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No. 60.

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

BILL.

To incorporate the Dominion Telegraph
Company.

Received and read, First time, Thursday, 16th
March, 1871.

PRIVATE BILL.

Mr. CAMERON (Peel).

OTTAWA :

Printed by I. B. TAYLOR, 29, 31 and 33, Rideau Street.
1871.

An Act to incorporate the Dominion Telegraph Company.

WHEREAS, the Dominion Telegraph Company, which has ^{Preamble.} been incorporated under the General Law relating to Electric Telegraph Companies, has prayed for a special Act of Incorporation with extended powers, and it is desirable to grant the same; 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 John McMurrich, the Honorable William Cayley, the Honorable John Hillyard Cameron, the Honorable Matthew Crooks Cameron, John Michie and their associates, and ^{Certain persons incorporated.} all other persons who are now or may hereafter become stockholders in the Dominion Telegraph Company are hereby constituted a body politic and corporate by the name of the Dominion Telegraph Company; and the head office of the said Company shall be in the City of Toronto in the Province of Ontario.

2. The said Company shall have power to establish, construct, purchase, lease or work any line or lines of Telegraph from and to any place or places in the Dominion of Canada, either by land or water, over which exclusive telegraph line rights do not now exist by any law of the Dominion or of any Province of the Dominion, and from and to any place or places without the Dominion of Canada, and to make connection with the line or lines of any telegraphic company in the United States of America or elsewhere, and to aid or advance money to build or work any such line in the said United States, and also to borrow such sum of money not exceeding the amount of the paid up capital of the Company, as the Directors shall deem necessary, and to issue bonds therefor which shall be a first charge upon the whole lines, works and plant of the Company, in such sums and at such rate of interest, and payable at such times, as the Directors shall determine, for the purpose of carrying out any of the objects or purposes of this Act. ^{Company may construct lines of telegraph.}

3. The said Dominion Telegraph Company, incorporated under the General Law relating to Electric Telegraph Companies, is hereby merged in and declared to be The Dominion Telegraph Company incorporated by this Act, and all the properties, rights, credits, debts, and liabilities belonging or attached to the said first mentioned Company or any shareholder thereof, are hereby declared to belong and be attached to the said Dominion Telegraph Company, incorporated by this Act; and to every such shareholder of the said last mentioned Company. ^{Existing Company merged in Company hereby created.}

4. The said Company may lay down, erect and maintain its line or lines of Telegraph along the sides of and across any public highways, bridges, water-courses or other such places, or under any navigable waters either wholly in Canada or dividing Canada from any other country, provided the said Company shall not interfere with the public right of travelling thereon, and may enter upon any lands or places, and survey, set off and take such ^{Powers for constructing the line.}

parts thereof as may be necessary for such line or lines of telegraph, and in case of disagreement between the said Company and any owner or occupier of lands which the said Company may take for the purposes aforesaid, or in respect to any damage done to the same by constructing the line or lines through or upon the same, the said Company and such owner or occupier, as the case may be, shall each choose an arbitrator, which two arbitrators shall choose a third, and the decision (on the matter in difference) of any two of them in writing, shall be final; and if the said owner or occupier, or the agent of the said Company neglects or refuses to choose an arbitrator within four days after the notice in writing, from the opposite party to him and upon proof of personal service of such notice, or if such two arbitrators when duly chosen, disagree in the choice of a third arbitrator, in any such case it shall be lawful for the Minister of Public Works, for the time being, to nominate any such arbitrator or such third arbitrator, as the case may be, who shall possess the same power as if chosen in manner above provided; Provided always, that nothing herein contained shall be construed to confer on the said Company the right of building a bridge over any navigable river in Canada.

Arbitration as to damages.

Proviso: as to navigable rivers.

Power to lease other lines or amalgamate with other Companies.

Capital and shares. Increase of Capital.

Provisional Directors appointed.

Power to open stock-books, and to adopt other preliminary measures.

5. The said Company shall have power and authority to purchase or lease for any term of years any telegraphic line established or to be established either in Canada or in the territory in possession of the Hudson's Bay Company or in any other British Possession, or in the territory or territories of any foreign Power or State, connecting or hereafter to be connected with the line which the Company is authorized to construct; or to purchase or lease for any term of years, the right of any Company to construct any such telegraph line,—and shall also have power and authority to amalgamate with any Company, Board or persons possessing as proprietors any line of telegraphic communication connecting or to be connected with the Company's line, either in Canada, in the late possessions of the Hudson's Bay Company, in any other British Colony, or in the territory of any other Foreign State or Power, whether on the Continent of America or in any other part of the world.

6. The Capital of the said Company shall be Five Hundred Thousand Dollars, and shall be divided into shares of Twenty-five Dollars each; and the said Company may be increased, from time to time, by resolution of the Central Board of Directors, by and with the consent of a majority in value of the Shareholders; but such capital shall at no time be made to exceed One Million of Dollars.

7. The Honorable John McMurrich, the Honorable William Cayley, the Honorable J. H. Cameron, James Michie, Esquire, A. R. McMaster, Esquire, T. N. Gibbs, Esquire, M.P., P. T. Mackenzie, Esquire, A. Copp, Esquire, and S. Neelon, Esquire, are hereby constituted the Board of Directors of the said Company, and shall hold office as such until other Directors shall be elected by the Shareholders, in the manner hereinafter provided.

8. The Directors of the Company shall have power and authority to open Stock Books and to procure subscriptions for the undertaking, to make calls upon the subscribers and to cause surveys and plans to be executed.

9. Every subscriber to, or holder of any of the Stock of the said Company, shall thereby become a member of the said Company, and shall have the same rights and privileges as such as are hereby conferred on the several persons who are herein mentioned by name as members of the said Company.

Subscribers to become members, on paying 10 per cent. of subscriptions.

10. The concerns of the Company shall be managed by a Board of Directors, to consist of members, and each such Director shall be proprietor of at least ten shares in the stock of the Company, and they shall be elected and hold office as herein-
10 after provided.

Central and local Board of Directors.

11. Aliens shall have equal rights with British subjects to take stock, to vote, and to be eligible to office in the said Company; and no Shareholder shall be liable beyond the extent of the stock subscribed by him, for any debt contracted by the Company.

Aliens: and limited liability of shareholders.

12. The Directors shall appoint one of their number to act as President, and another to act as Vice-President; and may appoint such other officers and agents as they shall deem necessary; and the Directors may remove all officers appointed by them and appoint others in their places, and may fill all vacancies in the offices; three of the Directors shall form a quorum, and all questions shall be decided by a majority of votes of the Directors present, and upon every equal division the President or the Chairman for the time being, shall give his casting vote in addition to the vote previously given by him as one of the Directors, and the Directors may appoint Honorary or Local Directors, if they think proper so to do, at any time.

President, Vice-President, &c.

Quorum of Directors.

13. The Directors of the said Company for the time being, may open, or cause to be opened, stock-books for the subscription of parties desiring to become shareholders in the Capital Stock of the said Company, in such places as they shall think fit, and may make such shares payable in such manner as they shall see fit, and may make the dividends thereon payable at such place or places as to such Directors shall from time to time seem fit, and from time to time may appoint agents of the said Company in or out of Canada, and may delegate to such agents such powers as to the Directors of the said Company shall from time to time seem fit, and may make such rules and regulations as to the Directors of the said Company shall from time to time seem fit, as to the issuing of shares, and as to the mode, time, place, or places of the transfer of such shares, and as to the mode, time, and place of paying the dividends from time to time to accrue thereon; and otherwise as shall be deemed requisite or beneficial, for giving full effect to the powers hereby vested in the Directors of the said Company in respect of issuing such shares.

Stock-books may be opened in the United Kingdom and elsewhere:

Further powers of Directors.

14. The said Directors shall hold office until the first annual meeting of the Stockholders of the Company after the passing of this Act, and at all meetings of the Stockholders each share shall entitle the holder to one vote, which may be given either in person or by proxy.

Term of office.

Votes and proxies.

15. On the second Tuesday of the month of January, in every year, or on such other day as the Directors shall by any by-law, from time to time, appoint, there shall be held a general meeting for the election of Directors at the City of Toronto, and one month's notice of every such meeting shall be given by the Directors in one

Triennial general meetings.

or more newspapers published in the City of Toronto; and at every such general meeting the Directors in office, or any of them, may be re-elected.

Vacancies
how filled.

16. Whenever one or more of any such Directors die or resign, the remaining Directors shall appoint a Director or Directors in lieu of the person or persons so dying or resigning. 5

Power to
make By-laws
and regula-
tions.

17. The Directors may, from time to time, make, alter, amend or repeal such Regulations and By-laws as may be necessary for the management of the affairs of the Company generally.

Calling in
stock and
enforcing pay-
ment.

Notice.

18. The Directors may require payments of subscription to the said Capital Stock, at such times and in such proportions as they may deem proper, under the penalty of forfeiting all stock and previous payments thereon; and the said Company may sue for and recover all such subscriptions; notice of the times and places of such payments shall be published for four weeks previous to such times, at least once in each week, in the *Canada Gazette*, and in such other newspapers as the Directors may think proper. 15

Transfer of
shares.

Proviso.

Proviso.

19. All and every the shares in the Capital Stock of the said Corporation, and all profits and advantages thereof, shall be deemed to be personal estate, and shall be transferable and transmissable as such; provided always, that no assignment or transfer of any share shall be valid or effectual until such transfer be entered and registered in a book to be kept for that purpose; and provided also, that whenever any stockholder shall transfer in manner aforesaid all his stock or shares in the said Company, such stockholder shall cease to be a member of the said Corporation. 20 25

Power to
enter on lands
&c., and do
certain work
thereon.

20. The said Company, their deputies, servants, agents and workmen are hereby authorized and empowered to enter into and upon the lands, grounds and premises of any person or persons, bodies politic, corporate and collegiate, or communities whatsoever, and 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 the said intended Telegraph, and all such other works, matters and conveniences as they shall think proper and necessary for making, effecting, preserving, improving, completing, maintaining and using the said intended Telegraph and other works, and also to bore, dig, cut, trench, get, remove, take, carry away, and lay earth, clay, stone, soil, rubbish, trees, roots of trees, beds of gravel or sand, or any other matters or things which may be dug or got in making the said intended Telegraph or other works, on or out of the lands adjoining or lying convenient thereto, and which may be proper, requisite or necessary for making or repairing the said intended Telegraph or works incident or relative thereto, or which may hinder, prevent or obstruct the making, using or completing, extending or maintaining the same respectively, according to the intent and purpose of this Act. and to build, erect and get up, in or upon such lands, such and so many station-houses and observatories, watch-houses and other works, ways, roads and conveniences, as and where the said Company shall think requisite and convenient for the purposes of the said Telegraph; And also from time to time to alter, repair, divert, enlarge and extend the same, and to construct, erect and keep in repair any bridges, arches and other works upon or across any non-navigable rivers or brooks for the making, using, 50 55

maintaining and repairing, the said intended Telegraph; And to construct, erect, make and do all other matters and things which they shall think convenient and necessary for the making, effecting, extending, preserving, improving, completing, and easy using of the said intended Telegraph and other works, in pursuance of and according to the true intent and meaning of this Act, and whensoever and wheresoever the said Telegraph shall pass through any wood, the trees and underwood may be cut down for the space of fifty feet on each side of the said Telegraph upon which such trees and underwood may be—they, the said Company, doing as little damage as may be, in the execution of the several powers to them hereby granted, and making satisfaction, wherever required so to do, to the owners or proprietors of or the persons interested in the lands, tenements, or hereditaments, water, water-courses, brooks or rivers, respectively, which shall be taken, used, removed or prejudiced, or woods in which trees or underwood shall be cut down, or for all damages to be by them sustained in or by the execution of all or any of the powers of this Act; Provided always that the said Company shall not cut down or mutilate any tree planted or left standing for shade or ornament or any fruit tree, unless it be necessary so to do for the erection, use, or safety of any of its lines.

Compensation for damages done.

Proviso: as to shade trees.

21. The said Company shall have full power and authority to set up posts for supporting the wires of the said Telegraph in and upon any public road, street or highway, and to make the necessary excavations in the same for placing such posts or poles, or for carrying the said wires under the surface thereof; or of any navigable or other water, and such posts, and wires and other apparatus therewith connected shall be the property of the said Company, as shall also all such posts or poles or apparatus as shall be set up or carried under the surface of land or water by the said Company for the purposes aforesaid, although the lands or waters, on which the same are set up or carried under the surface be not the property of the said Company.

Powers to set up posts on roads, &c.

22. It shall be the duty of the Company (subject to the provision in the next following section) to transmit all despatches in the order in which they are received, under a penalty of not less than twenty nor exceeding one hundred dollars, to be recovered with costs of suit by the person or persons whose despatch is postponed out of its order; and the said Company shall have full power to charge for the transmission of such despatches, and to receive, collect and recover such rates of payment as shall be from time to time fixed by By-laws made by the Directors.

Company bound to transmit despatches in regular order.

23. Provided that any message in relation to the administration of Justice, the arrest of criminals, the discovery or prevention of crime, and Government Messages or despatches shall always be transmitted in preference to any other message or despatch, if required by any person connected with the administration of Justice or any person thereunto authorized by the Secretary of State of Canada.

Proviso as to Government Messages, &c.

24. Any operator of the said Telegraph Line, or person employed by the Telegraph Company, divulging the contents of a private despatch, shall be deemed guilty of a misdemeanor, and on conviction shall be liable to a fine not exceeding one hundred dollars, or to imprisonment not exceeding three months, or both, in the discretion of the Court before which the conviction shall be had.

Penalty on Operators divulging contents of despatches.

Punishment
of persons
injuring the
works.

25. Any person who shall wilfully or maliciously injure molest or destroy any of the said lines, posts, piers or abutments or the material or property belonging thereto, or in any way obstruct the working of the said line of Telegraph, shall on conviction thereof, be deemed guilty of misdemeanor, and be liable to be punished in the manner by law provided for such offences. 5