

No. 272

(PRIVATE BILL.)

1st Session, 4th Parliament, 16 Victoria, 1853.

BILL.

An Act to incorporate the Montreal, Bytown and Ottawa Grand Trunk Railway Company.

Received and read a first time, Monday, 7th March, 1853.

Second reading, Wednesday, 9th March, 1853.

Hon. MR. BADGLEY.

QUEBEC:

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An Act to incorporate The Montreal, Bytown and Ottawa Grand Trunk Railway Company.

WHEREAS Alexander Maurice Delisle, William Workman, Benjamin Holmes, John Leeming and Olivier Berthelet, of the City of Montreal, Esquires, and others, have petitioned the Legislature to incorporate a Company to construct a Railroad from the City of Montreal aforesaid, by the north-east end of the mountain of Montreal, to or near Bytown, by the route which may be deemed the most eligible, and it is expedient to grant the prayer of the said Petitioners; Be it therefore enacted by the Queen's Most Excellent Majesty, by and with the advice and consent of the Legislative Council and of the Legislative Assembly of the Province of Canada, constituted and assembled by virtue of and under the authority of an Act passed in the Parliament of the United Kingdom of Great Britain and Ireland, and intitled, "*An Act to re-unite the Provinces of Upper and Lower Canada, and for the Government of Canada,*" and it is hereby enacted by the authority of the same,

That Alexander Maurice Delisle, Jacques Viger, Janvier D. Lacroix, Benjamin Holmes, John Leeming, Jean Louis Beaudry, Narcisse Valois, Joseph Roy, J. W. A. R. Masson, William Workman, Tancred Bouthillier, Alexis Edouard Montmarquet, Benjamin Henry LeMoine, Maurice Cuvillier, Jacob Dewitt, Hubert Paré, James Charles, Dwight P. Janes, Sydney Bellingham, Pierre Jodoin, Alexis Laframboise, Jean Bruneau, Olivier Berthelet, Charles Hersey, Joseph Aumond, Alfred LaRocque, François Leclair, Joseph Amable Berthelot, Samuel Gale, John Dods, Peter Devins, Thomas M. Thompson, A. Romuald Cherrier, Henry Mulholland, Narcisse B. Desmarteau, Charles A. LeBlanc, and Theodore Hart, Esquires, 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, constituted and declared to be a Body Corporate and Politic in fact, by and under the name and style of "*The Montreal, Bytown and Ottawa Grand Trunk Railway Company.*"

II. And be it enacted, That the several clauses of "*The Railway 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," "Powers," "Plans and Surveys," "Lands and their Valuation," "Highways and Bridges," "Fences," "Tolls," "General Meetings," "Directors, their election and duties," "Shares and their transfer," "Municipalities," "Shareholders," "Actions for Indemnity, and Fines and Penalties, and their prosecution," "Working of the Railway," and "General Provisions," shall be incorporated with this Act, save in so far as they

are expressly varied by any clause or provision hereinafter contained; subject always to the following modification of the ninth sub-section of the clause of the said "*Railway Clauses Consolidation Act*," headed "plans and surveys," that is to say, that lands to the extent of twenty acres, may be taken by the said Company without the consent of the owner thereof, but subject to the provisions of the said Act in that behalf, for Stations, Depôts, or other works in any City or Town.

Line of Rail-
way defined.

III. And be it enacted, That the said Company and their agents and servants shall have full power under this Act, to lay out, construct, 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 any part of the said City of Montreal and any part of the Town of Bytown aforesaid, with power to the said Company to construct branches of the said Road, as the circumstances of the Counties and localities through which the said Railroad will pass may require; but in no case shall any such branch exceed ten miles in length: Provided always, that whereas the construction of a Bridge over the River St. Lawrence at or near the City of Montreal is now contemplated, and that it is just and proper that the said Company should have access to such bridge, the said Company shall, for the purpose of connecting their Railway with such bridge, have the power to run a track and lay down rails in and through such streets and property in the said City of Montreal, or to make such branch Railway, as may be necessary to effect that object; Provided always, that the said Company shall not run any locomotive engine within the City of Montreal, except under such regulations as the Corporation of the said City may make.

Branches.

Proviso; as to
connection
with Railway
Bridge at
Montreal.

Proviso.

Power to
bridge Rivers-

IV. And be it enacted, That the said Company shall have the power to erect and construct such bridges, as they may require for the purposes of their said Railroad, over any part of the said River Ottawa at some place which may be deemed practicable between Carillon and Grenville or that part of the said river known as the River des Prairies and also over the River Jesus, as they may deem necessary, with the right, if they think proper, to adapt the said bridges to the passage of horses, vehicles and passengers, subject to the clauses, conditions and stipulations of "the *Railway Clauses Consolidation Act*:" And in case such bridges be used by the Public as toll bridges the rates and tolls shall be fixed by the Governor in Council: Provided always, that the said Company shall not commence the construction of any bridge until they shall have submitted the plans thereof and of all works thereunto relating to the Governor in Council, nor until such plans shall have been approved by him: Provided also that no such bridge shall be constructed for the passage of ordinary vehicles, animals and passengers, within the exclusive limits attached to any toll bridge over any River, except with the consent of the Proprietor of such bridge, nor for Railway purposes only except with his consent, or after paying or tendering to him such compensation as may be awarded to him, in case of disagreement between him and the said Company.

Proviso.

Proviso.

Power to take
wild Crown
Lands, Lands
covered with
water, &c.

V. 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 lands of the Crown, not heretofore granted or sold, lying on the route of the said Railway, as may be necessary for the said Road; 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, 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 passage 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.

Proviso: as to navigable Rivers,

Drawbridges.

Approval of Governor in Council.

VI. 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 such conveyances 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 a copy of the form given in said Schedule A. one to be printed on each page, leaving the necessary blanks to suit the separate cases of conveyance, and in said Book shall enter and register the said Deed upon production thereof, and proof of execution, without any memorial, and to minute such entry on the said 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.

Conveyances may be in a certain form.

Registration.

Free.

VII. And be it enacted, That the Capital Stock of the said Company shall not exceed in the whole the sum of six hundred thousand pounds currency to be divided into twenty-four thousand Shares of twentyfive pounds currency each which amount shall be raised by the 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 said 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.

Capital Stock £600,000: shares £25 each.

Proviso: as to expenses of survey.

- First director named.** VIII. And be it enacted, That Alexander Maurice Delisle, William Workman, Benjamin Holmes, Jean Louis Beaudry, John Leeming Benjamin H. LeMoine, Charles Hersey, Sydney Bellingham and Joseph Aumond, shall be and are hereby constituted and appointed the first
- Term of office.** Directors of the said Company, and shall hold their office until others shall under the provisions of this Act be elected by the Shareholders, and shall until that time constitute, the Board of Directors of the said Company with powers to open Stock Books and make a call on the shares subscribed in such books and call a meeting of subscribers for the election of Directors in the manner hereinafter provided.
- Subscription books.** IX. 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 said Company, and to determine and allot to parties subscribing for Stock in the said 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 said 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 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.
- Proviso.**
- Proviso.**
- Allotments of stock.** X. 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.
- Effect of such allotment.** XI. 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.
- First general meeting.** XII. 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 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 Montreal, and in the Town of Bytown, 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 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 shall hold office until the first Monday in March following.
- Notice.**
- Twelve directors and how chosen.**
- Annual general meetings.** XIII. And be it enacted, That on the said first Monday in March, and on the first Monday in March 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 Road, and all elections for such Directors shall be by ballot, and the persons who have the greatest number of votes at any election, shall be the Directors, and if it shall happen that any 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, shall form the Board of Directors.

Ballot.

Vacancies.

XIV. And be it enacted, That five of 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.

Quorum of directors proviso.

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

Qualification of directors.

XVI. 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 Montreal, Bytown and Ottawa Grand Trunk Railway Company*," or by such person to be appointed by such Municipal Corporations respectively; and that such Mayor, Warden or Reeve, or persons 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.

How municipalities holding stock shall vote.

Proviso.

XVII. And be it enacted, That each Shareholder, holding less than two hundred Shares, shall be entitled to the number of votes proportioned 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.

Proportion of votes to shares.

Proviso.

XVIII. And be it enacted, That it shall and may be lawful for the Directors at any time to call upon the Shareholders for such 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 month's notice for each call, in such manner as they shall appoint.

Calls for instalments.

Tolls. XIX. 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 said Road, 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. 5 10

Powers of company in case of refusal to pay tolls. XX. And be it enacted, That in case of neglect or refusal to pay the toll or freight due to said Company on any goods, they shall have the power to detain the same until payment of such freight be made, and in the meantime, such goods will be at the risk of the owner, and if such goods be of a perishable nature the said Company shall have the right to sell the same forthwith on the certificate of two competent persons establishing the fact of their being so perishable, and if such goods be not of a perishable nature and shall remain unclaimed for a period of twelve months it shall be lawful for such Company, after giving one month's notice in two newspapers published at or nearest the locality where such goods may be, to dispose of the same by public auction and to hand over to the owner the produce of such sale if he shall claim the same, after deduction of the freight and expenses incident to any such sale. 15 20

Sub. sect. 3 of sect. 18. of 14 and 15 Vic. c. 51, not to apply. XXI. And be it enacted, That sub-section three of section eighteen of the "Railway Clauses Consolidation Act," shall not be incorporated with this Act. 25

Company may be parties to votes &c. XXII. 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, is and 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, after the passing of this Act, 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 construed to authorize the said Company to issue any Note payable to Bearer, or any Promissory Note intended to be circulated as money or as the Notes of a Bank. 30 35 40 45

Company may hold stock in other companies of certain kinds. XXIII. And be it enacted, That the said Company shall have the right to purchase, take hold and subscribe for Stock in any other Railway or Steamboat Company as they may consider conducive to the in- 50

terests of the said Company, and the Directors of the said company may authorize one or more person or persons to vote upon such Stock at any meetings of such other Railway or Steamboat Company.

XXIV. And be it enacted, That any Shareholder in the said Company, ^{Aliens may hold stock, vote, &c.} whether a British subject or alien, or a resident in Canada or elsewhere, has and shall have equal rights to hold stock in said Company, to vote on the same, and be eligible to office in the said Company.

XXV. 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 four months' notice of the intention to assume the same. ^{Government may assume the Railway.}

XXVI. And be it enacted, That in case of such assumption as aforesaid the Government shall, within four months 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; ^{Compensation to be made in case of such assumption.} 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 referred to two Arbitrators, one to be named by the Government, the other by the Company; ^{Proviso.} 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 ^{Proviso.} 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 on application of the Government, in Upper Canada, and by any two Judges of the Superior Court in Lower Canada.

XXVII. And be it enacted, That this Act shall be a Public Act.

SCHEDULE A.

FORM OF CONVEYANCE.

Know all Men by these presents, that I, A. B., of *(name also the wife if any)*, do hereby in consideration of *(here the sum)* paid to me by "*The Montreal, Bytown, and Ottawa Grand Trunk Railway Company,*" the receipt whereof is hereby acknowledged, grant, bargain, sell, convey and confirm unto the said "*The*

“ Montreal, Bytown, and Ottawa Grand Trunk 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 Road. To have and to hold the said lands and premises, together with the hereditaments thereto, to the said *“ The Montreal, Bytown and Ottawa Grand Trunk “ Railway Company,”* their successors and assigns for ever, (*here the release of dower if any.*)

Witness my (*or our*) hand (*or hands*) Seal (*or Seals,*) this
day of one thousand eight hundred and

L. S.

Signed, Sealed and delivered
in presence of