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No. 173.

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3rd Session, 5th Parliament, 20 Victoria, 1857.

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(PRIVATE BILL.)

**BILL.**

An Act to incorporate the International  
Bridge Company.

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Received and read, first time, Friday, 27th  
March, 1857.

Second reading, Monday, 30th March, 1857.

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MR. A. MORRISON.

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TORONTO:  
PRINTED BY JOHN LOVELL.

## An Act to incorporate the International Bridge Company.

**W**HEREAS the construction of a Bridge across the Niagara River at **Preamble.**  
 or near the village of Waterloo in the Township of Bertie would  
 be of great advantage to the public, and the persons hereinafter named  
 (amongst others) have petitioned for an Act of Incorporation for facilitat-  
 5 ing that object; Therefore Her Majesty &c., enacts as follows:

I. David Christie, John Fraser, John Oldfield, R.—Barlow, Thomas Mayne **Company**  
 Daley, Joseph D. Clement, Allen Cleghorn, Alexander Douglas, William **incorporated.**  
 A. Thomson, and all such other person or persons, as shall, under the pro-  
 visions of this Act become subscribers to or proprietors in the Company  
 10 hereby intended to be incorporated, shall be and are hereby united into a  
 Company, for constructing, maintaining, working and managing a Bridge  
 across the Niagara River, from some point at or near the village of Waterloo  
 (known as Fort Erie) in the said Township of Bertie to the City of Buffalo,  
 according to the rules, orders and directions of this Act, and shall for that  
 15 purpose be a body corporate and politic by the name of the “International **Corporate**  
 Bridge Company:” And the said Company shall be and they are hereby **name, and**  
 authorized and empowered from and after the passing of this Act, by them- **general pow-**  
 selves, their agents, officers, workmen and servants to make and complete **ers.**  
 the Bridge aforesaid, and to purchase, acquire, and hold such real estate as  
 20 is hereinafter mentioned, and from time to time to sell, alienate and dispose  
 thereof, and to acquire others in lieu thereof, as may be requisite for the  
 object aforesaid.

II. The capital of the said Company shall be \$500,000 divided into **Capital and**  
 5,000 shares of one hundred dollars each, with power from time to time **shares.**  
 25 to increase the said Capital Stock to one million dollars; such shares as  
 aforesaid shall be and the same are hereby vested in the shareholders and  
 their respective heirs, executors, administrators and assigns, to their proper  
 use and behoof proportionately to the sums subscribed and paid by each of  
 the said Shareholders respectively: According to the same proportion each  
 30 of the said Shareholders respectively shall be entitled to have, receive and  
 take their proportions respectively in the net profits and income that may  
 arise or accrue therefrom; And the said shareholders respectively may sell, **Transfer of**  
 transfer, give or alienate the shares held by them respectively, whensoever **shares, &c.**  
 they respectively consider fit, subject, however, to the By-laws of the said  
 35 Company to be made by the directors hereinafter mentioned, and as here-  
 inafter provided; and the said shares shall be deemed personal estate, not-  
 withstanding the conversion of any portion of the said Capital Stock into  
 land; and no shareholder shall be liable for the payment of any debt or ob-  
 40 ligation due by the said Corporation beyond the unpaid amount of the  
 shares held by him in the same.

Proportion of  
votes to  
shares.

III. At all meetings of the said Corporation each shareholder may vote by proxy duly appointed in writing, or in person, and shall be entitled to one vote for each share held by him in his own name, or in the names or name of the person or persons of whom he may be the heir at law, or the proper legal Executor, administrator or legatee, for at least one calendar month 5  
previous to the day of election; and all questions proposed or submitted for the consideration of the said meetings shall be finally determined by the majority of such votes.

Opening  
Stock-books.

IV. The persons hereinbefore named or the majority of them, shall cause books of subscription to be opened in the village of Waterloo aforesaid, 10  
in the Town of Brantford and in the City of Toronto, for thirty days, and afterwards in such other places as they may from time to time appoint until the meeting of the Shareholders hereinafter provided for, for receiving the subscriptions of persons willing to become subscribers to the said under- 15  
taking, and for this purpose it shall be their duty and they are hereby re- quired to give public notice in one or more newspapers published in the County of Welland, respectively, in the Town of Brantford, and in the said City of Toronto, as they or a majority of them may think proper, of the time and places at which such books will be opened and ready for receiving subscrip- 20  
tions, and a chartered Bank or Banks into which the ten per cent. thereon is to be paid at the time hereinafter limited for such payment; and every person whose name shall be written in such books as a subscriber to the said undertaking, and shall have paid within ten days after the closing of the said Books into the Bank or Banks aforesaid or any of the branches or 25  
agencies thereof ten per centum on the amount of Stock so subscribed for to the credit of the said Company, shall thereby become a shareholder 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 Corporation; and such ten per centum shall 30  
not be withdrawn from the said Bank or Banks, or otherwise applied, except for the purposes of the said Company or upon the dissolution thereof for any cause whatsoever: Provided further, that if the total amount of sub-  
scriptions, within the thirty days limited as aforesaid, shall exceed the said sum of \$500,000, then in such case the shares of each subscriber or sub- 35  
scribers shall be as near as may be, proportionably reduced by the persons hereinbefore named or a majority of them, until the total number of shares shall be brought down to 5,000 shares.

Ten per cent.  
to be paid  
down.

Proviso:  
Allotment of  
shares if more  
than enough  
be subscribed.

First meeting  
for election of  
Directors.

V. So soon as \$250,000 of the capital stock of the said Company shall have been subscribed, and the ten per centum paid as aforesaid, it shall be the duty of the said persons hereinbefore named, or a majority of them, to call a general meeting of the shareholders, for the purpose of putting this Act into effect; which said meeting shall be held at the village of Waterloo aforesaid, and thirty days' previous notice thereof shall be given in the newspapers, as hereinbefore provided in the fourth 35  
section of this Act; At which said general meeting, the shareholders shall choose nine Directors, in the manner and qualified as hereinafter mentioned, who shall hold office until the first annual general meeting for the election of Directors, and until others are appointed in their stead.

Annual Gene-  
ral meeting of  
shareholders.

VI. In each year after the said meeting hereinbefore provided for the 40  
first election of Directors, the annual general meeting of the said shareholders shall be held on the first Tuesday in July in each year, at the said

Village of Waterloo, at such hour and place as the said Directors may appoint; and public notice shall be given thereof, by notice inserted twice or oftener, at least eight days previous to each said meeting, in some one newspaper or newspapers published in the said County of Weiland, the 5 said Town of Brantford, and the City of Toronto, respectively.

VII. At such first, and at every subsequent annual general meeting of the said shareholders hereinbefore directed, the said shareholders, or a majority of them there present, either by proxy or in person, by vote, according to the said number of shares, shall choose nine persons then being 10 shareholders in the said Corporation, which persons so chosen shall be the Board of Directors to manage, direct, and carry on the affairs and business of the said Corporation for one year next following such annual meeting, or until another Board of Directors shall be appointed; and particularly such matters and things as are by this Act hereinafter directed. 15 and authorized to be done by such Directors, and as shall, from time to time, be ordered by such annual or other general meetings of the said shareholders; and shall have power to name and appoint from the members of the said Committee, a President, Vice-President, Treasurer, and Secretary: And any meetings of the said Committee duly held, any five 20 members of such Board shall be a quorum, and may exercise the powers of the said Board: Provided always, that such President, or Vice-President in the absence of the President, to be chosen as aforesaid, in addition to his own vote, shall have a casting vote in case of an equal division of votes, at the meetings of the aforesaid Committee: Provided always, that 25 such Board shall, from time to time, make reports of their proceedings to, and be subject to examination and control of the said general meetings of the shareholders, and shall pay obedience to all such orders and directions in and about the premises as shall, from time to time, be ordered and directed by the said shareholders at any such general meetings, such 30 orders and directions not being contrary to the provisions of this Act or to the laws of this Province: Provided also, that the Directors who are to be chosen at the first meeting of the said shareholders shall be a Board for the purposes aforesaid, until the said first annual general meeting, and shall have the like powers, and exercise all or any of the powers vested by 35 this Act in the said Board to be chosen at such first or other general annual meeting: Provided also further, that the members of any such Board, at any time going out of office, may be re-elected: Provided also further, that security may be taken from any of the office-bearers of the said Company for the due fulfilment of their duties: And provided also, 40 further, that any stockholder in the said Company, whether a British subject or alien, or a resident in Canada or elsewhere, shall have an equal right to hold stock in the said Company, and to vote on the same, and to be eligible to office in the said Company.

VIII. The failure to hold the first annual general meeting or any other 45 meeting, or to elect such Board of Directors, shall not dissolve the said Corporation; but such failure or omission shall and may be supplied by and at any special meeting to be called as the said Directors may appoint for that purpose: And until such election of a new Board, those who may be in office for the time being shall be and continue in office, and exercise 50 all the rights and powers thereof until such new election be made as hereinbefore provided.

IX. The said Board shall have and be invested with full power and authority to conduct, manage, and oversee, and transact all and singular Powers of the Board of Directors.

the concerns, affairs, and business of the said Corporation, and all matters and things whatever in anywise relating to or concerning the same, and amongst other things,—

**Appointing officers, &c.**

Firstly,—To appoint and employ and remove all such engineers, agents or agent, servant or servants, of the said Corporation, as they may find from time to time expedient or necessary, and to regulate the duties and fix the salaries and wages of such agents and servants, and all the necessary expenditure for the management and working of the said corporation. 5

**Certificates of stock.**

Secondly,—To regulate the form of certificates of shares and all matters relating to their transfer. 10

**Choosing site for Bridge, &c.**

Thirdly,—To choose and acquire for and in the name of the said Corporation, the requisite site for the construction of the said Bridge and its dependencies, and to enter into the necessary arrangements and agreements for the construction of the same, and during, upon, and after its construction to have the entire management and disposition thereof, and further to unite with any other Company to be chartered by the people of the State of New York for a similar purpose, and to enter into all requisite contracts and agreements therewith. 15

**Paying money.**

Fourthly,—To order the payment of any sum of money they may deem necessary for the purposes of this Act. 20

**Borrowing money.**

Fifthly,—To contract a loan or loans for or in the name of the said Corporation, not exceeding in the whole at any one time the sum of Two Hundred Thousand Dollars, upon such terms or at such rate of interest less than, equal to, or greater than the legal rate, as may be agreed upon, and to pledge and mortgage the real and personal property of the said Corporation for the payment of any such loan or interest. 25

**Making calls on subscribers.**

Sixthly,—To make such calls of money from the several shareholders for the time being upon the shares subscribed for by them respectively, as the said Board shall find necessary, and in the name of the said Corporation to sue for, recover, and get in all such calls, and to cause and declare such shares to be forfeited to the said Corporation in case of non-payment of any such call, and in such way as they shall see fit to prescribe by any 30

**Suits for calls.**

By-law; and an action of debt may be brought to recover any money due on any such call, and it shall not be necessary to set forth the special matter in the declaration, but it shall be sufficient to allege that the defendant is the holder of one share or more as the case may be in the capital stock of the said Corporation, and is indebted to the said Corporation in the sum to which the call or calls amount, (as the case may be, stating the number and amount of such calls,) whereby an action hath accrued to the said Corporation to recover the same from such defendant by virtue of this Act, and it shall be sufficient to maintain such action to prove by any one witness that the defendant at the time of making any such call was a shareholder in the number of shares alleged, and that any call sued for was made, and notice thereof given in conformity with any such By-Law prescribing such call, and it shall not be necessary to prove the appointment of the said Committee or any other matter whatsoever. 35 40 45

**Making By-laws.**

Seventhly,—To make the necessary By-laws in reference to the powers and duties imposed and conferred upon the said Board by this Act, and generally for the government and management of the said Corporation,

subject always to the provisions of this Act and of the laws of this Province; with power to the said Board to vary, alter, repeal or revive, any of the said By-laws; Provided always, nevertheless, that all such By-laws, rules or orders, and any such variation, alteration, or repeal thereof may be reviewed or disallowed at any general meeting of the said shareholders.

X. The said Board shall and may call and convene special and general meetings of the shareholders whenever it shall be necessary, and so often as shall be required, upon the requisition of at least five shareholders, and shall give the public notice hereinbefore mentioned of the holding of any such special general meeting, and shall at each annual general meeting, or at any special meeting to be called for the purpose, submit to the shareholders a clear and detailed statement of the affairs and accounts of the said corporation, whereupon at such meeting the same shall be examined and audited, and if any dividend upon the capital stock is thereupon to be made, the same shall at such meeting thereby be declared.

XI. In the absence of the President and Vice-President, at any meeting thereof, it shall be in the power of the members present to elect from among themselves a chairman for the time being, who, in addition to his own vote, shall also in case of an equal division of votes, have a casting vote at such meeting, and in the event of the death, resignation, continued absence, incapacity, or disqualification of any member of the said Board, the shareholders shall, at a meeting to be called for that purpose, as hereinbefore provided, choose a shareholder instead and in place of such member, and such shareholder so chosen shall form part of the said Board until the then next annual election.

XII. The said Corporation is hereby empowered to purchase, receive, and hold such real estate, to the extent of ten acres in the whole, as may be necessary and convenient in accomplishing the object for which this charter is granted, and may, by their surveyors and engineers, enter upon such sites and locations and take possession of the same; all such sites and locations shall be purchased of the owner or owners, at a price to be mutually agreed upon, or in case of disagreement as respects the acquisition of the said lands, the several clauses of "The Railway Clauses Consolidation Act" with respect to "Lands and their Valuation," in so far as the same may be applicable to the objects of this Act, shall be incorporated herewith and form part of this Act, as if the same had been expressly set forth herein.

XIII. The said bridge shall be so constructed, so as not materially to obstruct the navigation of the Niagara River; the said bridge shall have two draws, one across Black Rock Harbour, and the other across the main channel of the river, which said draws shall be of ample width to give free and unobstructed passage to all steamboats and other vessels navigating the said river, said draws shall be at all times tended and moved at the expense of the said Company so as not to hinder unnecessarily the passage of any steamboats or vessels: From sundown until sunrise during the season of navigation, suitable lights shall be maintained upon the said bridge to guide vessels and steamboats approaching the draws; and for assisting the passage of any vessel through the said draws, the said Company shall at all times keep in readiness one or more steamboats, or steam tugs, suitable for towing the said vessels through said draws, and shall tow all the said vessels through the same, whenever requested so to do by the officers of such vessels on their regular trips, up and down the river or harbour, without charge; and the said

Company shall be liable to pay the owners of any steamboat or vessel, or of the cargoes thereof, all damages which they may sustain by reason of any neglect of the provisions of this section.

Purposes of the said Bridge.

XIV. The said Bridge shall be as well for the passage of persons on foot and in carriages, and otherwise, as for the passage of Railroad Trains, and such Railroad Companies as are hereinafter mentioned or referred to, shall have and be entitled to the same and equal rights and privileges in the passage of the said Bridge, and in the use of the machinery and fixtures thereof, and of all the approaches thereto. 5

Certain corporations may aid in the construction of the Bridge.

XV. Any Railroad Corporation whose road now has, or shall hereafter have, a terminus at, or shall run its trains to or from any point at or near the said village of Waterloo or the said city of Buffalo, or shall run its trains in connection with any road having such terminus, or upon which trains are or shall be run to or from the localities aforesaid, may, with the consent of a majority of the shareholders of its stock, loan its credit to the Corporation hereby created, or may subscribe to, or become the owner of the stock thereof, in like manner and with like rights as individuals; and any Municipal Corporation, either County, Town, Township, or Village, beneficially affected by or interested in the said Bridge, may also subscribe to, and become the owner of such stock, in the manner and with the rights aforesaid, subject to the general provisions of the Municipal Corporations' Acts. 10 15 20

Directors to make By-laws as to mode of using the Bridge.

XVI. Whenever the said Bridge is so completed as to admit of the passage of Railroad Trains, the said Company may erect such gates and fixtures to guard the entrance of such trains upon the Bridge, as the said Directors may deem proper, and may make such By-laws, rules, and regulations, not inconsistent with the provisions of this Act, in relation to the use of said Bridge, its machinery, appurtenances, and approaches by Railroad Companies, their trains and carriages, and the compensation to be paid therefor, as the Directors may think proper, but no discrimination shall be made by said Directors in favor of or against any one or more Railroad Companies, in relation to the approaches or the passage of the said Bridge, or the use of its machinery, or the compensation thereof. 25 30

Penalty on persons passing without paying toll, or damaging the works.

XVII. If any person shall force, or attempt to force any gate or guard of the said Bridge, or the approaches thereto, without having paid the established toll or compensation for passing the same, such person shall forfeit and pay to the said Company five times the amount of such toll as compensation, to be recovered by information and summary conviction thereupon, before any Justice of the Peace in and for the County of Welland, according to the form of the several statutes in relation to summary convictions before Justices of the Peace: And if any person shall willfully do, or cause to be done, any act or acts whatsoever, whereby the said Bridge, its lights, stations, works, machinery, fixtures, or other appurtenances thereto, or any part thereof, or any work or approach appertaining thereto shall be obstructed, impaired, weakened, destroyed, or injured, the person so offending shall forfeit to the said Corporation treble the damages sustained by means of such offence or injury, to be recovered in the name of the said Company, with costs of suit, by any proper action for that purpose, and shall moreover be guilty of a misdemeanor, and be punished by fine or imprisonment, or both, by any Court or Justice having cognizance of the offence. 35 40 45 50

- XXVIII. The said Company shall, three months before any steps are taken in erecting the piers on the said Bridge, cause to be published in one of the public newspapers in each of the Counties of Lincoln, Welland and Brant, a notice, in which shall be stated the particular location of the said Bridge with reference to known landmarks, the number of its piers, the length and breadth of the piers, and the distances between them, the width in the clear, of the draw openings respectively, the entire length of the Bridge from land to land, and its height above the water at ordinary stages; and a copy of this notice, the facts of which shall be verified by the oath of the Engineer, signed by the President and Secretary of the Company, and acknowledged by them before a Magistrate or Notary Public, shall be filed in the offices of the respective Clerks of the Peace of the said herebefore mentioned Counties. Company to notify the site and plan of the said Bridge.
- XIX. The said Company shall have power to erect coffer-dams and such other works in the Niagara River as may be necessary for the construction of such Bridge, provided the navigation of such river shall not be unnecessarily obstructed by such works; and it shall be the duty of the said Company to put up and maintain in the night time during the season of the navigation, a good and sufficient light at each end of any coffer-dam which may be erected by said Company, the said light to be placed at least five feet above the said dam; and also, such buoy, during both day and night, as may be necessary for the guide of persons navigating the said river; Provided always, that before commencing the works of the said Bridge, or taking possession of any part of the beach or land covered with water or other public property, the Company shall obtain the consent of the Governor in Council, who may impose such terms and conditions as he shall think proper before granting permission to commence the works or take possession of any public property as aforesaid; nor shall the works be commenced until the plan thereof in all its details by which the public convenience and the facility of navigation can be effected, shall have been submitted to and approved by the Governor in Council, and the Company shall abide strictly by the plans so approved, and shall not deviate therefrom except by the express consent of the Governor in Council to such deviation. Power to make dams, &c., under certain conditions. Plan of works to be approved by Governor in Council.
- XX. The Corporation hereby created shall have power to use any of the streets, squares, lanes, or alleys of the village of Waterloo, in the said Township of Bertie, for the erection of such Bridge and the works and approaches thereto appertaining, provided the consent of the Municipal Council of the said Township of Bertie, be first obtained. Company may use streets, &c., in Waterloo.
- XXI. If the said Bridge shall not be commenced within five years and completed within ten years, from the passing of this Act, the said Corporation shall from thenceforth cease. Bridge to be finished in ten years.
- XXII. The Interpretation Act shall apply to this Act, and this Act shall be deemed a public Act. Public Act, &c.