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BILL.

An Act to authorize the formation of Incorporated Road and Bridge Companies in Upper Canada.

Received and read first time,

Second reading,

[500 Copies.]

Honble. Mr.

INCORPORATED
ROAD AND BRIDGE
COMPANY BILL.

UPPER CANADA.

An Act to authorize the formation of Incorporated Road and Bridge Companies in Upper Canada.

2 **W**HEREAS it is expedient to encourage the construction of planked, gravelled, and Macadamized Roads, and 4 substantial Bridges upon the highways in Upper Canada, by companies who may be 6 disposed to subscribe the necessary capital for that purpose; And whereas the delay 8 and expense incident to the soliciting a Special Act of Incorporation from the Legisla- 10 ture for each separate company, operate as a great discouragement in many cases to 12 persons desirous of embarking capital for the formation of such Roads and Bridges; 14 Be it therefore enacted, &c.

Preamble.

16 That it shall and may be lawful for any number of persons not less than five to associate together and form themselves into a Joint 18 Stock Company, for the purpose of undertaking the planking, gravelling or macadamizing of any Public Road, now laid out or 20 hereafter to be laid out by competent authority in Upper Canada, or any part of such 22 Public Road of not less than *six* miles in 24 length: Provided always, nevertheless, that no part of the Road, or part of a Road to 26 be so planked, gravelled or macadamized by such company, shall lie within the limits 28 of any City or the Liberties thereof, or within the limits of any Incorporated Town or

Not less than five persons may associate themselves as a Company for making any Road

Proviso
Road shall not be within any City or Town except by permission.

Proviso as to
Bridges on the
line

Village, except by the special permission of
a By-Law of such City, Town, or Village, 2
to be passed for that purpose: Provided al- 4
ways, that all Bridges in the line of Road 4
between the termini of any such planked, 6
gravelled or macadamized Road as set forth 6
in the Articles of Association of any such 8
Joint Stock Road Company, shall be deemed 8
part of such Road to all intents and pur- 10
poses whatever, unless specially excepted 10
in the Articles of Association of such Com- 12
pany. 12

Like associa-
tion for build-
ing any
Bridge

II. And be it enacted, That it shall and
may be lawful for any like number of per- 14
sons to associate together and form them- 16
selves in like manner into a Joint Stock 16
Company, for the purpose of undertaking 18
the building of any Public Bridge in any 18
Public Road, now laid out or hereafter to be
laid out by competent authority in Upper 20
Canada. 20

Preliminary
proceedings to
be adopted by
such persons

III. And be it enacted, That whenever 22
any such persons shall be desirous of beco- 24
ming an Incorporated Road or Bridge Com- 24
pany, under the authority of this Act, for
any or either of the purposes aforesaid, 26
they shall procure plans, specifications and
estimates of the work to be done, and of the 28
other incidental expenses likely to be incur- 30
red in carrying such enterprize into effect, 30
and so soon as they shall have procured to
be subscribed in such Company an amount 32
of Capital Stock sufficient according to
such Estimates, to complete such work, and 34
shall have called in and received in money
to the extent of ten per cent upon the whole 36
amount of the Capital Stock so subscribed
for such purpose, it shall and may be lawful 38
for such persons to execute Articles of As-
sociation, in which shall be set forth the name 40
of the Company, the number of years that the
same is to continue, which shall not exceed 42
thirty years from the day of the registration
of the said Articles, as hereinafter provided, 44
the amount of the Capital Stock of the
Company, the number of Shares of which 46

Ten per cent
must have been
called in
Articles of As-
sociation, what
so contain

the said Stock shall consist, the number of
 2 Directors and their names, who shall ma-
 4 nage the concerns of the Company for the
 6 first year, and shall hold their offices until
 8 others are elected, the place from and to
 10 which the proposed Road is to be con-
 12 structed, and each Town, City, and Village
 14 into or through which it is intended to pass,
 16 and its length, as near as may be, and each
 subscriber to such Articles of Association
 shall subscribe thereto his name and place
 of residence, and the number of Shares of
 Stock taken by him in the said Company,
 and which said Articles of Association shall
 be, as near as may be, in the form to this
 Act annexed marked A.

Subscribers
 must sign the
 Articles.

IV. And be it enacted, That so soon as
 18 such Articles of Association shall have been
 20 so executed as aforesaid, it shall and may be
 22 lawful for such Company to lay such Ar-
 24 ticles, with the plans, specifications and esti-
 26 mates for such work, and all information in
 28 their possession respecting the same, before
 30 the Municipality of the Township within
 32 which such Road or Bridge shall be situate,
 34 when such Road or the Road in the line of
 36 which such Bridge shall lie, shall be one
 38 within the jurisdiction of such Municipality,
 and not either by assumption or otherwise
 within that of the Municipal Council of the
 County in which such Township shall be
 situate, and before the Municipal Council of
 the County when such Road or Bridge shall
 be within the jurisdiction either by assump-
 tion or otherwise of such Municipal Coun-
 cil, and such Company shall at the same
 time deposit with the Treasurer of such
 Municipal Corporation the whole amount
 of Stock so called in and received as afore-
 said, to the extent of ten per cent at least,
 upon the whole amount of Capital Stock
 subscribed as aforesaid: and it shall be
 thereupon the duty of such Municipal Cor-
 poration to cause a Report to be made to
 them, either by their Engineer, Surveyor or
 other Officer, to the duties of whose office
 such examination shall appertain, or if there

Articles and
 information to
 be laid before
 the Municipal
 Council
 having control
 over the Road
 or Bridge.

And deposit
 Stock received.

Duty of Muni-
 cipal Corpora-
 tion.

be no such Officer, then by some competent
 person to be appointed for that purpose by 2
 such Municipal Corporation, upon such pro-
 posed work, and the plans, specifications and 4
 estimates for the execution thereof, and the
 prospect of such Company's having the 6
 means of completing the same, with all mat-
 ters connected therewith. And such Muni- 8
 cipal Corporation is hereby authorized to hear
 any party whose rights may be affected by 10
 such application, and to examine witnesses
 in relation thereto upon oath, which oath 12
 the said Municipal Corporation is hereby
 authorized to administer. Whereupon it 14
 shall and may be lawful for such Municipal
 Corporation, if they shall consider the grant- 16
 ing of such application consistent with the
 ends of justice, and that the public interest 18
 would be promoted by the construction of the
 work specified in such application, to grant 20
 to such Company a License under their Cor-
 porate Seal, in the form to this Act annexed 22
 marked B, permitting such Company to pro-
 ceed with such work. And it shall thereupon 24
 be lawful for such Company, at any time
 within six calendar months from the date 26
 of such License, to procure the said Arti-
 cles of Association, and the said License so 28
 granted thereon as aforesaid, to be registered
 in the Registrar's Office of the County with- 30
 in which such Road or Bridge shall be situ-
 ated, whereupon the said Company shall 32
ipso facto become and be an Incorporated
 Road or Bridge Company, as the case may 34
 be, under this Act, by such name as shall
 be designated in the said Articles of Asso- 36
 ciation, and by such name they and their
 successors shall and may have perpetual suc- 38
 cession, and shall be capable both at law
 and in equity of suing and being sued, of 40
 impleading and being impleaded, answering
 and being answered unto, defending and be- 42
 ing defended in all Courts of Law and
 Equity and places whatsoever, in all manner 44
 of actions, suits, complaints, matters and
 causes whatsoever; and they and their suc- 46
 cessors may have a Common Seal, and
 the same may make, alter and change at 48

Corporation
may hear par-
ties interested

May grant a
license to the
Company.

Articles and
license to be
registered
within six
months

Effect of such
Registration,
and Corporate
powers of the
Company

their will and pleasure, and that they and
 2 their successors by their corporate name
 shall be capable of buying, having and hold-
 4 ing during the period of their incorporation,
 and for the purpose of effectually carrying
 6 out the objects thereof, any lands, tenements
 and hereditaments whatsoever which may
 8 be useful and necessary for the purposes of
 such Corporation.

10 V. And be it enacted, That nothing
 herein contained shall extend or be con-
 12 strued to extend to any Road or Bridge
 now vested or hereafter to become vested
 14 in the Crown as one of the Public Works
 of the Province, or to permit or authorize
 16 any interference in any way prejudicial to
 any such Road or Bridge, unless by the
 18 express consent of the Governor in Council,
 or to authorize any interference with any
 20 Charter already granted.

Act not to ex-
 tend to certain
 Road or
 Bridge.

VI. And be it enacted, That upon every
 22 such License to proceed being granted or
 refused by any such Municipal Corporation
 24 as aforesaid, the Treasurer of such Muni-
 cipal Corporation, shall, and he is hereby
 26 required to pay over the amount so deposited
 with him as aforesaid to the Treasurer of
 28 such Company, deducting therefrom what-
 ever sum of money shall be directed by such
 30 Municipal Corporation to be retained to
 satisfy the reasonable expense incurred by
 32 them for such Report as aforesaid.

Stock to be
 returned to the
 Company.

Deduction.

VII. And be it enacted, That any such
 34 incorporated Road or Bridge Company
 shall have full power and authority to take
 36 possession of such Road or the site of such
 Bridge for the purposes aforesaid, and all
 38 others incident thereto, and to dig, take, and
 carry away stone, gravel, sand, earth, and
 40 other like materials from the same or any
 adjoining or neighbouring lands, and also to
 42 cut, make and keep in repair upon the same
 and such adjoining or neighbouring lands,
 44 such ditches, drains, and water courses as
 may be necessary for effectually draining

Company may
 take possession
 of the road or
 Bridge,—take
 materials, &c

and carrying off the the water from any such
 Road or Bridge, making compensation 2
 therefor as hereinafter provided, and for
 the purpose aforesaid, the said Company 4
 and their Agents, Servants, and Workmen,
 are hereby authorized and empowred to 6
 enter into and upon the lands and grounds
 of any person or persons, body or bodies, 8
 corporate or politic.

Company's af- VIII. And be it enacted, That the affairs, 10
 fairs to be managed by stock, property and concerns of every such
 Directors Company which shall or may be formed 12
 How elected or appointed under the provisions of this Act shall for
 the first year, to be reckoned from the day 14
 of registration of their Articles of Assocation
 and License to proceed as aforesaid, be 16
 managed and conducted by five Directors
 to be named in the said Articles of Associa- 18
 tion, and thereafter by a like number of
 Directors to be annually elected according 20
 to the provisions of any By-law which the
 first named Directors or their Successors 22
 shall from time to time pass for that pur-
 pose; and that upon every such election of 24
 Directors, each Stockholder shall be enti-
 tled to one vote for every share he may 26
 hold or be possessed of in the said Company.

IX. And be it enacted, That if at any 28
 time after the incorporation of any such
 Company in manner aforesaid, the Direc- 30
 tors shall be of opinion that the original
 Capital subscribed will not be sufficient to 32
 complete the work contemplated by such
 Company to be executed, it shall and may 34
 be lawful for the said Directors by a Reso-
 lution to be passed by them for that purpose 36
 to authorize the subscription upon the said
 Articles of Association, of such number of 38
 additional shares as shall be named in the
 said Resolution, a copy whereof, under the 40
 hand and seal of the President of the Com-
 pany, shall, by the said Register, be 42
 annexed to the said original instrument,
 upon the same being delivered to him by 44
 the said President at the Office of the said
 Register, who shall thereafter permit such 46

May enter
upon lands.

Company's af-
fairs to be
managed by
Directors
How elected or
appointed

Votes of
Stockholders.

Increase of
Stock allowed.

How effected

Regis'tration of
resolutions.

additional subscriptions upon a receipt from
 2 the Treasurer of such Company of ten per
 cent upon the amount of such subscriptions
 4 respectively.

X. And be it enacted, That each share in
 6 every such Company shall be five pounds,
 and shall be regarded as personal property,
 8 and shall be transferable upon the books of
 every such Company, in like manner as
 10 Stock is usually transferred upon the books
 of other public Companies, and in accor-
 12 dance with the provisions of any By-law
 made by the Directors in that behalf.

Amount of
 Shares,—
 Transfer
 thereof, &c

14 XI. And be it enacted, That any such
 Company so to be incorporated as aforesaid,
 16 may, in the Division Court, or other Court
 of competent jurisdiction, sue for, recover
 18 and receive of or from all and every Stock-
 holder or Stockholders in any such Com-
 20 pany, the amount of any call or calls of
 Stock, which any Stockholder may neglect
 22 to pay after public notice thereof in any
 newspaper published in the County where
 24 the Directors shall usually meet for con-
 ducting the business of such Company, or
 26 if there be no newspaper published in such
 County, then in the newspaper published at
 28 the nearest place to that where such Director
 shall usually meet for the purpose aforesaid.

Power to sue
 for amount of
 calls

After public
 notice

30 XII. And be it enacted, That if the
 owner or owners of any land from which
 32 materials shall have been taken, or upon
 which any power given by this Act to the
 34 Company is intended to be exercised, shall,
 upon demand made by the Directors of any
 36 such Company, neglect or refuse to agree
 upon the price or amount of damage to be
 38 paid for the same, or for the exercise of
 any such power as aforesaid, it shall and may
 40 be lawful for the said Company to name
 one Arbitrator, and for the owner or owners
 42 of such land to name another Arbitrator,
 and for the said two Arbitrators to name a
 44 third, to arbitrate upon, adjudge, and deter-
 mine the amount which the said Company

Arbitration if
 the owners of
 land materials,
 &c taken
 cannot agree
 with the Com-
 pany as to
 compensation.

Proviso as to
parties
neglecting to
appoint an
Arbitrator, or
the Arbitrators
not agreeing at
a third

shall pay therefor; and upon such sum
being ascertained, it shall be lawful for the 2
said Company to tender such sum to the said
party claiming compensation therefor: Pro- 4
vided always, that if any such owner or 6
owners shall neglect to name an Arbitrator
for the space of twenty days after having
been notified so to do by the President of 8
the Company, or if the said two Arbitrators
cannot agree upon such third Arbitrator, 10
the Judge of the County Court of the
County within which such Road or Bridge 12
shall be situate, shall nominate one of the
Township Councillors of one of the Town- 14
ships next adjacent to that in which such
work shall be situate, to be either the second 16
or the third Arbitrator, or both, in lieu of the
one so to be appointed and named, but not 18
appointed or agreed upon by the party, or
by the two-first named Arbitrators as afore- 20
said.

Arbitrators to
be sworn

XIII. And be it enacted, That the said 22
Arbitrators so appointed shall take before
some one of Her Majesty's Justices of the 24
Peace for the County within which such Road
or Bridge, or some part thereof is situate, 26
an oath to the following effect, that is to say:

Their oath

" I, A. B., do swear that I will well and 28
" truly try, hear and examine into such
" claims as may be submitted to me for 30
" compensation for such materials as have
" been taken by the (naming the Company), 32
" from the property of (naming the party)
" for the use and purposes of the work for 34
" the construction of which the said Com-
" pany is incorporated; and that I will also 36
" well and truly examine into the claim of
" such person, for compensation for damages 38
" consequent upon the construction of the
" said work, and that I will give a true 40
" judgment and award thereon to the best of
" my knowledge and ability; and that in 42
" determining such award, I will take into
" due consideration the benefits to be derived 44
" to the said party as well as the injury done
" to him thereby: So help me God." 46

XIV. And be it enacted, That the said
 2 Arbitrators shall have full power and au- Powers of the
 thority, by Summons, or Order in writing, to Arbitrators to
 4 be left at the last usual place of residence summon and
 of the party to whom it is addressed, to swear witnes-
 6 command the attendance of all witnesses or ses, &c.
 the production of any documents that may
 8 be required by any of the parties, and to
 swear the said witnesses to testify respecting
 10 the matters on which they shall be interro-
 gated ; and the disobedience of such Sum- Penalty on
 12 mons or Order in writing, or neglect to at- witnesses diso-
 tend and produce such documents as afore- obeying and re-
 14 said, shall subject the party disobeying, covery there-
 neglecting or refusing, to a penalty of not of
 16 less than *one* pound, nor more than *five*
 pounds, to be recovered before any Justice
 18 of the Peace, and levied by distress and
 sale of the goods and chattels of the offender
 20 under the Warrant of such Justice, unless
 the party shall establish reasonable cause
 22 for such disobedience, neglect or refusal :
 Provided, that no person shall be compelled Proviso as to
 24 to produce any document that he would not the obligations
 be compelled to produce at a trial in the of witnesses
 26 Queen's Bench, or to attend as witness and their con-
 more than two consecutive days, and that firmation
 28 each of the said witnesses shall be allowed
 a sum not exceeding *five* shillings a day, at
 30 the discretion of the said Arbitrators ; and
 that such remuneration shall be paid by the
 32 party requiring their attendance.

XV. And be it enacted, That the Arbi- Meetings of
 34 trators so appointed shall fix a convenient Arbitrators.
 day for hearing the respective parties, and
 36 shall give eight days' notice at least of the
 day and place, and having heard the parties
 38 or otherwise examined into the merits of
 the matters so brought before them, the said
 40 Arbitrators, or a majority of them, shall
 make their award or arbitrament thereupon Award
 42 in writing, which award or arbitrament shall
 be final as to the amount so in dispute as
 44 aforesaid ; Provided always, that the same
 shall be subject to the jurisdiction of Her Proviso as to
 46 Majesty's Court of Queen's Bench for Up- power of
 per Canada, as if the submission had been Queen's
 Bench.

by Bond with a clause therein for making
the submission a Rule of that Court. 2

Appointment
of president
Officers, &c

XVI. And be it enacted, That it shall be
lawful for the Directors of any such Com- 4
pany to elect one of their number to be the
President, and to nominate and appoint such 6
and so many officers and servants as they
shall deem necessary for performing the 8
duties required of them by the said Com-
pany, and in their discretion to take security 10
from them or any of them, for the due per-
formance of his or their duty, and to account 12
for all monies coming into his or their hands
to the use of any such Company. 14

Company may
fix tolls to be
taken.

XVII. And be it enacted, That it shall
and may be lawful for the President and 16
Directors of any such Company. from time
to time, to fix, regulate, and receive the tolls 18
and charges to be received from all persons
passing and re-passing with horses, carts, 20
carriages and other vehicles, and for cattle
driven in, over or along any Road or Bridge, 22
authorized to be by them planked, gravelled,
macadamized or built under and by virtue 24
of the provisions of this Act, and in con-
sideration thereof every such Incorporated 26
Road or Bridge Company shall be bound
to repair and maintain such Road or Bridge 28
and be liable for default thereof as any
others to whom the obligation of maintain- 30
ing and repairing a highway shall by law
belong: Provided always, nevertheless, that 32
no such Tolls shall be leviable upon any
such work until a Declaration of the com- 34
pletion thereof, in the form to this Act
annexed, marked C. and under the seal of 36
the Municipal Corporation by which the
license to proceed with such work was 38
originally granted shall have been first
obtained by such Company, and which 40
Declaration of completion every such
Municipal Corporation, upon reasonable 42
request, is hereby required to issue to such
Company so soon as the work mentioned 44
in their license to proceed shall have been
executed in all substantial particulars ac- 46

Must keep the
road or Bridge
in repair

Proviso De-
claration of
completion of
work to be
previously ob-
tained from
the Municipal
Council

ording to the plans and specifications
2 upon which such license was originally
granted.

4 XVIII. And be it enacted, That it shall
be the duty of the Engineer, Surveyor, or
6 other Officer of every such Municipal
Corporation to whose office such duty shall
8 by the By-laws thereof appertain, at the
request and at the costs and charges of any
10 such Company, to examine any such Road
or Bridge when and as often as the same
12 may be reasonably required of him by such
Company, and to report thereon to such
14 Municipal Corporation, and that no such
Municipal Corporation shall be required to
16 issue any such Declaration of completion
with respect to any particular work until
18 the report of such Officer thereon shall
have been made, and such Municipal Cor-
20 poration shall have had a reasonable time
to consider the same and institute any other
22 enquiries that they may deem necessary to
satisfy themselves that such work had been
24 properly executed as aforesaid. Provided
always, nevertheless, that in all cases where
26 any such Municipal Corporation shall have
no such Engineer, Surveyor, or other Officer
28 to whose office such duties shall be at-
tached as aforesaid, it shall be the duty of
30 such Municipal Corporation, when and so
often as they shall be required so to do by
32 any such Company, to name some Surveyor,
Engineer, or other person in whom they
34 shall have confidence, who shall be willing
to act in that behalf, to examine and report
36 upon such work, and every such report
shall to all intents and purposes be deemed
38 equivalent to a report made by any such
Engineer, Surveyor, or other Officer, as
40 aforesaid

Examination
of the work
by the Officer
of the Coun-
cil.

Report to be
made and con-
sidered

Provido if the
Municipality
have no proper
officer, they
may employ
a person *pro*
hac vice

XIX. And be it enacted, That it shall
42 and may be lawful for every Municipal
Corporation, by whom any such License to
44 proceed shall have been granted to any such
Incorporated Road Company as aforesaid, if
46 they shall consider it just and consistent

Municipality
may grant de-
claration of
completion as
part of the
work

with the public interest so to do, but not
 otherwise, to issue a declaration of comple- 2
 tion of and for any section of any such 4
 Road of not less than three miles in length 4
 so soon as such section shall have been 6
 executed in all substantial particulars 6
 according to the plans and specifications 8
 upon which such License was originally 8
 granted, and upon the issue of any such 10
 Declaration of completion of any such section, 10
 it shall be lawful for such Road Company to 12
 levy Tolls upon such section to an amount 12
 relatively equal to the amount by this Act 14
 authorized to be levied upon the whole of 14
 such Road when completed, in the propor- 16
 tion that the length of such section bears to 16
 that of the whole of such Road, and no more : 16
 Provided always, nevertheless, that no such 18
 last mentioned Declaration of completion 18
 shall be issued by such Municipal Corpora- 20
 tion until after they shall have had a preli- 20
 minary Report upon and examination into 22
 the fact of the execution and completion of 22
 such section, similar in all respects to that 24
 hereinbefore required previous to the issue 24
 of a Declaration of completion of an entire 26
 work. 26

And Tolls
 may be levied
 thereon.

Provido de-
 claration of
 part comple-
 tion to be pre-
 ceded by a
 report

Rate of Toll
 limited

Profits limited.

XX. And be it enacted, That the Tolls 28
 hereby authorized to be levied by any such 28
 Company to be formed and incorporated 30
 under the provisions of this Act, shall, for 30
 each time of passing, whether loaded or 32
 otherwise, not exceed *one penny* per mile 32
 for any vehicle drawn by two animals, and 34
 for any vehicle drawn by more than two 34
 animals *one halfpenny* per mile for every 36
 additional animal, for every vehicle drawn 36
 by one animal *one halfpenny* per mile, for 38
 every score of sheep or swine and for every 38
 score of neat cattle *one halfpenny* per mile, 40
 for every horse and rider or every led horse 40
one halfpenny per mile—but in no case shall 42
 any Road or Bridge Company incorporated 42
 under this Act charge or receive rates of 44
 Toll which will enable such Company to 44
 divide more, nor shall any Company divide 46
 more than *twelve* per cent per annum on 46

their Capital Stock actually paid in and
 2 invested in their work after keeping the
 Road or Bridge in repair and appropriating
 4 not exceeding *twelve* per cent per annum
 on their Capital Stock invested as aforesaid,
 6 as a fund for the reconstruction of the work
 when necessary.

8 XXI. And be it enacted, That it shall be
 the duty of the Directors of every Company
 10 incorporated under this Act to report annu-
 ally to the Municipal Corporation from
 12 whom they received their license to pro-
 ceed under the oath of any two of such
 14 Directors, the cost of their work, the
 amount of all money expended, the amount
 16 of their Capital Stock, and how much paid
 in, and how much actually expended ; the
 18 whole amount of Tolls or earnings expended
 on such work ; the amount received during
 20 the year, for Tolls, and from all other sour-
 ces, stating each separately, the amount of
 22 Dividends made, and the amount set apart
 for a reparation fund, and the amount of
 24 debts due by such Company, specifying the
 object for which such debts respectively
 26 were incurred, and every such Incorporated
 Road or Bridge Company shall keep regu-
 28 lar Books of account in which shall be
 entered a correct account of the assets,
 30 receipts and disbursements of such Com-
 pany, which Books of Account they shall
 32 cause to be regularly balanced at least once
 a year, and which Books, with all other
 34 books and muniments of such Company,
 shall be at all times open to the inspection
 36 and examination of any person or persons
 who may for that purpose be appointed by
 38 the Municipal Corporation from whom
 they received their License to proceed with
 40 such work, and every such Inspector shall
 have the legal right of taking copies or
 42 extracts from the same, and of requiring
 and receiving from the Keeper or Keep-
 44 ers of such Books, and also from the Presi-
 dent and each of the Directors of such
 46 Company, and all the other Officers and
 Servants thereof, all such information as to

Company to
 report annu-
 ally to the
 Municipal
 Corporation
 Particulars of
 such report

Company to
 keep regular
 Books

Books, &c of
 the Company
 to be open to
 the Municipal
 Corporation

such Books and the affairs of such Com- 2
 pany generally as such Inspector or Inspect- 2
 ors may deem necessary for the full and 4
 satisfactory investigation into and report 4
 upon the state of the affairs of such Com- 6
 pany, so as to enable such Inspector or 6
 Inspectors to ascertain whether the Tolls 8
 levied upon such work are greater than this 8
 Act allows for the remuneration of such
 Company.

Directors call
 in the Stock
 subscribed,—
 penalty for
 non payment

XXII. And be it enacted, That it shall 10
 and may be lawful for the Directors of any
 such Company, to call in and demand from 12
 the Stockholders of the said Company
 respectively all such sum or sums of money 14
 by them subscribed, at such times and in
 such payments or instalments as the said 16
 Directors shall deem proper, under the pe-
 nalty of forfeiting the Shares of Stock sub- 18
 scribed for, and all previous payments made
 thereon, if payment shall not be made by 20
 the Stockholders within ninety days after a
 personal demand, or after notice requiring 22
 such payment, shall have been published for
 six successive weeks in the newspaper near- 24
 est the place where the Directors of the said
 Company shall usually meet for conducting 26
 the business of the said Company.

Road, Bridge,
 &c vested in
 the Company.

XXIII. And be it enacted, That every 28
 such Road or Bridge, and all the materials
 which shall, from time to time, be got or 30
 provided for constructing, building, main-
 taining or repairing the same, and all toll- 32
 houses, gates and other buildings constructed
 or acquired by and at the expense of any 34
 such Company so acting under the provi-
 sions of this Act, and used for their benefit 36
 and convenience, shall be vested in every
 such Company respectively, and their suc- 38
 cessors, during the period of their incorpo-
 ration, but no longer. 40

Company
 may erect
 Toll gates.

XXIV And be it enacted, That every
 such Company shall have full power and 42
 authority to erect such number of toll-gates
 or side bars in, along, or across the said 44

Roads respectively, and fix such tolls to be
 2 collected at each gate or bar, as they may
 deem fit and expedient, (which tolls may
 4 be altered from time to time as circum-
 stances may require,) and to erect and main-
 6 tain such toll-houses, toll-gates and other
 buildings and erections which may seem
 8 necessary and convenient for the due manage-
 ment of the business of every such Com-
 10 pany respectively: Provided always, never-
 theless, firstly, that the main gates on such
 12 Road shall not in any case be placed at
 shorter distances from each other than three
 14 miles; and provided also, secondly, that no
 toll shall be exacted for merely crossing the
 16 Road, or for merely crossing from the Town,
 Concession or Side line on one side of such
 18 Road, to the Town, Concession or Side line
 corresponding thereto on the opposite side
 20 of such Road, whenever such last mentioned
 crossing shall not require the passing along
 22 such Road from the terminus of such Town,
 Concession, or Side line on the one side
 24 thereof, to the terminus of such Town, Con-
 cession or Side line on the other side there-
 26 of for a greater distance than one quarter
 of a mile.

Proviso as to
 distance be-
 tween gates

Proviso no
 toll for merely
 crossing the
 Road.

28 XXV. And be it enacted, That every
 such Company so to be incorporated as
 30 aforesaid, shall be bound and is hereby
 required to complete each and every work
 32 undertaken by them, and for the completion
 whereof they shall have become incorpo-
 34 rated as aforesaid, within two years from
 the date of their License, in default whereof
 36 they shall forfeit all the corporate and other
 powers and authority which they shall in the
 38 mean time have acquired, and all their corpo-
 rate powers shall thenceforth cease and
 40 determine, unless by a By-Law or By-Laws
 to be passed by such Municipal Corporation
 42 granting such License, a further time shall be
 granted to such Company for that purpose:
 44 Provided always, nevertheless, firstly, that
 every such By-Law in order to have the effect
 46 of saving such forfeiture, shall be registered at
 length in the County Registry Office where-

Work to be
 completed
 within two
 years on pain
 of forfeiting
 corporate
 rights.

Exception,
 time may be
 extended

Proviso such
 extension to be
 registered.

in the Articles of Association of such Company were registered prior to the expiration of the then current period for the completion of such work ; and provided also, secondly, that such extension or extensions of time shall not in the whole exceed *four* years from the time of the Registration of the Articles of Association and License to proceed as aforesaid.

Punishment of persons injuring or destroying the works of any Company :

Or removing materials, &c

Mode of prosecution in certain cases :

Fine

Imprisonment if fine be not paid

XXVI. And be it enacted, That if any person or persons shall in any way injure, cut, break down, or destroy any part of any such Road, Bridge, or any toll-gate or toll-house, building, or other erection in, upon, or near any such Road, and belonging to or used for the convenience of any such Company under the provisions of this Act, every such person so offending, and being lawfully convicted thereof, shall be deemed guilty of a misdemeanor, and shall be punished by fine and imprisonment; and if any person or persons shall remove any earth, stone, plank, timber, or other materials used or intended to be used in or upon the said Road or Bridge, for the construction, maintainance or repair thereof, or shall forcibly pass or attempt by force to pass any of the toll-gates set up by any such Company, without having first paid the toll fixed by the Directors of such Company, to be received at any such gate, such person shall, upon conviction thereof in a summary way before any Justice of the Peace, in or near the Township where the injury shall have been done, be sentenced to pay all damages sustained by such Company, to be ascertained by the said Justice, upon the hearing of the said complaint, and also to pay a fine of not more than *two* pounds, nor less than *five* shillings, such damages and fine to be paid either in money, or in the discretion of the said Justice, in labor to be performed upon the said Road or Bridge, under the direction of the said Company, and within the time to be limited by the said Justice, and in default thereof, the offender to be committed to any Lock-up-House in such County, or to the Com-

mon Gaol, as the length of imprisonment
 2 and the judgment of such Justice shall re-
 quire, for any time not exceeding *ten* days.

4 **XXVII.** And be it enacted, That upon
 judgment being obtained against any such
 6 Incorporated Road or Bridge Company
 on any Indictment that may be preferred
 8 against them for a nuisance, for not repairing
 such Road or Bridge, it shall and may be
 10 lawful for the Municipal Corporation from
 whom they received their License to pro-
 12 ceed with such work, after such judgment,
 by any By-law of such Municipal Corpo-
 14 tion to be passed for that purpose, within
 six calendar months after the entry of such
 16 judgment to declare such Incorporated
 Road or Bridge Company dissolved, where-
 18 upon such Company shall become thereby
 dissolved accordingly, and all the corporate
 20 and other rights and privileges conferred
 upon them by this Act shall cease and deter-
 22 mine, and be from thenceforth null and void
 to all intents and purposes whatsoever as if
 24 such Company had never been formed:
 Provided always, nevertheless, firstly, that any
 26 debts due to any such Incorporated Company
 and any chattels belonging to them shall and
 28 may be recovered and held and applied in
 the name of the Treasurer of such Company
 30 for the use of Stockholders thereof and that
 the same shall by such Treasurer be appro-
 32 priated in the first place towards the pay-
 ment of any debts due by such Company at
 34 the time of its dissolution, and the residue
 thereof if any remain be divided by such
 36 Treasurer among the Stockholders of such
 Company proportionably according to the
 38 amount of Stock held by each of such
 Stockholders respectively; and provided
 40 also, secondly, that upon such dissolution
 the said Road or Bridge and all the materials
 42 actually laid out on the same, and all Toll-
 Houses, Gates and other Buildings con-
 44 structed upon such Road or Bridge, shall
 be vested in such Municipal Corporation.

If there be a
 Judgment
 against any
 Company for
 nuisance in
 not keeping
 the Road or
 Bridge to re-
 pair, the Cor-
 poration may
 be dissolved,
 &c

Provido as to
 the property of
 the Company

Provido the
 work to be
 vested in the
 Municipality

Mode of enforcing fines and forfeitures

XXVIII. And be it enacted, That the fines and forfeitures authorized to be summarily imposed by this Act, shall and may be levied and collected by distress and sale of the offenders' goods and chattels, under the authority of any Warrant or Warrants of distress for that purpose to be issued by the Justice before whom the conviction shall have been had; and in case there shall be no goods or chattels to satisfy such Warrant or Warrants, such offender or offenders shall and may be committed to the Common Gaol for any period not exceeding *two* months. 2 4 6 8 10 12 14

Penalty for evading Tolls

How enforced

XXIX. And be it enacted, That if any person or persons shall, after proceeding on the said Road with any waggon, carriage or other vehicle, or animals liable to pay Toll, turn out of the said Road into any other Road, and shall enter the said Road beyond any of the said Gate or Gates without paying Toll, whereby such payment shall be evaded, such person or persons shall, for every such offence, forfeit and pay the sum of *ten* shillings, which said sum shall be expended on the said Road or towards the discharge of any debts due by any such Company; and any one Justice of the Peace for the County in which such part of the said Road is situate, shall, on conviction of such offender, fine such offender in the said penalty, and shall cause the same to be levied as aforesaid. 16 18 20 22 24 26 28 30 32

Penalty for conniving at evasion of Tolls

XXX. And be it enacted, That if any person or persons occupying or possessing any enclosed lands near any Toll-houses or Toll-gates which shall be erected in pursuance of this Act, shall knowingly permit or suffer any person or persons to pass through such lands, or through any Gate, passage or way thereon, with any carriage, horse, mare, gelding or other animal liable to the payment of Toll, whereby such payment shall be avoided, every person or persons so offending, and also the person riding or driving the animal or animals or carriage 34 36 38 40 42 44 46

whereon such payment is avoided, being
2 thereof convicted, shall, for every such
offence, severally forfeit and pay any sum
4 not exceeding *twenty* shillings, which shall
be laid out in improving such Road.

6 XXXI. And be it enacted, That it shall
be lawful for the Municipal Corporation
8 within whose jurisdiction any such Road
or Bridge shall be, to subscribe for, acquire,
10 accept and hold, and to depart with and
transfer Stock in any Company to be formed
12 under the authority of this Act, and from
time to time to direct the Head of such
14 Municipal Corporation, on behalf of such
Corporation to subscribe for such Stock in
16 the name of the said Corporation, and to
act for and on behalf of such Corporation in
18 all matters relative to such Stock, and the
exercise of the rights of such Municipal
20 Corporation as a Stockholder, and such
Head, whether otherwise qualified or not,
22 shall be deemed a Stockholder in such Com-
pany, and may vote and act as such, subject
24 always to such rules and orders in relation
to his authority as shall be made in that
26 behalf by the Municipal Corporation of
which he is the Head by their By-laws or
28 otherwise, but acting according to his dis-
cretion in cases not provided for by such
30 Corporation.

Municipal
Corporation
may take
Stock in the
Company.

Votes in such
case

XXXII. And be it enacted, That after
32 *twenty-one* years from the date of the
License to proceed with any such work,
34 or at any earlier period with the consent
of the said Company, it shall and may be
36 lawful for any Municipal Corporation within
whose jurisdiction such work shall be to
38 purchase the Stock of any such Company
at the current value of the said Stock at
40 the time of purchase, and to hold the same
for their own use and benefit, as such Cor-
42 poration, and such Municipal Corporation
shall thenceforth stand in the place and stead
44 of the Directors of the said Company, and
shall possess all such powers and authority
46 as the said Directors shall have theretofore
possessed and exercised.

In what cases
the Municipality may
purchase the
works and
rights of any
Company

Effect of pur-
chase

What must be
alleged in ac-
tion for com-
pelling pay-
ment of calls

XXXIII. And be it enacted, That in any
action or suit to be brought by any such 2
Company against any Stockholder to reco- 4
ver any money due for any call, it shall not
be necessary to set forth the special matter, 6
but it shall be sufficient for the Company
to aver that the Defendant is the holder of 8
one share or more (stating the number of
shares) in the Stock of the Company, and 10
that he is indebted to the company in the
sum of money to which the calls in arrear 12
shall amount in respect of one call or more
upon one share or more, (stating the num- 14
ber and amount of each of such calls) where-
by an action hath accrued to the Company 16
by virtue of this Act.

What must be
proved to sup-
port such
action

XXXIV. And be it enacted, That on the
trial or hearing of any such action, it shall 18
be sufficient for the company to prove that
the defendant, at the time of making such 20
call, was a holder of one share or more in
the undertaking, (and when there has been 22
no transfer of the shares, then the proof of
subscription to the original agreement to 24
take stock shall be sufficient evidence of
holding stock to the amount subscribed), 26
and that such call was in fact made, and
such notice thereof given as is required; 28
and it shall not be necessary for the Com-
pany to prove the appointment of the direc- 30
tors who made such call, or any other like
matter whatever, and thereupon the Com- 32
pany shall be entitled to recover what shall
be due upon such call, with interest there- 34
on, unless it shall appear either that any
such call exceed the prescribed amount, or 36
that due notice of such call was not given,
or that a meeting of the stockholders was 38
not expressly convened for the purpose of
deciding on the time of payment and the 40
amount of such call in cases where such
meeting is required. 42

Call and in-
terest shall be
recovered,
Exception

Stockholder
may be a wit-
ness

XXXV And be it enacted, That in any
action or suit brought by or against any 44
such company upon any contract or for any
matter or thing whatsoever, any Stock- 46

holder shall be competent as a witness,
2 and his testimony shall not be deemed in-
admissible on the ground of interest.

4 **XXXVI.** And be it enacted, That if any Limitation of
actions, &c.
6 action or suit shall be brought against any
8 person or persons for any matter or thing
done in pursuance of this Act, such action
10 or suit shall be brought within *six* calendar
months next after the fact committed, and
12 not afterwards; and the defendant or de- General issue.
fendants in such action or suit may plead
the general issue only, and give this Act
and the special matter in evidence on the
14 trial.

XXXVII. And be it enacted, That all Exemption
from toll.
16 persons, horses, or carriages going to or
attending or returning from any funeral,
18 or any person with horse, or horse and
carriage, going to or returning from divine
20 service on the Lord's day, and all persons
in the naval or military service of Her Ma-
22 jesty on actual duty, and travelling on such
road in discharge of such duty with their
24 horses and carriages, and all horses, carts,
waggon, or carriages in charge of any such
26 persons conveying any naval or military
stores belonging to Her Majesty, in the
28 course of transport from one place to an-
other for Her service, shall pass the Gates
30 free of toll.

XXXVIII. And be it enacted, That not- Legislature
may amend
privileges ac-
quired under
this act, &c.
32 withstanding the privileges that may be
conferred by this Act, the Legislature may,
34 at any time hereafter, in their discretion,
alter, amend or repeal the same, or may
36 annul or repeal any corporation formed or
created under its provisions, should the
38 public interest, in their estimation, require
any such alterations, amendment or repeal.

FORMS.

A.

ARTICLES OF ASSOCIATION.

Township of
to wit:
(*or as the case may be,*)

Whereas We, whose names are hereunto
subscribed, are desirous of associating our- 2
selves together for the formation of an in-
corporated Road (*or Bridge, as the case may 4*
be), Company, to be called (*here insert*
the name) according to the provisions of 6
a certain Act of the Parliament of this
Province, passed in the 8
year of the Reign of Her Majesty Queen
Victoria, Chaptered (*insert Chap. of this Act*) 10
and intituled, "An Act, &c.:" (*insert title*
of this act), Be it remembered that we 12
do hereby associate ourselves accord-
ingly by the name of (*insert name*), for the 14
purpose of constructing a Planked Road,
(*or Gravelled or Macadamized Road, as the 16*
case may be) from (*the commencement of*
the intended Road) to (*the termination 18*
thereof), by or through, or running into and
passing the following places, that is to say ; 20
(*insert name*), or a Stone (*or Wooden, &c.,*
as the case may be,) Bridge across the (*here 22*
state the name of the River or Ravine,)
at on the 24
Road leading from (*one of the nearest*
termini of such Road) to (*the other nearest 26*
termini of such Road) and we do hereby
declare that the said association shall subsist 28
and continue for the period of
years, and no longer, and 30
that the Capital Stock of the said Company
shall be pounds, 32
to be divided into shares of
the amount of five pounds each ; and we 34
hereby nominate and elect according to
such Act, (A. B. of &c., *setting forth the 36*

names and additions of the Directors), to
 2 be the Directors of the said Company, for
 the year commencing on the day that these
 4 Articles of Association, and the License
 to proceed to be obtained thereupon, shall
 6 have been Registered in the Office of the
 County Registrar according to law; and we
 8 do hereby agree, that in the mean time such
 Directors shall have the provisional manage-
 10 ment of the affairs of the said Company,
 with a view to their obtaining such License,
 12 and procuring such Registration as afore-
 said, and all things necessarily incident to
 14 the same. And we do hereby also severally
 agree to take and accept the number of
 16 shares set by us opposite to our respective
 signatures hereto, and we, hereby agree to
 18 pay the calls thereon, according to the provi-
 sions of the said in part recited Act, and of
 20 the Rules, Regulations, Resolutions and By-
 laws of the said Company, to be made or
 22 passed in that behalf.

Dated this day of
 24 in the year of Our Lord, one
 thousand eight-hundred and

Name.	No. of Shares.	Amount.

B.

LICENSE TO PROCEED

Township of _____
to wit _____
(or as the case may be).

To all whom it may concern :

Whereas A B C D. &c., and others, to
the number of _____ (*setting* 2
forth the number of the subscribers to the
Articles of Association) by Articles of Asso- 4
ciation, bearing date the
day of _____, in the year of Our 6
Lord, one thousand eight hundred and
_____, associated themselves together 9
under the provisions of an Act of the Par-
liament of this Province, passed in the 10
year of the reign of Her
Majesty Queen Victoria, Chaptered 12
(*insert the Chapter of this Act,*) and inti-
tuled, " An Act &c. (*insert the title of this* 14
Act), with a view to their becoming an in-
corporated Road (or Bridge, as the case 16
may be) Company, by the name of The
(*here insert the name of incorporation from* 18
the Articles of Association) with a capital
of _____ pounds divided into 20
_____ shares of five pounds each,
for the purpose of constructing a Planked 22
(or Gravelled or Macadamized) Road, from
(*here insert the commencement of the in-* 24
tended road) to (*here insert the termination*
thereof) (*and in the case of a Bridge, say,* 26
" for the purpose of constructing a stone or
wooden, &c Bridge across the (*here insert* 28
the name of the river or ravine,) at
_____ on the road leading from (*one of* 30
the nearest termini of such road) to (*the other*
nearest termini of such road) 32

And whereas the said Company have, in
compliance with the said Act of Parlia- 34
ment, laid before the Municipal Corpora-
tion of _____ the plans, specifi- 36

2 cations and estimates for the construction
 4 thereof, and deposited with the Treasurer
 6 (*or Chamberlain*) of such Corporation ten
 8 per cent of the whole capital suscribed for
 10 that purpose, And whereas upon the report
 12 of the Engineer (*Surveyor, or other such*
 14 *Officer*) of the Corporation (*or if there be no*
 16 *such Officer, say* " of the person appointed
 18 for that purpose by the said Corporation,")
 20 upon such plans, specifications and estimates
 22 and the prospect of the said Company having
 24 the means of completing the same, it ap-
 26 pears to the said Corporation that the said
 28 work will be of much public utility, that
 the said plans, specifications and estimates
 for the construction thereof, may be relied
 on as correct in the substantial particulars
 thereof, and that the said Company have
 the means and intention of executing the
 same according to such plans and specifica-
 tions within the time required by the said
 Act of Parliament. These are therefore to
 license and permit the said Company to
 proceed with the said work under the pro-
 visions of the said Act of Parliament, and
 to claim and obtain, use, exercise and enjoy
 all the rights and privileges thereby secured
 to such Companies

30 In testimony whereof, the Seal of the
 32 said Municipal Corporation hath been this
 day hereunto affixed: Witness,

32 *Town-reeve, (or other Head*
of the said Corporation), at
 this day of
 34 in the year of Our Lord, one thousand eight
 hundred and

A. B.

Town-reeve.

(*or as the case may be.*)

C. D.

Clerk, &c.

(*or as the case may be.*)

C.

DECLARATION OF COMPLETION.

Township of _____
to wit :
(or as the case may be.)

To all whom it may concern.

Whereas the (*here insert the name of the*
Company as in the Articles of Association 2
and License to proceed) Incorporated Road
(or Bridge) Company have reported to the 4
Municipal Corporation of, &c. from which
they obtained their License to proceed with 6
such work, under the provisions of the Act
of the Parliament of this Province passed 8
in the _____ year of the Reign of Her
Majesty Queen Victoria, chaptered (*here in-* 10
sert the chapter of this Act) and intituled
(*here insert the title of this Act*) that the 12
said work (or that that section of the said
work commencing at (*here insert the com-* 14
mencement of the section) and ending at
(*here insert the termination of such section*) 16
hath been executed according to the Plans
and Specifications upon which such License 18
was granted ; and whereas upon the report
of the Engineer (Surveyor, or other such 20
Officer) of the Corporation (or if there be no
such *Officer*, say of the person appointed for 22
that purpose by the said Corporation) upon
the said work (or upon the said section of 24
the said work) it appears to the said Cor-
poration, that the said Road (or Bridge or 26
the said section of the said Road) hath been
executed and completed in all substantial 28
particulars according to the Plans and Spe-
cifications upon which such License was 30
originally granted as aforesaid. These are
therefore to declare and make known the 32
completion of such Road (*Bridge or section*
of Road) to the end that from henceforth 34
the said Incorporated Road (or Bridge)
Company shall and may levy Tolls upon 36
such Road (Bridge or section of Road) ac-

ording to the provisions of the said Act
2 of Parliament.

In Testimony whereof, the Seal of the
4 said Municipal Corporation hath been this
day hereunto affixed : Witness,
6 Town-reeve, (*or other Head of*
the said Corporation), at
8 this day of
in the year of Our Lord, one thousand eight
10 hundred and

A. B.
Town-reeve.
(*or as the case may be.*)

C. D.
Clerk.
(*or as the case may be.*)