thereof relating to PLANS AND SURVEYS, shall be subject to the following provisions:—

a. The Company shall have the right to take, use and hold the beach and land below high water mark, in any stream, lake, navigable water, gulf or sea, in so far as the same shall be vested in the Crown and shall not be required by the Crown, to such extent as shall be required by the Company for its railway and other works, and as shall be exhibited by a map or plan thereof deposited in the

office of the Minister of Railways. But the provisions of this sub-section shall not apply to any beach or land lying East of Lake Nipissing except with the approval of the Governor in Council.

b. It shall be sufficient that the map or plan and book of reference for any portion of the line of the railway not being within any district or county for which there is a Clerk of the Peace, be deposited in the office of the Minister of Railways of Canada, and any omission, mis-statement or erroneous description of any lands therein may be corrected by the Company, with the consent of the Minister and certified by him; and the Company may then make the railway in accordance with such certified correction.

c. The eleventh sub-section of the said eighth section of the Railway Act shall not apply to any portion of the railway passing over ungranted lands of the Crown, or lands not within any surveyed township in any Province; and in such places, deviations not exceeding five miles from the line shown on the map or plan as aforesaid, deposited by the Company, shall be allowed, without any formal correction or certificate; and any further deviation that may be found expedient may be authorized by order of the Governor in Council, and the Company may then make their railway in accordance with such authorized deviation.

d. The map or plan and book of reference of any part of the main line of the Canadian Pacific Railway made and deposited in accordance with this section, after approval by the Governor in Council, and of any branch of such railway hereafter to be located by the said Company in respect of which the approval of the Governor in Council shall not be necessary, shall avail as if made and deposited as required by the said "*Consolidated Railway Act*, 1879," for all the purposes of the said Act, and of this Act; and any copy of, or extract therefrom, certified by the said Minister or his deputy, shall be received as evidence in any court of law in Canada.

e. It shall be sufficient that a map or profile of any part of the completed railway, which shall not lie within any county or district having a registry office, be filed in the office of the Minister of Railways.

19. It shall be lawful for the Company to take from any public lands adjacent to or near the line of the said railway, all stone, timber, gravel and other materials which may be necessary or useful for the construction of the railway; and also to lay out and appropriate to the use of the Company, a greater extent of lands, whether public or private, for stations, depots, workshops, buildings, side-tracks, wharves, harbors and roadway, and for establishing screens against snow, than the breadth and quantity mentioned in "*The Consolidated Railway Act*, 1879," such greater extent taken, in any case, being allowed by the Government, and shown on the maps or plans deposited with the Minister of Railways.

20. The limit to the reduction of tolls by the Parliament of Canada provided for by the eleventh sub-section of the 17th section of "*The Consolidated Railway Act*, 1879," respecting TOLLS, is hereby extended, so that such reduction may be to such an extent that such tolls when reduced shall not produce less than ten per cent. per annum profit on the capital actually expended in the construction of the Railway, instead of not less than fifteen per cent per annum profit, as provided by the said sub-section; and so also that such reduction shall not be made unless the net income of the Company, ascertained as described in said sub-section, shall have exceeded ten per cent. per annum instead of fifteen per cent. per annum as provided by the said sub-section. And the exercise by the Governor in Council of the power of reducing the tolls of the Company as provided by the tenth sub-section of said section seventeen is hereby limited to the same extent with relation to the profit of the Company, and to its net revenue, as that to which the power of Parliament to reduce tolls is limited by said sub-section eleven as hereby amended.

21. The first and second sub-sections of section 22, of "*The Consolidated Railway Act*, 1879," shall not apply, to the Canadian Pacific Railway Company; and it is hereby enacted that the transfer of shares in the undertaking shall be made only upon the books of the Company in person or by attorney, and shall not be valid unless so made; and the form and mode of transfer shall be such as shall be from time to time regulated by the by-laws of the Company. And the funds of the Company shall not be used in any advance upon the security of any of the shares or stock of the Company.

22. The third and fourth sub-sections of said section 22 of "*The Consolidated Railway Act*, 1879," shall be subject to the following provisions, namely, that if before the completion of the Railway and works under the said contract, any transfer should purport to be made of any stock or share in the Company, or any transmission of any share should be effected under the provisions of said sub-section four, to a person not already a shareholder in the Company, and if in the opinion of the Board it should not be expedient that the person (not being already a shareholder) to whom such transfer or transmission shall be made or effected should be accepted as a shareholder, the Directors may by resolution veto such transfer or transmission; and thereafter, and until after the completion of the said Railway and works under the said contract, such person shall not be, or be recognized as a shareholder in the Company; and the original shareholder, or his estate, as the case may be, shall remain subject to all the obligations of a shareholder in the Company, with all the rights conferred upon a shareholder under this Act. But any firm holding paid-up shares in the Company may transfer the whole or any of such shares to any partner in such firm having already an interest as such partner in such shares, without being subject to such veto. And in the event of such veto being exercised, a note shall

be taken of the transfer or transmission so vetoed in order that it may be recorded in the books of the Company after the completion of the Railway and works as aforesaid ; but until such completion, the transfer or transmission so vetoed shall not confer any rights, nor have any effect of any nature or kind whatever as respects the Company.

23. Sub-section sixteen of section nineteen, relating to PRESIDENT AND DIRECTORS, THEIR ELECTION AND DUTIES ; sub-section two of section twenty-four, relating to BY-LAWS, NOTICES, &c., sub-sections five and six of section twenty-eight, relating to GENERAL PROVISIONS, and section ninety-seven, relating to RAILWAY FUND, of "*The Consolidated Railway Act*, 1879," shall not, nor shall any of them apply to the Canadian Pacific Railway or to the Company hereby incorporated.

24. The said Company shall afford all reasonable facilities to the Ontario Pacific Junction Railway Company, when their railway shall be completed to a point of junction with the Canadian Pacific Railway ; and to the Canada Central Railway Company, for the receiving, forwarding and delivering of traffic upon and from the railways of the said Companies, respectively, and for the return of carriages, trucks and other vehicles ; and no one of the said Companies shall give or continue any preference or advantage to, or in favor of either of the others, or of any particular description of traffic, in any respect whatsoever ; nor shall any one of the said Companies subject any other thereof, or any particular description of traffic, to any prejudice or disadvantage in any respect whatsoever ; and any one of the said Companies which shall have any terminus or station near any terminus or station of either of the others, shall afford all reasonable facilities for receiving and forwarding all the traffic arriving by either of the others, without any unreasonable delay, and without any preference or advantage, or prejudice or disadvantage, and so that no obstruction may be offered in the using of such railway as a continuous line of communication, and so that all reasonable accommodation may at all times, by the means aforesaid, be mutually afforded by and to the said several railway companies ; and the said Canadian Pacific Railway Company shall receive and carry all freight and passenger traffic shipped to or from any point on the railway of either of the said above named railway companies passing over the Canadian Pacific Railway or any part thereof, at the same mileage rate and subject to the same charges for similar services, without granting or allowing any preference or advantage to the traffic coming from or going upon one of such railways over such traffic coming from or going upon the other of them, reserving, however, to the said Canadian Pacific Railway Company the right of making special rates for purchasers of land, or for emigrants or intending emigrants, which special rates shall not govern or affect the rates of passenger traffic as between the said Company and the said two above named Companies or either of them. And any agreement made between any

two of the said companies contrary to the foregoing provisions, shall be unlawful, null and void.

25. The Company, under the authority of a special general meeting of the shareholders thereof, and as an extension of the railway hereby authorized to be constructed, may purchase or acquire by lease or otherwise, and hold and operate, the Canada Central Railway, or may amalgamate therewith, and may purchase or acquire by lease or otherwise and hold and operate a line or lines of railway from the city of Ottawa to any point at navigable water on the Atlantic seaboard or to any intermediate point, or may acquire running powers over any railway now constructed between Ottawa and any such point or intermediate point. And the Company may purchase or acquire any such railway subject to such existing mortgages, charges or liens thereon as shall be agreed upon, and shall possess with regard to any lines of railway so purchased, or acquired, and becoming the property of the Company, the same powers as to the issue of bonds thereon, or on any of them, to an amount not exceeding twenty thousand dollars per mile; and as to the security for such bonds, as are conferred upon the Company by the *twenty-eighth* section hereof, in respect of bonds to be issued upon the Canadian Pacific Railway. But such issue of bonds shall not affect the right of any holder of mortgages or other charges already existing upon any line of railway so purchased or acquired; and the amount of bonds hereby authorized to be issued upon such line of railway shall be diminished by the amount of such existing mortgages or charges thereon.

26. The Company shall have power and authority to erect and maintain docks, dockyards, wharves, slips and piers at any point on or in connection with the said Canadian Pacific Railway, and at all the termini thereof on navigable water, for the convenience and accommodation of vessels and elevators; and also to acquire, and work elevators, and to acquire, own, hold, charter, work, and run, steam and other vessels for cargo and passengers upon any navigable water, which the Canadian Pacific Railway may reach or connect with.

BY-LAWS.

27. The by-laws of the Company may provide for the remuneration of the president and directors of the Company, and of any executive committee of such directors; and for the transfer of stock and shares; the registration and inscription of stock, shares, and bonds, and the transfer of registered bonds; and the payment of dividends and interest at any place or places within or beyond the limits of Canada; and for all other matters required by the said contract or by this Act to be regulated by by-laws: but the by-laws of the Company made as provided by law shall in no case have any force or effect after the next general meeting of shareholders, which shall be held after the passage of such by-laws, unless they are approved by such meeting.

BONDS.

28. The Company, under the authority of a special general meeting of the shareholders called for the purpose, may issue mortgage bonds to the extent of ten thousand dollars per mile of the Canadian Pacific Railway for the purposes of the undertaking authorized by the present Act; which issue shall constitute a first mortgage and privilege upon the said railway, constructed or acquired, and to be thereafter constructed, or acquired, and upon its property, real and personal, acquired and to be thereafter acquired including rolling stock, and plant, and upon its tolls and revenues (after deduction from such tolls and revenues of working expenses), and upon the franchises of the Company; the whole as shall be declared and described as so mortgaged in any deed of mortgage as hereinafter provided. Provided always, however, that if the Company shall have issued, or shall intend to issue land grant bonds under the provisions of the thirtieth section hereof, the lands granted and to be granted by the Government to the Company may be excluded from the operation of such mortgage and privilege: and provided also that such mortgage and privilege shall not attach upon any property which the Company are hereby, or by the said contract, authorized to acquire or receive from the Government of Canada until the same shall have been conveyed by the Government to the Company; but shall attach upon such property, if so declared in such deed, as soon as the same shall be conveyed to the Company. And such mortgage and privilege may be evidenced by a deed or deeds of mortgage executed by the Company, with the authority of its shareholders expressed by a resolution passed at such special general meeting; and any such deed may contain such description of the property mortgaged by such deed, and such conditions respecting the payment of the bonds secured thereby and of the interest thereon, and the remedies which shall be enjoyed by the holders of such bonds or by any trustee or trustees for them in default of such payment, and the enforcement of such remedies; and may provide for such forfeitures and penalties, in default of such payment, as may be approved by such meeting; and may also contain, with the approval aforesaid, authority to the trustee or trustees, upon such default, as one of such remedies, to take possession of the railway and property mortgaged, and to hold and run the same for the benefit of the bondholders thereof for a time to be limited by such deed, or to sell the said railway and property, after such delay, and upon such terms and conditions as may be stated in such deed; and with like approval any such deed may contain provisions to the effect that upon such default and upon such other conditions as shall be described in such deed, the right of voting possessed by the shareholders of the Company, and by the holders of preferred stock therein, or by either of them, shall cease and determine, and shall thereafter appertain to the Bondholders, or to them and to the holders of the whole or of any part of the preferred stock of the Company, as shall be declared by such deed; and such deed may also provide for the con-

ditional or absolute cancellation after such sale of any or all of the shares so deprived of voting power ; or of any or all of the preferred stock of the company, or both ; and may also, either directly by its terms, or indirectly by reference to the by-laws of the Company, provide for the mode of enforcing and exercising the powers and authority to be conferred and defined by such deed, under the provisions hereof. And such deed, and the provisions thereof made under the authority hereof, and such other provisions thereof as shall purport (with like approval) to grant such further and other powers and privileges to such trustee or trustees and to such bondholders, as are not contrary to law or to the provisions of this Act, shall be valid and binding. But if any change in the ownership or possession of the said Railway and property shall at any time take place under the provisions hereof, or of any such deed, or in any other manner, the said Railway and property shall continue to be held and operated under the provisions hereof, and of "*The Consolidated Railway Act*, 1879," as hereby modified. And if the Company does not avail itself of the power of issuing bonds secured upon the land grant alone as hereinafter provided, the issue of bonds hereby authorized may be increased to any amount not exceeding twenty thousand dollars per mile of the said Canadian Pacific Railway.

29. If any bond issue be made by the Company under the last preceding section before the said railway is completed according to the said Contract, a proportion of the proceeds of such bonds, or a proportion of such bonds if they be not sold, corresponding to the proportion of the work contracted for then remaining incomplete, shall be received by the Government, and shall be held, dealt with and, from time to time, paid over by the Government to the Company upon the same conditions, in the same manner and according to the same proportions as the proceeds of the bonds, the issue of which is contemplated by sub-section *d*. of Clause 9 of the said Contract, and by the thirty-first section hereof.

30. The Company may also issue mortgage bonds to the extent of twenty-five million dollars upon the lands granted in aid of the said railway and of the undertaking authorized by this Act ; such issue to be made only upon similar authority to that required by this Act for the issue of bonds upon the railway ; and when so made such bonds shall constitute a first mortgage upon such lands, and shall attach upon them when they shall be granted, if they are not actually granted at the time of the issue of such bonds. And such mortgage may be evidenced by a deed or deeds of mortgage to be executed under like authority to the deed securing the issue of bonds on the railway ; and such deed or deeds under like authority may contain similar conditions and may confer upon the trustee or trustees named thereunder and upon the holders of the bonds secured thereby, remedies, authority, power and privileges and may provide for forfeitures and penalties, similar to those which may be inserted and provided for under the provisions of this Act in any deed securing the issue of bonds on the railway, together with such

other provisions and conditions not inconsistent with law or with this Act as shall be so authorized. And such bonds may be styled Land Grant Bonds, and they and the proceeds thereof shall be dealt with in the manner provided in the said Contract.

31. The Company may in the place and stead of the said land grant bonds, issue bonds under the twenty-eighth section hereof, to such amount as they shall agree with the Government to issue, with the interest guaranteed by the Government as provided for in the said contract; such bonds to constitute a mortgage upon the property of the Company and its franchises acquired and to be thereafter acquired—including the main line of the Canadian Pacific Railway, and the branches thereof hereinbefore described, with the plant and rolling stock thereof acquired and to be thereafter acquired, but exclusive of such other branches thereof and of such personal property as shall be excluded by the deed of mortgage to be executed as security for such issue. And the provisions of the said twenty-eighth section shall apply to such issue of bonds, and to the security which may be given for the payment thereof, and they and the proceeds thereof shall be dealt with as hereby and by the said contract provided.

32. It shall not be necessary to affix the seal of the Company to any mortgage bond issued under the authority of this Act; and every such bond issued without such seal shall have the same force and effect, and be held, treated and dealt with by all courts of law and of equity as if it were sealed with the seal of the company. And if it is provided by the mortgage deed executed to secure the issue of any bonds, that any of the signatures to such bonds or to the coupons thereto appended may be engraved, stamped or lithographed thereon, such engraved, stamped or lithographed signatures shall be valid and binding on the Company.

33. The phrase "working expenses" shall mean and include all expenses of maintenance of the railway, and of the stations, buildings, works and conveniencies belonging thereto, and of the rolling and other stock and moveable plant used in the working thereof, and also all such tolls, rents or annual sums as may be paid in respect of the hire of engines, carriages or waggons let to the Company; also, all rent, charges, or interest on the purchase money of lands belonging to the Company, purchased but not paid for, or not fully paid for; and also all expenses of and incidental to, working the railway and the traffic thereon, including stores and consumable articles; also rates, taxes, insurance and compensation for accidents or losses; also all salaries and wages of persons employed in and about the working of the railway and traffic, and all office and management expenses, including directors' fees, agency, legal and other like expenses.

34. The bonds authorized by this Act to be issued upon the railway or upon the lands to be granted to the Company,

or both, may be so issued in whole or in part in the denomination of dollars, pounds sterling, or francs, or in any or all of them, and the coupons may be for payment in denominations similar to those of the bond to which they are attached. And the whole or any of such bonds, may be pledged, negotiated or sold upon such conditions and at such price as the Board of Directors shall from time to time determine. And provision may be made by the by-laws of the Company, that after the issue of any bond, the same may be surrendered to the Company by the holder thereof, and the Company may, in exchange therefor, issue to such holder inscribed stock of the Company, which inscribed stock may be registered or inscribed at the chief place of business of the Company or elsewhere, in such manner, with such rights, liens, privileges and preferences, at such place, and upon such conditions, as shall be provided by the by-laws of the Company.

35. It shall not be necessary, in order to preserve the priority, lien, charge, mortgage or privilege, purporting to appertain to or be created by any bond issued or mortgage deed executed under the provisions of this Act, that such bond or deed should be enregistered in any manner, or in any place whatever. But every such mortgage deed shall be deposited in the office of the Secretary of State; of which deposit notice shall be given in the *Canada Gazette*. And in like manner any agreement entered into by the Company, under section thirty-four of this Act, shall also be deposited in the said office. And a copy of any such mortgage deed, or agreement, certified to be a true copy by the Secretary of State or his Deputy, shall be received as *primâ facie* evidence of the original in all courts of justice, without proof of the signatures or seal upon such original.

36. If, at any time, any agreement be made by the Company with any persons intending to become bondholders of the Company, or be contained in any mortgage deed executed under the authority of this Act, restricting the issue of bonds by the Company, under the powers conferred by this Act, or defining or limiting the mode of exercising such powers, the Company, after the deposit thereof with the Secretary of State as hereinbefore provided, shall not act upon such powers otherwise than as defined, restricted and limited by such agreement. And no bond thereafter issued by the Company, and no order, resolution or proceeding thereafter made, passed or had by the Company, or by the Board of Directors, contrary to the terms of such agreement, shall be valid or effectual.

37. The Company may, from time to time, issue guaranteed or preferred stock, at such price, to such amount, not exceeding ten thousand dollars per mile, and upon such conditions as to the preferences and privileges appertaining thereto, or to different issues or classes thereof, and otherwise, as shall be authorized by the majority in value of the shareholders present in person or represented by proxy at any annual meeting or at any special general

meeting thereof called for the purpose,--notice of the intention to propose such issue at such meeting being given in the notice calling such meeting. But the guarantee or preference accorded to such stock shall not interfere with the lien, mortgage and privilege attaching to bonds issued under the authority of this Act. And the holders of such preferred stock shall have such power of voting at meetings of shareholders, as shall be conferred upon them by the By-laws of the Company.

EXECUTION OF AGREEMENTS.

38. Every contract, agreement,engagement,scrip certificate or bargain made, and every bill of exchange drawn, accepted or endorsed, and every promissory note and cheque made, drawn or endorsed on behalf of the Company, by any agent, officer or servant of the Company, in general accordance with his powers as such under the by-laws of the Company, shall be binding upon the Company ; and in no case shall it be necessary to have the seal of the Company affixed to any such bill, note, cheque, contract, agreement, engagement, bargain, or scrip certificate, or to prove that the same was made, drawn, accepted or endorsed, as the case may be, in pursuance of any by-law or special vote or order ; nor shall the party so acting as agent, officer or servant of the Company be subjected individually to any liability, whatsoever, to any third party therefor ; Provided always, that nothing in this Act shall be construed to authorize the Company to issue any note payable to the bearer thereof, or any promissory note intended to be circulated as money, or as the note of a bank, or to engage in the business of banking or insurance.

GENERAL PROVISIONS.

39. The Company shall, from time to time, furnish such reports of the progress of the work, with such details and plans of the work, as the Government may require.

40. As respects places not within any Province, any notice required by "*The Consolidated Railway Act*, 1879," to be given in the "Official Gazette" of a Province, may be given in the *Canada Gazette*.

41. Deeds and conveyances of lands to the Company for the purposes of this Act, (not being letters patent from the Crown) may, in so far as circumstances will admit, be in the form following, that is to say :---

"Know all men by these presents, that I, A. B., in consideration of paid to me by the Canadian Pacific Railway Company, the receipt whereof is hereby acknowledged, grant, bargain, sell and convey unto the said The Canadian Pacific Railway Company, their successors and assigns, all that tract or parcel of land (*describe the land*) to have and to hold the said land and premises unto the said Company, their successors and assigns for ever.

"Witness my hand and seal, this day of one thousand eight hundred and

"Signed, sealed and delivered in presence of } A.B. [L.S.]

"C. D.
"E. F."

or in any other form to the like effect. And every deed made in accordance herewith shall be held and construed to impose upon the vendor executing the same the obligation of guaranteeing the Company and its assigns against all dower and claim for dower and against all hypothecs and mortgages and against all liens and charges whatsoever and also that he has a good, valid and transferable title thereto.

No. 37.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act respecting the Canadian Pacific Railway.

Received and read first time, Thursday, 27th January, 1881.

Second reading, Friday, 28th January, 1881.

Sir CHARLES TUPPER.

OTTAWA:

PRINTED BY MACLEAN, ROGER & CO.

1881.

No. 38.] **BILL.** [1880-1

An Act to amend the Law respecting Criminal Procedure.

Preamble.

HER Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Imperial Acts 11 Geo. IV, c. 9., 1 Wm. IV., c. 70.

When and how judgment upon a trial for felony or demeanor, upon a record of a Superior Court, may be pronounced and enforced.

1. Upon all trials for felonies or misdemeanors upon any record of a Superior Court of Common Law, judgment may be pronounced during the sittings or assizes, by the judge before whom the verdict shall be taken, as well upon the person or corporation who shall have suffered judgment by default or confession upon the same record, as upon those who shall be tried and convicted, whether present or not in court, excepting only when the prosecution shall be by information filed by Her Majesty's Attorney-General of Canada, or of any of the provinces of Canada, wherein such Attorney-General shall pray that the judgment may be postponed; and the judgment so pronounced shall be endorsed upon the record of *nisi prius*, and afterwards entered upon the record in court, and shall be of the same force and effect as a judgment of the court, unless the court shall, within four days after the commencement of the ensuing term, grant a rule to show cause why a new trial should not be had, or the judgment amended; and it shall be lawful for the judge before whom the trial shall be had, either to issue an immediate order or warrant for committing the defendant in execution, or to respite the execution of the judgment, upon such terms as he shall think fit, until the fourth day of the ensuing term; and in case imprisonment shall be part of the sentence, to order the period of imprisonment to commence on the day on which the party shall be actually taken to and confined in prison.

No. 38.

3rd Sess., 4th Parliament, 44 Victoria, 1880-1.

BILL.

An Act to amend the Law respecting Criminal Procedure.

Received and read first time, Friday, 28th January, 1881.

Second reading, Monday, 31st January, 1881.

Mr. McCarthy.

OTTAWA:

Printed by MacLean, Roger & Co.,

188(

No. 39.] **BILL.** [1880-1

An Act to amend "*The Insolvent Act of* 1875," and amending Acts.

HER Majesty by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:— Preamble.

1. The fourteenth and fifteenth sections of the Act passed in the fortieth year of Her Majesty's reign (1877), chapter forty-one, entitled "*An Act to amend the Insolvent Act of* 1875, *and the Act amending the same*," are hereby repealed, and the fifty-eighth section of "*The Insolvent Act of* 1875" is hereby revived. Sections 14, 15 of 40 V., c. 41 repealed. Section 58 of 38 V., 16, revived.

2. This Act shall apply only to proceedings under "*The Insolvent Act of* 1875, *and amending Acts*" in any case where the estate of an insolvent has been vested in an official assignee before the passing of the Act passed in the forty-third year of Her Majesty's reign (1880), chapter one, entitled "*An Act to repeal the Acts respecting insolvency now in force in Canada.*" To what cases only this Act shall apply. 43 Vict., c. 1.

No. 39.

3rd Session, 4th Parliament, 44 Vict., 1880-1

BILL.

An Act to amend "The Insolvent Act of 1875," and amending Acts.

Received and read first time, Friday, 28th January, 1881.

Second reading, Monday, 31st January, 1881.

Mr. McCuaig.

OTTAWA:

PRINTED BY MACLEAN, ROGER & Co,

1881

No. 40.] **BILL.** [1880-1

An Act to incorporate "The Bay of Quinté Railway and Navigation Company."

WHEREAS the persons hereinafter named have, by their petition, prayed to be incorporated as a Company, for the purpose of building, buying, leasing and working a line of railway, from some point in the Village of Mill Point, in the County of Hastings, on the waters of the Bay of Quinté, to a junction with the Grand Trunk Railway Company of Canada at some point on its line as may be deemed best, with power to arrange with the said last-mentioned company for the working of the said line or to make traffic or other arrangements as may be found desirable; also, with power to extend the said railway to such points on the said Bay of Quinté as may be deemed best; also, with power to build and operate a telegraph line along the said railway; also, with power to amalgamate with any other railway company or to lease or sell the said railway to any other company; also with power to purchase, hire, acquire, own or charter sailing vessels, steamboats and all other kind of craft, including tugs and barges, and to carry on the business of common carriers, forwarders and traders between the several ports and places in Canada and ports and places outside of Canada, as they may think proper; also to carry on in Canada and elsewhere, as their interests may require, the business of warehousemen and wharfingers and to acquire, hold by purchase or lease all lands, wharves, docks, elevators, warehouses and other estate, real and personal, required for the proper and efficient working of the said business; and whereas it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows: Preamble.

1. Hugo B. Rathbun, Edward W. Rathbun, Frederick S. Rathbun, William R. Aylesworth, Roderick C. Carter, John White, Richard Ryburn and Tobias Butler, Esquires, with all such other persons and corporations as shall become shareholders in the Company to be hereby incorporated, shall be and they are hereby constituted a body corporate and politic by the name of "The Bay of Quinté Railway and Navigation Company," (hereinafter called the Company,) and shall have all the powers appertaining to railway companies or corporations in general, and all the powers, rights and privileges conferred on such corporations by "*The Consolidated Railway Act*, 1879," and any amendments thereto. Certain persons incorporated. Corporate name.

Powers of the company.

2. The Company shall have full power and authority to lay out, construct and complete a railway of four feet eight and one-half inches gauge, between a point on the waters of the Bay of Quinté, in the Village of Mill Point, in the County of Hastings, to a junction with the Grand Trunk Railway of Canada at such point as the Company may think best; to extend the said railway to such points on the said Bay of Quinté as the Company may think proper; to own, lease, or charter and sail steamboats and sailing or other vessels; to own, lease or charter elevators, docks, works, warehouses and all things else required in and about the business of common carriers by land and by water and of warehousemen and wharfingers in Canada or elsewhere out of Canada, as the business of the Company may require from time to time; and to construct, own and operate a telegraph line along the line of their railway.

Arrangements may be made with G.T.R.

3. The Company, with regard to their railway, may enter into any arrangements with the Grand Trunk Railway Company of Canada for working the same or for working traffic thereover, and the said the Grand Trunk Railway Company is hereby authorized to enter into any such arrangements as the Directors of the Company may agree upon.

Provisional directors and their powers.

4. The persons named in the first section of this Act shall be and are hereby constituted Provisional Directors of the Company, of whom shall be a quorum for the transaction of business, and they shall hold office until the first election of Directors under this Act, and shall have power to open stock books and procure subscriptions of stock for the undertaking, giving at least four weeks' notice, by advertisement in the *Canada Gazette*, of the time and place when and where such books will be opened.

Capital stock and shares.

5. The capital stock of the Company shall be five hundred thousand dollars, to be divided into five thousand shares of one hundred dollars each, and the proceeds of which shall be applied first to the payment of all costs and expenses incurred in obtaining the passing of this Act, and the remainder for the purposes of the undertaking.

Five per cent. payable on subscription.

6. No subscription for stock shall be valid unless five per cent. shall be paid thereon, within thirty days after the subscription therefor on the books of the Company, and such five per cent. shall be paid to the credit of the Company into such one of the chartered banks in Canada as the Provisional Directors shall designate; and the sum so paid shall not be drawn out or applied except for the purposes above in this Act mentioned as those to which the same shall be applied.

First meeting of shareholders.

7. When and so soon as one hundred thousand dollars of the capital stock shall have been subscribed and the said five per cent. paid thereon as aforesaid, the Provisional Directors shall call a general meeting of the subscribers to the said capital stock at Mill Point or such other place as

the said Directors shall name, of which meeting at least two weeks' notice shall be given by circular, addressed by mail to each subscriber, postage prepaid, of the time and place and purpose of the said meeting; notice of the said meeting shall also be given two weeks previous thereto in some one or more newspapers published in the County of Hastings. Notice.

8. No person shall be elected a Director of the Company unless he shall be the holder of at least shares in the stock of the Company and shall have paid all calls thereon. Qualification of director.

9. Thereafter the annual general meeting of the shareholders of the Company, for the election of Directors and other general purposes, shall be held at such place as may from time to time be appointed by by-law of the Company on the day of the month of . in each year, and three weeks' previous notice thereof shall be given by publication in the *Canada Gazette*. Annual general meeting.

10. No call to be made payable at any time upon the capital stock shall exceed ten per centum on the subscribed capital, and at least thirty days' notice shall be given thereof, and not less than twenty days shall intervene between any one call and a succeeding call. Calls on stock.

11. The Company shall have power and authority to become parties to promissory notes and bills of exchange for sums not less than one hundred dollars, and any such note or bill made, accepted or endorsed by the President or Vice-President of the Company as President or Vice-President thereof, and countersigned by the Secretary, and under the authority of a majority of a quorum of the Directors, shall be binding on the Company; and any such promissory note or bill of exchange so made as aforesaid shall be presumed to have been made with proper authority until the contrary be shown; and in no case shall it be necessary to have the seal of the Company affixed to such promissory note or bill of exchange, nor shall the President or Vice-President or Secretary be individually responsible for the same, unless the said promissory notes or bills of exchange have been issued other than as aforesaid: Provided however, that nothing in this section shall be construed to authorize the Company to issue any note or bill payable to bearer or intended to be circulated as money or as the notes or bills of a bank. Company may become parties to promissory notes, &c. Proviso.

12. It shall be lawful for the Company to enter into any agreement with any other Company for amalgamation or for the use or partial use of the railway of the Company, or for leasing or for hiring from such other company any other railway or part thereof or the use thereof, and for any period or term, or for the leasing or hiring any locomotives, cars or movable property, and generally to make any agreement with any other company touching the use of the railway or of the railway of the other company, or of the movable property of the other company, or touching any service to be rendered Arrangements with other companies.

by the one company to the other and the compensation therefor: Provided that any such agreement, lease, or contract in this section mentioned or referred to shall be first approved of by the shareholders of the Company at an annual or any other special or general meeting of the same.

Time for commencement and completion of railway.

13. The railway shall be commenced within two years and completed within six years from the passing of this Act, and in default thereof the powers hereby conferred shall absolutely cease with respect to so much of the railway as then remains incomplete.

No. 40.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act to incorporate the Bay of Quinte Railway and Navigation Company.

Received and read first time, Tuesday, 1st February, 1881.

Second reading, Wednesday, 2nd February, 1881.

(PRIVATE BILL.)

Mr. WHITE,
(Hastings, E. R.)

OTTAWA:

PRINTED BY MACLEAN, ROGER & CO.,

1881.

No. 41.] **BILL.** [1880-1

An Act to incorporate the Hull Mines Railway Company.

WHEREAS it is expedient, in order to promote the development of the iron mines situate on lots twelve and thirteen, in the sixth range, and lot eleven, in the seventh range, of the Township of Hull, to authorize the construction of a railway from a point or points at or near the said mines to the City of Ottawa, and also to the Gatineau River at or near Ironsides; and whereas a petition has been presented, praying for the incorporation of a Company to construct the same; and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:— Preamble.

1. James Maclaren, of Buckingham, Esquire; Edward Anderson Craig Pew, of Ottawa, Esquire; James Maclennan and John Boulton, both of Toronto, Esquires, and such other persons and corporations as shall in pursuance of this Act become shareholders, are hereby constituted a body corporate and politic, by the name of "The Hull Mines Railway Company" (hereinafter called the Company), and shall have all the usual powers of railway corporations, and shall be subject to the provisions of "*The Consolidated Railway Act*, 1879," and shall have all the powers and privileges conferred on such corporations thereby, but subject to the provisions hereinafter contained. Certain persons incorporated. Corporate name and powers.

2. The Company is authorized to construct, equip, maintain, operate, and use a railway with one or more tracks of iron or steel, from any point or points at or near the iron mines now situate, or which may hereafter be opened, on lots twelve and thirteen, in the sixth range, and lot eleven, in the seventh range, of the Township of Hull, to the City of Hull, and thence across the River Ottawa to the City of Ottawa, and also from a point or points at or near the said mines to the River Gatineau, at or near the village called Ironsides. Line of railway may be built.

3. The head office of the Company shall be in the City of Ottawa. Head office.

4. The number of the Directors of the Company shall not be less than three nor more than seven, and the number shall be fixed and may be varied from time to time by by-law, and the said James Maclaren, E. A. C. Pew and Board of Directors.

James Maclennan shall be the first Directors of the Company.

Capital stock and shares.

5. The capital stock of the Company shall be fifty thousand dollars, to be composed of five hundred shares of one hundred dollars each, and so soon as the capital stock is all subscribed and ten per centum paid up thereon, the Company may commence and proceed with the construction of the railway.

Company may become party to promissory notes.

6. The Company may become parties to promissory notes and bills of exchange for sums not less than one hundred dollars each, and every such promissory note and bill of exchange drawn, accepted, or endorsed in the name of the Company by the President, or Vice-President, and Secretary and Treasurer of the Company, in pursuance of a resolution of the Board of Directors, shall be binding on the Company; but the said officers, or either of them, shall not be personally liable for the same unless done without the authority of the Board of Directors, in which case the said officers alone, and not the Company, shall be liable.

Qualification of Directors.

7. No person shall be qualified to be elected or to act as a Director of the Company unless he is the *bonâ fide* holder of twenty shares of the capital stock on which all calls have been paid.

Use of bridge.

8. The Company shall have the right to use the bridge now being constructed across the Ottawa River on the same terms as any other railway company.

Agreement for sale or purchase of property may be made.

9. The Company and the Hull Iron Company (Limited) may at any time buy each others' properties on any terms that may be agreed upon by their respective Boards, approved of by meetings of the shareholders of the respective Companies, and thereafter the purchasing Company shall possess and be entitled to exercise all the corporate powers, rights and privileges previously possessed by the selling Company, as well as its own proper powers, rights and privileges, and the purchasing Company shall thereupon become and be subject to all the then debts, liabilities and obligations of the selling Company.

Change of name.

10. In the event of any such sale and purchase, the purchasing Company may make any change in its corporate name which the Board of Directors may adopt, subject to the approval of the Governor General in Council, and such change shall be advertised in the *Canada Gazette* and in some newspaper published in the City of Ottawa once a week for four weeks after such approval.

Railway, &c., may be sold.

11. The Company may sell all its railway property and all its corporate rights, powers, privileges and franchises to any other railway company on any terms which may be agreed upon, and any other railway company may buy the same, and thereupon the said railway property shall become.

part of the railway of the purchasing Company, and shall be held, used and worked as part and parcel thereof, but the purchase shall be subject to all the debts and liabilities of the selling Company or affecting the property sold or any part thereof.

No. 41.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act to incorporate the Hull Mines Railway Company.

Received and read first time, Tuesday, 1st February, 1881.

Second reading, Wednesday, 2nd February, 1881.

(PRIVATE BILL.)

Mr. CAMERON
(Huron, S. R.)

OTTAWA:

PRINTED BY MACLEAN, ROGERS & Co.

1881.

No. 41.] **BILL.** [1880-1

An Act to incorporate the Hull Mines Railway Company.

[*Reprinted as amended and reported by the Railway Committee.*]

Preamble.

WHEREAS it is expedient, in order to promote the development of the iron mines situate on lots twelve and thirteen, in the sixth range, and lot eleven, in the seventh range, of the Township of Hull, to authorize the construction of a railway from a point or points at or near the said mines to the City of Ottawa, and also to the Gatineau River at or near Ironsides, and whereas the said railway is for the advantage of the Provinces of Ontario and Quebec; and whereas a petition has been presented, praying for the incorporation of a Company to construct the same, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Certain persons incorporated.

1. James Maclaren, of Buckingham, Esquire; Edward Anderson Craig Pew, of Ottawa, Esquire; James Maclennan and John Boulton, both of Toronto, Esquires, and such other persons and corporations as shall in pursuance of this Act become shareholders, are hereby constituted a body corporate and politic, by the name of "The Hull Mines Railway Company" (hereinafter called the Company), and shall have all the usual powers of railway corporations, and shall be subject to the provisions of "*The Consolidated Railway Act*, 1879," and of any other Act relating to railways generally which may be passed during the present Session of Parliament, and shall have all the powers and privileges conferred on such corporations thereby, but subject to the provisions hereinafter contained.

Corporate name and powers.

Line of railway may be built.

2. The Company is authorized to construct, equip, maintain, operate, and use a railway with one or more tracks of iron or steel, from any point or points at or near the iron mines now situate, or which may hereafter be opened, on lots twelve and thirteen, in the sixth range, and lot eleven, in the seventh range, of the Township of Hull, to the City of Hull, and thence across the River Ottawa to the City of Ottawa, and also from a point or points at or near the said mines to the River Gatineau, at or near the village called Ironsides.

Head office.

3. The head office of the Company shall be in the City of Ottawa, and the Company may acquire and have a depot and such sheds, stores and such facilities for their business and traffic in or near the cities of Ottawa and Hull as may be necessary.

Board of Directors.

4. The number of the Directors of the Company shall not be less than three nor more than seven, and the number shall be fixed and may be varied from time to time by by-law; and the said James Maclaren, E. A. C. Pew and James Maclennan shall be the first Directors of the Company.

Capital stock and shares.

5. The capital stock of the Company shall be fifty thousand dollars, to be composed of five hundred shares of one hundred dollars each, and so soon as the capital stock is all subscribed and ten per centum paid up thereon, the Company may commence and proceed with the construction of the railway.

Company may become parties to promissory notes.

6. The Company may become parties to promissory notes and bills of exchange for sums not less than one hundred dollars each, and every such promissory note and bill of exchange drawn, accepted, or endorsed in the name of the Company by the President, or Vice-President, and Secretary and Treasurer of the Company, in pursuance of a resolution of the Board of Directors, shall be binding on the Company; but the said officers, or either of them, shall not be personally liable for the same unless done without the authority of the Board of Directors, in which case the said officers alone, and not the Company, shall be liable. Provided however that nothing in this section shall be construed to authorize the Company to issue notes or bills of exchange payable to bearer or intended to be circulated as money or as the notes or bills of a bank.

Qualification of Directors.

7. No person shall be qualified to be elected or to act as a Director of the Company unless he is the *bonâ fide* holder of twenty shares of the capital stock on which all calls have been paid.

Use of bridge.

8. The Company shall have power to make arrangements with the Quebec, Montreal, Ottawa and Occidental Railway Company for the use of the railway bridge across the Ottawa River.

Agreement for sale or purchase of property may be made.

9. The Company and the Hull Iron Company (Limited) may at any time buy each others' properties on any terms that may be agreed upon by their respective Boards, approved of by two thirds of the shareholders present in person or represented by proxy at special general meetings of the shareholders of the respective Companies called for that purpose; and thereafter the purchasing Company shall possess and be entitled to exercise all the corporate powers, rights and privileges previously possessed by the selling Company, as well as its own proper powers, rights and privileges, and the purchasing Company shall thereupon become and be subject to all the then debts, liabilities and obligations of the selling Company.

Change of name.

10. In the event of any such sale and purchase, the purchasing Company may make any change in its corporate name which the Board of Directors may adopt, subject to

the approval of the Governor General in Council, and such change shall be advertised in the *Canada Gazette* and in some newspaper published in the City of Ottawa once a week for four weeks after such approval.

Railway, &c may be sold.

11. When and so soon as the Company shall have constructed their said railway, and from time to time after the completion of any part thereof, the Ottawa and Gatineau Valley Railway Company or any other railway company may acquire and shall have the right, but not an exclusive right, to exercise for the purpose of their traffic, through running powers over and along the railway of the Company at or from the junction of the Company's railway with the line of the Quebec, Montreal, Ottawa and Occidental Railway in the city of Hull aforesaid, and over any and all branch line or lines and sidings of the Company, such running powers to include the right, privilege and power of running the trains locomotives and cars of all and every description engaged in the traffic of the said railway company or companies: Provided always, that the exercise of all such running powers shall be subject both as to time and manner of usage to agreement from time to time made and entered into between the Company, and the said company or companies; which said agreement shall also settle and determine the amount of tolls, rent or compensation to be paid by the said company or companies.

12. The Company shall have power to amalgamate with the Ottawa and Gatineau Valley Railway Company or the St. Lawrence and Ottawa Railway Company, or to sell, lease or convey to either of the said companies, their line of railway, franchises, stock and property of every kind; and from and after such amalgamation or sale, the line of the company shall be deemed to be and become a portion of the line of the Ottawa and Gatineau Valley Railway Company or the St. Lawrence and Ottawa Railway Company, as the case may be.

13. If any dispute or difference arises as to the mode or manner of exercising the running powers, the terms thereof shall be determined by three arbitrators, one to be chosen by each of said railway companies between whom the dispute or difference has arisen, and the third by the two so chosen, or in case they cannot agree, then by a judge of the Exchequer Court of Canada.

14. The Company may build, acquire and own barges, tugs, schooners and other vessels and boats to carry the products of the said mines through the Province of Ontario or to any port or place in Canada or the United States of America, and to bring back return cargoes of coal or other merchandise.

No. 41.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act to incorporate the Hull Mines Railway Company.

Reprinted as amended and reported by the Railway Committee.

(PRIVATE BILL.)

Mr. CAMERON,
[Huron, S.R.]

OTTAWA:

PRINTED BY MACLEAN, ROGER & CO.

1881.

No. 42.] **BILL.** [1880-1.

An Act further to amend the Act incorporating "The International Railway Company."

Preamble.

WHEREAS the International Railway Company have, by their petition, represented that they are desirous of obtaining certain further amendments to their Act of incorporation, and of acquiring additional powers in order to enable them to extend their railway across the State of Maine and Province of New Brunswick to some point on the Atlantic coast, and it is expedient to grant the prayer of the said petition; Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Railways may be acquired.

1. The said Company may acquire by lease or purchase or by amalgamation with any other incorporated company or companies, any railway projected, in course of construction or constructed, either in the United States or in Canada, between the City of Sherbrooke and a point on the Coast of the Atlantic Ocean or Bay of Fundy, within the limits of the Dominion, or between any intermediate points; and in case of such amalgamation the Company thereby formed shall be known by the said corporate name of the International Railway Company, and shall be liable for all the debts and shall do and perform all the contracts, stipulations and agreements which either of the amalgamated companies would have been liable to pay or compellable to perform if no such amalgamation had taken place; and the Company, after amalgamation, shall have and may exercise all the rights, privileges, powers and franchises which any or either of the amalgamated companies could or might have and exercise under their respective Acts of incorporation; and such amalgamation may be effected in each case by a deed of agreement made with the sanction and approval of the shareholders of both companies by resolution passed at special meetings thereof respectively called for the purpose according to their respective Acts of incorporation, and such deed of agreement shall only have full force and effect after a duplicate thereof shall have been deposited in the office of the Secretary of State for Canada, and from and after the date at which a notice of such deposits shall be published by the Secretary of State in the *Canada Gazette*; and the Company may make any contract by way of purchase or otherwise in respect of the stock, bonds or property of any such railway in connection with such purchase or amalgamation, or for the purpose of facilitating the same.

Amalgamation with another company.

Powers thereafter.

Deed of agreement.

Company may sell their railway.

2. The said Company shall have power to sell or lease their railway to any other company or companies or corporations having power to acquire the same, now incorporated or formed either in Canada or elsewhere, or to make running arrangements with any other railway company; but in no case shall such sale, lease or arrangement with any other company or companies be valid and effectual until after such sale, lease or arrangement has been sanctioned and approved by the shareholders of the said Company by resolution passed at a special meeting duly called for that purpose.

No. 42.

3rd Session, 4th Parliament, 44 Vict., 1880-1

BILL.

An Act to amend the Act incorporating "The International Railway Company."

Received and read, first time, Tuesday, 1st February, 1881.

Second reading, Wednesday, 2nd February, 1881.

Mr. BROOKS.

(PRIVATE BILL.)

OTTAWA:
PRINTED BY MACLEAN, ROGER & Co.
1881.

No. 43.] **BILL.** [1880-1

An Act respecting the sale of Railway Passenger Tickets.

HER Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows: — Preamble.

Appointment of agents for sale of tickets.

1. Any Railway Company subject to the control of the Parliament of Canada, and the Minister of Railways and Canals as respects any railway under the control of the Government of Canada, may appoint in any city, town or village in Canada, such person or persons as they may choose, as agents for the sale of passenger tickets to passengers or persons desiring to travel by the railway of the Company employing such agent, or by any Government Railway, as the case may be.

Certificate of appointment.

2. The Minister of Railways and Canals or Company hereinbefore described, employing any such agent, shall give him a certificate of his appoint nent, which shall be under the hand of the said Minister, or the corporate seal of the Company appointing him, and such agent shall keep the same framed and exhibited in some conspicuous part of his office or place of business, where it can be seen and read by those resorting to the office.

Tickets to bear name of agent.

3. Every ticket so sold by any agent shall have the name of such agent and the date of the sale written or stamped plainly upon it, and any person fraudulently altering, changing or imitating such signature, shall be guilty of an offence against this Act. This Act shall also apply to agents of Foreign Railway Companies doing business in Canada, who shall be required before issuing tickets over Canadian lines, to be duly authorized for such purpose by the Minister of Railways and Canals or Company, over whose lines they desire to issue tickets, in the same way as is provided in section two, and shall also be required to have and exhibit in like manner a certificate from the foreign company he or they may represent.

As to foreign railways.

Right of agent selling tickets for places not on railway of his pricipals.

4. Any agent authorized as above mentioned, selling passenger tickets on behalf of his principals at places not upon their railway, may and shall have the right to obtain and purchase from any Company working a railway between such place of sale and a point upon the railway of his principals, tickets to such point at the usual rates therefor; and any tickets so obtained and afterwards resold to passengers to enable them to travel on a route of which the railway of his principals forms part shall be deemed to have been purchased on behalf of such passengers.

Penalty for contravention of this Act.

5. No person whosoever, except those authorized as above mentioned, shall sell, or offer for sale, any railway passenger ticket, or any pass, ticket, certificate or other instrument, enabling any person or persons, or purporting to entitle any person or persons to travel on any one railway, or more than one railway, or on any part of one railway, or parts of several railways, to which this Act applies; and any person or persons offending against this section shall, upon summary conviction thereof before any Justice of the Peace, be subject to a fine of not less than *twenty dollars* nor more than *fifty dollars*, in the discretion of the said Justice, and to pay the costs of the prosecution and conviction, or to imprisonment for not less than days nor more than days in the common gaol, or to both by fine and imprisonment, in the discretion of the Justice.

Procedures on complaint

6. All complaints regarding the contravention of any provisions of this Act shall be prosecuted by information, and shall be subject to the provisions of the Act passed in the session held in the thirty-second and thirty-third years of Her Majesty's reign, and intituled: "*An Act respecting the duties of Justices of the Peace out of sessions, in relation to summary convictions and orders.*"

Certain examinations may be used in evidence.

7. The examination of any complainant or witness, taken or heard under oath in the presence of the person accused, on the hearing of any complaint for any offence against the provisions of this Act, (if the person charged, or his counsel or agent, shall have had the opportunity of cross-examining such complainant or witness, but whether he has done so or not), may, on the hearing of any appeal from any decision of such magistrate, be used in evidence, provided the person whose examination is so used is out of the jurisdiction of the court to which the appeal is made, and provided further that the said examination or evidence has been reduced to writing and has been signed by the person whose examination it purports to be; and to entitle the said examination to be read and taken as evidence on the hearing of any such appeal it shall only be necessary to produce the certificate of the magistrate or person before whom the said trial was had, under his hand, certifying that the deposition, which is offered in evidence, was taken before him on the hearing of the complaint which forms the subject *matter of* the said appeal, and on the production of the said certificate the said deposition or evidence of such absent person shall be taken and received as evidence, without further proof, on the trial of any such appeal.

Saving as to station officer.

8. Nothing in this Act contained as regards the appointment of agents for the sale of tickets shall prevent the station agents of the Minister or Company at their stations, in their ticket offices at such stations, from selling tickets to passengers about to enter in an travel by railway from the said stations.

No. 43.

3rd Session, 4th Parliament, 44 Vict., 1880-1

BILL.

An Act respecting the sale of Railway Passenger Tickets.

Received and read first time, Wednesday, 2nd February, 1881.

Second reading, Thursday, 3rd February, 1881.

Mr. KIRKPATRICK.

OTTAWA:

PRINTED BY MACLEAN, ROGER & Co.

1881

No 44.] **BILL.** [1880-1

An Act to incorporate the Association known as "J. Winslow Jones and Company, Limited."

WHEREAS the Company formed and registered in England on the fourth day of February, 1880, as "J. Winslow Jones and Company, Limited," under the "Companies Acts, 1862, 1867 and 1877" of the Imperial Parliament, for the purposes hereinafter mentioned, have by their petition prayed to be incorporated in Canada for the like purposes and with the powers necessary for carrying on their business within the Dominion; and it is expedient to grant their prayer: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:— Preamble.

1. The Company mentioned in the preamble, shall, by the name therein assigned to it, be a corporation, body politic and corporate, and shall within the Dominion of Canada, have a common seal, and have power to sue and be sued, contract and be contracted with, by their said corporate name, with power to hold personal property for the purposes of their business, and the real property necessary for like purposes to the extent hereinafter limited, and such other powers as may be necessary for the said purposes. Incorporation.

2. The purposes for which the Company is established and the said powers are given, are: — Objects of the corporation.

1. To purchase of John Winslow Jones the business of preserving corn, meat, lobsters, fish and other produce, carried on by him at Portland, Maine, in the United States of America or elsewhere, as a going concern, with the factories, lands, buildings, plant, fixtures, stock-in-trade, materials and other effects connected with or used and appropriated for the said business or otherwise comprised in the registered agreement in that behalf between the said J. Winslow Jones, Walter Rathbone Bacon, and the said Company, and referred to in their memorandum of Association: Purchase of business.

3. To continue and carry on the said business, or a similar business, both in America, and if thought desirable, in England, Europe, Australia or elsewhere, and also, if thought desirable, to carry on in addition to or in connection with the same, the business of producing, manufacturing, drying, curing, preserving or preparing corn, meat, game, fish, fruit, vegetables and other articles of food or provisions, and of dealing in any such articles, (whether dried, cured, pre- Carrying on of business in Canada and elsewhere.

served, or prepared or not,) wholesale or retail, and of producing, manufacturing or dealing in such articles as are required for, or are usually or may be conveniently manufactured or dealt in by companies or persons carrying on a business of a similar nature, and the business of agents for the purchasing or dealing in articles of food or provisions, or such other articles as aforesaid :

Improvement and laying out of lands.

4. To improve or lay out for building purposes any of the lands comprised in the agreement above mentioned, or which may be acquired by or leased to the Company for the purposes aforesaid, and for such purpose to construct, execute, and do such buildings, works and things as may be thought desirable for the purposes for which the Company is hereby incorporated : Provided that the total value of the real property which the Company shall hold in Canada at any one time shall not exceed dollars :

Acquisition of real and personal property.

5. To purchase, take upon lease, or otherwise acquire (subject to the limitation in the next preceding clause as to real estate) all such lands, buildings, ships or other property real or personal, or such estates or interests, rights or privileges in or over any lands, buildings or property, and any patents or like privileges, inventions or secrets or secret processes, or licenses to use the same, as may be considered necessary or expedient for the purposes of the business of the Company ; and to construct and maintain any buildings, works, ships, boats, machinery, plant, apparatus aud things which may be considered necessary or expedient for the purposes of the business of the Company :

Sale of property.

6. To sell, grant, let, exchange, surrender or otherwise dispose of absolutely or conditionally, or for any limited estate or interest, all or any part of the property, rights or privileges of the Company, or any rights or privileges in or over such property, or any licenses to use or exercise any patent or other rights or privileges :

General powers.

7. To do all such things as are incidental or conducive to any of the purposes aforesaid.

Liability of members limited.

3. The personal liability of the several members of the Company for its debts and obligations, is limited to the amount unpaid on their respective shares in the capital of the Company.

Capital stock and shares.

4. The capital stock of the Company shall be one hundred thousand pounds sterling, divided into ten thousand shares of ten pounds sterling each ; the capital may be increased, and any of the original or new shares may be issued as preference shares, with preferential rights as to dividends or otherwise, as may be resolved upon by the Company from time to time in accordance with the provisions contained in their Articles of Association registered under the Imperial Acts hereinbefore mentioned, on the fourth day of February, one thousand eight hundred and eighty, which shall apply to and govern the internal organ-

ization, management and affairs of the Company, the distribution of its capital and the shares thereof, and matters relating thereto, the general meetings of the Company and the proceedings thereat, the Directors and other officers thereof, the dividends, accounts, seal and audit, notices to members, and generally all matters provided for by the said Articles of Association, a copy whereof certified by the President or two of the Directors of the Company shall be deposited in the office of the Secretary of State of Canada, and any copy whereof purporting to be certified under the hand of the said Secretary of State or his deputy, to be a true copy of that so deposited, shall be received in all Courts of law or equity in Canada as *primâ facie* evidence of such Articles of Association and of the contents thereof without proof of the signatures of such Secretary or Deputy, as shall also any deed or instrument purporting to be under the seal of the Company and executed as required by the said articles.

Certain matters to be governed by articles of Association.

Copy to be deposited with Secretary of State.

5. Every office or building in Canada, at or in which the said Company transacts its business or any portion thereof, shall be deemed to be a domicile of the Company: so that if any cause of action or suit shall arise against the Company within the Province or territory in which such domicile is situate, service of any writ or process in such action or suit may be validly made upon the Company at such domicile.

What shall be deemed a domicile of the company.

6. The chief office of the Company shall be their registered office for the time being in England, but the Company may appoint and have officers, agents and servants in Canada, for such purposes and with such powers as the Company may assign to them respectively.

Head office, officers and agents.

No. 44.

3rd Sess., 4th Parliament, 44 Victoria, 1880-1.

BILL.

An Act to incorporate the Association known as "J. Winslow Jones and Company, Limited."

Received and read first time, Thursday, 3rd February, 1881.

Second Reading, Friday, 4th February, 1881.

(PRIVATE BILL.)

Mr. Brooks.

OTTAWA:

Printed by MacLean Roger & Co.

1881.

No. 46.] **BILL.** [1880-1

An Act to prevent and punish Wrongs to Children.

Preamble.

WHEREAS it is expedient to grant protection to children by regulating their employment in certain cases and preventing inducements to juvenile crime: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Persons having charge of children under 16 not to permit them to be used for or engaged in certain dangerous or immoral purposes.

1. No person having the care, custody or control of any child under the age of sixteen years shall exhibit, use or employ or in any manner, or under any pretence apprentice, part with, let out or otherwise dispose of, any such child to any person in and for the vocation, occupation, service or purpose of singing, playing on musical instruments, rope or wire walking, dancing, begging or peddling, or as a gymnast, contortionist, rider or acrobat, in any place whatsoever, or for or in any obscene, indecent or immoral purpose, exhibition or practice whatsoever, nor for or in any business, exhibition or vocation injurious to the health or dangerous to the life or limb of such child; nor shall cause, procure, encourage or permit any such child to engage therein: But nothing in this section contained shall be construed to apply to or affect the service or employment of any such child as a singer or musician in any church or in any school or academy for the education of youth, nor to the teaching or learning the science or practice of music, nor to the employment of any child as a musician at any concert or entertainment, on the written consent of the Mayor, Warden, or other chief magistrate of the city, town or village where such entertainment shall take place.

Proviso: as to musical performances.

No person to use a child for any purposes herein forbidden.

2. No person shall take, receive, hire, employ, use, exhibit or have in custody any child under the age and for any of the purposes mentioned in the first section of this Act except as therein excepted.

No minor to be admitted in places of entertainment where liquor is sold, &c.

Unless accompanied by parent or guardian.

Proviso: as

3. No minor under the age of sixteen years shall be admitted at any time to, or permitted to remain in, any saloon or place of entertainment where any spirituous liquors or wines or intoxicating or malt liquors are sold, exchanged, or given away, or at any of the places of amusement known as dance-houses, billiard or cippi rooms, dancing classes, or clubs and concert saloons, unless accompanied by his or her parent or guardian. No proprietor, keeper or manager of any such place shall admit such minor to, or permit him or her to remain in any such place, unless accompanied by such parent or guardian: Provided, that

to dancing classes only.

in the case of dancing classes only, the written permission of the parent or guardian shall be sufficient authority for the proprietor, keeper or manager to allow or permit the attendance of such minor.

Penalty on parents, &c, wilfully permitting life or health of child to be endangered.

4. Whoever, being a parent or having the care or custody of any child, wilfully causes or permits the life of such child to be endangered or the health of such child to be injured, or who wilfully causes or permits such child to be placed in such a situation that its life may be endangered or its health shall be likely to be injured, or who sells, lets out or otherwise suffers such child to be employed in any criminal or vicious pursuit, or is privy to without endeavoring to prevent any violation of any of the foregoing enactments, shall be guilty of an offence under this Act.

Liability of persons aiding or abetting offences against this Act.

5. Every person who aids, abets, counsels or procures the commission of any offence under this Act shall be liable to be proceeded against and convicted for the same, either together with the principal offender or before or after his conviction, and shall be liable on conviction to the same forfeiture and punishment as the principal offender, and may be proceeded against and convicted either in the territorial division or place where the principal offender may be convicted or in that in which the offence of aiding, abetting, counselling or procuring was committed.

Punishment of persons convicted of offences against this Act.

6. Any person convicted of any offence against any of the provisions of this Act before any two or more Justices of the Peace for the district, county or place in which the offence has been committed, or before some Magistrate or officer sitting alone or with others at some court or other place appointed for the administration of justice within such district, county or place, and for the time being empowered to do alone any act authorized to be done by more than one Justice of the Peace, shall for every such offence forfeit and pay (over and above the amount of the damage or injury, if any done thereby, which damage or injury shall and may, provided the same shall not exceed *one hundred dollars*, be ascertained and awarded by such justices, magistrate, or officer) such sum of money not exceeding *one hundred dollars* nor less than *twenty dollars*, with full costs, as to such Justices, Magistrate or officer shall seem fit.

Pecuniary penalty and damages.

Imprisonment in default of payment.

7. The offender shall in default of payment be committed to the common gaol or other place of confinment, for the district, county or place in which the offence was committed, there to be imprisoned for any time not exceeding *ninety* days nor less than *thirty* days.

Prosecutions to be under 32, 33 V., c. 31.

8. Every offence against any of the provisions of this Act is a misdemeanor, and may be punished as such or may be prosecuted in the manner directed by the "*Act respecting the duties of Justices out of sessions in relation to summary convictions and orders*," so far as no provision is hereby made for any matter or thing which may be required to be done with respect to such prosecution, and all the provisions con-

tained in the said Act shall be applicable to such prosecution in the same manner as if they were incorporated in this Act.

Presumption as to alleged age of child.

9. Whenever any person is charged with an offence against this Act in respect of a child who, in the opinion of the court trying the case,is apparently of the age alleged by the informant, it shall lie on the person charged to prove that the child is not of that age.

Appropriation of pecuniary penalty in cases prosecuted by certain societies.

10 All fines, penalties and forfeitures imposed and collected under the provisions of this and every Act passed or which may be passed relating to or affecting children, in every case where the prosecution is instituted or conducted by a society incorporated for the prevention of cruelty to children, or for the prevention of cruelty to animals, shall (except where otherwise provided) enure to such society in aid of the purposes for which it is incorporated.

As to the custody of the child after a conviction of offence respecting it, under this Act or by assault.

11. When, upon examination before any Court or Magistrate, it appears that any child within the age previously mentioned in this Act, was engaged or used for or in any business or exhibition or vocation, or purpose specified and as mentioned in this Act; and when upon the conviction of any person of a criminal assault upon a child in his or her custody, the Court or Magistrate before whom such conviction is had, deems it desirable for the welfare of such child that the person so convicted should be deprived of its custody thereafter, such Court or Magistrate may commit such child to an orphan asylum, charitable or other institution, or make such other disposition thereof as now is or hereafter may be provided by law in cases of vagrant, truant, disorderly, pauper or destitute children.

Act not to affect offences against the person under ss. 25 and 26 of 32, 33 V., c. 20.

12. Nothing herein contained shall be construed as affecting the punishment of offences under sections twenty-five and twenty-six of chapter twenty of the Acts of the Parliament of the Dominion of Canada passed in the session held in the thirty-second and thirty-third years of Her Majesty's reign.

No. 46.

3rd Sess., 4th Parliament, 44 Victoria, 1880-1.

BILL.

An Act to prevent and punish Wrongs to Children.

Received and read first time, Friday, 4th February, 1881.

Second reading, Monday, 7th February, 1881.

Mr. RICHEY.

OTTAWA:

PRINTED BY MACLEAN ROGER & CO.

1881

No. 47.] **BILL.** [1880-1

An Act respecting the Court of Maritime Jurisdiction in the Province of Ontario.

HER Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:— Preamble.

Interpretation clause.

1. In the construction of, and for the purposes of this Act, the following terms shall have the respective meanings hereinafter assigned to them, that is to say: "Master" shall include every person (except a pilot) having command or charge of any ship; "Seaman" shall include every person (except masters, pilots, and apprentices duly indentured and registered) employed or engaged in any capacity on board any ship; "Ship" shall include every description of vessel used in navigation not propelled by oars.

In what cases only suits may be brought for wages by seamen or apprentices.

2. No suit or proceeding for the recovery of wages under the sum of two hundred dollars shall be instituted by or on behalf of any seaman or apprentice in the Maritime Court of Ontario, unless the owner of the ship is adjudged bankrupt or declared insolvent, or unless the ship is under arrest or is sold by the authority of the said Court, or unless any Justices acting under the authority of the Act of the Parliament of Great Britain and Ireland, intituled "*The Merchant Shipping Act*, 1854," refer the case to be adjudged by the said Court, or unless neither the owner nor master is or resides within twenty miles of the place where the seaman or apprentice is discharged or put ashore.

How this Act shall be read and construed.

3. In the construction of this Act it shall be read as if it had formed a part of and been incorporated in the Act of the Parliament of Canada, intituled "*The Maritime Jurisdiction Act*, 1877;" but it shall not be held to be a declaration of the construction of the said Act applicable to any suit or proceeding now pending.

No. 47.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act respecting the Court of Maritime Jurisdiction in the Province of Ontario.

Received and read first time, Friday, 4th February, 1881.

Second reading, Monday, 7th February, 1881.

Mr. McCarthy.

OTTAWA :
Printed by MacLean, Roger & Co., Wellington Street.
1881.

No. 48.] **BILL.** [1880-1

An Act respecting the Canada Consolidated Gold Mining Company.

WHEREAS the Canada Consolidated Gold Mining Company have, by their petition, represented that they are a corporation incorporated under the general laws of the State of New York, one of the United States of America, and that they have agreed for the purchase of certain gold mines in the County of Hastings and Province of Ontario, and propose proceeding at once to mining and treating the ores to be taken from the said mines; and whereas they desire to have their organization and corporate powers recognized and confirmed by the Parliament of Canada, and also to raise, sell and treat the said ores in such part or parts of Canada or elsewhere as they deem proper, and have prayed for the passing of an Act for the purposes aforesaid; and whereas it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:— Preamble.

1. The said the Canada Consolidated Gold Mining Company is hereby declared to be a valid and legal corporation under the laws of Canada, and as such entitled to all the rights and vested with all the powers required by and incident to such a corporation, and which are possessed by it in the United States of America under the laws under and by virtue of which it is incorporated as aforesaid. Corporation declared legal.

2. The said Company shall have full power to sell the products of their mines in any part of Canada or elsewhere, or to establish treating works in any Province of the Dominion or elsewhere, as in the interest of the Company may be found expedient. Powers.

No. 48.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act respecting the Canada Consolidated Gold Mining Company.

Received and read first time, Friday, 4th February, 1881.

Second reading, Monday, 7th February, 1881.

(PRIVATE BILL.)

Mr. WHITE,
Hastings, E.R.

OTTAWA:

PRINTED BY MACLEAN, ROGER & CO.

1881.

No. 48.] **BILL.** [1880-1

An Act respecting the Canada Consolidated Gold Mining Company.

(Reprinted as proposed to be amended in the Select Standing Committee on Miscellaneous Private Bills.)

Preamble.

WHEREAS the Canada Consolidated Gold Mining Company have, by their petition, represented that they are a corporation incorporated under the general laws of the State of New York, one of the United States of America, and that they have agreed for the purchase of certain gold mines in the County of Hastings and Province of Ontario, and propose proceeding at once to mining and treating the ores to be taken from the said mines; and whereas they desire to have their organization and corporate powers recognized and confirmed by the Parliament of Canada, and also power to sell and treat the said ores in such part or parts of Canada or elsewhere as they deem proper, and to hold such real and personal property as may be requisite for the purposes of the undertaking, and have prayed for the passing of an Act for the purposes aforesaid; and whereas it is expedient to grant the prayer of the said petition; Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Corporate powers conferred on the company.

1. The said The Canada Consolidated Gold Mining Company is hereby invested with and shall be entitled to all the powers, privileges and rights, as a corporation, necessary for the purpose of acquiring, by purchase or lease, or both, mines and minerals and working the same, and also in like manner to acquire and hold all other real and personal property required for the convenient and proper carrying on of their business, and when any such is not further required, to sell and dispose thereof; and shall be capable of contracting and being contracted with and of sueing and being sued, pleading and being impleaded in any Court of law or equity in Canada in their corporate name aforesaid; and they and their successors shall and may have a common seal, and may change the same at their will and pleasure, and they, as such corporation, shall have all the powers and privileges necessary for the proper management of their property and business and incident to such a corporation.

Business.

2. The said Company shall have full power to sell the products of their mines in any part of Canada or elsewhere, or to establish treating works in any Province of the Dominion or elsewhere, as in the interest of the Company may be found expedient.

Service of process.

3. Service of any process or legal document upon the chief officer or manager of the Company in Canada at any office where it may carry on business in Canada, shall be good service and shall bind the Company.

No. 48.

3rd Session, 4th Parliament, 44 Vict., 1880-1

BILL.

An Act respecting the Canada Consolidated Gold Mining Company.

(Reprinted as proposed to be amended in the Select Standing Committee on Miscellaneous Private Bills.)

(PRIVATE BILL.)

Mr. WHITE,
(Hastings, E.R.

OTTAWA:

PRINTED BY MACLEAN, ROGER & Co.

1880

No. 49.] **BILL.** [1880-1

An Act to amend the General Inspection Act of 1874, and the Act amending it.

HER Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows :-- Preamble.

1. The Act passed in the forty-third year of Her Majesty's reign, intituled : "*An Act to amend 'The General Inspection Act of* 1874,' *and the Act amending it*," is hereby amended by repealing the tariff of fees to be collected for the inspection of Smoked Herrings, contained in the third section of the said Act, and substituting the following :— Tariff of fees under s. 3 of 43 V., c. 20 reduced.

(*a*) For each box of Smoked Herrings—one cent.
(*b*) For each half-box of Smoked Herrings--one-half cent.
(*c*) For each quarter-box of Smoked Herrings—one-quarter cent.

No. 49.

3rd Sess., 4th Parliament, 44 Victoria, 1880-1.

BILL.

An Act to amend the General Inspection Act of 1874, and the Act amending it.

Received and read first time, Friday, 4th February, 1881.

Second reading, Monday, 7th February, 1881.

Mr. MOUSSEAU.

OTTAWA:

PRINTED BY MACLEAN ROGER & Co.

1881

No 50] **BILL.** 1880-1

An Act to correct a clerical error in Schedule B to the Act 43 Victoria, Chapter 22, amending "The Bank Act," and continuing the charters of certain Banks.

Preamble. 43 V., c. 22.

WHEREAS by a clerical error in the Schedule B to the Act passed in the forty-third year of Her Majesty's Reign, and intituled: "*An Act to amend "An Act relating to Banks and Banking, and to continue for a limited time the charters of certain Banks to which the said Act applies,*" the name of "*La Banque de St. Jean,*" incorporated by the Act 36 Vict., chap. 15, was accidentally omitted, the said Bank being entitled to have its charter continued in like manner with those of the otherBanks therein mentioned; Therefore, Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Schedule B amended by inserting "La Banque de St. Jean."

1. The said Schedule B to the Act hereinbefore mentioned is hereby amended by inserting therein the name of "*La Banque de St. Jean*" aforesaid, and the charter of the said Bank shall continue in force until the first day of July, in the year of Our Lord one thousand eight hundred and nine-one, subject to the provisions of the Act first above cited, as if its name had been included in the said schedule at the time of the passing of the said Act.

No. 50.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act to correct a clerical error in Schedule B to the Act 43 Vict, chap. 22, amending "The Bank Act" and continuing the charter of certain Banks.

Received and read first time, Tuesday, 8th February, 1881.

Second reading, Wednesday, 9th February, 1881.

Sir LEONARD TILLEY.

OTTAWA;
PRINTED BY MACLEAN, ROGER & CO.

1881.

No. 51.] **BILL.** [1880-1

An Act to limit the Appellate Jurisdiction of the Supreme Court of Canada.

HER MAJESTY, by and with the advice and consent of the House of Commons and of the Senate of Canada, enacts:— Preamble.

1. The Appellate Jurisdiction of the Supreme Court of Canada is abolished in all cases where the matter in dispute relates to property and civil rights in any of the Provinces, and generally as to matters of a merely local or private nature and coming within the exclusive jurisdiction of the Legislature of any of the said Provinces, according to the meaning of the British North America Act of 1867 and Acts amending the same. Appellate jurisdiction of Supreme Court abolished in matters exclusively under Provincial Legislation, by B.N.A. Act.

2. This Act shall not apply to cases decided by the Exchequer Court of Canada, nor to cases where the matter in dispute affects the constitutionality or validity of any Act or Statute of any of the said Provincial Legislatures, which cases shall continue to be subject to appeal to the said Supreme Court, as now is or hereafter shall be provided for. Exception as to cases decided by the Exchequer Court.

3. This Act shall not apply to appeals already instituted or pending before the said Supreme Court. And as to appeals already instituted.

No. 51.

3rd Session, 4th Parliament, 44 Vic., 1880-1.

BILL.

An Act to limit the Appellate Jurisdiction of the Supreme Court of Canada.

Received and read the first time, Tuesday, 8th February, 1881.

Second reading, Wednesday, 9th Feb., 1881.

Mr. GIROUARD,
(Jacques Cartier.)

OTTAWA:
PRINTED BY MACLEAN, ROGER & CO.

1881.

No. 52.] **BILL.** [1880-1

An Act to amend "The Canada Temperance Act, 1878."

Preamble.

WHEREAS it is desirable that there should be a majority of the electors entitled to vote in order to give effect to the provisions of "*Canada Temperance Act*, 1878": Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Section 57 of 41 V., c. 16 repealed and section substituted.

1. The fifty-seventh section of the said "*The Canada Temperance Act*, 1878," is hereby repealed and the following section substituted therefor:

A majority of all the voters on the list required for the adoption of the petition.

"**57.** If the majority of all the voters whose names are entered on the voters' list used at such polling vote for the petition, the same shall be held to have been adopted, but not otherwise; and the Returning Officer shall make his refurn to the Governor in Council accordingly."

No. 52.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act to amend "The Canada Temperance Act, 1878."

Received and read first time, Tuesday, 8th February, 1881.

Second reading, Wednesday, 9th February, 1881.

Mr. BOULTBEE.

OTTAWA:

PRINTED BY MACLEAN, ROGERS & CO.

1881.

No. 53.] **BILL.** [1880-1

An Act to amend the Acts incorporating the Montreal, Portland and Boston Railway Company.

Preamble.

WHEREAS the Montreal, Portland and Boston Railway Company, a corporation whose railway has been declared to be a work for the general advantage of Canada, have by their petition represented that it would greatly add to their efficiency if their powers were extended as hereinafter set forth, and have prayed for the passing of an Act to that end, and it is expedient that the said petition be granted: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Branch Railway may be built.

1. The said Montreal, Portland and Boston Railway Company shall have full power and authority to lay out and construct a branch iron railway, with double or single track, of uniform gauge with their present railway, commencing at some point on their present main line at or near the Village of Marieville, or in the Parish of St. Angèle in the County of Rouville, and thence extending in a straight line as near as may be until it connects with the International Railway at or near the City of Sherbrooke, in the District of St. Francis.

Rights and powers as to such branch.

2. All the rights, powers, privileges and franchises which the said Montreal, Portland and Boston Railway Company now hold and enjoy under the laws of the Province of Quebec, or of the Dominion of Canada, with reference to their main line, they may also hold, exercise and enjoy with regard to the said branch railway, and this Act shall be read and construed as if it had formed a part of the original Act of incorporation of the said Railway Company.

Section 2 of 40 V., c. 58 amended.

3. The second section of the Act fortieth Victoria, chapter fifty-eight, is hereby amended by substituting the word "five" for the word "three" in the second line of the said section.

Short title.

4. This Act may be cited as "*The Montreal, Portland and Boston Railway Act*, 1881."

No. 53.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act to amend the Acts incorporating the Montreal, Portland and Boston Railway Company.

Received and read first time, Wednesday, 9th February, 1881.

Second reading, Thursday, 10th February, 1881.

(PRIVATE BILL.)

MR. BROOKS.

OTTAWA:

PRINTED BY MACLEAN, ROGER & CO.

1880.

No. 54] **BILL.** [1880-1.

An Act to amend the Act of incorporation of The Accident Insurance Company of Canada, and to authorize the change of the name of the said Company to "The Accident Insurance Company of America."

Preamble.

WHEREAS The Accident Insurance Company of Canada have, by their petition, prayed for an Act to authorize the changing of the name of the said Company and otherwise to amend their Act of incorporation, passed in the thirty-fifth year of Her Majesty's Reign and chaptered one hundred and five, and whereas it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

35 V., c. 105.

Name of company changed.

1. The name of the said Company is hereby changed to "The Accident Insurance Company of America," by which name in future the said Company shall enjoy all the franchises and privileges, and shall have and hold all the rights and assets, and shall be subject to all the undertakings and liabilities heretofore held, enjoyed or possessed, or which have heretofore attached to the said Company; and no suit, either in law or equity, now pending, either on behalf of or against the said Company, shall be abated by reason of the said change of name, but may be continued to final judgment in the name under which it shall have commenced: Provided such change of name shall be sanctioned by the shareholders of the said Company at a special general meeting of the shareholders to be convened for that purpose; otherwise the name of the said Company shall remain unchanged.

Section 2 amended.

2. Section two of the Act cited in the preamble is hereby amended by striking out the words "five hundred thousand" which appear in the proviso of the said section, and substituting therefor the words "one million;" and also by adding immediately after the word "meeting," in the said proviso, the words "or general meetings."

Branch offices and agencies.

3. It shall be lawful for the Company to have offices, maintain agencies and transact business in any part of the United Kingdom of Great Britain and Ireland, the United States of America or elsewhere, as may be determined by the shareholders at a special general meeting or special general meetings expressly convened for that purpose.

No. 54.

3rd Sess , 4th Parliament, 44 Victoria, 1880-81.

BILL.

An Act to amend the Act of incorporation of The Accident Insurance Company of Canada, and to authorize the change of the name of the said Company to "The Accident Insurance Company of America."

Received and read first time, Wednesday, 9th February, 1881.

Second reading, Thursday, 10th February, 1881.

(PRIVATE BILL.)

Mr. GAULT.

OTTAWA:

PRINTED BY MACLEAN, ROGER & Co.

1881.

No. 55] **BILL.** [1880-1.

An Act to amend the Acts relating to the New Brunswick Railway Company.

Preamble.

WHEREAS the New Brunswick Railway Company have by their petition prayed for the passing of certain amendments to the Acts relating to the said Company, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Declaratory.

1. The work of the New Brunswick Railway Company is hereby declared to be a work for the general advantage of Canada.

Additional powers of the company.

2. The Company may extend their railway from its present terminus to any point on the River Saint Lawrence, in the Province of Quebec, and shall have power to erect and maintain docks, dockyards, wharves, slips and piers at any point on or in connection with the railway, and at any terminus thereof on navigable water for the accommodation of vessels and elevators, and also to acquire and work elevators, and to acquire, hold, charter, work and run steam and other vessels for cargo or passengers upon any navigable water which the railway may reach or connect with.

Section 5 of Act of incorporation repealed.

3. The fifth section of the Act passed by the Legislature of the Province of New Brunswick, on the seventh day of April, one thousand eight hundred and seventy, and intituled "*An Act to incorporate the New Brunswick Railway Company*," is hereby repealed, and the following substituted therefor:

New section.

"5. The capital stock of the said Company shall be three million five hundred thousand dollars, and shall be divided into thirty-five thousand shares of one hundred dollars each."

Board of directors.

4. The Board of Directors of the said Company shall be composed of not less than seven nor more than fifteen Directors, who shall have the qualification provided by the by-laws.

By-laws may be made for certain purposes.

5. Notwithstanding anything contained in the Acts relating to the Company, the Directors of the Company shall have power to make by-laws (not inconsistent with the laws

of Canada) for the management and disposition of the stock, property and affairs of the Company, determining and regulating the holding of special meetings of shareholders, the number and qualification of the directors, the quorum, the appointment of a President, Vice-President and Managing Director, or of Committees of Directors, the remuneration of the President, Vice-President and other Directors, or of committees of them, or of a Managing Director if any be appointed, the mode of voting of the Directors, and whether by proxy or not, the form of proxies, transfers of stock, and stock certificates, and the registration of stock and bonds, the declaration and payment of dividends and the closing of the transfer books, and for the appointment of all officers, servants and artificers, and prescribing their respective duties: Provided that any by-law passed by the Directors fixing the remuneration of the President, Vice-President or Directors, or committees of them, or of a Managing Director, shall only have force and effect until the next meeting of shareholders unless it shall be confirmed at such meeting.

Railway Act to apply.

6. "*The Consolidated Railway Act*, 1879," shall apply to the extension of the said railway hereby authorized, so far as it is applicable to the same.

Bridges may be built.

7. Notwithstanding anything contained in "*The Consolidated Railway Act*, 1879," or any other statute or law, the Company shall have power to construct and maintain a bridge across the River Saint John at or near the City of Fredericton, and another bridge at or near Woodstock, and to purchase, acquire, hold and take all land, land covered with water, beaches and other property on either side of the said river, as may be necessary to build, construct and maintain the said bridges.

Approval of Governor in Council.

8. The said bridges shall be so constructed as not materially to obstruct the navigation of the River Saint John, and shall be subject to such regulations as shall be from time to time approved of by the Governor in Council.

Direction of railway may be changed.

9. It shall be lawful for the Company, whenever it shall be considered by the Directors expedient so to do, to alter the direction of the railway as now constructed, in order to lighten grades, improve curves or lessen distances, provided such alterations be made within two years from the passing of this Act; and the provisions of the first section of the Act of the Legislature of the Province of New Brunswick, passed on the seventh day of April, one thousand eight hundred and seventy, and intituled "*An Act to incorporate the New Brunswick Railway Company*," shall apply to the lands, estate and materials required for such alteration of direction as fully as if the same had been taken for the original construction of the railway.

Bonds may be issued.

10. It shall be lawful for the Company to issue mortgage bonds to the extent of twenty thousand dollars per mile upon its entire length of railway, and also at the same rate per mile upon any extension, branch or branches thereof

that may hereafter be constructed, and for the purpose of securing the payment of the same and the interest thereon to convey its railway franchise and all property, rights and interests owned, possessed or enjoyed by it, and the tolls, income, profits, improvements and renewals thereof, and all additions thereto, to trustees in trust for that purpose.

Approval of shareholders.

11. Such bonds and conveyance may be executed and issued, at any time, under the authority of a vote of the shareholders of the Company, passed at any meeting of such shareholders legally called and held, authorizing the execution and issue of such bonds and conveyance.

Forms and conditions of bonds.

12. Such bonds shall be of such denominations, and shall be made payable at such time and place, in Canada or elsewhere, and in currency or sterling, or in both, and shall bear such rate of interest, payable at such times, and be executed in such manner as the shareholders at such meeting shall direct; and each of the said bonds shall be certified by the trustees, mentioned in the conveyance executed to secure the payment of the same, as being one of the bonds secured by such conveyance.

Appointment of trustees.

13. The trustees, to whom such conveyance shall be made, shall be designated by the shareholders at the said meeting, and the said conveyance may be made in such form and executed in such manner as the shareholders at such meeting shall direct, and the Company and the said trustees may therein stipulate for the filling of any and all vacancies that may happen in the said board of trustees, and also for the changing, from time to time, of such trustees and replacing one or more of them by another trustee, or other trustees; and may also stipulate therein as to who shall have the possession, management and control of the said franchise and other property therein conveyed, and receive the tolls and income thereof, and how the same shall be applied and disposed of, while such bonds shall be outstanding, as well before as after default shall be made in the payment thereof, or of any of the coupons thereto attached; and may also stipulate therein how, in the event of such default being made, the Company may be divested of all interest, equity of redemption, claim or title in or to the said railway franchise, and other property therein conveyed, and how the same may become vested absolutely in the said trustees, or the holders and owners of the said bonds, in satisfaction of the said bonds and the interest thereon; and may make such other provisions therein, not contrary to law, as may be considered necessary or convenient for the purposes of such trust.

What the deed of conveyance may contain.

Proceedings in case of default.

14. The trustees mentioned in the said conveyance, and their successors in the said trust, are hereby authorized and empowered as such trustees, when and as often as default shall be made in the payment of the said bonds, or of any of the interest coupons thereto attached, to take possession of and run, operate, maintain, manage and control the said

railway and other property conveyed to them, as fully and effectually as the Company might do the same.

Forfeiture in case of default.

15. In the event of default being made in the payment of the said bonds, or any of the coupons thereto attached, and upon the performance of all things in the said conveyance stipulated and set forth, as being necessary to divest the Company of all interest, right of redemption, claim or title in or to the said railway and other property therein conveyed, the Company shall be absolutely divested of all interest, right of redemption, claim or title in or to the said railway franchise and other property, and the same shall thereupon immediately be and become vested absolutely in the said trustees, or the holders and owners of the said bonds, as in the said conveyance may be provided.

Effect of deed

16. The said conveyance shall be, to all intents valid, and shall create a first lien, privilege and mortgage upon the said railway and other property thereby conveyed.

Certain shares may be acquired.

17. It shall be lawful for the Company to acquire and hold shares in any land, lumber, colonization or navigation company carrying on business in the Province of New Brunswick.

Certain enactments repealed.

18. The following sections in the Acts relating to the Company are hereby repealed, that is to say:—section two of an Act of the Legislature of New Brunswick, passed on the eleventh day of April one thousand eight hundred and seventy-two, and intituled "*An Act in amendment of an Act to incorporate the New Brunswick Railway Company*," and sections one, two, four and five of an Act of the Legislature of New Brunswick, passed on the eighth day of April one thousand eight hundred and seventy-four, and intituled "*An Act in amendment of the Acts relating to the New Brunswick Railway Company;*" but such repeal shall not affect any rights acquired or things validly done under and by virtue of the said sections hereby repealed.

No. 55.

3rd Session, 4th Parliament, 44 Vict., 1880

BILL.

An Act to amend the Acts relating to the New Brunswick Railway Company.

Received and read first time, Thursday, 10 February, 1881.

Second reading, Friday, 11th February, 188

(PRIVATE BILL.)

Mr. WELDON.

OTTAWA:
Printed by MacLean, Roger & Co., Wellington Stree
1881.

No. 55.] **BILL.** [1880-1

An Act to amend the Acts relating to the New Brunswick Railway Company.

(*Reprinted as amended and reported by the Railway Committee.*)

WHEREAS the New Brunswick Railway Company have by their petition prayed for the passing of certain amendments to the Acts relating to the said Company, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. The work of the New Brunswick Railway Company is hereby declared to be a work for the general advantage of Canada.

2. The Company may extend their railway of a gauge of four feet eight and a half inches from its present terminus to any point on the River Saint Lawrence, in the Province of Quebec, between Rivière du Loup and Rivière Ouelle or in the vicinity of either of those places, provided the line be entirely constructed on Canadian territory; and shall have power to erect and maintain docks, dockyards, wharves, slips and piers at any point on or in connection with the railway, and at any terminus thereof on navigable water, for the accommodation of vessels and elevators, and also to acquire and work elevators, and to acquire, hold, charter, work and run steam and other vessels for cargo or passengers upon any navigable water which the railway may reach or connect with.

3. The fifth section of the Act passed by the Legislature of the Province of New Brunswick, on the seventh day of April, one thousand eight hundred and seventy, and intituled "*An Act to incorporate the New Brunswick Railway Company*," is hereby repealed, and the following substituted therefor:

"**5.** The capital stock of the said Company shall be three million five hundred thousand dollars, and shall be divided into thirty-five thousand shares of one hundred dollars each."

4. The Board of Directors of the said Company shall be composed of not less than seven nor more than fifteen Directors, who shall have the qualification provided by the by-laws.

5. Notwithstanding anything contained in the Acts relating to the Company, the Directors of the Company shall have power to make by-laws (not inconsistent with the laws of Canada) for the management and disposition of the stock, property and affairs of the Company, determining and regulating the holding of special meetings of shareholders, the number and qualification of the directors, the quorum, the appointment of a President, Vice-President and Managing Director, or of Committees of Directors, the remuneration of the President, Vice-President and other Directors, or of committees of them, or of a Managing Director if any be appointed, the mode of voting of the Directors, and whether by proxy or not, the form of proxies, transfers of stock, and stock certificates, and the registration of stock and bonds, the declaration and payment of dividends and the closing of the transfer books, and for the appointment of all officers, servants and artificers, and prescribing their respective duties: Provided, that any by-law passed by the Directors fixing the remuneration of the President, Vice-President or Directors, or committees of them, or of a Managing Director, shall only have force and effect until the next meeting of shareholders unless it shall be confirmed at such meeting.

6. "*The Consolidated Railway Act*, 1879," and any Act in amendment thereof passed during the present session of Parliament, shall apply to the extension of the said railway hereby authorized, so far as it is applicable to the same; and the provisions of the said "*Consolidated Railway Act*, 1879," under the head of "Tolls" and any amendment thereof passed during the present session of Parliament, shall apply to the Company; and all enactments in the Acts of the Legislature of the Province of New Brunswick incorporating the Company or amending the Act incorporating the Company inconsistent therewith are hereby repealed; but such repeal shall not affect any rights acquired or things validly done under and by virtue of the said enactments hereby repealed.

7. The said Company shall have full power and authority to construct, maintain, work, manage and use a railway bridge over the River St. John at or near the City of Fredericton, and also a railway bridge across the said River St. John at or near the town of Woodstock, in the county of Carleton: and the sections of "*The Consolidated Railway Act*, 1879," or of any Act relating thereto passed during the present session of Parliament, under the heads of "Powers," "Plans and Surveys" and "Lands and their Valuation" shall so far as necessary apply to the power hereby given.

8. The said Company shall not commence the said bridges or any work thereto appertaining, until the Company shall have submitted to the Governor General in Council plans of such bridge as is intended to be erected and of all the intended works thereunto appertaining, nor until the plans and site of such bridge shall have been approved of by the Governor in Council and such conditions as he shall have thought fit for the public good to impose touching the said bridge and works shall have been complied with; nor shall

any such plans be altered, nor any deviation therefrom allowed except upon the permission of the Governor in Council and upon such conditions as he shall impose: Provided that in case of the erection of the bridge at or near the City of Fredericton, it shall be so constructed as to have one draw in the main channel of the river to be used under such regulations as the Governor in Council may, from time to time, prescribe.

9. Sub-section nineteen of section seven of "*The Consolidated Railway Act*, 1879," shall apply and extend to the railway of the Company already constructed as well as to the parts to be constructed hereafter.

10. It shall be lawful for the Company to issue mortgage bonds to the extent of twenty thousand dollars per mile upon its entire length of railway, and also at the same rate per mile upon any extension, branch or branches thereof that may hereafter be constructed; and for the purpose of securing the payment of the same and the interest thereon, to convey to trustees in trust for that purpose its property, rights and interests owned, possessed or enjoyed by it, and the tolls, income, profits, improvements and renewals thereof, and all additions thereto, after deduction from such tolls and income of the working expenses of the railway.

11. Such bonds and conveyance may be executed and issued, at any time, under the authority of a vote of the shareholders of the Company, passed at any meeting of such shareholders legally called and held, authorizing the execution and issue of such bonds and conveyance.

12. Such bonds shall be of such denominations, and shall be made payable at such time and place, in Canada or elsewhere, and in currency or sterling, or in both, and shall bear such rate of interest, payable at such times, and be executed in such manner as the shareholders at such meeting shall direct; and each of the said bonds shall be certified by the trustees, mentioned in the conveyance executed to secure the payment of the same, as being one of the bonds secured by such conveyance.

13. The trustees, to whom such conveyance shall be made, shall be designated by the shareholders at the said meeting, and the said conveyance may be made in such form and executed in such manner as the shareholders at such meeting shall direct; and the Company and the said trustees may therein stipulate for the filling of any and all vacancies that may happen in the said board of trustees, and also for the changing, from time to time, of such trustees and replacing one or more of them by another trustee, or other trustees; and may also stipulate therein as to who shall have the possession, management and control of the said property therein conveyed, and receive the tolls and income thereof, and how the same shall be applied and disposed of, while such bonds shall be outstanding, as well before as after default shall be made in the payment thereof, or of any of the cou-

pons thereto attached; and may also stipulate therein how, in the event of such default being made, the Company may be divested of all interest, equity of redemption, claim or title in or to the said property therein conveyed, and how the same may become vested absolutely in the said trustees, or the holders and owners of the said bonds, in satisfaction of the said bonds and the interest thereon; and may make such other provisions therein, not contrary to law, as may be considered necessary or convenient for the purposes of such trust.

14. The trustees mentioned in the said conveyance, and their successors in the said trust, are hereby authorized and empowered as such trustees, when and as often as default shall be made in the payment of the said bonds, or of any of the interest coupons thereto attached, to take possession of and run, operate, maintain, manage and control the said railway and other property conveyed to them, as fully and effectually as the Company might do the same.

15. In the event of default being made in the payment of the said bonds, or any of the coupons thereto attached, and upon the performance of all things in the said conveyance stipulated and set forth, as being necessary to divest the Company of all interest, right of redemption, claim or title in or to the said railway and other property therein conveyed, the Company shall be absolutely divested of all interest, right of redemption, claim or title in or to the said property.

16. And whereas the New Brunswick Land and Lumber Company (limited), incorporated under "*The Canada Joint Stock Companies' Act*, 1877," was formed in order to acquire the land grants of the said New Brunswick Railway Company, it shall be lawful for the said railway Company to take and hold shares as stock in the said New Brunswick Land and Lumber Company (limited); and the resolution of the shareholders of the said railway Company, passed at a special meeting on the twenty-eighth day of October last, to guarantee to the holders thereof the principal of and interest on any bonds executed by the said New Brunswick Land and Lumber Company (limited) as part of the consideration of the lands so acquired and purchased, and the guarantee of the said railway Company endorsed on the said bonds in pursuance thereof, are hereby confirmed.

17. The following sections in the Acts relating to the Company are hereby repealed, that is to say:—section two of an Act of the Legislature of New Brunswick, passed on the eleventh day of April one thousand eight hundred and seventy-two, and intituled "*An Act in amendment of an Act to incorporate the New Brunswick Railway Company*," and sections one, two, four and five of an Act of the Legislature of New Brunswick, passed on the eighth day of April one thousand eight hundred and seventy-four, and intituled "*An Act in amendment of the Acts relating to the New Brunswick Railway Company;*" but such repeal shall not affect

any rights acquired or things validly done under and by virtue of the said sections hereby repealed.

No. 55.

3rd Session, 4th Parliament, 44 Vict., 1880-1

BILL.

An Act to amend the Acts relating to the New Brunswick Railway Company.

(*Reprinted as amended and reported by the Railway Committee.*)

(PRIVATE BILL.)

Mr. WELDON.

OTTAWA:

PRINTED BY MACLEAN, ROGER & CO.

1881.

No. 56.] **BILL.** [1880-1

An Act to make provision for the winding up of Insolvent Railway Companies.

WHEREAS it is expedient to make provision for the liquidation of Insolvent Railway Companies: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows: Preamble.

1. Whenever it shall appear to one-fourth in value of the shareholders, or of the preference shareholders or of the bondholders, in whom the election of President and Directors of any railway company is for the time being vested, as the case may be, that such Company is insolvent, and that it is in the interest of persons and corporations having claims against such company, either due or to become due, or interested in the realization of the assets of the company, that its affairs should be placed in liquidation, such proportion of the shareholders, preference shareholders or bondholders respectively, as the case may be, may present a petition to any one of Her Majesty's Superior Courts of law in the Province in which such railway has its principal office in Canada, praying for the liquidation of the affairs of the company. Petition by three-fourth in value of shareholders, &c., for liquidation.

2. The court, upon the presentation of such petition, may appoint a day not less than months from the date of the presenting of the petition for the hearing of the matter, and shall direct such notice to be given to the parties interested by advertisement published in such manner as the court shall direct, or by circular letter addressed to each party interested, or by both, as to the court shall appear sufficient and expedient. Appointment of day for hearing, and notice thereof.

3. At the time so fixed, or so soon after as conveniently may be, the court shall proceed to the hearing of the case; and if after hearing the parties interested it shall appear to the satisfaction of the court that the company is insolvent, and that it will be to the advantage of the majority in value of the persons and corporations having claims against the company, due or to become due, or interested as shareholders or bondholders in the company, that its affairs should be placed in liquidation, the court may, in its discretion, appoint three liquidators for the purpose of winding up the affairs of the company. Court may appoint three liquidators.

4. The liquidators so appointed shall give such security and shall receive such remuneration as shall be fixed by the court; and immediately upon their appointment and the Security and remuneration.

Property of company vested in liquidators; their powers and duties.

giving of such security, the railway, property, franchises, rights, powers and privileges of the company shall be vested absolutely in them, and they shall at once proceed to the winding up of the affairs of the company, by sale or otherwise, in such way as the court may direct, of such railway, property, franchises, rights, powers and privileges, without undue sacrifice, and shall distribute the proceeds to the persons and corporations entitled thereto, in such proportions, at such times, in such manner and under such conditions as the court may direct, due regard being had to priority of claims.

To have certain powers of directors.

May be removed and replaced by others.

Quorum.

5. The liquidators shall have all the administrative powers of directors, and shall be responsible each for his own acts and deeds only in the like manner as the Directors would be; they shall be subject to the direction of the court and to removal and replacement by it at any time, and from time to time; two of the liquidators shall constitute a quorum, but if any vacancy occurs at any time the remaining liquidators or liquidator shall continue the winding up of the affairs of the company with all the powers conferred upon them under this Act until such vacancy or vacancies is or are filled.

Report to the Court.

6. Upon the final winding up of the affairs of the company the liquidators shall report to the court by which they were appointed, which may then discharge them, and which may also, from time to time, make such order as to the costs of the liquidator as to it may seem just.

Effect of conveyance to purchasers by liquidators.

7. The liquidators shall convey to the party or parties purchasing the same, the railway, property, franchises, rights, powers and privileges aforesaid, and such party or parties shall thereby acquire and be vested with the same belonging, and the appurtenances and privileges thereto and with all shall be substituted to all intents and purposes for the company.

No. 56.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act to make provision for the winding up of Insolvent Railway Companies.

Received and read the first time, Friday, 11th February, 1881.

Second reading, Monday, 14th February, 1881.

Mr. ORTON.

OTTAWA:
PRINTED BY McLEAN, ROGER & Co.
1881.

No. 57.] **BILL.** [1880-1.

An Act to give power to the Governor in Council to suspend the operation of certain provisions of the Act 43 Victoria, Chapter 29, respecting the Navigation of Canadian Waters.

WHEREAS Her Majesty, acting on the joint recommendation of the Admiralty and the Board of Trade, by Order in Council of the 24th day of March, 1880, suspended until the first day of September, 1881, the operation of certain provisions of the regulations for preventing collisions on navigable waters, which, by Order of Her Majesty in Council of the 14th day of August, 1879, were substituted for those theretofore in force for like purposes in the United Kingdom, and continued during such suspension certain provisions on the same subject theretofore in force in the United Kingdom; and it is expedient to enable the Governor in Council, from time to time, to make corresponding provision as respects the navigation of Canadian waters during the suspension of the said provisions in the United Kingdom: Therefore Her Majesty, by and with the advice of the Senate and House of Commons of Canada, enacts as follows:— Preamble.

1. The Governor in Council may, from time to time, during the suspension of the said provisions in the United Kingdom, suspend the operation of the Article numbered ten of the second section of the Act passed in the forty-third year of Her Majesty's reign, and intituled: "*An Act to make better provision respecting the Navigation of Canadian Waters:*" and the article numbered nine of the second section of the Act passed in the thirty-first year of Her Majesty's reign, and intituled: "*An Act respecting the Navigation of Canadian Waters,*" shall be revived and be in force during the time of such suspension of the operation of the said article numbered ten of the Act first above cited. Article No 10 of s. 2 of 43 Vic., c. 29 may be suspended, and Article No. 9 of s. 2 of 31 Vic. c. 58 revived, by Order in Council.

No. 57.

3rd Sess., 4th Parliament, 44 Victoria, 1880-1.

BILL.

An Act to give power to the Governor in Council to suspend the operation of certain provisions of the Act 43 Victoria, chapter 29, respecting the Navigation of Canadian Waters.

Received and read, first time, Friday, 11th February, 1881.

Second reading, Monday, 14th February, 1881.

Mr. POPE,
(Queen's)

OTTAWA:

PRINTED BY MACLEAN, ROGER & CO.

1881.

No. 57] **BILL.** [1880-1

An Act to provide for the correspondence of certain provisions of the Act respecting the Navigation of Canadian Waters with the provisions for like purposes in force in the United Kingdom.

(*Reprinted as amended in Committee of the Whole.*)

Preamble.

WHEREAS Her Majesty, acting on the joint recommendation of the Admiralty and the Board of Trade, by Order in Council of the 24th day of March, 1880, suspended until the first day of September, 1881, the operation of certain provisions of the regulations for preventing collisions on navigable waters, which, by Order of Her Majesty in Council of the 14th day of August, 1879, were substituted for those theretofore in force for like purposes in the United Kingdom, and continued during such suspension certain provisions on the same subject theretofore in force in the United Kingdom; and it is expedient to make corresponding provision as respects the navigation of Canadian waters; and to vest certain powers in the Governor in Council for like purposes in case of any future alteration of the Imperial Regulations: Therefore Her Majesty, by and with the advice of the Senate and House of Commons of Canada, enacts as follows:—

Article No. 10 of s. 2 of 43 Vic. c. 29 suspended, and Article No 9 of s. 2 of 31 Vic., c. 58 revived.

1. During the suspension of the said provisions in the United Kingdom, the operation of the Article numbered ten of the second section of the Act passed in the forty-third year of Her Majesty's reign, and intituled: "*An Act to make better provision respecting the Navigation of Canadian Waters,*" shall be suspended, and the article numbered nine of the second section of the Act passed in the thirty-first year of Her Majesty's reign, and intituled: "*An Act respecting the Navigation of Canadian Waters,*" shall be revived and be in force:

Governor in Council may make corresponding provision in case of further alteration of Imperial Regulations.

(2.) And if Her Majesty, acting as aforesaid, should be pleased hereafter to annul or modify any of the said Regulations of the 14th August, 1879, or to make new regulations in addition thereto or in substitution therefor, then the Governor in Council may, from time to time, make corresponding changes as respects Canadian Waters in the regulations contained in the second section of the Act first above cited, or any that may have been substituted for them, or may suspend them or any of them, and make others in their stead, or may revive all or any of the said regulations in the Act secondly above cited, as he may deem best for ensuring the correspondence of the Canadian and Imperial Regulations.

No. 57

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act to provide for the correspondence to of certain provisions of the Act respecting the Navigation of Canadian Waters, with the provisions for like purposes in force in the United Kingdom.

Reprinted as amended in Committee of the Whole.

Mr. POPE,
(Queen's)

OTTAWA:

PRINTED BY MACLEAN, ROGER & CO.,

1881.

No. 58.] **BILL.** [1880-1

An Act to provide for the Salaries of an additional Judge of the Court of Queen's Bench, and an additional Judge of the Superior Court, in the Province of Quebec.

WHEREAS by an Act passed by the Legislature of the Province of Quebec, in the year one thousand eight hundred and eighty, chaptered four, and entitled: "*An Act to amend the law respecting the Court of Queen's Bench*," it is enacted, that the said Court shall be composed of six Judges instead of five, that is to say, of one Chief Justice and five Puisne Judges; and whereas by another Act passed by the said Legislature in the same year, chaptered five, and intituled: "*An Act to amend the law respecting the constitution of the Superior Court*," it is enacted, that such said Court shall be composed of twenty-seven Judges, instead of twenty-six, that is to say, of one Chief Justice and twenty-six Puisne Judges; and whereas it is necessary to make provision for the Salaries of such additional Judges: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:— Preamble. Acts of Quebec, 43, 43 V. cc. 4 and 4, cited.

1. The salary of the additional Judge of the said Court of Queen's Bench shall be five thousand dollars per annum, and the salary of the additional Judge of the said Superior Court shall be five thousand dollars per annum, and the said salaries shall be payable out of any unappropriated monies forming part of the Consolidated Revenue Fund of Canada. Salaries of two additional Judges provided.

No. 58.

3rd Sess., 4th Parliament, 44 Victoria, 1880-1.

BILL.

An Act to provide for the Salaries of an additional Judge of the Court of Queen's Bench and an additional Judge of the Superior Court, in the Province of Quebec.

Received and read first time, Friday, 11th February, 1881.

Second reading, Monday, 14th February, 1881.

Mr. McDONALD,
(Pictou.)

OTTAWA:

PRINTED BY MACLEAN ROGER & Co.

1881

No. 59.] **BILL.** [1880-81.

An Act to incorporate "The Moncton Harbor Improvement Company."

WHEREAS the enlargement and improvement of the Harbor on the Petitcodiac River, at or near Hall's Creek, in the Town and Parish of Moncton, in the County of Westmoreland and Province of New Brunswick, would advance the general interests of Canada, by affording greater facilities for the loading and unloading of vessels at the Port of Moncton, thereby securing the necessary harbor accommodation for the greatly increasing trade of Moncton and the surrounding country, and a better means of shipment for large quantities of freight carried by the Intercolonial Railway to that port, thereby greatly increasing the same; and whereas certain persons hereinafter named are desirous to undertake and carry on the said work, and have, by petition, prayed that they may be incorporated for the purpose, and it is expedient to grant them the prayer of ther petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:— Preamble.

1. John L. Harris, Bliss Botsford, Edward B. Chandler, Christopher P. Harris, John McKenzie, Denis A. Duffy, Robert A. Borden, Charles B. Record, P. Smith Enman, John B. Elliott, John A. Humphrey, Abner Jones, Moses Jones, Martin Dowling, James McAllister, R. Thompson Taylor, Ereno V. Forbes, William F. Ferguson, Joseph Crandall, Edward McSweeny, Henry V. Crandall, Norman Beaton, Edward C. Cole, James Hamilton, Amos H. Chandler, George W. Chandler, Hiram W. Palmer, Henry T. Stevens, Frederick W. Sumner, Robert Cochran, William H. T. Sumner, George W. Cochrane, Edward McCarthy, William Quain, Edwin A. Record, Robert F. Boyer, Harvey Atkinson and Peter McSweeny, and such other persons as may become shareholders in the corporation to be by this Act created, shall be and they are hereby created, constituted, and declared to be a corporation, body politic and corporate, by the name of "The Moncton Harbor Improvement Company" (hereinafter called the 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 the provisions of this Act; and by that name shall and may sue and be sued, and may purchase, acquire, and hold lands, and all and any rights, privileges, easements and appurtenances in connection with lands for them, their successors or assigns, and also may alienate and Certain persons incorporated.

Corporate name and powers.

convey any of the said lands or privileges and appurtenances so purchased or acquired as aforesaid; and the 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 construct, make, and complete and maintain canals, cuttings, sluices, water-courses, locks, dams, and such other works as shall be requisite, and to deepen and enlarge the said Hall's Creek, or such other points or places along the said Petitcodiac River and its tributaries, as may be necessary and practicable, and thereby to retain and keep the waters of the said creek and river, or its tributaries, and flow the basin and the banks thereof to such depth and over such extent as may be necessary to enable ships, steamers, vessels and boats to lie afloat for the more convenient and safe mooring, loading and unloading thereof, provided such flowage shall not be extended above the bottom of the sluice in the aboideau in Mill creek, near Humphrey's mill, or the lower or easterly side of the gravel bed, first above the railway bridge, on Hall's Creek, and the constructing, and maintaining of wharves, buildings, engines, machines and appliances, and such other works and things thereon as are necessary for the more convenient fitting, repairing, graving and rebuilding of vessels, and to form and maintain a good and sufficient harbor at the Town of Moncton

Approval of Governor in Council.

2. Provided always, that before the Company shall break ground or commence the construction of the said works, the plan, location, and dimensions, and all necessary particulars of the canals, cuttings, sluices, locks, dams, and other works therewith connected, shall have been submitted to, and shall have received the sanction of the Governor in Council

Lands may be entered upon.

3. For the purposes of this Act, the 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 whatsoever, and to survey and take levels of the same, or any part thereof, and to set out and ascertain such parts thereof as they shall think necessary and proper, for making such intended canals or cuttings, sluices and water-courses, locks, dams and other works hereby authorized, and such lands as the said intended flowage is proposed to cover, and all such works, matters and conveniences as they shall think proper and necessary for making, preserving, improving, completing, maintaining and using the said harbour, so enlarged and improved as is proposed, and other works connected therewith; and to dig, cut, trench, get, remove, take, carry away and lay, place and deposit earth, clay, stone, soil, rubbish, trees, beds of gravel or sand, or any other matter or things which may be dug or got in making the said intended canals, cuttings, sluices, watercourses, locks, dams, embankments and other works on, through or out of the lands or grounds of any person or persons, body politic or corporate, through, on or over which it may be necessary to carry the same, or adjoining or lying convenient thereto,

Necessary materials may be acquired and removed.

and which may be proper, requisite or necessary for making or repairing the said canals, cuttings, sluices and water-courses, locks, dams and embankments, and the works incidental or relative thereto, or which may hinder, prevent or obstruct the making, using, completing, extending and maintaining the same, respectively, according to the intent and purpose of this Act, and to make, build, erect and set up in or upon their lands, such wharves, buildings, houses, engines, machines and appliances as may be requisite and necessary for the more convenient fitting, repairing, graving and rebuilding of ships, steamers, vessels and boats, at or near the said Town of Moncton, as well as such paths, roads and other works as the Company shall think requisite and convenient for the purposes of the said works, and by means of the said locks, dams, embankments and works, to retain and keep the tidal waters flowing into and along and through the said Petitcodiac River, Hall's Creek and its tributaries, as well as the waters flowing and running out of the same, and thereby cause the flowage of the said Hall's Creek and its tributaries and the banks thereof, and the lanks bordering on the same, or adjacent thereto, or the banks of the Petitiodiac River, and land adjacent thereto, to such depth and over such extent and length, and for such time or times, permanently or periodically, and to divert any brook or watercourse, or change its direction, and to use, keep, and retain the waters thereof, and enlarge, deepen or widen the said river or creek and its tributaries or any part thereof, or to exclude and keep out such waters therefrom, or from any part thereof, as may be requisite and necessary to make a good and sufficient harbor where ships, steamers, vessels or boats can lie afloat at all times, and conveniently load and unload, or be repaired, refitted, graved or rebuilt, as aforesaid, as the Company shall think requisite and necessary. And also from time to time to alter, repair, divert, widen, enlarge and extend the same. And the Company, their servants and agents shall have the power and right to enter upon any property or lands adjacent or within convenient distance from the said works, on which may be found any stone, clay, earth, soil, gravel or trees, requisite for constructing the said locks, dams, embankments, sluices, water-courses or other works, and quarry, dig, cut and take such material therefrom for the said purposes, compensating the owners as hereinafter provided, and to construct, erect, make and do all other matters and things which they shall think convenient and necessary for the constructing and maintaining the said works, in pursuance of and according to the true intent and meaning of this Act, they, the Company, doing as little damage as may be in the execution of the several powers to them hereby granted, and making satisfaction in manner hereinafter mentioned to the owners and proprietors of, or the persons interested in the lands, tenements, hereditaments, water, water-courses, brooks or creeks respectively, which shall be taken, used, removed, prejudiced, or injured, 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 Act shall be sufficient to indemnify the Company and their servants, agents or

Wharves, buidings, &c., may be constructed.

Also dams and embankments.

Repairs.

Acquisition of materials.

Company indemnified.

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.

Bridges to be built where necessary.

4. The Company shall at each and every place where the said canal or cuttings shall cross any highway existing at the time of starting the said work, erect and keep good and sufficient drawbridges to the satisfaction of the Governor in Council, which shall be kept shut except when vessels are passing, so that the public thoroughfare may be as little impeded as possible ; and shall not in making the said canal or cutting cut through or interrupt the passage on such public road until they shall have made a convenient road past their works for the use of the public ; and for every day on which they shall neglect to comply with the requirements of this section, the Company shall incur a penalty of *five dollars.*

Public beach may be used.

5. The Company may take, use, occupy and hold. but not alienate, so much of the public beach or bank of the Petitcodiac River as may be required for the wharves and other works of the Company for the purposes of the said harbor improvements and for making easy entrances to their said canal and harbor, and the construction and building of dams, embankments, sluices and water-courses and other works as they may deem requisite and necessary.

Sale and use of water supply.

6. The Company shall have the sole power to use, sell, lease, rent, or otherwise dispose of, for their sole use and benefit, any water which they may receive, keep or detain by the said dam, embankments or works, on such terms as they may deem expedient and advisable.

Conveyances to the company.

7. All corporations and persons whatever, guardians, executors, administrators, and all other trustees 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, lunatics, idiots, *femes covert*, or other persons seized, possessed of or interested in any lands, may contract, sell, convey or lease for a term of years unto the Company all or any part thereof, or any interest, right, privilege or easement thereon or appertaining thereto, or may agree for, settle and arrange the compensation for any and all damage or losses which such property may sustain by reason of anything the Company may do under this Act, and give valid receipts and discharges therefor ; and any such contract, agreement, sale, lease, conveyance and assurance so made as aforesaid, shall be valid and effectual in law and in equity to all intents and purposes whatsoever, and shall vest in the Company the fee simple in the lands, or the term of years, or right. privilege or easement in such deed, lease or conveyance mentioned and described, freed and discharged from all trusts, restrictions and limitations whatsoever ; and the corporations or persons so conveying are hereby indemnified for what it, or he, or they, respectively, do by virtue of or in pursuance of this Act.

8. In case of disagreement between the Company and the owners and proprietors of, or the persons interested in the lands, hereditaments, water, water-courses, brooks or creeks, respectively, which shall be taken, used, removed, prejudiced or injured by the Company under the provisions of this Act, as to the price or value thereof, or as to the compensation for the injury or damage by them respectively sustained, then such price or value or compensation shall be determined by three arbitrators, one to be chosen by the Company and one by the owner or owners or persons interested as aforesaid, which two arbitrators so chosen shall choose a third arbitrator; and in case of their not agreeing in such choice within ten days after their appointment, then and in such case it shall and may be lawful for the Chief Justice or any one of the Justices of the Supreme Court of the Province of New Brunswick, upon application of the Company or owners or persons interested, to appoint a third arbitrator, and the award of the said arbitrators or any two of them shall be final and conclusive in the matter referred to them, and the costs of such arbitration shall be paid by the Company; and in case the Company or any of the said owners or persons interested shall decline making any such agreement or appointing such arbitrators, then and in every such case, the other party may make application to one of the said Judges of the Supreme Court of the said Province of New Brunswick, stating the grounds of such application, and such Judge is hereby empowered and required, from time to time, upon such application, to issue a writ or warrant to the Sheriff of the County of Westmoreland, in the said Province, or in case of his being a party interested, then to a Coroner of the said County of Westmoreland, or to some other person who may be disinterested, commanding such sheriff, coroner or person forthwith to summon a jury of five freeholders within the said county who may be disinterested, which jury upon their oaths (all which oaths, as well as the oath to be taken by any person or persons who shall be called upon to give evidence, the officer or person summoning such jury is hereby empowered to administer), enquire of, assess and determine the distinct sum or sums of money, or annual rent to be paid for the price and value of, or compensation for the use or damages and injury sustained by such property as aforesaid; and the inquisition, award or verdict of such jury shall be returned and filed in the office of the Clerk of the Pleas of the said Supreme Court of New Brunswick, and shall be final and conclusive between the parties; and the costs and expenses of such proceedings to be taxed and allowed by a Judge of the said court shall be paid by the Company; and when the lands of an infant, *feme covert*, idiot or lunatic, or land under mortgage is required for the purposes of this Act, or may sustain any damage or injury by reason of anything done by the Company under the provisions of this Act, if the Company cannot agree as to the price or value or compensation to be paid in respect thereof, with the guardian of such infant, or with such *feme covert* and her husband, or with the committee of such idiot or lunatic, or with the mortgagor with the consent of the mortgagee or mortgagees,

Arbitration in case of disagreement.

Proceedings in case of non-appointment of arbitrators.

Proceedings if land is the property of infants, &c.

the Company or party interested may apply to one of the said Justices of the Supreme Court for a jury as hereinbefore provided, which jury and the officer, or person appointed to summon it, shall have and exercise the powers hereinbefore mentioned, to assess and determine the price or value or compensation aforesaid; and in the case of mortgaged premises, the price or value or compensation found by such jury shall be paid to the mortgagee or mortgagees according to their priority, and shall be by him or them credited on such mortgage, and the lands so taken shall be held to be thereupon released from any such mortgage or mortgages; and in case any such infant has no guardian, or any such idiot or lunatic has no committee, then the Judge of the Supreme Court in equity shall, on application setting forth the facts, appoint a guardian for such infant, or a committee for such idiot or lunatic for the purposes of this Act. And in either of these events, it shall be imperative to value such land, or assess and determine the compensation due, by a jury, as hereinbefore provided; and the damages found by the jury shall be paid into the said Supreme Court in equity, and shall be and remain at the order and disposal of the said Court for the benefit of such infant or lunatic. And the Company shall pay all the costs, charges and expenses of the said proceedings until the said money is so deposited as aforesaid.

Mortgaged premises.

Costs.

Capital stock and shares.

10. The capital stock of the Company shall consist of one hundred and fifty thousand dollars, current money of Canada, to be divided into fifteen hundred shares of one hundred dollars each: Provided nevertheless, that the Company shall have power to increase the said capital stock to five hundred thousand dollars, of like current money, and to increase the number of shares accordingly.

First meeting of shareholders.

11. Whenever five hundred shares of the said capital stock have been subscribed, a general meeting of the subscribers thereto, or the major part of them, representing a major part of the subscribed stock, shall be held at the said Town of Moncton, and shall be called by . , or in the case of his death, neglect or refusal, then by any two of the said corporators, by notice in one or more of the public newspapers published in the said Town of Moncton, or in the City of St. John, for ten days previous to such meeting, for the purpose of making, ordaining and establishing such by-laws, rules and regulations for the good management of the affairs of the Company as they shall deem necessary, and for the purpose of choosing seven Directors, being subscribers for the said stock and members of the Company, under and in pursuance of the provisions hereinafter made; which Directors so chosen, shall serve until the first annual meeting, or until their successors are appointed, and shall have full power and authority to manage the affairs and concerns of the Company and to commence the operations of the Company.

Proceedings thereat.

Annual general meeting.

12. A general meeting of the shareholders of the Company shall be held annually at the Town of Moncton, at such time

as the Company by their by-laws, rules and regulations may from time to time appoint; at which annual meeting seven Directors shall be chosen who shall continue in office for one year, or until others are chosen in their room, in the choice of which the stockholders of the Company shall vote according to the rules hereinafter mentioned.

Election of President.

13. The Directors shall at their first or at some other meeting after the day appointed for the annual general meeting in each year elect one of their members to be President of the Company.

Powers of directors.

14. The Directors for the time being shall have power to appoint such officers, clerks and servants as they shall think necessary for the executing of the business of the Company, and shall allow them such compensation for their respective services as to them shall appear reasonable and proper; and shall have full power and authority to direct and manage all and every the affairs of the Company as well in contracting for the purchasing of lands, rights and materials for the use of the Company, as in employing, ordering and directing the work and workmen, and in placing and removing managers, officers, clerks, servants and agents, and in making all contracts and bargains touching the said undertaking, and generally to act, do and transact all the business and affairs of the Company, except as by this Act otherwise provided, and subject to the control and instruction of the shareholders as expressed by any by-law, rule, regulation or resolution made by them at any annual general meeting or special general meeting of the shareholders touching such matter.

Quorum at meetings.

15. Not less than four Directors shall constitute a quorum for the transaction of business, of which the President shall always be one, except in case of absence, in which case the Directors present may choose one of their number as chairman in his stead for the occasion; and the President or chairman for the time being shall vote at the board as a Director, and in case of there being an equal number of votes for and against any question before them the question shall be considered as not carried.

Votes.

Qualification of director.

16. No person shall be eligible as a Director unless such person is a stockholder holding at least ten shares of the capital stock of the Company, and is of the full age of twenty-one years, and shall have paid all calls, debts and assessments made and due on the shares held by him; and he shall cease to hold the said office of Director whenever he shall cease to hold the requisite number of shares as aforesaid; and another shareholder shall be chosen Director in his stead as hereinafter provided.

Votes on shares.

17. The number of votes to which each shareholder in the Company holding one or more shares in the Company shall be entitled on every occasion when, in conformity with the provisions of this Act, the votes of the said shareholders shall be given shall be in the proportion following, that is to say:

for one share and not more than two, one vote; for every two shares above two and not exceeding ten, one vote, making five votes for ten shares; for every four shares above ten and not exceeding thirty, one vote, making ten votes for thirty shares; and for every six shares above thirty, and not exceeding sixty, one vote, making fifteen votes for sixty shares; and for every eight shares above sixty, and not exceeding one hundred, one vote, making twenty votes for one hundred shares; for every ten shares above one hundred shares, and not exceeding one hundred and fifty, one vote, making twenty-five votes for one hundred and fifty shares; and for every twenty shares above one hundred and fifty, twenty shares shall constitute a vote; but no person or persons, copartnership, or body politic or corporate, being a member or members of the Company, shall be entitled to a greater number than fifty votes.

Proxies.

18. All stockholders may vote by proxy, provided the holder of such proxy be a stockholder, and do produce a written authority from his constituent or constituents so to act, and file the same with the secretary before acting.

Vacancies how filled.

19. The Directors shall be and they are hereby authorized to fill up any vacancy that shall be occasioned in the board by the death, resignation, disqualification or absence from the Province of New Brunswick or the meetings of the Directors continuously for three months of any of its members, which absence shall be deemed to be a resignation, and entitle the board to declare the seat of such Director vacant; but in case of the removal of a Director by the stockholders for misconduct or maladministration, which the stockholders are hereby entitled by resolution to do, his place shall be filled up by the said stockholders; and the person so chosen by the Directors or stockholders shall serve until the next succeeding annual meeting of the stockholders, or until others are chosen in their stead.

Transfer of shares.

20. The shares of the capital stock of the Company shall be assignable and transferable according to the by-laws, rules and regulations that may be established by the Company in that behalf from time to time; but no assignment or transfer shall be valid or effectual unless such assignment or transfer shall be entered and registered in a book to be kept by the Directors for that purpose, nor until such person or persons so making the same shall previously discharge all debts actually due and payable by him to the Company; and in no case shall any fractional part of a share or other than a complete share or shares be assignable or transferable. Whenever any stockholder shall transfer in manner aforesaid all his stock or shares in the Company to any other person or persons, such stockholder shall cease to be a member of the Company.

Dividends.

21. The Directors shall make half-yearly or yearly dividends, as may to them appear most proper, of all the profits, rents, premiums and interest of the Company, payable at such time and place as the Directors shall appoint; of

which dividends they shall give thirty days' previous notice in one or more of the newspapers published in the said Town of Moncton or in the City of St. John.

Calls on stock.

22. The stockholders of the Company shall have power to levy and collect assessments or calls upon the shares from time to time of such sums of money as may be deemed necessary for carrying on the business of the Company; and whenever any assessment shall be made by the Company it shall be the duty of the Treasurer to give notice thereof in one or more public newspapers published in the said Town of Moncton or in the City of St. John, requiring payment of the same within thirty days; and if any shareholder shall neglect or refuse to pay to the Treasurer the amount of such assessment or call upon his shares at the time prescribed, it shall be duty of the Treasurer to advertise all such delinquent's shares for sale at public auction, giving at least thirty days' notice of the time and place of such sale; and all shares upon which the assessment is not then paid with interest from the time such assessment became due and the cost of advertising shall be sold to the highest bidder, and after retaining the amount of assessment and interest due on each share, and the expense of advertising and selling, the residue, if any, shall be paid over to the former owner, and a new certificate or certificates of the shares so sold shall be made out and delivered to the purchaser or purchasers; or an action may be brought in any court of competent jurisdiction for the recovery of the amount so due; or if such subscriber shall not have paid anything on account of the stock so subscribed for and taken by him, the Directors of the Company may, if they see fit, cancel such subscription and such subscriber shall thereupon cease to be a member of the Company, and shall not be entitled to the stock so subscribed as aforesaid.

Notice.

Enforcement of calls.

General meetings of the company.

23. All meetings of the Company shall be held at the Town of Moncton, and notice of the time and place of such meetings shall be given by the Secretary in one or more public newspapers published in the said Town of Moncton or in the City of Saint John seven days at least before the time of such meeting. Special meetings of the shareholders may be called by the Secretary, by order of the Directors, or of shareholders representing not less than five hundred shares of stock, upon giving the like notice.

Liability for calls.

24. Each and every stockholder in the Company shall be held liable to the Company for the payment of each and every call or assessment made (not, however, to exceed in amount the stock so subscribed for) for the purpose of enabling the Company to pay their debts and engagements or to carry on their operations.

Borrowing powers of the company.

25. It shall and may be lawful for the Company to borrow either in the Dominion of Canada or out of it, and either in sterling money or currency, and at such legal rate of interest as the Directors may from time to time agree upon, on mortgage, bonds, debentures or other instruments, such sums of

money, from time to time, as shall not exceed in all the sum of fifty thousand dollars; and if, after having borrowed the whole or any part of such money, the Company pay off the same or a part thereof, it shall be lawful for them again to borrow such sum as may be necessary, and so, from time to time, to re-borrow, provided that the whole amount borrowed do not at any time exceed the sum of fifty thousand dollars;

Security.

and for securing the repayment of the money so borrowed, with interest, it shall be lawful for the Company to mortgage, encumber and assign the real estate, works, rates, revenues and rents and the future calls on the shareholders of the Company, and all other sums of money or assets due,payable or coming due and belonging to the Company, or to give bonds or debentures in such manner as shall appear most expedient, payable either in currency or sterling money, and either within or without the Dominion; and such bonds, debentures or other security to be granted may be made payable to bearer or made transferable by simple endorsement

Proviso.

or otherwise, as the Directors see fit: Provided always, that no such bond, debenture or other security shall be made or granted for a less sum than fifty dollars.

Rights of bondholders.

26. The respective obligees in such bonds or debentures whereby the rents, revenues or future calls or payments due the Company shall be secured, shall proportionally, according to the amount of money secured thereby, be entitled to be paid out of the rents, revenues or future calls of the Company the respective sums in such bonds or debentures mentioned and thereby intended to be secured, without any preference one above another by reason of priority of date of any such bond or debenture or of the meeting at which the same was authorized, or otherwise howsoever; and no such bonds or debentures, although they should comprise future calls on the shareholders, shall preclude the Company from receiving and applying such future calls to the purposes of the Company so long as the money due on all such bonds or debentures does not exceed the amount of the calls still remaining unpaid.

Bonds may be signed by the President.

27. Notwithstanding anything in this Act contained it shall and may be lawful for the Directors of the Company, from time to time, and as often and when they shall see fit, without the formality of passing a by-law to that effect, specially by resolution to that effect to be entered upon the books of the Company, to authorize the President of the Company to sign such particular bonds, mortgages, contracts or instruments, as it may, in the opinion of the Directors, be necessary or expedient so to sign, and to affix the common

Promissory notes.

seal of the Company thereto; and it shall also be lawful, in like manner, for the President, authorized as aforesaid from time to time, to draw, sign or accept such promissory notes or bills of exchange, for the purposes of the Company, without seal, as it may be necessary or expedient so to draw, sign or accept; and all such bonds, contracts, mortgages and instruments so signed and sealed by the President, and all such notes and bills of exchange drawn, signed or accepted by the President, authorized as aforesaid, shall be binding

on the Company, and be held to be the act and deed of the Company; Provided that no bond, bill or other instrument signed or signed and sealed by any such officer or officers of the Company, shall be of any force or effect or binding upon the Company unless the same shall have been so signed or signed and sealed under the authority of the Directors, by a resolution as aforesaid; nor in any action suit or proceeding, to which the Company shall be a party, shall the election of the President of the Company be liable to be questioned by any party except the Company, nor shall it be necessary for the Company, in any suit, to prove the election or appointment or authority of any President, but the same shall be presumed unless disputed by the Company; and provided also, that in any action, suit or proceeding on any such bond, bill, note, contract or other instrument so signed or signed and sealed as aforesaid, or in which the Company may be engaged, copies of the minutes of proceedings and resolutions of the proprietors of shares of the capital stock of the Company, at any general or special meeting, or of the Directors at their meetings, extracted from their minutes, or the book or books kept by the Secretary of the Company, and by him duly certified on oath, before a Judge of one of Her Majesty's courts of law in New Brunswick, or before a Commissioner duly authorized to take affidavits to be used in the court in which such action, suit or proceeding is brought, to be a true copy extracted from such minutes, book or books, and bearing the seal of the Company, shall be held as evidence of the action of the Company or Directors in the matter therein referred to, as well as of the election of any President therein named; Provided that all bonds, bills, notes, contracts or other instruments so signed or signed and sealed as aforesaid, shall be countersigned by the Secretary of the Company.

To be authorised.

What shall be evidence.

Bonds, &c., to be countersigned.

28. All acts done by any meeting of the Directors, or by any person acting as a Director, shall, notwithstanding it shall afterwards be discovered that there was some defect or error in the appointment or qualification of any person attending such meeting as a Director, or acting as aforesaid, be as valid as if such person had been duly appointed and was qualified to be a Director.

Certain acts valid.

29. It shall not be lawful for any stockholder at any meeting to vote on any stock which shall not have been held in his own name, or the name of a firm in which he may be a partner, or by the party for whom any person shall vote by proxy, for at least one month previous to the time at which such vote may be sought to be given; nor shall it be lawful for any stockholder who is or shall become indebted to the Company for any call or calls, or otherwise, to transfer any shares of stock held by him until payment be made to the Company of all sums of money due by such shareholder.

Restrictions as to votes and transfers.

30. The Company shall not make any dividend whereby their capital stock will be in any degree reduced, nor shall any dividend be paid in respect of any share or shares until

Dividend not to impair capital.

all calls then due in respect of such share or shares held by the person to whom such dividend may be payable shall have been paid; and it shall be lawful for the Company to deduct from the amount of dividend payable to any person who may not have paid the instalments on the day the same were respectively called for on any shares at any time owned by him, such sum as would be equal to interest on the unpaid call or calls from the time at which the same ought to have been paid until the time the same was actually paid, or to the period of payment of the first dividend, from which such interest may be deducted and reserved by the Company.

Calls may be deducted from dividend.

By-laws to have force of law.

31. The by-laws, rules and regulations made by the Company as aforesaid, or that may be made from time to time in connection with the affairs thereof, when approved by the Governor General, or Administrator of the Government for the time being, shall have the force and effect of a statute made and passed by Her Majesty the Queen, by and with the advice and consent of the Senate and House of Commons of Canada.

Rates and dues may be charged for use of works.

32. The Company may from time to time and at all times hereafter, ask, demand, take and receive to and for their own proper use and behoof, for all ships, steamers, vessels or boats of whatever kind or description that may enter the said harbour so made, constructed, enlarged and improved, and for all goods, wares and merchandize, and all freight and produce of every kind and description whatever, and for all timber, logs, deals, boards, staves, lathwood, shingles or other products of the woods and forests, landed or discharged, loaded or unloaded in the said harbour, and for all ships, steamers, vessels and boats repaired, graved or rebuilt therein, such rates, fees, dues or charges as they may deem expedient, which said tolls shall be from time to time fixed and regulated by by-laws of the Company, to be confirmed as hereinbefore provided, and shall be paid to such person or persons and in such manner and under such regulations as the Company or the Directors shall direct and appoint; and in case of denial or neglect of payment of any such rates, fees, dues or charges, or any part thereof, on demand, to the person or persons appointed to receive the same as aforesaid, the Company may sue for and recover the same of or from the owner or owners, or the captain or person in charge of any such vessel, goods, merchandize or other commodities, in any court having competent jurisdiction; or the person or persons to whom such rates, fees, dues or charges ought to be paid, may and he is and they are hereby authorized and empowered to seize and detain such vessel, goods, merchandize or other commodities for or in respect whereof such rates, fees, dues or charges ought to be paid, and to detain the same until payment thereof, and in the meantime the said vessels, goods, merchandize or other commodities, shall be at the risk of the owner or owners thereof. And the Company or the Directors shall have full power from time to time to lower or reduce all or any of the said rates, fees, dues or charges and again to raise

Rates, &c., may be sued for.

Vessel or goods may be detained.

Rates may be varied.

the same, as often as it shall be deemed necessary for the interests of the Company.

Exemption from taxation.

33. The capital stock, income and property, real and personal, of the Company shall be and they are hereby declared to be always forever wholly exempt from taxation for civic or municipal purposes within the Town of Moncton and the Parish of Moncton and the County of Westmoreland, and the valuators or assessors of rates and taxes in the Town of Moncton, and in the Parish of Moncton and the County of Westmoreland, in making up the valuations of property and income and the taxes to be assessed for the said Town, Parish and County shall not include the capital stock, income or property real or personal of the Company.

No. 59.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act to incorporate the Moncton Harbour Improvement Company.

Received and read the first time, Tuesday, 15th February, 1881.

Second reading, Wednesday, 16th February, 1881.

(PRIVATE BILL.)

Sir ALBERT J. SMITH.

OTTAWA:

PRINTED BY MACLEAN, ROGER & Co.

1881.

No. 60.] **BILL.** [1881.

An Act to incorporate the Don River Improvement Company.

Preamble.

WHEREAS it is desirable that that part of the River Don, in the County of York, in the Province of Ontario, south of the line of a certain street in the City of Toronto, in the said County of York, called Winchester Street, produced across the said river should be straightened, widened and deepened; and whereas it is also desirable to make that part of the said river navigable; and whereas Thomas Davies, John Small, Joseph J. Davies, Robert Woods Prittie, Walter S. Lee, and Samuel W. Downey, have petitioned for the passing of an Act to incorporate a Company for the purposes hereinafter mentioned, and whereas it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Certain persons incorporated.

1. Thomas Davies, John Small, Joseph J. Davies, Robert Woods Prittie, Walter S. Lee and Samuel W. Downey, together with such persons and corporations as shall in pursuance of this Act become shareholders of the Company to be hereby incorporated are hereby constituted and declared to be a body corporate and politic, by the name of "The Don River Improvement Company," hereinafter called the Company.

Corporate name.

Provisional directors.

2. The said Thomas Davies, Robert Woods Prittie, and Samuel W. Downey shall be provisional Directors of the Company.

Powers of provisional directors.

3. The said provisional Directors, until others shall be appointed as hereinafter provided, shall constitute the Board of Directors of the Company with power to fill vacancies occurring therein, to open stock books, to make calls upon the shares subscribed therein, and to call a meeting of the subscribers thereto for the election of other Directors as hereinafter provided

Capital stock and shares.

4. The capital stock of the Company shall be five hundred thousand dollars, to be divided into shares of one hundred dollars each.

Certain payments may be made in stock or bonds.

5. The said provisional Directors or the elected Directors may pay or agree to pay, in paid up stock or in the bonds of the Company, such sums as they may deem expedient to engineers or contractors, or for lands or material or plant, and

also for the services of the promoters or other persons who may be employed by the Directors for the purpose of assisting the Directors in the furtherance of the undertaking or works, whether such promoters or other persons be provisional or elected Directors or not, and any agreement so made shall be binding on the Company.

First meeting of shareholders.

6. As soon as shares to the amount of fifty thousand dollars of the capital stock of the Company shall have been subscribed, and ten per centum thereof paid into some chartered bank having an office in the City of Toronto, which shall not be withdrawn therefrom unless for the service of the Company, the Directors shall call a general meeting of the subscribers to the said capital stock who shall have paid up ten per centum thereof for the purpose of electing Directors of the Company.

Notice.

7. Notice of the time and place of holding such general meeting shall be given in the *Canada Gazette* and in one Toronto newspaper once in each week for the space of at least four weeks, and such meeting shall be held at the City of Toronto, at such place therein and on such days as may be named by such notice; at such general meeting the subscribers for the capital stock assembled who shall have so paid ten per centum thereof, with such proxies as may be present, shall choose seven persons to be Directors of the Company, and may also make and pass such rules and regulations and by-laws as may be deemed expedient, provided they be not inconsistent with this Act.

Annual general meeting.

8. Thereafter the annual general meeting of the shareholders of the Company shall be held in such place and on such days and at such hours as may be directed by the by-laws of the Company; and public notice thereof shall be given at least four weeks previously in the *Canada Gazette* and in one Toronto newspaper once in each week for four weeks.

Special general meetings.

9. Special general meetings of the shareholders of the Company may be held at such places and at such times and in such manner and for such purposes as may be provided by the by-laws of the Company.

Qualification of director.

10. No person shall be a Director unless he is a shareholder owning stock absolutely in his own right and qualified to vote for Directors at the election at which he is chosen.

Votes on shares.

11. The number of votes to which each shareholder shall be entitled on every occasion when the votes of the members are to be given shall be in proportion to the number of shares held by him.

Proxies.

12. All shareholders, whether resident in Canada or elsewhere, may vote by proxy if they see fit; provided such proxy produces from his constituent an appointment in writing for such purpose.

13. The votes by proxy shall be as valid as if the principals had voted in person, and every matter or thing proposed or considered in any public meeting of the shareholders shall be determined by the majority of votes and proxies then present and given, and all decisions and acts of any such majority shall bind the Company and be deemed the decisions and acts of the Company. Decision of questions.

14. The Directors first appointed, or those appointed in their stead in case of vacancy, shall remain in office until the next annual election of Directors at the time appointed therefor, at which time an annual meeting of the shareholders shall be held to choose Directors for the ensuing year and generally to transact the business of the Company. Term of office of directors.

15. In case of the death, absence or resignation of any of the Directors, others may be appointed in their stead by the surviving Directors, but if such appointment is not made such death, absence or resignation shall not invalidate the acts of the remaining Directors. Vacancies how filled.

16. The Directors shall at their first or at some other meeting after the day appointed for the annual general meeting, elect one of their number to be the President of the Company, who shall always when present be the Chairman of and preside at all meetings of the Directors and shall hold his office until he ceases to be a Director or until another President has been elected in his stead; and the Directors may in like manner elect a Vice-President who shall act as chairman in the absence of the President. Election of President and Vice-President.

17. The Directors at any meeting, at which not less than five shall be a quorum, shall be competent to use and exercise all and any of the powers vested in the Directors. Powers of directors.

18. The act of a majority of a quorum of the Directors present at any meeting regularly held shall be deemed the act of the Directors. Acts of directors.

19. No Director shall have more than one vote at any meeting except the chairman, who shall, in case of an equality of votes, have the casting vote. Votes.

20. The Directors shall make by-laws for the management and disposition of the stock, property, business and affairs of the Company, and for the employment of all officers, servants and artificers and prescribing their respective duties. By-laws.

21. If at the time appointed for the payment of any call any shareholder fails to pay the amount of the call, he may be sued for the same in any court of law or equity having competent jurisdiction, and the same may be recovered with lawful interest from the day on which the call became payable. Recovery of calls.

Transfer of shares.

22. Shares in the undertaking may by the parties be sold and disposed of by instrument in writing, to be made in duplicate, one part of which shall be delivered to the Directors to be filed and kept for the use of the Company; and an entry thereof shall be made in a book to be kept for that purpose; and no interest on the shares transferred shall be paid to the purchaser until such duplicate is so delivered, filed and entered as aforesaid.

Shares to be personal estate.

23. The stock of the Company shall be deemed to be personal estate, but no shares shall be transferable until all previous calls thereon have been fully paid in, and no transfer of less than a whole share shall be valid.

Liability of shareholders.

24. Each shareholder shall be individually liable to the creditors of the Company to an amount equal to the amount unpaid on the stock held by him for the debts and liabilities of the Company, and until the whole amount of his stock has been paid up; but shall not be liable to an action therefor before an execution against the Company has been returned unsatisfied in whole or in part.

Registers.

25. A true and perfect account of the names and places of abode of the several shareholders shall be entered in a book to be kept for that purpose, as well as of the several persons who may from time to time become proprietors of or entitled to any shares therein, and of all other acts, proceedings and transactions of the Company and of the Directors for the time being.

Powers.

26. The Company shall have power and authority:—

Surveys.

1. To at any time enter with their servants or agents upon the land of any person or corporation lying between the waters of Toronto Bay or Lake Ontario and the said line of the said Winchester Street produced across the said River Don and within a range or distance of five hundred feet on either side of the said river as at present located, for the purposes of making all necessary surveys.

Acquisition of lands.

2. To purchase, hold and take of any Company, corporation or person, all land lying between the waters of Toronto Bay or Lake Ontario and the said line of the said Winchester Street produced across the said river and within a range or distance of five hundred feet on either side of the centre line of the said river as laid out on a map or plan to be made and deposited as hereinafter mentioned, for the purpose of straightening, widening and deepening the said river and for building docks, wharves and piers along the sides or banks of the said river, and either for yard or for building or other uses and purposes as they may see fit.

Lands of the Crown.

3. To take and appropriate for the use of the Company any lands of the Crown lying between the said last-mentioned boundaries that have not been already granted or sold, as also so much of the public beach or of the land covered with the waters of the said lake within a range of five hundred feet on either side of the centre of the said river as shown on the said plan.

4. To straighten the course of the said river between the line of Winchester Street aforesaid produced and the Bay or Lake Ontario, but such course need not necessarily be in a straight line, and to widen the said river to a width of not more than two hundred feet, and to deepen the same to such depth as the Company may see fit. Straightening course of river.

5. To construct wharves, docks, piers, buildings, fences and other structures whatever on any lands acquired by them as aforesaid. Wharves, &c.

6. To purchase and hold all engines, boats, vessels, machinery, dredges, tools, and implements and everything soever necessary for the purposes aforesaid and for the purposes of maintaining and keeping the same in repair. Plant.

7. To lease for any term and upon such terms as they may see fit, any part or portion of the lands, docks, wharves or buildings owned by them on either side of the said river. Leasing property.

8. To borrow from time to time either in Canada or elsewhere such sums of money as may be expedient for the undertaking, completing and maintaining the said intended works of straightening, widening and deepening the said river and constructing wharves, docks, piers, buildings, fences and other structures whatsoever on any lands owned by them, and at a rate of interest authorized by the laws of Canada but not exceeding eight per cent per annum, and to make the bonds, debentures, or other securities granted for the sum so borrowed payable either in currency or in sterling and at such place or places within Canada or without as may be deemed advisable, and to sell the same at such prices or discount as may be deemed expedient or be necessary; and to hypothecate, mortgage or pledge the lands, tolls, revenues and other property of the Company for the due payment of the said sum and interest thereon; but no such debenture shall be for a less sum than one hundred dollars. Borrowing powers.

27. The Directors of the Company, after the sanction of the shareholders shall have been first obtained at any special general meeting to be called from time to time for such purpose, shall have power to issue bonds to any amount not exceeding five hundred thousand dollars, to be signed by the President or Vice-President of the Company and countersigned by the Secretary or Treasurer, and under the seal of the Company, for the purpose of raising money for prosecuting the said undertaking and works; and such bonds shall, without registration or formal conveyance, be taken and considered to be first and preferential claims and charges upon the said undertaking and works, and the real property of the Company including its equipments then existing or at any time thereafter acquired; and each holder of the said bonds shall be deemed to be a mortgagee or encumbrancer *pro rata* with all the other holders thereof upon the undertaking and property of the Company as aforesaid. Bonds may be issued.

28. It shall be lawful for any municipality or corporation which may be interested in securing the straightening, widening and deepening of the said river, and the promotion Aid from municipalities.

of the said undertaking and works, to aid and assist the Company by loaning, guaranteeing or giving money by way of bonus or other means to the Company, or issuing municipal bonds to or in aid of the Company and otherwise in such manner and to such extent as such municipality shall deem expedient. Provided always, that no such aid, loan, bonus or guarantee shall be given except after the passing of by-laws for that purpose and the adoption of such by-laws by the ratepayers as provided in the Municipal Act of the Province of Ontario for the creation of debts.

Plans and surveys.

29. Plans and surveys shall be made and corrected as follows:—

1. Surveys and levels shall be taken and made of the lands which the Company intend taking and using, together with a map or plan thereof, and also a book of reference for the Company in which shall be set forth—

(*a*) A general description of the said lands;

(*b*) The names of the owners and occupiers thereof so far as they can be ascertained;

(*c*) Everything necessary for the right understanding of such map or plan.

Map and book of reference

2. The map or plan or book of reference shall be examined and certified by the Minister of Public Works or his deputy, who shall deposit a copy thereof in the office of the Department of Public Works and shall also deliver one copy thereof to the Company.

Copies.

3. Any person may resort to such copy and make extracts therefrom, paying the Minister of Public Works at the rate of ten cents for every hundred words.

To be evidence.

4. The triplicates of such map or plan and book of reference so certified, or a true copy thereof certified by the Minister of Public Works, shall be good evidence in any court of law or equity or elsewhere.

Correction of errors.

30. Any omission, misstatement or erroneous description of such lands or of the owners or occupiers thereof in any map or plan or book of reference may, after giving ten days' notice to the owners of such lands, be corrected by two Justices on application made to them for that purpose, and if it appears to them that such omission, misstatement or erroneous description arose from mistake, the Justices shall certify the same accordingly.

Deposit of certificate.

31. The certificate shall state the particulars of any such omission and the manner thereof, and shall be deposited with the Minister of Public Works and be kept by him with the other documents to which they relate, and thereupon such map or plan or book of reference shall be deemed to be corrected according to such certificate.

No work until deposit of map, &c.

32. Until such original map or plan and book of reference have been so deposited the undertaking and works shall not be proceeded with.

Lands may be entered

33. The Company may enter upon and proceed with their undertaking and works upon the lands of any person within

the distance from such centre line as aforesaid, although the name of such person has not been entered in the book of reference through error or any other cause,or although some other person is erroneously mentioned as the owner of, or entitled to convey, or is interested in such lands. upon although there has been omission.

34. All the provisions of section nine of "*The Consolidated Railway Act*, 1879," that are not inconsistent with the provisions of this Act, or so much thereof as may be necessary for the purpose of carrying out any of the provisions of this Act,are hereby incorporated with and made part of this Act; Provided however, that in construing the provisions of the said section nine with this Act, wherever the word "railway" is used it shall be read "undertaking" when it can be so read, and shall mean the works and things authorized by this Act, and where it cannot be so read the provisions of the said section shall read as if the word "railway" was omitted. Section 9 of Railway Act to apply.

35. The undertaking shall be commenced within three years and completed within seven years from the passing of this Act, otherwise the powers conferred by this Act shall be forfeited as regards so much of the said undertaking as shall not then be completed. Limitation of time.

No. 60.

3rd Session, 4th Parliament, 44 Vict., 1880-1

BILL.

An Act to incorporate the Don River Improvement Company.

Received and read first time, Tuesday, 15th February, 1881.

Second reading, Wednesday, 16th February, 1881.

(PRIVATE BILL.)

Mr. PLATT.

OTTAWA:

PRINTED BY MACLEAN, ROGER & CO.,

1880

No. 61.] **BILL.** [1880-1

An Act to incorporate the Peace River Railway Company.

Preamble.

WHEREAS the construction and operation of a line of railway commencing at a point on the Belly River or Milk River, in the North-West Territories, and thence running north-westerly to the Peace River, with branch lines as hereinafter set forth, is necessary and desirable for the development and colonization of that section of country known as the fertile belt, along the base of the Rocky Mountains, and for the public convenience and accommodation of the inhabitants thereof by connecting the said country and communities with the Canadian Pacific Railway, at a point where it crosses the Saskatchewan River, with power to the Company incorporated to construct the same, to connect with other lines of railway in the said territory, and to own, construct, charter and operate steamers and barges upon the navigable waters af the rivers crossed or touched by the said line of railway; and whereas a petition has been presented praying for the incorporation of a Company for the purposes aforesaid and to construct, own and operate a line or lines of telegraph along the line of such railway, and it is expedient to grant the prayer of such petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Declaratory.

1. The Peace River Railway is hereby declared to be a work for the general advantage of Canada.

Certain persons incorporated.

2. John Schultz, Peter Johnson Brown, David Young, Hugh Sutherland, William E. Sanford, George Brown, Joseph E. McDougall, Henry N. Ruttan and George Crawford Easton, Esquires, together with such other persons and corporations as shall, in pursuance of this Act, become shareholders of the Company to be hereby incorporated are hereby constituted and declared to be a body corporate and politic by the name of "The Peace River Railway Company," hereinafter called the Company.

Corporate name.

Line of railway may be built.

3. The Company shall have full power under this Act to construct a railway from some point on the Belly River or Milk River, in the North-West Territories, and thence running north-westerly to the Peace River, and to construct all necessary bridges over rivers crossing the said line between the above points, and to own, construct, charter and operate

steamers and barges upon the navigable waters of the rivers crossed or touched by the said railway, and also to build or operate such branch lines of railway from the above described line, as may from time to time, in the discretion of the Company be required.

Powers as to lands.

4. The Company may acquire land and water lot property for the purposes of their undertaking, and may acquire under the provisions in that behalf of "*The Consolidated Railway Act*, 1879," and hold such width of land on the sides of the railway and its branches, at any point, as may be needed for the erection of snow-drift fences or barriers at a sufficient distance from the track to prevent the obstruction of the line by drifting snow; and the compensation to be paid to the owners for such lands and water lots, as also the power of the Company to take possession thereof, shall, in the case of difference, be ascertained and exercised in the manner provided by the section of the said Railway Act respecting lands and their valuation.

Provisional directors and their powers.

5. The persons named in the second section of this Act, with power to add to their number, shall be and are hereby constituted provisional Directors of the Company (of whom five shall be a quorum) and shall hold office as such until the first election of Directors under this Act, and shall have power forthwith to open stock books and procure subscriptions of stock for the undertaking, and to receive payments on account of stock subscribed, and to cause plans and surveys to be made, and to deposit in any chartered bank of Canada moneys received by them on account of stock subscribed.

Capital stock and shares.

6. The capital stock of the Company shall be two million dollars, (with power to increase the same in manner provided by "*The Consolidated Railway Act*, 1879,") to be divided into shares of one hundred dollars each, and the money so raised shall be applied, in the first place, to the payment of all fees, expenses and disbursements for the procuring of the passing of this Act, and for making the surveys, plans and estimates hereby authorized, and all the remainder of such money shall be applied to the making, equipping, completing and maintaining of the said railway and for other purposes of this Act.

Five per cent. payable on subscription.

7. No subscription of stock in the capital of the Company shall be legal or valid unless five per cent. of the amount subscribed shall have been actually and *bonâ fide* paid thereon within thirty days after subscription into one or more of the chartered banks of Canada to be designated by the Directors; and such five per centum shall not be withdrawn from such bank or otherwise applied except for the purposes of such railway, or upon the dissolution of the Company from any cause whatever; and the said Directors, or a majority of them, may in their discretion allocate and apportion the stock so subscribed among the subscribers as they shall deem most advantageous and conducive to the furtherance of the undertaking.

Aid may be received.

8. The Company may receive from any Government or from any persons or bodies corporate, municipal or politic who may have power to grant or make the same, in aid of the construction, equipment and maintenance of the said railway, bonuses in lands, or loans or gifts of money or securities for money.

First meeting of shareholders.

9. So soon as five hundred thousand dollars of the said capital stock shall have been subscribed as aforesaid and five per cent. paid thereon for the purposes of the Company, the hereinbefore mentioned Directors, or a majority of them, shall call a meeting of the shareholders of the Company at Winnipeg, at such time and place as they may think proper, giving at least two weeks' notice in the *Canada Gazette* and in one or more of the newspapers published in the City of Winnipeg; at which meeting the shareholders shall elect nine Directors from the shareholders possessing the qualification hereinafter mentioned, which Directors shall hold office until the next annual meeting of the shareholders, as hereinafter provided.

Annual general meeting.

10. The annual general meeting of the shareholders for the election of Directors and other general purposes shall be held at the City of Winnipeg, (or elsewhere as may be appointed by by-law,) on such day and at such hour as may be directed by the by-laws of the Company; and public notice thereof shall be given at least fourteen days previously in the *Canada Gazette* and in one or more newspapers published at the City of Winnipeg.

Election of directors.

11. At such general meeting the subscribers for the capital stock assembled who shall have paid up five per cent. thereof, shall choose nine persons to be Directors of the Company, (of whom five shall be a quorum,) and may also pass such rules, regulations and by-laws as may be deemed expedient, provided they be not inconsistent with this Act or "*The Consolidated Railway Act*, 1879."

Qualification of director.

12. No person shall be elected a Director of the Company unless he be a shareholder, holding at least twenty shares in the stock of the Company, and shall have paid up all calls made thereon.

Calls.

13. No call to be made payable at any one time upon the capital stock shall exceed ten per cent. on the subscribed capital, and at least thirty days' notice shall be given thereof, and not less than thirty days shall intervene between any one call and a succeeding call.

Bonds may be issued.

14. The Directors of the Company, under the authority of the shareholders to them given, are hereby authorized to issue bonds under the seal of the Company, signed by its President or other presiding officer, and countersigned by its Secretary; and such bonds shall be made payable at such time and in such manner and at such place or places in Canada or elsewhere, and bearing such rate of interest, as the Directors shall think proper; and the Directors shall have

power to issue or sell or pledge all or any of the said bonds at the best price and upon the best terms and conditions, which, at the time, they may be able to obtain for the purpose of raising money for the purpose of prosecuting the said undertaking; Provided that the amount of such bonds so issued, sold or pledged shall not exceed twenty-five thousand dollars per mile of the said railway and branches to be issued in proportion to the length of railway constructed; Provided also, that no such bonds shall be issued till at least two hundred and fifty thousand dollars shall have been subscribed to the capital stock, and ten per centum of the same *bonâ fide* paid thereon; but notwithstanding anything in this Act contained, the Company may secure the bonds to be issued by them by a mortgage deed creating such mortgages, charges and incumbrances upon the whole of such property, assets, rents and revenues of the Company, present or future, or both, as shall be described in the said deed; but such rents and revenues shall be subject in the first instance to the payment of the working expenses of the railway; and by the said deed, the Company may grant to the holders of such bonds, or to the trustees named in such deed, all and every the powers and remedies granted by this Act in respect of the said bonds, and all other powers and remedies not inconsistent with this Act, or may restrict the bondholders in the exercise of any power, privilege or remedy granted by this Act as the case may be, and all such powers, rights and remedies as shall be so contained in such mortgage deed shall be valid and binding and available to the bondholders in manner and form therein provided.

Proviso: amount limited.

Bonds may be secured by mortgage deed.

To be a first charge on the undertaking.

15. The bonds hereby authorized to be issued shall, without registration or formal conveyance, be taken and considered to be the first preferential claims and charges upon the Company, and the undertaking, tolls and income, and real and personal property thereof, now or at any time required, save and except as provided for in the last preceding section, and each holder of the said bonds shall be deemed to be a mortgagee or incumbrancer upon the said securities *pro rata* with all the other bondholders, and shall have priority as such.

Voting powers of bondholders in case of default.

16. If the Company shall make default in paying the principal or interest of any of the bonds hereby authorized at the time when the same shall, by the terms of the bond, become due and payable, then at the next ensuing annual general meeting of the Company, and all subsequent meetings, all holders of bonds so being and remaining in default shall, in respect thereof, have and possess the same rights and privileges and qualifications for Directors and for voting at general meetings as would be attached to them as shareholders if they had held fully paid up shares of the Company to a corresponding amount: Provided nevertheless, that the right given by this section shall not be exercised by any bondholder unless the bonds in respect of which he shall claim to exercise such rights shall have been first registered in his name in the same manner as is provided by law for the registration of

the shares of the Company ; and for that purpose the Company shall be bound on demand to register any of the said bonds in the name of the holder thereof and to register any transfers thereof in the same manner as transfers of shares : Provided also, that the exercise of the right given by this section shall not take away, limit or restrain any other of the rights or remedies to which the holders of the said bonds shall be entitled.

To whom bonds shall be payable.

17. All bonds, debentures and other securities hereby authorized, and the coupons and interest warrants thereon respectively, may be made payable to bearer and shall in that case be transferable by delivery, unless and until registry thereof is made in manner provided in the next preceding section ; and while so registered they shall be transferable by written transfers registered in the same manner as in the case of shares, but they shall again become transferable by delivery upon the registration of a transfer to bearer, which the Company shall be bound to register on the demand of the registered holder for the time being.

Company may become parties to promissory notes.

18. The Company shall have power and authority to become parties to promissory notes and bills of exchange for sums of not less than one hundred dollars ; and any such note or bill made, accepted or endorsed by the President or Vice-President of the Company, and countersigned by the Secretary and under the authority of a quorum of the Directors, shall be binding on the Company ; and any such promissory note or bill of exchange so made shall be presumed to have been made with proper authority till the contrary be shown ; and in no case shall it be necessary to have the seal of the Company affixed to such promissory note or bill of exchange, nor shall the President or Vice-President or Secretary be individually responsible for the same, unless the said promissory note or bill of exchange has been issued without the sanction and authority of the Board of Directors as herein enacted : Provided however, that nothing in this section shall be construed to authorize the Company to issue any note or bill payable to bearer, or intended to be circulated as money or as the note or bill of a bank.

Proviso.

Company may hold vessels and improve navigation.

19. The Company may also build, purchase, acquire, charter or possess, work or operate, steam or other vessels in any lakes, rivers or other navigable waters as they may deem proper and expedient in connection with their railway, and may do all and such things as are necessary for improving navigation between any such lakes and others of them ; and for the purpose of connecting the means of transport between the said waters may construct a railway or a tramroad between any of such lakes or rivers and others of them, and also around the rapids or any other obstruction of any of the said rivers, or may construct a canal or canals to avoid the same wherever requisite, or may make any improvement or erect any work to facilitate the navigation of such waters, and may also for the purpose of facilitating the said undertakings and the traffic in connection therewith, purchase,

build, fit, complete and charter, sell or dispose of, work, control and keep in repair, steam tugs, barges, steamboats and other vessels, to ply in connection with the said railway or otherwise, and may also build, purchase, acquire, lease, charter or possess, work and operate vessels and elevators, and if necessary may purchase grain and other freight to complete or make up the cargoes of such vessels, and the same may sell and dispose of.

Telegraph line.

20. The Company may also construct an electric telegraph line in connection with the railway or water communication, and may also erect and construct across any streams, rivers or lakes which may be in or near the route of the railway, a bridge or bridges where the same shall be necessary for the purposes of the railway.

Amalgamation with another company.

21. It shall be lawful for the Company to enter into any agreement with any other company for amalgamation, or for the use or partial use of the railway of the Company, or for leasing or hiring from such other company any other railway or part thereof or the use thereof, and for any period or term, or for the leasing or hiring of any locomotives, cars or movable property and generally for making any agreement with any other company, or touching any service to be rendered by the one company to the other and the compensation therefor: Provided, that any such agreement, lease or contract in this section mentioned or referred to shall be first approved of and authorized by the shareholders of the Company at an annual general meeting of the same.

Limitation of time.

22. The construction of the railway shall be *bonâ fide* commenced within two years after the Canadian Pacific Railway shall have been completed to the crossing of the Big Saskatchewan River and shall be completed within six years thereafter.

No. 61.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act to incorporate the Peace River Railway Company.

Received and read first time, Tuesday, 15th February, 1881.

Second reading Wednesday, 16th February, 1881.

(PRIVATE BILL.)

Mr. McDOUGALL.

OTTAWA:

PRINTED BY MACLEAN, ROGER & Co.

1881

No. 62.] **BILL.** [1880-1

An Act respecting the Citizens' Insurance Company of Canada.

Preamble.

WHEREAS the Citizens' Insurance Company of Canada has, by its petition, represented that its paid up capital has been reduced by losses, and has prayed that its capital may be reduced, and further that the day fixed by its charter for the annual meeting of its shareholders may be changed; and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:

Shares reduced.

1. Each share in the capital stock of the Company is hereby reduced to the sum of eighty-seven and one-half dollars instead of one hundred dollars as at present.

To what shares reduction shall apply.

2. The reduction hereby effected shall apply only to those of the shares which have been subscribed for in the said Company, which have been paid up, or which may hereafter be paid up under the calls thereon hereafter made; but such reduction shall not relieve any shareholder from his liability for any portion of any call heretofore made, now remaining unpaid.

Date for annual meeting changed.

3. The annual meeting of the shareholders of the Company shall hereafter be held on the first Monday in March in each year, instead of on the first Monday in February in each year as provided by the several acts respecting the incorporation of the Company.

No. 62.

3rd Sess., 4th Parliament, 44 Victoria, 1880-81.

BILL.

An Act respecting the Citizens' Insurance Company of Canada.

Received and read first time, Wednesday, 16th February, 1881.

Second reading, Thursday, 17th February, 1881.

(PRIVATE BILL.)

Mr. Gault.

OTTAWA:

Printed by MacLean, Roger & Co.

1881.

No. 62.] **BILL.** [1880-1

An Act respecting the Citizens' Insurance Company of Canada.

(Reprinted as proposed to be amended by the Committee on Banking and Commerce.)

Preamble.

WHEREAS the Citizens' Insurance Company of Canada has, by its petition, represented that its paid up capital has been reduced by losses, and has prayed that its capital may be reduced, and further that the day fixed by its charter for the annual meeting of its shareholders may be changed; and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:

Shares reduced.

1. Each share in the capital stock of the Company is hereby reduced to the sum of eighty-seven and one-half dollars instead of one hundred dollars as at present, and the amount remaining subject to call on each such reduced share shall be seventy-seven and one-half dollars, and no more.

To what shares reduction shall apply.

2. The reduction hereby effected shall apply only to those of the shares which have been subscribed for in the said Company, which have been paid up, in whole or in part or which may hereafter be paid up under the calls thereon hereafter made; but such reduction shall not relieve any shareholder from his liability for any portion of any call heretofore made, now remaining unpaid.

Date for annual meeting changed.

3. The annual meeting of the shareholders of the Company shall hereafter be held on the first Monday in March in each year, instead of on the first Monday in February in each year as provided by the several acts respecting the incorporation of the Company.

No. 62.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act respecting the Citizens' Insurance Company of Canada.

(*Reprinted as proposed to be amended by the Committee on Banking and Commerce.*)

(PRIVATE BILL.)

MR. GAULT

OTTAWA:

PRINTED BY MACLEAN, ROGER & CO.

1880.

No. 64] **BILL.** [1880-1.

An Act to continue in force for a limited time the Act forty-third Victoria, chapter thirty-six.

HER MAJESTY, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:— Preamble.

1. The Act passed in the forty-third year of Her Majesty's reign, chapter thirty-six, and intituled: "*An Act respecting "the Administration of Criminal Justice in the Territory in "dispute between the Governments of the Province of Ontario "and of the Dominion of Canada*," shall continue in force until the end of the now next ensuing Session of Parliament. Act 43 V., c. 36, continued until the end of the now next Session of Parliament

No. 64.

3rd Sess., 4th Parliament, 44 Victoria, 1880-1.

BILL.

An Act to continue in force for a limited time the Act passed in the Forty-third year of Her Majesty's reign, intituled: "An Act respecting the Administration of Criminal Justice in the Territory in dispute between the Governments of the Province of Ontario and of the Dominion of Canada."

Received and read, first time, Monday, 21st February, 1881.

Second reading, Tuesday, 22nd February, 1881.

Mr. McDonald,
(Pictou.)

OTTAWA:

Printed by MacLean, Roger & Co.

1881.

No. 65.] **BILL.** [1880-1

An Act further securing the independence of Parliament.

HER Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows :— Preamble.

1. If any member of the House of Commons acts for profit, fee or reward before the Government of Canada or any Department thereof as agent, attorney, solicitor, advocate, representative or otherwise, on behalf of any person in respect of any claim, demand or application preferred to the Government or any Department by such person, or of any claim or demand made by the Government or any Department on such person, or of any matter depending or in negotiation or in difference between the Government or any Department and such person, the seat of such member shall thereby be vacated, and his election shall thenceforth be null and void. Member of House of Commons acting as agent, &c., before the Government in certain cases to vacate his seat.

2. If any person whose seat in the House of Commons has been vacated and whose election has become null and void under this Act, shall nevertheless continue to sit or vote therein, he shall thereby forfeit the sum of two hundred dollars for each day on which he so sits or votes; and such sum shall be recoverable from him by any person who will sue for the same by action of debt, bill, plaint or information in any court of competent jurisdiction in Canada. And subject to penalty if he sits or votes thereafter.

3. This Act shall extend to any transaction begun and concluded during a recess of Parliament. Act to apply to things done during recess.

No. 65.

3rd Sess., 4th Parliament, 44 Victoria, 1880-1.

BILL.

An Act further securing the independence of Parliament.

Received and read first time, Monday, 21st February, 1881.

Second reading, Tuesday, 22nd February, 1881.

Mr. BLAKE.

OTTAWA:

PRINTED BY MACLEAN ROGER & CO.

1881

No. 66.] **BILL.** [1880-1

An Act to extend the Act establishing one Uniform Currency for the Dominion of Canada to the Provinces of British Columbia and Prince Edward Island.

Preamble.

WHEREAS by the Act hereinafter cited, it was enacted that on and after the first day of July in the year of our Lord one thousand eight hundred and seventy-one, the currency of the Province of Nova Scotia should be the same as that of the Provinces of Quebec, Ontario and New Brunswick; and whereas the provisions of the said Act extend also to the Province of Manitoba which formed part of the Dominion at the time of its passing, but have not been extended to the Provinces of British Columbia and Prince Edward Island which have been incorporated into the Dominion since the passing thereof; and it is expedient that they should be so extended: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

The Act 34 V., c. 4 to apply to the said Provinces on and after 1st July, 1881.

1. On and after the first day of July in the present year of our Lord one thousand eight hundred and eighty-one, the provisions of the said Act passed in the thirty-fourth year of Her Majesty's reign, chaptered four, and intituled, "*An Act to establish one Uniform Currency for the Dominion of Canada*," shall extend and apply to the said Provinces of British Columbia and Prince Edward Island; Provided always, that any debt or obligation contracted before the said day in the currency then lawfully used in either of the said Provinces, shall if payable thereafter, be payable by an equivalent sum in the currency hereby established.

Proviso.

No. 66.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act to extend the Act establishing one Uniform Currency for the Dominion of Canada to the Provinces of British Columbia and Prince Edward Island

Received and read, first time, Monday, 21st February, 1881.

Second reading, Tuesday, 22nd February, 1881.

Sir LEONARD TILLEY.

OTTAWA:

PRINTED BY MACLEAN, ROGER & CO.

1881.

No. 67.] **BILL.** [1880-81.

An Act to repeal "An Act to render Members of the Legislative Councils and Legislative Assemblies of the Provinces now included, or which may hereafter be included, within the Dominion of Canada, ineligible for sitting or voting in the House of Commons of Canada."

HER Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows :— Preamble.

1. The Act passed by the Parliament of Canada, in the thirty-sixth year of Her Majesty's reign, chapter two, and intituled : "*An Act to render Members of the Legislative Councils and Legislative Assemblies of the Provinces now included, or which may hereafter be included, within the Dominion of Canada, ineligible for sitting or voting in the House of Commons of Canada,*" is hereby repealed. Act 36 V., c. 2, repealed.

No. 67.

3rd Sess., 4th Parliament, 44 Victoria, 1880-1.

BILL.

An Act to repeal "An Act to render Members of the Legislative Councils and Legislative Assemblies of the Provinces now included, or which may hereafter be included within the Dominion of Canada, ineligible for sitting or voting in the House of Commons of Canada."

Received and read first time, Wednesday, 23rd February, 1881.

Second reading, Thursday, 24th February, 1881.

Mr. OUIMET.

OTTAWA:

PRINTED BY MACLEAN ROGER & CO.

1881

No 68.] **BILL.** [1880-1.

An Act to amend the Act relating to interest on moneys secured by mortgage on real estate.

WHEREAS it is expedient to amend an Act passed in the forty-third year of Her Majesty's reign, chapter forty-two, intituled: "*An Act relating to interest on moneys secured by mortgage on real estate;*" Therefore, Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:— Preamble. 43 V., c. 42.

1. The sixth section of the said Act, passed in the forty-third year of Her Majesty's reign, chapter forty-two, is hereby repealed, and the following substituted therefor:— New section in place of s. 6.

"**6.** This Act shall apply to all moneys secured by mortgage on real estate, whether such mortgage was or shall be executed before or after the first day of July, in the year of Our Lord one thousand eight hundred and eighty." Application of Act extended.

No. 68.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act to amend the Act relating to interest on moneys secured by mortgage on real estate.

Received and read first time, Thursday, 24th February, 1881.

Second reading, Friday, 25th February, 1881.

Mr. WHITE,
(Hastings).

OTTAWA:

PRINTED BY MACLEAN, ROGER & CO

1881.

No. 70.] **BILL.** [1880-1

An Act to amend "The Consolidated Railway Act, 1879."

HER Majesty by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:— Preamble.

1. The thirty-eighth sub-section of the ninth section of "*The Consolidated Railway Act*, 1879," is hereby amended by the addition thereto of the following proviso:—"Provided always, that the right to take and use water hereby conferred upon the Company shall not be exercised unless and until the household and farm requirements, as to water, of the proprietor of the land have been first supplied, and that the exercise of such power shall not injuriously affect such supply, the Company being entitled to take and use the surplus of the water only." Sub-section 38 of s. 9 of Railway Act amended as to water supply.

No. 70.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act to amend "The Consolidated Railway Act, 1879."

Received and read, first time, Friday, 25th February, 1881.

Second reading, Monday, 28th February, 1881.

Mr. CASGRAIN.

OTTAWA:

PRINTED BY MACLEAN, ROGER & Co.

1881.

No. 71.] **BILL.** [1880-1

An Act to provide for empowering Loan Companies to carry on business throughout Canada.

HER MAJESTY, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:— Preamble.

1. Any company heretofore incorporated by or under the authority of an Act of the Parliament of Canada, and having power to carry on the business of a loan company, within part but not throughout the whole of the Dominion of Canada, may by a resolution passed by a vote of at least two-thirds in value of all the shareholders of the Company, at a special general meeting called for the purpose, authorize the Directors to apply to the Governor in Council, under the authority of this Act, for letters patent under the Great Seal, empowering the Company to carry on its business of a loan company throughout Canada: Proceedings to obtain power to act throughout Canada. Resolution.

(2.) The Directors may, at any time within six months after the passing of any such resolution, petition the Governor, through the Secretary of State of Canada, for the issue of such letters patent: Petition.

(3.) The applicants for such letters patent must give at least one month's previous notice in the *Canada Gazette* of their intention to apply for the same: Previous notice.

(4.) Before such letters patent are issued, the applicants must establish to the satisfaction of the Secretary of State or of such other officer as may be charged by the Governor in Council to report thereon, the due passing of the resolution authorizing the application and the sufficiency of their notice and petition; and to that end the Secretary of State or such other officer, shall take and keep of record any requisite evidence, in writing, given by solemn declaration under the Act thirty-seventh Victoria (1874), chapter thirty-seven, or by oath or affirmation: Certain facts must be proved.

(5.) Upon due proof so made, the Governor in Council may grant letters patent under the Great Seal, empowering the Company to carry on its business of a loan company throughout Canada; and notice thereof shall be forthwith given by the Secretary of State, in the *Canada Gazette*, in the form Schedule A, appended to this Act; and thereupon, from the date of the letters patent, the Company shall have power to carry on its business of a loan company throughout Canada, as fully as it had power previously to carry on such business in part of Canada. Letters Patent. Notice thereof and its effect.

Local laws respecting interest to apply.

2. Any company to which letters patent under this Act shall have been granted shall, with respect to its business of a loan company, within any part of Canada to which its powers may have been extended by such letters patent, be subject to the laws in force therein respecting interest.

Business of company defined.

3. The expression, "business of a loan company," means any of the purposes to which the powers of loan companies extend under "*The Canada Joint Stock Companies Act*, 1877."

Preliminary proceedings directory only.

4. The provisions of this Act relating to matters preliminary to the issue of the letters patent shall be deemed directory only, and no letters patent issued under this Act shall be held void or voidable on account of any irregularity in any notice prescribed by this Act, or on account of the insufficiency or absence of any such notice, or on account of any irregularity in respect of any other matter preliminary to the issue of the letters patent.

SCHEDULE A.

Public notice is hereby given, that under the authority of chapter of the Statutes of Canada, forty-fourth Victoria, one thousand eight hundred and eighty-one, letters patent have been issued under the Great Seal of the Dominion of Canada, bearing date the day , whereby the [*name of company*] has been empowered to carry on its business of a loan company throughout Canada.

Dated at the office of the Secretary of State of Canada, this day of 18 .

A.B.,
Secretary.

No. 71.

3rd Session, 4th Parliament, 44 Vict., 188

BILL.

An Act to provide for empowering Lo
Companies to carry on busin
throughout Canada.

Received and read the first time, Friday, 2
February, 1881.

Second reading, Monday, 28th Febru
1881.

MR. BRECKEN

OTTAWA:
PRINTED BY MACLEAN, ROGER &
1880.

No. 73.] **BILL.** [1880-1

An Act to explain and amend section fifty-two of "The Bank Act."

HER Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, declares and enacts as follows :— Preamble.

Section 52 of Bank Act explained.

1. It was and is the true intent and meaning of section fifty-two of "*The Bank Act*," that it should be and is unlawful for any Bank in Canada to stipulate for, take, reserve or exact any rate of interest or discount exceeding seven per centum per annum, such rate being receivable and exigible as provided in the said section, and any interest taken, reserved or exacted by the Bank over and above that by the said section authorized, may be recovered from the Bank by the person from whom the same was so taken, reserved or exacted, by suit before any court of competent jurisdiction.

Excess of interest may be recovered.

No. 73.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act to explain and amend section fifty-two of "The Bank Act."

Received and read the first time, Monday, 28th February, 1881.

Second reading, Tuesday, 1st March, 1881.

Mr. ORTON.

OTTAWA :
Printed by MacLean, Roger & Co., Wellington Street
1881.

No. 76.] **BILL.** [1880-1

An Act relating to the Canada Military Asylum at Quebec.

WHEREAS, by a deed passed in the City of Montreal, on the second of October, eighteen hundred and sixty-two, before J. S. Hunter and another, Public Notaries, William Tyrone Power, Esquire, Companion of the Bath, Commissary General, Controller of Army Expenditure in Canada, acting therein for, on behalf and in the name of Her Majesty's Principal Secretary of State for War, did lease, demise, and cede *à titre de bail emphytéotique*, for the space and term of ninety-nine years, to be computed from the first of ecember, eighteen hundred and sixty-one, unto the Canada Military Asylum, a body politic incorporated by an Act of the Legislature of the late Province of Canada for the purpose of affording relief to the widows and orphans resident in that Province of soldiers in Her Majesty's service, and of discharged soldiers residing in that Province, a certain lot of land in the City of Quebec, in the said deed described as follows, that is to say, "all that tract or parcel of land com- "monly known as the Commandant's Garden, situated on "the south-east side of *La Grande Allée*, Saint Louis Road, "near number two Martello Tower, in the suburbs of the "City of Quebec, Canada East, having a frontage on the "said road of three hundred English feet, by the depth "which may be found to the fence at the south-east extrem- "ity of the said garden, and on which ground it is proposed "to erect buildings for the "Canada Military Asylum;" "bounded in front by Saint Louis Road, in rear and to the "south-west by property of the Corporation of Quebec, and "to the north-east by the property of the War Department; "the limits and bounds of which being more particu- "larly shown, edged yellow and lettered A, B, C, D, "on the plan hereon endorsed, drawn and signed "by Charles Walkem, Surveyor and Draftsman, Royal "Engineer Department, dated at Montreal 25th day of April, "1862;" To have and to hold the same for the purpose of erecting thereon a building or buildings to be used and occupied by the said Canada Military Asylum, and for no other purpose; and whereas in and by the said deed it was agreed and declared that Her Majesty's Principal Secretary of State for War should at all times during the said term have the power to resume possession of the said lot of land should it be used for any purpose other than for the actual use and accommodation of the inmates and other persons connected with the said Canada Military Asylum, in which

Preamble.

Recital.

Lease to Canada Military Asylum.

Property described.

Conditions of lease.

case the said lessees, or others pretending to hold the same, should not be entitled to any compensation for the value of any buildings erected on the said lot, all which buildings should be forfeited with the said lot; And whereas the legal title to the said lot and buildings, subject to the said lease, was revested in Her Majesty the Queen for the purposes of Canada, by the Act "*respecting certain Ordnance and Admiralty Lands in the Provinces of Ontario and Quebec*," passed in the fortieth year of Her Majesty's reign, chapter eight; and by an order made by the Governor-General in Council, under the provisions of the said Act, the said lot has been placed in the class of lands not required for the defence of Canada, and which may be sold; And whereas the said lot, and the buildings thereon, have long ceased to be used or required for the purpose for which the said lot was so leased, and have long been, and now are, with the assent of the Crown and of the Canada Military Asylum, in the actual occupation of the "Church of England Female Orphan Asylum," of the City of Quebec, also a body politic incorporated by an Act of the Legislature of the late Province of Canada, and improvements thereon have been made by the said last-mentioned corporation, who have paid therefor an annual rent of three hundred and sixty dollars to be applied to the purposes for which the said Canada Military Asylum was incorporated, the said rent being at the rate of six per cent. on the sum of six thousand dollars and being paid with an ulterior view to the purchase thereof for that sum, being the highest offered in answer to advertisements, and it is desirable that the said lot and buildings should be sold to the said Church of England Female Orphan Asylum for the said sum, and that the pensions heretofore payable by the said Canada Military Asylum should in future be paid by Canada; and whereas, owing to the Corporation of the Canada Military Asylum having been largely composed of the holders for the time being of military offices in the garrison of Quebec, as *ex-officio* members, which offices have long since ceased to exist, and by reason of one of the fundamental rules of the said Corporation requiring that one-half at least of its General Committee of Management, also to be largely composed of such *ex-officio* members, should be military, it is impossible to obtain a formal abandonment of the said lease by the said Corporation: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Property revested in the Crown under 40 V., c. 8, and not required for defences.

Lease to Church of England Female Orphan Asylum with agreement for purchase.

Sale to said F. O. Asylum desirable, and technical impediment to it.

Revocation of lease authorized;

1. It shall be lawful for the Minister of the Interior, or for the Minister of Militia, at any time after the commencement of this Act, by a deed executed before any Public Notary at any place in the Province of Quebec, to revoke, cancel, annul, set aside and make void the deed of lease recited in the preamble of this Act; and thereupon the said deed of lease shall become and be null and void, and of no effect whatever, and the lease thereby contracted shall end, and the lot of land thereby conveyed may be resumed by, and the buildings thereon shall belong without indemnifi-

cation, to Her Majesty the Queen, for the purposes of Canada.

And sale to F. O. Asylum.

2. The Crown may then, by private contract, sell the said lot of land and building to the said Church of England Female Orphan Asylum for six thousand dollars, without resorting to public auction.

Proceeds how to be dealt with.

3. The money arising from the said sale shall be paid over to the Receiver-General, and shall form part of the Consolidated Revenue Fund of Canada; and a separate account shall be kept thereof.

Certain pensions charged on the property to be paid.

4. The pensions payable by the Canada Military Asylum at the date of the deed in the first section of this Act authorized to be passed shall from that date be paid, so long as the same respectively shall remain payable according to the Act of Incorporation and Rules of the Canada Military Asylum, out of any unappropriated moneys forming part of the Consolidated Revenue Fund of Canada.

No. 76.

3rd Sess., 4th Parliament, 44 Victoria, 1880-1.

BILL.

An Act relating to the Canada Military Asylum at Quebec.

Received and read the first time, Tuesday, 1st March, 1881.

Second reading, Thursday, 3rd March, 1881.

Hon. Sir J. A. MACDONALD.

OTTAWA:

PRINTED BY MACLEAN, ROGER & CO.,

1881

No. 77.] **BILL.** [1880-1

An Act to amend the Dominion Lands Acts.

[*The portions in Italics indicate new provisions or words referring to them*]

IN amendment of the Dominion Lands Acts of 1879 and 1880, Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:— Preamble. 42 V., c. 31, (1879.) 43 V. c. 26, (1880.)

1. Section 3 of the Dominion Lands Act, 1879, is hereby repealed, and the following is substituted therefor:— Sect. 3, 1879, repealed, and new substituted.

"3. Subject always to the provisions hereinafter made with respect to special cases.— System of survey.

"1. The Dominion lands shall be laid off in quadrilateral townships, containing thirty-six sections of one mile square in each (except in the case of those sections rendered irregular by the convergence or divergence of meridians as hereinafter mentioned), together with road allowances of one chain and fifty links in width, *except as hereinafter provided*, between all townships and sections." Townships to contain 36 sections of one square mile each.

"2. The sections shall be bounded and numbered as shewn by the following diagram: Sections.

N.

31	32	33	34	35	36
30	29	28	27	26	25
19	20	21	22	23	24
18	17	16	15	14	13
7	8	9	10	11	12
6	5	4	3	2	1

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"3. The township therefore will, subject to deficiency or surplus from converging or diverging meridians, as the case may be, *and excepting as the same may be affected by any reduction in the number or the width of the road allowances therein, as hereinafter provided*, measure on each side, from centre to centre of the road allowances bounding the same, four hundred and eighty-nine chains: Provided that the Governor in Council may hereafter, should the same be deemed expedient, *reduce the number of road allowances in* Measurement of sides of a township, 489 chains. Proviso: Reduction of road allowances in certain places.

any township, and may indicate the particular section lines in such township on which no allowance for road shall be *laid out in the survey, and may also* reduce the width of the road allowances on township and section lines *from one chain and fifty links, to one chain, in Keewatin and the North-West Territories, or in any portion of the same, as may be deemed expedient.*"

Sect. 7, 1879, repealed, and new substituted.

2. Section 7 of the Dominion Lands Act, 1879, is hereby repealed, and the following is substituted therefor :

Width on the base lines.

"**7.** The townships shall be laid out *and given their* width of four hundred and eighty-nine chains, as aforesaid, *or as the case may be*, on the base lines hereinafter mentioned; and the meridians between townships shall be drawn from such bases, north or south to the depth of two townships, that is to say, to the correction lines hereinafter mentioned."

Sect. 16, 1879, repealed, and new substituted.

3. Section 16 of the Dominion Lands Act, 1879, is hereby repealed, and the following is substituted therefor :

Proviso as to laying out and describing of lands in certain locations.

"**16.** Provided that nothing in this Act shall be construed to prevent the lands upon the Red and Assiniboine Rivers, surrendered by the Indians to the late Earl of Selkirk, from being laid out in such manner as may be necessary in order to carry out section thirty-two of the Act thirty-third Victoria, chapter three, or to prevent fractional sections or lands bordering on *the Saskatchewan, or* any river, or lake, or other water course, or *on* a public road, from being *laid out and divided into lots of any certain frontage or depth,* in such manner as may appear desirable; or to prevent the subdivision of sections or other legal subdivisions into wood lots as hereinafter provided, or the describing of the said lands upon the Red and Assiniboine Rivers, or such subdivisions of fractional sections *or lands, bordering as above,* or other lots, or wood lots, for patent, by numbers according to a plan of record, or by metes and bounds, or by both, as may seem expedient."

Sect. 30, 1879, repealed, and new substituted.

4. Section thirty of the Dominion Lands Act, 1879, is hereby repealed, and the following is substituted therefor :

As to sale or lease of surveyed lands.

"**30.** Unappropriated Dominion Lands, the surveys of which may have been duly made and confirmed, shall, except as otherwise hereinafter provided, be open for purchase *or lease at such prices or rentals and on such terms and conditions regarding settlement or otherwise as may be fixed from time to time by the Governor in Council: Provided that no such purchase shall be permitted at a less price than one dollar per acre: Provided also, that except in special cases where otherwise ordered by the Governor in Council,* no such purchase of more than a section, or six hundred and forty acres, shall be made by the same person : *Provided further, that where deemed expedient by the Governor in Council such purchase shall be restricted to the odd-numbered sections in each township ;* And provided, *also,* that whenever so ordered by the Minister, such unoccupied lands as may be

Proviso.

Proviso.

Proviso.

Proviso.

deemed by him expedient, from time to time, may be withdrawn from ordinary sale and settlement, *and sold at public auction to the highest bidder.*" Sale by auction.

" 2. Provided further, that any legal sub-division or other portion of unappropriated Dominion land which may include a water power, harbour or stone-quarry, shall be reserved from ordinary sale, to be disposed of in such manner and on such terms and conditions as may be fixed by the Governor in Council on the report of the Minister of the Interior." Proviso as to water powers, &c.

5. The first two paragraphs of section 34 of the Dominion Lands Act, 1879, are hereby repealed, and the following are substituted therefor : Part of sect. 34, 1879, repealed, and new substituted.

"**34.** Any person, male or female, who is the sole head of a family, or any male who has attained the age of eighteen years, shall be entitled to be entered for one hundred and sixty acres, or for a less quantity, of unappropriated Dominion lands, for the purpose of securing a homestead right in respect thereof. (*Forms A and B, also A* 1 *and B* 1., *in the Schedule to this Act.*) Entry for homestead right.

" But a person obtaining such homestead entry shall be liable to the forfeiture thereof should he not become a *bonâ fide* occupant of the land so entered within two months of the date of entry: *Provided that the Governor in Council may, in the case of immigrants, or of persons desiring to settle near each other, vary the above rule, as may be deemed expedient, but in no case shall a longer period than months be allowed between the date of entry and the due occupation of the land, and the occupant shall thenceforth continue to occupy and cultivate the same as hereinafter provided.*" Condition of settlement. Proviso : in the case of certain immigrants.

"**6.** Sub-section eight of the said section thirty-four is hereby repealed, and the following is substituted therefor : Sub-s. 8 of s. 34 repealed, and new substituted.

"8. *Except as hereinafter provided*, a person applying for leave to be entered for lands with a view of securing a homestead right therein, shall make affidavit before the Local Agent, according to the form B in the Schedule to this Act: *Provided that any person duly authorized thereto by the Minister of the Interior, may apply for and receive homestead entries on behalf of immigrants or of persons proposing to settle together, in advance of the arrival in the Territories of such immigrants or other persons, but in such case the person acting as such Agent, shall apply and make affidavit in each case in accordance with the respective forms A* 1, *B* 1, *in the Schedule to this Act.*" Affidavit on entry for homestead right. Proviso : in case of entry in advance of arrival of immigrants.

7. The two several provisos of sub-section eleven of the said section thirty-four of the said Dominion Lands Act, 1879, are hereby repealed, and the following substituted therefor : Provisions to sub-s. 11, repealed, and new substituted.

"(*a.*) Provided that the right of the claimant to obtain a patent under the said sub-section as amended shall be subject to the provisions of section fifteen of this Act;" Proviso.

Proviso.

"(*b.*) Provided also, that in the case of settlements being formed of immigrants in communities, the Minister of the Interior, in his discretion, may vary or waive altogether the foregoing requirements as to residence and cultivation on each separate quarter-section entered as a homestead; and"

Proviso: in case of settlements by non-immigrants, forming a village, &c.

"(c.) *Provided further, that when a certain number of homestead settlers other than immigrants, embracing not less than twenty families, with a view to greater convenience in the establishment of schools, churches, etc., ask to be allowed to settle together in a hamlet or village, the Minister of the Interior may, in his discretion, vary the foregoing requirements as to residence, but not as to the cultivation of each separate quarter-section entered as a homestead.*"

Sect. 35, 1879, repealed, and new substituted.

8. Section thirty-five of the Dominion Lands Act, 1879, is hereby repealed and the following is substituted therefor:—

GRAZING LANDS.

Special provision as to leases of grazing lands.

35. The Governor in Council may, from time to time, grant leases of unoccupied Dominion lands for grazing purposes to any person or persons whomsoever, for such term of years and at such rent in each case as may be deemed expedient; but every such lease shall, among other things,

Conditions.

contain a condition by which, if it should thereafter be thought *by the Governor in Council to be in the public interest, to open the land covered by such lease for settlement, or to terminate the said lease for any reason, the Minister of the Interior may, on giving the lessee two years' notice, cancel the said lease at any time during the term.*

Sect. 66, 1879, amended.

9. Section sixty-six of the Dominion Lands Act, 1879, is hereby amended by adding thereto the following words:

Proviso.

"*Provided that such land shall not be situated within the limits of any lands reserved or allotted to assist railways, or for any railway purposes.*"

New.

10. *If any person or persons undertake to place immigrants as settlers on homestead lands in Manitoba or the North-West Territories free of expense to the Government, the Governor in Council may order that the expenses, or any part thereof, incurred by such person or persons, for the passage money or subsistence in bringing out such immigrants, or for aid in erecting buildings on the homestead, or in providing farm implements or seed grain for any such immigrants, may, if so agreed upon by the parties, be made a charge upon the homestead of such immigrant; and in such case the expense incurred on behalf of such immigrant, as above, together with interest thereon, must be satisfied before a patent shall issue for the land: provided as follows:*

Provision for charging expenses of passage, &c., on lands of immigrants.

Conditions.

(a) *That the sum or sums charged for the passage money and subsistence of such immigrant shall not be in excess of the actual cost of the same, as proved to the satisfaction of the Minister of the Interior;*

(b) *That an acknowledgment by such immigrant of the debt so incurred shall have been filed in the Dominion Lands Office;*

(c) *That in no case shall the charge for principal moneys advanced against such homestead exceed in amount the sum of dollars;*

(d) *That no greater rate of interest than per cent. per annum shall be charged on the debt so incurred by such immigrant.*

Sect. 111, 1879, repealed and new substituted.

11. Section 111 of the Dominion Lands Act, 1879, is hereby repealed and the following substituted therefor:—

D. L. surveyors may examine witnesses on oath.

"**111.** *With respect to all matters relating to the settlement, occupation or possession of Dominion Lands, and to the survey of lands*, and for better ascertaining the original corner or limits of any township, section or other legal subdivision, lot or tract of land, every Dominion Land Surveyor acting in that capacity, *may examine witnesses on oath, and administer such oath or oaths to each and every person whom he may examine concerning the same.*"

Chain bearers to be sworn.

12. *Every chain-bearer employed in the Survey of Dominion Lands shall, before he commences his chaining or measuring, take an oath or affirmation that he will discharge such duty with exactness according to the best of his judgment and abilities, and render a true account of his chaining or measuring to the Surveyor by whom he has been appointed to such duty; and every Dominion Land Surveyor is hereby authorized to administer such oath or affirmation.*

New schedules A and B, 1879.

13. The schedule to the said Dominion Lands Act, so far as relates to Form A and Form B, is hereby repealed, and the following is substituted therefor:—

FORM A.—*See Section* 34.

APPLICATION FOR A HOMESTEAD RIGHT.

I, of do hereby apply to be entered, under the provisions of the "*Dominion Lands Acts*," for quarter quarter-sections, numbers and forming part of section number of the Township of containing acres, for the purpose of securing a homestead right in respect thereof.

FORM B.—*See Section* 34, *Sub-section* 8.

AFFIDAVIT IN SUPPORT OF CLAIM FOR HOMESTEAD RIGHT.

I, A. B., do solemnly swear (*or* affirm as the case may be) that I am over eighteen years of age, that I have not previously obtained a homestead under the provisions of the *Dominion Lands Acts*, that the land in question belongs to the class open for homestead entry ; that there is no person residing or having improvements thereon, and that the application is made for my exclusive use and benefit, with intention to reside upon and cultivate the said land. So help me God.

FORM A 1.

Application for a Homestead right by an Agent

I, A. B., do hereby apply for and on behalf of of to be entered under the provisions of the Dominion Lands Acts, for quarter quarter-section numbers and forming part of sections numbers of the Township containing acres ; for the purpose of securing a homestead right in respect thereof.

FORM B 1

Affidavit in support of claim for Homestead right by an Agent.

I, A. B., do solemnly swear (or affirm, as the case may be) *that of for whom I am acting herein as agent, is over eighteen years of age, that he has not previously obtained a homestead on Dominion lands, that the land in question belongs to the class open for homestead entry, that there is no person residing or having improvements thereon, and that the application is made for the exclusive use and benefit of the said and with the intention of his residing upon and cultivating the said land*

So help me God.

No. 77.

3rd Session, 4th Parliament, 44 Vict., 1880-

BILL.

An Act to amend the Dominion Land Act.

Received and read, first time, Thursday, 3 March, 1881.

Second reading, Friday, 4th March, 1881.

Sir JOHN A. MACDONALD.

OTTAWA:
PRINTED BY MACLEAN, ROGER & CO.
1881.

No. 78] **BILL.** [1880-1.

An Act to amend the Act 40 Vict., Chap. 10, intitu'ed : "An Act to amend and consolidate the Acts respect- the Customs"

HER MAJESTY, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:— Preamble.

1. The twenty-third section of the Act above cited is hereby repealed, and the following section substituted therefor:—

"23. If any goods imported by water, on which *ad valorem* duties are payable, receive damage during the voyage of importation between the actual departure of the vessel in which laden from the foreign port of exportation and her actual arrival at her port of destination in Canada, whereby such goods have become lessened in value, an abatement may be made in the value for duty of such goods, or in case duty has been paid thereon a refund of a part of such duty may be made proportionate to the damage sustained, provided the claim therefor is made in due form and properly substantiated at the first landing from such vessel of the said goods, and while they are in the custody of the Crown, or as soon after such first landing as they can be examined; provided such examination be completed and certified by the Customs Appraiser or other proper officer whose duty it shall be to assess such damage, within ten days of such landing." Abatement of *ad valorem* duties on goods imported by water and damaged. Time for making claim limited.

"If any goods imported by railway or by any other land conveyance, on which *ad valorem* duties are payable, receive damage during the course of transportation, after they are laden on such Railway or other vehicle, and before they arrive at the Canadian port of destination, whereby they become lessened in value, an abatement may be made in the value for duty of such goods, provided the claim for such abatement is made in due form within ten days of the arrival of such goods at the Canadian frontier, and substantiated to the satisfaction of the Minister of Customs:" Imported by railway or other land conveyance. Time for claim.

The Collector of Customs or Appraiser or other proper officer whose duty it may be to examine and assess the amount of damage sustained on voyage of importation, shall do so with all possible despatch on being notified to that effect, and shall certify to the exact cause and extent of such damage with reference to the value of the goods in the principal markets of the country whence imported, and not Duty of Collector or Appraiser.

What shall not be regarded as evidence of damage.

according to the value in Canada, nor shall he regard as evidence of the existence or amount of damage any price realized at an auction or forced sale thereof, nor shall he estimate nor shall any damage be allowed which may have originated from decay, dampness or other cause existing before the voyage commenced and which may have rendered the goods unfit to withstand the ordinary risks of the voyage of importation, nor shall he estimate nor shall any allowance be made for or duty refunded for rust on iron or ste l or any manufacture thereof, except on polished Russia iron and Canada plates, and on such only to the extent of fifty per cent., nor shall any allowance be made for stains or injury to any packages holding liquids or to the lables thereon, unless the contents of such packages has at the same time received actual specific damage by the admixture therewith of water or other foreign substance."

No allowance for damage to be made in certain cases.

2. The forty-first section of the said Act is hereby repealed, and the following section and sub-sections substituted therefor :—

Before whom attestation of invoice or bills of entry may be made.

"**41.** The oath required under the six foregoing sections may be made in Canada before the collector, sub-collector, surveyor or chief clerk at the port where the goods are entered, or if the person making such oath is not resident there, then before the collector of some other port; and when such oath is required to be made out of the limits of Canada, it may be made at any place within the United Kingdom or at any place in her Majesty's possessions abroad, before the collector or before the mayor or other chief municipal officer of the place where the goods are shipped, and at any other place before the British Consul at such place, or if there is no such consul, then before some one of the principal merchants at such place, not interested in the goods in question : "

Certain officers may administer any oath required by this Act.

"2. The Commissioner of Customs or other person acting as Deputy Head of the Department, and all officers holding under Order in Council, the rank of chief clerk of the Inside Service in the said Department, and all duly appointed Inspectors of Customs ports, shall, by virtue of their office, have full authority to administer all oaths and receive all declarations required or authorized by this Act or any section thereof, and the Governor in Council may, from time to time, by regulation, appoint or designate such other and additional persons, officers or functionaries, as he sees fit, by name, or by their name of office, and in Canada or out of it, as those before whom such oath may be validly taken, and may, by any Order in Council, relax or dispense with the provisions of this Act touching such oath, in or with regard to goods imported by land or inland navigation, or to any other class of cases to be designated in such regulation : "

Governor in Council may appoint other persons before whom attestation may be made.

No person but the owner, &c., to take oath, except

"3. No person other than the owner, consignee or importer of the goods of which entry is to be made, shall be allowed to take any oath under the said foregoing

sections, unless there be attached to the bill of entry therein referred to, a declaration by the owner, consignee or importer of the said goods (or his legal representative under section one hundred and forty-one of this Act), to the same effect as the oath (adapting the form and words to the case), distinctly referring to the invoice presented with such bill of entry, and signed by such owner, importer or consignee (or by his legal representative), either in presence of the agent making the entry, who shall attest the signature, or of some Justice of the Peace or Notary Public, who shall attest the same; and such declaration shall be kept by the collector; and for any wilfully false statement in such declaration, the person making the same shall incur the same penalty as if it were made in the oath; but such written declaration may be dispensed with under the order of the Governor in Council, where it may be deemed advisable, in the interests of commerce, to dispense therewith: "

In certain cases.

Before whom.

Penalty if false.

Proviso.

"4. The Governor in Council may, by regulation, authorize the alteration of any of the forms of oaths in the schedule to this Act, by abbreviating the same or omitting any of the allegations therein contained which may appear to him unnecessary; and he may with or on any bill of entry of any goods, or on the invoice presented therewith, require any further oaths, affirmations or declarations than those prescribed in the schedule to this Act, as may appear to him expedient; and any new or amended form prescribed by any such regulation shall be of the same effect as the form in the said schedule for which it is substituted, and shall thereafter be held to be the form referred to in this Act; and any such regulation may from time to time be repealed or amended as other regulations in matters relating to the Customs.

Governor in Council may alter oaths in schedule, from time to time.

3. The first paragraph of section forty-five of the said Act is hereby repealed, and the following substituted therefor:—

"**45.** If the importer, owner, consignee or agent, having complied with the requirements of this Act, is dissatisfied with the appraisement made, as aforesaid, of any such goods, he may forthwith give notice in writing, to the Collector, of such dissatisfaction,—on the receipt of which notice the Collector shall select two discreet and experienced merchants, familiar with the character and value of the goods in question, to examine and appraise the same, agreeably to the foregoing provisions, and if they disagree, all invoices, entries and other papers connected with the appraisement, and all evidence taken by or before the appraiser, or Collector of Customs acting as such, and by or before the said merchants, shall be transmitted without delay to the Commissioner of Customs, who, after due examination of the same, shall decide and determine the proper rate and amount of duty to be collected and paid, and his decision shall be final and conclusive, and the duty shall be levied and collected accordingly:"

Importer dissatisfied with appraisement may appeal in certain cases.

Two merchants to be appointed to appraise the goods.

Report to the Commissioner of Customs: his decision to be final.

4. Section forty-six of said Act is hereby repealed, and the following section substituted therefor:—

Additional duty in cases of under-valuation.

"**46.** If in any case the actual value for duty of any goods, as finally determined by the appraiser, or Collector acting as such, or under the next preceding section, in the case therein mentioned, exceeds by twenty per centum, or more, the value for duty as it would appear by the invoice and bill of entry thereof, then in addition to the duty otherwise payable on such goods, when properly valued, there shall be levied and collected upon the same a further duty equal to one-half of the whole duty so payable on such goods when properly valued."

5. Sub-section five of section fifty-six of said Act is hereby repealed, and the following sub-section substituted therefor:—

Bonds for duties in warehouse may be dispensed with in certain cases.

Proviso.

"**5.** The Governor in Council may, by regulations to be, from time to time, made in that behalf, dispense with or provide for the cancelling of bonds for the payment of duties on goods actually deposited in warehouse under the Crown's lock, on such terms and conditions and in such cases as he thinks proper; but it shall not be lawful for any person to make, or any officer of Customs to accept, any bond, note or other document for the purpose of avoiding or deferring the actual payment of duties legally accruing on goods imported into Canada, nor to arrange for deferring payment of such duties in any way, unless such goods are entered for warehouse and duly deposited therein according to the laws and regulations governing the warehousing of such goods; and any Collector or other officer of Customs who shall be convicted of having allowed the payment of such duties to be so avoided or deferred for any cause or consideration whatever, shall be and become liable to forfeit the full value of such goods, and in addition thereto the amount of duty accruing thereon, which shall be recoverable from him or his sureties, or either of them, in the Exchequer Court or any court of competent jurisdiction in Canada, and any goods on which payment of duty may have been so deferred shall be liable to seizure and be dealt with as goods unlawfully imported into Canada."

6. Section sixty-four of the said Act is hereby repealed, and the following substituted therefor:—

Not less than a certain quantity of goods to be taken out of warehouse at one time.

"**64.** The Governor in Council may, from time to time, make regulations for the ex-warehousing of goods, either for consumption, removal, exportation or ship's stores, in any quantity not less than a whole package as originally warehoused, unless the said goods be in bulk, and then in quantities not less than one ton in weight, except when a less weight may be the balance remaining of the original entry thereof for warehouse."

7. Section seventy-six of the said Act is hereby repealed, and the following section substituted therefor:—

"**76.** If any person, knowingly and wilfully, with intent to defraud the revenue of Canada, smuggles or clandestinely introduces into Canada any goods subject to duty, without paying or accounting for the duty thereon, or makes out or passes or attempts to pass through the Custom House any false, forged or fraudulent invoice, or in any way attempts to defraud the revenue by evading the payment of the duty, or of any part of the duty on any goods, every such person, his, her or their aiders or abettors shall, in addition to any other penalty or forfeiture to which they may be subject for such offence, be deemed guilty of a misdemeanor, and on conviction shall be liable to a penalty not exceeding *two hundred dollars*, or to imprisonment for a term not exceeding one year, or both, in the discretion of the court before whom the conviction is had, and the said goods shall be forfeited." Penalty on person smuggling goods, using false invoices, & Misdemeanor. Fine Imprisonment.

8. The first paragraph of section eighty-one of the said Act is hereby repealed, and the following substituted therefor :—

"**81.** If any warehoused goods are concealed in or removed from any public or private warehouse in Canada, such goods shall be forfeited ; and any person concealing or removing any such goods, or aiding or abetting such removal, shall incur the penalties imposed on persons illegally importing or smuggling goods into Canada ; and on discovery by the proper officer of Customs of such concealment or removal, all goods belonging to such importer or owner, then remaining in the same or any other warehouse, shall be placed under detention until the duty due on the goods so concealed or removed, and all penalties incurred by him shall have been paid ; and if such duties and penalties are not paid within one month after the discovery of the concealment or removal of such goods, the goods so detained shall be dealt with in the same manner as goods unlawfully imported or smuggled into Canada." Penalty on persons committing certain offences with regard to warehoused goods.

9. The first paragraph ending with the word "contrary" in section ninety-one of the said Act is hereby repealed, and the following substituted therefor :—

"**91.** Every officer and person employed under the authority of the '*Act respecting the collection and management of the Revenue, the Auditing of Public Accounts, and the liability of Public Accountants*,' passed in the thirty-first year of Her Majesty's reign, or of any Act passed in amendment thereof or substituted therefor, or of the "*Act to provide for the better auditing of the Public Accounts*," passed in the forty-first year of Her Majesty's reign, or in the collection of the revenue within the meaning of any such Act, or under the direction of any officer or officers in the Customs Department, or being an officer of the said department, shall be deemed and taken to be duly employed for the prevention of smuggling ; and in any suit or information, the averment that such party was so duly employed shall be sufficient proof thereof, unless the defendant in such suit or information shall prove to the contrary :" Officers employed in the Customs to be deemed employed for the prevention of smuggling. What averment of such employment shall suffice.

How goods claimed to be exempt from duty must be described for entry.

10. Sections one hundred and nineteen and one hundred and twenty of the said Act are hereby repealed, and the following sections substituted therefor:—

"**119.** Goods claimed to be exempt from duty under any Act relating to duties of Customs, shall, in the entry thereof, be described and set forth in the words by which they are described to be free in the Act or Schedule; and goods not answering such description shall be seized and forfeited,—or if the collector, under the circumstances, deems it expedient, he may detain the goods and report the case for the action of the Commissioner of Customs and the decision of the Minister of Customs, as provided in the next following section of this Act."

Collector to notify Commissioner of Customs, whenever any goods, &c., have been seized or detained.

Commissioner of Customs shall notify the parties.

"**120.** When any goods, ship, boat, vessel, car or other vehicle have been, in any case whatever, seized or detained for any breach of the Customs Laws, by any collector or other proper officer of Customs, or when any fine or forfeiture has been incurred, the same shall be immediately reported by such collector or other proper officer of Customs to the Commissioner of Customs, who shall forthwith notify the party or parties from whom such seizure has been made, or who have become subject to any fine or forfeiture as aforesaid, of all the particulars of the offence, and call upon him or them to furnish such evidence, within thirty days from the date of such notice, by affidavit or declaration to be sworn to or affirmed before any Justice of the Peace or collector of Her Majesty's Customs, by him or themselves or by any person or persons competent to give evidence in any of Her Majesty's Courts of Justice, as may be possible in the case, in rebuttal of the charge so preferred against him or them; and the said Commissioner of Customs shall then examine and weigh the evidence so presented, and shall report his decision thereon to the Minister of Customs, who shall confirm or alter the same as may to him appear to be in accordance with law and justice, and such decision shall be final, as it respects the Customs Department; and if the party or parties from whom such seizure or detention has been made, or who have become subject to any fine or forfeiture as aforesaid, accept such decision, he or they shall have no action on account of the seizure or detention, nor shall any proceedings be had for condemnation, and the terms may be enforced by or on behalf of the Crown; but such party or parties may in each case, within thirty days after such decision is communicated to him or them, give notice in writing to the said Minister of Customs that he or they will not accept or comply with such decision, and the Minister of Customs shall then proceed to enforce the full penalties of the law in some court of competent jurisdiction, as provided in the Act."

Commissioner of Customs shall examine evidence and report to Minister of Customs.

Minister of Customs shall decide.

Parties to notify Minister of Customs in case they do not accept his decision.

Minister of Customs shall proceed to enforce law.

11. The eleventh sub-section of section one hundred and twenty-five of said Act is hereby repealed, and the following substituted therefor:—

Materials used in Cana-

"11. For transferring to the list of goods which may be imported into Canada free of duty, any or all articles

(whether natural products or products of manufactures) used as materials in Canadian manufactures; and any such materials transferred to the free list by such Order in Council, shall be free of duty of Customs for the time therein appointed for that purpose: And for granting a drawback of the whole or part of the duty paid on articles which may have been used in Canadian manufactures; or for granting a certain specific sum in lieu of any such drawback:"

dian manufactures may be transferred to free list.

Drawback on such articles.

No. 78.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act to amend the Act 40 Vict., Chap. 10, intituled: "An Act amend and "consolidate the Acts respecting the "Customs."

Received and read first time, Thursday, 3rd March, 1881.

Second reading, Friday, 4th March, 1881.

Mr. BOWELL.

OTTAWA:

PRINTED BY MACLEAN, ROGER & Co.

1881.

No.79.] **BILL.** [1880-1

An Act to incorporate the Northern, North-Western and Sault Ste. Marie Railway Company.

WHEREAS the construction of an independent line of railway running from the Village of Gravenhurst, in the District of Muskoka, to Callender Station on the Canadian Pacific Railway at Lake Nipissing, and from thence along and over, by right of user, the line of the said Canadian Pacific Railway to at or about Wharnapit River on the said Canadian Pacific Railway, and from thence to the Town of Sault Ste. Marie, with power to the Company incorporated to construct the same, to bridge the Sault Ste. Marie River, and to connect the railway system of Canada with that of the North-western States of the United States of America, open to all the railways that could connect therewith, and affording equal traffic facilities to all railway companies, and also from Callender Station on the Canadian Pacific Railway to the waters of the Upper Ottawa, would be of general benefit to the Dominion; and whereas a petition has been presented for that purpose, and it is expedient to grant the prayer of such petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:— Preamble.

1. The Honorable Frank Smith, of the city of Toronto, merchant, Senator of the Dominion of Canada; Adam Brown, of the city of Hamilton, merchant; Noah Barnhart, merchant; the Honorable Alexander Morris, M.P.P.; D'Alton McCarthy, M.P., and Frederick W. Cumberland, Esquire, all of the city of Toronto, ; John Stuart, merchant; John Proctor, railway contractor; A. T. Wood, merchant; Alexander Turner, merchant; E. Gurney, manufacturer; William Hendrie, railway contractor; M. Leggatt, merchant; P. D. Dayfort, merchant; Thomas Robertson, M.P., Q.C.; Francis Edwin Kilvert, merchant; Britton B. Osler, Q.C.; James Turner, merchant, and Alexander McGinnis, merchant, all of the city of Hamilton; C. W. Bunting, M.P., newspaper publisher; Samuel Platt, M.P., Esquire; James Beaty, Junior, M P, Q.C.; G. D'Arcy Boulton, barrister-at-law; Frederick W. Strange, M P., physician; John Fisken, merchant; William B. Hamilton, President of the Board of Trade of the city of Toronto, merchant; William F. McMaster, merchant; William Thompson, merchant; A. M. Smith, merchant; William Ince, merchant; Alderman David Walker; William B. Scarth, banker; Eugene O'Keefe, brewer; the Honorable John McMurrich, merchant; R. W. Elliott, merchant; Alfred Boultbee, M.P.; Alderman A. R. Boswell and Robert Hay, M.P., furniture Certain persons incorporated.

manufacturer, all of the city of Toronto; Thomas Arkell, M.P., of the town of St. Thomas; Timothy Coughlin, M.P., of Offa; D. Macmillan, M.P., of the city of London, barrister-at-law; S. R. Hesson, M.P., of the town of Stratford, in the county of Perth; William O'Brien, of the township of Oro, in the county of Simcoe, farmer; William Carruthers Little, M.P., of the township of Innisfil, Esquire; Thomas Long, M.P.P., of the town of Collingwood, merchant; Charles Cameron, of the same place, steamboat owner, George Moberley, of the same place, barrister-at-law; Nathaniel C. Wallace, M.P., of Woodbridge; John White, M.P., of Roslin; Alexander Robertson, M.P.P., of Belleville, together with all such persons and corporations as shall, under the provisions of this Act, become shareholders in the Company hereby incorporated are hereby constituted and declared to be a body corporate and politic by the name of "The Northern, North-Western and Sault Ste. Marie Railway Company," (hereinafter called the Company,) and shall have all the powers and privileges conferred on such corporations by "*The Consolidated Railway Act*, 1879," subject, however, to the provisions hereinafter contained.

Corporate name.

Line of railway may be built.

2. The Company and their agents and servants shall have full power and authority to lay out construct, complete and operate a double or single line of railway, of four feet eight and one half inches gauge, from at or near the Village of Gravenhurst, in the District of Muskoka, in connection with the Northern and North-Western Railways of Canada *viâ* Bracebridge, and thence through the Districts of Muskoka and Parry Sound to Callender Station at Lake Nipissing on the Canadian Pacific Railway, and from a point at or near the point of intersection of the Wharnapit River by the Canadian Pacific Railway, through the district of Algoma to the town of Sault Ste Marie, in the District of Algoma, and from some convenient point at or near Callender Station aforesaid on the Canadian Pacific Railway, at or near Lake Nipissing, to the River Ottawa at or near the Long Sault, on the Upper Ottawa, or to some convenient point in navigable connection with Lake Temiscaming; and shall have full power and authority to lay out, construct and complete, as an extension of the said firstly mentioned line of railway, a spur or branch from at or near the town of Sault Ste. Marie to the navigable waters of Lake Superior.

Branches.

Provisions as to running powers.

3. The Company shall have running powers over the line of the Canadian Pacific Railway from the point of junction at or near Callender Station, to the point of junction at or near Wharnapit River, and by means of the user of the said portion of the said line of the Canadian Pacific Railway, to form a through line from the junction at Callender Station as aforesaid, to the town of Sault Ste. Marie as aforesaid, subject to the authority of the Governor in Council and to such conditions, stipulations and terms as may be imposed by order of the Governor in Council: Provided always that Callender Station shall be a neutral or receiving and distributing point, common to the Canada Central Railway

Company, and to the Company, and to any Railway Company which, under the provisions hereinafter contained, shall have running powers over the line of the Company thereto.

Railway bridge may be built.

4. The Company shall have full power and authority to lay out, construct and complete and work a railway bridge over the River St. Mary from some convenient point on their line of railway to connect with railways in the State of Michigan, one of the United States of America; and the sections of "*The Consolidated Railway Act*, 1879," under the heads of "Powers," "Plans and Surveys," "Lands and their Valuation," shall, so far as necessary, apply to the power hereby given.

Certain arrangements may be entered into as to such bridge.

5. The Company shall have power to unite with any other company incorporated, or which may be incorporated, under and by virtue of the laws of the United States of America or of any of the said States, or with any person or persons, body politic or corporate, in building the said bridge over the River St. Mary, and to enter into any contract or agreement with such company or any person, co-partnership or corporation, respecting the construction and maintenance thereof, and to take aid by way of money or grants of land from any such company, persons, co-partnership or corporation towards the construction and maintenance of the said bridge, and to make such arrangement, contract or agreement with respect to the user of the said bridge as to the directors of the Company may seem proper; and it shall and may be lawful for the Company to levy and collect rates, tolls, rents and compensations for the use of the said bridge, and to contract with any such company, person, co-partnership or corporation to hypothecate and pledge and appropriate the net revenue derivable from such bridge to the payment, exclusively, of the principal and interest of any bond, security or debt contracted for or in the construction thereof, or to agree that the interest on such bond, security or debt shall form a part of the running expenses of the railway.

Vessels may be held and used.

6. Until the said bridge shall be constructed, the Company shall have power to construct, purchase, charter, own and navigate scows, boats and steam and other vessels, for the purpose of crossing the said River St. Mary, and of carrying passengers and goods over the said river; and the Company shall also have power to construct, purchase, charter, own and navigate steam vessels and other water craft on the waters of Lake Superior or on the said River St. Mary, for the purpose of traffic in connection with the railway, and shall also have power to make traffic arrangements with any line or lines of steam vessels or other water craft trading on Lake Superior.

Additional powers as to lands.

7. In addition to the powers and rights conferred by section nine of "*The Consolidated Railway Act*, 1879," and notwithstanding anything therein contained, the Company may, without the assent of the proprietors thereof, acquire for the purposes of the undertaking and hold on the sides

or along the line of the railway, wherever it may be needed for the erection of snow-drift fences or barriers, such additional breadth of land as may be requisite and necessary so as to prevent the obstruction of the line by drifting snow; and the sections of the said "*Consolidated Railway Act*, 1879," under the heads of "Powers," "Plans and Surveys," "Lands and their Valuation," so far as may be, shall apply to the additional powers hereby given.

Provisional directors and their powers.

8. The persons named in the first section of this Act shall be and are hereby constituted provisional directors of the Company (of whom twelve shall be a quorum), and shall hold office as such until the first election of directors under this Act. The provisional directors shall have power forthwith to open stock books and procure subscriptions of stock for the undertaking, and to receive payments on account of stock subscribed, and to deposit in any chartered bank of Canada all moneys received by them on account of stock subscribed and to cause surveys and plans to be made and executed; and upon a sufficient subscription of stock being obtained as hereinafter provided, they shall call a meeting of the shareholders of the Company for the election of directors.

Capital stock and shares.

9. The capital stock of the Company shall be two million of dollars, to be divided into shares of one hundred dollars each; and the money so raised shall be applied in the first place to the payment of all fees, expenses and disbursements for procuring the passing of this Act; secondly, for making or acquiring the surveys, plans and estimates connected with the works hereby authorized; and all the remainder of such money shall be applied to the making, equipping, completing and maintaining of the said railway and other purposes of this Act.

First meeting of shareholders.

10. When and so soon as shares to the amount of two hundred thousand dollars in the capital stock of the Company have been subscribed and ten per cent. paid thereon, the provisional directors shall call a general meeting of the subscribers to the said capital stock, at the city of Toronto, for the purpose of electing directors of the Company, giving at least four weeks' notice by public advertisement in the *Canada Gazette* and in a newspaper published in the city of Toronto and in one published in the city of Hamilton, of the time, place and purpose of such meeting.

Ex officio directors.

11. The mayors of the cities of Toronto and Hamilton and the warden of the county of Simcoe shall be *ex-officio* directors of the Company.

Board of directors.

12. There shall be directors, exclusive of the mayors and warden in the last preceding section named, who, together with the mayors of the said cities and the warden of the said county, shall manage the affairs of the Company, and of whom shall be a quorum; and the said board of directors may employ one or more of their members as paid

director or directors ; and no person, except the mayors of the said cities and the warden of the said county, shall be qualified to be elected a director, unless he be a shareholder holding at least twenty shares of the stock of the Company absolutely in his own right and is not in arrears for any calls made thereon. The president, vice-president and a majority of the board of directors shall be British subjects.

Election of directors.

13. At the first general meeting the shareholders who have paid ten per cent. on the capital stock subscribed by them, shall elect the directors who shall hold office until the first annual general meeting thereafter.

Annual general meeting.

14. The annual general meeting shall be holden on the second Wednesday of the month of February in each year, or such other day as the directors may by by-law from time to time enact, at the city of Toronto or at the city of Hamilton, notice of which and of the holding of any general meeting of shareholders (all of which meetings shall be holden at the said city of Toronto or the city of Hamilton, as the directors may from time to time by by-law direct) shall be given by public advertisement inserted in the *Canada Gazette* and in a newspaper published in the city of Toronto and also in a newspaper published in the city of Hamilton, at least two weeks before the day named for the holding of such meeting, and in the said notice shall be specified the particular place in the said city of Toronto or Hamilton where such meeting is to be held.

Calls on stock.

15. No call shall be made for more than ten per centum at any one time on the amount subscribed, nor shall more than fifty per centum of the stock be called up in any one year.

Certain payments may be made in stock or bonds.

16 The directors of the Company elected by the shareholders may make and issue as paid up stock shares in the Company, whether subscribed for or not, and may allot and hand over such stock and the mortgage bonds of the Company in payment of right of way, plant, rolling stock or materials of any kind, and also for the services of contractors engineers, and other persons, whether directors or not, who may have been, are or may be engaged in promoting the undertaking and interests of the Company, and such issue and allotment of stock or bonds shall be binding on the Company, and such paid up stock shall not be assessable for calls.

Special general meetings.

17. A special general meeting of the shareholders of the Company may be called at any time by the Directors or by one-fourth part in value of the shareholders of the Company after refusal by the Directors to call the same ; but notice thereof, stating the object for which the meeting is called, signed by the Secretary of the Company, or by the shareholders calling the same, must be sent by post or otherwise to each shareholder, three weeks before the day on which the said meeting is to be held, and must also be inserted once a

week for four weeks previous to the said meeting, in some newspapers published in Toronto and Hamilton.

Company may become parties to promissory notes.

18. The Company shall have power and authority to become parties to promissory notes and bills of exchange, for sums not less than one hundred dollars; and any such promissory note, made or endorsed by the President or Vice-President of the Company, and countersigned by the Secretary and Treasurer of the Company, and under the authority, general or special, of a majority of a quorum of the Directors, shall be binding on the Company; and every such promissory note or bill of exchange so made, shall be presumed to have been made with proper authority until the contrary be shewn; and in no case shall it be necessary to have the seal of the Company affixed to such promissory note or bill of exchange, nor shall the said President or Vice-President, or the Secretary and Treasurer be individually responsible for the same, even if the same be made, accepted or indorsed by him or them on behalf of the Company, provided the consideration for the said bill or note was received by the Company, unless the said promissory note or bill of exchange has been issued without the sanction and authority of the Board of Directors as herein provided and enacted: Provided however, that nothing in this section shall be construed to authorize the Company to issue notes or bills of exchange payable to bearer, or intended to be circulated as money or as the notes or bills of a bank.

Proviso.

Bonds may be issued.

19. The Directors of the Company, after the sanction of the shareholders shall have been first obtained at any special general meeting to be called from time to time for such purpose, shall have power to issue bonds, made and signed by the President or Vice-President of the Company, and countersigned by the Secretary and Treasurer, and under the seal of the Company, for the purpose of raising money for prosecuting the said undertaking; and such bonds shall without registration or formal conveyance, be taken and considered to be the first and preferential claims and charges upon the undertaking and the tolls and property of the Company, real and personal, then existing and at any time thereafter acquired; and each holder of the said bonds shall be deemed to be a mortgagee or incumbrancer upon the said securities *pro rata* with all the other bondholders: Provided however, that the whole amount of such issue of bonds shall not exceed in all the sum of twenty thousand dollars per mile, to be issued in proportion to the length of railway constructed or under contract to be constructed; and provided also, that in the event at any time of the interest upon the said bonds remaining unpaid and owing, then, at the next ensuing annual general meeting of the Company, and at all other general meetings as long as the said default shall continue, all holders of bonds shall have and possess the same rights and privileges and qualifications for directors and for voting as they would have had if the bonds they held had been shares, provided that the bonds and any transfers thereof shall have been first registered in the same manner as is provided for the registration of shares; and it shall be

Proviso: amount limited.

Voting power of bondholders in case of default of payment.

the duty of the Secretary of the Company to register the same, on being required to do so by any holder thereof; and the Company may provide for the payment annually of a sum by way of a sinking fund towards the payment of the principal of the said bonds, and such sinking fund may be invested in the re-purchase or redemption of the bonds of the Company; and it shall be lawful for any other railway company or companies whose line or lines can connect with the railway hereby authorized, by means of running powers, to agree for the loan of its or their credit, either by direct guarantee or traffic contract or otherwise, to secure the payment of the interest or the sinking fund or any part of the interest or sinking fund of such bonds.

Sinking fund.

Guarantee of other companies.

20. The Company may secure such bonds by a deed or deeds of mortgage executed by the Company, with the authority of its shareholders, expressed by a resolution passed at such special general meeting; and any such deed may contain such description of the property mortgaged by such deed, and such conditions respecting the payment of the bonds secured thereby and of the interest thereon, and the remedies which shall be enjoyed by the holders of such bonds or by any trustee or trustees for them in default of such payment, and the enforcement of such remedies, and may provide for such forfeitures and penalties in default of such payment, as may be approved by such meeting; and may also contain, with the approval aforesaid, authority to the trustee or trustees, upon such default, as one of such remedies, to take possession of the railway and property mortgaged, and to hold and run the same for the benefit of the bondholders thereof for a time to be limited by such deed, or to sell the said railway and property, after such delay and upon such terms and conditions as may be stated in such deed; and with like approval any such deed may contain provisions to the effect that upon such default and upon such other conditions as shall be described in such deed, the right of voting possessed by the shareholders of the Company shall cease and determine, and shall thereafter appertain to the bondholders; and such deed may also provide for the conditional or absolute cancellation after such sale of any or all of the shares so deprived of voting power, and may also, either directly by its terms, or indirectly by reference to the by-laws of the Company, provide for the mode of enforcing and exercising the powers and authority to be conferred and defined by such deed, under the provisions hereof. And such deed, and the provisions thereof, made under the authority hereof, and such other provisions thereof as shall purport (with like approval) to grant such further and other powers and privileges to such trustee or trustees and to such bondholders, as are not contrary to law or to the provisions of this Act, shall be valid and binding; but if any change in the ownership or possession of the said railway and property shall at any time take place under the provisions hereof, or of any such deed, or in any other manner, the said railway and property shall continue to be held and

Bonds may be secured by mortgage deed.

What such deed may contain.

Deed of mortgage valid.

operated under the provisions hereof and of "*The Consolidated Railway Act*, 1879," as hereby modified.

Bonds may be in dollars or sterling.

21. The bonds authorized by this Act to be issued by the Company, may be so issued in whole or in part in the denomination of dollars or pounds sterling, or in either or both of them; and the coupons may be for payment in denominations similar to those of the bond to which they are attached, and payable at such place or places in Canada or elsewhere, and bearing such rate of interest, as the Directors may think proper. And the whole or any of such bonds may be pledged, negotiated or sold upon such conditions and at such price as the Board of Directors shall from time to time determine.

Sale of bonds.

No registration necessary.

22. It shall not be necessary, in order to preserve the priority, lien, charge, mortgage or privilege, purporting to appertain to or be created by any bond issued, or mortgage deed executed, under the provisions of this Act, that such bond or deed should be registered in any manner, or in any place whatever. But every such mortgage deed shall be deposited in the office of the Secretary of State of Canada, of which deposit notice shall be given in the *Canada Gazette*. And in like manner any agreement entered into by the Company under section of this Act, shall also be deposited in the said office. And a copy of any such mortgage deed, or agreement, certified to be a true copy by the Secretary of State or his Deputy, shall be received as *primâ facie* evidence of the original in all courts of justice, without proof of the signatures or seal upon such original.

Deposit with Secretary of State.

Bonds may be pledged.

23 The Company may, from time to time, for advances of money to be made thereon, mortgage or pledge any bonds which they can, under the provisions of this Act, issue for the construction of the railway or otherwise.

Transfer of bonds and debentures.

24. All the bonds, debentures, mortgages and other securities hereby authorized, and the coupons and interest warrants thereon respectively, may be made payable to bearer, and shall in that case be transferable by delivery; and any holder of any such bonds, debentures, mortgages or coupons so made payable to bearer, may sue at law thereon in his own name, unless and until registry thereof in the manner provided in this Act, and while so registered they shall be transferable by written transfer, registered in the same manner as in the case of shares, but they shall again become transferable by delivery, upon the registration of a transfer to bearer, which the Company shall be bound to register, on the demand of the registered holder for the time being.

Aid may be received.

25. The Company may receive from the Government of Canada or from the Government of any of the Provinces, or from private individuals or municipal or other corporations, who may have power to make or grant the same, money or securities for money in aid of the construction, equipment and maintenance of the said railway, and the same may be received by way of bonus or gift or by way of loan. And in

like manner and for the same purpose the Company may receive, take and hold grants of land from either or any of the said Governments or from private individuals, municipal or other corporations who may have power to grant the same, and upon accepting such aid from either or any of the Governments aforesaid, may agree to give such running powers to,or to make such traffic arrangements with any other railway company or companies, as the said Government may require to be made or given, as a condition of such grant; but nothing herein contained shall render it lawful for the Company to make any arrangement whereby one company may obtain undue advantages over any other company.

Aid may be conditional.

26. The Company may hold, alienate and mortgage any lands that may be granted to it, and apply the proceeds thereof for the purposes of the undertaking.

Lands.

27. The Company shall have power to make running arrangements with and to give running powers to any railway company or companies in the Dominion of Canada, situate on the lines hereby authorized, or crossing or connecting with the same, upon terms to be agreed on. And such running arrangements shall be made so as to afford equal facilities to all companies participating therein, and so that no unfair advantage shall be given to any of such companies over any other of them. Such agreement shall be subject to the approval of the shareholders present at a meeting to be called for the purpose of considering the same, and shall not be binding until ratified and confirmed at such general meeting by two-thirds of the shareholders present in person or represented by proxy.

Arrangements with other companies.

28. It shall be lawful for the Company to enter into any agreement with any other railway company whose line is situate on the line hereof authorized or whose line can connect therewith, for leasing the railway hereby authorized, or any part thereof, or the use thereof at any time or times, or for leasing or hiring from any such other company any railway or part thereof, or the use thereof, or for leasing or hiring any locomotives, tenders, plant, or any stock or other property, or either or both or any part thereof, or touching any service to be rendered by the one company to the other, and the compensation therefor: Provided the arrangements or agreements therefor shall be approved of by two-thirds of the shareholders voting in person or by proxy at a special general meeting to be called for that purposes; and any company who may become such lessee shall be and is authorized and empowered to exercise all the rights and privileges in this Act conferred: Provided always that the leasing or letting of the railway hereby authorized or any part thereof shall not take effect unless and until approved of by the Governor General in Council.

Railway, &c., may be leased.

Proviso: approval of shareholders.

Proviso: approval of Governor in Council.

29. The Company shall at all times work and operate its railway so as to afford equal facilities for the receipt, transfer and transportation to, from, or over the same of the traffic of all other lines of railway in Canada which may connect with,

Equal facilities to be afforded as to traffic.

or which by means of running powers over any other line or lines may reach, the railway of the Company; and the Company shall establish, levy and collect equal tolls, rates and charges in respect of the traffic received from, or to be delivered to all such other railways, and so that the same shall be received, transferred, transported and delivered, and the tolls and charges in respect of the same shall be levied and collected on terms of absolute equality and without discrimination of any sort in favor of or against the traffic of any other such railway. The word "traffic" in this section shall mean not only passengers and their baggage, goods, animals and things conveyed by railway, but also cars, trucks and vehicles of any description, adapted for running on any railway, and whether loaded or unloaded, owned or leased by, or consigned to any such other connecting railway in Canada.

"Traffic" defined.

Powers as to telegraph lines.

30. The Company shall have full power and authority to construct, work and operate such line or lines of telegraph in connection with and along the line of their railway and branches as may be necessary or useful for the purposes of their undertaking, and may also, pending the construction of the bridge over the River St. Mary by this Act authorized, lay, maintain, keep in repair and operate a sub-aqueous electric telegraph cable across the said river, and for the purpose of constructing, working or protecting the telegraph lines to be constructed by the Company on their line of railway, the powers conferred on telegraph companies by the Act chapter sixty-seven of the Consolidated Statutes of the late Province of Canada, intituled, "*An Act respecting Electric Telegraph Companies*," are hereby conferred on the Company; and the other provisions of the said Act for the working and protection of telegraph lines shall apply to such telegraph lines constructed by the Company.

Form of conveyance of land.

31. Conveyances of land to the Company for the purposes of and exercise of the powers given by this Act, made in the form set out in the schedule hereunder written, or the like effect, shall be sufficient conveyance to the Company, their successors and assigns, of the estate and interest, and sufficient bar of dower respectively of all persons executing the same; and such conveyances shall be registered in the same manner and upon such proof of execution as is required under the registry laws of Ontario.

Company may hold lands for purposes of navigation.

32. The Company shall have full power to take, purchase or lease land at any place or places on the shores of Lake Superior in connection with and for the purposes of any line or lines of steam vessels or other ships which the Company may own, charter or navigate on the said lake, or which may be run in connection with the said railway hereby authorized; and the powers given in "*The Consolidated Railway Act*, 1879," under the heads of "Powers," "Plans and Surveys" and "Lands and their Valuation," shall so far as applicable apply; and the Company may erect warehouses, elevators, docks, stations, workshops and offices

thereon and sell and convey such land as may be found superfluous for any such purpose.

33. The Railway shall be commenced within years and completed within years, from and after the passing of this Act. Limitation of time.

SCHEDULE.

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

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

Signed, sealed and delivered in the presence of } A. B. L.S.

C. D.

No. 79.

3rd Sess., 4th Parliament, 44 Victoria, 1880-81.

BILL.

An Act to incorporate "The Northern, North-Western and Sault Ste. Marie Railway. Company."

Received and read, first time, Friday, 4th March, 1881.

Second reading, Monday, 7th March, 1881.

(PRIVATE BILL.)

Mr. McCarthy.

OTTAWA:

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1881

No. 79.] **BILL.** [1880-1

An Act to incorporate the Northern, North-Western and Sault Ste. Marie Railway Company.

[*Reprinted as amended and reported by the Railway Committee.*]

WHEREAS the construction of an independent line of railway running from the village of Gravenhurst, in the District of Muskoka, to Callander Station on the Canadian Pacific Railway at Lake Nipissing, and from a point on the line of the said Canadian Pacific Railway at or near Wharnapit River on the said Canadian Pacific Railway, and from thence to the town of Sault Ste. Marie, with power to the Company incorporated to construct the same, to bridge the Sault Ste. Marie River, and to connect the railway system of Canada with that of the North-western States of the United States of America, open to all the railways that could connect therewith, and affording equal traffic facilities to all railway companies, and also from Callander Station on the Canadian Pacific Railway to the waters of the Upper Ottawa, would be of general benefit to the Dominion; and whereas a petition has been presented for that purpose, and it is expedient to grant the prayer of such petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. The Honorable Frank Smith, of the city of Toronto, merchant, Senator of the Dominion of Canada; Adam Brown, of the city of Hamilton, merchant; Noah Barnhart, merchant; the Honorable Alexander Morris, M.P.P.; D'Alton McCarthy, M.P., and Frederick W. Cumberland, Esquire, all of the city of Toronto, ; John Stuart, merchant; John Proctor, railway contractor; A. T. Wood, merchant; Alexander Turner, merchant; E. Gurney, manufacturer; William Hendrie, railway contractor; M. Leggatt, merchant; P. D. Dayfort, merchant; Thomas Robertson, M.P., Q.C.; Francis Edwin Kilvert, M.P.; Britton B. Osler, Q.C.; James Turner, merchant, and Alexander McInnes, merchant, all of the city of Hamilton; C. W. Bunting, M.P., newspaper publisher; Samuel Platt, M.P., Esquire; James Beaty, Junior, M.P., Q.C.; G. D'Arcy Boulton, barrister-at-law; Frederick W. Strange, M.P., physician; John Fisken, merchant; William B. Hamilton, President of the Board of Trade of the city of Toronto, merchant; William F. McMaster, merchant; William Thompson, merchant; A. M. Smith, merchant; William Ince, merchant; Alderman David Walker; William B. Scarth, broker; Eugene O'Keefe, brewer; the Honorable John McMurrich,

merchant; R. W. Elliott, merchant; Alfred Boultbee, M.P.; Alderman A. R. Boswell, and Robert Hay, M.P., furniture manufacturer, all of the city of Toronto; Thomas Arkell, M.P., of the town of St. Thomas; Timothy Coughlin, M.P., of Offa; D. Macmillan, M.P., of the city of London, barrister-at-law; S. R. Hesson, M.P., of the town of Stratford, in the county of Perth; William O'Brien, of the township of Oro, in the county of Simcoe, farmer; William Carruthers Little, M.P., of the township of Innisfil, Esquire; Thomas Long, M.P.P., of the town of Collingwood, merchant; Charles Cameron, of the same place, steamboat owner, George Moberley, of the same place, barrister-at-law; Nathaniel C. Wallace, M.P., of Woodbridge; John White, M.P., of Roslin; Alexander Robertson, M.P.P., of Belleville; and Arthur Rankin, of the town of Windsor, Esquire; together with all such persons and corporations as shall, under the provisions of this Act, become shareholders in the Company hereby incorporated, are hereby constituted and declared to be a body corporate and politic by the name of "The Northern, North-Western and Sault Ste. Marie Railway Company," (hereinafter called the Company,) and shall have all the powers and privileges conferred on such corporations by "*The Consolidated Railway Act*, 1879," or any Act relating thereto which may be passed during the present session of Parliament, subject, however, to the provisions hereinafter contained.

2. The Company and their agents and servants shall have full power and authority to lay out construct, complete and operate a double or single line of railway, of four feet eight and one-half inches gauge, from at or near the village of Gravenhurst, in the District of Muskoka, from a point on the line of the Northern Railway of Canada *viâ* Bracebridge, and thence through the Districts of Muskoka and Parry Sound to Callander Station at Lake Nipissing on the Canadian Pacific Railway, and from a point at or near the point of intersection of the Wharnapit River by the Canadian Pacific Railway, through the district of Algoma to the town of Sault Ste. Marie, in the District of Algoma, and from some convenient point at or near Callander Station aforesaid on the Canadian Pacific Railway, at or near Lake Nipissing, to the River Ottawa at or near the Long Sault, on the Upper Ottawa, or to some convenient point in navigable connection with Lake Temiscamingue; and shall have full power and authority to lay out, construct and complete, as an extension of the said firstly mentioned line of railway, a spur or branch from at or near the town of Sault Ste. Marie to the navigable waters of Lake Superior.

3. The Company shall have such running powers over the line of the Canadian Pacific Railway from the point of junction at or near Callander Station, to the point of junction at or near Wharnapit River, as have been or may be agreed upon by the Canadian Pacific Railway Company and the Government of Canada, in pursuance of and under the terms and provisions of the resolution of the Board of Directors of the Canadian Pacific Railway Company which

is appended as schedule B to this Act, and subject to the authority of the Governor in Council and to such conditions, stipulations and terms as may be imposed by order of the Governor in Council.

4. The Company shall have full power and authority to lay out and construct, complete, maintain, work, manage and use a railway bridge over the River Ste. Marie from some convenient point on their line of railway, to connect with any railways in the State of Michigan, one of the United States of America; and the sections of "*The Consolidated Railway Act*, 1879," or of any Act relating thereto passed in the present session of Parliament, under the heads of "Powers," "Plans and Surveys," and "Lands and their Valuation," shall, so far as necessary, apply to the power hereby given.

5. The undertaking hereby authorized shall be divided into two sections, which shall be known as the "Railway Section" and the "Bridge Section," respectively. The railway section shall consist of the lines of railway which the Company is hereby empowered to construct and operate, together with all its rolling stock, plant and equipments; and the bridge section shall consist of the bridge over the River Ste. Marie and its approaches, and all the machinery and plant thereof; and the capital account, tolls and revenues of each section shall be kept separate and distinct.

6. The Company shall not commence the said bridge, or any work thereunto appertaining, until the Company shall have submitted to the Governor in Council plans of such bridge and of all the intended works thereunto appertaining, nor until the plans and site of such bridge shall have been approved by the Governor in Council, and such conditions as he shall have thought fit for the public good to impose touching the said bridge and works shall have been complied with, nor shall any such plan be altered, nor any deviation therefrom allowed except upon the permission of the Governor in Council, and upon such conditions as he shall impose: Provided always, that if the said bridge be placed over the said river at a place where the same is navigable, it shall be constructed so as to have one draw in the main channel of the river, which draw shall be of such width as the Governor in Council may determine, and shall otherwise give free and unobstructed passage to vessels of every description navigating the said river, and the said draw shall at all times during the season of navigation be kept open, except when actually required to be closed for the passage of railway trains, and shall be otherwise tended and moved at the expense of the Company so as not to hinder unnecessarily the passage of any vessel. From sundown until sunrise, during the season of navigation, suitable lights shall be maintained upon the said bridge to guide vessels approaching the said draw.

7. The Company shall have power to unite with any other Company incorporated, or which may be incorporated, under

and by virtue of the laws of the United States of America, or of any of the said States, or with any body politic or corporate, in building the said bridge and approaches, and in maintaining, working, managing and using the same, and to enter into any agreement with such Company or Corporation respecting the construction, maintenance, management and use thereof; and it shall be lawful for the Company to levy and collect rates, tolls, rents and compensations for the use of the said bridge and its approaches, and to hypothecate, pledge and appropriate the receipts derivable from such bridge, after payment thereout of the other working expenses and the cost of maintenance, to the payment exclusively of the principal and interest of any bond, security or debt contracted for, or in the construction thereof, or to agree that the interest on such bond, security or debt shall form part of the working expenses of the railway.

8. So soon as the said railway bridge is completed and ready for traffic, all trains, locomotives and cars of all railways connecting with the same, either in Canada or the United States, now constructed, or hereafter to be constructed, and also the trains, locomotives and cars of all companies whose lines shall connect with any company so connecting with the said bridge and its approaches shall have the right to use the said bridge and its approaches at corresponding tariff rates for the persons and property, including that of the Company, which may pass over the said bridge, so that no discrimination in tariff for such transportation shall be made in favor of or against any railway, including the railway of the Company, whose trains, locomotives or cars may pass over the said bridge, under such regulations for the use of the said bridge as may, from time to time, be made, which shall, before the same are put in force, be submitted to and approved of, and which may, from time to time, be revised, after notice to the Company, by the Governor in Council.

9. Tolls for the use of the bridge shall be, from time to time, fixed and regulated by the by-laws of the Company, or by the Directors, if thereunto authorized by the by-laws, or by the shareholders at any general meeting, and may be demanded and received for all trains, locomotives and cars, and all passengers and property transported thereon, and shall be paid to such persons and at such places near to the bridge, in such manner and under such regulations as the by-laws direct;

2. In case of denial or neglect of payment on demand of any such tolls, or any part thereof, to such persons, the same may be sued for and recovered in any competent court, or the agents or servants of the Company may seize the goods for or in respect whereof such tolls ought to be paid, and detain the same until payment thereof; and in the meantime the said goods shall be at the risk of the owners thereof;

3. If the tolls are not paid within six weeks, the Company may sell the whole or any part of such goods, and out of the

money arising from such sale retain the tolls payable, and all charges and expenses of such detention and sale; rendering the surplus, if any, or such of the goods as remain unsold, to the person entitled thereto;

4. If any goods remain in the possession of the Company unclaimed for the space of twelve months, the Company may thereafter, and on giving public notice thereof by advertisement for six weeks in the *Official Gazette* of the Province in which such goods are, and in such other newspapers as they deem necessary, sell such goods by public auction at a time and place to be mentioned in such advertisement, and out of the proceeds thereof pay such tolls and all reasonable charges for storing, advertising and selling such goods; and the balance of the proceeds, if any, shall be kept by the Company for a further period of three months, to be paid over to any party entitled thereto;

5. In default of such balance being claimed before the expiration of the period last aforesaid, the same shall be paid over to the Receiver-General, to be applied to the general purposes of Canada, until claimed by the party entitled thereto;

6. All or any of the tolls may, by any by-law, be reduced and again raised as often as deemed necessary for the interests of the undertaking; but the same tolls shall be payable at the same time and under the same circumstances upon all trains, locomotives and cars, including those of the Company, and by all persons, so that no undue advantage, privilege or monopoly may be afforded to any company, including the Company hereby incorporated, person or class of persons by any by-laws relating to the tolls;

7. The Directors shall, from time to time, print and stick up, or cause to be printed and stuck up, in the 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 exhibiting all the tolls payable, and particularizing the price or sum of money to be charged or taken for the carriage or passage of any matter or thing;

8. No tolls shall be levied or taken until approved of by the Governor in Council, nor until after two weekly publications in the *Canada Gazette* of the by-law establishing such tolls, and of the Order in Council approving thereof;

9. Every by-law fixing and regulating tolls shall be subject to revision by the Governor in Council, from time to time, after approval thereof; and after an Order in Council, reducing the tolls fixed and regulated by any by-law, has been twice published in the *Canada Gazette*, the tolls mentioned in such Order in Council shall be substituted for those mentioned in the by-law, so long as the Order in Council remains unrevoked;

10. The Parliament of Canada may, from time to time, reduce the tolls upon the bridge, but not without consent

of the Company so as to produce less than ten per cent. per annum profit on the capital actually expended in its construction ; nor unless, on an examination made by the Minister of Public Works of the amount received and expended by the Company, the net income from all sources in connection with the bridge for the year then last passed, is found to have exceeded ten per cent. upon the capital so actually expended ;

11. No by-law of the Company by which any tolls are to be imposed or altered, or by which any party other than the members, officers and servants of the Company are intended to be bound, shall have any force or effect until the same has been approved and sanctioned by the Governor in Council ;

12. The said word " capital" as used in this section means the paid up stock and share capital of the Company, with interest added for periods during which no dividend is paid, to the exclusion of all subsidies and bonuses and of any debt of the Company contracted on the pledge thereof, or of any part thereof ; but the interest on such debt shall, for the purpose of this section, be deemed part of the working expenses of the bridge.

10. In case the State of Michigan or the United States shall at any time provide for the appointment of a Commission for regulating the working of the said bridge, the use thereof, and the compensation to be made therefor, and for settling any disputes arising in respect thereof, it shall be lawful for the Governor in Council to join in the appointment of the said Commission on such terms as he shall think proper, and to appoint one or more persons as members of the said Commission ; and in the event of any such appointment, the said Commission shall have the powers hereby conferred on the Governor in Council, and the decision of the said Commission shall be final and conclusive to the extent to which the same are final and conclusive by virtue of the provisions which may be made by the State of Michigan or the United States of America.

11. Until the said bridge shall be constructed, the Company shall have power to construct, purchase, charter, own and navigate scows, boats and steam and other vessels, for the purpose of crossing the said River Ste. Marie, and of carrying passengers and goods over the said river ; and the Company shall also have power to construct, purchase, charter, own and navigate steam vessels and other water craft on the waters of Lake Superior or on the said River Ste. Marie, for the purpose of traffic in connection with the railway, and shall also have power to make traffic arrangements with any line or lines of steam vessels or other water craft trading on Lake Superior.

12. In addition to the powers and rights conferred by section nine of " *The Consolidated Railway Act*, 1879," or of any Act relating thereto which may be passed during

the present session of Parliament, and notwithstanding anything therein contained, the Company may, without the assent of the proprietors thereof, acquire for the purposes of the undertaking and hold on the sides of or along the line of the railway, wherever it may be needed for the erection of snow-drift fences or barriers, such additional breadth of land as may be requisite and necessary so as to prevent the obstruction of the line by drifting snow; and the sections of the said "*Consolidated Railway Act*, 1879," under the heads of "Powers," "Plans and Surveys," and "Lands and their Valuation," so far as may be, shall apply to the additional powers hereby given.

13. The persons named in the first section of this Act shall be and are hereby constituted provisional directors of the Company (of whom twelve shall be a quorum), and shall hold office as such until the first election of directors under this Act. The provisional directors shall have power forthwith to open stock books and procure subscriptions of stock for the undertaking, and to receive payments on account of stock subscribed, and to deposit in any chartered bank of Canada all moneys received by them on account of stock subscribed and to cause surveys and plans to be made and executed; and upon a sufficient subscription of stock being obtained as hereinafter provided, they shall call a meeting of the shareholders of the Company for the election of directors.

14. The capital stock of the Company shall be two million of dollars, to be divided into shares of one hundred dollars each; and the money so raised shall be applied in the first place to the payment of all fees, expenses and disbursements for procuring the passing of this Act; secondly, for making or acquiring the surveys, plans and estimates connected with the works hereby authorized; and all the remainder of such money shall be applied to the making, equipping, completing and maintaining of the said railway and other purposes of this Act.

15. When and so soon as shares to the amount of two hundred thousand dollars in the capital stock of the Company have been subscribed and ten per cent. paid thereon, the provisional directors shall call a general meeting of the subscribers to the said capital stock, at the city of Toronto, for the purpose of electing directors of the Company, giving at least four weeks' notice by public advertisement in the *Canada Gazette* and in a newspaper published in the city of Toronto and in one published in the city of Hamilton, of the time, place and purpose of such meeting.

16. The mayors of the cities of Toronto and Hamilton and the warden of the county of Simcoe shall be *ex-officio* directors of the Company.

17. There shall be twelve directors, exclusive of the mayors and warden in the last preceding section named, who,

together with the mayors of the said cities and the warden of the said county, shall manage the affairs of the Company, and of whom seven shall be a quorum ; and the said board of directors may employ one or more of their members as paid director or directors ; and no person, except the mayors of the said cities and the warden of the said county, shall be qualified to be elected a director, unless he be a shareholder holding at least twenty shares of the stock of the Company absolutely in his own right and is not in arrears for any calls made thereon. The president, vice-president and a majority of the board of directors shall be British subjects.

18. At the first general meeting the shareholders who have paid ten per cent. on the capital stock subscribed by them, shall elect the directors who shall hold office until the first annual general meeting thereafter.

19. The annual general meeting shall be holden on the second Wednesday of the month of February in each year, or such other day as the directors may by by-law from time to time enact, at the city of Toronto or at the city of Hamilton, notice of which and of the holding of any general meeting of shareholders (all of which meetings shall be holden at the said city of Toronto or the city of Hamilton, as the directors may from time to time by by-law direct) shall be given by public advertisement inserted in the *Canada Gazette* and in a newspaper published in the city of Toronto and also in a newspaper published in the city of Hamilton, at least two weeks before the day named for the holding of such meeting, and in the said notice shall be specified the particular place in the said city of Toronto or Hamilton where such meeting is to be held.

20. No call shall be made for more than ten per centum at any one time on the amount subscribed, nor shall more than fifty per centum of the stock be called up in any one y ar.

21. The directors of the Company elected by the shareholders may make and issue as paid up stock shares in the Company, whether subscribed for or not, and may allot and hand over such stock and the mortgage bonds of the Company in payment of right of way, plant, rolling stock or materials of any kind, and also for the services of contractors engineers, and other persons, whether directors or not, who may have been, are, or may be engaged in promoting the undertaking and interests of the Company; and such issue and allotment of stock or bonds shall be binding on the Company, and such paid up stock shall not be assessable for calls.

22. A special general meeting of the shareholders of the Company may be called at any time by the Directors or by one-fourth part in value of the shareholders of the Company after refusal by the Directors to call the same ; but notice thereof, stating the object for which the meeting is called, signed by the Secretary of the Company, or by the share-

holders calling the same, must be sent by post or otherwise to each shareholder, three weeks before the day on which the said meeting is to be held, and must also be inserted once a week for four weeks previous to the said meeting, in some newspapers published in Toronto and Hamilton.

23. The Company shall have power and authority to become parties to promissory notes and bills of exchange, for sums not less than one hundred dollars ; and any such promissory note, made or endorsed by the President or Vice-President of the Company, and countersigned by the Secretary and Treasurer of the Company, and under the authority, general or special, of a majority of a quorum of the Directors, shall be binding on the Company ; and every such promissory note or bill of exchange so made, shall be presumed to have been made with proper authority until the contrary be shewn ; and in no case shall it be necessary to have the seal of the Company affixed to such promissory note or bill of exchange, nor shall the said President or Vice-President, or the Secretary and Treasurer be individually responsible for the same, even if the same be made, accepted or endorsed by him or them on behalf of the Company, provided the consideration for the said bill or note was received by the Company, unless the said promissory note or bill of exchange has been issued without the sanction and authority of the Board of Directors as herein provided and enacted : Provided however, that nothing in this section shall be construed to authorize the Company to issue notes or bills of exchange payable to bearer, or intended to be circulated as money or as the notes or bills of a bank.

24. The Directors of the Company, after the sanction of the shareholders shall have been first obtained at any special general meeting to be called from time to time for such purpose, shall have power to issue bonds, made and signed by the President or Vice-President of the Company, and countersigned by the Secretary, and under the seal of the Company, for the purpose of raising money for prosecuting each of the said sections of the said undertaking ; and such bonds shall without registration or formal conveyance, be taken and considered to be the first and preferential claims and charges upon the section for the purpose of which the same may be issued and the tolls and property, real and personal, of and belonging to each of the said sections then existing and at any time thereafter acquired, after deduction from such tolls and revenues of the working expenses of the railway and the bridge, respectively ; and each holder of the said bonds shall be deemed to be a mortgagee or incumbrancer upon the said securities, respectively, *pro rata*, with all the other bondholders of their respective sections : Provided however, that the whole amount of the issue of bonds on the railway section shall not exceed in all the sum of twenty thousand dollars per mile, to be issued in proportion to the length of railway constructed, or under contract to be constructed, and on the bridge section the sum of six hundred thousand dollars ; and provided also, that in the event at any time of the interest upon the said

bonds remaining unpaid and owing, then, at the next ensuing annual general meeting of the Company, and at all other general meetings as long as the said default shall continue, all holders of bonds shall have and possess the same rights, privileges and qualifications for directors and for voting as they would have had if the bonds they held had been shares, provided that the bonds and any transfers thereof shall have been first registered in the same manner as is provided for the registration of shares; and it shall be the duty of the Secretary of the Company to register the same, on being required to do so by any holder thereof; and the Company may provide for the payment annually of a sum by way of a sinking fund towards the payment of the principal of the said bonds, and such sinking fund may be invested in the re-purchase or redemption of the bonds of the Company; and it shall be lawful for any other railway company or companies whose line or lines can connect with the railway hereby authorized, by means of running powers, to agree for the loan of its or their credit, either by direct guarantee or traffic contract or otherwise, to secure the payment of the interest or the sinking fund or any part of the interest or sinking fund of such bonds.

25. The Company may secure such bonds by a deed or deeds of mortgage executed by the Company, with the authority of its shareholders, expressed by a resolution passed at such special general meeting; and any such deed may contain such description of the property mortgaged by such deed, and such conditions respecting the payment of the bonds secured thereby and of the interest thereon, and the remedies which shall be enjoyed by the holders of such bonds or by any trustee or trustees for them in default of such payment, and the enforcement of such remedies, and may provide for such forfeitures and penalties in default of such payment, as may be approved by such meeting; and may also contain, with the approval aforesaid, authority to the trustee or trustees, upon such default, as one of such remedies, to take possession of the railway and property mortgaged, and to hold and run the railway on the railway section, and to work the bridge on the bridge section respectively, for the benefit of the bondholders thereof respectively, for a time to be limited by such deed, or to sell the said railway and property, or bridge and property, after such delay and upon such terms and conditions as may be stated in such deed; and with like approval any such deed may contain provisions to the effect that upon such default and upon such other conditions as shall be described in such deed, the right of voting possessed by the shareholders of the Company shall cease and determine, and shall thereafter appertain to the bondholders; and such deed may also provide for the conditional or absolute cancellation after such sale of any or all of the shares so deprived of voting power, and may also, either directly by its terms, or indirectly by reference to the by-laws of the Company, provide for the mode of enforcing and exercising the powers and authority to be conferred and defined by such deed, under the pro-

visions hereof. And such deed, and the provisions thereof, made under the authority hereof, and such other provisions thereof as shall purport (with like approval) to grant such further and other powers and privileges to such trustee or trustees and to such bondholders, as are not contrary to law or to the provisions of this Act, shall be valid and binding; but if any change in the ownership or possession of the said railway and property, or bridge and property, shall at any time take place under the provisions hereof, or of any such deed, or in any other manner, the said railway and bridge property shall continue to be held and operated under the provisions hereof and of "*The Consolidated Railway Act*, 1879," and of any Act which may be passed during the present session of Parliament relating thereto, as hereby modified.

26. The bonds authorized by this Act to be issued by the Company, may be so issued in whole or in part in the denomination of dollars or pounds sterling, or in either or both of them; and the coupons may be for payment in denominations similar to those of the bond to which they are attached, and payable at such place or places in Canada or elsewhere, and bearing such rate of interest, as the Directors may think proper. And the whole or any of such bonds may be pledged, negotiated or sold upon such conditions and at such price as the Board of Directors shall from time to time determine.

27. It shall not be necessary, in order to preserve the priority, lien, charge, mortgage or privilege, purporting to appertain to or be created by any bond issued, or mortgage deed executed, under the provisions of this Act, that such bond or deed should be registered in any manner, or in any place whatever. But every such mortgage deed shall be deposited in the office of the Secretary of State of Canada, of which deposit notice shall be given in the *Canada Gazette*. And in like manner any agreement entered into by the Company under section thirty-three of this Act, shall also be deposited in the said office. And a copy of any such mortgage deed, or agreement, certified to be a true copy by the Secretary of State or his Deputy, shall be received as *primâ facie* evidence of the original in all courts of justice, without proof of the signatures or seal upon such original.

28. The Company may, from time to time, for advances of money to be made thereon, mortgage or pledge any bonds which they can, under the provisions of this Act, issue for the construction of the railway section or bridge section and only for the purposes for which such bonds have been issued.

29. All the bonds, debentures, mortgages and other securities hereby authorized, and the coupons and interest warrants thereon respectively, may be made payable to bearer, and shall in that case be transferable by delivery; and any holder of any such bonds, debentures, mortgages or coupons so made payable to bearer, may sue at law thereon in his

own name, unless and until registry thereof in the manner provided in this Act, and while so registered they shall be transferable by written transfer, registered in the same manner as in the case of shares, but they shall again become transferable by delivery, upon the registration of a transfer to bearer, which the Company shall be bound to register, on the demand of the registered holder for the time being.

30. The Company may receive from the Government of Canada or from the Government of any of the Provinces, or from private individuals or municipal or other corporations, who may have power to make or grant the same, money or securities for money in aid of the construction, equipment and maintenance of the said railway and bridge and the same may be received by way of bonus or gift or by way of loan. And in like manner and for the same purpose the Company may receive, take and hold grants of land from either or any of the said Governments or from private individuals, municipal or other corporations who may have power to grant the same, and upon accepting such aid from either or any of the Governments aforesaid, may agree to give such running powers to,or to make such traffic arrangements with any other railway company or companies, as the said Government may require to be made or given, as a condition of such grant; but nothing herein contained shall render it lawful for the Company to make any arrangement whereby one company may obtain advantages over any other company.

31. The Company may hold, and may alienate and mortgage any lands that may be granted to it, not required for the purposes of the undertaking, and apply the proceeds thereof for the purposes of the undertaking.

32. The Company shall make running arrangements with, and give running powers to any railway company or companies in the Dominion of Canada (whether incorporated by the Dominion or any of the Provincial Legislatures) which are now or may hereafter be situate on the line or lines hereby authorized, or which touch or cross the same, or any line or lines which connect with any of such lines, upon terms to be agreed upon; and such running powers shall include all proper and necessary facilities in sidings for obtaining fuel and water, and generally for the passing and working of the trains of the company or companies exercising the same; and the facilities so to be given shall be equal to all companies exercising such powers, so that no unfair advantage shall be given to any one company over another in the use of the said lines; and all the powers mentioned in this Act shall be so given upon the payment of a reasonable compensation therefor; and any railway company or companies as aforesaid which may claim and use the running powers and facilities over the line or lines of the Company as hereby authorized shall grant similar running arrangements and powers over any line or lines of railway which such Company may own or control, and which may now or may hereafter be situate on, or may touch or cross the same, or any line or lines which connect

with any of such lines, and all such powers shall be so given and exercised upon the payment of a reasonable compensation therefor: Provided that the running powers mentioned in this Act shall not include any right for one company to engage or participate in, or operate upon or over the line of any other company, or on any part thereof, any local traffic served by, collected or distributed at, or belonging to places upon the line or lines of the company over whose lines running powers are exercised, or at which such company shall have established stations: and provided further, that the company or companies exercising the running powers as herein provided shall have the right to interchange through traffic with any other railway company or companies whose line or lines of railway shall reach to and connect with the lines of the Company at Callander or Sault Ste. Marie: and provided further that the running powers hereby given over the lines of the Company hereby incorporated shall not be extended or continued to any company which shall construct and work a line of railway to Callander or Sault Ste. Marie from any point connecting with the railway system of Ontario.

33. It shall be lawful for the Company to enter into any agreement with any other railway company whose line is situate on the line hereby authorized or whose line can connect therewith, for leasing the railway hereby authorized, or any part thereof, or the use thereof at any time or times, or for leasing or hiring from any such other company any railway or part thereof, or the use thereof, or for leasing or hiring any locomotives, tenders, plant, or any stock or other property, or either or both or any part thereof, or touching any service to be rendered by the one company to the other, and the compensation therefor: Provided the arrangements or agreements therefor shall be approved of by two-thirds of the shareholders voting in person or by proxy at a special general meeting to be called for that purpose; and any company who may become such lessee shall be and is authorized and empowered to exercise all the rights and privileges in this Act conferred: Provided also, that the leasing or letting of the railway hereby authorized or any part thereof shall not take effect unless and until approved of by the Governor General in Council: Provided further, that the Company who may become lessees thereof, and the railway leased shall be subject to all the obligations hereby imposed on the Company hereby incorporated.

34. In order to afford reasonable facilities to all companies whose lines of railway may at any point or points be connected with and form a continuous line of railway or part of a continuous line of railway with the railway of the Company hereby incorporated, for the receiving, forwarding, delivering, interchange and working of traffic upon and by way of the several railways belonging to or worked by such companies respectively, the Company hereby incorporated shall, for the purposes of all traffic whatsoever, whether passengers and their baggage, including the usual accommodation for express matter, or freight of any description,

including live stock and minerals, and whether such traffic shall originate or terminate upon the railway systems of such companies or either of them, or come from or be destined to some other railway or railways or other carriers connecting mediately or immediately with them, at all times receive, ticket, bill, invoice and forward the traffic upon and over its railway from such connecting point to or towards its destination, and deliver any and all such traffic as consigned, either in final delivery upon or from its own railway, or to some other carrier for further transmission to its destination according to the ticket, bill, or invoice; and in like manner shall receive, ticket, bill, invoice and forward the traffic destined to or by way of such connecting railway and duly deliver the same at such connecting point to such connecting railway; and the Company hereby incorporated shall afford to all other companies having connecting railways as aforesaid, all needful accommodation, facility and convenience at their stations and by their trains and otherwise and by through rating, billing, and ticketing for the promotion of their business and the interchange of such traffic.

2. And the Company hereby incorporated shall not give or allow directly or indirectly any preference or advantage to, or to the traffic by, any other railway or portion of a railway or other carriers' line forming part of a continuous route, whether owned or operated by or in interest directly or indirectly with the Company hereby incorporated or otherwise, over any such connecting railway or the traffic thereby; and it shall be unlawful for the Company hereby incorporated to make, and it shall not make any greater or higher charge for the carriage of traffic or any service connected with the traffic passing to or from any such connecting railway than the lowest charge it shall make for a like or similar service over any part of its own railway, or which shall be made over any part of a railway worked by or in interest with it, nor make or allow any discrimination, preference or advantage as between any such connecting railways.

3. And the Company hereby incorporated shall carry all such traffic interchanged with any such connecting railway at the lowest mileage rate for the time being charged or received by it for the carriage of like or similar classes of traffic over the same part of its railway, which lowest mileage rate shall in no case exceed the *pro rata* mileage rate charged or received for the haulage of the like or similar classes of traffic over any part of the whole line of railway worked by or in interest with the said Company hereby incorporated.

4. Provided that nothing herein shall oblige the Company hereby incorporated to accept for the carriage of any such traffic less than its *pro rata* share, according to mileage, of the entire through charge, rate or fare at which the same shall be carried by railway.

5. And provided further, that the Company hereby incorporated shall be obliged to furnish the facilities and to work

through traffic with any other connecting company, only so long as the said other company shall afford to the Company hereby incorporated the like facilities in return.

35. In case the said companies shall fail to agree upon the extent or manner of working or carrying into effect the provisions contained in sections thirty-two and thirty-four, such matters and difference shall be settled by three arbitrators, appointed from time to time, one to be appointed by each of the said railway companies, parties to such difference, and the third by one of the Judges of one of the Superior Courts of Ontario ; and in the event of either of the said companies refusing or neglecting to appoint such arbitrator for the space of ten days after being requested or notified so to do by the other company, then the said Judge shall appoint such arbitrator for the company so neglecting or refusing ; and the decision and award of the said arbitrators, or a majority of them, shall be final and binding on the said companies, and may be enforced in any court of law or equity having jurisdiction in the premises.

36. The Company shall have full power and authority to construct, work and operate such line or lines of telegraph in connection with and along the line of their railway and branches as may be necessary or useful for the purposes of their undertaking, and may also, pending the construction of the bridge over the River Ste. Marie by this Act authorized, lay, maintain, keep in repair and operate a sub-aqueous electric telegraph cable across the said river ; and for the purpose of constructing, working or protecting the telegraph lines to be constructed by the Company on their line of railway, the powers conferred on telegraph companies by the Act chapter sixty-seven of the Consolidated Statutes of the late Province of Canada, intituled, "*An Act respecting Electric Telegraph Companies*," are hereby conferred on the Company ; and the other provisions of the said Act for the working and protection of telegraph lines shall apply to such telegraph lines constructed by the Company.

37. Conveyances of land to the Company for the purposes of and exercise of the powers given by this Act, made in the form set out in the schedule hereunder written, or the like effect, shall be sufficient conveyance to the Company, their successors and assigns, of the estate and interest, and sufficient bar of dower respectively, of all persons executing the same ; and such conveyances shall be registered in the same manner and upon such proof of execution as is required under the registry laws of Ontario.

38. The Company shall have full power to purchase or lease land at any place or places on the shores of Lake Superior in connection with and for the purposes of any line or lines of steam vessels or other ships which the Company may own, charter or navigate on the said lake, or which may be run in connection with the said railway hereby authorized ; and the Company may erect warehouses, elevators, docks, stations, workshops and offices thereon, and

sell and convey such land as may be found superfluous for any such purpose.

. Between Gravenhurst and Sault Ste. Marie, the railway shall be commenced within two years, and the extension from Callander station to the Long Sault, on the Upper Ottawa, shall be commenced within three years, and the whole line shall be completed within six years from the passage of this Act.

SCHEDULE A.

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

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

Signed, sealed and delivered in the presence of } A. B. L.S.

C. D.

SCHEDULE B.

And whereas in the course of the debate upon the Canadian Pacific Railway Act certain questions arose which the contractors present at Ottawa deemed it expedient to meet, by agreeing that this Company would enter into certain undertakings with the Government of Canada so soon as it should be organized, and it is expedient to provide for entering into such arrangements: Therefore, it is unanimously resolved that this Company is prepared to enter into an agreement with the Dominion Government to the effect following, that is to say, if any Company other than the Canada Central Railway Company builds a line from any point on the Canadian Pacific Railway at or about the Wharnapit river to any point on Lake Huron or Lake Superior, or on the river Ste. Marie, such Company shall have running powers over the Canadian Pacific Railway from the point of junction to Callander Station, on condition that such Company shall

grant to the Canadian Pacific Railway Company similar and reciprocal running powers over its railway west of such point of junction. In the event of the Company purchasing, acquiring, amalgamating with, leasing or holding and operating the Canada Central Railway, the said Callender Station shall continue to be a neutral or receiving and distributing point common to the Canada Central Railway and any railway in the Province of Ontario, running southward from said Callander Station, and in that case all traffic to or from any point in the West or North-West coming from or destined for any such Ontario railway shall be carried to or from Callander Station at the same mileage rate as similar traffic to or from such point coming from or destined for the said Canada Central Railway; and such mileage rate shall not be greater than the average rate per mile charged for similar traffic from the point of shipment on the Canadian Pacific Railway to the point of destination on the Canada Central Railway, or from the point of shipment on the said Canada Central Railway to the point of destination on the Canadian Pacific Railway, as the case may be. And for the purposes of this section the word "traffic" includes not only passengers and their baggage, goods, animals and things conveyed by railway, but also cars, trucks and vehicles of any description adapted for running over any railway if offered for carriage as freight. But this agreement shall not be construed as consenting to any running powers by any railway over the Canadian Pacific Railway. This agreement to be subject to the conditions as to special rates for the purchasers of land, or for emigrants, or intending emigrants, which are contained in the twenty-fourth section of the charter of this Company, If at any time the Canada Central Railway should be purchased, acquired, leased in perpetuity by, or amalgamated with, this Company, such amalgamation, acquisition, purchase or lease shall be made subject to the existing legal obligations of that Company created by its charter, or any amendment thereof in respect of running powers or traffic arrangements, as well as in respect of the matters and things referred to in the letters patent incorporating this Company.

No. 79.

3rd Session, 4th Parliament, 44 Vict., 1880-1

BILL.

An Act to incorporate "The Northern, North-Western and Sault Ste. Marie Railway Company."

(Reprinted as amended and reported by the Railway Committee.)

(PRIVATE BILL.)

Mr. McCarthy.

OTTAWA:

PRINTED BY MACLEAN, ROGER & CO.

1881.

No. 80.] **BILL.** [1880-1

An Act to incorporate "The Acadia Steamship Company, (Limited.)"

Preamble.

WHEREAS Lawrence Delap, of Annapolis Royal, in the County of Annapolis and Province of Nova Scotia, shipowner; Thomas. S. Whitman, of the same place, County and Province aforesaid, banker; John B. Mills, M.A., of the same place, County and Province aforesaid, barrister-at-law; Harris VanBlarcom, of the same place, County and Province aforesaid, Esquire; Albert D. Mills, of the same place, County and Province aforesaid, merchant; Captain Jacob Hall, of Middleton, in the County and Province aforesaid, master mariner; Thomas Jones, of Nictaux, in the County and Province aforesaid, farmer; Captain Joseph Hall, of Granville Ferry, in the County and Province aforesaid, shipowner; James P. Roop, of Clementsport, in the County and Province aforesaid, merchant; Joseph A. Bancroft, of Round Hill, in the County and Province aforesaid, farmer; Gilbert Shafner, of Lower Granville, in the County and Province aforesaid, farmer; Thomas R. Harris, of Aylesford, in the County of King's and Province aforesaid, merchant; and John W. Margeson, of Cornwallis, in the said County of King's and Province of Nova Scotia aforesaid, farmer, have petitioned the Parliament of Canada praying that they may be incorporated, with such other persons as shall become associated with them, as a Company under the name and style of "The Acadia Steamship Company," for the purpose of owning real estate on which to erect piers, warehouses and sheds, and steamships and vessels for general transportation purposes, and particularly to run to and fro between Annapolis Royal aforesaid and a port or ports in the United Kingdom; and whereas it is expedient to grant the prayer of their petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Certain persons incorporated.

1. The said Lawrence Delap, Thomas S. Whitman, John B. Mills, M.A., Harris VanBlarcom, Albert D. Mills, Captain Jacob Hall, Thomas Jones, Captain Joseph Hall, James P. Roop, Joseph A. Bancroft, Gilbert Shafner, Thomas R. Harris and John W. Margeson, together with such other person or persons as shall be and become stockholders in the Company to be hereby incorporated, and their respective heirs, executors, administrators, curators and assigns shall be and are hereby created a body politic and corporate by the name of "The Acadia Steamship Company, (Limited,)" hereinafter called the Company, with a common seal; and by that name may sue and be sued, plead and be impleaded in all courts of law or equity.

Corporate name.

Capital stock and shares.

2. The capital stock of the Company shall be one hundred thousand dollars, divided into one thousand shares of one hundred dollars each, with power at any general meeting of the Company to increase the same from time to time to any amount in one hundred dollar shares up to five hundred thousand dollars

Business of the Company.

3. The Company shall have power to own, build, buy, sell and charter steamships, ships and vessels of all kinds, and to employ them in any lawful business whatsoever and wheresoever.

Real estate.

4. It shall be lawful for the Company to purchase, rent, take, hold and enjoy for them and their successors, as well in Canada as elsewhere, when it shall be deemed expedient for the purposes of the Company to do so, either in the name of the Company or in the name of trustees for the Company, such lands or real estate, wharves, docks, warehouses, cattle-sheds and grazing lands, offices and other buildings as they may find necessary and convenient for the purposes of the Company, and to sell, lease, mortgage or dispose of the same, and others to purchase or acquire in lieu thereof, not to exceed the sum of fifty thousand dollars in value at any one point.

Certain charges authorized.

5. The Company may charge on all property placed with them or in their custody a fair remuneration as may be fixed upon by the Directors for storage, warehousing, wharfage, dockage, cooperage, grazing or any other care and labour in and about such property on the part of the Company over and above the regular freight and primage of the said property which may have been carried or may be carried by them.

Recovery of charges.

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

Lien for charges.

7. The Company, in the event of non-payment of freight, advances and other charges when due, upon goods or effects in its possession or under its control, may sell at public auction or private sale the goods whereon such advances and other charges have been made, and retain the proceeds, or so much thereof as shall be equal to the amount due to the Company, with charges and costs, returning the surplus, if any, to the owner thereof; but no sale of any goods or effects shall take place under this Act until or unless, prior to the sale thereof, thirty days' notice of the time and place of such sale has been given by registered letter transmitted through the post office to the owner of such goods or effects, unless otherwise provided in the contract between the parties.

8. The Directors of the Company may call in the capital stock of the same as follows: first call, ten per cent., one month's notice being first given; second call, ten per cent., one month's notice being first given; third call, twenty per cent., one month's notice being first given; fourth call, twenty per cent., two months' notice being first given; fifth call, twenty per cent., two months' notice being first given; sixth call, twenty per cent., two months' notice being first given; notice of each call must bear date after the date of the previous call and be in writing. Calls on stock.

9. The business and affairs of the Company shall be conducted and managed and its powers exercised by ten Directors, (five of whom shall form a quorum,) elected by the stockholders. Directors.

10. The Provisional Directors of the Company shall consist of Captain Jacob Hall, of Middleton, John W. Margeson, of Kentville, John B. Mills, of Annapolis Royal, Thomas R. Harris, of Aylesford, Captain Joseph Hall, of Granville Ferry, Thomas Jones, of Nictaux, Gilbert Shafner, of Granville, Joseph A. Bancroft, of Round Hill, James P. Roop, of Clementsport, and Thomas S. Whitman, of Annapolis. The Provisional Directors, after the passing of this Act, shall have power to organize, to open subscription books for the subscription of stock therein, and generally to exercise the usual functions of Directors until the first general election, as hereinafter provided. Provisional directors.

11. It shall be lawful for the Company, at any annual meeting or any regular meeting convened for the purpose, to make and pass such resolutions, and make such regulations and by-laws as shall appear to them proper and necessary to regulate the elections of Directors and the period during which they shall hold office, the allotment of stock, the making of calls thereon, the payment thereof, the issue and registration of certificates of stock, the forfeiture of stock for non-payment, the disposal of forfeited stock and of the proceeds thereof, the transfer of stock, the declaration and payment of dividends, the appointment, functions, duties and removal of all agents, officers and servants of the Company, the security to be given by them to the Company, their remuneration and that of the Directors; the time at which meetings of the shareholders may be called, the imposition and recovery of all penalties and forfeitures admitting of regulation by by-law, and the conduct in all other particulars of the affairs of the Company; and from time to time to repeal, amend or re-enact the same; but every by-law and every repeal, amendment or re-enactment thereof, unless in the meantime confirmed at a general meeting of the Company duly called for that purpose, shall only have force and effect until the next meeting of the Company, and in default of confirmation thereat shall from that time only cease to have force; and a register of all such by-laws shall be kept by the Company, which shall be open to the inspection of the public during regular office hours. By-laws may be made for certain purposes. Confirmation.

Certificates of shares may be issued.

12. The Directors of the Company shall, from time to time, issue to each of the shareholders respectively certificates under the seal of the Company of the number of the shares to which he is entitled; and he shall then be legal owner of such shares and invested with all the rights and subject to all the liabilities of a shareholder in respect of such shares; and such person to whom any share or shares shall be assigned shall sign an acknowledgment of his having taken such share or shares, which acknowledgment shall be kept by the Directors, and shall be conclusive evidence of such acceptance and that the person signing it has taken upon himself the liability aforesaid.

Recovery of calls by suit.

13. Should the said Directors deem it more expedient, in any case, to enforce the payment of any unpaid instalments than to declare forfeited or sell the share, in respect whereof the said call is due, it shall and may be lawful for the Company to sue for and recover the same from such shareholder, with interest thereon, in an action in any court having civil jurisdiction to the amount claimed: Provided that nothing herein contained shall in any way affect the right of the Company to declare forfeited the shares of any shareholder for non-payment of calls or subscription, whether after or before such judgment for recovery thereof.

Application of funds.

14. The capital stock and increase thereof of the Company is hereby directed and appointed to be laid out and applied, in the first place, to the preliminary expenses attending the establishment of the Company; and all the rest, residue and remainder of such money for and towards carrying out the objects of the undertaking and the other purposes of the Company and to no other use, intent or purpose whatsoever.

Company not bound to see to trusts.

15. The Company shall not be bound to see to the execution of any trust, whether express, implied or constructive to which any of the shares of its capital stock may be subject, and the receipt of the party in whose name any such share shall stand in the books of the Company shall, from time to time, be a discharge to the Company for any dividend or other sum of money payable in respect of such share, notwithstanding any trust to which such share may then be subject, and whether or not the Company have had notice of such trust, and the Company shall not be bound to see to the application of the money paid upon such receipt.

Transmission of share otherwise than by transfer.

16. Any person becoming entitled to a share in consequence of the death, bankruptcy or insolvency of any shareholder, or in consequence of the marriage of any female shareholder, may be registered as a shareholder upon such evidence being produced as shall from time to time be required by the Directors, and on production of a declaration and request in writing in that behalf, which declaration shall distinctly state the manner in which, and the party to whom, such shares shall have been transmitted, and shall be by such party made and signed, and the signature thereto shall be attested by at least one witness, whom the Company may

require to be sworn before a Judge of a Court of Record, or the Mayor, Provost or Chief Magistrate of a city, town or borough or municipality, or a Public Notary, or, if from a foreign country, by the British Consul or Vice-Consul, or other accredited representative of the British Government in the country where the declaration shall be made, which shall be conclusive evidence of such party having agreed to become a shareholder.

Annual general meeting.

17. The annual general meeting of the Company shall be held at Annapolis Royal, in the office of the Company, at such time as may be fixed by the Directors, for the purpose of electing Directors and for transacting the general business of the Company. At such meeting the President of the Company, or in his absence the Vice-President, and in the absence of both, the Managing Director or any other of the Directors shall take the chair, and shareholders may appear in person or be represented by proxy, as hereinafter provided.

Election of officers.

18. The Directors elected at the annual meeting, or by a meeting convened for the purpose, shall assemble within two days after the annual election of the said Directors, and shall then elect from amongst themselves, by a majority of votes of those then present, a President and a Vice-President and a Managing Director, (who may be either the President or the Vice-President,) who shall hold office for one year, or until their successors are elected and enter upon the duties of their offices; any of these officers may call meetings of the Directors as often as occasion my require.

Votes on shares.

19. At all meetings of the shareholders held in pursuance of this Act, whether the same be annual or special, every shareholder shall be entitled to as many votes as he has shares in the said stock, and such vote or votes may be given in person or by proxy; and all questions proposed or submitted for the consideration of the said meetings shall be finally determined by the majority of the votes of the shareholders present or voting by proxy, except in any case or cases otherwise provided for by this Act: Provided always, that no person shall be entitled to vote as proxy at any meeting unless he shall be a shareholder in the Company, and produce written authority as such proxy duly authenticated.

Time and manner of voting.

20. At all elections of Directors or in the transaction of other business of the Company the voting shall be by ballot, and between the hours of ten o'clock a m. and four o'clock p m., and thirty days' notice must be given in at least one newspaper published in each of the three Counties of Annapolis. King's and Digby, and by special notices mailed to the address of the shareholders who shall have made known such address to the Company, stating whether the meeting is annual or special, and if special, the principal object for which it is called.

Notice.

21. The Directors of the Company may appoint local

Local boards or agents.

boards of management or agents in Canada or elsewhere, and for such time and on such terms as to them shall seem expedient; and the Directors may empower and authorize any such board or agent to do and perform any act or thing, or to exercise any powers which the Directors themselves or any of them may lawfully do, perform and exercise, except the power of making by-laws; and all things done by any such board or agent, by virtue of the powers in them vested by such Directors, shall be as valid and effectual, to all intents and purposes, as if done by such Directors themselves, anything in this Act to the contrary notwithstanding.

Statement of affairs.

22. The Directors shall cause an exact statement of the affairs, debts and assets of the Company to be made up on a certain day in each and every year, such day to be fixed by the Directors, which statement shall be submitted to the shareholders.

Certain books to be kept.

23. The Company shall cause a book or books to be kept by the Secretary, or by some other officer specially charged with that duty, wherein shall be recorded the names of all persons who are or have been shareholders, the address and calling of every such person while such shareholder; the number of shares of stock held by each shareholder; the amounts paid in and remaining unpaid, respectively, on the stock of each shareholder; all transfers of stock in their order as presented to the Company for entry, with the date and other particulars of each transfer, and the date of the entry thereof; the names, addresses and callings of all persons who are or have been Directors of the Company, with the several dates at which each became or ceased to be such Director.

Conditions as to transfer.

24. The Directors may refuse to allow the entry, in any such books, of a transfer of stock whereof the whole amount has not been paid in; and no transfer made with the view of relieving the transferrer from pre-existing debts of the Company shall be valid or prevent any antecedent creditor from exercising his remedy against such transferrer in the same way as if he had continued to be a shareholder in the Company.

Shareholder may examine books.

25. Every shareholder shall be permitted to examine the books of the Company on making application, in writing, to the Directors, stating the reasons and objects of such examination: Provided always, that the business of the Company be not interrupted thereby.

Liability of shareholder limited.

26. No shareholder shall, as such, be held liable for any claim, engagement, loss or payment, or for any injury, transaction, matter or thing relating to or connected with the Company, or the liabilities, acts or defaults of the Company beyond the sum, if any, remaining due and unpaid on the shares subscribed for or held by him in the stock of the Company.

27. The shares in the capital stock of the Company shall be deemed personal estate, and shall be transferable as such. Shares personal estate.

28. Every contract, agreement or bargain by the Company, or by any one or more of the Directors on behalf of the Company, or by any agent or agents of the Company, and every promissory note made or endorsed, and every bill of exchange drawn, accepted or endorsed by such Director or Directors on behalf of the Company, or by any such agent or agents in general accordance with the powers to be devolved to and conferred upon them respectively under the by-laws, shall be binding upon the Company; and in no case shall it be necessary to have the seal of the Company affixed to any such contract, agreement, engagement, bargain, promissory note or bill of exchange, or to prove that the same was entered into, made or done in strict pursuance of the by-laws; nor shall the party entering into, making or doing the same as Director or agent be thereby subjected individually to any liability whatsoever. Certain contracts, &c., binding on the company.

29. The Directors may, from time to time, resolve at any meeting specially called for such purpose, to borrow money on behalf of the Company at such rates of interest and upon such terms as they may by such resolution determine; and to effect such loan the Directors may authorize the Managing Director of the Company, the President, or any two of the Directors, to make and execute mortgages, issue, grant and consent to bottomry, or other bonds or other instruments which may be necessary, and to that end charge such property of the Company as they may by such resolution authorize to be so charged, by way of pledge, mortgage or hypothec, and may assign, transfer or deposit any of the documents, title deeds, muniments, securities or property of the Company, and either with or without power of sale or other special provisions as the Directors at such meeting may deem expedient: Provided that the aggregate of the sum or sums borrowed or bonds issued shall not at any time exceed half the amount of the paid up capital stock of the Company; and no lender or purchaser of bonds so issued by the Company shall be bound to enquire into the occasion for any such loan or into the validity of any resolution authorizing the same or the purpose for which such loan is wanted. Borrowing powers of the company. Proviso: amount limited.

30. Aliens shall have the same right as British subjects to take and hold stock or shares in the Company, and to vote either as principals or proxies, and shall be eligible to office in the Company. Equal rights of shareholders.

31. No share shall be transferable until all overdue calls thereon have been fully paid in, or until declared forfeited for non-payment of calls thereon or sold under an execution. Transfer.

32. If at any time an election of Directors be not made, or do not take effect at the proper time, the Company shall not be held to be thereby dissolved; but such election may Failure of election not to dissolve company,

take place at any general meeting of the Company duly called for that purpose.

Forfeited shares.

33. Every share which shall be forfeited shall be deemed to be the property of the Company, and may be sold, re-allotted or otherwise disposed of upon such terms, in such manner and to such person or persons as the Company may think fit.

Paid-up stock may be issued as payment.

34. The Directors shall have power to issue paid up stock in the Company in payment of the price of steamers and vessels or real estate, and such paid up stock shall be free from all calls whatsoever, and from all claims and demands on the part of the Company or the creditors thereof to the same extent as if the amount of the same had been regularly called in by the Company, and paid by the holder thereof in full.

Directors indemnified.

35. Every Director of the Company, and his heirs, executors and administrators shall, from time to time, be indemnified and saved harmless out of the funds of the Company from and against all costs, charges and expenses whatsoever, which he shall or may sustain or incur in or about any action, suit or proceeding which shall be brought, commenced or prosecuted against him for or in respect of any act, deed, matter or thing whatsoever made, done or permitted by him in or about the execution of the duties of his office; and also from and against all other costs, charges and expenses which he shall sustain or incur in or about, or in relation to the affairs thereof, except such costs, charges or expenses as shall be occasioned by his own wilful neglect or default.

Trustees not personally liable.

36. No person holding stock in the Company, as an executor, administrator, curator, guardian or trustee, shall be personally subject to liability as a shareholder, but the estates and funds in the hands of such person shall be liable in like manner and to the same extent as the testator or intestate, or the minor or ward or interdicted person, or the person interested in such trust fund would be, if living, and competent to act; and no person holding such stock as collateral security shall be personally subject to such liability; but the person pledging such stock shall be considered as holding the same, and shall be liable as a shareholder accordingly.

Head office.

37. The head office of the Company shall be in Annapolis Royal, but the Directors may have offices and transact business wherever they may see fit.

No. 80.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act to incorporate "The Acadia Steamship Company, Limited."

Received and read, first time, Friday, 4th March, 1881.
Second reading, Monday, 7th March, 1881.

(PRIVATE BILL.)

Mr. LONGLEY.

OTTAWA:

PRINTED BY MACLEAN, ROGER & CO.

1881.

No 81.] **BILL.** [1880-1.

An Act with reference to the Andrew Mercer Ontario Reformatory for Females, and the Central Prison for the Province of Ontario.

Preamble.

HER Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

42 V., c. 43, s. 1, repealed and new substituted.

1. The first section of the Act passed in the forty-second year of Her Majesty's reign, entitled "*An Act respecting the Andrew Mercer Ontario Reformatory for Females*," is hereby repealed, and the following substituted therefor:—

In what cases female convicts may be sent to the Reformatory.

"1. Every court in Ontario, before which any female is convicted of an offence against the laws of Canada, punishable by imprisonment in the common gaol for the period of two months, or for any longer time, may sentence such female to imprisonment in the said reformatory instead of the common gaol of the county or judicial district where the offence was committed or was tried. This section shall not authorize the imposition of such sentence by a justice of the peace, but such sentence may be imposed by a police or stipendiary magistrate."

Section 2 repealed and new substituted.

2. The second section of the said Act is hereby repealed, and the following substituted therefor:—

Transfer of convicts from Common Gaol to Reformatory to complete their terms.

"2. Any female from time to time confined in any common gaol in the said Province, under sentence of imprisonment for any offence against the laws of Canada, may, by direction of the Provincial Secretary, be transferred from such common gaol to the said reformatory, to be imprisoned for the unexpired portion of the term of imprisonment to which such female was originally sentenced or committed to the common gaol, and such female shall thereupon be imprisoned in the reformatory aforesaid, for the residue of the said term, and shall be subject to all the rules and regulations of the reformatory."

As to females convicted under 32-33 V., c. 28, as amended by 37 V., c. 43, or 32-33 V., c. 32.

3. Where any female is convicted under either of the Acts passed in the Sessions of the Parliament of Canada held in the thirty-second and thirty-third years of Her Majesty's reign, entitled respectively, "*An Act respecting Vagrants*," and "*An Act respecting the prompt and summary administration of Criminal Justice in certain cases*," she may be sentenced to the said reformatory for any period less than two years; but in case any term exceeding six months is inflicted, no fine shall be imposed in addition.

Sentence to Reformatory or Central prison to be taken to include hard labour &c. *See* 32-33 V., c. 29, s. 97.

4. Where any person is sentenced to imprisonment in the said reformatory or in the Central Prison for the Province of Ontario, such sentence shall be taken to include hard labour, although hard labour is not expressly imposed, and any person so sentenced shall be subject to all the rules and regulations of the place of confinement to which he or she is sentenced.

Removal to Central Prison although imprisonment was for non-payment of fine.

Provision in case of subsequent payment of fine.

5. Any person sentenced to imprisonment in any common gaol in the Province of Ontario, may be removed to the Central Prison for the said Province, notwithstanding such imprisonment or any part thereof is imposed in default of the payment of a fine or penalty in money, and that such offender is entitled to be discharged upon payment of such fine or penalty. In case the fine and penalty is paid after the removal of the offender, the same shall be paid to the proper officer of the said Central Prison to defray the expense of the removal of the said offender to the said Central Prison and otherwise for the uses of the said Central Prison; but nothing herein contained shall affect the right of any private person to the said fine or any part thereof.

Proviso: *See* 42 V., c. 43, s. 3.

Section 1 of 36 V., c. 69 repealed and new substituted.

6. The first section of the Act passed in the thirty-sixth year of Her Majesty's reign, entitled "An Act respecting '*The Central Prison for the Province of Ontario*'," is hereby repealed, and the following substituted therefor:—

In what cases convicts may be sent to Central Prison.

"1. Every court in Ontario, before which any person is convicted for an offence against the laws of Canada, punishable by imprisonment in the common gaol for the period of two months, or for any longer time, may sentence such person to imprisonment in the said Central Prison instead of the common gaol of the county or judicial district where the offence was committed, or was tried. This section shall not authorize the imposition of such sentence by a justice of the peace, but such sentence may be imposed by a police or stipendiary magistrate.

Proviso.

No. 81.

3rd Sess., 4th Parliament, 44 Victoria, 1880-1

BILL.

An Act with reference to the Andrew Mercer Ontario Reformatory for Females, and the Central Prison for the Province of Ontario.

Received and read, first time, Friday, 4 March, 1881.

Second reading, Monday, 7th March, 1881.

Mr. McDONALD, (Pictou.)

OTTAWA:

PRINTED BY MACLEAN, ROGER & Co.

1881

No. 82] **BILL.** [1880-1]

An Act further to amend the Acts relating to the Inspection of Steamboats.

Preamble.

IN amendment of the Acts relating to the Inspection of Steamboats, Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Section 7 of 31 V., c. 65 and Sect. 1 of 37 V., c. 30 repealed and new substituted.

1. The seventh section of the Act passed in the thirty-first year of Her Majesty's reign, chaptered sixty-five, and intituled: "*An Act respecting the Inspection of Steamboats, and for the greater safety of passengers by them,*" and the first section of the Act passed in the thirty-seventh year of Her Majesty's reign, chaptered thirty and intituled: "*An Act further to amend theAct respecting the Inspection of Steamboats,*" are hereby repealed, and the following is substituted therefor:

Former provision in s. 7 amended as to boilers made of steel plates.

"**7.** Any Inspector may, whenever he deems it necessary so to do, and some of them shall at least once in every year, subject the boiler of every steamboat to a test by hydrostatic pressure, and shall satisfy himself by examination and experimental trials, that such boiler is well made, of good and suitable material; the limit of such pressure shall not exceed one hundred and fifty pounds to the square inch in the case of a boiler made of iron plates, or one hundred and ninety pounds to the square inch in the case of a boiler made of steel plates; and the owner of the steamboat shall provide the necessary pump and apparatus for such test, to be worked by the crew of the steamboat; and no Inspector shall make or deliver to the owner or master of any steamboat, any such duplicate certificate as is mentioned in the next foregoing section of this Act, without having first snbjected the boiler of such steamboat to such test by hydrostatic pressure."

Former sub-s. 2 as to iron plates.

"2. In subjecting boilers made of iron plates to the hydrostatic test aforesaid, the Inspectors shall assume one hundred pounds to the square inch as the maximum pressure allowable as a working power for a new boiler forty-two inches in diameter, made of the best refined iron, at least one-quarter of an inch thick, in the best manner and of the quality herein required,—and shall rate the working pressure of all boilers, whether of greater or less diameter, according to this standard; and in all such cases the test applied shall exceed the working pressure allowed, in the ratio of one hundred and fifty pounds to one hundred, using the water in such tests at a temperature not exceeding sixty degrees Farenheit:"

Former provisions amended as to boilers made of steel plates.

"3. In subjecting boilers made of steel to the hydrostatic test aforesaid, the Inspectors shall assume one hundred and twenty-five pounds as the maximum pressure allowable as a working power for a new boiler forty-two inches in diameter, made in the best manner, of the best quality of steel plates, at least one-quarter of an inch thick,—the rivet holes in the plates drilled fair and true, and all the seams in the steel double-riveted; and the Inspectors shall rate the working pressure of all steel boilers so made, whether of greater or less diameter, according to this standard; and in all such cases the test applied shall exceed the working pressure allowed for such boilers in the ratio of one hundred and ninety pounds to one hundred and twenty-five pounds, using the water in such tests at a temperature not exceeding sixty degrees Farenheit:"

The same. Sub-s. 3 amended as to steel plates.

"4. But if any such Inspector is of opinion that any boiler, whether made of iron or steel plates, by reason of its construction or material, will not safely allow so high a working pressure as that hereinbefore specified for each such description of boiler respectively, he may, for reasons to be stated specifically in his certificate, fix the working pressure of such boiler at less than two-thirds of the test pressure:"

Same as sub-s. 4 of 31 V., c 65.

"5. And these rules shall be observed in all cases, unless the proportion between such boilers and the cylinders, or some other cause, renders it manifest that their application would be unjust, in which case the Inspector may depart from these rules if it can be done with safety; but in no case shall the working pressure allowed exceed the proportion hereinbefore mentioned, as compared with the hydrostatic test:"

Same as sub-s 5 of 31 V., c. 65.

"6. And no valve, under any circumstances, shall at any time be so loaded, or so managed in any way, as to subject a boiler to a greater pressure than that allowed by the Inspector at the then last inspection thereof; and no boilor or pipe shall be approved which is made in whole or in part of bad material, or is unsafe in its form, or dangerous from defective workmanship, age, use or any other cause:"

Sub-s. 6 amended as to steel plates.

"7. No boiler made after the passing of this Act shall be made of boiler plate, whether iron or steel, which has not been stamped with the mark or name of the maker thereof; and no certificate shall be granted with respect to any boiler made wholly or in part of plate not so marked: And before a certificate shall be granted with respect to any boiler, a declaration on oath by the maker of the boiler, stating the name of the maker of the plates used in the construction thereof, shall be furnished to the Inspector, which oath may be taken before any Justice of the Peace in Canada, or before a Notary Public, certified under his special seal, if taken out of Canada: Provided always, that in case where such declaration on oath by the maker of the boiler cannot be obtained owing to the death of the maker, or from other cause deemed sufficient by the Inspector, the affidavit of a practical boiler-maker who shall examine the

Additional provision when oath is taken out of Canada, and in case of

boiler and report upon the quality of the materials in it and its workmanship and strength, shall, if satisfactory to the Inspector inspecting the boiler, be deemed sufficient in lieu of such declaration by the maker of the boiler: "

death of maker of boiler.

"8. During the construction of every boiler made in Canada, the maker of such boiler shall notify the Inspector of the district in which it is being made, that it is open to his inspection, and shall at all times during such construction allow the Inspector access to such boiler."

New. Inspection during construction.

2. The forty-first section of the said Act, passed in the thirty-first year of Her Majesty's reign, chaptered sixty-five, is hereby repealed, and the following substituted therefor:—

Section 41 of 31 V., c. 65 repealed, and new substituted.

"**42.** This Act shall not apply to steamboats belonging to Her Majesty the Queen, nor to steamboats registered in Great Britain or Ireland, or in any foreign country, and plying between any port or place in the Dominion of Canada and any port or place outside the Dominion of Canada, nor to steam pleasure yachts used exclusively for pleasure or private use, without hire or remuneration of any kind."

New. As to application of Act to steam yachts.

3. The fifth section of the said Act, passed in the thirty-first year of Her Majesty's reign, chaptered sixty-five, as amended by the first section of the Act, passed in the fortieth year of Her Majesty's reign, chaptered eighteen, and intituled: "*An Act to amend the Acts relating to the Inspection of Steamboats*," is hereby repealed, and the following substituted therefor:—

Section 5 of 31 V., c. 65 as amended by 40 V., c. 18, repealed and new substituted.

"**5.** The master or owner of every steamboat liable to inspection under this Act, shall cause the hull, boilers and machinery thereof to be inspected at least once every year, and shall deliver to the Collector of Customs at the port where such inspection is made, or at which such steamboat shall arrive next after such inspection, where it has not been made in such port, a duplicate certificate thereof; and for every neglect to cause such inspection to be made, and a duplicate certificate thereof to be delivered to the proper Collector, such master or owner shall incur a penalty of *four hundred dollars*, and such steamboat shall be liable for the same and chargeable therewith; and such certificate, unless otherwise revoked, shall be good for a period of twelve months from the date thereof, or for such less period as may be stated by the inspector in the certificate."

Said sections amended as to duration of certificate.

New.

4. The schedule to the Act passed in the Session held in the thirty-second and thirty-third years of Her Majesty's reign, chaptered thirty-nine, and intituled: "*An Act to amend the Act respecting the Inspection of Steamboats, and for the greater safety of passengers by them*," is hereby repealed, and the following is hereby substituted therefor:—

New. Schedule substituted for that to 32-33 V., c. 39.

SCHEDULE.

"Having examined the steamboat (*name*) of whereof is (*or* are) owners, and is master, on this day of A.D. 18 .

The particulars of her gross and register tonnage, as shewn on her certificate of registry, being as follows:

	Tons.
Tonnage under tonnage deck.....	
Houses on deck (*naming them*).....	
Total gross tonnage.....	
Deduct for engine room.....	
Register tonnage.....	

I, (*Inspector's name*) do certify that she is in all respects staunch, seaworthy, and in good condition for navigation; that her engine, machinery, pumps and boilers are sufficient and suitable to be employed in the carriage of passengers, (*or*, as a tug-boat, *or*, as a freight-boat and in the carriage of not more than *twenty-five to sixty*, *or as the case may be*) passengers, *or*, as a ferry-boat (*as the case may be*), without hazard to life, on the route for which she is placed; and that the the boilers of the said steamer can carry with safety from to pounds (*here insert number of pounds*) per square inch, and no more: and I further certify that the equipment of the vessel throughout (*here enumerate all or any of the following articles required to be included in the equipment of the steamer named in the certificate*, viz.: boats, life-boats, life-preservers, fire-buckets, axes, lanterns and other things), is in conformity with the provisions of the law: and I declare it to be my deliberate conviction, founded on the inspection I have made, that the said steamboat may be so employed on the waters hereinafter specified, without peril to life from any imperfections of, or in materials, workmanship, or arrangement of the several parts, or from age or use, and that such steamboat is adapted to carry passengers. (*If the steamboat is certified as one to be employed as a tug-boat, or only as a freight-boat, the last nine words may be omitted.*)

New. And I further certify that the said vessel is to run in the waters between (*here insert the places between which the vessel is to be employed in running, and the season or period of time for which the certificate is granted*)."

No. 82.

3rd Session, 4th Parliament, 44 Vict., 1880 1.

BILL

An Act further to amend the Acts relating to the Inspection of Steamboats.

Received and read first time, Friday, 4th March, 1881.

Second reading, Monday, 7th March, 1881.

Mr. POPE,
(Queens, P.E.I.)

OTTAWA:
PRINTED BY MACLEAN, ROGER & Co.
1881.

No. 83.] **BILL.** [1880-1

An Act further to amend an Act respecting certain Savings Banks in the Provinces of Ontario and Quebec, and to continue for a limited time the Charters of certain Banks to which the said Act applies.

Preamble. 34 V., c. 7.

WHEREAS it is expedient further to amend the Act passed in the thirty-fourth year of Her Majesty's reign, chapter seven, and intituled "*An Act respecting certain Savings Banks in the Provinces of Ontario and Quebec*," and to continue for a limited time the Charters of certain Banks to which it applies, subject to the provisions hereinafter made: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Application of Act.

1. This Act shall apply to those Banks to which the Act cited in the preamble applies and to such Banks and their branches in every part of the Dominion.

S. 14 of 34 V., c. 7, amended.

2. Section fourteen of the said Act is hereby amended by striking out the words "less than four nor" in the ninth line of the said section.

Public notice, meetings of shareholders.

3. Public notice shall be given by the Directors of any such Bank of the holding of annual or other meetings, by publishing the same at least four weeks in a newspaper at the place where the head office of such Bank is situate, and if such head office be in the Province of Quebec, then such notice shall be given both in the French and English languages.

Half-yearly dividends, and notice thereof.

4. It shall be the duty of the Directors of any such Bank to make half-yearly dividends of so much of the profits of the Bank as to the majority of them may seem advisable, and as shall not be inconsistent with the provisions of the Acts hereinbefore cited, and to give public notice of the payments of such dividends in the manner aforesaid, at least thirty days previously.

Charters continued, subject to 34 V., c. 7, 36 V., c. 72, and this, until 1st July, 1891.

5. The charters of the several Banks to which the Act hereby amended applies, are hereby continued and shall remain in force, subject to the provisions of the said Act as amended by the Act 36 Victoria, chapter 72, and of this Act, until the first day of July in the year of Our Lord one thousand eight hundred and ninety-one, except in so far as they or any of them may be or become

forfeited or void under the terms thereof, or of the Acts aforesaid, or of this Act, or of any other Acts passed or to be passed in that behalf, by non-performance of the conditions of such charters respectively, insolvency or otherwise.

No. 83.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act further to amend an Act respecting certain Savings Banks in the Provinces of Ontario and Quebec, and continue for a limited time the Charters of certain Banks to which the said Act applies.

Received and read, first time, Friday, 4th March, 1881.

Second reading, Monday, 7th March, 1881.

Sir LEONARD TILLEY.

OTTAWA:
PRINTED BY MACLEAN, ROGER & CO.

1881.

No. 86.] **BILL.** [1880-1

An Act to prevent exactions by Pawnbrokers.

HER Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows :— Preamble.

1. Any pawnbroker who demands or receives in respect of any pawn or pledge more than the rates permitted or allowed to be taken in that behalf under or by virtue of any Act or law respecting pawnbrokers and pawnbroking which is now or may from time to time be in force in the Province where the offence is committed, or any pawnbroker who otherwise violates any other provision of such Act or law, in respect to which violation no other punishment is provided, is guilty of a misdemeanor, and shall be liable to pay a fine not exceeding *fifty dollars* and costs, or to be imprisoned with or without hard labour for any term not exceeding *three months*, or to both fine and imprisonment as aforesaid at the discretion of the court or magistrate. Punishment for demanding illegal rates.

2. All contracts for purchase and re-sale, or other agreements to secure the repayment of money lent by any pawnbroker upon any personal chattel, shall be deemed to be pawning transactions within the meaning of such Act or law. Certain contracts to be deemed pawning.

3. The Act of the Parliament of Canada passed in the thirty-eighth year of Her Majesty's reign, chaptered forty-seven, shall be held to apply to prosecutions under this Act. Act 38 Vic., c. 47 to apply.

No. 86.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act to prevent exactions by Pawnbrokers.

Received and read the first time, Tuesday, 8th March, 1881.

Second reading, Wednesday, 9th March, 1881.

Mr. ORTON.

OTTAWA :
Printed by MacLean, Roger & Co., Wellington Street
1881.

No.88.] **BILL.** [1880-1

An Act to prevent Agents of foreign railway companies and others from holding out inducements to persons to emigrate from Canada.

Preamble

WHEREAS deceptive inducements are constantly held out to persons resident in Canada, and to immigrants arriving within the boundaries thereof with the intention of remaining therein, by persons employed in the interests of foreign railway companies and land corporations, with the view of prevailing upon such residents in Canada and immigrants, to remove from or pass out of Canada for the purpose of settling on lands in a foreign country; And whereas certain railway companies likewise in the interest of such land corporations as aforesaid, do constantly and knowingly grant free passes and tickets at reduced rates to points beyond the limits of Canada for the furtherance of the same object; And whereas such practices are antagonistic to the interests and welfare of the people of Canada and to the development of its territories, and it is expedient to provide a remedy: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Punishment of persons committing certain offences, viz:

1. Whosoever, by any means whatsoever, save and except with the permission of the Governor in Council,—

Inducing residents or immigrants to leave Canada.

[*a.*] Endeavours, by holding forth inducements to any person resident in Canada or to any immigrant arriving within the boundaries thereof and proposing to reside and settle therein, to prevail upon such person or immigrant to leave Canada or to pass out of Canada for the purpose of settling upon lands in a foreign country; or

Giving free passes or tickets at reduced rates for such purpose.

[*b.*] Grants or sells to any such person or immigrant, or to any other person for the use of such person or immigrant, any free pass or ticket at a reduced rate, over any railway, knowing that the same is intended to be used for the purpose of facilitating the removal of such person from, or the passage of such immigrant out of Canada, with the view of settling on land in a foreign country; or

Advertising or offering such tickets for sale.

[*c.*] Knowingly advertises or offers for sale such tickets as in the next preceding paragraph mentioned,—

Any such offence to be a misdemeanor, and how punishable.

Shall be held guilty of an offence against this Act, and shall, on conviction thereof, before any Court of competent jurisdiction, be liable to imprisonment in any gaol or place of confinement other than a penitentiary, for any term not more than *six months*, or to a fine of not more than *one hundred dollars*, or to both at the discretion of the Court.

No. 88.

3rd Session, 4th Parliament, 44 Vict., 1881

BILL.

An Act to prevent Agents of foreign railway companies and others from holding out inducements to persons to emigrate from Canada.

Received and read, first time, Thursday, 10th March, 1881.

Second reading, Friday, 11th March, 1881.

Mr. Orton.

OTTAWA:

Printed by MacLean, Roger & Co.

1881

No. 89.] **BILL.** [1880-1

An Act to relieve borrowers from the payment of extortionate rates of Interest.

Preamble.

Intent of Acts incorporating Acts to loan societies.

Abuse of powers.

WHEREAS Acts of Incorporation have been granted to facilitate the loaning of money on real estate; and whereas the object of granting such Acts was to encourage the introduction of capital into the Dominion for the purposes of improving property, developing the resources of the country, and lowering the then current rates of interest; and whereas the societies so incorporated have taken advantage of the powers granted them by the said Acts to increase the rates of interest heretofore paid, and by various devices have imposed upon the credulity of borrowers and caused them to pay extortionate rates of interest far in excess of what they understood they were agreeing to pay; Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts af follows:

Rate exigible limited to 8 per cent. per annum on the original capital.

1. On all mortgages heretofore made, where the interest on such mortgages is capitalized and made payable with the principal by annual instalments extending over a period of years, no greater rate of interest shall be payable or exigible under such mortgages than what shall be equivalent, according to actuarial calculation, to the rate of eight per cent. per annum for each year, on the sum originally advanced.

No. 89.

3rd Session, 4th Parliament, 44 Vict., 1880-1

BILL.

An Act to relieve borrowers from the payment of extortionate rates of Interest.

Received and read, first time, Thursday, 10th March, 1881.

Second reading, Friday, 11th March, 1881.

Mr. McCuaig.

OTTAWA:
PRINTED BY MACLEAN, ROGER & CO.

1881.

No. 90.] **BILL.** [1880-1.

An Act to remove doubts as to the power to imprison with hard labour under the Acts respecting Vagrants.

FOR the removal of doubts under the Acts hereinafter mentioned; Her Majesty by and with the advice and consent of the Senate and House of Commons of Canada declares and enacts as follows:— Preamble.

1. The imprisonment of an offender convicted under the Act passed in the session held in the thirty-second and thirty-third years of Her Majesty's reign, intituled: "*An Act respecting Vagrants*" as amended by the Act passed in the thirty-seventh year of Her Majesty's reign, intituled: "*An Act to amend an Act respecting Vagrants*," may be either with or without hard labour in the discretion of the convicting Magistrate or Justices. Imprisonment under the Acts 32-33 V., c. 28, and 37 V., c. 43, may be with or without hard labour.

No. 90.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act to remove doubts as to the power to imprison with hard labor; under the Act 32 and 33 Victoria, chapter 28, and the Act 37 Victoria, chapter 43, respecting Vagrants.

Received and read, first time, Thursday, 10th March, 1881.
Second reading, Friday, 11th March, 1881.

Mr. McDonald,
(Pictou.)

OTTAWA:

Printed by MacLean, Roger & Co.

1881.

No. 91.] **BILL.** [1880-1

An Act to prescribe an oath to be taken by employees on Telegraph Lines under the control of the Government.

Preamble.

HER Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows :—

Certain telegraphic operators to be sworn to secrecy.

1. Immediately after the passing of this Act, every person who is employed in connection with any telegraph line under the control of the Government of Canada, or which under any contract or agreement with any person or body corporate is partly under such control, as an operator or in any other capacity in which he may have opportunities of becoming acquainted with information connected with matters of state or other information of an important character, shall take and subscribe before a Justice of the Peace or before a person appointed by the Governor in Council to take oaths under this Act, an oath, or if he be a person entitled by law to affirm in judicial matters, shall make an affirmation, in the following form, and sign the same; that is to say :—

Form of oath, &c.

"I, A. B,, solemnly and sincerely promise and swear [*or* affirm] that I will faithfully and honestly fulfil the duties which devolve upon me as operator [*or as the case may be*] upon [*state the line of telegraph*], and that I will not either directly or indirectly divulge to any person whatsoever, except when lawfully authorized or directed to do so, any information which I may acquire by virtue of my employment as such operator [*or as the case may be*]" so help me God.

[*Signature*]

A. B.

Sworn [*or affirmed*] before me, &c., &c.,

As to persons hereafter employed as operators.

2. Every person who may hereafter be employed as such operator or in such other capacity as aforesaid, shall, before entering upon the duties of such employment take and subscribe the same oath or affirmation before a Justice of the Peace.

Power to decide who shall be sworn.

3. The Minister of Public Works, or such officer or person as he shall appoint for that purpose, shall have power to decide whether any such employee shall or shall not be required to take or make and subscribe the said oath or affirmation.

Registration of oaths, &c.

4. All oaths and affirmations taken under this Act shall be forwarded to the Department of Public Works and shall there be kept on file, and a register thereof shall be kept in the said Department.

Punishment of sworn operators divulging information.

5. Any person who has taken or made the oath or affirmation required by this Act, and who either directly or indirectly divulges to any person whatsoever, except when lawfully authorized or directed to do so, any information which he may acquire by virtue of his employment shall be guilty of an offence against this Act, and shall on conviction thereof in a summary way before a Stipendiary Magistrate or a Justice of the Peace, be liable to a fine of not less than dollars or more than dollars, or to imprisonment of not more than months, or to both fine and imprisonment, in the discretion of such Magistrate or Justice.

No. 91.

3rd Sess., 4th Parliament, 44 Victoria, 1880-1.

BILL.

An Act to prescribe an oath to be taken by employees on Telegraph Lines under the control of the Government.

Received and read, first time, Thursday, 10th March, 1881.

Second reading, Friday, 11th March, 1881.

Mr. McDonald,
(Pictou.)

OTTAWA:

Printed by MacLean, Roger & Co.

1881.

No. 95.] **BILL.** [1880·1

An Act to increase the Salaries of the Judges of the Supreme Court of Prince Edward Island.

Preamble.

IN amendment of the Act passed in the thirty-seventh year of Her Majesty's Reign, intituled: "*An Act to amend the Act thirty-sixth Victoria, chapter thirty-one, for the re-adjustment of the salaries of Judges, and for other purposes,*" and the Act 36 Victoria, Chapter 31, thereby amended, Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Salaries increased.

1. The salaries of the Judges of the Supreme Court of Judicature of the Province of Prince Edward Island, shall be as follows, viz.:—

Of the Chief Justice, being also Judge of the Court of Vice-Admiralty, four thousand dollars per annum;

Of the assistant Judge, being also Master of the Rolls in Chancery, three thousand two hundred dollars per annum;

Of the assistant Judge, being also Vice-Chancellor, three thousand two hundred dollars per annum.

From what time.

2. The increase of salaries mentioned in the foregoing enactments, shall take effect as from the day of

No. 95.

3rd Session, 4th Parliament, 44 Vict. 1880-1.

BILL.

An Act to increase the Salaries of the Judges of the Supreme Court of Prince Edward Island.

Received and read first time Friday, 11th March, 1881.

Second reading Monday, 14th March, 1881.

MR. J. MCDONALD,
(Pictou.)

OTTAWA:

PRINTED BY MACLEAN, ROGER & Co.,

1881.

No. 97.] **BILL.** [1880-1

An Act to provide for the establishment of telegraphic communication between Canada and Asia.

WHEREAS it would be of great advantage to Canada that telegraphic communication should be established between Canada and Asia, and that certain facilities and advantages should be granted to any company willing and able to establish and maintain the same: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:— Preamble.

1. "*The Canada Joint Stock Companies' Act*, 1877," hereinafter referred to as "the Act first cited," and the Act passed in the thirty-eighth year of Her Majesty's reign, and intituled: "*An Act to regulate the construction and maintenance of Marine Electric Telegraphs*," hereinafter referred to as "the Act secondly cited," shall extend and apply to the Company hereinafter mentioned, except in so far only as they may be inconsistent with the provisions of this Act and the charter to be granted under it: And the eighth, ninth, sixteenth, seventeenth, eighteenth, nineteenth, twentieth, twenty-first, twenty-second and twenty-third sections of the sixty-seventh chapter of the Consolidated Statutes of the late Province of Canada, intituled: "*An Act respecting Electric Telegraph Companies*," hereinafter referred to as "the Act thirdly cited," (which said sections are hereby extended as respects the said Company to the whole Dominion of Canada,) shall extend and apply to the Company hereinafter mentioned, except in so far only as they may be inconsistent with the provisions of this Act, and the charter to be granted under it, or with those of either of the Acts firstly and secondly cited; and the expression "its certificate" in the second line of the said eighth section of the Act thirdly cited shall, as respects the said Company, be construed as meaning their charter and this Act, and the expression "this Province" in the seventh line of the said section shall be construed as meaning the Dominion of Canada. 40 V., c. 43. 38 V., c. 26. Con. Stat. Can., c. 67.

2. If Sandford Fleming, of the City of Ottawa, Esquire, who has submitted a plan for the purposes mentioned in the preamble, which has met the approval of the Governor in Council, and such persons not less than five in number as may be associated with him, do within twelve months from the passing of this Act, apply for letters patent under the Act firstly cited, incorporating them as a company for the purposes aforesaid, and show to the satisfaction of the Governor in Council that they have complied with the prelimi- Company may on certain conditions be incorporated by Letters Patent.

nary requirements of the said Act, and are able and ready to establish such telegraphic communication as aforesaid, letters patent (herein referred to as the charter of the Company) may be issued, incorporating them for that purpose, under the said Act and the Act secondly cited; and the said Company so incorporated shall have the powers and privileges, and be subject to the obligations provided by the said Acts, and by the sections hereinbefore mentioned of the Act thirdly cited, and shall have the privilege of landing and operating a telegraphic cable or cables on Vancouver Island or the main land of British Columbia, or both, but subject also to the following conditions:—

Conditions of charter.

1. The telegraphic communication by one or more cables, between Canada and Japan, or the Continent of Asia or one or more of the islands adjacent thereto, by way of the Pacific Ocean, shall be completed within five years from the date of the charter, and shall be thereafter (saving accidents beyond the control of the Company), regularly and efficiently maintained; and a substantial commencement of the work incidental to the purposes aforesaid, shall be made within two years from the date of the charter;

2. The rates to be charged for the transmission of messages or despatches, shall be moderate and subject to the approval of the Governor in Council;

3. The charter shall be subject to the further conditions contained in this Act, or in the charter granted under it;

4. Default on the part of the Company to perform the said conditions shall subject them to the forfeiture of their charter.

Line of telegraph.

3. The line of telegraph to be constructed by the said Company shall commence at some point on the Pacific Coast of Canada, and shall extend to Japan or to the Continent of Asia, or some one or more of the islands adjacent thereto, or to all or any of the said places, and may touch or be carried over any island or islands lying between the Pacific Coast of Canada and Japan, with the consent of the Government of the country to which such islands may belong; and the Company may connect their said line of telegraph with any line belonging to the Government of Canada, or with any line in Canada belonging to any Company with the consent of such Company, and with any line of telegraph in Japan, the Continent of Asia, or the United States of America, or may purchase or lease such line or any right of user over the same.

Corporate name and capital.

4. The corporate name of the Company and the amount of their capital stock in currency shall be fixed by their charter, subject to be increased or reduced in the manner provided by the Act first cited, and the division thereof into shares shall be prescribed in like manner; but the Directors may convert such stock or shares or any part thereof into equivalent sums of sterling money, and may issue certificates for stock or shares either in currency or sterling.

Honorary directors.

5. The Directors may, from time to time, appoint honorary Directors in any city or place either in British Territory

or any foreign country, such honorary directors being duly registered shareholders of the Company.

Preferential transmission of Government messages.

6. The Government of the United Kingdom or of any foreign country which shall have granted permission to the Company to land their telegraphic cable or cables on its territory, shall as regards the preferential transmission of messages or despatches, under the thirteenth section of the Act secondly cited, have equal rights with the Government of Canada, provided such transmission be required by some person officially charged with the administration of justice, or authorized to require such transmission by a Secretary of State or by some officer holding a corresponding position in such foreign country.

Charges.

7. The charges for the transmission of Government messages shall be reasonable and uniform.

Order of precedence.

8. The order of precedence as respects the despatch of telegraphic business, shall be as follows:

(1.) Government messages.

(2.) Telegraphic business of the Company.

(3.) General business.

The line shall be kept open for daily business and all messages shall, in the above order, be transmitted according to the time of receipt.

Extent of certain sections.

9. The two last preceding sections and the twelfth section of the Act secondly cited, shall extend and apply to messages to and from the Governments of the foreign countries referred to in section six, and the subjects or citizens thereof.

Certain provisions of 40 V., c. 43 may be varied by charter.

10. The provisions of sections twenty-eight, twenty-nine and thirty of the Act first cited may be derogated from or varied by the charter of the Company, or others may be made in their stead, and shall have effect as if contained in this Act.

Proof of charter.

11. The charter of the Company, or any exemplification or copy thereof, under the Great Seal of Canada, shall be *primâ facie* evidence thereof, and of every matter and thing therein set forth, and that all the requirements of this Act and of the law for the validity thereof have been observed and complied with.

No. 97.

3rd Session, 4th Parliament, 44 Vict., 1880-1

BILL.

An Act to establish a Marine Telegraph between the Pacific Coast of Canada and Asia.

Received and read, first time, Friday, 11th March, 1881.

Second reading, Monday, 14th March, 1881.

Mr. LANGEVIN.

OTTAWA:
PRINTED BY MACLEAN, ROGER & Co.

1881.

98.

An Act to provide for the extension of the boundaries of the Province of Manitoba.

WHEREAS, by an Act of the Legislature of the Province of Manitoba, passed during the session thereof held in the present year of Her Majesty's reign, and intituled: "An Act to provide for the extension of the boundaries of the Province of Manitoba," the Legislature of that Province hath consented to the increase of the same by the alteration of its limits, as hereinafter enacted, upon the terms and conditions hereinafter expressed: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. The Province of Manitoba shall be increased as hereinafter defined, that is to say, so that the boundaries thereof shall be as follows:—"Commencing at the intersection of the International Boundary dividing Canada from the United States of America by the centre of the Road Allowance between the twenty-ninth and thirtieth ranges of townships lying west of the first principal meridian in the system of Dominion Land Surveys; thence northerly, following upon the said centre of the said road allowance as the same is or may hereafter be located, defining the said range line on the ground across Townships one to forty-four, both inclusive, to the intersection of the said centre of the said road allowance by the centre of the road allowance on the twelfth base line in the said system of Dominion Land Surveys; thence easterly along the said centre of the road allowance on the twelfth base line, following the same to its intersection by the easterly limit of the District of Keewatin, as defined by the Act thirty-ninth Victoria, Chapter twenty-one, that is to say, to a point where the said centre of the road allowance on the twelfth base line would be intersected by a line drawn due north from where the westerly boundary of the Province of Ontario intersects the aforesaid International Boundary Line dividing Canada from the United States of America; thence due south, following upon the said line to the International Boundary aforesaid; and thence westerly, following upon the said International Boundary Line dividing Canada from the United States of America, to the place of beginning," and all the land embraced by the said description not now within the Province of Manitoba shall, from and after the passing of this Act, be added thereto, and the whole shall, from and, after the said date, form and be the Province of Manitoba.

2. The terms and conditions upon which such increase is made are as follows :—

(*a*) All the enactments and provisions of all the Acts of the Parliament of Canada which have since the creation of the Province of Manitoba been extended into, and made to apply to, the said Province, shall extend and apply to the territory by this Act added thereto as fully and effectually as if the same had originally formed part of the Province and the boundaries thereof had, in the first instance, been fixed and defined as is done by this Act, subject, however, to the provisions of section three of this Act.

(*b.*) The said increased limit and the territory thereby added to the Province of Manitoba shall be subject to all such provisions as may have been or shall hereafter be enacted, respecting the Canadian Pacific Railway and the lands to be granted in aid thereof.

3. All laws and ordinances in force in the territory hereby added to the Province of Manitoba at the time of the coming into force of this Act, and all courts of civil and criminal jurisdiction, and all legal commissions, powers and authorities, and all officers, judicial, administrative and ministerial, existing therein at the time of the coming into force of this Act, shall continue therein as if such territory had not been added to the said Province ; subject, nevertheless, with respect to matters within the legislative authority of the Legislature of the Province of Manitoba, to be repealed, abolished or altered by the said Legislature.

4. This Act shall come into force only upon, from and after a day to be appointed in that behalf by proclamation of the Governor published in the *Canada Gazette*.

OTTAWA :
PRINTED BY MACLEAN, ROGER & Co.
1881.

No. 99.] **BILL.** [1880-1

An Act further to amend the Acts therein mentioned respecting the Militia and Defence of the Dominion of Canada.

Preamble.

HER Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

French version of sect. 80 of 31 V., c. 40, corrected.

1. In correction of the French version of the eightieth section of the Act passed in the thirty-first year of Her Majesty's reign, chaptered forty, and intituled "*An Act respecting the Militia and Defence of the Dominion of Canada*," the words "*ou soldat*" shall be inserted after the words "*si c'est un sous-officier*" in the seventh and eighth lines of the said section.

Section 1 of 43 V., c. 2, repealed and new section substituted.

2. The first section of the Act passed in the forty-third year of Her Majesty's reign, chaptered two, and intituled "*An Act further to amend the Acts therein mentioned respecting the Militia and Defence of the Dominion of Canada*," is hereby repealed and the following substituted therefor:—

Part of s. 1 of 42 V., c. 35, repealed.

"1. The sub-section of the first section of the Act passed "in the forty-second year of Her Majesty's reign, and intituled "'*An Act further to amend the Acts therein mentioned respecting the Militia and Defence of the Dominion of Canada*,' "is hereby repealed and the following substituted therefor:

Next enrolment under 31 V., c. 40 to be made in 1883 and in every fifth year thereafter.

"2. The next enrolment of the Militia under the Act "passed in the thirty-first year of Her Majesty's reign, intituled '*An Act respecting the Militia and Defence of the Dominion of Canada*,' shall be made and completed on or "before the twenty-eighth day of February, one thousand "eight hundred and eighty-three; and such enrolment shall "be made and completed on or before the like day in every "fifth year thereafter, in the manner provided by the same "Act; and so much of the sixteenth section of the said Act "as would require such enrolment to be made at any earlier "or other time is hereby repealed; Provided always, that in "case of war or other emergency, the enrolment mentioned "in the said section may be made at any time by Order of "the Governor in Council."

Proviso: in case of war, &c.

No. 99.

3rd Session, 4th Parliament, 44 Vict., 1880-1

BILL.

An Act further to amend the Acts therein therein mentioned respecting the Militia and Defence of the Dominion of Canada.

Received and read, first time, Monday, 14th March, 1881.

Second reading, Tuesday, 15th March, 1881.

Mr. CARON.

OTTAWA:

PRINTED BY MACLEAN, ROGER & CO.

1880

No.100] **BILL.** [1880-1

An Act to provide for the allowance of drawback on certain articles manufactured in Canada, and used by the Canadian Pacific Railway Company.

Preamble.

HER Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Governor in Council may make regulations for ascertaining the value of certain articles used by the C.P.R. Company.

1. The Governor in Council may, from time to time, make regulations for ascertaining the quantities and values of fish-plates and other fastenings, spikes, bolts, nuts and iron bridges manufactured in Canada and used by the Canadian Pacific Railway Company in the original construction of the Canadian Pacific Railway, as defined by the Act thirty-seven Victoria, chapter fourteen, and also the quantities and values of all telegraphic apparatus manufactured in Canada and used by the said Railway Company in the original construction and in the first equipment of a telegraph line in connection with the Canadian Pacific Railway.

And the persons from whom they are procured.

2. The Governor in Council may also, from time to time, make regulations for ascertaining the persons in Canada from whom such fish plates and other fastenings, spikes, bolts, nuts, iron bridges and telegraphic apparatus respectively, shall have been procured by the said company.

And may allow a drawback to such persons.

3. The Governor in Council, with the assent of the Treasury Board, and upon such terms and conditions as may be thought proper, may pay over to the person or persons in Canada from whom such articles as aforesaid, manufactured in Canada, have been procured by the said Company, sums of money not exceeding the amount of customs duty which would have been payable on such articles respectively if imported into Canada at the time the same were so procured by the said Company.

No. 100.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL.

An Act to provide for the allowance of drawback on certain articles manufactured in Canada, and used by the Canadian Pacific Railway Company.

Received and read first time, Tuesday, 15th March, 1881.

Second reading, Wednesday, 16th March, 1881.

Sir LEONARD TILLEY.

OTTAWA:

PRINTED BY MACLEAN, ROGER & CO.

1881.

No. 101] **BILL.** [1880-1

An Act to amend the Act 36 Victoria, chapter 60, respecting the Montreal Harbour Commissioners.

Preamble.

HER Majesty by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows :—

Rate of interest reduced, and payments for sinking fund dispensed with.

1. In order to assist the Montreal Harbour Commissioners in the improvement of the Navigation of the St. Lawrence below Montreal, the Act thirty-sixth Victoria, chapter sixty, intituled : "*An Act to make further provision for the improvement of the River St Lawrence between Montreal and Quebec*," is hereby so amended that the rate of interest payable by the said Harbour Commissioners to the Receiver General upon the sums raised under the said Act shall be four per cent. per annum, instead of five, and the provisions in the said Act contained, relating to payments by the said Harbour Commissioners for the formation of a Sinking Fund, are hereby repealed.

No. 101.

3rd Session, 4th Parliament, 44 Vict., 1881.

BILL

An Act to amend the Act 36 Victoria, chapter 60, respecting the Montreal Harbour Commissioners.

Received and read first time, Tuesday, 15th March, 1881.

Second reading, Wednesday, 16th March, 1881.

Sir LEONARD TILLEY.

OTTAWA;
PRINTED BY MACLEAN, ROGER & CO.

1881.

SCHEDULE B—*Continued*

SERVICE.		Amount.	Total.
		$ cts.	$ cts.
Brought forward		.....	17,378,817 97
PUBLIC WORKS AND BUILDINGS.			
(*Chargeable to Income*).			
PUBLIC BUILDINGS.			
Nova Scotia.			
Sydney Quarantine Hospital	$2,000 00		
Halifax Dominion Building—Repairs of	5,000 00		
Pictou Marine Hospital	6,000 00		
New Glasgow Public Building.....	4,000 00		

An Act for granting to Her Majesty certain sums of money required for defraying certain expenses of the public service, for the financial years ending respectively the 30th June, 1881, and the 30th June, 1882, and for other purposes relating to the public service.

MOST GRACIOUS SOVEREIGN,

WHEREAS it appears by messages from His Excellency the Right Honorable Sir John Douglas Sutherland Campbell, commonly called the Marquis of Lorne, Governor General of the Dominion of Canada, and the estimates accompanying the same, that the sums hereinafter mentioned are required to defray certain expenses of the public service of the Dominion not otherwise provided for, for the financial years ending respectively the thirtieth day of June, one thousand eight hundred and eighty-one, and the thirtieth day of June, one thousand eight hundred and eighty-two, and for other purposes connected with the public service; May it therefore please Your Majesty that it may be enacted, and be it enacted by the Queen's Most Excellent Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, that:—

1. From and out of the Consolidated Revenue Fund of Canada, there shall and may be paid and applied a sum not exceeding in the whole one million two hundred and fourteen thousand, three hundred and twenty-eight dollars and twenty-five cents, towards defraying the several charges and expenses of the public service of the Dominion, from the first day of July, in the year of Our Lord one thousand eight hundred and eighty, to the thirtieth day of June, in the year of Our Lord one thousand eight hundred and eighty-one, not otherwise provided for, and set forth in Schedule A to this Act, and also for the other purposes in the said Schedule mentioned.

2. From and out of the Consolidated Revenue Fund of Canada, there shall and may be paid and applied a sum not exceeding in the whole twenty-seven million eighty-two thousand two hundred and fifty-seven dollars and sixty-six cents, towards defraying the several charges and expenses of the public service of the Dominion, from the first day of July, in the year of Our Lord one thousand eight hundred and eighty-one to the thirtieth day of June, in the year of

Our Lord one thousand eight hundred and eighty-two, not otherwise provided for, and set forth in Schedule B to this Act, and for other purposes in the said Schedule mentioned.

3. A detailed account of the sums expended under the authority of this Act, shall be laid before the House of Commons of Canada during the first fifteen days of the then next session of Parliament.

OTTAWA:
PRINTED BY MACLEAN, ROGER & CO.
1881.

SCHEDULE B—*Continued*

SERVICE.		Amount.	Total.
		$ cts.	$ cts.
Brought forward			17,378,817 97
PUBLIC WORKS AND BUILDINGS.			
(*Chargeable to Income*).			
PUBLIC BUILDINGS.			
Nova Scotia.			
Sydney Quarantine Hospital	$2,000 00		
Halifax Dominion Building—Repairs of	5,000 00		
Pictou Marine Hospital	6,000 00		
New Glasgow Public Building	4,000 00		

SCHEDULE A.

SUMS granted to Her Majesty by this Act for the Financial Year ending 30th June, 1881, and the purposes for which they are granted.

SERVICE.		Amount.	Total.
CIVIL GOVERNMENT.		$ cts.	$ cts.
Department of the Secretary of State—To provide for the salary of one Third-Class Clerk, from 24th February to 30th June, 1881, at $600 per annum	$212 00		
To provide for the salary of a Private Secretary, from the 8th November, 1880, to the 30th June, 1881, at $600 per annum	386 75		
		598 75	
Customs Department—To provide for one promotion in Correspondence Office, as per Order in Council of 9th November, 1880	100 00		
To provide for the salary of a Private Secretary, previously estimated for in contingencies, but now required to be shown in salaries	600 00		
		700 00	
Department of Indian Affairs—To provide for the promotion of two Junior Second-Class Clerks to the Senior Second Class	100 00		
To provide for the salary of one Junior Second-Class Clerk, from 1st January to 30th June, 1881, at $900 per annum	450 00		
		550 00	
Department of Marine and Fisheries—To provide for the salary of a Senior Second-Class Clerk		1,100 00	
Contingencies—Amount required to pay Sir Alex. Galt, expenditure incurred by him in establishing his office in London, over and above amount already voted		1,294 07	
			4,242 82
ADMINISTRATION OF JUSTICE.			
To pay additional salary for six months to the Hon. George Baby, Judge *ad hoc*, Court of Queen's Bench, Quebec		500 00	
To pay arrears of salary to County Court Judge Sanders, British Columbia		600 00	
Amount required to pay Commissioners under "Better Prevention of Crime Act of 1878"		300 00	
			1,400 00
PENITENTIARIES.			
Manitoba—To provide for the salary of the Engineer and Keeper, six months, at $60		360 00	
Prince Edward Island—To pay the Government of Prince Edward Island for maintenance of penitentiary prisoners in the jails of the Island		1,110 75	
Dorchester—To pay the salaries of the Warden, $1,000, and the Deputy-Warden, $600, from the 1st September, 1879, to the 1st July, 1880		1,600 00	
			3,070 75
Carried forward			8,713 57

SCHEDULE A—*Continued.*

SERVICE.	Amount.	Total.
	$ cts.	$ cts.
Brought forward		8,713 57
LEGISLATION.		
House of Commons—Additional amount to cover the cost of the publication of debates	10,000 00	
Library—Additional amount required for salaries	50 00	
To provide for abatements of superannuation, Senate Officials, 1880-81 $454 00		
To provide for abatements of superannuation, Library Officials, 1880-81 243 00		
	697 00	
To pay the families of the late Hon. Jas. Shaw, Hon. D. Christie and J. S. Thompson, Esq., M.P., equivalent sessional allowance in full, and of the late Joseph Keeler, Esq., M.P., and G. H. Connell, Esq., M.P., equivalent of sessional allowances and mileage, from the dates of their decease to the date of prorogation	3,752 00	
		14,499 00
IMMIGRATION AND QUARANTINE.		
To pay Intercolonial Railway for transport of immigrants arrived at Halifax during the winter of 1879-80, not contemplated nor provided for in the ordinary vote for Immigration		9,134 68
PENSIONS.		
To pay the pension of J. Robinson, formerly a gunner in the Ottawa Field Battery, from 1st November, 1880, to 30th June, 1881, at the rate of $50 per annum		33 33
MILITIA.		
Salaries of Military Branch and District Staff—To provide for increase of salary to the Deputy Adjutant-General in Manitoba	300 00	
Contingencies—To provide for gratuities on retirement to the undermentioned officers:		
Lt.-Col. W. S. Durie, Deputy Adjutant-General, Military District No. 2 3,400 00		
Lt.-Col. J. Fletcher, C.M.G., Deputy Adjutant-General, Military District No. 5 3,400 00		
Lt.-Col. J. H. Gray, Deputy Adjutant-General, Military District No. 12 1,700 00		
Lt.-Col. J. Moffatt, Brigade-Major, Military District No. 1 2,400 00		
To provide for removal allowance to Deputy Adjutants-General and Brigade-Majors 5,683 16		
To provide for personal travelling expenses and cost of transport of luggage of each officer 1,816 84		
	18,400 00	
To pay balance of contract for converting ordnance	3,000 00	
Special service, North-West Territories—Amount required to cover cost of transport of Military stores for equipment of Mounted Rifle Companies, organized for the protection of settlers in the North-West	645 75	22,345 75
Carried forward		54,726 33

OTTAWA;
PRINTED BY MACLEAN, ROGER & CO.
1881.

SCHEDULE B—*Continued*

SERVICE.	Amount.	Total.
	$ cts.	$ cts.
Brought forward		17,378,817 97
PUBLIC WORKS AND BUILDINGS.		
(*Chargeable to Income*).		
PUBLIC BUILDINGS.		
Nova Scotia.		
Sydney Quarantine Hospital	$2,000 00	
Halifax Dominion Building—Repairs of	5,000 00	
Pictou Marine Hospital	6,000 00	
New Glasgow Public Building	4,000 00	

SCHEDULE A—*Continued.*

SERVICE.	Amount.	Total.
	$ cts.	$ cts.
Brought forward		54,726 33
RAILWAYS AND CANALS.		
(*Chargeable to Capital.*)		
RAILWAYS.		
Intercolonial Railway — Amount required to cover salary of Chief Engineer appointed for the settlement of old claims, salaries of assistants, travelling expenses, shorthand writer, &c.	12,000 00	
Halifax Extension, additional amount required	27,800 00	
Rivière du Loup and Hadlow Section, additional improvements	60,000 00	
To pay D. O'Connor for professional services, Fairbairn Engineering Co. *vs.* The Queen	143 00	
To pay D. McPherson in full of claim for damages to property by reason of extension of railway from Richmond depot to North Street, Halifax, N.S.	500 00	
To pay Alexander Forbes amount of official arbitrators' award in respect of his contract for the erection of fencing in 1873, 1874 and 1876	172 18	
To pay Mr. G. A. Girouard for railway ties lost in transit in 1872	2,640 00	
To pay T. B. Smith for fencing erected in 1872	1,894 50	
Rivière du Loup Branch—Additional amount required for repairs and improvements	140,000 00	
Canadian Pacific Railway—Amount required for purchase of Prince Arthur's Landing and Kaministiquia Railway	14,000 00	
Fort William to English River	11,000 00	
Pembina Branch	15,500 00	
Telegraph lines, British Columbia	8,600 00	
CANALS.		
St. Peter's Canal	35,000 00	
		329,249 68
RAILWAYS AND CANALS.		
(*Chargeable to Income.*)		
CANALS.		
Baie Verte Canal—To pay J. W. Lawrence, Esq., Commissioner, balance of amount payable to him		700 00
PUBLIC WORKS AND BUILDINGS.		
(*Chargeable to Capital.*)		
PUBLIC BUILDINGS.		
Departmental Buildings, Eastern Block—Construction of fire and burglar-proof vault, additional amount required	4,000 00	
West Block Extension—For balance due to Messrs. Strachan, Beckett & Aspell on final estimate in connection with their contract for carpenter and joiner work, plastering, painting, roofing, &c.	402 71	4,402 71
Carried forward		389,078 72

SCHEDULE A—*Continued.*

SERVICE.		Amount.	Total.
		$ cts.	$ cts.
Brought forward			389,078 72
PUBLIC WORKS AND BUILDINGS.			
(*Chargeable to Income.*)			
PUBLIC BUILDINGS.			
New Brunswick—Woodstock Post Office, Custom House, &c., additional amount required for site	2,700 00		
Partridge Island Hospital—Amount required for repairs	250 00		
Quebec—Grosse Isle Quarantine Station—To pay Messrs. Piton & Co., in full settlement of all claims made in connection with buildings erected by them since June, 1873	2,215 99		
Montreal Custom House—Additional amount required	4,500 00		
St. Vincent de Paul Penitentiary	800 00		
Ontario—Kingston Fortification—To pay John Waddell for extra work performed in 1877 in connection with his contract for stables at Tête du Pont Barracks	416 53		
Ottawa Drill Shed—Amount required	550 00		
Ottawa Geological Museum	9,250 00		
Windsor Post Office, Custom House, &c.—To pay balance of claims, &c.	1,800 00		
Toronto Immigrant Shed—Amount required	375 00		
Manitoba — Winnipeg Immigrant Reception House—Amount required for extension	4,500 00		
Penitentiary—Additional sum required	7,400 00		
MAINTENANCE, REPAIRS, FURNITURE, HEATING, &c.			
Rideau Hall—Additional amount required for fuel and light	1,012 10		
To pay T. B. Donaldson for services as Caretaker of His Excellency the Governor General's quarters, Citadel, Quebec, from 1st July, 1878, to 30th June, 1879, inclusive	78 25		
		35,847 87	
HARBOURS AND RIVERS.			
Quebec—Grosse Isle—To pay Messrs. Piton & Co., for six rock-elm fenders, bolted to new wharf in 1873	240 00		
Escoumains, amount required	200 00		
Bagotville, Ha Ha Bay, River Saguenay	2,000 00		
Ontario and Quebec—To pay Wm. Kingsford, Esq., Civil Engineer, as compensation for loss of employment as engineer in charge of Harbour and River Works, Ontario and Quebec, &c., at the rate of $3,300 per annum	1,650 00		
General Repairs and Improvements.			
Maritime Provinces—To reimburse Mr. G. A. Brown the amount contained in a bag of silver, stolen from a valise during his journey from St. John, N.B., to Cape Breton, for the purpose of making payments in connection with Cow Bay Breakwater and Gabarus Harbour	150 09		
		4,240 09	
ROADS AND BRIDGES.			
To pay D. Fraser in full and final settlement of his claim, for repairing and keeping open during winter, in 1875-76, 82 miles of Metapedia Military Road		223 80	
Carried forward		40,311 76	389,078 72

OTTAWA:
PRINTED BY MACLEAN, ROGER & CO.
1881.

SCHEDULE B—*Continued*

SERVICE.	Amount.	Total.
	$ cts.	$ cts.
Brought forward		17,378,817 97
PUBLIC WORKS AND BUILDINGS.		
(*Chargeable to Income*).		
PUBLIC BUILDINGS.		
Nova Scotia.		
Sydney Quarantine Hospital	$2,000 00	
Halifax Dominion Building—Repairs of	5,000 00	
Pictou Marine Hospital	6,000 00	
New Glasgow Public Building	4,000 00	

SCHEDULE A—*Continued.*

SERVICE.	Amount.	Total.
	$ cts.	$ cts.
Brought forward	40,311 76	389,078 72
PUBLIC WORKS AND BUILDINGS—*Concluded.*		
(*Chargeable to Income.*)		
TELEGRAPHS.		
Additional amount required for the extension of the coast telegraph system of the Lower River and Gulf of St. Lawrence, from Bay St. Paul to Bersimis and branch to Chicoutimi	3,000 00	
Additional amount required for laying of cable on new submarine cable route, between Vancouver Island and mainland, *viâ* Nanaimo and Point Grey	1,500 00	
Submarine cable route between Vancouver Island and the mainland *viâ* Nanaimo and Point Grey—Extra cost of fitting up telegraph barge "Electron" and working S.S. "Sir James Douglas"	3,750 00	
	8,250 00	
		48,561 76
OCEAN AND RIVER SERVICE.		
Amount required to complete payment for Mail Service between Victoria, British Columbia and San Francisco	4,760 00	
Amount required to cover expenses connected with the bringing out of the screw-corvette "Charybdis"	5,000 00	
To provide for the triennial publication of the list of vessels registered in the Dominion	750 00	
Montreal Water Police—To pay gratuity on retirement to J. Wilson	347 70	
do do do R. Sandiland	219 60	
		11,077 30
GEOLOGICAL SURVEY.		
Additional amount required to complete Geological Survey		10,000 00
DOMINION LANDS.		
(*Chargeable to Capital*).		
Amount required to enable the Dominion Lands Department to push forward land surveys without waiting until the 1st July		100,000 00
INDIANS.		
MANITOBA AND NORTH-WEST.		
Additional amount required to complete the service of the year		168,079 00
MISCELLANEOUS.		
Amount required to cover the cost of publishing and circulating 3,000 copies of a Trade Letter on Brazil, together with 400 circulars to editors of newspapers, enclosing such Trade Letter and requesting attention thereto	161 90	
Carried forward	161 90	726,796 78

SCHEDULE A—*Continued.*

SERVICE.	Amount.	Total.
	$ cts.	$ cts.
Brought forward.....	161 90	726,796 78
MISCELLANEOUS—*Concluded.*		
To pay for 206 copies of "The Annual Register and Review".....	515 00	
Amount required to cover expenditure incurred by Pacific Railway Commission.....	12,500 00	
To refund to the representatives of the late A. M. Delisle, Shipping Master's fees paid into the Treasury by him in error whilst acting as Collector of Customs at Montreal.....	2,457 29	
Amount required to pay Sir Alex. Galt for services and expenses during June, July, August and September, 1879, whilst continuing trade negotiations with France, Spain, &c.....	4,658 32	
To cover expenses connected with the Civil Service Commission.....	5,000 00	
Amount required for Civil Service Commission, including printing and other services.....	5,000 00	
Amount required to cover travelling expenses of Niagara Falls Commissioners, and cost of procuring survey and plan of land in the immediate vicinity of the Falls.....	1,000 00	
Amount required to cover payments made to the Hon. Hector Fabre for expenditure connected with special services in France.....	2,931 11	
To enable the Department of Inland Revenue to pay law costs incurred in certain cases.....	1,800 00	
To repay Mr. Geo. G. Dunstan for expenses incurred in connection with the preparation of the Tariff.....	453 75	
To enable the Department of Marine and Fisheries to pay legal expenses incurred in the case of the Queen *vs.* Bourassa.....	78 90	
To pay Major Hebert, "B" Battery, compensation for loss of property caused by fire at the Tête du Pont Barracks, Kingston.....	550 00	
		36,506 27
COLLECTION OF REVENUES.		
EXCISE.		
To provide for the cost of obtaining stamps, and for the stamping of imported and Canadian tobacco, under the provisions of 43 Victoria, chapter 19, and for other expenditure in connection with securing the duty on tobacco..... $12,000 00		
Additional amount required for contingencies..... 2,000 00		
To pay Collectors of Customs allowance on duties collected by them..... 500 00		
To enable the Department to purchase wood naphtha and similar articles for issue to Bonded Manufacturers, under provisions of 43 Victoria, chapter 19, section 21, the cost of which will be recouped by the Manufacturers to whom they are supplied..... 2,000 00		
To enable the Department to purchase instruments for testing Petroleum, and to pay expenses in connection therewith, under the Petroleum Inspection Act..... 7,500 00		
To pay commission of 5 per cent. to persons employed to sell stamps for Canada twist tobacco..... 1,000 00		
	25,000 00	
GAS INSPECTION.		
Amount required to provide for salaries of Gas Inspectors, not estimated for in vote for 1880-81.....	400 00	
Carried forward.....	25,400 00	763,303 05

OTTAWA;
PRINTED BY MACLEAN, ROGER & CO.
1881.

SCHEDULE B—*Continued*

SERVICE.	Amount.	Total.
	$ cts.	$ cts.
Brought forward		17,378,817 97
PUBLIC WORKS AND BUILDINGS.		
(*Chargeable to Income*).		
PUBLIC BUILDINGS.		
Nova Scotia.		
Sydney Quarantine Hospital	$2,000 00	
Halifax Dominion Building—Repairs of	5,000 00	
Pictou Marine Hospital	6,000 00	
New Glasgow Public Building	4,000 00	

SCHEDULE A—*Concluded.*

SERVICE.	Amount.	Total.
	$ cts.	$ cts.
Brought forward	25,400 00	763,303 05
COLLECTION OF REVENUES—*Concluded.*		
RAILWAYS.		
Intercolonial Railway—Locomotive power	$68,000 00	
Car expenses	44,000 00	
Station expenses	24,000 00	
General charges	16,000 00	
Maintenance	48,000 00	
	200,000 00	
CANALS.		
Maintenance and Repairs—Lachine Canal	$9,900 00	
Beauharnois	5,200 00	
St. Ours	300 00	
Chambly	12,500 00	
Williamsburgh	1,000 00	
	28,900 00	
PUBLIC WORKS.		
Telegraph Lines, British Columbia—Additional amount required	8,000 00	
POST OFFICE.		
Additional amounts for Mail Service generally	$9,000 00	
do Quebec and Lake St. John Road	1,500 00	
do Salaries	16,000 00	
do Miscellaneous	17,000 00	
	43,500 00	
DOMINION LANDS.		
Additional amounts required for pay of Dominion Land Guides	2,500 00	
To cover expenditure connected with the establishment of two new Land Agencies and the removal thereto of the Agents	6,000 00	
To cover salaries and expenses of certain Land Guides whose services are continued during the winter	4,000 00	
Amount required to pay for cost of ascertaining longitude of the Capital	500 00	
	13,000 00	
		318,800 00
UNPROVIDED ITEMS.		
Unprovided items of 1879-80, *vide* Auditor-General's Report, page 221		132,225 20
Total		1,214,328 25

SCHEDULE B.

SUMS granted to Her Majesty by this Act, for the Financial Year ending 30th June, 1882, and the purposes for which they are granted.

SERVICE.	Amount.	Total.
CHARGES OF MANAGEMENT.	$ cts.	$ cts.
Financial Inspector	2,600 00	
Office of Assistant Receiver-General, Toronto	8,100 00	
do do Montreal	5,500 00	
Auditor and do Halifax	10,100 00	
do do St. John, N.B	11,400 00	
do do Winnipeg	3,050 00	
do do Victoria, B.C	7,000 00	
do do Charlottetown, P.E.I	4,000 00	
Country Savings Banks: New Brunswick, Nova Scotia and British Columbia	12,700 00	
London Agents:		
Commission of 1 per cent. on $2,632,380.00, amount of debt to be redeemed in London during the year	26,323 80	
Commission on payments of $5,984,059.69, interest on debt	58,000 00	
Commission and brokerage on $441,607.90, Consolidated Canadian Loan Sinking Fund	4,416 08	
Brokerage on $253,096.19, Intercolonial Loan Sinking Fund	632 74	
do 25,671.51, Rupert's Land Loan Sinking Fund	64 18	
do 67,428.81, British Columbia Loan Sinking Fund	168 57	
do Sinking Funds Loans of 1874, 1875, 1876, 1878 and 1879, $536,346.41	4,022 59	
Stamps, postages and telegrams	2,000 00	
Expenses in connection with the issue and redemption of Dominion Notes	30,000 00	
Printing, advertising, inspection, express charges, &c., including the printing of Dominion Notes	25,000 00	
To provide for a Savings Bank Agent at Wallace, N.S.	200 00	
		215,277 96
CIVIL GOVERNMENT.		
Governor General's Secretary's Office	11,100 00	
Office of the Queen's Privy Council for Canada	14,662 50	
Department of Justice	14,150 00	
do Penitentiaries Branch	5,350 00	
Department of Militia	35,690 00	
do Secretary of State	38,985 00	
do Interior	54,580 00	
do Indian Affairs	17,500 00	
Office of the Auditor-General	18,825 00	
Department of Finance	52,925 00	
Office of the Treasury Board	2,750 00	
Department of Inland Revenue	32,880 00	
do Customs	33,010 00	
do Postmaster-General	110,400 00	
do Agriculture	34,270 00	
do Marine and Fisheries	30,190 00	
do Public Works	30,500 00	
do Railways and Canals	40,584 00	
Carried forward	578,351 50	215,277 96

OTTAWA:
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1881.

SCHEDULE B—*Continued*

SERVICE.	Amount.	Total.
	$ cts.	$ cts.
Brought forward		17,378,817 97
PUBLIC WORKS AND BUILDINGS.		
(Chargeable to Income).		
PUBLIC BUILDINGS.		
Nova Scotia.		
Sydney Quarantine Hospital	$2,000 00	
Halifax Dominion Building—Repairs of	5,000 00	
Pictou Marine Hospital	6,000 00	
New Glasgow Public Building	4,000 00	

SCHEDULE B—*Continued.*

SERVICE.	Amount.	Total.
	$ cts.	$ cts.
Brought forward	578,351 50	215,277 96
CIVIL GOVERNMENT—*Concluded.*		
Civil Service Board, amount required to cover salaries of	600 00	
Departmental Contingencies	139,750 00	
Stationery Office, for stationery	5,000 00	
To meet the possible amount required for new appointments by an extension of the staff or any other change	5,000 00	
Amount required to provide for contingent expenses of the High Commissioner of Canada in London	4,000 00	
Department of Indian Affairs:		
Providing for the Promotion of one First-Class Clerk to a Chief Clerkship, at $2,000	300 00	
Providing for the appointment of one Junior Second Class Clerk	900 00	
Providing for the statutory annual increase to two Junior Second-Class Clerks, each $50	100 00	
Providing for the appointment of one Messenger	300 00	
	1,600 00	
Department of Militia:		
Statutory increase to salary of Chief Accountant	50 00	
Department of Agriculture:		
Statutory increases to salaries of two Clerks, Patent Branch, omitted	100 00	
Department of Secretary of State:		
Statutory increase to salary, one Clerk, Queen's Printer's Branch, omitted	50 00	
		734,501 50
ADMINISTRATION OF JUSTICE.		
Miscellaneous Justice, including North-West Territories	15,000 00	
Travelling expenses of Stipendiary Magistrates in the North-West Territories	4,500 00	
Circuit Allowances, British Columbia	6,000 00	
do Manitoba	1,500 00	
Precis Writer of the Supreme Court of Canada and the Exchequer Court	2,000 00	
Clerk in the office of the Registrar of the Supreme Court of Canada and the Exchequer Court	700 00	
Second Clerk in the office of the Registrar of the Supreme Court of Canada and the Exchequer Court	500 00	
Senior Messenger of the Supreme Court of Canada and the Exchequer Court	500 00	
Second Messenger of the Supreme Court of Canada and the Exchequer Court	360 00	
Third Messenger of the Supreme Court of Canada and the Exchequer Court	300 00	
Contingencies and disbursements, including printing, binding and distributing Reports, Judges' travelling expenses; also salaries of officers (Sheriff, Usher, &c.) in the Supreme and Exchequer Courts of Canada, and $150 for books for Judges	5,000 00	
Sundry disbursements connected with the Maritime Court of Ontario, Judges' travelling expenses, &c.	100 00	
Salary of Registrar of Vice-Admiralty Court, Quebec	666 66	
Salary of Marshal of Vice-Admiralty Court, Quebec	333 34	
		37,460 00
Carried forward		987,239 46

SCHEDULE B—*Continued.*

SERVICE.	Amount.	Total.
	$ cts.	$ cts.
Brought forward		987,239 46
POLICE.		
Dominion Police		13,500 00
PENITENTIARIES.		
Kingston	126,894 29	
St. Vincent de Paul	82,740 69	
Dorchester	44,285 67	
Manitoba	21,541 28	
British Columbia	17,523 68	
		292,985 61
LEGISLATION.		
SENATE.		
Salaries and contingent expenses of the Senate	55,938 00	
HOUSE OF COMMONS.		
Salaries per Clerk's Estimate	59,000 00	
Expenses of Committees, Extra Sessional Clerks, &c.	12,800 00	
Contingencies	20,500 00	
Publishing Debates	18,562 50	
Salaries and Contingencies, per Sergeant-at-Arms' Estimate	27,475 00	
MISCELLANEOUS.		
Grant to Parliamentary Library	3,500 00	
Amount required for the re-adjustment of the salaries of three Library Clerks and Chief Messenger, *vide* report of Library Committee	550 00	
To defray expenses of extra services in making new Catalogues of the Historical and General Departments	920 00	
Salaries of Officers (additional), and Contingencies of Library	5,250 00	
Printing, binding and distributing the Laws	12,000 00	
Printing, printing paper and book-binding	70,000 00	
Salary of the Clerk of the Crown in Chancery	2,000 00	
Contingencies of the Clerk of the Crown in Chancery	1,200 00	
Miscellaneous printing	2,000 00	
		291,695 50
ARTS, AGRICULTURE AND STATISTICS.		
To meet expenses in connection with care of Public Archives	5,000 00	
To meet expenses in connection with Patent Record	7,200 00	
To meet expenses in connection with preparation of Criminal Statistics	5,000 00	
To meet expenses in connection with the Census	200,000 00	
To meet expenses in connection with Dominion Exhibition	5,000 00	
		222,200 00
IMMIGRATION AND QUARANTINE.		
Salaries of Immigration Agents and Employés, viz.:—		
Agent, Quebec	1,600 00	
Assistant do	1,000 00	
Carried forward	2,600 00	1,807,620 57

OTTAWA;
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SCHEDULE B—*Continued*

SERVICE.		Amount.	Total.
		$ cts.	$ cts.
Brought forward			17,378,817 97
PUBLIC WORKS AND BUILDINGS.			
(*Chargeable to Income*).			
PUBLIC BUILDINGS.			
Nova Scotia.			
Sydney Quarantine Hospital	$2,000 00		
Halifax Dominion Building—Repairs of	5,000 00		
Pictou Marine Hospital	6,000 00		
New Glasgow Public Building	4,000 00		

SCHEDULE B—*Continued.*

SERVICE.		Amount.	Total.
	$ cts.	$ cts.	$ cts.
Brought forward	2,660 00		1,807,620 57
IMMIGRATION AND QUARANTINE—*Concluded.*			
Salaries of Immigration Agents and Employés, viz:—			
Clerk, Quebec	1,000 00		
Norwegian Interpreter, Quebec	500 00		
Messenger, Quebec	200 00		
Agent, Montreal	1,200 00		
do Ottawa	1,200 00		
do Kingston	1,200 00		
do Toronto	1,400 00		
do Hamilton	1,100 00		
do London, Ont.	800 00		
do Halifax	1,000 00		
do St. John	1,000 00		
do Manitoba	2,400 00		
do North-West	1,200 00		
Clerks and Messengers in London (England) Office	4,300 00		
Salaries of Special Agents in Europe	6,000 00		
Contingencies of Canadian and other agencies	24,000 00		
Travelling expenses of Travelling Agents in Europe	7,000 00		
Towards assisting Immigration and Immigration expenses	100,000 00		
		158,100 00	
Medical Inspection, Quebec	1,300 00		
Quarantine, Grosse Isle	9,566 00		
do St. John, N.B.	2,400 00		
do Pictou, N.S.	800 00		
do Halifax, N.S.	3,200 00		
do Charlottetown, P.E.I.	1,000 00		
Towards assisting in the maintenance of the Tracadie Lazaretto	3,000 00		
To meet expenses of precautionary measures for Public Health:—			
Public Health	5,000 00		
Cattle Quarantine	10,000 00		
For repairs and additions to Cattle Quarantine Buildings, Quebec	3,000 00		
		39,266 00	
			197,366 00
PENSIONS.			
John Bright, Messenger, House of Assembly		80 00	
NEW MILITIA PENSIONS.			
Mrs. Caroline McEachern and four children	238 00		
Janet Anderson	110 00		
Margaret McKenzie	80 00		
Mary Ann Richey and one child	288 00		
Mary Morrison	80 00		
Louise Prud'homme	110 00		
Virginie Charron and four children	150 00		
Paul M. Robins	146 00		
Charles T. Bell	73 00		
Alex. Oliphant	109 50		
Charles Lugsden	91 25		
Thomas Charters	91 25		
Charles T. Robertson	110 00		
Carried forward	1,677 00	80 00	2,004,986 57

SCHEDULE B—*Continued.*

SERVICE.		Amount.	Total.
	$ cts.	$ cts.	$ cts.
Brought forward	1,677 00	80 00	2,004,986 57
PENSIONS—*Concluded.*			
NEW MILITIA PENSIONS.			
Percy G. Routh	400 00		
Richard S. King	400 00		
George A. McKenzie	73 00		
Edwin Hilder	146 00		
Fergus Schofield	73 00		
John Bradley	109 50		
James Bryan	109 50		
Ensign W. Fahey	200 00		
Mary Hodgins and three children	191 00		
John Martin	110 00		
Mrs. J. Thorburn	150 00		
Mrs. P. T. Worthington and three children	378 00		
Mrs. J. H. Elliott and one child	120 00		
Ellen Kirkpatrick and three children	226 00		
Mrs George Prentice and children	352 00		
Mary Hannah Tempest and child	298 00		
T. Robinson	50 00		
		5,063 00	
To meet the probable amount required for Pensions to Veterans of war of 1812		25,000 00	
Compensation to Pensioners in lieu of land		5,500 00	
Amount required to provide for the retiring allowances of five County Court Judges, British Columbia		8,866 66	
Amount short estimated to provide for the retiring allowances of five County Court Judges, British Columbia		266 66	
			44,776 32
MILITIA.			
Salaries of Military Branch and District Staff		22,100 00	
Brigade Majors, salaries, transport expenses, &c		14,400 00	
Allowances for Drill Instruction		40,000 00	
Ammunition	25,000 00		
Clothing	50,000 00		
Military Stores	40,000 00		
		115,000 00	
Public Armouries and care of Arms, including pay of Storekeepers, Caretakers and Storemen		52,000 00	
Drill pay and all other incidental expenses connected with the Drill and Training of the Militia		250,000 00	
Contingencies and general service, not otherwise provided for, including grants to Artillery and Rifle Associations and Bands of efficient Corps		46,000 00	
Drill Sheds and Rifle Ranges		10,000 00	
Care and Maintenance of Military Properties transferred from the Ordnance and Imperial Government		8,000 00	
Royal Military College		59,000 00	
Military Schools and Drill Instructors in Colleges		6,000 00	
Pay, Maintenance and Equipment of "A" and "B" Batteries, Garrison Artillery, and Schools of Gunnery at Kingston and Quebec		119,000 00	
			741,500 00
Carried forward			2,791,262 89

OTTAWA;
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SCHEDULE B—*Continued*

SERVICE.		Amount.	Total.
		$ cts.	$ cts.
Brought forward			17,378,817 97
PURLIC WORKS AND BUILDINGS.			
(*Chargeable to Income*).			
PUBLIC BUILDINGS.			
Nova Scotia.			
Sydney Quarantine Hospital	$2,000 00		
Halifax Dominion Building—Repairs of	5,000 00		
Pictou Marine Hospital	6,000 00		
New Glasgow Public Building	4,000 00		

SCHEDULE B—*Continued.*

SERVICE.		Amount.	Total.
		$ cts.	$ cts.
Brought forward			2,791,262 89
RAILWAYS AND CANALS.			
(*Chargeable to Capital.*)			
RAILWAYS.			
Intercolonial Railway—			
Construction Account		15,000 00	
Flour Shed, St. John, deep water terminus		8,000 00	
Construction of Wharf and Elevator, Halifax terminus		130,000 00	
Rivière du Loup Branch, Rolling Stock		291,600 00	
To pay A. Johnson & Co. amount of Official Arbitrators' award respecting their contract for the Engine House, Truro, N.S.		2,068 88	
Canadian Pacific Railway—			
Canada Central Extension (subsidized)		260,000 00	
Railway between Prince Arthur's Landing and Red River, including Pembina Branch, as follows:—			
Fort William to English River	45,000 00		
English River to Eagle River	940,000 00		
Eagle River to Keewatin	2,000,000 00		
Keewatin to Selkirk	350,000 00		
Pembina Branch	22,000 00		
		3,357,000 00	
British Columbia		3,000,000 00	
Telegraph Lines and Roadway		70,000 00	
Station and terminal accommodation		50,000 00	
Subsidy to Canadian Pacific Railway Company		4,000,000 00	
CANALS.			
Lachine		800,000 00	
Cornwall		40,000 00	
St. Lawrence River and Canals		175,000 00	
Welland		1,065,000 00	
St. Anne's Lock and Canal		300,000 00	
Carillon Canal, Dam and Slide		350,000 00	
Grenville		470,000 00	
Culbute Canal, improving approaches		30,000 00	
St Peters		3,000 00	
Murray Canal, towards construction of		25,000 00	
do do		25,000 00	
Miscellaneous		10,000 00	
			14,476,668 88
RAILWAYS AND CANALS.			
(*Chargeable to Income.*)			
RAILWAYS.			
Canadian Pacific Railway—			
Compensation to the St. Boniface Hospital on account of a large increase in the number of patients between the years 1876-1880, inclusive, in consequence of the proximity of the Canadian Pacific Railway works		1,786 20	
Carried forward		1,786 20	17,267,931 77

SCHEDULE B—*Continued.*

SERVICE.	Amount.	Total.
	$ cts.	$ cts.
Brought forward	1,786 20	17,267,931 77
RAILWAYS AND CANALS—*Concluded.*		
(*Chargeable to Income.*)		
CANALS.		
Lachine Canal.		
Construction of roadway leading to St. Gabriel flour sheds	3,000 00	
Chambly Canal.		
Raising banks and lowering bottom of canal	26,000 00	
Trent Works.		
Survey of Trent Valley navigation	6,000 00	
Welland Canal.		
To re-build a bridge on the line of Canal street, Dunnville	5,500 00	
Burlington Bay Canal.		
Renewal of piers	10,000 00	
River Tay.		
Survey of the River Tay and Canal	750 00	
Williamsburgh Canal.		
Towards the construction of waste weir	5,000 00	
Miscellaneous.		
Miscellaneous works not otherwise provided for 5,000 00		
Arbitrations and awards 5,000 00		
Surveys and inspections 10,000 00		
	20,000 00	
		78,036 20
PUBLIC WORKS AND BUILDINGS.		
(*Chargeable to Capital*).		
PUBLIC BUILDINGS, OTTAWA.		
Departmental Buildings, Western Block Extension	5,000 00	
Addition to Conservatory in Public Grounds	1,350 00	
Conversion of Government workshops into Supreme Court	12,500 00	
Grounds	4,000 00	
TELEGRAPHS.		
For land and cable telegraph lines for the sea coast and islands of the lower River and Gulf of St. Lawrence, &c	10,000 00	
		32,850 00
Carried forward		17,378,817 97

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SERVICE.	Amount.	Total.
	$ cts.	$ cts.
Brought forward		17,378,817 97
PUBLIC WORKS AND BUILDINGS.		
(Chargeable to Income).		
PUBLIC BUILDINGS.		
Nova Scotia.		
Sydney Quarantine Hospital	$2,000 00	
Halifax Dominion Building—Repairs of	5,000 00	
Pictou Marine Hospital	6,000 00	
New Glasgow Public Building	4,000 00	
Prince Edward Island.		
Charlottetown Marine Hospital	4,600 00	
do Dominion Building—Repairs	2,450 00	
New Brunswick.		
St. John Custom House	10,000 00	
Fredericton Post Office	1,800 00	
Dorchester Penitentiary	77,000 00	
Woodstock Post Office, Custom House, &c	9,200 00	
St. John Marine Hospital	10,000 00	
do Military Buildings	2,500 00	
Sussex Post Office, Custom House and Inland Revenue Offices	5,000 00	
St. John Post Office, to complete contracts	10,000 00	
do Custom House do	12,000 00	
Quebec.		
Grosse Isle Quarantine Station, New Hospital, Grosse Isle—Shifting buildings	3,000 00	
Quebec Fortifications	17,000 00	
Lévis Fortifications	8,000 00	
Durham Terrace Extension	20,000 00	
Three Rivers—Fitting up Old Barracks for public offices	6,500 00	
Sherbrooke—Post Office, Custom House, Inland Revenue and Weights and Measures Offices	15,000 00	
Montreal Inland Revenue Offices, addition to present building	11,000 00	
St. Vincent de Paul Penitentiary	15,500 00	
Citadel	15,000 00	
Chicoutimi Marine Hospital	6,000 00	
St. Helen's Island Military Buildings	4,000 00	
Hull Post Office, Inland Revenue and Weights and Measures Offices	7,000 00	
Dufferin Improvements, Quebec, to pay contractor for gates, balance of contract, &c	7,550 00	
Ontario.		
Ottawa Drill Shed	1,800 00	
Belleville Public Buildings	15,000 00	
Carried forward	313,900 00	17,378,817 97

40 "Cocoa nuts, when imported from the place of growth by vessel direct to a Canadian port, fifty cents per hundred." ..... 50 c. per 100

SERVICE.		Amount	Total.
	$ cts.	$ cts.	$ cts.
Brought forward	313,900 00		17,378,817 97
PUBLIC WORKS AND BUILDINGS—*Continued.*			
(*Chargeable to Income.*)			
PUBLIC BUILDINGS—*Continued.*			
Ontario—Continued.			
Kingston Fortifications and Military Buildings	6,000 00		
do Penitentiary	12,000 00		
St. Catharine's Post Office	15,000 00		
Brantford Post Office, Custom House, &c., to complete	1,230 00		
Windsor Post Office and Custom House, to complete	6,000 00		
Rideau Hall, Rose and Stove House for Conservatory	2,250 00		
Cornwall Post Office, Custom House, &c. (site, &c.)	8,000 00		
Toronto Military Buildings	2,000 00		
Stratford Public Buildings	15,000 00		
Towards improving ventilation, Public Buildings	10,000 00		
Chatham Public Building	8,000 00		
Hamilton Public Building, site	36,500 00		
Brockville Public Building	8,000 00		
St Thomas do	8,000 00		
Manitoba.			
Manitoba Penitentiary	5,500 00		
Winnipeg Shed and Immigrant Hospital	6,600 00		
Winnipeg Post Office	1,700 00		
Immigration Office, Emerson	400 00		
Parliament Buildings, Winnipeg	30,000 00		
Lieutenant-Governor's Residence	10,000 00		
Winnipeg Post Office, additional amount required for fittings	2,100 00		
Manitoba Penitentiary, for building, walls, &c	3,300 00		
North-West Territories.			
Immigration Shed, west of Winnipeg	8,000 00		
Public Buildings generally	10,000 00		
Dominion Lunatic Asylum or Hospital	10,000 00		
British Columbia.			
Custom House, Storehouse and Wharf, Victoria	5,000 00		
Post Office, Victoria	5,000 00		
British Columbia Penitentiary	2,400 00		
New Westminster Public Buildings	10,000 00		
Nanaimo Post Office, Custom House and Inland Revenue Offices, the local authorities furnishing the site	8,000 00		
Public Buildings Generally.			
Public Buildings generally	15,000 00		
		584,880 00	
Carried forward		584,880 00	17,378,817 97

SERVICE.		Amount.	Total.
		$ cts.	$ cts
Brought forward		584,880 00	17,378,8179
PUBLIC WORKS AND BUILDINGS—*Continued.*			
(*Chargeable to Income.*)			
REPAIRS, FURNITURE, HEATING, &C.			
Repairs, Furniture, Heating, &c.	$150,000 00		
Grounds	4,000 00		
Removal of snow, Public Buildings, Ottawa	1,800 00		
Heating Public Buildings, Ottawa	40,000 00		
Gas, Public Buildings, Ottawa	23,000 00		
Water, Public Buildings, Ottawa	12,000 00		
Allowance for fuel and light, Rideau Hall	8,000 00		
Telephonic service, Public Buildings, Ottawa	2,500 00		
To pay F McAvity & Sons for hardware supplied, &c., in 1873-74-76-79	63 40		
		241,363 40	
HARBORS AND RIVERS.			
Nova Scotia.			
Cow Bay	$ 6,000 00		
Parrsboro' or Partridge Island River	2,500 00		
Benacadie Pond	3,000 00		
Indian Island Beach	1,100 00		
Brooklyn or Herring Cove	10,000 00		
Hampton	2,300 00		
Great Village River, Londonderry, locality furnishing $4,000	8,000 00		
Mabou	4,000 00		
Ragged Pond, to complete	1,500 00		
South Ingonish—Repairs	1,500 00		
Burying Island, Canso Harbour—To complete protection to works	4,000 00		
Main-à-Dieu—To complete works under contract	7,000 00		
Petit Degrat—To complete works under contract	1,000 00		
North Sydney Harbor (on Harbor Commissioners spending like amount)	2,000 00		
Cape St. Mary	2,000 00		
Prince Edward Island.			
Miminigash Breakwater	1,500 00		
Tignish	8,500 00		
Rustico Harbor	18,500 00		
Campbell's Cove, local authorities having already spent $4,100	10,000 00		
Colville Bay, Souris East	5,000 00		
New Brunswick.			
St. John Harbor, Breakwater at Negro Point	35,000 00		
Pointe du Chêne	6,000 00		
Shippegan, to complete	3,000 00		
River Tobique and River St. John, above Grand Falls	2,000 00		
River St. John, River des Chutes to Bear Island	2,000 00		
St. Andrew's Harbour	2,000 00		
Quaco	15,000 00		
Carried forward	164,400 00	826,243 40	17,378,817 97

40 "*Cocoa nuts, when imported from the place of growth by vessel direct to a Canadian port, fifty cents per hundred.*" ..... 50 c. per 100

SERVICE.		Amont.	Total.
	$ cts.	$ cts.	$ cts.
Brought forward	164,400 00	826,243 40	17,378,817 97
PUBLIC WORKS AND BUILDINGS—*Continued.*			
(*Chargeable to Income.*)			
HARBORS AND RIVERS—*Continued.*			
New Brunswick—Continued.			
Cocaigne	5,000 00		
Richibucto Harbor	1,000 00		
Madawaska River	1,000 00		
Maritime Provinces Generally.			
General repairs and improvements, Harbors and Rivers, Maritime Provinces	10,000 00		
Quebec.			
New Carlisle—Municipality having voted $1,000	1,000 00		
Carleton—Locality providing $2,500	1,000 00		
Isle aux Coudres, Havre Laprairie—Municipality furnishing $4,000	1,500 00		
Grosse Isle	2,500 00		
Anse St. Jean	1,050 00		
River St. Lawrence, removal of chains, anchors, boulders, &c	10,000 00		
Etang du Nord, Magdalen Islands	8,000 00		
Rivière Ouelle	2,500 00		
Trois Pistoles	3,500 00		
Rivière du Loup (*en bas*)	4,000 00		
Isles aux Grues, Havre de la Pointe aux Pins	4,500 00		
Tadousac Fish-hatching Establishment, dams, &c	2,500 00		
River Saguenay, improvement of channel below Chicoutimi	5,000 00		
River Saguenay, enlargement of La Grande Décharge from Lake St. John	4,000 00		
Baie St. Paul—Local authorities furnishing $3,000	6,000 00		
Les Ecureuils	1,500 00		
Yamachiche—Local authorities furnishing $3,000	3,000 00		
Rivière Nicolet—Harbor of refuge	15,000 00		
Rivière Richelieu, belows St Our's Village	2,000 00		
River St. Lawrence, improvement of steamboat channel between Montreal and Lake St. Francis	5,000 00		
River Ottawa, improvements between Bristol and Portage du Fort	4,000 00		
River Yamaska	15,000 00		
Ste. Famille—To complete work in progress	5,000 00		
Percé Breakwater, Examination and survey	500 00		
New Carlisle—Additional amount required	2,000 00		
Berthier (*en haut*)	2,000 00		
General repairs and improvements, Harbors and Rivers, Quebec	10,000 00		
Ontario.			
Cobourg Harbour	10,000 00		
Rondeau Harbour	8,000 00		
Kincardine Harbour	4,000 00		
Carried forward	325,450 00	826,243 40	17,378,817 97

SERVICE.		Amount.	Total.
		$ cts.	$ cts.
Brought forward	325,450 00	826,243 40	17,378,817 97
PUBLIC WORKS AND BUILDINGS—*Continued.*			
(*Chargeable to Income.*)			
HARBORS AND RIVERS—*Continued.*			
Ontario—Continued.			
Owen Sound Harbour, municipality having deposited $13,000	12,000 00		
Collingwood Harbour	1,500 00		
Toronto Harbour	12,500 00		
Port Albert, Lake Huron	1,000 00		
River Ottawa, removal of reef from main channel below Union Suspension Bridge	5,000 00		
Portsmouth Harbour (locality furnishing $1,500)	3,500 00		
Belleville	5,000 00		
Goderich	8,000 00		
Southampton	2,500 00		
Port Elgin	10,000 00		
Neebish Rapids	2,000 00		
Wellington Harbour	2,000 00		
Port Hope Harbour	6,000 00		
Bridge at Des Joachims Rapids, Ottawa River (Ontario and Quebec each paying $4,000)	8,000 00		
Port Stanley, Lake Erie	1,000 00		
Collingwood, Lake Huron—Additional amount required for dredging	7,000 00		
Thornbury, Lake Huron, locality furnishing an equal amount	7,000 00		
General repairs and improvements, Harbours and Rivers, Ontario	6,000 00		
Manitoba.			
Red River, mouth of river	7,000 00		
Fairford and Partridge Crop River (examination of question of overflow	4,000 00		
General repairs and improvements, Harbours and Rivers, Manitoba	1,000 00		
North-West Territories.			
River Saskatchewan, improvement of	20,000 00		
British Columbia.			
General repairs and improvements, Harbours and Rivers, British Columbia	2,000 00		
Courtenay River	500 00		
Victoria Harbour—To complete removal of Beaver Rock.	6,500 00		
Harbours and Rivers Generally.			
Harbours and Rivers generally	6,000 00		
		472,450 00	
Carried forward		1,298,693 40	17,378,817 97

40 "*Cocoa nuts, when imported from the place of growth by vessel direct to a Canadian port, fifty cents per hundred.*" ..... 50 c. per 100

SERVICE.		Amount.	Total.
		$ cts.	$ cts.
Brought forward		1,298,693 40	17,378,817 97
PUBLIC WORKS AND BUILDINGS—*Continued.*			
(*Chargeable to Income.*)			
DREDGING.			
New dredging plant	$14,200 00		
Dredge vessels—Repairs	22,000 00		
Nova Scotia, Prince Edward Island, New Brunswick	42,000 00		
Quebec	20,000 00		
Ontario	12,000 00		
British Columbia	7,500 00		
General service	5,000 00		
		122,700 00	
SLIDES AND BOOMS.			
Slides and Booms		14,550 00	
ROADS AND BRIDGES.			
Union Suspension Bridge, Ottawa		4,000 00	
TELEGRAPHS.			
Land and cable telegraph lines for the sea coasts and islands of the Lower Rivers and Gulf of St. Lawrence, and the Maritime Provinces, viz. :—			
Extension of the coast telegraph system of the Lower Rivers and Gulf of St. Lawrence, from Baie St. Paul to Bersimis, and branch to Chicoutimi	$10,000 00		
New submarine cable route between Vancouver Island and mainland, *viâ* Nanaimo and Point Grey	4,800 00		
Semaphores to connect the line of telegraph between Canso and Halifax, east coast of Nova Scotia, with the islands off that coast	12,500 00		
Telegraph line to connect the lighthouse at Port aux Basques with the lighthouse and telegraph station at Cape Ray, Newfoundland	1,750 00		
Laying cable across Strait of San Juan de Fuca, from Beachy Bay, Vancouver Island, to Crescent Bay	2,500 00		
Telegraph and signal service generally	5,000 00		
		36,550 00	
MISCELLANEOUS.			
Miscellaneous works not otherwise provided for	$10,000 00		
Surveys and inspections	25,000 00		
Arbitrations and awards	5,000 00		
Fort Dufferin, Negro Point, N.B	5,000 00		
Military Works and Buildings—Repairs, improvements and construction of	35,682 00		
		80,682 00	
			1,557,175 40
Carried forward			18,935,993 37

SERVICE.		Amount.	Total.
		$ cts.	$ cts.
Brought forward			18,935,993 37
OCEAN AND RIVER SERVICE.			
DOMINION STEAMERS.			
Maintenance and repairs of steamers "Napoleon III," "Newfield," "Druid," "Glendon," "Sir James Douglas" and "Northern Light"	$120,000 00		
Amount required for the maintenance of a steamer in place of the "Lady Head"	15,000 00		
		135,000 00	
MAIL SUBSIDIES.			
Steam communication between Halifax and St. John, *viâ* Yarmouth	$10,000 00		
Steam communication on Lakes Huron and Superior	10,000 00		
Steam service between San Francisco and Victoria, British Columbia	17,640 00		
Steam communication with the Magdalen Islands	7,800 00		
Steam communication between Grand Manan, N.B., and Mainland, Mail Service	1,500 00		
To provide for one year's subsidy, to be granted at the rate of $50,000 per annum, to line of steamers to trade between Canada and West Indies and Brazil, provided a like amount be paid by the Brazilian Government	50,000 00		
For subsidy to line of steamers to run fortnightly between France and Quebec, provided the French Government appropriates $100,000 for the same service	50,000 00		
For subsidy to line of steamers to run alternately between Liverpool and St. John, N.B., and Liverpool and Halifax, N.S.	25,000 00		
Subsidy to steamer between Campbellton and Gaspé, and intermediate ports	8,000 00		
Additional subsidy to steamer between Grand Manan, N.B., and mainland	1,500 00		
For steam communication from Port Mulgrave, at the terminus of the Eastern Extension Railway to East Bay, Cape Breton	6.000 00		
For steam communication between Cape Canseau and Port Hood, daily, touching at railway terminus, Port Mulgrave, and such other places within above limits as may be agreed upon	2,000 00		
For steam communication from Halifax to Murray Harbour and Charlottetown, alternately	3,000 00		
For steam communication between Halifax and St. Pierre	2,000 00		
To provide for a subsidy of $1,500 a voyage for five voyages of steamers from Prince Edward Island to Great Britain and back	7,500 00		
		201,940 00	
To provide for the examination of Masters and Mates		4,250 00	
For purchase of life-boats, life-preservers, and rewards for saving life.		3,000 00	
To provide for investigations into wrecks and casualties, and collection of information relating to disaster to shipping		1,500 00	
Expenses in connection with Canadian registration of shipping		500 00	
Montreal Water Police and River Police, Quebec		35,500 00	
Removal of obstructions in navigable rivers		1,500 00	
			383,190 00
Carried forward			19,319,183 37

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SERVICE.	Amount.	Total.
	$ cts.	$ cts.
Brought forward		19,319,183 37
LIGHTHOUSE AND COAST SERVICE.		
Salaries and allowances of lighthouse keepers	159,456 00	
Agencies, rents and contingencies	20,000 00	
Maintenance and repairs to lights, fog-whistles, buoys and beacons, humane establishments and provision depots	260,000 00	
Cape Race light	900 00	
Completion and construction of lighthouses and fog-alarms	40,000 00	
To complete construction of a new lighthouse on Sands Head, entrance to Fraser River, B.C.	8,000 00	
		488,356 00
FISHERIES.		
Salaries and disbursements of Fishery Overseers and Wardens:—		
Ontario	12,500 00	
Quebec	15,000 00	
Nova Scotia	15,500 00	
New Brunswick	12,000 00	
Prince Edward Island	3,000 00	
British Columbia	2,000 00	
Manitoba	1,000 00	
Fish-breeding, fishways and oyster beds	30,000 00	
To provide for legal and incidental expenses connected with the fisheries	800 00	
Advertising	1,000 00	
		92,800 00
SCIENTIFIC INSTITUTIONS.		
OBSERVATORIES.		
Observatory, Quebec	2,400 00	
do Toronto	4,800 00	
do Kingston	500 00	
do Montreal	500 00	
do New Brunswick	1,200 00	
	9,400 00	
Grant for Meteorological Observatories, including Instruments and cost of telegraphing weather warnings	37,500 00	
		46,900 00
MARINE HOSPITALS AND SICK AND DISTRESSED SEAMEN.		
MARINE HOSPITALS.		
Marine and Immigrant Hospital, Quebec	20,000 00	
St. Catharines Hospital, Ontario	500 00	
Kingston do	500 00	
	1,000 00	
Hospitals in the Provinces of Quebec, Nova Scotia, New Brunswick, Prince Edward Island and British Columbia	35,000 00	
Carried forward	56,000 00	19,947,239 37

SERVICE.		Amount.	Total.
		$ cts.	$ cts.
Brought forward		56,000 00	19,947,239 37
MARINE HOSPITALS AND SICK AND DISTRESSED SEAMEN—*Continued.*			
DISTRESSED SEAMEN.			
Expenses for Shipwrecked and Disabled Seamen		8,000 00	64,000 00
STEAMBOAT INSPECTION.			
To provide for expenses of Steamboat Inspection			15,000 00
SUPERINTENDENCE OF INSURANCE COMPANIES.			
To meet expenses in connection with the Inspection of Insurance Companies			6,000 00
GEOLOGICAL SURVEY.			
Geological Survey			50,000 00
DOMINION LANDS.			
(*Chargeable to Capital.*)			
Amount required for Surveys of Dominion Lands			300,000 00
INDIANS.			
Ontario and Quebec.			
Annual Grants:—			
For Indians of Quebec	4,200 00		
For purchase of blankets for aged and infirm Indians of Ontario and Quebec	1,600 00		
For Indian Schools in Ontario and Quebec	5,000 00		
For annuities under the Robinson Treaty	13,000 00		
Surveys of Reserves in older Provinces	3,000 00		
For grant to complete a road now partially opened through the Lake St. John Indian Reserve in the Township of Ouiatchouan, P.Q.	500 00		
		27,300 00	
Nova Scotia.			
Indians of Nova Scotia generally		4,500 00	
New Brunswick.			
Indians of New Brunswick generally		4,500 00	
Prince Edward Island.			
Indians of Prince Edward Island generally		2,000 00	
Carried forward		38,300 00	20,382,239 37

40 "*Cocoa nuts, when imported from the place of growth by vessel direct to a Canadian port, fifty cents per hundred.*".....50 c. per 100

SERVICE.		Amount.	Total.
		$ cts.	$ cts.
Brought forward		38,300 60	20,382,239 37
INDIANS—*Continued.*			
British Columbia.			
Indians of British Columbia generally	23,300 00		
Surveys	7,660 00		
Reserve Commission	11,249 31		
		42,209 31	
Manitoba and the North-West.			
Annuities	202,025 00		
Agricultural Implements (including tools in 1880-81)	11,298 58		
Tools	2,683 04		
Cattle	10,593 00		
Seed grain	5,560 00		
Ammunition and twine	7,250 00		
Provisions for use during annuity payments	20,814 00		
Supplies of a general nature for destitute Indians	102,000 00		
Clothing	2,410 62		
Schools	11,000 00		
do additional	12,668 00		
Surveys	19,500 00		
Farms, wages and maintenance	60,000 00		
do additional	23,700 00		
Sioux	7,000 00		
General expenses	67,235 00		
Commissioner's house and office	12,000 00		
Grist mill	2,000 00		
		579,737 24	
			660,246 55
NORTH-WEST MOUNTED POLICE.			
Pay of North-West Mounted Police Force, including staff and extra pay to farmers and artizans		110,000 00	
Rations		45,000 00	
Forage		40,000 00	
Fuel and Light		7,000 00	
Clothing		20,500 00	
Repairs and renewals, replacement of horses, arms and ammunition		37,000 00	
Medicines and medical comforts		1,500 00	
Books and Stationery		1,500 00	
Transport and freight charges, guides, teamsters, &c.		24,500 00	
Contingencies		3,000 00	
			290,000 00
MISCELLANEOUS			
Canada Gazette		4,000 00	
Miscellaneous Printing		10,000 00	
Unforeseen Expenses: expenditure thereof to be under Order in Council, and a detailed statement to be laid before Parliament during the first fifteen days of the next Session		50,000 00	
Commutation in lieu of remission of duties on articles imported for the use of the Army and Navy		4,000 00	
Carried forward		68,000 00	21,332,485 92

SERVICE.		Amount.	Total.
		$ cts.	$ cts.
Brought forward		68,000 00	21,332,485 92
MISCELLANEOUS—*Continued.*			
For the expenses of Government in the North-West Territories		30,000 00	
do do District of Keewatin		7,500 00	
To meet expenditure estimated to be required to put into force the Act respecting the traffic in intoxicating liquors		5,000 00	
Amount required to provide for the erection of permanent head-quarters of the North-West Mounted Police		20,000 00	
Expenses of Dominion Government Agency at Rio Janeiro		1,250 00	
To meet expenses connected with the consolidation of the Dominion Statutes		5,000 00	
For expenses of Commissions of enquiry		10,000 00	
To provide for the cost of a monument to the memory of the late Sir George Et. Cartier, Bart		10,000 00	
To pay for ten Babcock fire extinguishers for Public Buildings		500 00	
To pay balance due for conveying His Excellency the Earl of Dufferin and his party in steamer "J. W. Steinhoff," from Windsor to Sarnia and Goderich, in August, 1874		152 98	
			157,402 98
COLLECTION OF REVENUES.			
CUSTOMS.			
Salaries and Contingent Expenses of the several Ports—			
In the Province of Ontario	$224,485 00		
do Quebec	197,515 00		
do New Brunswick	91,070 00		
do Nova Scotia	108,225 00		
do Manitoba	15,000 00		
do North-West Territories	5,000 00		
do British Columbia	22,454 00		
do Prince Edward Island	22,370 00		
Salaries and travelling expenses of Inspectors of Ports, and travelling expenses of other officers on inspection	18,000 00		
Contingencies of Head Office, covering printing, stationery, advertising, telegraphing, &c, for the several Ports of Entry	13,000 00		
To meet expenditure in connection with the Board of Customs and Outside Detective Service	15,000 00		
		732,119 00	
EXCISE.			
Salaries of Officers and Inspectors of Excise, including salaries of Officers employed on probation	$200,206 66		
To provide for increase of pay of Chief Officers at large distilleries and factories	1,400 00		
Travelling expenses, rent, fuel, stationery, &c	42,250 00		
To pay Collectors of Customs allowance on duties collected by them	2,500 00		
Preventive Service	6,500 00		
To provide for the cost of obtaining stamps and for the stamping of imported and Canadian Tobacco, under the provisions of 43 Victoria, chapter 19, and for other expenditures in connection with the securing of the duty on tobacco	12,000 00		
Commission to sellers of stamps, Canada twist tobacco	1,000 00		
Carried forward	265,856 66	732,119 00	21,489,888 90

40 *"Cocoa nuts, when imported from the place of growth by vessel direct to a Canadian port, fifty cents per hundred."* ..... 50 c. per 100

SERVICE.		Amount.	Total.
	$ cts.	$ cts.	$ cts.
Brought forward.....	265,856 66	732,119 00	21,489,888 90
COLLECTION OF REVENUES—*Continued.*			
EXCISE—*Continued.*			
Special.			
To enable the Department to purchase wood naphtha and similar articles, for issue to bonded manufacturers, under provisions of 43 Victoria, chapter 19, section 21, the cost of which will be recouped by the manufacturers to whom they are supplied.....	2,000 00	267,856 66	
CULLING TIMBER.			
Quebec Office.			
Supervisor.....	2,000 00		
Deputy Supervisor and Book-keeper.....	1,600 00		
Cashier.....	1,200 00		
Specification Clerks.....	1,800 00		
Messenger.....	400 00		
Specification Clerks—1 at $1,000, 1 at $700, 4 at $600, 2 at $500 (8 months).....	5,100 00		
Assistant Book-keeper.....	1,000 00		
Pay of Cullers.....	45,000 00		
Contingencies.....	4,000 00		
Montreal Office.			
Deputy Supervisor.....	900 00		
Book-keepers and Specification Clerks.....	1,000 00		
Pay of Cullers.....	2,500 00		
Contingencies.....	300 00		
		66,800 00	
WEIGHTS AND MEASURES AND GAS.			
Salaries of Inspectors and Assistant Inspectors of Weights and Measures.....	45,850 00		
Readjustment of salaries.....	5,000 00		
Salaries of Inspectors of Gas.....	9,000 00		
Rent, fuel, travelling expenses, postage, stationery, &c....	23,500 00		
		83,350 00	
INSPECTION OF STAPLES.			
For the purchase and distribution of Standards of Flour, &c., and other expenditure under the Act respecting the inspection of staples.....		3,000 00	
ADULTERATION OF FOOD.			
To meet expenses under the Act respecting adulteration of food.....		10,000 00	
Carried forward.....		1,163,125 66	21,489,888 90

SERVICE.		Amount.	Total.
		$ cts.	$ cts.
Brought forward		1,163,125 66	21,489,888 90
COLLECTION OF REVENUES—*Continued.*			
MINOR REVENUES.			
Department of Inland Revenue in connection with the collection of Minor Revenues	8,000 00		
Department of the Interior in connection with the collection of Minor Revenues	2,000 00		
		10,000 00	
RAILWAYS.			
Under Traffic.			
Maintenance and Repairs :—			
Intercolonial Railway	$1,600,000 00		
Prince Edward Island Railway	186,000 00		
Windsor Branch	12,000 00		
		1,798,000 00	
CANALS.			
Maintenance and Repairs :—			
Repairs and working expenses	$441,550 00		
Salaries and contingencies of Canal Officers	32,770 00		
		474,320 00	
PUBLIC WORKS.			
Maintenance and Repairs :—			
Collection of Slide and Boom Dues	$20,845 00		
Repairs and working expenses, Harbours and Slides	81,900 00		
Telegraph lines between Prince Edward Island and the main land	2,000 00		
Telegraph lines, British Columbia, *viâ* Nanaimo and Point Grey	19,000 00		
Land and cable telegraph lines of the sea coasts and islands of the Lower Rivers and Gulf of the St. Lawrence and the Maritime Provinces	5,000 00		
Agent and contingencies, British Columbia	4,000 00		
To pay Geo. Levêque arrears of salary as caretaker of the wharf, lighthouse and gate at River Ouelle, 20th Sept., 1870, to 1st March, 1874, and for disbursements made by him	211 50		
		132,956 50	
POST OFFICE.			
For Ontario	$875,000 00		
Quebec	507,000 00		
New Brunswick	174,500 00		
Nova Scotia	200,000 00		
Prince Edward Island	49,000 00		
British Columbia	63,000 00		
North-West Territory	32,000 00		
Manitoba	43,000 00		
		1,943,500 00	
Carried forward		5,521,902 16	21,489,888 90

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SERVICE.		Amount.	Total.
		$ cts.	$ cts.
Brought forward		5,521,902 16	21,489,888 90
COLLECTION OF REVENUES—*Concluded.*			
DOMINION LANDS.			
Dominion Lands (Outside Service), covering salaries and contingent expenses of Land and Timber Agencies, Inspections, &c.	$32,000 00		
Extra Clerks at Head Office, Ottawa, maps and other printing and advertising expenses and other similar charges	20,000 00		
Outside Service, British Columbia, staff, contingent expenses, inspections, &c.	10,645 00		
Land Guides in Manitoba and the North-West	6,621 60		
Salary and allowance for expenses of Commissioner to try conflicting claims under Manitoba Act.	1,200 00		
		70,466 60	
			5,592,368 76
Total			27,082,257 66

No. 105] **BILL.** [1880-1

An Act further to amend the Acts forty-second Victoria, chapter fifteen, and forty-third Victoria, chapter eighteen, as respects duties of Customs.

Preamble.

IN amendment of the Act passed in the forty-second year of Her Majesty's reign, chaptered fifteen, and intituled "*An Act to alter the Duties of Customs and Excise*," hereinafter referred to as the Act first cited, and of the Act passed in the forty-third year of Her Majesty's reign, chaptered eighteen and intituled "*An Act to amend the Act forty-second Victoria, chapter fifteen, intituled 'An Act to alter the duties of Customs and Excise,'*" hereinafter referred to as the Act secondly cited, Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

42 V., c. 15.

43 V., c. 18.

Sect. 4 of 42 V., c. 15, amended.

1. Section four of the Act first cited is amended by inserting between the word "duty" and the word "be" in the twelfth line, the words "*or a specific and ad valorem duty,*" and by inserting between the word "duty" and the word "and" in the thirteenth line, the words "*and shall be charged with the same rate of ad valorem duty as is to be levied and collected on the goods they contain.*"

Schedule of goods subject to duties, amended.

2. The schedule A to the Act first cited headed "GOODS SUBJECT TO DUTIES," as amended by the Act secondly cited, is hereby amended by striking out of it the words, expressions and figures hereinafter mentioned as to be struck out, and by inserting therein the words, expressions and figures hereinafter mentioned as to be so inserted, with the letters and figures in the outer column having reference to the amount or rates of the duties payable under such amendments respectively, striking out of the said outer column the letters and figures referring to the former duty, and by making in the said schedule to the Act first cited (as amended by the Act secondly cited), the other changes hereinafter mentioned, that is to say:—

In the item "Agricultural Implements," after the word "implements" and before the word "not" insert the words "*including mower and reaper knives.*"

Under the heading "BOOKS," in the sixth item, after the word "Bills" insert the words "*and other printed matter not elsewhere specified.*"

After the item "Cocoa Nuts" insert the item "*Cocoa nuts, when imported from the place of growth by vessel direct to a Canadian port, fifty cents per hundred.*"..... .....50 c. per 100

In the item "Cordage, all other," after the word "other" insert the words "*including Manilla marline, when not imported for ships' purposes.*"

Under the heading "COTTON, MANUFACTURES OF," in the second item, strike out the word "Jeans"; and after the said second item, insert the following item: "*White or Dyed Cotton Jeans, Coutilles, Cambrics, Silicias, Casbans and printed Calicoes, twenty per cent. ad valorem,*" 20 p. cent. and add the following item: "*Cottons over thirty-six inches wide, when imported by manufacturers of window shades for use in their factories, exclusively for the manufacture of oiled window shades, fifteen per cent. ad valorem.*"..... 15 p. cent.

Under the heading "GLASS AND MANUFACTURES OF," in the first item, after the word "pressed" insert the words "*or moulded,*" and before the word "Jars" strike out the words "and fruit;" and in the second item, after the word "Chimneys" insert the words, "*side lights and head lights.*"

Under the heading "IRON AND MANUFACTURES OF," in the thirteenth item, after the word "Axles," insert the words "*of iron or steel.*" Strike out the fourteenth item and substitute the following in lieu thereof: "*Rolled beams, channels, and angle and T iron, steel or iron and steel, twelve and one-half per cent ad valorem.*"..... 12½ p. cent.

In the item "Wrought iron tubing," after the word "manufactured," insert the words "*over two inches in diameter,*" and after the words "per cent." add the words "*two inches in diameter, or under, coupled and threaded or not, twenty-five per cent. ad valorem*"..... ..... 25 p. cent.

In the twenty-fourth item, after the word "rivets," insert the words "*of iron or steel.*"

In the thirtieth item, after the word "over," strike out the word "half" and insert the words "*nine-sixteenths of.*"

In the thirty-fourth item, after the word "nuts," insert the words "*of iron or steel.*"

Strike out the item concerning "Lead, old and scrap, and in pigs, bars, blocks and sheets," and substitute the following in lieu thereof: "*Lead, old, scrap and pig, forty cents per one hundred pounds*..... ....40c. p. 100 lbs.

Bars, blocks and sheets, sixty cents per one hundred pounds ....60c. p. 100 lbs.

Under the heading "Leather," strike out the third item concerning "Sole and Belting Leather," and substitute the following in lieu thereof: "*Sole and belting leather, and all upper leather, including kid, lamb, sheep, buck, antelope and calf, tanned or dressed, but not waxed or glazed, fifteen per cent. ad valorem* .... 15 p. cent.

In the fourth item "Leather as above," after the word "waxed" insert the words "*or glazed.*"

In the item "Liquorice root and paste extract of," after the word "root" strike out the word "and."

Under the heading "Marble," in the fourth item, respecting "Finished marble," strike out the words "twenty-five," and the words and figures in the outer column, and insert the word "*thirty*" 30 p. cent.

Strike out the items respecting "Oil-cloth," and substitute the following in lieu thereof: "*Oil-cloth for floors, table covers, window blinds and scenery, in the piece, cut or shaped, oiled, enamelled, stamped, painted or printed, thirty per cent. ad valorem*"..... .... 30 p. cent.

In the item concerning "Plaster of Paris or Gypsum, ground," after the word "ground" insert the words "*not calcined*," and strike out the words "twenty per cent. ad valorem," and the words and figures in the outer column, and insert the words "*ten cents per one hundred pounds*"..10c p.100 lbs.

In the item concerning "Plated ware," after the words "of all kinds" insert the words "*including cutlery, plated wholly or in part.*"

In the item concerning "Printing presses," strike out the word "fifteen," and the figures in the outer column, and insert the word "*ten*"..... 10 p. cent.

Strike out the items concerning "Silk in the gum," and substitute the following in lieu thereof: "*Silk in the gum or spun, not more advanced than singles, tram and thrown organzine, not colored, fifteen per cent. ad valorem*"..... ..... 15 p. cent

In the item "Silver, rolled, and German silver," after the word "German" insert the words "*and Nickel.*"

Under the heading "Spirits and Strong Waters," in the fifth item, after the words "other denomination" insert the words "*including Medicinal Elixirs and Fluid extracts and wine preparations, in bulk or bottle.*"

In the item "Steel and manufactures of," strike out the figures "1882" and insert "1883."

Under the heading "Wools and Woollens," strike out the word "Shawls," in the third line; and in the second item concerning "Clothing," after the word "Caps," insert the words "*and horse clothing shaped,*"

After the respective items concerning Canned fruits, tomatoes and meats, paying specific duty, insert the following: "*the rate to include the duty on the cans, and the weight on which duty shall be payable to include the weight of the cans.*"

The following items are added to the Schedule A of goods subject to duties:

Acids, Sulphuric and Nitric, in a combined state, twenty per cent. ad valorem..... ..... 20 p. cent.

Breadstuffs, grain and flour and meal of all kinds, when damaged by water *in transitu*, twenty per cent. ad valorem upon the appraised value, such appraised value to be ascertained as provided by Sections 44, 45, and 46, of the Act 40 Victoria, Chapter 10, intituled "An Act to amend and consolidate the Acts respecting the Customs," as amended by any Act passed in the present Session.	20 p. cent.	5
Britannia Metal, in pigs and bars, ten per cent. ad valorem	10 p. cent.	10
Manufactures of, not plated, twenty-five per cent. ad valorem	25 p. cent.	
Clothing of any material, including horse clothing shaped, not otherwise provided for, thirty per cent. ad valorem	30 p. cent.	15
German and Nickel Silver, manufactures of, not plated, twenty-five per cent. ad valorem	25 p. cent.	
Gun, Rifle and Pistol Cartridges, and Cartridge cases, of all kinds and materials, thirty per cent. ad valorem	30 p. cent.	20
Laces, braids, fringes and other trimmings, twenty per cent. ad valorem	20 p. cent.	
Musical instruments of all kinds, not otherwise provided for, twenty-five per cent. ad valorem.	25 p. cent.	25
Oils, Lubricating, of all kinds, twenty-five per cent. ad valorem	25 p. cent.	
Paints, white lead in pulp, not mixed with oil, five per cent. ad valorem	5 p. cent.	
Ribbons of all kinds and materials, thirty per cent. ad valorem	30 p. cent.	30
Screws of iron, steel, brass or other metal, not otherwise provided for, thirty per cent. ad valorem	30 p. cent.	
Shawls of all kinds and materials, except silk, twenty-five per cent. ad valorem	25 p. cent.	35
Slates, roofing slate, black or blue, eighty cents per square; red, green and other colours, one dollar per square	80c. p. sq. $1 p. sq.	
Telephones, telegraph instruments, electric and galvanic batteries, and apparatus for electric lights, twenty-five per cent. ad valorem	25 p. cent.	40
Umbrellas, parasols and sunshades of all kinds and materials, twenty-five per cent. ad valorem	25 p. cent.	
Velveteens and cotton velvets, twenty per cent. ad valorem	20 p. cent.	45
Winceys, plain, of all widths, when the material is not over one-fourth wool, twenty per cent. ad valorem	20 p. cent.	
Checked, striped or fancy, not over twenty-five inches wide, twenty per cent. ad valorem	20 p. cent.	50
Checked, striped or fancy dress winceys, over twenty-five inches wide and not over thirty inches, when the material is not more than one-fourth wool, two cents per square yard and fifteen per cent. ad valorem	2c.p.yd.and 15 p. cent.	55

But all checked, striped or fancy winceys over thirty inches wide, shall be subject to duty as woollen goods, when the material is partly wool.

Cocoa matting, twenty-five per cent. ad valorem. 25 p. cent.

Schedule of Groods amended.

3. The schedule to the Act first cited headed "FREE GOODS," as amended by the Act secondly cited, is hereby amended by striking out of it the words and expressions hereinafter mentioned as to be so struck out, and by inserting therein the words and expressions hereinafter mentioned as to be so inserted or added; that is to say:—

In the item concerning "Bones, Crude, &c.," after the word "Crude," strike out the word "and."

Strike out the item concerning "Colours," and substitute the following in lieu thereof: "*Colours, dry, viz., Blue Black, Blanc Fixé, Chinese Blue, Prussian Blue and Raw Umber. In Pulp, viz., Carmine, Cologne, Marjacca and Rose Lakes, Scarlet and Maroon, Satin and fine-washed White, and Ultramarine Blue.*"

In the item concerning "Potash," after the word "Muriate," insert the words "*and Bichromate.*"

In the item concerning "Steel in ingots, &c.," strike out the figures "1882" and insert "1883."

The following items are hereby added to the said Schedule of free goods, viz.:—

Beans, Vanilla and Nux Vomica.

Belladonna Leaves.

Books, Educational, imported by and for the use of schools for the deaf and dumb exclusively.

Cinchona Bark.

Ergot.

Horn Strips, when to be used in making Corsets.

Quercitron, or extract of Oak Bark.

Roots, Medicinal, *viz.*, Aconite, Calumba, Ipecacuanha, Sarsaparilla, Squills, Taraxacum, Valerian.

Trees, Forest, when imported into the Province of Manitoba, or the North-West Territories, for planting.

After the words "Cotton seed cake" add the words "and meal," in the item "Oil cake."

Schedule fo prohibitions, amended.

4. The following item is hereby added to schedule D to the Act first cited:

Foreign reprints of British Copyright Works Copyrighted in Canada, and of Canadian Copyrighted Works.

And the articles mentioned in the said item are prohibited to be imported, under the penalty and forfeiture imposed by the said schedule for the importation of articles therein mentioned.

When the amendments shall be held

5. The foregoing sections of this Act shall be held to have come into force, and the alterations thereby made in the schedules aforesaid and in the duties of Customs, and

to have come into force.

as to the goods subject thereto or free from duty or prohibited to be imported, shall be held to have been made, and the said schedules as hereby amended to have been in force on and after the twenty-sixth day of February, in present year of Our Lord one thousand eight hundred and eighty-one, and to have applied and to apply to all goods imported or taken out of warehouse for consumption on or after the said day; and the laws now in force respecting the Customs, as amended by any Act passed during the present session of Parliament shall apply to the duties payable under the Acts firstly and secondly cited, and the schedules aforesaid as hereby amended, and to the prohibition therein contained.

No. 105.

3rd Session, 4th Parliament, 44 Vict., 1880-1.

BILL

An Act further to amend the Acts 42 Victoria, chapter 15, and 43 Victoria, chapter 18, as respects the Duties of Customs.

Received and read first time, Thursday, 17th March, 1881.

Second reading, same day.

Sir LEONARD TILLEY.

OTTAWA;
PRINTED BY MACLEAN, ROGER & Co.
1881.

An Act to authorize the raising by way of loan of certain sums of money required for the public service.

WHEREAS it is expedient to raise by way of loan a sum of money not exceeding that hereinafter mentioned, to provide for the payment of the sums granted to Her Majesty during the present session of Parliament for the construction of the public works now being undertaken by the Dominion, and also for the payment of liabilities now outstanding and maturing prior to the thirtieth day of June, 1882: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. In addition to the sums now remaining unborrowed and negotiable of the loans authorized by Parliament as set forth in the fourth section of the Act of Supply passed in the forty-third year of Her Majesty's reign and chaptered ten, the Governor in Council is hereby authorized and empowered to raise by way of loan such sum of money not exceeding in the whole eighteen million dollars, as may be required for the purposes above set forth, under the provisions of the Act passed in the thirty-fifth year of Her Majesty's reign, intituled: "*An Act respecting the Public Debt, and the raising of Loans authorized by Parliament*," as amended by the Act passed in the thirty-eighth year of Her Majesty's reign, intituled: "*An Act to amend the Act respecting the Public Debt, and the raising of Loans authorized by Parliament;*" and the sums so raised shall form part of the Consolidated Revenue Fund of Canada.

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OTTAWA;
PRINTED BY MACLEAN, ROGER & CO.

1881.