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(PRIVATE BILL.)

1st Session, 4th Parliament, 16 Victoria, 1852.

BILL.

An Act to incorporate "*The Cataract
and Peterborough Railway Com-
pany.*"

Received and Read a first time, Thursday,
24th March, 1853.

Second Reading, Wednesday, 30th March, 1853.

HON. MR. MACDONALD, of Kingston.

QUEBEC:

PRINTED BY JOHN LOVELL, MOUNTAIN STREET.

An Act to incorporate the *Cataraqui and Peterborough Railway Company.*

WHEREAS certain inhabitants of the City of Kingston have Preamble.
petitioned the Legislature to incorporate a Company to
construct a Railway from the Town of Peterborough to some
point at or near the City of Kingston, and it is expedient to grant
5 the prayer of the said petition ; Be it therefore enacted, &c.,

That John Counter, Francis Manning Hill, William Ford the Certain persons incorporated.
younger, John Richardson Forsyth, Thomas Kirkpatrick, Alex-
ander Campbell, John Mowat, Archibald John Macdonald, John
Watkins, David Shaw, John Miller, John Carruthers and Overton
10 Smith Gildersleeve, with all such other persons or Corporations
as shall become Shareholders in such Joint Stock Company as is
hereinafter mentioned shall be and are hereby ordained, consti-
tuted and declared to be a Body Corporate and Politic in fact Corporate name.
and in name, by and under the title of "*The Peterborough and*
15 "*Cataraqui Railway Company.*"

II. And be it enacted, That the several clauses of the "*Rail-* Certain Clauses of 14 and 15 Vic., cap. 51, incorporated with this Act.
way Clauses Consolidation Act," with respect to the first, second,
third and fourth clauses thereof, and also the several clauses of
the said Act, with respect to "*Interpretation,*" "*Incorporation,*"
20 "*Powers,*" "*Plans and Surveys,*" "*Lands and their Valuation,*"
"*Highways and Bridges,*" "*Fences,*" "*Tolls,*" "*General Meet-*
"*ings,*" "*Directors, their election and duties,*" "*Shares and their*
"*transfer,*" "*Municipalities,*" "*Shareholders,*" "*Actions for Indem-*
"*nity, and Fines and Penalties, and their prosecution,*" "*Working*
"*of the Railway,*" and "*General Provisions,*" shall be incorporated
25 with this Act, save in so far as they are expressly varied by any
clause or provision hereinafter contained.

III. And be it enacted, That the said Company and their agents Line of Rail- way defined.
or servants shall have full power under this Act, to lay out, con-
30 struct, make and finish a double or single Iron Railroad or *Way*, at
their own cost and charges, on and over any part of the Country
lying between the Town of Peterborough and the City of Kingston,
or the liberties thereof, or between the Town of Peterborough and

the Main Trunk Line, at or near Napanee or some point of the said line between Napanee and Kingston, with power to the said Company to intersect the said Main Trunk line at either of the said points : Provided always, that the said Company shall first obtain the sanction and approval of the Governor in Council, to the line selected by them for the location of said Road, and to the plans and specifications thereof, and that the said Company shall construct the said Railway on the line and in the manner approved of by the Governor in Council. 5

IV. And be it enacted, That all Deeds and Conveyances for lands to be conveyed to the said Company for the purposes of this Act, shall and may, as far as the title to the said lands or the circumstances of the party making the conveyance will admit, be made in the form given in the Schedule of this Act marked A; and for the purpose of a due enregistration of the same, all Registrars in their respective Counties are hereby required to procure a Book with Copies of the form given in the Schedule A, one to be printed on each page, leaving the necessary blanks to suit the separate cases of conveyance, and in such Book to enter and register the said Deeds upon production thereof, and proof of execution, without any memorial, and to minute such entry on the Deed. And the said Company are to pay the said Registrars for so doing the sum of *Two Shillings and Six Pence*, and no more; which said enregistration shall be held and deemed to be valid in law, the provisions of any Act for the enregistration of Deeds, now in force in this Province, to the contrary notwithstanding. 10 15 20 25

V. And be it enacted, That the Capital Stock of the said Company shall not exceed in the whole the sum of Seven hundred and fifty thousand pounds sterling, to be divided into Thirty-seven thousand five hundred shares of Twenty pounds sterling each, which amount shall be raised by the persons above named, or some of them, together with such other persons and Corporations as may become Shareholders in such Stock, and the said money so raised shall be applied, in the first place, towards the payment and discharge of all fees, expenses and disbursements for procuring the passage 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, and to no other purpose whatever : Provided always, that until the said preliminary expenses connected with the said Railway shall be paid out of the Capital Stock thereof, it shall be lawful for the Municipality of any County, City or Town on the Line of the said Road, to pay out of the General Funds of such 30 35 40 45

Municipality, their fair proportion of such preliminary expenses, which sum shall be refunded to such Municipality from the Stock of the said Company, or be allowed to them in payment of Stock.

- 5 VI. And be it enacted, That John Counter, John Alexander Macdonald, Francis Manning Hill, William Ford the younger, John Richardson Forsyth, John Watkins, David Shaw, John Miller, and John Carruthers, shall be and are hereby constituted and appointed the first Directors of the said Company, and shall
 10 hold their office until others shall under the provisions of this Act be elected by the Shareholders, and shall until that time constitute, with one Director to be appointed by the Governor, the Board of Directors of the said Company, for carrying into effect the object and purposes of this Act. First Directors named.
One to be named by the Governor.
- 15 VII. And be it enacted, That the said Directors are hereby empowered to take all necessary measures for opening the Stock Books for the subscription of parties desirous to become Shareholders in the said Company, and to determine and allot to parties
 20 subscribing for Stock in the Company, the number of shares, (if any,) that parties so subscribing, may have and hold in the Capital Stock aforesaid; Provided always, that no subscription in such Stock Books shall create the party or parties so subscribing, a partner or partners in said Company, without and until the authorization thereof by the Directors of the Company for the time
 25 being; Provided also, that no such approval or authorization as aforesaid, shall be required to confirm the subscriptions of Municipalities or other Corporate Bodies empowered to take Stock in Railway Companies. Subscription Books to be opened.
Proviso.
Proviso.
- 30 VIII. And be it enacted, That the said Directors shall cause an entry to be made in the Records of their proceedings and in the Shareholders' Book, of the Stock so allotted and assigned to parties subscribing as aforesaid, and the Secretary of said Company shall notify the respective parties, in writing, of such allocation and assignment. Entry of allotments of Shares.
- 35 IX. And be it enacted, That upon such entries being made, the rights and liabilities of such Shareholder or Shareholders shall accrue in respect of his, her or their particular interest in said Company. Effect of such entry.
- 40 X. And be it enacted, That when and so soon as one-fifth of the said Capital Stock shall have been subscribed, allotted and authorized, it shall be lawful for the said Directors, or a majority of them, to call a Meeting of the holders of such shares, at such First General Meeting and Election of Directors.

place and time as they shall think proper, giving at least fifteen days' public notice of the same, in one or more newspapers published in the City of Kingston, and in the Town of Peterborough, at which the 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 *twelve* Directors, in manner as hereinafter mentioned, of whom *six* Directors shall be chosen by Municipal Corporations being Shareholders, according to the scale of votes hereinafter mentioned, and six by private Shareholders; which said twelve Directors, with the Director appointed by the Governor, shall hold office until the first Monday in June following.

Annual General Meeting. XI. And be it enacted, That on the said first Monday in June, and on the first Monday in June in each year thereafter, or on such other day and at such place as shall be appointed by any By-law, there shall be chosen by the Shareholders twelve Directors, in manner hereinafter mentioned; and public notice of such Annual Election shall be published one month before the day of Election, in the *Canada Gazette*, and also, once at least, fifteen days before the Election, in one newspaper in each City or Town or County on the line of Railway: And all elections for such Directors shall be by ballot, and the persons who shall have the greatest number of votes, at any election, shall be the Directors, and if it shall happen that two or more shall have an equal number of votes, the Shareholders shall determine the election by another or other votes, until a choice is made; and if any vacancy shall at any time happen among the Directors by death, resignation, or otherwise, such vacancy shall be filled for the remainder of the year by a majority of the Directors; and that the said twelve Directors, and one Director to be appointed annually by the Governor of this Province, shall form the Board of Directors.

Quorum of Directors. XII. And be it enacted, That a majority of the said Directors, shall form a *quorum* for the transaction of business: Provided that the said Directors may employ one or more of their said number as paid Director or Directors.

Qualification of Directors. XIII. And be it enacted, That the persons qualified to be elected Directors of the said Company under this Act, shall be any Shareholder holding at least ten shares in the Stock of said Company, who shall have paid up all calls on such shares.

Votes on Stock held by Municipalities XIV. And be it enacted, That the Stock to be subscribed for by Municipal Corporations shall be represented by the Mayor, Warden or Reeve, from time to time being of such Municipal Corporations subscribing to *The Cataraqui and Peterborough*

Railroad Company, or by such persons as shall be appointed by such Municipal Corporations respectively; and that such Mayor, Warden or Reeve, or person deputed as aforesaid, shall, at the election of six Directors to be chosen by Municipal Corporations as aforesaid, be entitled to vote in respect of the Stock subscribed for by such respective Municipal Corporations in the proportion following, that is to say: one vote for every Fifty shares subscribed for by such Municipality; Provided always, that on every occasion other than the election of Directors, the Mayor, Warden, Reeve, or person representing Municipalities, shall be entitled to the number of votes proportioned to the number of shares held by the Municipal Corporation to the same extent as private Shareholders.

XV. And be it enacted, That each Shareholder, holding less than *three* hundred Shares, shall be entitled to a number of votes equal to the number of shares which he or they shall have had in his or their name at least two weeks prior to the time of voting; Provided that no one Shareholder as aforesaid, shall have more than three hundred votes; Provided also, that no Municipal Corporation shall vote or be entitled to vote at any election of the six Directors to be chosen by the private Shareholders; And provided further, that no party or parties shall be entitled to vote at the meetings of Shareholders who shall not have paid up all the calls due upon his, her or their Stock, or the Stock upon which such party claims to vote, at least eighteen hours before the hour appointed for any such Meeting.

XVI. And be it enacted, That it shall and may be lawful for the Directors at any time to call upon the Shareholders for instalments upon each share which they or any of them may hold in the Capital Stock of said Company, in such proportions as they may see fit, so as no such instalment shall exceed ten per cent., giving at least one months' notice for each call, in such manner as they shall appoint.

XVII. And be it enacted, That it shall and may be lawful for the President and Directors of the said Company, from time to time to fix, regulate and receive the tolls and charges to be received for the transmission of property or persons on their Railway, subject always to the approval of the Governor in Council, as is provided by "The Railway Clauses Consolidation Act;" Provided always, that in no case shall the amount charged for toll and charges exceed, for First Class Passengers, two pence currency per mile, and for Second Class Passengers, one penny half-penny currency, per mile, and for Third Class Passengers, one penny currency, per mile, and that one train, having therein Third Class

covered Passenger Cars, shall be run over the said Road throughout its length each way daily.

By-laws for taking Stock need not be published.

XVIII. And be it enacted, That sub-Section three of Section eighteen of "The Railway Clauses Consolidation Act," shall not be incorporated with this Act.

5

Company may be parties to Promissory Notes, &c.

XIX. And be it enacted, That the said Company shall have power to become parties to Promissory Notes and Bills of Exchange, for sums not less than Twenty-five pounds, and any such Promissory Note, made or endorsed, and any such Bill of Exchange drawn, accepted or endorsed by the President of the Company, or Vice President, and countersigned by the Secretary and Treasurer, and under the authority of a majority of a *quorum* of the Directors, shall be binding upon the said Company; and every such Promissory Note or Bill of Exchange, so made, drawn, accepted or endorsed by the President or the Vice President of the said Company, and countersigned by the Secretary and Treasurer as such, shall be presumed to have been properly made, drawn and accepted or endorsed, as the case may be, for the Company, until the contrary be shewn; and in no case shall it be necessary to have the Seal of the Company affixed to any such Bill of Exchange or Promissory Note, nor shall the President, Vice President or the Secretary and Treasurer of the Company so making, drawing, accepting or endorsing any such Promissory Note or Bill of Exchange, be thereby subjected individually to any liability whatever: Provided always that nothing in this Clause shall be constructed to authorize the said Company to issue any Note payable to Bearer, or any Promissory Note intended to be circulated as money or as the Notes of a Bank, or transferable except by indorsement in full.

Proviso.

Company may take wild lands beaches, &c.

XX. And be it enacted, That it shall and may be lawful for the said Company to take and appropriate for the use of the said Railway, but not to alienate, so much of the wild land of the Crown, not heretofore granted or sold, lying on the route of the said Railway, as may be necessary for the said Railway; as also, so much of the land covered with the waters of any river, stream, lake or canal, or of their respective beds, as may be found necessary for the making and completing, or more conveniently using the same, and thereon to erect such wharves, quays, inclined planes, bridges, cranes and other works as to the Company shall seem meet; Provided always, that it shall not be lawful for the said Company to cause any obstruction in or to impede the free navigation of any river, stream or canal to or across which their Railway shall be carried; And if the said Railway shall be carried across any navigable river or canal,

Proviso: free use of navigable Rivers not to be impeded.

the said Company shall leave such openings between the piers of their bridge or viaduct over the same, and shall construct such draw-bridge or swing-bridge over the channel of the river or canal, and shall be subject to such regulations with regard to the opening of such draw-bridge or swing-bridge, for the passing of vessels and rafts, as the Governor in Council shall direct and make from time to time; nor shall it be lawful for the said Company to construct any wharf, bridge, pier or other work upon the public beach or bed of any navigable river or stream, or upon the lands covered with the waters thereof, until they shall have submitted the plan of such work to the Governor in Council, nor until the same shall have been approved by him in Council as aforesaid.

Consent of Governor in Council required.

XXI. And be it enacted, That the gauge of the said Railway shall be such as shall be approved by the Governor in Council.

Gauge.

XXII. And be it enacted, That any Shareholder in the said Company, whether a British subject or alien, or a resident in Canada or elsewhere, has and shall have equal rights to hold Stock in the said Company, to vote on the same, and be eligible to office in the said Company.

Aliens may vote, &c.

XXIII. And be it enacted, That the Provincial Government may at any time after the commencement of said Railway, assume the possession and property thereof, and of all the property which the said Company is empowered to hold and shall then have, and of all the rights and privileges and advantages vested in the said Company; all of which shall, after such assumption, be vested in Her Majesty, on the Government giving to the Company for months' notice of the intention to assume the same.

Government may assume the Railway.

XXIV. And be it enacted; That the Government shall, within four mounths after the Company shall render an account in writing of the amount of money expended by the said Company, and all their then ascertained liabilities, up to the time of such assumption, pay to the said Company the whole amount of the money so expended and of the liabilities so ascertained, together with interest at the rate of six per cent., and ten per cent. additional thereon, after deducting the amount of any dividends before then declared, and the said Government shall also, from time to time, pay and discharge all liabilities of the Company not ascertained at the time of such assumption, as the same shall be established against the said Company; Provided always, That in case of a difference between the Government and the Company as to the amount so to be paid by the Government, such difference shall be refered to two Arbitrators, one to be named by the Government, the other

Compensation to be made in case of such assumption.

Proviso.

Proviso.

by the Company; and, in case of disagreement, such difference shall be referred to an Umpire, to be chosen by said Arbitrators before entering into the consideration of the said difference, and that the said award so made by the Arbitrators or the Umpire shall be final; And provided also that in case of refusal by the Company to appoint an Arbitrator on their behalf, the same shall be appointed by any two of the Judges of either of the Superior Courts of Common Law for Upper Canada on application of the Government. 5

SCHEDULE A.

FORM OF CONVEYANCE.

Know all men by these presents, that I, A. B., of
(here name the wife if any,) do hereby in consideration of
(here the sum) paid to me by *The Peterborough and Cataragui Railway Company*, the receipt whereof is hereby acknowledged, grant, bargain, sell, convey and confirm unto the said *The Peterborough and Cataragui Railway Company*, their successors and assigns for ever, all that certain tract or parcel of land, situate *(here describe the land,)* the same having been selected and laid out by the said Company for the purposes of their Railway To have and to hold the said land and premises, together with the hereditaments thereto, to the said *The Peterborough and Cataragui Railway Company*, their successors and assigns for ever, *(here the dower if any.)* and the said wife of the said hereby bars her dower in the said land.

Witness Hand and Seal, this day of One thousand
 eight hundred and

L. S.

Signed, Sealed and delivered
 in presence of