

1st Session, 8th Parliament, 27 Victoria, 1863.

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BILL.

An Act to incorporate certain persons under the name of the Montreal and Salaberry Steamboat Company.

Received and read, first time, Friday, 28th August, 1863.

Second reading, Thursday, 3rd September, 1863.

Sir N. F. BELLEAU.

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BILL.

An Act to incorporate certain persons under the name of the
"Montreal and Salaberry Steamboat Company."

WHEREAS the Honorable Louis Renaud, John Grant, John M. Young, Charles Renaud, Alexis Renaud, Joseph O. Lafrénière, Seraphin St. Onge, all of the City of Montreal, and Jean Baptiste Renaud, of the City of Quebec, Esquires, have by their petition represented
5 that an association was formed in the City of Montreal, in March, one thousand eight hundred and sixty-two, under the name and style of the "Montreal and Salaberry Steamboat Company," in and to which they are subscribers and stockholders, with a view of promoting the public
10 interest, by providing for the inhabitants of the shores of the St. Lawrence between Cornwall, Dundee, Beauharnois and Montreal, and the intermediate ports, and for the convenience of commerce and travellers generally, the advantage of steam navigation, and the use of the wharves and landing places, now or hereafter to be constructed by them
15 along the route taken by their steamboats, and for the purposes aforesaid, the said Company have already on the said line two steamboats, the *Richelieu* and the *Salaberry*, which made the regular service during the last season of navigation between the ports hereinbefore mentioned; that the capital of the said Company is two hundred thousand dollars, divided into two thousand shares of one hundred dollars each; and that the
20 said Company might be placed in a position obliging them to sue or be sued in the transaction of their business; and that the said Company has for its object the facilitating and promotion of the navigation of this Province; and with the view of attaining their purpose with greater facility, the said Company have prayed to be incorporated: Therefore,
25 Her Majesty, by and with the advice and consent of the Legislative Council and Assembly of Canada, enacts as follows:

I. The Honorable Louis Renaud, John Grant, John M. Young, Charles Renaud, Alexis Renaud, Joseph O. Lafrénière, Seraphin St. Onge, and Jean Baptiste Renaud, and all other persons who may now
30 or hereafter become subscribers or stockholders in the said Company, and all or any other person or persons, bodies politic and corporate, who as executors, administrators, successors or assigns, or by any other lawful title, may hold any part, share or interest in the capital stock of the said Company, and their executors, administrators, successors and assigns, shall be and they are hereby constituted a body
35 politic and corporate, under the name and style of the "Montreal and Salaberry Steamboat Company," and shall by that name have perpetual succession and a Common Seal, and by the same name be capable of suing and being sued in all Courts of Justice in this Province; the said
40 Company shall be empowered, if they shall hereafter think proper so to do, to change the service of the ports mentioned in the preamble to this Act, and cause their steamboats to call at other ports, either solely or at the same time as the others, upon the St. Lawrence and the Lakes, and whether Canadian or American ports: The said company may
45 make, establish and put into execution, alter or repeal all by-laws, rules, ordinances and regulations, the same not being contrary to the laws of this Province, nor to the provisions of this Act, as may appear to them

Preamble.

Certain persons incorporated.

Corporate name and powers.

By-laws, etc., may be made.

- Transfer of rights and liabilities of the present company.** necessary and expedient for the management of the business of the said company ; all the movable and immovable property, rights and actions belonging to the said " Montreal and Salaberry Steamboat Company," shall be and they are hereby transferred to the said corporation, and from and after the passing of this Act, the said corporation shall be the proprietors thereof, and of all movable and immovable property and effects which the said corporation may hereafter acquire ; and all the debts and obligations of the said " Montreal and Salaberry Steamboat Company" shall be acquitted and performed by the said corporation: Provided always that no by-law, ordinance, rule or regulation shall be in force until the same shall have been approved by a majority of the Directors hereinafter mentioned, or their successors, authorized to that effect at the annual general meeting of the Stockholders of the said company. 5
- Proviso.** 2. The said corporation, under the name of the " Montreal and Salaberry Steamboat Company," may also acquire and hold real estate for the construction of wharves and the erection of warehouses and offices, and for such other purposes as the said company may deem expedient, at the different ports and places at which the steamboats belonging to the said company shall touch, and may at any time sell, exchange and dispose of the same, and purchase other property for the same purposes ; provided always, that the said company shall not at any time possess real estate, the total value of which shall exceed the sum of dollars. 15
- Corporation may hold real estate.**
- Proviso, value limited.** 20
- Election of Directors.** 3. The superintendence, control and management of the affairs of the said company, shall be vested in five Directors, three of whom shall be a quorum, which said Directors shall be Stockholders in the said company, and shall be elected between the first and last day of January in each year, upon the day and at the hour and place which shall be appointed by the President, and notice whereof shall be given in one or more newspapers published in the city of Montreal, at least ten days previous to the said election ; and the said election shall be had and made by the Stockholders of the said company present at the said meeting personally or by their proxies ; and all elections of Directors shall be by ballot or by open vote, as may be proscribed by the by-laws of the said company ; the Directors elected shall choose out of their number a President, and it shall be the duty of the said President to preside at all general or special meetings of the Stockholders or Directors ; the President may vote at all meetings of the Directors and other meetings, and in case of an equal division of votes, he shall also have a casting vote. Any vacancy among the Directors occasioned by death, resignation, absence from the Province or any other cause shall be filled by such person or persons as the remaining Directors or a majority of them may appoint ; and it shall be lawful for the Stockholders at any meeting specially called for that purpose, to remove any or all of the said Directors, and to appoint others in their stead, in the same manner as at the annual election of Directors is hereby provided for. 25
- Notice.** 30
- President and how he shall vote.** 35
- Filling vacancies.** 40
- Removal of Directors.** 45
- One vote for each share.** 4. Each Stockholder shall be entitled to one vote for each share he shall have held in his name, at least one month previous to the time of voting ; and all questions brought before the Stockholders at any general or special meeting shall be decided by a majority of such votes given by the Stockholders then present, or by their proxies, and in case of an equality of votes by the casting vote of the President. 50
- Casting vote.**
- Special general meetings, how called, &c.** 5. The President or any two or more Directors may at any time, and from time to time, call a meeting or meetings of the Stockholders, either for general or special purposes ; and any four Stockholders may at any 55

time call special meetings of the company, upon giving at least ten days' notice by advertisement, in one or more newspapers published in the city of Montreal, or by sending a written or printed notice to each Stockholder, by post or otherwise.

6. If at any time it shall happen that an election of Directors shall not be made, when on any day pursuant to this Act it ought have been made, the said corporation shall not for that cause be deemed to be dissolved, but it shall and may be lawful on any other day to hold and make an election in the same manner as the annual election of Directors is herein directed to be made. Provision in case of failure of election.

7. The Stockholders shall not be liable as such beyond the amount which may be due by them upon their Stock. Limited liability of Stockholders.

8. It shall be the duty of the Directors to make such yearly dividends of the profits of the said company, as to them or a majority of them shall appear advisable; and an exact and particular statement shall be annually made of their affairs, debts, credits, profits and losses, such statement to appear on the books of the company, and to be open to the perusal of any Stockholder. Yearly statements and dividends.

9. The shares of the said capital stock shall be transferrable, and may from time to time be transferred by the respective holders and owners thereof, according to the form given in Schedule A. hereunto annexed; Provided always that the transferrer shall always be held personally liable to the said company for all or any part of the shares by him subscribed, and which shall be found to be due and owing by him at the time of such transfer. Transfer of shares. Proviso.

10. The present members of the committee of the said company and the President thereof shall continue in office as Directors until the next annual and general meeting of all the Stockholders, and the Directors to be elected annually shall continue in office until the appointment of their successors, as provided by this Act. Present Directors continued until others are elected.

11. Any service of process made at the office of the company in the city of Montreal, and in case the company should have no such office, then upon the President of the company, shall be held and deemed to be good and sufficient service by all Courts of Justice in this Province. Service on the company.

12. This Act shall be deemed a Public Act. Public Act.

SCHEDULE A.

Referred to in the foregoing Act.
For value received from _____ of
I (or we) do hereby assign and transfer to _____
shares, (on each of which has been paid
dollars _____ cents,) in the
capital stock of the Montreal and Salaberry Steamboat Company, the
office of which is at Montreal, subject to the rules and regulations of the
said company, hereby obliging myself (or ourselves) to fulfil the con-
ditions imposed by the proviso contained in the ninth section of the
Act of incorporation of the said company.
In testimony whereof I (or we) have signed these presents at the
office of the said company, this _____ day of _____
one thousand eight hundred and _____

(Signature of the transferrer or of his Attorney).

Witness

I (*or we*) do hereby accept the foregoing assignment of shares in the capital stock of the Montreal and Salaberry Steamboat Company, assigned to me (*or us*) as above mentioned, this day of

one thousand eight hundred and

(Signature of the transferee or of his Attorney).

Witness