

No. 84.

4th Session 1st Parliament, 34 Victoria, 1871.

BILL.

An Act to incorporate the Sault St. Mary
Railway and Bridge Company.

PRIVATE BILL.

MR. SIMPSON (Algoma).

OTTAWA :

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1871.

An Act to Incorporate the Sault St. Mary Railway and Bridge Company.

WHEREAS the persons hereinafter-named and others have Preamble. petitioned for incorporation as a company to construct a Railway from the Village of Sault Ste. Mary, in the District of Algoma, to connect with the projected railways in the Province of Ontario, at or near Lake Nipissing, and to extend a branch therefrom to connect with the Toronto, Simcoe, and Muskoka Junction Railway, at or near Bracebridge, in the County of Victoria, with power to construct a Railway Bridge across the River St. Mary, at or near the Sault St. Mary, to connect with the railways in the State of Michigan, one of the United States of America; and, whereas, the construction of such a Railway and Bridge would be a work for the general advantage of Canada, and it is 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:—

1. James Laurin McMurray, Frederick W. Cumberland, John Beverley Robinson, Samuel Bickerton Harman, Angus Morrison, Wemyss M. Simpson, Anson G. P. Dodge, Eli Clinton Clark, Selwyn E. Marvin, John McIntyre, John M. Hamilton, James Bennett, Walter McCrae, T. W. Herrick, John J. Vickers, Esquires, with all such other persons and corporations as shall become shareholders in the Company hereby incorporated, shall be, and are hereby constituted a body corporate and politic by the name of the "The Sault St. Mary Railway and Bridge Company," and shall have all the powers incident to railway corporations in general, and the powers and privileges conferred on such corporations by *The Railway Act, 1868*, subject, however, to the provisions hereinafter contained. Certain persons incorporated.

2. The said Company and their agents and servants may lay out, construct, and finish a double or single iron railway of such width or gauge as the company see fit, from the Sault Ste. Mary, in the District of Algoma, to connect with the projected railways at or near Lake Nipissing and extend a branch therefrom to connect with the Toronto, Simcoe, and Muskoka Junction Railway at or near Bracebridge, in the County of Victoria, and construct a Railway Bridge across the River St. Mary, at or near the Sault St. Mary, to connect with the Railways in the State of Michigan, one of the United States of America. Power to build Railway.

3. The Railway Bridge, to be built under the authority of this Act, across the River St. Mary, shall or may be used by any other Railway Company on such terms as may be mutually agreed on, and in the event of dispute the terms shall be settled by arbitration, each disputing party to select an arbitrator, and the two so chosen to select a third, a majority of whom shall decide. Should either disputing party, after ten days' demand in writing, neglect or refuse to appoint an arbitrator, then upon application to the Judge of the District of Algoma, accompanied by an affidavit of Bridge to be available for other Railways.

an officer of the Company, that the opposite party so refuses to appoint an arbitrator, the Judge shall appoint an arbitrator for the party so refusing.

Arrange-
ments with
other
Companies.

4. The said Company shall have power to invite any other company incorporated, or which may be incorporated by the laws of the State of Michigan, one of the United States of America, in building the said Bridge over the St. Mary River, and to enter into any contract or agreements with said company respecting the construction and maintenance thereof. The said Company shall have power to make running arrangements with railway lines in the Province of Ontario, situated upon the line hereby authorized to be constructed, or crossing or continuing the same, or to amalgamate with any such railways upon terms to be approved by the shareholders at a special meeting called for that purpose.

Ferry over St.
Mary River.

5. The said Company shall have power to construct, charter, and navigate for the purpose of crossing the said St. Mary River until the Bridge over the river shall be completed, scows, boats, sail or steam vessels for the purpose of carrying passengers and goods across the said river to and from any railway on the opposite side of the river in the State of Michigan, and shall also have power to construct, purchase, charter, and navigate steam vessels and other water crafts on any lake, river, or stream near to or touched by this railway, or any of its branches for the purposes of traffic in connection with the railway or any of its branches.

Capital Stock.

6. The Capital Stock of the said Company shall not exceed, in the whole, the sum of Ten Million Dollars, to be divided into shares of one hundred dollars each, which stock 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 the 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 lands,
&c.

7. It shall be lawful for the said 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 vacant 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 said Company, in carrying out the provisions of this Act.

Provisional
Directors.

8. James Laurin McMurray, Frederick W. Cumberland, John Beverley Robinson, Samuel Bickerton Harman, Angus Morrison Wemyss M. Simpson, Anson G. P. Dodge, Eli Clinton Clarks, and Selwyn E. Marvin, John McIntyre, John M. Hamilton, James Bennett, Walter McCrae, T. W. Herrick, John J. Vickers, shall be, and are hereby constituted, a Board of Directors of the said 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 other Directors as hereinafter provided, and generally to do all such other acts as such Board under the Railway Act may lawfully do.

The said Directors are hereby empowered to take all necessary steps for opening the Stock Books for the subscription of parties desirous of becoming Shareholders in the said Company, and all parties subscribing to the capital stock of the said Company, shall be considered proprietors and partners in the same.

9. 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 Sault St. Mary, Bracebridge and Toronto, at which said general meeting, and at the annual general meetings in the following sections mentioned, the Shareholders present, either in person or by proxy, shall elect nine Directors in the manner and qualified as hereinafter provided, which said Directors shall constitute a Board of Directors, and shall hold office till the first Tuesday in September, in the year following their election.

10. On the said first Tuesday in September in each year thereafter, at the principal office of the said Company, there shall be held a general meeting of the Shareholders of the Company, at which meeting the said Shareholders shall elect a like number of not less than five nor more than 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 the election, in one or more newspapers in Sault St. Mary, Bracebridge and Toronto, and the election of Directors shall be by ballot, and the persons so elected, shall form the Board of Directors, but no person shall be so elected as first mentioned unless he shall be the absolute owner of at least twenty shares of the stock of the company upon which all calls made by the company have been paid up.

11. 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 a Director unless he shall be the holder and owner of at least ten shares of the stock of the said Company and shall have paid up all calls upon the stock.

12. 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 said 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.

13. The said 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 said Company, and under the authority of a majority of a quorum of

the Directors, shall be binding on the said 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 said 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 authorise the said 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 and
Debentures.**

14. The Directors of the said Company, are hereby authorized and empowered to issue bonds or debentures, which shall be and form a first charge on the undertaking, lands, buildings, tolls, and income of the company, or any, either, or all of them, as may be expressed by the said bonds or debentures; and such bonds or debentures shall be in such form, and for such amount, and payable at such times and places as the Directors from time to time may appoint and direct. The said bonds or debentures shall be signed by the President or Vice-President, and shall have the corporate seal of the Company affixed thereto; provided that the amount of such bonds or debentures shall not exceed fifteen thousand dollars per mile, to be issued in proportion to the length of railway under contract or to be constructed under and by virtue of this Charter.

**Branch
Railways.**

15. The Directors of the said 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 Chartered Railway Company, for the purpose of making any branch or branches to facilitate a connection between this Company and such other Chartered Railway Company.

**Power to
transfer Rail-
way.**

16. The said Company is also authorized and empowered to contract and agree with any incorporated Railway Company for the purchase or transfer, by deed of assignment, of their line of railway or undertaking, with the appurtenances and privileges thereto belonging or in any manner appertaining thereto; and the Company, hereby incorporated, 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.

**Stock and
debentures
free from
taxation.
Aliens may
hold stock,
&c.**

17. The stock and debentures of the said Company issued under the authority of this Act shall be free and exempt from taxation.

18. 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 said Company, and to vote on the same and to be eligible to office as Directors in the said Company.

Form of deed.

19. Any deed of conveyance of land to the said Company may be in the form of Schedule A to this Act annexed, and may be

enregistered at full length upon the affidavit of one of the witnesses to the execution thereof, made before the officers usually authorized to receive the same, and a deed in such form, or in words of like import, shall be a legal and valid conveyance of the land and 5 immovables therein mentioned to all intents and purposes.

20. The powers given by this Act shall be exercised by the commencement of the said Railway or Bridge, within three years after the passing of this Act, and its completion, within eight years therefrom. Time for making road limited.

10 21. This Act shall be known and cited as the "Sault St. Mary Railway and Bridge Act." Short title.

SCHEDULE A.

Form of Deed of Sale.

Know all men by these presents, that I, A. B. in consideration of Schedule. paid to me by the Sault St. Mary Railway and Bridge Company, the receipt whereof is hereby acknowledged, grant, bargain, sell, and convey unto the said the Sault St. Mary Railway and Bridge 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.