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ACTS
OF THE
PARLIAMENT
OF THE
DOMINION OF CANADA,

PASSED IN THE SESSION HELD IN THE

FORTY-EIGHTH AND FORTY-NINTH YEARS OF THE REIGN OF HER MAJESTY

QUEEN VICTORIA,

BEING THE

THIRD SESSION OF THE FIFTH PARLIAMENT,

*Begun and holden at Ottawa, on the twenty-ninth day of January, and closed
by Prorogation on the twentieth day of July, 1885.*



HIS EXCELLENCY

THE MOST HONORABLE SIR HENRY CHARLES KEITH, MARQUESS OF LANSDOWNE,
GOVERNOR GENERAL.

VOL. II.
LOCAL AND PRIVATE ACTS.

OTTAWA:
PRINTED BY BROWN CHAMBERLIN,
LAW PRINTER TO THE QUEEN'S MOST EXCELLENT MAJESTY.
ANNO DOMINI, 1885.



48-49 VICTORIA.

CHAP. 8.

An Act respecting *La Banque du Peuple*.

[Assented to 1st May, 1885.]

WHEREAS *La Banque du Peuple* has by its petition Preamble. represented that it is likely to incur losses, and that in view of the losses so anticipated the members of the said corporation have deemed it prudent to suspend the payment of dividends to the shareholders, and that it would therefore be in the interest of the said shareholders to reduce the capital of the bank by twenty-five per cent., and have prayed for the passing of an Act for that purpose; and whereas the shareholders of the said bank assembled at their annual meeting held according to the charter of the said bank, on the second day of March, one thousand eight hundred and eighty-five, after having been specially notified that their opinion would be asked on the expediency of the said application, at which meeting eleven thousand five hundred and fourteen shares were represented in person or by proxy, have approved and ratified the said application; and whereas it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. From and after the passing of this Act, the capital stock of *La Banque du Peuple* shall be reduced from one million six hundred thousand dollars to one million two hundred thousand dollars, and the number of shares shall be reduced from thirty-two thousand to twenty-four thousand, of fifty dollars each, in such manner that every holder of four shares shall, when the capital stock is reduced, be the holder of three shares. Capital stock reduced to \$1,200,000. Shares.

2. Every shareholder who is then the owner of such a number of shares as will, when reduced by one-fourth, cause him to be the owner of a fractional part of a share, Arrangements as to fractional parts of shares. may

may agree with any other shareholder in the same position for the purpose of uniting their shares and obtaining, in their joint names, their proportion of shares of the reduced capital stock.

If there is no arrangement in any such case or cases.

3. If any shares remain which it has been impossible to allot to shareholders who are the owners of fractional parts of shares, or any fractional parts of shares which have not been dealt with as provided by the next preceding section, within ninety days after the reduction of the capital stock, as hereinbefore provided, such shares or fractional parts of shares may be sold in such manner as the board of directors deems most advantageous, and the proceeds shall be distributed proportionally among the owners of such shares or fractional parts of shares.

Certain rights and liabilities saved.

4. Nothing in this Act contained shall be construed as diminishing the liability of the members of the corporation or of the *commanditaires* of the bank to the present creditors thereof, nor as modifying in any manner the mutual rights and obligations of the said members of the corporation or of the said *commanditaires*, as established by the charter of the said bank.

CHAP. 9.

An Act to reduce the stock of the Federal Bank of Canada, and for other purposes.

[Assented to 1st May, 1885.]

Preamble.

WHEREAS the existing subscribed and paid up capital stock of the Federal Bank of Canada is three million dollars, consisting of thirty thousand shares of the nominal value of one hundred dollars each; and whereas, owing to losses, the capital of the bank has been greatly impaired; and whereas six thousand four hundred and fifty-two of those shares are now the property of the bank; and whereas, at a meeting of the shareholders of the bank, held on the twentieth day of November, in the year of our Lord one thousand eight hundred and eighty-four, the shareholders present or represented unanimously authorized their Board of Directors to make application to Parliament for the cancellation of five thousand of the said shares, now the property of the Bank, and the extinction of the capital represented thereby, and also to reduce the remainder of the capital stock to the amount of one million two hundred and fifty thousand dollars; and whereas the said directors have, by their petition, prayed

prayed for the passing of an Act for that purpose, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. Five thousand shares of the capital stock, out of those held by the bank, representing the nominal value of five hundred thousand dollars, and mentioned in the preamble as being the property of the bank, are hereby cancelled and extinguished. Shares owned by bank cancelled.

2. The remaining capital stock is hereby reduced to one million two hundred and fifty thousand dollars. Capital stock reduced.

3. The remaining existing shares are hereby converted into twelve thousand five hundred new shares of one hundred dollars each, and every person, who is a shareholder, shall be entitled to one share of such new shares for every two of the old shares held by him at the time when this Act comes into effect. Conversion of existing shares.

4. If any person is the holder of only one old share, or of one old share over an even number of shares, he may arrange with another shareholder, similarly situated, for uniting their old shares and obtaining a new one. As to holders of only one share.

5. If any such single or odd shares remain unexchanged on the first day of October, in the year of our Lord one thousand eight hundred and eighty-five, the bank may cause new shares to one half the aggregate amount of such single or odd old shares to be sold in such manner as the Directors think best, and shall hold the net proceeds of such sale subject to the order of the several shareholders entitled thereto. Limit of time for conversion of single shares.

6. The stock ledger or register of shareholders of the bank shall be amended in accordance with the provisions of this Act. Register of shareholders to be amended.

7. Except for the purpose of carrying out the objects of this Act, the shares of the existing or old stock are hereby extinguished. Extinction of existing shares.

8. Nothing herein contained shall prejudice any existing claim of any creditor of the said bank. Rights of creditors saved.

CHAP 10.

An Act to amend the Act to incorporate the Bank of Winnipeg.

[Assented to 1st May, 1885.]

Preamble.

WHEREAS the provisional directors of the Bank of Winnipeg have, by petition, prayed that the time fixed by the Act incorporating the said bank for obtaining the certificate of the Treasury Board mentioned in and required by section nine of the said Act may be extended, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts and declares as follows:—

Sect. 5 of 47
V., c. 49
amended.

1. The fifth section of the Act forty-seventh Victoria, chapter forty-nine, is hereby amended, by striking out the words "two hundred thousand pounds or nine hundred and seventy-three thousand three hundred dollars," in the second and third lines thereof, and inserting the words "one hundred and five thousand pounds sterling or five hundred and ten thousand three hundred dollars," in lieu thereof.

Time extend-
ed for obtain-
ing certifi-
cate.

2. The time fixed by the ninth section of the said Act for obtaining from the Treasury Board the certificate required by the said section is hereby extended for one year from the passing of this Act; and the charter of the said bank shall not be deemed to have become forfeited by reason of the said certificate not having been obtained within the time fixed by the said ninth section, but the Act incorporating the said bank shall be deemed to have continued and to be in full force and effect.

 CHAP. 11.

An Act further relating to the Central Bank of New Brunswick.

[Assented to 1st May, 1885.]

Preamble.

35 V., c. 57.

WHEREAS, under the provisions of the Act passed by the Parliament of Canada in the thirty-fifth year of the reign of Her present Majesty, intituled "*An Act relating to the Central Bank of New Brunswick*," provision was made for the closing up of the affairs of the said bank, and the final distribution of any of its remaining surplus assets among

among the shareholders; and whereas, after the passing of the said Act, the notice directed to be given in and by the first section of the said Act, of the intended closing of the concerns of the bank was given and published, as required by the said section; and whereas full payment has been made by the said bank of all bills and notes, and just and legal claims and demands presented against the said bank up to this date; and whereas there are still some remaining assets of the said bank unrealized; and whereas, by reason of the death of the president and of several of the directors of the bank, the number of the directors has been reduced to three; and whereas, by the Act of incorporation of the said bank, five was the number of directors necessary to constitute a quorum; and whereas, after the reduction of the directors by death to three, as aforesaid, the remaining directors proceeded to fill the office of president by electing one of their number as president, and to do certain other acts appertaining to the concerns of the said bank; and whereas it is desirable that these acts of the surviving directors should be confirmed, and the powers hereinafter set forth conferred upon such surviving directors: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. The three surviving directors of the said bank shall have and exercise all the powers and rights which, under the Acts relating to the said bank, were conferred upon and vested in the full board of nine directors, and the action of the said three surviving directors, in electing one of their number to be president of the board of directors, is hereby ratified and confirmed; and hereafter, until the final distribution of the assets of the said bank, the number of the directors of the said bank shall not exceed three; and, in the event of the death of any such surviving director before such final distribution of assets, it shall be lawful for the surviving directors to fill the vacancy by the selection, by writing, under their hands, of some one of the stockholders, possessed of the amount of stock necessary by the Act of incorporation to render a stockholder eligible as a director; and should any director so dying be the president, then, when the directorate is filled up to three, as hereby authorized, such three directors may elect one of their number to be president.

Surviving directors invested with full powers.

Number of directors reduced.

Provision in case of death of director.

2. All the acts of the directors of the said bank since their number was reduced below five, shall be as valid and effectual, to all intents and purposes, as if the same acts had been done by a board of five or more directors of the bank: Provided, that nothing in this section contained shall make valid any act of the directors (other than the act of electing one of their number president) since their number was so reduced, which would not have been valid had it been done by a board of five or more directors of the said bank.

Previous acts of reduced board confirmed.

Proviso; limitation.

CHAP. 12.

An Act respecting the Annuity and Guarantee Funds Society of the Bank of Montreal.

[Assented to 1st May, 1885.]

Preamble.

WHEREAS the Annuity and Guarantee Funds Society of the Bank of Montreal has, by its petition, represented that inasmuch as the society is unable to maintain the rate at which annuities are at present being paid, the annuities accruing to future widows and orphans of deceased members must suffer serious diminution and eventually cease, in consequence of the increasing liabilities imposed upon the society by the accession of new beneficiaries, notwithstanding the heavy additional rates of contribution that have of late been levied upon such beneficiaries; and that the society is moreover unable efficiently to continue its business, and that it is proposed, upon the said society being liquidated and wound up, to hand over and transfer to the Pension Fund Society of the Bank of Montreal all the assets, funds and property of the first mentioned society, the same to be and become part of the funds, capital and assets of the said Pension Fund Society subject to the provisions of this Act; and that the members of the first mentioned society have determined that it is for their interest that the said society should be wound up and that the funds of the said society should be so transferred and set over to the said Pension Fund Society of the Bank of Montreal, and for that purpose have appointed Wentworth James Buchanan, Archibald Macnider and Edward S. Clouston, all of the city of Montreal, bankers, trustees and liquidators; and that it is necessary that some legislative provision should be made for the winding-up of the said first mentioned society; and has prayed for the passing of an Act for its relief; and whereas it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Liquidators appointed; their powers and duties.

1. The said Wentworth James Buchanan, Archibald Macnider and Edward S. Clouston shall be liquidators and trustees of the said Annuity and Guarantee Funds Society of the Bank of Montreal, and as such shall liquidate and wind up the said society,—with power to the said liquidators and trustees in their joint names to sue and be sued, and to realize, collect, and get in all debts, assets and property due or owing to the said society, to settle, compromise and arrange the same, and generally to make such terms, conditions

tions and arrangements with the debtors and creditors of the said society as they may see fit, for and in the interests of the said society, and to compromise, arrange, and settle all debts, claims and obligations of the said society in the manner hereinafter provided.

2. All claims and demands upon and obligations of the said Annuity and Guarantee Funds Society of the Bank of Montreal shall be by the said liquidators discharged, arranged, compromised or settled, as follows :—

Settlement of claims and obligations.

(a.) The said liquidators shall fix and determine, with the consent and concurrence of all or any of the creditors or annuitants of the said society who may desire in such manner to secure and realize their said claims or annuities against the said society, a cash surrendered value of the said claims or annuities and debt, and thereupon may pay over to the said creditor or creditors the amount of the said cash surrendered value, and may take and receive from such creditor or creditors, annuitant or annuitants, a full and final discharge towards the said society :

By cash payment.

Discharges from creditors.

(b.) The liquidators shall, with the consent and concurrence of all or any of the creditors or annuitants of the said society who may desire in such manner to secure their claims or annuities against the said society, treat, negotiate and arrange with the Pension Fund Society of the Bank of Montreal, to the end that the said last mentioned society shall assume and undertake, to the discharge of the said Annuity and Guarantee Funds Society, the indebtedness and obligations of the said last mentioned Society towards the said creditor or creditors, annuitant or annuitants.

By substitution of Pension Fund Society.

3. The said liquidators and trustees shall have power to transfer and set over to the Pension Fund Society of the Bank of Montreal, any property, funds or assets of the said Annuity and Guarantee Funds Society of the Bank of Montreal remaining in their hands after discharge, settlement and adjustment of all claims, liabilities and obligations of and demands upon the said society, as hereinbefore provided ; and the same shall be incorporated with and shall be and become part of the funds, capital and assets of the said Pension Fund Society of the Bank of Montreal.

Disposal of assets remaining after settlement.

4. Upon the full and complete winding up and liquidation of the said Annuity and Guarantee Funds Society of the Bank of Montreal and the final accomplishment, by the said liquidators of their duties as liquidators, they shall publish a notice in the *Canada Gazette*, which shall be inserted therein for four successive weeks, and shall mail notice thereof to each member of the said society addressed to his residence or last known place of abode, setting forth the fact of such final and

Dissolution of society on completion of liquidation.

Notice thereof.

and complete liquidation of the affairs of the said society, and thereupon the franchises and corporate existence of the said society shall cease.

Property
vested in
liquidators.

5. All the estate, real or personal property, assets and effects of the said society shall be vested in the said liquidators.

CHAP. 13.

An Act to incorporate the Pension Fund Society of the Bank of Montreal.

[Assented to 1st May, 1885.]

Preamble.

WHEREAS the persons hereinafter named, employees of the Bank of Montreal, have, by petition, set forth, that it is desirable that the employees of the said bank should be empowered, with the sanction of the said bank, to make efficient arrangement for the payment of pensions to, and providing for the support of the officers and employees of the Bank of Montreal, members of the said association, incapacitated either through age or infirmity, and upon the death of such officers and employees, to pay annuities to their widows and minor children, and have prayed that they and those hereafter associated with them in the employ of the said bank may be incorporated for that purpose, by the name of the "Pension Fund Society of the Bank of Montreal;" and whereas it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Certain persons incorporated.

1. Wentworth J. Buchanan, Archibald Macnider, Edward S. Clouston, A. Brock Buchanan, Henry V. Meredith, all of the city of Montreal, Frederick Gundry, of the city of Ottawa, Constantine Brough, of the city of Toronto, and all other persons, employees of the Bank of Montreal, who may, by virtue of this Act, replace or be associated with them, shall be, and they are hereby constituted a body politic and corporate, under the name of "The Pension Fund Society of the Bank of Montreal,"—and under that name, by means of voluntary contributions or otherwise, as by their by-laws shall be provided, may form, for the purpose aforesaid, a fund known as the Pension Fund, and may invest, hold and administer the same,—and from and out of the said fund may provide for the support and

Corporate name.

and payment of pensions to officers and employees of the Bank of Montreal, incapacitated by age or infirmity, and upon the death of such officers or employees, may pay annuities to their widows and minor children, by means of pensions, or in such other manner as by such by-laws may be provided,—and with the sanction, from time to time, of the bank, may make such by-laws, not contrary to law, as may be deemed advisable for the formation and maintenance of the said fund, and for the management and distribution thereof generally, and for defining and regulating in any wise as to them may seem meet, all manner of rights of the corporation or of the individual members thereof, and of such officers and employees and widows and orphans and of the bank, in the premises, and the mode of enforcement thereof, and for enforcing any description of conditional penalty or forfeiture in the premises which to them may seem meet, and for the government and ordering of all business and affairs of the corporation; and all such rights, penalties and forfeitures whatsoever in the premises, whether of the corporation or of the individual members thereof, or of such officers and employees, or of such widows and orphans, or of the bank, shall be such, and such only, and may be enforced in such mode, and in such mode only, as by such by-laws shall be defined and limited; and with the like sanction from time to time they may amend and repeal such by-laws, observing always, however, to that end, such formalities or other restrictions as by such by-laws may have been provided; and generally they shall have all necessary corporate powers for the purposes of this Act.

Powers and objects of the society.

By-laws may be made, and for what purposes.

Amendment of by-laws.

2. The said corporation shall have power to receive and take over all properties, moneys, funds or assets of the Annuity and Guarantee Funds Society of the Bank of Montreal remaining after the liquidation and winding up of the said society, and may hold, invest, and administer the same, which shall be and become part of the funds, capital and assets of the said corporation, and shall have power to arrange and contract with the liquidators of the Annuity and Guarantee Fund Society of the Bank of Montreal to assume and undertake the discharge of the indebtedness and obligations of the last mentioned society, or any portion thereof.

Certain assets may be taken over.

Arrangements with Annuity and Guarantee Society.

3. All the revenues of the corporation, from whatever source they may be derived, shall be devoted exclusively to the maintenance of the corporation, and the furtherance of the objects aforesaid of the said fund, and to no other purpose whatsoever.

Application of revenues.

4. The corporation shall have power to administer their affairs by such and so many directors and other officers, and under such restrictions touching their powers and duties as, by by-law in that behalf, they, from time to time, ordain; and

Directors and officers.

and they may assign to any such officers such remuneration as they deem requisite.

First directors: tenure of office.

5. The said Wentworth James Buchanan, Archibald McNider, Edward S. Clouston and A. Brock Buchanan shall be the first directors of the said corporation, and shall hold office until their successors shall be appointed under by-laws to be made in that behalf.

First meeting of society and proceedings thereat.

6. The said directors shall have power to call the first meeting of the society,—at which meeting, or some adjournment thereof, by-laws may be passed in accordance with the first and fourth sections of this Act, and directors elected.

Returns to Parliament.

7. The corporation shall, at all times, when thereunto required by the Governor or by either House of Parliament, make a full return of their property, and of their receipts and expenditure, for such period, and with such details and other information as the Governor or either House of Parliament requires.

CHAP. 14.

An Act to continue an Act respecting the Albion Mines Savings Bank.

[Assented to 1st May, 1885.]

Preamble.

WHEREAS the president and directors of the Albion Mines Savings Bank have prayed for the passing of an Act to continue their Act of incorporation, as amended and extended by an Act of the Parliament of Canada, passed in the thirty-seventh year of Her Majesty's reign, intituled "*An Act respecting the Albion Mines Savings Bank*" and it is expedient to continue such Act of incorporation until the period hereinafter mentioned: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

37 V., c. 64.

Act of incorporation continued to 1891.

1. The Act of the Parliament of Canada, passed in the thirty-seventh year of Her Majesty's reign, chapter sixty-four, intituled "*An Act respecting the Albion Mines Savings Bank*," is hereby continued, and shall remain in force until the first day of July, in the year one thousand eight hundred and ninety-one.

Returns to Government.

2. The returns to be rendered to the Government under the above cited Act shall hereafter be rendered to the Minister of Finance, twice in each year, that is to say, on the thirtieth day of June and the thirty-first day of December.

CHAP.

CHAP. 15.

An Act respecting the Canada Southern Railway Company and the Erie and Niagara Railway Company.

[Assented to 1st May, 1885.]

WHEREAS the Canada Southern Railway Company and Preamble.
 the Erie and Niagara Railway Company have, by their
 petition, represented that they were authorized and empower-
 ed to construct certain original and branch lines by virtue of
 the following Acts, that is to say : by an Act of the Legislature
 of the late Province of Canada, passed in the twenty-seventh 27 V. (Can),
 year of Her Majesty's reign, chaptered fifty-nine ; by an Act c. 59.
 of the Parliament of Canada, passed in the thirty-sixth year 36 V., c. 86.
 of Her Majesty's reign, chaptered eighty-six ; by an Act of
 the Legislature of the Province of Ontario, passed in the 31 V. (Ont),
 thirty-first year of Her Majesty's reign, chaptered fourteen ; by c. 14.
 an Act of the Legislature of the Province of Ontario, passed in 33 V. (Ont),
 the thirty-third year of Her Majesty's reign, chaptered thirty- c. 32.
 two ; by an Act of the Legislature of the Province of Onta-
 rio, passed in the thirty-fifth year of Her Majesty's reign, 35 V. (Ont),
 chaptered forty-eight ; by an Act of the Legislature of the c. 48.
 Province of Ontario, passed in the thirty-sixth year of Her 36 V. (Ont),
 Majesty's reign, chaptered eighty-six ; and whereas, by an c. 86.
 Act of the Parliament of Canada, passed in the thirty-seventh 37 V., c. 63.
 year of Her Majesty's reign, chaptered sixty-eight, the
 Canada Southern Railway Company was declared to be a
 work for the general advantage of Canada, and declared to
 be a body corporate and politic, within the jurisdiction of
 Canada, as in section two of the said Act set forth ; and
 whereas, by an Act of the Parliament of Canada, passed in 38 V., c. 66.
 the thirty-eighth year of Her Majesty's reign, chaptered
 sixty-six, the times limited for completing the original and
 branch lines, authorized by the Acts therein recited, or any
 of them, was extended until the eighth of April, one thou-
 sand eight hundred and seventy-eight ; and whereas, by an
 Act of the Parliament of Canada, passed in the forty-fifth 45 V., c. 68.
 year of Her Majesty's reign, chaptered sixty-eight, the time
 for constructing and completing the said original and branch
 lines was extended for the period of three years, namely,
 until the seventeenth of May, one thousand eight hundred
 and eighty-five ; and whereas the Canada Southern Rail-
 way Company have constructed their line of railway from
 the village of Fort Erie to the Detroit River, near the town
 of Sandwich, and also to a point on the Detroit River, near
 the town of Amherstburgh, and a branch line to the River
 St. Clair, in the township of Moore, and a branch from a
 point on its line of railway, in the county of Welland, to a
 point on the Niagara River, near Niagara Falls, and also a
 branch from a point on its line of railway, in the township
 of

of Enniskillen to Oil Springs; and the Erie and Niagara Railway Company have constructed their line between the town of Niagara and the village of Fort Erie; and whereas the Canada Southern Railway Company and the Erie and Niagara Railway Company have, by their petition, prayed that the times for the construction and completion of the lines or branches authorized by the said recited Acts may be extended, and it is expedient to grant the prayer of such petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Extension of time for commencing and completing lines.

1. The times respectively limited by the above recited Acts relating to the Canada Southern Railway Company and the Erie and Niagara Railway Company, for commencing, constructing and completing the lines, or branch lines, or any of them, authorized by the said several Acts, or any of them, are hereby respectively extended for the period of three years from the passing of this Act.

CHAP. 16.

An Act to amend the Act to incorporate the Wood Mountain and Qu'Appelle Railway Company.

[Assented to 1st May, 1885.]

Preamble.

46 V., c. 74.

WHEREAS the Wood Mountain and Qu'Appelle Railway Company have, by their petition, prayed for the passing of an Act amending their Act of incorporation, passed by the Parliament of Canada in the forty-sixth year of Her Majesty's reign, chapter seventy-four, by extending the time limited for the commencement and completion of their railway, by making certain changes in the membership of the said company, and by giving them powers for the construction of bridges; and it is expedient to grant the prayer of such petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Section 1 amended.

1. The first section of the said Act is hereby amended by adding thereto the following persons as original corporators, that is to say: John Gillespie, of Toronto, G. E. Chapleau, of Regina, and Jean L. Légaré, of Wood Mountain.

Section 2, repealed.
New line of railway described.

2. The second section of the said Act is hereby repealed, and in lieu thereof it is enacted that the Company shall have full power and authority, under this Act, to construct a double
or

or single track, iron or steel railway, of four feet eight and one-half inches in width of gauge, from some point near the north part of township number four, in ranges numbers twenty-six, twenty-seven, twenty-eight or twenty-nine, west of the second principal meridian, in the North-West Territories of the Dominion of Canada, thence in a north-easterly direction to a point at or near Qu'Appelle, on the Canadian Pacific Railway, thence northerly to a point at or near Fort Qu'Appelle, on the Qu'Appelle River, thence north-westerly to the nearest convenient point of junction with the Manitoba and North-Western Railway, or the South Saskatchewan Valley Railway; but the said Company shall not commence the construction of the said railway, or any work thereto appertaining, until the location of the said railway has been approved by the Governor in Council.

Approval of
Governor in
Council
required.

3. The seventeenth section of the said Act is hereby amended by adding thereto the following sub-section :—

Section 17,
amended.

"2. Notwithstanding anything in this Act, if any lands shall be acquired by the Company by gift, grant or bonus, and shall be specially appropriated by such gift, grant or bonus to aid any particular portion of the railway, the said lands may be vested in trustees as security for the payment of the bonds issued in respect of that portion of the said railway, not exceeding twenty thousand dollars per mile; and the Company may specify the particular bonds which shall be entitled to the benefit of this additional security."

Proviso : as
to lands ac-
quired by
company by
way of bonus.

4. The twenty-second section of the said Act is hereby repealed, and in lieu thereof it is enacted that the time for the commencement of the said railway is hereby extended for two years from the passing of this Act, and the same shall be completed in five years after commencement thereof.

Section 22,
repealed and
time for con-
struction
extended.

CHAP. 17.

An Act further to amend the Act to incorporate the South Saskatchewan Valley Railway Company.

[Assented to 1st May, 1885.]

WHEREAS the South Saskatchewan Valley Railway Com-
pany have, by their petition, prayed that certain
amendments may be made to the Acts relating to the said
Company; and whereas it is expedient to grant the prayer
of the said petition: Therefore Her Majesty, by and with the
advice and consent of the Senate and House of Commons of
Canada, enacts as follows :—

Preamble.

S. 1 of 45 V.,
c. 82, repealed
and new line
of railway
defined.

1. Section one of the Act passed in the forty-fifth year of the reign of Her Majesty, chapter eighty-two, is hereby repealed, and in lieu thereof it is enacted that the company shall have full power, under their Act of incorporation and the Acts amending the same, to construct a railway from some point, to be fixed by the Governor in Council, on the line of the Canadian Pacific Railway at or near Regina, thence running north-westerly to Humboldt, thence in the same direction to the Birch Hills, thence northerly to the south branch of the Saskatchewan River, thence northerly to a point at or near Prince Albert, on the north bank of the north branch of the Saskatchewan River,—such line to be approved by the Governor in Council.

Subject to
approval.

Time for com-
mencement.

2. The time limited for the commencement of the said railway is extended for two years from the passing of this Act.

CHAP. 18.

An Act to amend the Acts relating to The Great Western and Lake Ontario Shore Junction Railway Company.

[Assented to 1st May, 1885.]

Preamble.

WHEREAS the Great Western and Lake Ontario Shore Junction Railway Company have, by their petition, prayed that the times for the commencement and completion of their railway may be extended, and that the Acts relating to the company may be otherwise amended, as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Extension of
time for com-
mencement
and comple-
tion.

1. The times limited by section one of the Act passed in the forty-sixth year of Her Majesty's reign, chaptered sixty-five, for the commencement and completion of the said railway, are respectively extended, so that the said railway shall be commenced within three years and be completed within seven years after the passing of this Act.

Sections 1
and 5 of 36
V., c. 88, as
amended by
certain sub-

2. The first and fifth sections of the Act passed in the thirty-sixth year of Her Majesty's reign, chaptered eighty-eight, as amended by the second section of the Act passed in the thirty-ninth year of Her Majesty's reign, chaptered forty-eight,

eight, by the second section of the Act passed in the forty-third year of Her Majesty's reign, chaptered fifty and by the second section of the Act passed in the forty-sixth year of Her Majesty's reign, chaptered sixty-five, are respectively further amended by substituting the name of John Burton, of the city of Montreal, for that of Frederick Broughton, therein.

sequent Acts
further
amended.

CHAP. 19.

An Act respecting the Ontario Pacific Railway Company.

[Assented to 1st May, 1885.]

WHEREAS the Ontario Pacific Railway Company has, by its petition, prayed that the Acts relating to the said company may be amended, as hereinafter set forth; and whereas it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Preamble.

1. The Company may, for the purpose of building their line of railway by the shortest and most available engineering route between Cornwall and Sault Ste. Marie, vary the line between Cornwall and a point at or near Eganville, and continue the same thence as authorized by their Acts of incorporation, in such manner as they deem most advisable, in order to secure such shortest and most available route.

Line of rail-
way may be
varied.

2. The Company may, so soon as any of the branch lines which they are authorized to construct is completed, enter into an agreement with any other railway company for the sale or lease of such branch line, or of any part thereof, and may execute all necessary deeds for the purpose of completing such sale or lease; but no such agreement, sale or lease shall be valid until it has been first approved by a two-thirds vote of the shareholders of the Company, present or represented at a special general meeting called for the purpose of considering such agreement, sale or lease, nor until the same has been sanctioned by the Governor in Council: Provided that, before such sanction by the Governor in Council shall be given for any such sale or lease, notice of the application therefor shall be published in the *Canada Gazette* and in one newspaper in each of the counties through which the said railway runs, for at least two months prior to the time therein named for the making of such application; and such notice shall state a time and place where and when the application shall be made, and that all parties may then and there appear and be heard on such application.

Sale of branch
lines if agreed
to by two-
thirds vote.

And by
Governor in
Council.
Provido: for
notice of
application,
of such
approval.

Effect of such sale. **3.** Every branch line or portion of a branch line of railway so sold shall, from and after the Completion of the transfer, be deemed to form part of the line of the railway of the company to which the sale has been made.

Extension of time for construction. **4.** The times limited for the commencement and completion of the railway of the Company are hereby extended for three and six years respectively from the passing of this Act.

CHAP. 20.

An Act to incorporate the Brantford, Waterloo and Lake Erie Railway Company.

[Assented to 1st May, 1885.]

Preamble.

WHEREAS the construction and operation of a railway from some point at or near the town of Berlin, or any other point in the county of Waterloo, or from some point in the county of Wellington or the county of Halton, thence to and through the city of Brantford to a convenient point on the Canada Southern Railway, in the county of Norfolk, or in the county of Haldimand, thence to a convenient point on or near the shores of Lake Erie, would be for the general advantage of Canada; and whereas a petition has been presented, praying for the incorporation of a company for that purpose, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Certain persons incorporated.

1. Alfred Watts, of the city of Brantford, in the county of Brant, merchant; George Henry Wilkes, of the same place, gentleman; John Joseph Hawkins, of the same place, gentleman; Thomas Elliott, of the same place, merchant; Robert Henry, of the same place, merchant; William John Scarfe, of the same place, manufacturer; Hugh McKenzie Wilson, of the same place, Queen's counsel, and Solon W. McMichael, of the same place, gentleman, together with such persons as shall, under the provisions of this Act, become shareholders in the company hereby incorporated, are hereby constituted a body corporate and politic, under the name of "The Brantford, Waterloo and Lake Erie Railway Company," hereinafter called the Company; and the said railway and the works hereby authorized are declared to be for the general advantage of Canada.

Corporate name. Railway declared of advantage to Canada.

2. The head office of the Company shall be in the city of Brantford, but the board of directors may establish one or more offices in other places in Canada or elsewhere. Head office of company.

3. The Company shall have full power and authority to lay out, construct and complete a railway of a gauge of four feet eight, and a half inches in width, from a point at or near the town of Berlin or any other point in the county of Waterloo, or from some point in the county of Wellington or the county of Halton, thence to and through the city of Brantford to a convenient point on the Canada Southern Railway, in the county of Norfolk, or in the county of Haldimand, thence to a convenient point on or near the shores of Lake Erie. Line of railway may be constructed.

4. The persons named in the first section of this Act, with power to add to their number by a resolution passed by a majority of any meeting at which five in number are present, shall be and are hereby constituted provisional directors of the Company (of whom four shall be a quorum), and shall hold office as such until the first election of directors under this Act, and shall have power forthwith to open stock-books and procure subscriptions of stock for the undertaking, and to receive payments on account of stock subscribed, and to cause plans and surveys to be made, and to deposit in any chartered bank of Canada moneys received by them on account of stock subscribed. Provisional directors—their powers and duties.

5. The capital stock of the Company shall be two hundred and fifty thousand dollars, to be divided into shares of fifty dollars each; and the money so raised shall be applied, in the first place, to the payment of all fees, expenses and disbursements for procuring the passing of this Act, and for making the surveys, plans and estimates hereby authorized; and all the remainder of such money shall be applied to the making, equipping, completing and maintaining of the said railway, and other purposes of this Act. Capital stock and shares. Application of moneys.

6. The Company may receive from any Government, or from any persons or bodies corporate, municipal or politic, who may have power to make or grant the same, in aid of the construction, equipment and maintenance of the said railway, bonuses in land, or loans or gifts of money, or securities for money. Grants in aid.

7. So soon as one hundred thousand dollars of the said capital shall have been subscribed as aforesaid, and ten per cent. thereof paid into some chartered bank in Canada, the hereinbefore mentioned directors shall call a meeting of the shareholders of the Company, at the city of Brantford, at such time and place as they think proper, — giving at least two weeks' notice in the *Canada Gazette*, and in one or more of First general meeting for election of directors.

the daily newspapers published in the city of Brantford,—at which meeting the shareholders shall elect nine Directors from the shareholders possessing the qualifications hereinafter mentioned, of whom five shall form a quorum,—which Directors shall hold office until the next annual meeting of the shareholders, as hereinafter provided.

Annual general meeting for election of directors.

8. The annual general meeting of the shareholders for the election of directors and other general purposes shall be held at the city of Brantford (or elsewhere, as may be appointed by by-law), and on such day and at such hour as may be directed by the by-laws of the Company; and public notice thereof shall be given at least fourteen days previously in the *Canada Gazette*, and in one or more daily newspapers published at the city of Brantford.

Annual election of directors; their number and quorum.

9. At such general meeting, the subscribers for the capital stock assembled shall choose nine persons to be directors of the Company, of whom five shall be a quorum; and such subscribers may also pass such rules, regulations and by-laws as may be deemed expedient, provided they are not inconsistent with this Act or "*The Consolidated Railway Act, 1879.*"

Qualification of directors.

10. No person shall be elected a director of the Company unless he is a shareholder holding at least twenty shares in the stock of the Company, and has paid up all calls made thereon.

Issue of bonds; terms of, and interest on.

11. The directors of the Company, under the authority of the shareholders to them given, at any general meeting called for such purpose,—at which meeting shareholders representing at least one-half in value of the stock are present in person or represented by proxy—are hereby authorized to issue bonds under the seal of the Company, signed by its president or other presiding officer, and countersigned by its secretary; and such bonds may be made payable at such times and in such manner, and at such place or places, in Canada or elsewhere, and bearing such rate of interest, as the directors think proper; and the directors shall have power to issue and sell or pledge all or any of the said bonds at the best price and upon the best terms and conditions which, at the time, they may be able to obtain, for the purpose of raising money for prosecuting the said undertaking: Provided, that the amount of such bonds so issued, sold or pledged, shall not exceed fifteen thousand dollars per mile of the said railway and branches, to be issued in proportion to the length of railway constructed or under contract to be constructed:

Issue and sale, or pledge.

Proviso: amount limited.

Deed of mortgage to secure bonds.

2. Notwithstanding anything in this Act contained, the Company may secure the bonds to be issued by them by a mortgage

mortgage deed creating such mortgages, charges and incumbrances upon the whole of such property, assets, rents and revenues of the Company, present or future, or both, as shall be described in the said deed; but such rents and revenues shall be subject, in the first instance, to the payment of the working expenses of the railway: and by the said deed the Company may grant to the holders of such bonds, or to the trustee or trustees named in such deed, all and every the powers and remedies granted by this Act in respect of the said bonds, and all other powers and remedies not inconsistent with this Act, or may restrict the bondholders in the exercise of any power, privilege or remedy granted by this Act, as the case may be; and all such powers, rights and remedies as shall be so contained in such mortgage deed, shall be valid and binding and available to the bondholders in manner and form as therein provided; and every such mortgage deed shall be deposited in the office of the Secretary of State of Canada,—of which deposit notice shall be given in the *Canada Gazette*.

Powers may be granted to holders of bonds.

Validity of deed.

Deposit with Secretary of State.

12. The bonds hereby authorized to be issued shall be taken and considered to be the first preferential claim and charge upon the Company and the franchise, undertaking, tolls and income and real and personal property thereof, now or at any time hereafter acquired, save and except as provided for in the next preceding section; and each holder of the said bonds shall be deemed to be a mortgagee or incumbrancer upon the said securities *pro rata* with all the other bondholders; and all the proceedings upon the bonds shall be taken through the trustee or trustees regularly appointed.

Bonds to be a first charge on undertaking.

13. If the Company make default in paying the principal or interest of any of the bonds hereby authorized at the time when the same shall, by the terms of the bond, become due and be payable, then at the next annual general meeting of the Company, and all subsequent meetings, all holders of bonds so being and remaining in default shall, in respect thereof, have and possess the same rights and privileges and qualifications for directors and for voting at general meetings as would be attached to them as shareholders if they had held fully paid up shares of the Company to a corresponding amount: Provided nevertheless, that the right given by this section shall not be exercised by any bondholder, unless the bonds in respect of which he shall claim to exercise such right, shall have been first registered in his name, in the same manner as is provided by law for the registration of the shares of the Company; and for that purpose the Company shall be bound, on demand, on default made in principal or interest, to register any transfers thereof in the same manner as a transfer of shares: Provided also, that the exercise of the rights given by this section shall not take away, limit or restrain any other of the rights

Voting power of bondholders in default of payment.

Proviso: as to registration of bonds.

Proviso: certain rights not impaired.

or

or remedies to which the holders of the said bonds shall be entitled.

Transfer of
bonds.

14. All bonds, debentures and other securities hereby authorized may be made payable to bearer, and shall, in that case, be transferable by delivery, unless and until registry thereof is made in manner provided in the next preceding section; and while so registered they shall be transferable by written transfers, registered in the same manner as in the case of shares.

Company
may become
party to promissory
notes.

15. The Company shall have power and authority to become party to promissory notes and bills of exchange for sums not less than one hundred dollars; and any such note or bill made, drawn, accepted or indorsed by the president or vice-president of the Company, and countersigned by the secretary, shall be binding on the Company; and any such note or bill of exchange so made, drawn, accepted or indorsed, shall be presumed to have been made, drawn, accepted or endorsed with proper authority until the contrary be shown; and in no case shall it be necessary to have the seal of the Company affixed to such promissory note or bill of exchange,—nor shall the president or vice-president or secretary be individually responsible for the same, unless the said promissory note or bill of exchange has been issued without proper authority: Provided however, that nothing in this section shall be construed to authorize the Company to issue any note or bill payable to bearer, or intended to be circulated as money, or as the note or bill of a bank.

Form thereof.

Proviso: as to
bank notes.

Electric tele-
graph.

16. The Company may also construct an electric telegraph or telephone line for the purposes of their undertaking in connection with the railway.

Company
may make
arrangements
with any
other com-
pany for sale
or lease of
railway or
part thereof,
&c.

17. The Company may enter into an agreement with any other railway company whose line of railway is crossed by the line of the Company hereby incorporated, or with which it connects, for conveying or leasing to such company the railway of the Company hereby incorporated, in whole or in part, or any branch thereof, or any rights or powers acquired under this Act, as also the surveys, plans, works, plant, material, machinery and other property to them belonging, on such terms and conditions, and for such period as may be agreed upon, and subject to such restrictions as to the directors seem fit: Provided, that the said conveyances, leases, agreements and arrangements have been first sanctioned by a majority of the votes, at a special general meeting of the shareholders called for the purpose of considering the same, on due notice given,—at which meeting shareholders representing at least one-half in value of the stock are present in person or represented by proxy,—and also have been sanctioned by the Governor in Council: Provided, that before
such

Proviso:
approval of
shareholders.

And by
Governor in
Council.

such sanction by the Governor in Council shall be given, notice of the application therefor shall be published in the *Canada Gazette* and in one paper in each of the counties through which the said railway runs for at least two months prior to the time therein named for the making of such application; and such notice shall state a time and place where and when the application shall be made, and that all parties may then and there appear and be heard on such application.

Proviso:
notice of
application.

18. The railway shall be commenced within two years, and be completed within seven years from the passing of this Act.

Time for
commence-
ment and
completion.

CHAP. 21.

An Act to incorporate the Lake Erie, Essex and Detroit River Railway Company.

[Assented to 1st May, 1885.]

WHEREAS the persons hereinafter named have petitioned for incorporation as a company to construct, equip and operate a railway from some point at or near the town of Windsor or the town of Sandwich, on the River Detroit, in the Province of Ontario, to some point at or near the village of Kingsville or the village of Leamington, in the county of Essex, with branches to some point at or near the village of Comber, and to some point at or near the town of Amherstburg, both in the said county of Essex, and also with a branch to some point at or near Charing Cross or Rondeau, in the county of Kent; and whereas the construction of such railway would be for the general advantage of Canada, by developing the resources of the country through which the said railway would pass, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Preamble.

1. William Scott, F. H. Walker, John Coventry, Alexander Cameron, Hiram Walker, Alison L. Hitchcock, W. A. Foster and M. A. McHugh, with all such other persons as become shareholders in the Company hereby incorporated, are hereby constituted a body corporate and politic, by the name of "The Lake Erie, Essex and Detroit River Railway Company," hereinafter called the Company; and the said railway and the works hereby authorized are declared to be for the general advantage of Canada.

Certain per-
sons incorpo-
rated.

Corporate
name.
Advantage to
Canada.

2. The head office and chief place of business of the Company shall be in the town of Windsor, but the board of directors may establish one or more offices in other places in Canada or elsewhere.

Head office
and branch
offices.

Main line of railway described.

3. The Company may lay out, construct, equip, finish and operate a double or single line of railway, hereinafter called the railway, from some point at or near the town of Windsor, or the town of Sandwich, on the River Detroit, in the Province of Ontario, to some point at or near the village of Kingsville, or the village of Leamington, in the Province aforesaid, following such general courses and direction as to them may appear advisable; and the Company shall also have power and authority to construct branch lines to some point at or near the village of Comber, and to some point at or near the town of Amherstburg, both in the county of Essex; and also a branch to some point at or near Charing Cross or Rondeau, in the county of Kent; and all the provisions of this Act relating to the issue of mortgage bonds, on the security of the said main line, shall apply to such branch lines as fully and amply as they apply to the said main line.

Branch lines.

Provisions as to bonds, to apply to branch lines.

Capital stock

4. The capital stock of the Company shall be one million dollars, divided into ten thousand shares of one hundred dollars each.

Provisional directors.

5. William Scott, F. H. Walker, John Coventry, Alexander Cameron, Hiram Walker, Alison L. Hitchcock, W. A. Foster and M. A. McHugh, are hereby constituted the provisional board of directors of the Company, and shall hold office as such until a board of directors is appointed under the provisions of this Act; the said provisional board of directors shall have power and authority to fill vacancies occurring among their number, to open stock-books and procure subscriptions for the undertaking, to cause surveys and plans to be made and executed, and to call a general meeting of the shareholders for the election of directors, as hereinafter provided.

Their powers and duties.

First general meeting of shareholders.

6. When one-fifth part of the capital stock has been subscribed as aforesaid, and one-tenth of the amount, so subscribed, paid into some chartered bank of Canada, the said provisional directors or a majority of them may call a meeting of the shareholders, at such time as they think proper, giving thirty days' notice in one or more newspapers published in the county of Essex, and also in the *Canada Gazette*,—at which general meeting and at the annual general meetings in the following sections mentioned, the shareholders of the Company shall elect directors in the manner, and qualified as hereinafter provided, to constitute the board of directors; and the directors so elected shall hold office till the first Tuesday in May, in the year following their election.

Notice.

Election of directors.

General annual meeting for election of directors.

7. On the said first Tuesday in May, and on the first Tuesday in May in each year thereafter, at the principal office of the Company, there shall be held a general meeting of the shareholders of the Company,—at which meeting the said

said shareholders shall elect the directors for the then ensuing year, in the manner and qualified as hereinafter provided; and public notice of such annual meeting and election shall be inserted for twenty days in one or more newspapers published in the counties of Essex and Kent, and also in the *Canada Gazette*; and the election of directors shall be by ballot, and the persons so elected shall form the board of directors; the number of the directors to be so elected shall be settled by the by-laws of the Company, and shall not be less than seven nor more than eleven: Provided always, that no person shall be elected or continue as director unless he is the holder and owner of at least twenty shares of the stock of the Company, and has paid up all calls made on the said shares and then due.

Notice.

Number of directors.

Qualification.

8. All shareholders in the Company, whether British subjects or aliens, or residents in Canada or elsewhere, shall have equal rights to hold stock in the Company and to vote on the same, and shall be eligible to office in the Company.

Equal rights of shareholders.

9. The directors of the Company, after the sanction of the shareholders has been first obtained at any general meeting called for such purpose,—at which meeting shareholders representing at least one-half in value of the stock are present,—are authorized to issue mortgage bonds to the extent of twenty thousand dollars per mile of the said railway—the said bonds to be made and signed by the president or vice-president, and countersigned by the secretary and treasurer of the Company, and under the seal of the Company—for the purpose of raising money for prosecuting the said undertaking; and such bonds shall be taken and considered to be, after working expenses, the first and preferential claim and charge upon the railway, its franchises, plant, rolling stock and material necessary for the working thereof, and upon all stations, buildings and station grounds of the Company, and generally upon all their lands, property and materials necessary and strictly appertaining to the working and running of the said railway.

Power to issue bonds, with consent of shareholders.

To be a first charge on railway and property.

10. The Company may secure such bonds by a deed or deeds of mortgage, executed by the Company with the authority of the shareholders, expressed by a resolution passed at the general meeting at which the issue of the bonds is authorized; and any such deed may contain such description of the property mortgaged by such deed and such conditions respecting the payment of the bonds secured thereby, and of the interest thereon, and the remedies to be enjoyed by the holders of such bonds, or by any trustee or trustees for them, in default of such payment, and the enforcement of such remedies, and may provide for such forfeitures and penalties, in default of such payment, as are provided by such resolution as aforesaid; and the said deed may

Deed of mortgage to secure bonds.

What such deed may contain.

Further provisions. may also contain authority to the trustee or trustees upon such default, as one of such remedies, to take possession of the railway and property mortgaged, and to hold and run the same for the benefit of the bondholders thereof, for a time to be limited by such deed, or to sell the said railway and property after such delay and upon such terms and conditions as stated in such deed ; and under such authority any such deed may contain provisions to the effect that, upon such default, and upon such other conditions as shall be described in such deed, the right of voting possessed by the shareholders of the Company shall cease and determine, and shall thereafter appertain exclusively to the bondholders, who shall have and possess the same rights, privileges and qualifications for voting and for being directors as they would have had if the bonds held by them respectively had been shares of like amount : Provided, that the bonds to be so voted upon, and all transfers thereof, shall have been first registered in the same manner as then provided by the by-laws of the Company for the registration of shares ; and it shall be the duty of the secretary of the Company to register such bonds on being called on so to do by any holder thereof :

Proviso: registration of bonds. Proviso: registration of bonds.

Further conditions of mortgage deed. 2. Such deed may also provide for the conditional or absolute cancellation after such sale of any or of all the shares so deprived of voting power ; and may also, either directly by its terms or indirectly by reference to the by-laws of the Company, provide for the mode of enforcing and exercising the powers and authority to be conferred or defined by such deed under the provisions of this Act ; and such deed, and the provisions thereof made under the authority of this Act, and such other provisions thereof as shall purport to grant such further and other powers and privileges to such trustee or trustees, and to such bondholders, as are not contrary to law or the provisions of this Act, shall be valid and binding :

Validity of deed declared. Validity of deed declared.

Change of ownership of railway. 3. If any change in the ownership or possession of the said railway and property shall, at any time, take place under the provisions hereof, or of any such deed, or in any other manner, the said railway and property shall continue to be held and operated under the provisions hereof, and of "*The Consolidated Railway Act, 1879,*" and of any Act amending the same ; but such change of ownership or possession shall not affect any proceedings pending, which shall be continued or completed by or against the Company, as if such change had not taken place.

Deposit of deeds. 11. Every mortgage deed executed under the provisions of this Act, shall be deposited in the office of the Secretary of State of Canada,—of which deposit notice shall be given in the *Canada Gazette*.

12. The bonds authorized by this Act to be issued by the Company may be pledged, negotiated or sold, upon such conditions and at such prices as the board of directors determine.

Disposal of bonds.

13. The Company may, for advances of money or material made thereon, mortgage or pledge any bonds which they issue under the provisions of this Act.

Pledging of bonds for advances in money, &c.

14. The directors of the Company may make and issue, as paid up stock, shares in the Company, whether subscribed for or not, and may allot such shares of paid up stock, and also mortgage bonds of the Company, in payment of right of way, plant, rolling stock or materials of any kind, and also for the services of or work done by contractors, engineers and other persons who have been or are, before or after such issue, engaged in promoting the undertaking and interests of the Company; and such allotment of stock or bonds shall be binding on the Company; and the paid up stock shall be unassessable thereafter for calls.

Paid up stock may be issued for right of way, &c.

Free from calls.

15. The Company may become party to promissory notes and bills of exchange of not less than one hundred dollars; and every such promissory note or bill of exchange made, drawn, accepted or endorsed by the president or vice-president of the Company, and countersigned by the secretary and treasurer shall be binding on the Company; and every such promissory note or bill of exchange made, drawn, accepted or endorsed by the president or vice-president, and countersigned by the secretary and treasurer, shall be presumed to have been duly made with the proper authority, until the contrary is shown; and in no case shall it be necessary to have the seal of the Company affixed to any such promissory note or bill of exchange,—nor shall the president or vice-president, or secretary and treasurer of the Company be individually responsible for the same, unless the said promissory note or bill of exchange has been issued without the proper authority: Provided however, that nothing in this section shall be construed to authorize the Company to issue notes or bills of exchange, payable to bearer, or intended to be circulated as money, or as the notes or bills of a bank.

Company may become party to promissory notes.

Seal not required.

Proviso: as to bank notes.

16. The Company shall have full power and authority to construct, work and operate such line or lines of telegraph or telephone along their line of railway and branches as may be necessary for the purposes of their undertaking; and for the purposes of such lines of telegraph or telephone, the Company are hereby invested with all the rights, powers and privileges, and are subjected to the same obligations as those enacted as to lines of telegraph by the Act, chapter sixty-seven, of the Consolidated Statutes of the late Province of Canada.

Telegraph and telephone lines.

Conditions.

Company may hold elevators, steam and other vessels.

17. The Company shall have power and authority to build, acquire and work elevators, and to acquire, own, hold, charter, work and run steam and other vessels for cargo and passengers, upon any navigable water which their railway reaches or connects with.

Municipalities giving bonus to company to appoint a director.

18. If any municipal council of a municipality which has given a bonus in aid of the said railway, amounting to not less than fifteen thousand dollars, shall appoint a person annually to represent the municipality upon the board of the Company, such person shall during the construction of the railway, but not afterwards, be a director of the Company in addition to all the other directors authorized by this Act or by "*The Consolidated Railway Act, 1879,*" or any other Act; but such municipality shall incur no liability by the appointment of such director.

Company empowered to sell the whole or part of its railway.

19. The Company may enter into an agreement with the Grand Trunk Railway Company of Canada, or with any other railway company whose line of railway is crossed by the line of the Company hereby incorporated, or with which it connects, for conveying or leasing to such company the railway of the Company hereby incorporated, in whole or in part, or any branch thereof, or any rights or powers acquired under this Act, as also the surveys, plans, works, plant, material, machinery and other property to them belonging, on such terms and conditions, and for such period as may be agreed upon, and subject to such restrictions as to the directors seem fit: Provided, that the said conveyances, leases, agreements and arrangements have been first sanctioned by a majority of the votes, at a special general meeting of the shareholders called for the purpose of considering the same, on due notice given,—and also by the Governor in Council: Provided, that before such sanction, by the Governor in Council, shall be given, notice of the application therefor shall be published in the *Canada Gazette* and in one newspaper in each of the counties through which the said railway runs, for at least two months prior to the time therein named for the making of such application; and such notice shall state a time and place when and where the application shall be made and that all parties may then and there appear and be heard on such application.

Proviso: sanction of shareholders and of the Governor in Council.

Proviso: Notice of application.

Form of deeds to company.

20. All deeds and conveyances of land to the Company for the purposes of this Act, not being letters patent from the Crown, may, in so far as circumstances will permit, be in the form of the schedule to this Act subjoined.

Time for construction.

21. The railway shall be commenced within two years, and be completed within seven years from the passing of this Act.

SCHEDULE.

DEED OF SALE.

Know all men by these presents, that I
 , of the
 of
 in the
 for and in
 consideration of the sum of
 to
 paid by "The Lake Erie, Essex
 and Detroit River Railway Company," which
 acknowledge to have received, do grant, bargain, sell and
 convey unto the said "The Lake Erie, Essex and Detroit
 River Railway Company," their successors and assigns, all
 that tract or parcel of land (*describe the land*) the same hav-
 ing been selected and laid out by the said Company for the
 purposes of the said railway, to have and to hold the said
 lands and premises unto the said Company, their successors
 and assigns for ever :

Witness
 this
 eight hundred and
 hand
 day of
 and seal
 at
 one thousand

Signed, sealed and delivered)
 in the presence of)
 C. D.)
 A. B.)
 (L. S.)

CHAP. 22.

An Act to incorporate the Hamilton, Guelph and Buffalo
 Railway Company.

[Assented to 1st May, 1885.]

WHEREAS the construction of a railway from the city Preamble.
 of Hamilton, to connect with the railway of the
 Ontario and Quebec Railway Company at some point there-
 on, at or near Schaw station thereon, or between Schaw
 and the town of Galt, with power to extend the same across
 the said Ontario and Quebec Railway to some point within
 the city of Guelph, and in a south-easterly direction from
 the city of Hamilton to some point on the Niagara River at
 or near Fort Erie, or between Fort Erie and the town of
 Clifton, has become necessary for the development of the
 business and resources of the said city of Hamilton and the
 country to be served by the said railway ; and whereas such
 railway would be for the general advantage of Canada ; and
 whereas

whereas a petition has been presented, praying for the incorporation of a Company for that purpose, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Certain persons incorporated.

1. Thomas H. Macpherson, W. E. Sanford, A. D. Turner, Edward Martin, George Roach, W. H. Glassco, George E. Tuckett, John A. Bruce, George E. Bristol, R. A. Lucas, James Stewart, R. K. Hope, A. T. Wood, John Knox, John A. Orr, S. Balfour, J. T. Glassco, R. R. Morgan, John H. Tilden, John W. Murton, John Milne, C. M. Counsell, H. P. Coburn, John J. Flatt, James M. Lottridge, D. E. Roberts, James Walker, Herman Levy, John Billings, W. H. Gillard, M. Brennan, John Harvey and F. Mackelcan, together with such other persons as become shareholders in the company to be hereby incorporated, are hereby declared to be a body corporate and politic, by the name of the Hamilton, Guelph and Buffalo Railway Company, hereinafter called the Company; and the said railway and the works hereby authorized are declared to be for the general advantage of Canada.

Corporate name.

Line of railway may be constructed.

2. The Company may lay out, construct and operate a railway from some point in the city of Hamilton, to connect with the Ontario and Quebec Railway at a point thereon at or near Schaw station thereon, or between Schaw and the town of Galt, with power to extend the same across the line of the Ontario and Quebec Railway to a point within the city of Guelph, and also in a south-easterly direction from the city of Hamilton to some point on the Niagara River at or near Fort Erie, or between Fort Erie and the northerly limits of the town of Clifton.

Provisional directors.

3. T. H. Macpherson, A. T. Wood, W. E. Sanford, George E. Tuckett, George Roach, J. H. Tilden, Edward Martin, John Knox, W. H. Glassco, J. M. Lottridge, W. H. Gillard and A. D. Turner shall be provisional directors of the Company (of whom five shall be a quorum), and shall hold office as such until the first election of directors under this Act, and shall have power forthwith to open stock books, procure subscriptions for stock for the undertaking, make calls on stock subscribed, receive payments thereon, make, or cause to be made, plans and surveys of the works herein contemplated, and to deposit in any chartered bank of Canada, having an office in the city of Hamilton, all moneys received by them on account of stock subscribed, or otherwise received on account of the Company, and to withdraw the same for the purposes only of the undertaking, and to receive, on behalf of the Company, any grant, loan, bonus or gift made to it in aid of the undertaking, or any portion of it.

Quorum; tenure of office and powers.

4. The capital stock of the Company shall be three hundred thousand dollars, divided into three thousand shares of one hundred dollars each, and shall be applied in the first place for the payment of all expenses for procuring the passing of this Act, of organizing the Company and for making the surveys, plans and estimates connected with the works hereby authorized.

Capital stock and shares.

Application.

5. When twenty-five per cent. of the capital stock has been subscribed, and ten per cent. thereof has been paid in to some chartered bank of Canada, having an office in the city of Hamilton, at such office, to the credit of the company, the provisional directors shall call a general meeting of the subscribers to the said capital stock, to be held at the city of Hamilton, for the purpose of electing nine directors,—giving at least two weeks' previous notice of such meeting in the *Canada Gazette* and in some daily newspaper published in the city of Hamilton, and also by circular addressed by mail to each subscriber, stating the time, place and purpose of the said meeting; and at such general meeting the shareholders may choose nine persons, qualified as hereinafter mentioned, to be directors of the Company, who, together with the *ex officio* directors (if any) appointed under the provisions of this Act, shall constitute a board of directors, and shall hold office until the first Tuesday in March in the year following their appointment.

First meeting of shareholders for election of directors.

Notice.

Election and tenure of office.

6. Thereafter the annual general meeting of the shareholders of the Company, for the election of directors and other general purposes, shall be held in the city of Hamilton on the first Tuesday in March in each year, when nine directors shall be chosen to hold office for one year; and two weeks' previous notice of such meeting shall be given by advertisement, published as provided for in the next preceding section.

Annual general meetings, and elections.

Notice.

7. No person shall be a director of the Company unless he is the holder, in his own right, of at least ten shares in the stock of the Company, and has paid up all calls thereon.

Qualification of directors.

8. Special general meetings of the shareholders of the Company may be called in the method prescribed by the by-laws of the Company, and upon notice to be given by advertisement published as provided in section five.

Special general meetings.

9. At all meetings of the board of directors five shall form a quorum for the transaction of business, and the said board of directors may employ one of their board as a paid director.

Quorum of directors.

10. The number of directors may be increased to not more than twelve, by by-law passed by the shareholders at

Power to increase their number.

at

at any general meeting or special meeting called for that purpose.

Company
may receive
grants in aid.

11. The Company may receive as aid in the construction of the said railway, any lands in the vicinity thereof, or any other real property, required for the purposes of the railway, either as gifts or in payment of stock, and may legally dispose of the same, and may alienate the lands or other real property for the purposes of the Company; and the Company may receive in aid of the construction of the said railway, any bonus in money or debentures, either with or without conditions, and may enter into agreements for the carrying out of any such conditions, or with respect thereto.

Head of muni-
cipality
granting
bonus to be
ex-officio a
director.

12. The mayor, warden or reeve, or other head of any municipal corporation lawfully giving a bonus, to the amount of ten thousand dollars or upwards, in aid of the construction of such railway, shall be *ex-officio* one of the directors of the Company, in addition to the number of directors authorized by this Act.

Company
may become
party to prom-
issory notes.

13. The Company may become party to promissory notes and bills of exchange for sums not less than one hundred dollars; and any such promissory note made, drawn, accepted or indorsed by the president or vice-president of the Company, and countersigned by the secretary and treasurer of the Company, shall be binding on the Company; and every such promissory note or bill of exchange so made, drawn, accepted or indorsed shall be taken to have been made, drawn, accepted or indorsed with proper authority; and in no case shall it be necessary to have the seal of the Company affixed to such promissory note or bill of exchange,—nor shall the said president or vice-president, or the secretary and treasurer, be individually responsible for the same, unless the said promissory note or bill of exchange has been issued without proper authority: Provided however, that nothing in this section shall be construed to authorize the Company to issue notes or bills of exchange payable to bearer, or intended to be circulated as money, or as the notes or bills of a bank.

Seal not
required.

Proviso: as to
bank notes.

Bonds may be
issued, to be
a first charge
without
registration.

14. The directors of the Company, after the sanction of the shareholders has been first obtained at any special general meeting, called from time to time for such purpose,—at which meeting shareholders representing at least one-half in value of the stock are present,—may issue bonds, made and signed by the president or vice-president of the Company, and countersigned by the secretary and treasurer, and under the seal of the Company, for the purpose of raising money for prosecuting the said undertaking; and such bonds shall be taken, and shall be the first preferential claim and charge upon the undertaking, and the franchises, tolls and property

property of the Company, real and personal, then existing, and at any time thereafter acquired: Provided however, that the whole amount of such issue of bonds shall not exceed in all the sum of twenty thousand dollars per mile; and provided also, that in the event, at any time, of the interest upon the said bonds remaining unpaid and owing, then at the next ensuing annual general meeting of the Company, and at all other general or special meetings, as long as the said default continues, all holders of bonds shall have and possess the same rights and privileges and qualifications for being elected directors and for voting as they would have if the bonds they held had been shares: Provided, that the bonds and any transfers thereof, if any, have been first registered in the same manner as is provided for the registration of shares; and it shall be the duty of the secretary of the Company, on production thereof, to register the same in the manner required by the bearer thereof, on being required so to do by such bearer.

Proviso :
amount
limited.

Rights of
bondholders
if interest is
not paid.

Registration
of transfer of
bonds.

15. The Company may secure such bonds by a deed or deeds of mortgage, executed by the Company with the authority of its shareholders, expressed by a resolution passed at such special general meeting; and any such deed may contain such description of the property mortgaged by such deed and such conditions respecting the payment of the bonds secured thereby and of the interest thereon, and the remedies to be enjoyed by the holders of such bonds, or by any trustee or trustees for them, in default of such payment, and the enforcement of such remedies, and may provide for such forfeitures and penalties, in default of such payment, as are approved by such meeting :

Company
may execute
a mortgage
deed to secure
bonds.

2. Such deed may also contain, with the approval aforesaid, authority to the trustee or trustees, upon such default, as one of such remedies, to take possession of the railway and property mortgaged, and to hold and run the same for the benefit of the bondholders thereof, for a time to be limited by such deed, or to sell the said railway and property, after such delay and upon such notice, terms and conditions as are stated in such deed; and with like approval any such deed may contain provisions to the effect, that upon such default, and upon such other conditions as are described in such deed, the right of voting possessed by the shareholders of the Company shall cease and determine, and shall thereafter appertain to the bondholders; and such deed may also provide for the conditional or absolute cancellation, after such sale, of any or all of the shares so deprived of voting power, and may also, either directly by its terms, or indirectly by reference to the by-laws of the Company, provide for the mode of enforcing and exercising the powers and authority to be conferred and defined by such deed, under the provisions thereof; and such deed and such provisions

What such
deed may
contain.

Further
conditions.

thereof

- Deed to be valid and binding. thereof as purport, with like approval, to grant such further and other powers and privileges to such trustee or trustees, and to such bondholders, as are not contrary to law or to the provisions of this Act, shall be valid and binding; but if any
- Change of ownership of railway. change in the ownership or possession of the said railway and property at any time takes place under the provisions hereof, or of any such deed, or in any other manner, the said railway and property shall continue to be held and operated under the provisions hereof, and of "*The Consolidated Railway Act, 1879*" and of any Act amending the same, as hereby modified.
- Bonds may be payable to bearer. **16.** The bonds authorized by this Act to be issued by the Company shall be made payable to bearer, and shall be transferable by delivery until the same shall have been registered as hereinbefore provided, and shall be personal property; they may be issued in whole or in part, in the denomination of dollars or pounds sterling, or in either or both of them, and the coupons may be payable in denominations similar to those of the bonds to which they are attached; and the whole or any of such bonds may be pledged, negotiated or sold upon such conditions and at such prices as the board of directors, from time to time, determines.
- Denomination in £ or \$. **17.** The Company may, from time to time, for advances of money made thereon, mortgage or pledge any bonds which they, under the provisions of this Act, issue for the construction of the railway, or otherwise.
- Sale or pledge of bonds. **18.** It shall not be necessary, in order to preserve the lien, priority, charge or privilege purporting to appertain to or be created by any bond issued or mortgage deed executed under the provisions of this Act, that such bond or deed should be registered in any manner or in any place whatever; but every such mortgage deed shall be deposited in the office of the Secretary of State of Canada,—of which deposit notice shall be given in the *Canada Gazette*; and in like manner any agreement entered into by the Company under the next following section of this Act shall also be deposited in the said office; and a copy of such mortgage deed or agreement, certified to be a true copy by the Secretary of State or his deputy, shall be received as *primâ facie* evidence of the original, in all courts, without proof of the signature or seal upon such original.
- Pledge of bonds for cost of construction. **19.** The Company may enter into an agreement with any other railway company whose line of railway is crossed by the line of the Company hereby incorporated, or with which it connects, for conveying or leasing to such company the railway of the Company hereby incorporated, in whole or in part, or any branch thereof, or any rights or powers acquired under this Act, as also the surveys, plans, works, plant, material,
- Registration of bonds not required. **20.** The Company may enter into an agreement with any other railway company whose line of railway is crossed by the line of the Company hereby incorporated, or with which it connects, for conveying or leasing to such company the railway of the Company hereby incorporated, in whole or in part, or any branch thereof, or any rights or powers acquired under this Act, as also the surveys, plans, works, plant, material,
- Mortgage deed to be deposited with Secretary of State. **21.** The Company may enter into an agreement with any other railway company whose line of railway is crossed by the line of the Company hereby incorporated, or with which it connects, for conveying or leasing to such company the railway of the Company hereby incorporated, in whole or in part, or any branch thereof, or any rights or powers acquired under this Act, as also the surveys, plans, works, plant, material,
- Arrangements with other companies. **22.** The Company may enter into an agreement with any other railway company whose line of railway is crossed by the line of the Company hereby incorporated, or with which it connects, for conveying or leasing to such company the railway of the Company hereby incorporated, in whole or in part, or any branch thereof, or any rights or powers acquired under this Act, as also the surveys, plans, works, plant, material,

material, machinery and other property to them belonging, on such terms and conditions, and for such period as may be agreed upon, and subject to such restrictions as to the directors seem fit: Provided, that the said conveyances, leases, agreements and arrangements have been first sanctioned by a majority of the votes, at a special general meeting of the shareholders called for the purpose of considering the same, on due notice given,—and also by the Governor in Council: Provided, that before such sanction by the Governor in Council shall be given, notice of the application therefor shall be published in the *Canada Gazette* and in one newspaper in each of the counties through which the said railway runs, for at least two months prior to the time therein named for the making of such application; and such notice shall state a time and place where and when the application shall be made, and that all parties may then and there appear and be heard on such application.

Proviso :
assent of
shareholders
and govern-
ment.

Proviso :
notice of
application
to govern-
ment.

20. The Company may construct, work and operate such line or lines of telegraph and telephone, in connection with and along the line of their railway and branches, as are necessary or useful for the purposes of their undertaking.

Telegraph
and telephone
lines.

21. The railway shall be commenced within two years, and completed within five years from the passing of this Act.

Time for con-
struction.

CHAP. 23

An Act to incorporate the Canadian Pacific Employees' Relief Association.

[Assented to 1st May, 1885.]

WHEREAS the employees of the Canadian Pacific Railway Company have, by their petition, represented that they are desirous of obtaining power to associate themselves together for the purpose of creating, with the assistance of the Canadian Pacific Railway Company, superannuation, provident and insurance funds, or one or more of such funds, for the benefit of such employees, and have prayed that they may be incorporated for that purpose; and whereas it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Preamble.

1. This Act may be cited as "*The Canadian Pacific Superannuation and Provident Fund Act of 1885.*"

Short title
of Act.

- Interpretation.** 2. In this Act the expression "the company" means the Canadian Pacific Railway Company; and the expression "the employees" means persons in the employ of the Canadian Pacific Railway Company, in any capacity whatsoever.
- Certain persons incorporated.** 3. William C. Van Horne, Charles Driukwater, Thomas G. Shaughnessy, Archer Baker, Isaac G. Ogden, W. Sutherland Taylor, Francis R. F. Brown, William Whyte, John M. Egan, John H. McTavish, and the contributors to the superannuation and provident funds, hereinafter authorized to be created, shall be a corporation under the name of "The Canadian Pacific Railway Employees' Relief Association," the objects of which shall be to extend relief, in cases of sickness, injury, old age, accident or death, to the employees of the company and their families; and generally to promote their welfare: but it shall be a condition precedent to the making of any engagement by the said Association, for any of the above-mentioned purposes, that the company shall, by resolution, guarantee the faithful and true performance of the obligations of the Association,—which resolution the company is hereby authorized to pass.
- Corporate name and objects of the association.**
- Proviso:**
- Guarantee of C. P. R. Company required.**
- Committee of management and how appointed, &c.** 4. The powers of relief belonging to the Association shall be exercised by the committee of management, consisting of ten persons, one of whom shall be the president, or, in the absence of the president, the vice-president of the company; and four members of such committee shall be appointed by such president or vice-president and five shall be elected annually by the members of the Association.
- Board of trustees of funds.** 5. The Association shall have power to create superannuation and provident funds by means of the contributions of its members, the company and others for that purpose; and such funds shall be vested in a board of trustees, consisting of five persons, three of whom shall be appointed by the said president or vice-president and two elected annually by the members of the Association; and such trustees shall have the administration of such funds and shall deal with the same as shall be provided by the by-laws of the Association.
- Elections of managers and of trustees.** 6. Elections for those members of the committee of management and members of the board of trustees, not appointed by the president or vice-president of the company, shall be held at the time and place and in the manner set forth in the by-laws of the Association; and any vacancies occurring in either board shall be filled in the manner provided by such by-laws.
- Members of the association and power to vote.** 7. Any of the employees above mentioned, upon subscribing to the by-laws of the Association, and performing all other obligations required to constitute membership in the Association, shall have the privilege of voting for members of the committee

committee of management or trustees, as the case may be, either in person or by proxy :

2. The Association shall have power to have and use a common seal or seals for its board of trustees and committee of management, respectively, and to alter the same at pleasure ; to acquire, by purchase, gift, devise or bequest, or in any other manner, and to receive, hold, use, sell, lease, mortgage, or otherwise dispose of property, real or personal, which may be necessary or proper for the said Association in carrying on its operations, and generally to do every other act or thing, not inconsistent with law, which may be necessary to promote the objects and purposes for which the said Association is formed.

Association may have common seal.

May receive gifts in aid and hold and dispose of real estate.

8. The committee of management may make and adopt such by-laws, rules and regulations, not inconsistent with law, as may be deemed proper and necessary to accomplish the objects of the Association, and from time to time alter, amend or repeal the same or any part thereof; and such by-laws may declare, define and regulate the benefits which the members of the Association and their families may derive from the funds of the Association, and prescribe the terms and conditions on which members of the Association and beneficiaries thereof shall become entitled to such benefits; but by reason of the guarantee of the company herein provided for, no by-law, rule or regulation, nor any amendment, modification or repeal thereof, shall have any force until the same shall be approved by the company.

Power to make by-laws.

But subject to approval of company.

9. The company is authorized, from time to time, to give such aid to the said association, by contributions of money or otherwise, and on such terms and conditions as the board of directors of the company prescribe.

Company may give aid.

10. The head office of the Association shall be in the city of Montreal.

Head office.

CHAP. 24.

An Act respecting the Sault Ste. Marie Bridge Company.

[Assented to 1st May, 1885.]

WHEREAS the Sault Ste. Marie Bridge Company have, by their petition, prayed that the time named in their Act of incorporation for the commencement and completion of the work of construction of their bridge may be extended ; and

Preamble.

and

and it is expedient to grant the prayer of their said petition :
Therefore Her Majesty, by and with the advice and consent
of the Senate and House of Commons of Canada, enacts as
follows :—

Time for
construction
extended.

1. Subject to the provisions contained in section thirty-three of the Act passed in the forty-fifth year of Her Majesty's reign, and chaptered eighty-nine, the time for the commencement and completion of the work of constructing the bridge authorized by the said Act is hereby extended, as follows : the work shall be commenced within three years, and shall be completed within six years from the passing of this Act.

45 V., c. 89
amended.

2. Section thirty-two of the said Act is hereby amended accordingly.

CHAP. 25.

An Act respecting the River St. Clair Railway Bridge
and Tunnel Company.

[Assented to 1st May, 1885.]

Preamble.

WHEREAS the Canada Southern Railway Company and certain of the provisional Directors of the River St. Clair Railway Bridge and Tunnel Company have petitioned that the period for commencing and completing the works of the latter Company may be extended ; and it is expedient to grant the prayer of such petition : Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows :—

Time for
construction
extended.

1. The times limited for the commencement and completion of the works of the River St. Clair Railway Bridge and Tunnel Company are hereby extended for three and six years respectively, from the passing of this Act.

CHAP. 26.

An Act to incorporate the Fredericton and Saint Mary's Railway Bridge Company.

[Assented to 1st May, 1885]

WHEREAS it has been represented that, in view of the Preamble.
 increase in the construction of railways in the Province of New Brunswick, it is desirable that a company should be incorporated with full powers to construct a bridge across the river St. John, between the city of Fredericton, in the county of York, in the Province of New Brunswick, and the parish of St. Mary's, or across the river St. John, between the parish of Kingsclear and the parish of Douglas, in the said county and Province; and whereas the said river is a navigable river, common in certain parts of its course to the Dominion and the United States of America, and the said bridge, as being connected with and forming a passage for railways extending beyond the Dominion, is a work for the general advantage of Canada; and whereas certain persons residing in the vicinity of Fredericton have petitioned to be incorporated for that purpose; and it is expedient to grant the prayer of their petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. Thomas Temple, M. P., Egerton R. Burpee, Alexander Gibson, the elder, Alexander Gibson, the younger, and Fred. S. Hilyard, together with such other persons, municipalities and corporations as shall, from time to time, become proprietors of shares in the Company hereby established, their successors and assigns, are hereby constituted and declared to be a body politic and corporate, by the name of the "Fredericton and Saint Mary's Railway Bridge Company," hereinafter called the company. Certain persons incorporated.
Corporate name.

2. The Company shall have full power under this Act to construct, maintain, work and manage a bridge across the river St. John, from the city of Fredericton to the said parish of St. Mary's, or across the river St. John, between the parish of Kingsclear and the parish of Douglas, for railway purposes: Provided always, that the same shall not interfere with the navigation of the river St. John, and provided, that the plans for the construction of the said bridge shall first be submitted to and approved of by the Governor in Council; and the powers conferred by this Act shall be held and exercised subject to the provisions of any Act of the Parliament of Canada relative to bridges over navigable rivers. Power to construct railway bridge.
Proviso: not to interfere with navigation.

Capital stock
and shares.

3. The capital stock of the Company shall be four hundred thousand dollars, divided into four thousand shares of one hundred dollars each, to be paid at such times and in such instalments not exceeding ten per centum at any one time, as the directors of the Company require and direct ; and the Company may, if it thinks it necessary, increase the capital stock to the sum of five hundred thousand dollars, and may increase the number of shares accordingly.

Increase.

Payment of
ten per cent.
by subscri-
bers.

4. No subscription of stock in the capital of the Company shall be legal or valid unless ten per centum shall have been actually and *bonâ fide* paid thereon, within thirty days after subscription, into the branch Bank of British North America at Fredericton ; and such ten per centum shall not be withdrawn, except for the purposes of the Company ; and when and so soon as shares to the amount of two hundred thousand dollars in the capital stock of the Company have been subscribed, and ten per centum paid thereon, the said Thomas Temple and Alexander Gibson, the elder, or either of them, shall call a general meeting of the subscribers to the said capital stock, at the city of Fredericton, for the purpose of electing directors of the Company,—giving at least five weeks' notice in the *Royal Gazette* of the Province, and in a newspaper published in the city of Fredericton, of the time, place and purpose of such meeting.

First meeting
of share-
holders.

General pow-
ers for con-
struction of
bridge.

5. The Company shall have full power to erect, make and sink all such piers, abutments, blocks and erections in the said river St. John as are deemed necessary, not only for the construction of the said bridge, but such as are required or thought desirable efficiently to protect it from the effects of ice and ice freshets, and may build or cause the said bridge to be built between the said city of Fredericton and the said parish of St. Mary's, or across the said river from the parish of Kingsclear to the parish of Douglas, at any point between the said places which may be deemed most advisable and fit for such bridge ; and may build the necessary approaches thereto into and upon the lands and grounds lying on each side of the said river ; and may cut, level or raise the banks of the said river in such manner as may be deemed necessary or proper for the building of the bridge ; and may cut, remove, take and carry away all and every impediment whatsoever which may in any wise tend to hinder the erecting and completing the said bridge, and may execute all other things necessary, requisite, useful or convenient for erecting, building or maintaining and supporting the said bridge ; and may, from time to time, enter and go into and upon the lands and grounds adjacent to the said river on either side thereof, for the purpose of making surveys, examinations or other necessary arrangements for fixing the site of the said bridge : Provided, that no such work shall be undertaken or executed unless the plans thereof

Proviso : for
approval by
Government.

thereof have been previously submitted to and approved of by the Governor in Council.

6. So soon as the said railway bridge is completed and ready for traffic, all trains, locomotives and cars of all railways connecting with the same, now constructed or hereafter to be constructed, and also the trains, locomotives and cars of all companies whose lines shall connect with any company so connecting with the said bridge and its approaches, shall have the right to use the said bridge and its approaches at corresponding tariff rates for the persons and property, including that of the Company, which may pass over the said bridge, so that no discrimination in tariff for such transportation shall be made in favor of or against any railway, including the railway of the Company, whose trains, locomotives or cars may pass over the said bridge, under such regulations for the use of the said bridge as may, from time to time, be made,—which shall, before the same are put in force, be submitted to and approved of, and which may, from time to time, be revised, after notice to the Company by the Governor in Council.

Use of bridge by all railways and no discrimination in tariff of tolls.

Regulations; subject to approval.

7. Tolls for the use of the bridge shall be, from time to time, fixed and regulated by the by-laws of the Company, or by the directors, if thereunto authorized by the by-laws, or by the shareholders at any general meeting, and may be demanded and received for all trains, locomotives and cars, and all passengers and property transported thereon, and shall be paid to such persons and at such places near to the bridge, in such manner and under such regulations as the by-laws direct:

Tolls may be imposed by by-law, and collected.

2. In case of denial or neglect of payment on demand of any such tolls, or any part thereof, to such persons, the same may be sued for and recovered in any court of competent jurisdiction, or the agents or servants of the Company may seize the goods for or in respect whereof such tolls ought to be paid, and detain the same until payment thereof; and in the meantime the said goods shall be at the risk of the owners thereof:

Payment may be enforced by seizure.

3. If the tolls are not paid within six weeks, the Company may sell the whole or any part of such goods, and out of the money arising from such sale retain the tolls payable, and all charges and expenses of such detention and sale, rendering the surplus, if any, or such of the goods as remain unsold, to the person entitled thereto:

Sale of goods seized.

4. If any such goods remain in the possession of the Company unclaimed for the space of twelve months, the Company may thereafter, and on giving public notice thereof by advertisement for six weeks in the *Royal Gazette* of the Province, and in

Notice of sale in Gazette.

in such other newspapers as they deem necessary, sell such goods by public auction at a time and place to be mentioned in such advertisement, and out of the proceeds thereof pay such tolls and all reasonable charges for storing, advertising and selling such goods; and the balance of the proceeds, if any, shall be kept by the Company for a further period of three months, to be paid over to any party entitled thereto:

As to balance of proceeds.

If not claimed.

5. In default of such balance being claimed before the expiration of the period last aforesaid, the same shall be paid over to the Minister of Finance and Receiver General, to be applied to the general purposes of Canada, until claimed by the party entitled thereto:

Alteration of tariff of tolls.

Proviso.

6. All or any of the tolls may, by any by-law, be reduced and again raised as often as deemed necessary, for the interests of the undertaking; but the same tolls shall be payable at the same time and under the same circumstances upon all trains, locomotives and cars, including those of the Company, and by all persons, so that no undue advantage, privilege or monopoly may be afforded to any company, (including the Company hereby incorporated), person or class of persons, by any by-law relating to the tolls:

Tariff to be posted up in print.

7. The directors shall, from time to time, print and stick up, or cause to be printed and stuck up, in the office, and in all and every of the places where the tolls are to be collected, in some conspicuous place there, a printed board or paper exhibiting all the tolls payable, and particularizing the price or sum of money to be charged or taken for the carriage or passage of any matter or thing:

Must be approved by Government.

8. No tolls shall be levied or taken until approved of by the Governor in Council, nor until after two weekly publications in the *Canada Gazette* and in some newspaper published in the city of Fredericton, of the by-law establishing such tolls, and of the Order in Council approving thereof:

To be subject to revision by O. C.

9. Every by-law fixing and regulating tolls shall be subject to revision by the Governor in Council, from time to time, after approval thereof; and after an Order in Council, reducing the tolls fixed and regulated by any by-law, has been twice published in the *Canada Gazette*, and in such newspaper as aforesaid, the tolls mentioned in such Order in Council shall be substituted for those mentioned in the by-law, so long as the Order in Council remains unrevoked:

Power to reduce tolls reserved by Parliament.

10. The Parliament of Canada may, from time to time, reduce the tolls upon the bridge, but not without consent of the Company so as to produce less than ten per centum per annum profit on the capital actually expended in its construction, nor unless, on an examination made by the Minister

ister of Public Works of the amount received and expended by the Company, the net income from all sources in connection with the bridge for the year then last passed, is found to have exceeded ten per centum upon the capital so actually expended :

11. No by-law of the Company by which any tolls are to be imposed or altered, or by which any party other than the members, officers and servants of the Company are intended to be bound, shall have any force or effect until the same has been approved and sanctioned by the Governor in Council :

Alterations by company subject to approval.

12. The said word "capital," as used in this section, means the paid up stock and share capital of the Company, with interest added for periods during which no dividend is paid, to the exclusion of all subsidies and bonuses and of any debt of the Company contracted on the pledge thereof, or of any part thereof; but the interest on such debt shall, for the purpose of this section, be deemed part of the working expenses of the bridge.

Word "capital" defined.

8. The Company are hereby authorized to work trains by steam for passengers and freight and general traffic between Fredericton and St. Mary's, and to connect the said trains with other railways already constructed or to be hereafter constructed; and if necessary to construct such branch line or lines of railway as may be necessary to effect the junction or connection of such bridge with any railway constructed or hereafter to be constructed, either in the said city of Fredericton or parish of St. Mary's or across the said river St. John, between the parish of Kingsclear and the parish of Douglas: Provided, that no such branch line shall be undertaken or built until the plans thereof have been submitted to and approved of by the Governor in Council.

Company may work trains for local traffic, &c.

Proviso.

9. The annual meeting of the shareholders of the Company for the election of directors and other general purposes, shall be held at the city of Fredericton on the first Tuesday in June in each and every year, after not less than thirty days' notice in one or more newspapers published in the said city of Fredericton.

Annual meeting of shareholders.

10. The stock, property and affairs of the Company shall be managed by five directors who shall be elected at the annual meeting, each of whom shall be a holder of not less than ten shares of the stock of the Company, and shall hold office for one year :

Board of directors.

2. The directors, for the time being, may fill any vacancy occurring in the board by the appointment of some other qualified shareholder thereto, who shall hold office until the next annual election :

Vacancies.

President.

3. The directors shall, at the first meeting after each election, and whenever a vacancy in the said office occurs, appoint one of their number to be president, who shall hold office until the next annual election.

Branch rail-ways to connect bridge with rail-ways.

11. The directors of the Company shall have power and authority to enter into and conclude arrangements with any railway company, for the purpose of making any branch or branches to facilitate a connection between the works of the said bridge Company and the railway of such railway company.

Power to lease bridge.

12. The Company are hereby authorized and empowered to lease the said bridge to any railway company whose line connects with the said bridge, or to make arrangements with such company to use such bridge for railway purposes, on such terms as they may agree upon, subject to the approval of the shareholders at a special meeting called for that purpose, and subject to the approval of the Governor in Council ; and the company so leasing, or with whom such arrangements are made, shall be subject, at all times, to the conditions imposed by this Act, as to the user of the said bridge by other railway companies and otherwise.

Approval of shareholders and Governor.

Power to issue bonds with approval of shareholders.

13. The directors of the Company, under the authority of the shareholders, to them given by a resolution of a special general meeting called for that purpose,—at which meeting shareholders representing at least one-half in value of the stock, are present,—are hereby authorized to issue bonds under the seal of the Company, signed by its president or other presiding officer, and countersigned by its secretary and treasurer ; and such bonds shall be made payable at such times, and in such manner, and at such place or places in Canada or elsewhere, and bearing such rate of interest, as the directors think proper ; and the directors shall have power to issue and sell or pledge all or any of the said bonds at the best price and upon the best terms and conditions which at the time they may be able to obtain, for the purpose of raising money for prosecuting the said undertaking :

Bonds to be a preferential charge.

2. Such bonds shall be taken and considered to be the first and preferential claim and charge upon the undertaking and the tolls and property of the Company, real and personal, then existing and at any time thereafter acquired, save and except as hereinafter provided for in this section ; and each holder of the said bonds shall be held and deemed to be a mortgagee or incumbrancer upon the said securities *pro rata* with the other bondholders, and shall have priority as such : Provided, that the amount of bonds so issued, sold or pledged, shall not exceed three hundred thousand dollars : Provided also, that no such bonds shall be issued until at least two hundred thousand dollars have been subscribed to the capital stock and ten per centum of the same *bonâ fide* paid thereon :

Proviso.

Proviso.

3. Notwithstanding anything in this Act contained, the Company may secure the bonds issued by them by a mortgage deed, creating such mortgages, charges and incumbrances upon the whole of such property, assets, rents and revenues of the Company, present or future, or both, as shall be described in the said deed; but such rents and revenues shall be subject, in the first instance, to the payment of the working expenses of the bridge; and by the said deed the Company may grant to the holders of such bonds, or to the trustee or trustees named in such deed, all and every the powers and remedies granted by this Act in respect of the said bonds, and all other powers and remedies not inconsistent with this Act, or may restrict the bondholders in the exercise of any power, privilege or remedy granted by this Act, as the case may be; and all such powers, rights and remedies as shall be so contained in such mortgage deed shall be valid, binding and available to the bondholders in manner and form as therein provided.

Bonds may be secured by mortgage deed.

What such deed may provide.

14. The Company shall have full power to make, ordain and establish all necessary by-laws and regulations, not inconsistent with law, for their own government and for the due and orderly conducting of their own affairs, and the management of their property.

By-laws of company.

15. The Company shall be subject to all such regulations, provisions and conditions, in reference to the transmission of mails and troops over the said bridge, as are or may be established by any law passed or to be passed respecting the like transmission over any railway or railways.

As to Her Majesty's mails and troops.

16. The Company shall *bonâ fide* commence the construction of the works contemplated by this Act within two years from the passing of this Act, and fully complete and finish the same within five years from the passing of this Act; otherwise this Act and all the powers and privileges hereby granted shall cease, determine and become void, to all intents and purposes whatsoever.

Time for construction.

17. The several provisions of "*The Consolidated Railway Act, 1879*," and the several amendments thereof shall be incorporated with this Act and apply to the company, so far as they are applicable to the undertaking.

Railway Act to apply.

CHAP. 27.

An Act respecting the Huron and Ontario Ship Canal Company.

[Assented to 1st May, 1835.]

Preamble.

WHEREAS the Huron and Ontario Ship Canal Company has, by its petition, prayed for the passing of an Act to extend the time limited for the completion of its undertaking, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Time for completion extended.

1. The period limited by the Acts relating to the Huron and Ontario Ship Canal Company for the completion of its undertaking is hereby extended for the further period of five years from the passing of this Act.

 CHAP. 28.

An Act to authorize the Royal Canadian Insurance Company to reduce its capital stock, and for other purposes.

[Assented to 1st May, 1885.]

Preamble.

WHEREAS the Royal Canadian Insurance Company has, by its petition, prayed to be allowed to reduce its capital stock, and for certain amendments to its charter, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Shareholders may reduce capital stock.

1. From and after the passing of this Act, it shall be lawful for the shareholders of the said Company, present or represented by proxy, at a meeting of the said shareholders specially convened for that purpose, by vote of the majority in value of such shareholders, present or represented by proxy at such meeting, to reduce the subscribed capital of the said Company (consisting of twenty thousand shares, of one hundred dollars each) from the present amount of two million dollars to five hundred thousand dollars, and to provide that each of the said shares shall thereafter be of the value of twenty-five dollars, of which twenty dollars have been

Value of each share after reduction.

been paid up and five dollars shall be subject to be called in and paid as occasion may require, and in such instalments as a majority of the directors from time to time determine.

2. Until all the policies granted by the said Company shall have expired, or shall have been exchanged for policies based on the said reduced capital, the action of the said shareholders, with regard to the said reduction of capital, shall remain suspended so far as the unpaid portion only of the said capital is concerned ; but so soon as all such policies shall have expired, or shall have been so exchanged, as aforesaid, the whole of the capital stock of the said Company shall be reduced, to all intents and purposes whatsoever, to the extent so agreed upon and determined by the said shareholders. As to unexpired policies.

3. The Company may, from time to time, by by-law, reduce the number of directors from nine to any number not less than seven. Number of directors.

4. The annual general meeting of the shareholders shall be held on the last Thursday in February in each year, or, if that day be a holiday, on the next succeeding juridical day, at the hour of two of the clock in the afternoon ; and the ballot for the election of directors shall be kept open for one hour, and after the expiration of such hour, until a period of ten minutes shall have elapsed without any vote ; whereupon the ballot shall be closed, and when so closed no person shall have a right to vote, on any pretence whatever. Annual general meeting.
Election of directors.

5. The directors of the Company may further invest the funds of the Company, from time to time, in public securities of Great Britain, Canada and the United States of America, or in first mortgage bonds or debentures of incorporated companies which are listed and quoted in the stock exchange of London, England, New York or Montreal with respect to which no liability does or can attach to the owner or holder thereof: Provided, that the amount invested outside of Canada, shall not exceed one-third of the total investments of the Company: Provided also, that the provisions of this section shall apply to both purchases and loans. Investment of funds of the company.
Proviso.
Proviso.

CHAP. 29.

An Act for granting certain powers to the International Coal Company (Limited.)

[Assented to 1st May, 1885.]

Preamble.

WHEREAS the International Coal Company (Limited), a company incorporated under "*The Canada Joint Stock Companies' Act, 1877,*" have, by their petition, represented, that under the powers conferred upon them by their letters patent of incorporation, they have agreed to purchase certain mining leases and rights, and certain real estate and other properties in Cape Breton, in Nova Scotia, being those formerly the property of the International Coal and Railway Company, a corporation created by the Statutes of Nova Scotia, and afterwards acquired by the vendors of the present Company, by deed from the sheriff of the county of Cape Breton aforesaid; and that the said Company desire to issue bonds secured by mortgage on the said properties to the extent of two hundred and fifty thousand dollars,—of which two hundred thousand dollars shall be applied to the payment of the mortgage due the said vendors for the balance of the price of the said properties, and fifty thousand dollars to the general purposes of the said Company; and that while the said Company may have, under the terms of the said, "*The Canada Joint Stock Companies' Act, 1877,*" power to issue the said amount of bonds for their general purposes, to wit, fifty thousand dollars, doubts have been raised as to their right to issue the above mentioned total amount for both purposes above stated, and yet that such issue in the said proposed mode is, under the circumstances, for the benefit of the Company; and whereas the said Company have further represented that it will facilitate the operation of their mines, works and properties acquired by them as aforesaid, and of the railway which has always formed and been worked as part thereof,—if their right to work and maintain the said railway as their predecessors and they have hitherto done, be declared; and whereas it is expedient to grant relief in the premises: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Company
may issue
bonds.

1. The said, the International Coal Company (Limited), is authorized to issue bonds to the extent of two hundred and fifty thousand dollars, of such denominations and at such term of payment as the Company may determine,—of which two hundred thousand dollars shall be applied to satisfy the mortgage of the vendors of the said properties, and fifty thousand dollars to the general purposes of the Company:

2. The said bonds shall be secured by a mortgage to trustees for the bondholders upon all the real properties, mines, mining rights, leases and premises generally of the said company, acquired from the said vendors; the said bonds shall bear interest at such rate and be payable as may be determined by the said Company, and the said bonds in principal and interest may be made payable in currency of Canada, of Great Britain, or of the United States, and at Montreal, Halifax, London or New York, as the Company may determine.

Bonds to be secured by mortgage.

How payable.

2. The issue of the said bonds and the terms and details thereof, and the mode and terms of issue and sale thereof, shall be decided by a vote of not less than two-thirds in value of the shareholders of the said Company legally qualified to vote, present in person or represented by proxy, at a special meeting of shareholders called for the purpose in terms of the by-laws of the said Company.

Meetings of shareholders to decide as to bonds.

3. Notwithstanding anything in the said "*The Canada Joint Stock Companies' Act, 1877*," the said the International Coal Company (Limited), is hereby declared to have, as having acquired the properties of the said the International Coal and Railway Company, which included their said railway, the right and authority to hold and work the said railway, for the purposes of their own mines and operations, and may hold and exercise such powers of working the said railway for the transport of passengers and freight generally for others, for hire, as may be conferred upon the Company by the Legislature of the Province of Nova Scotia.

Declaratory as to company's rights of property.

CHAP. 30.

An Act respecting the Hamilton Provident and Loan Society.

[Assented to Friday, 1st May, 1885.]

WHEREAS, the Hamilton Provident and Loan Society is a corporation duly chartered by the laws of the Province of Ontario, and empowered by the Parliament of Canada to borrow money by way of debentures and to receive money deposits as a savings bank, subject to restrictions imposed, that such debentures and money deposits shall be of certain amounts, proportionate to the subscribed fixed and permanent share capital of the Society: And whereas the Society desire to have the share capital of the Society limited in amount; and further desire that the extent of their powers

Preamble.

Fixed share capital, paid up.

And further share capital under 41 V., c. 22.

of borrowing and of receiving money deposits, as determined by general Acts, should be made to appear in the same Act which limits the amount of their share capital : and the said Society, by their petition, have shown that the declaring and setting forth in one Act of the said matters will aid and benefit their operations : And whereas the said Society have further shown that, on the first day of January, in the year of Our Lord one thousand eight hundred and eighty-five, the fixed and permanent share capital of the Society consisted of fifteen thousand shares of one hundred dollars each, whereof ten thousand shares, amounting to one million dollars, have been fully paid up : and the further sum of one hundred thousand dollars, or twenty per cent, has been paid up on five thousand shares, the other part of said share capital, specially subscribed under the provisions of the Statute of Canada, passed in the forty-first year of Her Majesty's reign, chaptered twenty-two,—the remaining unpaid eighty per cent. of the said shares so subscribed being liable to calls to full payment thereof, and when paid will not be liable to be withdrawn from the share capital of the Society ; And whereas it is expedient to grant the prayer of the said petition : Therefore, Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts and declares as follows :—

Short title.

1. This Act may be cited as "*The Hamilton Provident and Loan Society's Act of 1885.*"

Limitation of share capital.

2. The share capital stock of the Society is hereby limited to one million five hundred thousand dollars, beyond which the Society shall not have power to increase the share capital.

Limitation of money deposits and debentures.

3. The aggregate amount of money deposits, together with the amount of the debentures and debenture stock issued, or to be issued as hereinafter provided, and remaining unpaid, may be equal to, but shall not, at any time, exceed double the aggregate amount of the paid-up, unimpaired, fixed and permanent share capital of the Society not liable to be withdrawn therefrom, together with a further sum, which may be equal to, but shall not exceed the amount remaining unpaid on the subscribed, fixed and permanent share capital, upon which not less than twenty per cent. has been paid ; but in no case shall the total liabilities of the Society to the public, at any time, exceed the sum of three million dollars, nor shall they, at any time, exceed the amount of principal remaining unpaid on the mortgages at such time held by the Society : Provided that in estimating the limitation of said liabilities, the amount of all loans or advances made by the Society to their shareholders upon the security of their stock shall be deducted therefrom : Provided, further, that the amount held by the Society on money deposits shall not,

Limitation of total liabilities to the public.

Proviso.

Proviso.

at

at any time, exceed the amount of the paid-up and unimpaired capital of the Society.

4. The board of directors may issue debentures of the Society for such sums, not being less than one hundred dollars each, and in such currency as they deem advisable, and payable in the Dominion of Canada or elsewhere, not less than one year from the issue thereof, subject to the limitation hereinbefore mentioned; and such debentures may be in the form of schedule A to this Act, or to the like effect.

Debentures may be issued.
Form.

5. The directors may also issue "debenture stock," which shall be treated and considered as a part of the regular debenture debts of the Society, in such amounts and manner, on such terms and bearing such rate of interest as the directors, from time to time, think proper and convenient, but subject to the limitations hereinbefore provided; so that the amount received as money deposits and borrowed on the security of debentures or debenture stock, shall not, in the whole, exceed the aggregate amounts fixed by section three of this Act as the authorized limit of the borrowing powers of the Society.

Debenture stock may be issued.
Limitation of amount of deposits and debentures or debenture stock.

6. The debenture stock aforesaid, shall be entered by the Society in a register to be kept for that purpose, wherein they shall set forth the names and addresses of the several persons and corporations, from time to time entitled thereto, with the respective amounts of said stock to which they are respectively entitled; and the register shall be accessible for inspection and perusal, at all reasonable times, to every holder of debenture stock.

Debenture stock shall be registered.

7. The Society shall deliver to every holder aforesaid a certificate stating the amount of debenture stock held by him and the rate of interest payable thereon; but no other rights or privileges shall be conferred upon holders of debenture stock, in respect thereof, than are held or enjoyed by holders of debentures of the Society.

Holder entitled to certificate, but to no greater rights than holders of debentures.

8. All transfers of the debenture stock of the Society shall be registered at the office of the Society in Hamilton, Ontario, and not elsewhere; but said transfers may be left with such agent or agents in Great Britain as the Society appoints for that purpose, for transmission to the Society's office in Hamilton for registration.

Transfers, how registered, &c.

9. The holders of the debentures of the Society may, with the consent of the directors, at any time, exchange such debentures for debenture stock.

Debentures may be exchanged for debenture stock.

10. The debenture stock issued or to be issued under the authority of this Act shall rank equally with the debentures issued or to be issued by the Society.

Rank of such stock.

Reservation
of power to
amend.

11. Nothing herein contained shall be construed as entitling the said Society to be exempt from the effect of any amendments or alterations which it may be deemed proper to make in the general Acts respecting building societies carrying on business in Ontario.

SCHEDULE A.

The Hamilton Provident and Loan Society, Debenture
No. . Transferable \$.

Under the authority of an Act of the Parliament of Canada, Victoria, chapter , the President and Directors of the Hamilton Provident and Loan Society promise to pay to , or bearer, the sum of , on the day of , A.D. , at the Treasurer's office here, with interest at the rate of per cent. per annum, to be paid half-yearly, on presentation of the proper coupon for the same, as hereunto annexed, say on the day of and the day of in each year, at the office of the Treasurer here (or their agents in .)

Dated at Hamilton, the day of , A.D.

For the President and Directors of the Hamilton Provident and Loan Society.

A.B.

C. D.,
Secretary.

CHAP. 31.

An Act respecting the Canada Co-operative Supply Association (Limited.)

[Assented to 1st May, 1885.]

Preamble.

WHEREAS the Canada Co-operative Supply Association (Limited) have, by their petition, set forth that it is necessary to define more clearly the powers of the association with reference to the issue of preference stock and payment of dividends thereon, and have prayed for the passing of an Act for that purpose, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by

by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. It shall be lawful for the directors of the said association to re-issue as preference stock any of the ordinary stock of the said association which has been, or may hereafter be cancelled or forfeited, under the by-laws of the association, for non-payment of calls or other lawful causes; and such preference stock shall have and possess all the rights and privileges granted to the preference stock of the said association, by the Act intituled "*An Act to authorize the Canada Co-operative Supply Association (Limited) to issue preference stock:*" Provided always, that the said directors shall only exercise the said power, upon being thereto authorized by votes of not less than two-thirds in value, as well of the ordinary as of the preference shareholders present or represented at general meetings of the said two classes of shareholders duly called for considering the same, and of which meetings twenty days' notice shall be sufficient: Provided also, that the said two classes of shareholders shall vote separately.

Power to re-issue forfeited ordinary stock as preference.

Privileges of such stock.

45 V, c. 112.

Proviso: sanction of shareholders.

Proviso.

2. The preference stock of the said association shall be kept and deemed distinct from and independent of the ordinary stock, and preferential dividends not exceeding six per cent. per annum may be declared thereon and made payable out of the profits earned by the said association.

Power to pay dividends on preference stock.

CHAP. 32.

An Act to incorporate the Synod of the Evangelical Lutheran Church of Canada.

[Assented to 1st May, 1885.]

WHEREAS the Synod of the Evangelical Lutheran Church of Canada have petitioned for the passing of an Act to incorporate the said Synod, and the granting of the prayer of the said petitioners will greatly facilitate the objects for which the said Synod was established: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Preamble.

1. The Reverend Frederick Veit, of Tavistock, in the county of Perth, President of the Synod of the Evangelical Lutheran Church in Canada, the Reverend John Brezing, of Heidelberg, in the county of Waterloo, President of Missions

Synod incorporated.

Missions, the Reverend Frederick Jelden of Neustadt, in the county of Grey, German Secretary, the Reverend A. H. Kinnard, of Morrisburg, in the county of Dundas, English Secretary, the Reverend H. Van der Smissen, of Toronto, in the county of York, Treasurer, J. P. Wagner, of Toronto, in the county of York, contractor and Otto Pressprich, of New Hamburg, in the county of Waterloo, editor, members of the said Synod, and all other members of the said Synod, shall be, and the same are hereby incorporated by the name of "The Evangelical Lutheran Synod of Canada."

Corporate name.

Constitution of Synod.

2. The said Synod shall consist of the ordained ministers and lay delegates from the congregations which are or hereafter shall be connected with the said Synod, to be elected according to the constitution of the said Synod, as the same exists at the time of the passing of this Act, or as it may, from time to time, be altered by the said Synod, after the passing of this Act.

Powers of Synod for enforcing discipline, &c.

3. The said Synod may meet and adopt, frame or repeal constitutions, and make regulations for enforcing discipline in the said Evangelical Lutheran Church of Canada, and for the appointment, deposition, deprivation or removal of any person or persons bearing office therein, and for the convenient and orderly management of the property, affairs and interests of the said church, in matters relating to and affecting only the said church, and not in any manner interfering with the rights, privileges or interests of other religious communities, or of any person who is not a member of the said church.

Synod may acquire lands, moneys and other property for purposes of the church.

4. The said Synod may, from time to time, acquire, receive and take conveyances of such lands, moneys, mortgages and securities or other property as may be required for the purposes of a college or colleges, school or schools, or other educational purposes connected with the said church, or for the purposes of a Synod house, or for the purpose of a printing and publishing house or houses in connection with the said Evangelical Lutheran Church and the said Synod, and carrying on the business of such printing and publishing house, and for the purposes of endowing and supporting such colleges and schools and such printing and publishing house or houses, and any book depository in connection therewith: Provided always, that in case of any devise by will of any land or any estate or interest in land to the corporation, the same shall be made and executed at least six months before the death of the person devising the same, and shall be registered not later than six months after such decease; and provided also, that the corporation shall, within ten years after its acquisition of any real estate, sell or otherwise dispose of and alienate so much of the said real estate as is not required for the use and occupation, or other like purposes, of the corporation.

Proviso: as to lands devised to Synod.

Proviso.

5. The corporation shall, in addition to the powers conferred upon it by the next preceding section of this Act and subject to the provisions thereof, have power to sell, exchange, alienate, mortgage, lease or demise any lands, tenements and hereditaments held by the said corporation, whether simply by way of investment for the uses and purposes set forth in the next preceding section of this Act or not; and the corporation may also, from time to time, invest all or any of its funds and moneys, in and upon any mortgage security of lands, tenements and hereditaments, and in debentures of municipal or public school corporations or Dominion or provincial stock or securities, in any part or parts of the Dominion of Canada, and for the purposes of such investment or investments may take, receive and accept a mortgage or mortgages or an assignment or assignments thereof,—whether such mortgage or assignment be made and executed directly to it in its own corporate name or to some other corporation or body politic and corporate or to some company or person or persons in trust for it,—and shall have and enjoy the same, and as large, full and ample powers and rights of sale and foreclosure, action and suit upon and for the purpose of enforcing the covenants, stipulations, conditions, agreements and all matters and things contained in such mortgages or any of them, or thereby provided for,—and generally shall be entitled to the same remedies in respect of such mortgages or any of them and in as ample a manner as if it were a private person able and capable in law,—and furthermore, may sell, grant, assign and transfer such mortgages or any of them to any person, company or body capable of receiving any assignment thereof, and may release and discharge such mortgages or any of them, and either wholly or partly.

Power to sell and dispose of such property.

Investment of money; power therefor.

Power to grant mortgages.

6. All such conveyances and instruments shall be considered to have been duly executed when authenticated by the affixing of the corporate seal of the said Synod, and by the signatures of the President and Treasurer for the time being, of the said Synod.

Corporate seal to authenticate conveyances.

CHAP. 33

An Act to incorporate the Synod of the Diocese of Qu'Appelle, and for other purposes connected therewith.

[Assented to 1st May, 1885]

WHEREAS the territory now comprising the diocese of Qu'Appelle, being the district of Assiniboia, in the North-West Territories, as defined by the Parliament of Canada, and set forth in a map dated the fifteenth day of March, one

Preamble.

one thousand eight hundred and eighty-three, was separated from the diocese of Rupert's Land and the diocese of Saskatchewan, by resolution of the Provincial Synod held at Winnipeg in the month of August, one thousand eight hundred and eighty-three, and set apart as a separate and independent diocese, to be known as the diocese of Assiniboia,—such name having been subsequently altered according to the provisions laid down by the Provincial Synod, at a meeting held at the city of Winnipeg, in the month of September, one thousand eight hundred and eighty-four, to the diocese of Qu'Appelle; and whereas the Synod of the diocese of Qu'Appelle, being a diocese of the ecclesiastical province of Rupert's Land, have, by their petition, prayed for the passing of an Act to incorporate the Synod of the said diocese; and whereas it has become desirable that the Synod of the said diocese should be incorporated, and that certain powers should be granted to such corporation: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Synod of
Qu'Appelle
incorporated.

1. The bishop, clergy and laity of the said diocese of Qu'Appelle are hereby made and constituted a body politic and corporate, under the name of the "Synod of the Diocese of Qu'Appelle," hereinafter called the corporation, and shall have all the rights, powers and privileges incident to such incorporation.

Constitution
of Synod.

2. The said Synod shall be constituted according to the provisions laid down by the Provincial Synod of the said ecclesiastical province of Rupert's Land, for the constitution of Diocesan Synods.

Property, how
to be held.

3. All property which has been acquired by, or come into the possession of, or is held by the corporation of the Synod of the diocese of Qu'Appelle, whether in trust or otherwise, shall be held by it as constituted under this Act, in the same manner as if the corporation had been so constituted from the first.

Real estate
may be ac-
quired and
held by the
corporation.

4. The corporation may take and hold lands, tenements and hereditaments for the uses and purposes of the Church of England in the said diocese, including the uses and purposes of any parish and mission, institution, college, school or hospital connected with, or intended to be, or which may hereafter be connected with the Church of England, or the Church of England in Rupert's Land, and every devise by will, gift, deed, conveyance of land or any estate or interest in land to the corporation, shall be valid and effectual, the Acts of Parliament commonly called the Statutes of Mortmain, to the contrary notwithstanding: Provided always, that in case of any devise by will of any land or any estate or interest in land to the corporation, the same shall be made and executed

Proviso: as to
devises of
land by will.

executed at least six months before the death of the person devising the same, and shall be registered not later than six months after such decease; and provided also, that the corporation shall, within ten years after its acquisition of any real estate, sell or otherwise dispose of, and alienate so much of the said real estate as is not required for the use and occupation, or other like purposes, of the corporation. Proviso.

5. The corporation shall, in addition to the powers conferred upon it by the next preceding section of this Act and subject to the provisions thereof, have power to sell, exchange, alienate, mortgage, lease or demise any lands, tenements and hereditaments held by the said corporation, whether simply by way of investment for the uses and purposes set forth in the next preceding section of this Act or not, and the corporation may also, from time to time, invest all or any of its funds and moneys, including the Episcopal Endowment Fund, in and upon any mortgage security of lands, tenements and hereditaments, and in debentures of municipal, or public school corporations, or Dominion or Provincial stock or securities, in any part or parts of the Dominion of Canada,—and for the purposes of such investment or investments may take, receive and accept a mortgage or mortgages or an assignment or assignments thereof,—whether such mortgage or assignment be made and executed directly to it in its own corporate name or to some other corporation or body politic and corporate or to some company or person or persons, in trust for it,—and shall have and enjoy the same, and as large, full and ample powers and rights of sale and foreclosure, action and suit upon and for the purpose of enforcing the covenants, stipulations, conditions, agreements and all matters and things contained in such mortgages or any of them, or thereby provided for,—and generally shall be entitled to the same remedies in respect of such mortgages or any of them and in as ample a manner as if it were a private person able and capable in law; and furthermore, may sell, grant, assign and transfer such mortgages or any of them to any person, company or body capable of receiving any assignment thereof, and may release and discharge such mortgages or any of them and either wholly or partly. Further powers as to real estate.
Investment of funds.
Enforcing covenants.
Transfer of mortgages.

6. The corporation may exercise all its powers by and through its executive committee, or such boards or committees as the Synod, from time to time, appoint by by-law for the management of all or any of the affairs or property of the corporation, but in accordance only with the trusts relating to any property upon or for which the same is held. Executive committee to manage affairs.

7. Any deed in which the said "The Synod of the Diocese of Qu'Appelle" is *eo nomine* named as party, shall (if sufficient in all other respects) hereafter be sufficient and effectual Validity of deeds.

Attestation.

effectual to completely pass all the title of the corporation in and to any lands, tenements or hereditaments thereby conveyed, granted or demised, for and to the extent of such interest as may thereby be created, if such deed have affixed to it the corporate seal of the corporation, verified by the signature of the Bishop of Qu'Appelle or his commissary appointed for that purpose by him in writing, and the signature of the secretary of the Synod, or of the executive committee of the Synod for the time being; and any such deed so executed shall be deemed to be well and sufficiently executed.

Words
"Church of
England" in
deeds, &c.,
interpreted.

8. The Church of England in all deeds, instruments and documents applying to that part of the North-West Territories included in the Church of England Diocese of Qu'Appelle shall mean, unless a different construction is to be gathered from the said deed, instrument or document, the church organized by the members of the Church of England for self-government under the name of the Church of England in Rupert's Land.

Short title and
application of
Act.

9. This Act may be cited as "*The Qu'Appelle Synod Act*," and shall apply and be in force in the North-West Territories.

CHAP. 34.

An Act respecting the Canada Congregational Missionary Society.

[Assented to 1st May, 1885.]

Preamble.

WHEREAS the Canada Congregational Missionary Society, a corporation duly incorporated by the Legislature of the Province of Ontario, and the Congregational Union of Nova Scotia and New Brunswick, a corporation duly incorporated by Acts of the Legislatures of the Provinces of Nova Scotia and New Brunswick, have, for general mission purposes, united and amalgamated by unanimous consent, under the name of the Congregational Society, and since the month of July, one thousand eight hundred and eighty-four, have carried on operations as one society, under the above name; and whereas the said amalgamated societies have, by petition, set forth that they are desirous of having the said union ratified, and have prayed that they may be constituted one corporation, under the name of the Canada Congregational Missionary Society, and as such be vested with the property, real and personal, of both of the said societies,

societies, and be granted such powers as are needed for the purposes of the said corporation throughout Canada; and whereas it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows :—

1. The union of the said two corporations, on the basis agreed upon between themselves, as set forth in the schedule A, hereunto attached, is hereby ratified and confirmed, and the said amalgamated corporations are hereby constituted and declared to be one body corporate and politic, by the name of "The Canada Congregational Missionary Society."

Union ratified.

New corporation.

Name.

2. The objects of the Society shall be to plant and foster Congregational Churches in suitable localities, to aid churches in sustaining their pastor, where required, and the manner and conditions of its conduct and management, shall be as set forth in the constitution thereof, a copy whereof is hereto attached as schedule B.

Objects and constitution of corporation.

3. All the estate, real and personal, belonging to or held in trust for or to the use of either of the said heretofore existing societies, shall henceforth be held by and vested in, or held in trust for, as the case may be, the corporation hereby constituted, upon the same trusts and for the same purposes for which they have heretofore been so held as aforesaid.

Property vested in new corporation.

4. All the property, real and personal, under the jurisdiction of the Parliament of Canada, held in trust for or to the use of any congregation, station or mission in connection with either of the heretofore existing societies, shall henceforth be held, used and administered under the same trusts and in the same manner in connection with the corporation hereby constituted.

How property shall be administered.

5. The said corporation may acquire, by purchase, gift, devise or otherwise, and hold and convey, such real estate, not exceeding five thousand dollars in annual value, as the purposes of the said corporation require: Provided, that the corporation shall, within ten years after its acquisition of any real estate, sell or otherwise dispose of and alienate so much of such real estate as is not required for the purposes of the corporation: and provided also, that any devise of real estate shall be subject to the laws respecting devises of real estate to religious corporations, in force at the time of such devise, in the Province or Territory in which such real estate is situate, so far as the same apply to the said corporation.

Power to hold real estate.

Proviso: as to lands devised.

Further proviso.

6. The said corporation shall have power to make advances, by way of loan or gift, out of its funds, to assist in the erection

Power to make advances for erection

certain purposes.

erection of theological colleges, Sunday schools, churches, or parsonages, as the general committee direct and approve, and may take or hold any real or personal estate, or securities thereon, mortgaged or assigned to the said corporation to secure payment of such loans, or to secure payment of any debts or demands due to the said corporation.

Investment of funds.

7. The said corporation may, from time to time, for the purpose of investment, lend money upon the security of real estate, and purchase debentures of municipal or public school corporations, or Government securities, and from time to time may realize such securities as it deems expedient.

Power to borrow money and grant mortgages.

8. If at any time the said corporation shall need a temporary advance of money for the purposes for which it is incorporated, it shall have the power to secure such advance by way of mortgage upon its real estate or otherwise, as shall be determined by the general or executive committee for the time being.

SCHEDULE A.

For general missionary purposes, it is hereby agreed that a union be and is hereby consummated between the Congregational Union of Nova Scotia and New Brunswick and the Canada Congregational Missionary Society, the latter society consenting thereto through its representatives.

1. That the Maritime Provinces be recognized as having within their bounds two or more district associations, which associations shall be represented on the executive committee by one representative from each,—such representative to be nominated by the Union of Nova Scotia and New Brunswick at its annual meeting.

2. That they be represented on the general committee by such delegates as the Union of Nova Scotia and New Brunswick may annually nominate, the number not to exceed four.

3. That the committee of the Congregational Union of Nova Scotia and New Brunswick shall collect the income accruing from the invested funds, and shall, through its treasurer, forward the same to the treasurer of the society, on the understanding that the full amount shall be returned annually, to be expended within the bounds of the Maritime Provinces, or as the terms of bequest may demand.

4. That it shall be the duty of the Missionary Superintendent to make periodical and special visits, if necessary, to the Provinces of Nova Scotia and New Brunswick.

5. That this union shall go into effect on the first day of July, one thousand eight hundred and eighty-four.

SCHEDULE B.

CONSTITUTION.

ARTICLE I.—NAME.

This corporation shall be called "The Canada Congregational Missionary Society," and shall conduct its operations within the limits of the Dominion of Canada.

ARTICLE II.—OBJECTS.

The objects of the society shall be as set forth in this Act.

ARTICLE III.—MEMBERSHIP.

All persons, being members or adherents of Congregational churches, paying two dollars, annually, into the funds of the society, shall be members; and those who subscribe, at one time, twenty dollars or more, shall be life members. Churches subscribing, annually, ten dollars or more, may be represented at the annual meetings of the society by one delegate; and churches subscribing fifty dollars or more, may be represented by two delegates. Each auxiliary branch contributing annually to the funds of the society ten dollars or more, may be represented by one delegate. The above mentioned subscribers and delegates shall constitute the membership of the corporation.

ARTICLE IV.—OFFICERS AND COMMITTEES.

The officers of this society shall be a president, a secretary, a treasurer, a superintendent and two auditors. The standing committees shall be a general committee and an executive committee. There shall also be a board of three trustees, who shall have charge of the church extension and building fund. These officers and committees shall be appointed at the annual meeting of the society, and shall all be members of the corporation. The general committee shall consist of not more than twenty-five members. The executive committee shall be composed of the president, the secretary, the treasurer, the superintendent, the honorary secretary and one member from each district association within the bounds of the operations of the society, who may be nominated by the association.

ARTICLE

ARTICLE V.—DUTIES OF OFFICERS AND COMMITTEES.

The president shall preside at all meetings of the society and its committees, when practicable, and shall see to promote the general interests of the society's work.

The secretary shall have charge of the books and correspondence of the society; shall call the meetings of the society and its committees, and shall exhibit the records of proceedings at each meeting.

The treasurer shall have charge of the funds of the said society, disbursing them as directed by the general or executive committees, and shall present annually a full account of all receipts and disbursements.

The superintendent shall be under the direction of the executive committee, to whom he shall report quarterly; visit the churches of the Congregational order within the bounds of this society's operations, with a view of deepening their interest in its work and of securing liberal contributions for the society, and shall explore new mission fields, secure missionaries for vacant churches, and have a general oversight of the interests and work of the society.

The auditors shall examine the accounts of the society when required, and make an annual audit of the treasurer's and trustees' books, previous to the annual meetings of the society.

The general committee shall exercise all the corporate powers of the society, have charge of the annual mission grants made to the churches, examine, employ and direct all the missionaries of the society, and have a general supervision of its affairs. They shall present a report of the work of the society at each of its annual meetings.

The executive committee shall have full charge and power for the administration of the affairs of the society during the interval between the annual meetings of the general committee, shall receive all applications from churches for aid from the society, and shall report thereon to the general committee, to whom they shall also make an annual report of their proceedings.

The trustees of the church extension and building fund shall receive, hold and invest, all moneys collected for this special purpose, applying the income thereof according to the directions of the general or the executive committee; they shall also submit a full statement of their proceedings at each annual meeting of the society.

ARTICLE VI.—MEETINGS.

This corporation shall meet annually on the first Thursday after the first Sunday in June, at the place where the Congregational Union of Ontario and Quebec assembles. A public annual missionary meeting shall be held on the evening of the same day. Special meetings for the despatch of special business may be called by the executive committee, at such time and place as may be deemed desirable, provided that a month's notice be given thereof. The general committee shall hold their annual meeting at the same time and place as the corporation, at the call of the secretary; and the executive committee shall hold their quarterly meetings at the time and place that may be agreed upon.

ARTICLE VII.—CHURCH EXTENSION AND BUILDING FUND.

All sums of money specially collected, given or bequeathed for the purpose, together with the proceeds received from the sale of disused church property, shall form a church extension and building fund, which shall be invested in the names of trustees, who shall apply the income thereof, by direction of the general or executive committee, by way of loan or otherwise, for the organization of churches in new fields, and for the erection or enlargement of places of worship where they may be required.

ARTICLE VIII —AUXILIARY SOCIETIES.

Auxiliary branches of this society may be formed in churches and localities to co-operate in the work of the society. Each branch shall, at least one month previous to the annual meeting of the society, make an annual report to the secretary and send to the treasurer all funds collected on its behalf.

ARTICLE IX.—MISSIONARIES.

Each missionary in the employment of this society must be a regularly accredited member of a Congregational church, and shall endeavor faithfully to promote all the interests of the Congregational denomination in Canada. He shall send to the secretary a half yearly statement of his work on or before the first day of December and May in each year, and furnish such statistical returns as may be called for.

ARTICLE X.—MISSIONS.

Each church requiring a missionary grant by the general committee must make application therefor through the secretary, at least one month previous to the annual meeting of the society, according to the printed forms provided, in which

a certificate to the effect that all previous pledges of support to its pastor have been fulfilled shall be inserted.

Churches aided by this society are required to make an annual collection for its funds, and to keep their property sufficiently insured; and all such churches acquiring property shall have inserted in the trust deed a clause providing that in case the church shall, at any time, be disbanded, or cease to exist, the property shall revert to this society.

ARTICLE XI.—RECEIVING AND DISMISSING PASTORS.

Churches aided by this society are required, so far as practicable, in the settlement and dismissal of pastors, to carry out the recommendations passed by the Congregational Union of Ontario and Quebec in 1876, in relation to councils. In cases where this is impracticable, the sanction of the executive committee must be obtained before a settlement or dismissal of a pastor is consummated.

ARTICLE XII.—CONVEYING PROPERTY.

The president, secretary and treasurer shall be the duly authorized persons, on behalf of the general committee, to convey and accept conveyances of real estate, as advised from time to time by the corporation, and shall affix the corporation seal to all such legal documents.

ARTICLE XIII.—AMENDING THE CONSTITUTION.

This constitution may be altered or amended by a vote of two-thirds of the members present at any annual meeting of the society, one day's notice having previously been given of the proposed amendment, in writing.

CHAP. 35.

An Act to amend “An Act to incorporate the Sisters of Charity of the North-West Territories.”

[Assented to 1st May, 1885.]

Preamble.

WHEREAS the Sisters of Charity of the North-West Territories, incorporated by the Act of the Parliament of Canada, passed in the forty-fifth year of Her Majesty's reign, chaptered one hundred and twenty-seven, intituled “An Act to incorporate the Sisters of Charity of the North-West Territories,” have, by their petition, represented that the said Act

Act contains provisions which cannot be carried out, principally because of the great distances separating most of the establishments of their sisterhood in the vast region of the North-West Territories; and whereas they have therefore, by their said petition, prayed for certain amendments to the Act incorporating them, and it is expedient to grant their prayer: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. The seventh section of the said Act is hereby repealed, and the following is substituted therefor:—

Section 7
repealed and
new substituted.

“**7.** The business of the corporation shall be managed, in each district in the North-West Territories, by a committee, composed of not less than three nor more than six members of the corporation, to be selected from among the sisters of the district, in accordance with the by-laws and regulations of the corporation; and each such committee of management shall elect from among the members composing it a superior, a treasurer and a secretary.”

Business to
be managed
by district
committees.

2. The eighth section of the said Act is hereby repealed, and the following is substituted therefor:—

Section 8
repealed and
new substituted.

“**8.** Each committee of management may appoint, from time to time, attorneys and administrators of the property of the corporation, for the transaction of the business of such committee within the district, and may remove such attorneys or administrators”

Appointment
of attorneys,
&c.

3. The tenth section of the said Act is hereby repealed, and the following is substituted therefor:—

Section 10
repealed and
new substituted.

“**10.** Deeds signed by the superior and by one other member of the committee of management of the district, and sealed with the corporate seal of the corporation, shall alone be binding upon the corporation; and none other shall be held to be deeds of the corporation.”

What deeds
are binding.

4. The eleventh section of the said Act is hereby repealed, and the following is substituted therefor:—

Section 11
repealed and
new substituted.

“**11.** All sums of money payable to the corporation in any one district shall be paid to the treasurer of the committee of management for that district, or to any person duly authorized to act in the name of such treasurer, and in default of payment, may be recovered in an action brought in the name of the corporation in any court of competent jurisdiction.”

How moneys
may be paid
and recovered.

Correction of
title in French
version.

5. In the French version of the said Act, the words "Sœurs de Charité," wherever they occur, shall be replaced by the words "Sœurs de la Charité," and hereafter in French, the corporation shall be styled, "Les Sœurs de la Charité des Territoires du Nord-Ouest."

CHAP. 36.

An Act for the Relief of Fairy Emily Jane Terry.

[Assented to 1st May, 1885.]

Preamble.

WHEREAS Fairy Emily Jane Terry, of the city of Ottawa, in the county of Carleton, and Province of Ontario, wife of Charles Hunter Terry, hath, by her petition, humbly set forth, that on the twelfth day of September, one thousand eight hundred and seventy-seven, she was lawfully married to the said Charles Hunter Terry, at the said city of Ottawa, according to the rites and ceremonies of the Church of England; that the said marriage was by license; that one child was born of the said marriage, which died on or about the eighteenth day of December, one thousand eight hundred and seventy-eight; that the said Fairy Emily Jane Terry and Charles Hunter Terry lived and cohabited together, as husband and wife, from the date of such marriage up to about the month of April, one thousand eight hundred and eighty-three; that during the period of such cohabitation, the said Charles Hunter Terry became excessively addicted to the use of intoxicating liquor, and neglected and cruelly used and abused the said Fairy Emily Jane Terry; that in or about the said month of April, the said Fairy Emily Jane Terry, being ill and weak in body from the cruel treatment of the said Charles Hunter Terry, went to England for the benefit of her health; that the said Charles Hunter Terry, during the absence of the said Fairy Emily Jane Terry, and after her return, did commit adultery with one Mrs H. H. Loomis, at various times, between the month of May, one thousand eight hundred and eighty-three, and the month of May, one thousand eight hundred and eighty-four, at various places in the city of Ottawa and in the county of Carleton, adjacent to the said city of Ottawa; and that the said Charles Hunter Terry, during the said time, was living and cohabiting with the said Mrs. H. H. Loomis in open and continuous adultery; that the said Fairy Emily Jane Terry made the discovery of the said adultery when she returned
from

from England, about the month of October, one thousand eight hundred and eighty-three; that the said Fairy Emily Jane Terry commenced an action of alimony in the High Court of Justice, in the Province of Ontario, against the said Charles Hunter Terry, and afterwards obtained an order for interim alimony in that action, and that the said Charles Hunter Terry made payments of alimony under the said order, until about the month of May, one thousand eight hundred and eighty-four, when the said Charles Hunter Terry left Canada and deserted the said Fairy Emily Jane Terry; and the said Charles Hunter Terry has not made any payment of alimony since the said date, nor has he since, in any manner, aided in or contributed to the maintenance or support of the said Fairy Emily Jane Terry; that the said Fairy Emily Jane Terry has, since the discovery of the said adultery so committed by the said Charles Hunter Terry, as aforesaid, refused to cohabit with her said husband, and has since lived apart from him; and that the said Fairy Emily Jane Terry is desirous of having the said marriage dissolved, annulled and put an end to, so that she may be free from the same and may be enabled to contract matrimony with any other person or persons with whom it would have been lawful for her to contract matrimony if they, the said Fairy Emily Jane Terry and Charles Hunter Terry, had not intermarried: And whereas, it is expedient that the prayer of the said petitioner should be granted: Therefore, Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. The said marriage between the said Fairy Emily Jane Terry and the said Charles Hunter Terry, her husband, is hereby dissolved, and shall be, henceforth, null and void to all intents and purposes whatsoever. Her marriage annulled.

2. It shall be lawful for the said Fairy Emily Jane Terry, at any time hereafter, to contract matrimony and to marry with any other man with whom she might lawfully marry in case the said marriage had not been solemnized. She may marry again.

3. In case of the said Fairy Emily Jane Terry again contracting matrimony with any person with whom it would have been lawful for her to contract matrimony if they, the said Fairy Emily Jane Terry and Charles Hunter Terry, had not intermarried, and having any issue born of her to such person, the said issue shall be and are hereby declared to be, to all intents and purposes, legitimate, and the rights of them, the said issue, and each of them, and of their respective heirs, as respects their and each of their capacity to inherit, have, hold, enjoy and transmit all and all manner of property, real and personal, of what nature or kind soever, from any person or persons whomsoever, shall

The rights of herself, husband and children in such case.

be and remain the same as they would have been, to all intents and purposes, whatsoever, if the said marriage between the said Fairy Emily Jane Terry and Charles Hunter Terry had not taken place.

CHAP. 37.

An Act for the Relief of Amanda Esther Davis.

[Assented to 1st May, 1885.]

Preamble.
Case recited.

WHEREAS Amanda Esther Davis, of the city of Montreal, in the Province of Quebec, hath, by her petition, humbly set forth: that on the eighth day of June, one thousand eight hundred and eighty-one, at the city of Montreal, in the Province of Quebec, she was lawfully married to Joseph DeSola, then of the said city of Montreal, merchant, but now residing at Boston, in the State of Massachusetts, one of the United States of America; that the said Amanda Esther Davis and the said Joseph DeSola lived and cohabited together, from the date of such marriage, as husband and wife, up to about the nineteenth day of January, one thousand eight hundred and eighty-three; that during the said period the said Joseph DeSola neglected to provide for the support of the said Amanda Esther Davis, and was guilty of great cruelty to her, by repeatedly striking her with his fists, and by kicking her; that the said Amanda Esther Davis, about the middle of October, one thousand eight hundred and eighty-one, she being then pregnant by her husband, the said Joseph DeSola, owing to the aforesaid acts and cruelty and to bodily injuries received from and inflicted by him, the said Joseph DeSola, miscarried, and thereby the said Amanda Esther Davis suffered great pain and injury, and her life became and was in great danger, and the said Amanda Esther Davis was confined to her bed from the said cause, and did not recover from her illness thereby caused for four months; that the said Amanda Esther Davis was, by contract of marriage, entered into at Montreal on the sixth day of June, one thousand eight hundred and eighty-one, before Maitre de M. Marler, notary public, duly separated, as to property, from the said Joseph DeSola, according to the laws of the Province of Quebec, and by said marriage contract the said Amanda Esther Davis was to have the sole right, charge and administration of all her property and effects, movable and immovable; that the said Joseph DeSola, at divers times since the said marriage, and during his cohabitation with the said Amanda Esther Davis, stole and made away with divers effects and wearing apparel

apparel belonging to the said Amanda Esther Davis, comprising jewellery, clothes and furniture, which the said Amanda Esther Davis had received from her parents, brothers and other relatives, as wedding gifts, and the said Joseph DeSola sold and pawned the same for his own use and benefit, and, moreover, made away with divers large sums of money belonging to the said Amanda Esther Davis, to wit, to over two thousand five hundred dollars, by the said Amanda Esther Davis received from her parents and her brothers, for her sole use and benefit; that the said Joseph DeSola was guilty of adultery with divers women, at divers times and places, from almost immediately after the date of his marriage to the said Amanda Esther Davis, and more particularly with one Janet McDonald, in the month of December, one thousand eight hundred and eighty-one, at a house of prostitution in the said city of Montreal, and likewise with the said Janet McDonald at other places in the said city of Montreal, in and during the summer of one thousand eight hundred and eighty-two, and the winter subsequent thereto; that owing to the acts of cruelty and debauchery of the said Joseph DeSola, and his neglect and refusal to supply the said Amanda Esther Davis with the necessaries of life, the said Amanda Esther Davis was obliged, on or about the nineteenth day of January, one thousand eight hundred and eighty three, to return to the house of her father, Samuel Davis, of the city of Montreal, cigar manufacturer, where she has ever since resided; that on or about the fifteenth day of February, one thousand eight hundred and eighty-three, the said Joseph DeSola absconded from and left the said city of Montreal and the Dominion of Canada, and went to the United States of America, and has, since that time, as the said Amanda Esther Davis has been informed, and verily believes, resided in the said city of Boston and vicinity; that the said Joseph DeSola has contributed nothing whatever to the support of the said Amanda Esther Davis since he left the said city of Montreal, but has been leading, in the said city of Boston and vicinity, a disreputable and dissipated life, living, in great part, in a brothel kept by one Linda Bryant, at number thirty-eight Dover street, in the said city of Boston; that the said Joseph DeSola, in the months of September and October last past, resided in the said house, kept by the said Linda Bryant, and was the paramour of the said Linda Bryant, with whom he committed adultery on divers occasions during the said months, and previous and subsequent thereto; that there has been no issue of the marriage of the said Amanda Esther Davis and the said Joseph DeSola; that on the twenty-fifth day of June, one thousand eight hundred and eighty-three, upon being made aware of the adultery and conduct of said Joseph DeSola previous thereto, the said Amanda Esther Davis instituted an action for separation, from bed and board, from the said Joseph DeSola,

DeSola, before Her Majesty's Superior Court for Lower Canada, sitting in and for the district of Montreal, said action bearing, amongst the records of the said court, the number one thousand two hundred and fifty one; that the declaration upon which the said action was based, alleged and set out the said acts of cruelty, desertion and adultery, committed previous to the institution of the said action, and, upon proof of the facts so alleged, judgment was rendered by the said the Honorable Superior Court, on the twenty-second day of September, one thousand eight hundred and eighty-three, adjudging that the said Amanda Esther Davis should be and remain, from the said day, duly separated from the said Joseph DeSola, her husband, as to bed and board, *de corps et d'habitation*, and that she should be no longer obliged to live with the said Joseph DeSola, and prohibiting the said Joseph DeSola from cohabiting with or disturbing the said Amanda Esther Davis in any manner whatsoever, and condemning the said Joseph DeSola to pay the costs of the said action; that there has been no collusion between the said Amanda Esther Davis and the said Joseph DeSola, with reference to the present proceedings; and whereas the said Amanda Esther Davis has prayed that the said marriage between her and the said Joseph DeSola be dissolved, annulled, set aside and put an end to, so that she may be freed from the same, and be enabled to contract matrimony with any other person with whom it would have been lawful for her to contract matrimony if they, the said Joseph DeSola and the said Amanda Esther Davis, had not inter-married :

And whereas it is proper and expedient that the prayer of the said petition should be granted : Therefore, Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows :—

Her marriage
annulled.

1. The marriage between the said Amanda Esther Davis and Joseph DeSola, her husband, entered into and celebrated at the city of Montreal on the eighth day of June, one thousand eight hundred and eighty-one, is hereby dissolved, and shall be, henceforth, null and void to all intents and purposes whatsoever.

She may
marry again.

2. It shall be lawful for the said Amanda Esther Davis, at any time hereafter, to marry with any other man with whom she might lawfully marry, in case the said first mentioned marriage had not been solemnized.

Her rights
and her child-
ren's rights in
such case.

3. In the event of the said Amanda Esther Davis hereafter marrying, she and the man with whom she so marries, and the issue, if any, of such marriage, shall have and possess the same rights in every respect as if the first mentioned marriage had never been solemnized.

CHAP. 38.

An Act for the relief of George Louis Emil Hatzfeld.

[Assented to 1st May, 1885.]

WHEREAS George Louis Emil Hatzfeld, of the city of Preamble.
Hamilton, in the Province of Ontario, accountant, has by his petition humbly set forth that on the seventh day of August, in the year of Our Lord one thousand eight hundred and sixty-nine, he was married to Anna Maria Hatzfeld, formerly Anna Maria Freyseng; that on the tenth day of May, in the year of Our Lord one thousand eight hundred and seventy-three, the said Anna Maria Hatzfeld deserted her said husband and went to New York, and afterwards to Germany, and now resides in the city of Toronto, and has not since the said tenth day of May, in the year of Our Lord one thousand eight hundred and seventy-three, resided with the said George Louis Emil Hatzfeld; that shortly after the said Anna Maria Hatzfeld deserted him as afore said, he, the said George Louis Emil Hatzfeld, discovered, as the fact was, that the said Anna Maria Hatzfeld had been leading an irregular life and had been committing adultery with one Robert Klostermann, between the first day of September, in the year of Our Lord one thousand eight hundred and seventy-one, and the said tenth day of May, in the year of Our Lord one thousand eight hundred and seventy-three; and whereas the said George Louis Emil Hatzfeld has prayed that he may be divorced *a vinculo matrimonii* from his said wife; and whereas the said George Louis Emil Hatzfeld has made proof of the facts above recited, and it is expedient that the prayer of the said petitioner should be granted: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. The said marriage between the said George Louis Emil Hatzfeld and the said Anna Maria Hatzfeld, his wife, shall Marriage annulled. from henceforth be null and void; and the same is hereby declared, adjudged and enacted to be null and void to all intents and purposes whatsoever.

2. It shall be lawful for the said George Louis Emil Hatzfeld hereafter to contract matrimony with any other woman He may marry again. whom he might lawfully marry in case the said marriage had not been solemnized.

CHAP. 39.

An Act for the Relief of Alice Elvira Evans.

[Assented to 1st May, 1885]

Preamble.

WHEREAS Alice Elvira Evans, *née* Johnson, now of the city of Toronto, in the Province of Ontario, dress-maker, wife of Owen Norton Evans, formerly of the city of Hamilton, but now of the town of Owen Sound, in the said Province of Ontario, upholsterer, hath, by her petition, humbly set forth, that on the sixteenth day of March, in the year of Our Lord one thousand eight hundred and seventy-four, she was lawfully married to the said Owen Norton Evans; that they lived and cohabited together, as husband and wife, until about the sixteenth day of October, one thousand eight hundred and seventy-five; that there was born of the said marriage one child, William Stewart Evans, now living; that on or about the sixteenth day of October, one thousand eight hundred and seventy-five, aforesaid, owing to the said Owen Norton Evans living in adultery with several women, it became impossible for the said Alice Elvira Evans to continue to live with the said Owen Norton Evans as his wife; that in or about and for several months subsequent to the month of May, one thousand eight hundred and seventy-seven, the said Owen Norton Evans formed an intimacy and committed adultery with a certain person named in the said petition, which said person so named, as aforesaid, bore a child to the said Owen Norton Evans; that since the eighteenth day of June, one thousand eight hundred and eighty-one, the said Owen Norton Evans has lived and is living in open adultery with another person, also named in the said petition, with whom he pretends to have contracted a marriage; that the said Owen Norton Evans has never contributed anything towards the maintenance and support of the said Alice Elvira Evans or her said child, either before or since the said separation; that the said Owen Norton Evans has, by his conduct, dissolved the bond of matrimony on his part: And whereas the said Alice Elvira Evans has humbly prayed that the said marriage may be dissolved, so as to enable her to marry again; that she may have the custody of her said child, William Stewart Evans, the issue of her marriage with the said Owen Norton Evans, and that such further relief may be afforded her as may be deemed fit: And whereas the said Alice Elvira Evans has proved the said allegations of her said petition and has established the acts of adultery, above mentioned, and it is expedient that the prayer of the said petition should be granted: Therefore, Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. The said marriage between the said Alice Elvira Evans and Owen Norton Evans, her said husband, is hereby dissolved, and is and shall be, henceforth, null and void, to all intents and purposes whatsoever. Her marriage annulled.

2. The said Alice Elvira Evans may, at any time hereafter, marry any man whom she might lawfully marry, in case the said marriage with Owen Norton Evans had not been solemnized. She may marry again.

3. In case of the said Alice Elvira Evans hereafter marrying any man whom it would have been lawful for her to marry, if she and the said Owen Norton Evans had not intermarried, and of there being any issue born to her of such subsequent marriage, the said issue so born shall be and the same are hereby declared to be, to all intents and purposes, legitimate, and the rights of them, the said issue, and each of them, and of their respective heirs, as respects their and each of their capacity to inherit, have, hold and enjoy and transmit all and all manner of property, real or personal, of what nature or kind soever from any person or persons whomsoever, shall be and remain the same as they would have been, to all intents and purposes whatsoever, if the marriage between the said Alice Elvira Evans and Owen Norton Evans had not taken place. Her rights and her children's rights if she marries again.

Chapters 40 to 84, both inclusive, are Public Acts and will
be found in Volume I.

CHAP. 85.

An Act for the relief of George Branford Cox.

[Assented to 20th July, 1885.]

Preamble.

WHEREAS George Branford Cox, of the town of Goderich, in the county of Huron, and Province of Ontario, in the Dominion of Canada, gentleman, hath, by his petition, humbly set forth that, on the fourteenth day of July, in the year of Our Lord one thousand eight hundred and seventy-five, he was lawfully married to Emily Cox; that they lived and cohabited together as husband and wife up to about the tenth day of October, in the year of Our Lord one thousand eight hundred and seventy-eight, when the said Emily Cox refused to live with the said George Branford Cox; that the said Emily Cox afterwards, to wit, in the year of Our Lord one thousand eight hundred and eighty-two, went to the United States of America, and there lived in a state of adultery with a certain person named in the evidence; that the said George Branford Cox discovered that she had been leading an irregular life; that the said Emily Cox has ever since continued to live apart from the said George Branford Cox, and that the said Emily Cox has, by her conduct, dissolved the bonds of matrimony on her part; and whereas the said George Branford Cox has humbly prayed that the said marriage may be dissolved so as to enable him to marry again, and that such further relief may be afforded him as may be deemed fit; and, whereas the said George Branford Cox has proved the allegations of his said petition, and has established the adultery above mentioned, and it is expedient that the prayer of the said petitioner should be granted: Therefore, Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

His marriage annulled.

1. The said marriage between the said George Branford Cox and Emily Cox, his said wife, is hereby dissolved, and is and shall be henceforth null and void to all intents and purposes whatsoever.

He may marry again.

2. The said George Branford Cox may, at any time hereafter, marry any woman whom he might lawfully marry in case the said marriage with Emily Cox had not been solemnized.

His rights and his children's rights in such case.

3. In case of the said George Branford Cox hereafter marrying any woman whom it would have been lawful for him to marry, if the said George Branford Cox and Emily Cox had not intermarried, and of there being any issue born to him of such subsequent marriage, the said issue so born, shall be and are hereby declared to be, to all intents and purposes, legitimate, and the rights of them, the said issue, and each of them, and of their respective heirs as respects their

their and each of their capacity to inherit, have, hold and enjoy, and transmit all and all manner of property real or personal, of what nature or kind soever, from any person or persons whomsoever, shall be and remain the same as they would have been to all intents and purposes whatsoever, if the marriage between the said George Branford Cox and Emily Cox had not taken place.

CHAP. 86.

An Act respecting the Manitoba and North-Western Railway Company of Canada.

[Assented to 20th July, 1885.]

WHEREAS by an Act of the Parliament of the Dominion Preamble.
of Canada, passed in the forty-sixth year of Her Majesty's reign, and chaptered sixty-eight, the directors of the Manitoba and North-Western Railway Company of Canada were authorized and empowered, under the authority of the shareholders to them given by resolution at a special meeting called for that purpose, to issue bonds under the seal of the Company, signed by its president or other presiding officer, and countersigned by the secretary, not to exceed in amount twenty thousand dollars per mile,—such bonds to be issued in proportion to the length of railway constructed or under contract to be constructed; and whereas, in accordance with the provisions of the said Act, the directors of the Company, under the authority of the shareholders to them given by resolution at a special meeting called for that purpose, did issue bonds under the seal of the Company, signed and countersigned, as provided by the said Act, to the amount of fourteen thousand six hundred dollars per mile,—such bonds being the first mortgage bonds of the Company; and whereas it has been found that the said sum is not sufficient to enable the Company to construct their road, and they have found it necessary to issue second mortgage bonds to the amount of five thousand four hundred dollars per mile, for the purpose of raising money for the prosecution of the construction of the said railway; and whereas doubts have arisen as to the legality of such second mortgage bonds, and the said Company have, by their petition, prayed that such bonds should be legalized, and it is expedient that the prayer of the said petition be granted: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, declares and enacts as follows:—

1. The bonds of the said the Manitoba and North-Western Railway Company of Canada, mentioned in the preamble to this Act, and issued to the amount of fourteen thousand six hundred dollars per mile, under the authority of a deed First mortgage bonds defined.
of

of the Company dated on the first day of December, one thousand eight hundred and eighty-three, and modified by a deed of the Company dated on the fifteenth day of May, one thousand eight hundred and eighty-four, are the first mortgage bonds of the Company.

Second mortgage bonds legalized.

Proviso; amount limited.

2. All the second mortgage bonds mentioned in the preamble to this Act issued or to be issued by the Company are hereby legalized and confirmed, and each and every of the said bonds, and the coupons attached to each of such bonds, shall be legal and binding upon the said Company, according to the terms and effect of the said bonds: Provided, that the total amount of bonds issued by the Company shall, in no case, exceed twenty thousand dollars per mile, to be issued in proportion to the length of railway constructed or under contract to be constructed.

CHAP. 87.

An Act to incorporate the West Ontario Pacific Railway Company.

[Assented to 20th July, 1885.]

Preamble.

WHEREAS the construction of a railway from some point on the River St. Clair, between the town of Sarnia, or the village of Point Edward, and the village of Courtright, to some point on Lake Erie, within the county of Elgin, with a branch line to the town of Ingersoll, or the town of Woodstock, in the county of Oxford, is necessary for the development of the resources of the counties through which the said railway is to pass; and whereas the construction of such a railway would be for the general advantage of Canada; and whereas a petition has been presented, praying for the incorporation of a company for the purposes aforesaid, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Certain persons incorporated.

Corporate name; declaration of general advantage.

1. James Dawson, Raymond A. Baby, John Joseph Hawkins and John P. Dawson, together with such other persons as become shareholders in the company to be hereby incorporated, are hereby declared to be a body corporate and politic, under the name of "The West Ontario Pacific Railway Company," hereinafter called the Company, and the said railway is hereby declared to be a work for the general advantage of Canada.

Line of railway described.

2. The Company may lay out, construct and operate a double or single line of railway from some point on the River St. Clair, between the town of Sarnia, or the village of Point Edward, and the village of Courtright, through the

the county of Middlesex, and thence to some point on Lake Erie, within the limits of the county of Elgin, with a branch to the town of Ingersoll or Woodstock, in the county of Oxford, with power to cross all railways running in any of the counties above named, in the Province of Ontario; and all the provisions of this Act relating to the issue of mortgage bonds on the security of the said main line shall apply to the said branch line as fully and amply as they apply to the said main line.

Branch to
Ingersoll.

3. The persons whose names are set forth in the first section hereof, with power to add to their number, shall be provisional directors of the Company, and shall hold office as such until the first election of directors under this Act, and shall have power forthwith to open stock books, procure subscriptions of stock for the undertaking, receive payments thereon, make or cause to be made plans and surveys of the works herein contemplated, and to deposit in any chartered banks all moneys received by them on account of stock subscribed or otherwise received on account of the Company, and to receive on behalf of the Company from any Government or from any persons or bodies corporate, municipal or politic, who may have the power to grant the same, any grant, loan, bonus or gift made to it in aid of the undertaking, or any portion of it.

Provisional
directors:
term of office.

Their powers.

4. The capital stock of the Company shall be five hundred thousand dollars, divided into five thousand shares of one hundred dollars each, and shall be applied, in the first place, to the payment of all expenses for procuring the passing of this Act, of organizing the Company, and for making surveys, plans and estimates connected with the works hereby authorized.

Capital stock
and shares.

How to be
applied.

5. When two hundred thousand dollars of the said capital have been subscribed as aforesaid, and ten per cent. thereof has been paid into some chartered bank of Canada, to the credit of the Company, the provisional directors shall call a general meeting of the subscribers to the said capital stock, to be held at the town of Sarnia, for the purpose of electing five directors,—giving at least two weeks' previous notice of such meeting in the *Canada Gazette*, and in some newspaper published in the town of Sarnia, in the county of Lambton, and by circular addressed by mail to each subscriber, stating the time, place and purpose of the said meeting; and at such general meeting the shareholders may choose five persons qualified as hereinafter mentioned, to be directors of the Company, who, together with any *ex-officio* directors, shall constitute a board of directors.

First meeting
of shareholders;
notice.

Election of
five directors
and term of
office.

6. Thereafter the annual meeting of the shareholders of the Company, for the election of the directors and other general

Annual meet-
ing of share-
holders and
general

election of directors.

general purposes, shall be held on the first Tuesday in February of each year, in the said town of Sarnia, or some other place in Ontario, to be appointed by by-law, when five directors shall be chosen; and two weeks' previous notice of such meeting shall be given by advertisement and circular, as provided for in the next preceding section.

Notice.

Qualification of directors.

7. No person shall be a director of the Company unless he is the holder in his own right of at least ten shares in the stock of the Company, and has paid up all calls thereon.

Special general meetings.

8. Special general meetings of the shareholders of the Company may be called in the method prescribed in the by-laws of the Company, and upon notices to be given by advertisement and circular, as mentioned in section five hereof.

One paid director.

9. The said board of directors may employ one of their number as paid director.

Number of directors may be increased.

10. The number of directors may be increased to not more than ten, by by-law passed by the shareholders at any annual general meeting, or special meeting called for that purpose.

Grants in aid of undertaking may be received.

11. The Company may receive, in aid of the construction of the said railway, from any Government or from any persons or bodies corporate, municipal or politic, who may have power to make or grant the same, any bonus in money or debentures, either with or without conditions, and may enter into agreements for the carrying out of any such conditions or with respect thereto.

Head officer of municipality granting aid to be *ex-officio* one of the directors.

12. The mayor, warden or reeve of any municipal corporation lawfully giving a bonus to the amount of ten thousand dollars or upwards in aid of the construction of such railway, shall be *ex-officio* one of the directors of the Company, in addition to the number of directors authorized by this Act.

Promissory notes and bills, &c.

13. The Company may become party to promissory notes and bills of exchange for sums not less than one hundred dollars; and any such promissory note made, drawn, accepted or indorsed by the president or vice-president of the Company, and countersigned by the secretary and treasurer of the Company, shall be binding on the Company; and every such promissory note or bill of exchange so made, drawn, accepted or indorsed, shall be presumed to have been made, drawn, accepted or indorsed with proper authority; and in no case shall it be necessary to have the seal of the Company affixed to such promissory note or bill of exchange,—nor shall the said president or vice-president, or the secretary and treasurer, be individually responsible for the same, unless the said promissory note or bill of exchange has been issued without proper authority: Provided however, that

Form of; non-liability of president, &c.

Proviso: as to notes payable to bearer.

nothing in this section shall be construed to authorize the Company

Company to issue notes or bills of exchange payable to bearer or intended to be circulated as money or as the notes or bills of a bank.

14. The directors of the Company, after the sanction of the shareholders has been first obtained at any special general meeting to be called, from time to time, for such purpose,—at which meeting shareholders representing at least one-half in value of the stock are present,—may issue bonds made and signed by the president or vice-president of the Company, and countersigned by the secretary and treasurer, and under the seal of the Company, for the purpose of raising money for prosecuting the said undertaking; and such bonds shall, without registration or formal conveyance, be taken and be considered to be the first preferential claim and charge upon the undertaking, and the tolls and property of the Company, real and personal, then existing, and at any time thereafter acquired: Provided however, that the whole amount of such issue of bonds shall not exceed, in all, the sum of twenty thousand dollars per mile; and provided also that, in the event, at any time, of the interest upon the said bonds remaining unpaid and owing, then, at the next ensuing annual general meeting of the Company, and at all other general meetings as long as the said default continues, all holders of bonds shall have and possess the same rights and privileges and qualifications for directors and for voting as they would have if the bonds they held had been shares; provided that the bonds and any transfers thereof have been first registered in the same manner as is provided for the registration of shares; and it shall be the duty of the secretary of the Company to register the same on being required so to do by any holder thereof.

Bonds may be issued with consent of shareholders.

How secured.

Proviso: amount limited and bondholders to have voting power in default of payment.

Previous registration required.

15. The Company may secure any such bonds by a deed or deeds of mortgage executed by the company, with the authority of its shareholders, expressed by a resolution passed at such special general meeting; and any such deed may contain such description of the property mortgaged by such deed, and such conditions respecting the payment of the bonds secured thereby, and of the interest thereon, and the remedies to be enjoyed by the holders of such bonds, or by any trustee or trustees for them, in default of such payment, and the enforcement of such remedies, and may provide for such forfeitures and penalties, in default of such payment, as are approved by such meeting; and such deed may also contain, with the approval aforesaid, authority to the trustee or trustees, upon such default, as one of such remedies, to take possession of the railway and property mortgaged, and to hold and run the same for the benefit of the bondholders thereof, for a time to be limited by such deed, or to sell the said railway and property after such delay and upon such terms and conditions as are stated in such deed;

Mortgage deed to secure bonds.

What provisions such deed may contain.

Powers to trustee under it.

and

Right of voting to bondholders in default of payment.

and, with like approval, any such deed may contain provisions to the effect that, upon such default and upon such other conditions as are described in such deed, the right of voting possessed by the shareholders of the Company shall cease and determine, and shall thereafter appertain to the bondholders; and such deed may also provide for the conditional or absolute cancellation, after such sale, of any or all of the shares so deprived of voting power, and may also, either directly by its terms or indirectly by reference to the by-laws of the Company, provide for the mode of enforcing and exercising the powers and authority to be conferred and defined by such deed under the provisions hereof; and such deed and such provisions thereof as purport, with like approval, to grant such further and other powers and privileges to such trustee or trustees, and to such bondholders, as are not contrary to law or to the provisions of this Act, shall be valid and binding; but if any change in the ownership or possession of the said railway and property at any time takes place under the provisions hereof, or of any such deed, or in any other manner, the said railway and property shall continue to be held and operated under the provisions hereof, and of "*The Consolidated Railway Act, 1879*," as hereby modified.

Validity of deed.

Provisions in case of change in ownership.

Bonds may be in dollars or sterling.

16. The bonds authorized by this Act to be issued by the Company, may be issued in whole or in part, in the denomination of dollars or pounds sterling, or in either or both of them, and the coupons may be for payment in denominations similar to those of the bond to which they are attached; and the whole or any of such bonds may be pledged, negotiated or sold upon such conditions and at such price as the board of directors from time to time determine.

Sale of bonds.

No registration necessary.

17. It shall not be necessary, in order to preserve the priority, lien, charge or privilege purporting to appertain to or be created by any bond issued or mortgage deed executed under the provisions of this Act, that such bond or deed should be registered in any manner or in any place whatever; but every such mortgage deed shall be deposited in the office of the Secretary of State of Canada,—of which deposit notice shall be given in the *Canada Gazette*; and in like manner any agreement entered into by the Company, under section nineteen of this Act, shall also be deposited in the said office; and a copy of such mortgage deed or agreement, certified to be a true copy by the Secretary of State or his deputy, shall be received as *prima facie* evidence of the original in all courts of justice, without proof of the signature or seal upon such original.

Deeds to be deposited with Secretary of State.

Certified copy to be evidence.

Paid up stock may be issued for right of way, &c.

18. The directors of the Company may make and issue, as paid up stock, shares in the Company, whether subscribed for or not, and may allot such shares of paid up stock of the Company,

Company, in payment of right of way, plant, rolling stock or materials of any kind, and also for the services of or work done by contractors, engineers and other persons who have been or are, before or after such issue, engaged in promoting the undertaking and interests of the Company; and such allotment of stock shall be binding on the Company, and the paid up stock shall be unassessable thereafter for calls.

19. The company may enter into an agreement with any other railway Company whose line of railway is crossed by the line of the Company hereby incorporated, or with which it connects, for conveying or leasing to such company the railway of the Company hereby incorporated, in whole or in part, or any branch thereof, or any rights or powers acquired under this Act, as also the surveys, plans, works, plant, material, machinery and other property to them belonging, on such terms and conditions, and for such period as may be agreed upon, and subject to such restrictions as to the directors seem fit: Provided, that the said conveyances, leases, agreements and arrangements have been first sanctioned by a majority of the votes, at a special general meeting of the shareholders called for the purpose of considering the same,—at which meeting shareholders representing at least one-half in value of the stock are present in person or represented by proxy,—on due notice given; and also by the Governor in Council: Provided that, before such sanction by the Governor in Council shall be given, notice of the application therefor shall be published in the *Canada Gazette* and in one newspaper in each of the counties through which the said railway runs, for at least two months prior to the time therein named for the making of such application; and such notice shall state a time and place where and when the application shall be made, and that all parties may then and there appear and be heard on such application.

Company may amalgamate or arrange with any other railway company for leasing or hiring any portion of railway, &c.

Proviso: as to approval of shareholders and of the Governor in Council.

Notice of application for approval.

20. The Company may construct, work and operate such line or lines of telegraph or telephone along their line of railway and branches as may be necessary for the purposes of their undertaking; and for the purposes of such lines of telegraph or telephone, the Company are hereby invested with all the rights, powers and privileges, and are subjected to the same obligations as those enacted as to lines of telegraph by the Act, chapter sixty-seven of the Consolidated Statutes of the late Province of Canada and the Act amending the same.

Telegraph and telephone lines.

21. The Company shall have power to build, acquire and work elevators, docks and wharves, and to acquire, own, hold, charter, work and run steam and other vessels for cargo and passengers, upon any navigable water which their railway reaches or with which it connects, and to construct and operate a steam ferry across the River St. Clair for the purposes

Company may hold elevators, steam and other vessels.

poses of the Company or in connection with any other railway or railways.

Time for commencement and completion of railway.

22. The railway shall be commenced within two years, and completed to a point in the county of Middlesex, within five years, and be fully completed within eight years from and after the passing of this Act; otherwise the powers granted by this Act shall be forfeited.

CHAP. 88.

An Act to incorporate the Alberta and Athabasca Railway Company.

[Assented to 20th July, 1885.]

Preamble.

WHEREAS the construction of a railway from some point on the Bow River, or the Canadian Pacific Railway, at or between Calgary and Crowfoot creek, northerly to a point on the Athabasca river, crossing the North Saskatchewan near to the town plot of Edmonton, would be for the general advantage of Canada; and whereas a petition has been presented, praying for the incorporation of a Company for the purpose of constructing and working the same, and of constructing, owning and operating telegraph and telephone lines along the line of the said railway, and to construct, charter and navigate vessels, and to build docks, wharves, warehouses and grain elevators upon the Red Deer, North Saskatchewan and Athabasca rivers, and upon other rivers and streams tributary thereto, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Certain persons incorporated.

1. Henry B. Beard, George F. Jackson, William W. Huntington, John S. McEwen, Louis Sands, Arthur T. H. Williams, R. P. Russell, A. B. Nettleton, Samuel P. Snider and C. C. Colby, together with all such persons and corporations as shall become shareholders in the Company hereby incorporated, shall be and are hereby constituted a body corporate and politic, by and under the name of "The Alberta and Athabasca Railway Company," hereinafter called the Company.

Corporate name.

Line of railway described.

2. The Company shall have power and authority to lay out and construct a railway from some point on the Bow river or the Canadian Pacific Railway, at or between Calgary and Crowfoot creek, and thence northerly to a point on the

the Athabasca river, crossing the North Saskatchewan near the town plot of Edmonton, and to construct all necessary bridges over rivers crossing the said line between the said points.

3. The said railway shall be of four feet eight and half Gauge. inches gauge.

4. The Company shall have power and authority to lay out, construct, complete, maintain, work, manage and use a railway bridge over any navigable stream or streams on the line of the said railway.

Bridges over navigable water.

5. The Company shall not commence any such bridge or any work thereunto appertaining until the Company have submitted to the Governor in Council plans of such bridge and of all the works thereunto appertaining, nor until the plans and site of such bridge have been approved by the Governor in Council,—and such conditions as he has thought fit for the public good to impose, touching the said works, have been complied with; nor shall any such plan be altered nor any deviation therefrom be allowed except with the permission of the Governor in Council, and upon such conditions as he imposes: Provided always, that if any such bridge be placed over any such river or stream at a place where the same is navigable, and if the Governor in Council determines that such bridge shall be a draw-bridge, the same shall be constructed so as to have one draw in the main channel of such river or stream,—which draw shall be of such width as the Governor in Council determines, and shall otherwise give free and unobstructed passage to vessels of every description navigating the said river or stream; and the said draw shall, at all times during the season of navigation, be kept open, except when actually required to be closed for the passage of railway trains, and shall be otherwise tended and moved at the expense of the Company, so as not to hinder unnecessarily the passage of any vessel: from sundown to sunrise, during the season of navigation, suitable lights shall be maintained upon every such bridge to guide vessels approaching the said draw.

Plans of bridges to be submitted to Governor in Council.

Provision as to draw bridges.

Lights at night.

6. The Company shall also have power to construct, own and operate telegraph and telephone lines necessary for the business of the Company, along and near the line of the said railway,—and to own, construct, charter and navigate steamboats and other vessels upon the Red Deer, North Saskatchewan and Athabasca rivers,—and upon other rivers and streams tributary thereto, and to construct, own, lease and use docks, wharves, warehouses, grain elevators and other works for facilitating transportation upon the said rivers or streams, or any of them,—and to receive and forward goods and merchandise by express.

Telegraph and telephone lines.

Steamboats, &c., on rivers.

Forwarding goods by express.

- Provisional directors and their powers.** 7. Henry B. Beard, George F. Jackson, William W. Huntington, John S. McEwen, Louis Sands, Arthur T. H. Williams, R. P. Russell, A. B. Nettleton, Samuel P. Snider and C. C. Colby, shall be and are hereby constituted provisional directors of the said Company (of whom five shall be a quorum) and shall hold office as such until the first election of directors under this Act, and shall have power forthwith to open stock books and procure subscriptions of stock for the undertaking,—giving at least four weeks' previous notice by advertisement in the *Canada Gazette* of the time and place of their meeting, to receive such subscriptions of stock; and they shall have power to deposit, in any chartered bank of Canada, all moneys received by them on account of stock subscribed,—and also all such powers as are vested in provisional directors by "*The Consolidated Railway Act, 1879.*"
- Stock books and subscriptions.**
- Railway Act to apply. 42 V., c. 9.**
- Capital stock and shares.** 8. The capital stock of the Company shall be one million five hundred thousand dollars divided into shares of one hundred dollars each; and the money so raised shall be applied in the first place to the payment of all expenses and disbursements connected with the organization of the Company and other preliminary expenses, and making the surveys, plans and estimates connected with the works hereby authorized; and all the remainder of such money shall be applied to the making, completing, equipping and maintaining of the said railway and the other purposes of this Act, and no other purposes whatsoever.
- Application thereof.**
- Ten per cent. payable on subscription.** 9. No subscription of stock in the capital of the Company shall be lawful or valid unless ten per centum shall have been actually and *bonâ fide* paid thereon at the time of such subscription, into one or more of the chartered banks of Canada designated by the directors; and such ten per centum shall not be withdrawn from such bank or otherwise applied except for the purposes of the Company; and the said directors, or a majority of them, may, in their discretion, apportion the stock so subscribed among the subscribers as they deem most advantageous and conducive to the furtherance of the undertaking.
- Allotment of stock.**
- Grants in aid.** 10. The Company may, for the purposes of the railway, receive from any Government, person or body corporate, in aid of the construction, equipment and maintenance of the said railway, grants of land, bonuses, loans or gifts of money or securities for money.
- First meeting of shareholders.** 11. When five hundred thousand dollars have been subscribed as aforesaid, and ten per cent. thereof paid up, the provisional directors may call a meeting of the shareholders at the city of Winnipeg, giving twenty days' previous notice in one or more newspapers published in the cities of Toronto, Winnipeg and Calgary, and in the *Canada Gazette*, and also by
- Notice.**

by circular addressed by mail to each subscriber (when his or her address is known) of the time and place and purpose of the said meeting.

12. No person shall be elected a director of the Company unless he is the holder and owner of at least fifty shares in the stock of the Company and has paid up all calls thereon. Qualification of directors.

13. At such general meeting, the subscribers for the capital stock assembled, who have so paid up ten per centum thereof and also are present in person or represented by proxy, shall choose nine persons to be directors of the Company. First election of directors.

14. Thereafter, the annual general meeting of the shareholders of the Company for the election of directors and other general purposes shall be held at such time and place as are appointed by by-law of the Company; and two weeks' previous notice thereof shall be given by publication in the *Canada Gazette*, and in one newspaper published at the city of Winnipeg and in one published at Calgary. Annual general meeting. Notice.

15. All shareholders in the Company, whether British subjects or aliens, or resident in Canada or elsewhere, shall have equal rights to hold stock in the Company and to vote on the same, and shall be eligible to office in the Company. Equal rights of shareholders.

16. No call to be made at any time upon the capital stock shall exceed ten per centum on the subscribed capital, and not less than thirty days shall intervene between any one call and a succeeding call. Calls on stock; limitation.

17. The directors of the Company, under the authority of a vote of a two-thirds majority of the shareholders, present or represented at a special general meeting called for that purpose,—at which meeting shareholders representing at least one-half in value of the stock are present or represented by proxy,—are hereby authorized to issue bonds under the seal of the Company, signed by its president or other presiding officer, and countersigned by its secretary or treasurer; and such bonds may be made payable at such times and in such manner and at such place or places in Canada or elsewhere, and bearing such rate of interest, as the directors think proper; and the directors shall have power to issue and sell or pledge all or any of the said bonds at the best price and upon the best terms and conditions which, at the time, they are able to obtain, for the purpose of raising money for prosecuting the said undertaking; and such bonds shall, without formal conveyance, be taken and considered to be the first and preferential claim and charge upon the undertaking and the tolls and property of the Company, real and personal, then existing and at any time thereafter Bonds may be issued with consent of shareholders. Form and disposal of. To be a first charge on the undertaking.

after

Rights of holders.

after acquired, save and except as hereinafter provided for ; and each holder of the said bonds shall be held and deemed to be a mortgagee or incumbrancer upon the said securities *pro rata* with the other bondholders, and shall have priority as such : Provided, that the amount of bonds so issued, sold or pledged, shall not exceed twenty thousand dollars per mile, to be issued in proportion to the length of the railway constructed or under contract to be constructed.

Proviso ; amount limited.

Bonds may be secured by a mortgage deed.

18. Notwithstanding anything in this Act contained, the Company may secure the bonds to be issued by them by a mortgage deed creating such mortgage a charge and incumbrance upon the whole or part of such property, assets, rents and revenues of the Company, present or future or both, as are described in the said deed, but such rents and revenues shall be subject, in the first instance, to the payment of the working expenses of the railway ; and by the said deed the Company may grant to the holders of such bonds, or to the trustee or trustees named in such deed, all and every the powers and remedies granted by this Act in respect of the said bonds, and all other powers and remedies not inconsistent with this Act,—or may restrict the bondholders in the exercise of any power, privilege or remedy granted by this Act, as the case may be ; and all such powers, rights and remedies as are so contained in such mortgage deed shall be valid binding and available to the bondholders, in manner and form as therein provided.

What provisions such deed may contain.

Deed to be valid and binding.

Powers of bondholders to vote, &c., in case of non-payment of principal or interest.

19. If the Company make default in payment of the principal of or interest on any of the bonds hereby authorized, at the time when the same, by the terms of the bonds, becomes due and payable, then, at the next ensuing annual general meeting of the Company and all subsequent meetings, all holders of bonds, so being and remaining in default, shall, in respect thereof, have and possess the same rights, privileges and qualifications for directors, and for voting at general meetings, as would be attached to them as shareholders if they had held fully paid-up shares of the Company to a corresponding amount : Provided nevertheless, that the right given by this section shall not be exercised by any bondholder, unless the bonds, in respect of which he claims to exercise such right, have been first registered in his name, in the same manner as is provided by law for the registration of the shares of the Company ; and for that purpose the Company shall be bound, on demand, to register any of the said bonds, in the name of the holder thereof, in the same manner as a transfer of shares : Provided also, that the exercise of the rights given by this section shall not take away, limit or restrain any other of the rights or remedies to which the holders of the said bonds shall be entitled.

Proviso ; as to previous registration.

Proviso ; certain rights not affected.

20. All bonds hereby authorized, and the coupons and interest warrants thereon respectively, may be made payable to bearer, and shall, in that case, be transferable by delivery, until registry thereof in manner provided in the next preceding section, and while so registered they shall be transferable by written transfer registered in the same manner as in the case of shares; but they shall again become transferable by delivery upon the registration of a transfer to bearer, which the Company shall be bound to register on the demand of the registered holder for the time being.

Transfer of bonds by delivery until registered.

And after.

21. The Company may become party to promissory notes and bills of exchange for sums of not less than one hundred dollars; and any such note or bill made, drawn, accepted or indorsed by the president or vice-president of the Company and countersigned by the secretary, shall be binding on the Company; and any such promissory note or bill of exchange so made, drawn, accepted or indorsed as aforesaid, shall be presumed to have been made, drawn, accepted or indorsed with proper authority; and in no case shall it be necessary to have the seal of the Company affixed to such promissory note or bill of exchange,—nor shall the president, vice-president or secretary be individually responsible or liable for the same, unless the said promissory note or bill of exchange has been issued without proper authority: Provided however, that nothing in this section shall be construed to authorize the Company to issue any note or bill payable to bearer, or intended to be circulated as money or as the bill or note of a bank.

Promissory notes and bills of exchange.

Form.

Non-liability of President, &c.

Proviso; not to be payable to bearer.

22. The works hereby authorized to be constructed shall be commenced within two years and completed within six years from the passing of this Act.

Time for construction.

23. The lands, acquired by the Company and held by the Company for the purposes thereof, may be conveyed to trustees, to be held, conveyed or otherwise disposed of by them, upon the trusts and for the purposes herein declared in reference to such lands; and all moneys arising from the sale of such lands shall be held and applied in trust for the purposes following, that is to say: first, in payment of the expenses connected with the acquisition, purchase, survey, management and sale of the said lands; secondly, in payment of the dividends and interest on and principal of the bonds, from time to time payable in cash by the Company, provided such principal, dividends and interest have been made a charge on such lands; and thirdly, for the general purposes of the Company.

Lands of company may be vested in trustees.

Application of proceeds of lands sold.

24. All lands sold and conveyed by the Company, or by the said trustees, after a conveyance thereof to them upon the trusts aforesaid, and which have been paid for in cash

Release of lands sold and paid for.

to

Disposal of purchase money.

to the person or persons entitled to receive the purchase money, shall thereby be forever released and discharged from all mortgages, liens and charges of any kind or nature, by this Act or by the Company created; and the purchase money arising from the sale of such lands by the Company shall be applied, in the first place, in the satisfaction of any mortgage thereon created by the Company; and after payment of any such mortgage or lien created by the Company thereon, the same shall be applied in accordance with the trusts in the next preceding section declared.

Form of deeds to company.

25. Deeds and conveyances of land to the Company, not being letters patent from the Crown, may, in so far as circumstances will admit, be in the form following, or in any other form to the like effect, that is to say:—

The form.

Know all men by these presents, that I, A. B., in consideration of _____ paid to me by The Alberta and Athabasca Railway Company, the receipt whereof is hereby acknowledged, do grant, bargain, sell and convey unto the said The Alberta and Athabasca Railway Company, their successors and assigns, all that tract or parcel of land (*describe the land*), to have and to hold the said land and premises, unto the said Company, their successors and assigns, for ever.

Witness my hand and seal, this _____ day of _____, one thousand eight hundred and _____

Signed, sealed and delivered }
in presence of } A. B. [L. S.

C. D. }
E. F. }

CHAP. 89.

An Act to incorporate the Winnipeg and Prince Albert Railway Company.

[Assented to 20th July, 1885.]

Preamble.

WHEREAS the construction of a railway from a point on Lake Winnipeg, at or near Grand Rapids, to a point at or near Prince Albert, on the Saskatchewan River, in the district of Saskatchewan, and between the fifty-third and fifty-fourth parallels of latitude, with a branch to a point at or near Cumberland House, would be for the general advantage of Canada; and whereas a petition has been presented, praying

ing for the incorporation of a company for the purpose of constructing and working the same, and of constructing, owning and operating lines of telegraph and telephone along the said railway, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. Joseph Edmund Gelley, the Honorable Joseph Royal, M.P., Clarence W. Moberly, James Worthington, the Honorable A. G. B. Bannatyne and Rufus Stephenson, together with all such persons as become shareholders in the company hereby incorporated, are hereby constituted a body corporate by and under the name of the Winnipeg and Prince Albert Railway Company, hereinafter called the Company.

Certain persons incorporated.

Corporate name.

2. The Company may lay out, construct and operate a railway of a gauge of four feet eight inches and one-half inch, from Lake Winnipeg, at or near Grand Rapids, to a point on the Saskatchewan River, at or near Prince Albert, in the district of Saskatchewan: Provided always, that the location of the line of railway shall be subject to the approval of the Governor in Council.

Line of railway described.

Proviso: for approval.

3. The persons named in the first section of this Act are hereby constituted the provisional board of directors of the Company, and shall hold office until directors are appointed, under the provisions of this Act, by the shareholders; and they shall have power and authority to fill vacancies occurring among their number, to open stock books and procure subscribers for the undertaking, to cause surveys and plans to be made and executed, and to call a general meeting of shareholders for the election of directors, as hereinafter provided.

Provisional directors.

Their powers.

4. The capital stock of the Company shall be three millions of dollars, to be divided into shares of one hundred dollars each; and shall be applied, in the first place, to the payment of all expenses and disbursements connected with the organization of the Company and other preliminary expenses, and making the surveys, plans and estimates connected with the works hereby authorized; and all the remainder of such money shall be applied to the making, completing, equipping and maintaining of the said railway, and other purposes of this Act, and for no other purpose whatever.

Capital stock and shares.

Application thereof.

5. No subscription of stock in the capital of the Company shall be legal or valid unless ten per centum has been paid thereon, within thirty days after subscription, into any chartered bank of Canada, to be designated by the directors; and such ten per centum shall not be withdrawn

Ten per cent. payable on subscription.

drawn from such bank or otherwise applied except for the purposes of the Company; and the provisional directors may, in their discretion, apportion the stock so subscribed among the subscribers as they deem most advantageous and conducive to the furtherance of the undertaking; and the provisional or the elected directors, when authorized by the shareholders at any general meeting, or special meeting called for the purpose, may accept payment in full for stock from any subscriber therefor, at the time of making subscription thereof, or at any time before the making of a final call thereon, and may allow such percentage or discount as they deem expedient and reasonable,—and thereupon may issue to such subscriber scrip to the full amount of such stock subscribed.

Allotment of stock.

Payment of stock in full.

Allowance in such case.

Issue of paid up stock or bonds for certain considerations.

6. The directors may make or issue stock as paid up stock, and pay or agree to pay in such paid up stock, such sums as they deem expedient, to engineers or contractors, or for right of way or material, plant or rolling stock, or for the services of persons employed by the directors in furtherance of the undertaking, or purchase of right of way, material, plant or rolling stock.

Telegraph and telephone lines, wharves &c.

7. The Company may construct and operate electric telegraph and telephone lines along and in connection with the railway and its branches,—and may construct such wharves, docks, elevators, warehouses and other buildings as are found requisite for carrying on the traffic of the company.

First meeting of shareholders.

8. When and so soon as shares to the amount of five hundred thousand dollars, in capital stock of the Company, have been subscribed, and ten per centum has been paid thereon, the provisional directors shall call a general meeting of the subscribers to the said capital stock, at Winnipeg, for the purpose of electing directors of the Company, giving at least four weeks' previous notice of the time, place and purpose of such meeting by public advertisement in the *Canada Gazette* and in some daily paper published in Winnipeg, and also by circular mailed post paid to the address of each subscriber so far as known to the provisional directors: provided always, that the directors so elected may, by by-law or resolution close the stock books, after shares to the said amount of five hundred thousand dollars have been subscribed, and may, from time to time, re-open the said stock-books and receive subscriptions for additional shares of stock up to the limit authorized by this Act, when and as the same are required for the purposes of the Company.

Stock books may be closed and re-opened.

Qualification of directors.

9. No person shall be a director of the Company unless he is holder and owner of at least twenty shares in the stock of the Company, and has paid up all calls thereon.

10. At such general meeting, the shareholders who have paid up ten per centum upon their respective shares may choose nine persons to be directors of the Company, of whom five shall be a quorum.

Election of directors.
Quorum.

11. Thereafter, the annual general meeting of the shareholders for the election of directors and other general purposes shall be held on the first Wednesday in the month of February in each year, at such place in Canada as is appointed by by-law of the Company; and four weeks' previous notice thereof shall be given by publication in the *Canada Gazette*, and in one newspaper published in the city of Winnipeg.

Annual general meeting.
Notice.

12. The directors of the Company, if thereto authorized by a special general meeting called for that purpose,—at which meeting shareholders representing at least one-half in value of the stock are present in person or represented by proxy,—may issue bonds, under the seal of the Company, signed by its president or other presiding officer, and countersigned by its secretary and treasurer; and such bonds may be made payable at such times and in such manner and at such place or places, in Canada or elsewhere, and bearing such rate of interest as the directors think proper; and the directors shall have power to issue and sell or pledge all or any of the said bonds at the best price and upon the best terms and conditions which, at the time, they may be able to obtain, for the purpose of raising money for prosecuting the said undertaking: Provided, that the amount of bonds so issued, sold or pledged, shall not exceed twenty thousand dollars per mile: Provided also, that no such bonds shall be issued until at least five hundred thousand dollars have been subscribed to the capital stock, and ten per centum of the same has been paid thereon:

Bonds may be issued by authority of shareholders.

Form and disposal thereof.

Amount limited.

When bonds may be issued.

2. Notwithstanding anything in this Act contained, the Company may secure the bonds to be issued by them by a mortgage deed, creating such mortgages, charges and incumbrances upon the whole or any part of such property, assets, rents and revenues of the Company, present or future or both, as are described in the said deed, but such rents and revenues shall be subject, in the first instance, to the payment of working expenses of the railway:

Bonds may be secured by mortgage deed.

3. By the said deed the Company may grant to the holders of such bonds, or to the trustee or trustees named in such deed, all and every the powers and remedies granted by this Act in respect of the said bonds, and all other powers and remedies not inconsistent with this Act, or may restrict the bondholders in the exercise of any power, privilege or remedy

What provisions such deed may contain.

remedy granted by this Act, as the case may be; and all such powers, rights and remedies as are so contained in such mortgage deed shall be valid, binding and available to the bondholders in manner and form therein provided.

To be valid and binding.

Bonds to be a first charge on the railway.

Exceptions. Rights of holders.

13. The bonds, hereby authorized to be issued shall, without registration or formal conveyance, be the first preferential claim and charge upon the Company, and the undertaking, tolls and income, and real and personal property thereof, now or at any time hereafter acquired, save and except as is provided for in the next preceding section; and each holder of the said bonds, shall be deemed to be a mortgagee or incumbrancer upon the said securities, *pro rata*, with other bondholders, and shall have priority as such.

Voting powers of bondholders in default of payment of principal or interest.

14. If the Company makes default in payment of the principal of or interest on any of the bonds, hereby authorized, at the time when the same is, by the terms of the bonds, due and payable,—then, at the next ensuing annual general meeting of the Company, and all subsequent meetings, all holders of bonds, upon which default has been so made, shall, in respect thereof, have and possess the same rights, privileges and qualifications for being elected directors, and for voting at general meetings, as if they had held fully paid-up shares of the Company to a corresponding amount:

Registration of bonds in such case.

2. The right given by this section shall not be exercised by any bondholder, unless the bonds, in respect of which he claims to exercise such right have been first registered in his name, in the same manner as is provided by law for the registration of the shares of the Company; and for that purpose the Company shall be bound, on demand, to register any of the said bonds, in the name of the holder thereof, in the same manner as a transfer of shares:

Certain rights not affected.

3. Provided always, that the exercise of the rights given by this section shall not take away, limit or restrain any other of the rights or remedies to which the holders of the said bonds are entitled.

Transfer of bonds, debentures, &c.

15. All bonds hereby authorized, and the coupons thereon, may be made payable to bearer, and shall in that case be transferable by delivery, until registry thereof in manner provided in the next preceding section, and while so registered, in the same manner as in the case of shares; but they shall again become transferable by delivery upon the registration of a transfer to bearer, which the Company shall be bound to register on the demand of the registered holder for the time being.

16. The Company may become party to promissory notes and bills of exchange, for sums not less than one hundred dollars; and any such note or bill made, drawn, accepted or indorsed by the president or vice-president of the company, and countersigned by the secretary, shall be binding on the Company; and any such promissory note or bill of exchange made, drawn, accepted or indorsed by the president or vice-president, and countersigned by the secretary, shall be presumed to have been made with the proper authority, until the contrary is shown; and in no case shall it be necessary to have the seal of the Company affixed to such promissory note or bill of exchange,—nor shall the president, vice-president or secretary be individually responsible or liable for the same, unless the said promissory note or bill of exchange has been issued without proper authority: Provided however, that nothing in this section shall be construed to authorize the company to issue any note or bill payable to bearer, or intended to be circulated as money, or as the bill or note of a bank.

Company may become party to promissory notes.
Form.

Proviso: not to be payable to bearer.

17. The Company may also build, purchase, acquire, lease, possess, work and operate steam or other vessels running in connection with the said railway, on Lake Winnipeg and the tributary navigable waters connected therewith.

Powers as to vessels.

18. The works upon the main line of the said railway shall be commenced within three years from the passing of this Act, and shall be completed within six years from the time of commencement, to the satisfaction of the Governor in Council,—failing which, the powers hereby granted to the Company, to extend their line of railway for any further distance than the length of the line then completed, shall be forfeited.

Limitation of time for construction.

19. Deeds and conveyances to the Company (not being letters patent from the Crown) may, in so far as circumstances will admit, be in the form set forth in the schedule to this Act, or in any other form to the like effect.

Form of conveyance of land to company.

SCHEDULE.

Know all men by these presents, that I _____, in consideration of _____, paid to me by the Winnipeg and Prince Albert Railway Company, the receipt whereof is hereby acknowledged, grant, bargain, sell and convey unto the said company, their successors and assigns, all that tract and parcel of land (*describe the land*), to have and to hold the said land and premises unto the said Company, their successors and assigns forever.

Witness

Witness my hand and seal, this _____ day
of 188 .

Signed, sealed and delivered in }
the presence of }
C. D. } A. B. [L.S.]
E. F. }

CHAP. 90.

An Act to incorporate the Rush Lake and Saskatchewan
Railway and Navigation Company.

[Assented to 20th July, 1885.]

Preamble.

WHEREAS the construction of a railway running from a point on the Canadian Pacific Railway, at or near Rush Lake, northerly, to the south branch of the River Saskatchewan, would materially assist in opening up and developing that portion of the North-West Territories not now traversed by railways, and largely reduce the cost of transportation to the Battleford, Edmonton and Prince Albert districts, in the North-West Territories; and whereas a petition has been presented for the incorporation of a company for that purpose, and it is expedient to grant the prayer of such petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada enacts as follows:—

Certain persons incorporated.

1. William H. Huntington, H. B. Baird, J. B. McArthur, Thomas C. Scoble, Hugh J. McDonald, A. F. Eden, Thomas Howard, together with all such persons as become shareholders in the company hereby incorporated, are hereby incorporated by and under the name of "*The Rush Lake and Saskatchewan Railway and Navigation Company*," herein-after called the Company.

Corporate name.

Line of railway and telegraph described.

2. The Company may lay out, construct and operate a railway, with single or double iron or steel track, and an electric telegraph line or lines along the same,—such railway to commence at a point on the Canadian Pacific Railway, at or near Rush Lake, and to run thence northerly to a point near the elbow on the south branch of the River Saskatchewan, in the North-West Territories.

Provisional directors and their powers

3. The persons named in the first section of this Act, are hereby constituted provisional directors of the Company (of whom

whom five shall be a quorum) and shall hold office as such until other directors are elected under the provisions of this Act, and shall have power and authority forthwith to open stock books and procure subscriptions of stock for the undertaking to make calls upon the subscribers in respect of their stock, and sue for and recover the same ; and to cause surveys and plans to be made and executed, and to acquire any plans and surveys now existing ; and to deposit in any chartered bank of Canada all moneys received by them on account of stock subscribed, and to withdraw the same for the purposes of the undertaking ; and to receive for the Company any grant, loan, bonus or gift made to it in aid of the undertaking ; and, as hereinafter provided, to call a general meeting of the shareholders for the election of directors.

Stock books and subscriptions, &c.

Grants in aid, &c.

4. The capital stock of the Company shall be one hundred and fifty thousand dollars divided into fifteen hundred shares of one hundred dollars each ; and the money so raised shall be applied in the first place towards the payment of all fees, expenses and disbursements for procuring the passing of this Act, and for making the surveys, plans and estimates connected with the works hereby authorized ; and all the rest and remainder of such moneys shall be applied towards the building, making, equipping, completing, operating and maintaining the said railway and other purposes of this Act.

Capital stock and shares.

Application thereof.

5. No subscription for stock in the capital of the Company shall be binding on the Company unless ten per centum of the amount subscribed has been actually paid thereon into a chartered bank to the credit of the Company within one month after subscription.

Ten per cent. payable on subscription.

6. When and so soon as one-half of the said capital stock has been subscribed as aforesaid, and ten per centum paid thereon, the provisional directors shall call a general meeting of the shareholders at the city of Winnipeg, for the purpose of electing directors of the Company, —giving at least four weeks' notice by public advertisement in the *Canada Gazette*, and once a week during the four weeks next preceding such meeting, in a newspaper published in the said city of Winnipeg, of the time, place and purposes of such meeting.

First meeting of shareholders.

Notice.

7. At such general meeting of the shareholders, who have so paid up ten per centum of the stock subscribed by them, nine persons may be chosen to be directors.

First election of directors and adoption of by-laws.

8. On the first Tuesday in February of each year thereafter, the general annual meeting of the shareholders of the Company shall be held at the principal office of the Company, at the city of Winnipeg,—at which meeting the shareholders may elect directors for the ensuing year, in such manner as is hereinafter provided ; public notice of such annual general

Annual general meeting and election.

Notice.

general

Election of directors. general meeting and election shall be published for one month before the day of election, in at least two daily papers published in the Province of Manitoba; and the election of the directors shall be by ballot, and the persons so elected shall form the board of directors.

Special general meetings. **9.** Special general meetings of the shareholders of the Company may be held at such places in the Dominion, at such times, and in such manner and for such purposes, and after such notice as are provided by the by-laws of the Company.

Quorum of directors. **10.** Until otherwise provided by by-law of the Company the number of directors shall be nine, and a majority of the directors shall form a quorum for the transaction of business; and the said directors may employ one of their number as a paid director; but no person shall be elected as a director unless he is the holder and owner of at least ten shares of the stock of the Company, and has paid up all calls upon the said stock.

Their qualification.

Promissory notes and bills of exchange. **11.** The Company may become party to promissory notes and bills of exchange for sums not less than one hundred dollars; and any such note or bill made, drawn, accepted or indorsed by the president or vice-president of the Company, and countersigned by the secretary of the Company, shall be binding on the Company; and every such promissory note or bill of exchange so made, drawn, accepted or indorsed shall be presumed to have been made, drawn, accepted or indorsed with proper authority, until the contrary is shown; and in no case shall it be necessary to have the seal of the Company affixed to such promissory note or bill of exchange, —nor shall the president or vice-president, or the secretary, be individually responsible for the same, unless the said promissory note or bill of exchange has been issued without proper authority: Provided however, that nothing in this section shall be construed to authorize the Company to issue any note or bill of exchange payable to bearer, or intended to be circulated as money or as the note or bill of a bank.

Form.

Non-liability of president, &c.

Proviso: not to be payable to bearer.

Bonds may be issued. **12.** The directors of the Company with the authority of a special general meeting of the shareholders of the Company,—at which meeting shareholders representing at least one-half in value of the stock of the Company are present in person or represented by proxy,—may issue bonds under the seal of the Company, signed by its president or other presiding officer, and countersigned by its secretary; and such bonds may be made payable in such money or moneys, at such times, in such manner, at such place or places in Canada or elsewhere, and bearing such rate of interest, as the directors think proper; and the directors may

Form and disposal of.

may issue and sell or pledge all or any of the said bonds at such prices and upon such terms and conditions as they think fit, for the purpose of raising money for prosecuting the said undertaking: Provided, that the amount of such bonds shall not exceed twenty thousand dollars per mile, to be issued in proportion to the length of railway constructed or under contract to be constructed: Provided also, that no such bonds shall be issued until at least one hundred thousand dollars have been subscribed to the capital stock and fifteen per cent. paid thereon.

Proviso: amount limited.

Proviso: when only they may be issued.

13. The bonds hereby authorized to be issued shall, without registration or formal conveyance, be taken and considered to be the first preferential claim and charge upon the Company, and the undertaking, tolls and income and real and personal property thereof, now or at any time hereafter acquired, and each holder of the said bonds shall be deemed a mortgagee or incumbrancer upon the said securities *pro rata* with all the other bondholders.

Bonds to be a first charge on undertaking.

14. If the Company makes default in paying the principal or interest on any of the bonds hereby authorized, at the times when the same, by the terms of the bonds, become due and payable, then, at the next ensuing general annual meeting of the Company, and all subsequent meetings, all holders of bonds so being and remaining in default shall, in respect thereof, have and possess the same rights and privileges and qualifications for being elected directors as would be attached to them as if they held fully paid-up shares of the stock of the Company to a corresponding amount:

Powers of bondholders to vote, &c., in case of non-payment.

2. The right given by this section shall not be exercised by any bondholder unless the bonds in respect of which he claims such right have first been registered in his name, in the same manner as is provided by law for the registration of the shares of the Company; and for that purpose the Company shall be bound, on demand, to register any of the said bonds in the name of the holder thereof, in the same manner as a transfer of shares:

Provision as to registration in such case.

3. The exercise of the rights given by this section shall not take away, limit or restrain any other of the rights or remedies to which the holders of the said bonds are entitled.

Certain rights not affected.

15. All the bonds, debentures, mortgages and other securities hereby authorized, and the coupons and interest warrants thereon, respectively, may be made payable to bearer, and shall, in that case, be transferable by delivery, and may be sued upon by any owner in his own name, unless and until registered in the manner provided in the next preceding section; and whilst so registered they shall be transferable by written transfer in the same manner as in

Transfer of bonds by delivery until registered.

And how afterwards.

the case of shares ; but they shall again become transferable by delivery upon registration of a transfer to bearer,—which the company shall be bound to register on the demand of the registered holder for the time being.

Equal rights of shareholders.

16. All shareholders in the Company, whether British subjects or aliens, or resident in Canada or elsewhere, shall have equal rights to hold stock in the Company and to vote on the same ; but the president, vice-president, and a majority of the directors, shall be British subjects.

Arrangements with C.P.R. Company.

17. The Company may enter into an agreement with the Canadian Pacific Railway Company, for leasing to the said Canadian Pacific Railway Company, the railway of the Company or any part thereof, or for the use of the said railway or any part thereof at any time or times, or for any period, or for leasing or hiring any locomotives, tenders, plant, rolling stock or other property ; and under such lease the Canadian Pacific Railway Company may exercise all the rights and privileges by this Act conferred.

Company may have an office in London, England, for the transfer of shares, &c.

18. The directors, subject to the by-laws, rules and regulations of the Company, may, from time to time, appoint an agent in the city of London, England, or in the city of New York, with power to pay dividends, to open and keep books of transfer for the shares of the Company, and for the issue of scrip and stock certificates,—and thereupon shares may be transferred from the Canada office to the London office, in the name of the transferees, in the same manner as shares may be transferred in the former office, and *vice versa* ; and shares originally taken and subscribed for in Great Britain may be entered in the books at the London office, and scrip certificates issued for them ; and the agent or other officer shall transmit an accurate list of all such transfers and scrip certificates so issued to the secretary or other officer of the Company in Canada, who shall thereupon make the requisite entries respecting such transfer and scrip certificates in the register kept in Canada,—and thereupon the same shall be binding upon the Company as to all rights and privileges of shareholders, as though scrip certificates had been issued by the secretary of the Company in Canada.

Transfer of shares in England, how effected and registered in Canada.

19. Whenever any transfer is made in England of any share or stock of the Company, the delivery of the transfer, duly executed, to the agent of the Company for the time being, in London aforesaid, shall be sufficient to constitute the transferee a shareholder or stockholder in the Company, in respect of the share or stock so transferred ; and such agent shall transmit an accurate list of all such transfers to the secretary of the Company in Canada, who shall thereupon make the requisite entries in the register.

20. The Company may also build, purchase, acquire, lease or possess, work and operate, steam and other vessels running in connection with the said railway. Steamboats and vessels.

21. The directors of the Company for the time being may make and issue paid up shares in the stock of the Company,— which shares shall not be assessable for calls ; and may allot and hand over such shares in payment for right of way, plant, rolling stock or materials of any kind, or for the services of contractors, engineers or other persons employed by the Company : Provided always, that no such paid up share shall be issued,— Paid up stock may be issued.

(a.) Except in payment for right of way, plant, rolling stock, materials or services, as aforesaid ; Proviso : only for—
Right of way, plant, &c.

(b.) And until such right of way, plant, rolling stock or materials have been actually conveyed or furnished to the Company, or such services have been fully and completely rendered to the Company, according to the terms of the contract therefor previously sanctioned by the shareholders, as hereinafter required ; After completion of any contract.

(c.) And unless the contract for such right of way, plant, rolling stock, materials or services, and for the payment therefor by such paid-up shares, has been, at some time before the issue of such paid up shares, sanctioned by a majority of the votes of the shareholders voting on their shares at a general meeting of the shareholders of the Company duly convened ; Approval of shareholders required.

(d.) And except by share certificates in the form shown in schedule A to this Act, under the seal of the Company, signed by the president and by the secretary,—which certificate shall state that such shares are issued pursuant to this section of this Act, with the sanction of the shareholders, and also the date upon which such sanction was given, following the said form : And certificate in form prescribed.

2. All transfers of such shares shall show that the shares thereby transferred are fully paid up and unassessable shares, and the holders thereof shall be entitled to vote thereon in the same manner as the holders of other shares in the stock of the Company may vote on their shares, but they shall not be liable to the creditors of the Company thereon. Transfers of paid up stock.
Voting power, &c.

22. All deeds and conveyances of land to the Company for the purposes of this Act, in so far as circumstances will then admit, may be in the form of schedule B to this Act subjoined, or in any other form to the like effect. Form of deeds of land to company.

23. This Act and all the provisions thereof shall become null and void unless the construction of the said railway is commenced within two years and completed within five years from the passing thereof. Time for construction limited.

SCHEDULE A.

(SECTION .)

Each share, \$100. Total capital stock, one hundred and fifty thousand dollars.

"The Rush Lake and Saskatchewan Railway and Navigation Company."

, of , is the holder of shares in the capital stock of the company, as fully paid up and unassessable stock, which shares (were or are now, *according to the fact*) originally issued to under the twenty-first section of the Act chaptered of the statutes of Canada, 48th and 49th Victoria, with the sanction of the shareholders of the company, given at their general meeting holden on the day of , A.D. 188 .

SCHEDULE B.

FORM OF DEED OF SALE.

Know all men by these presents, that I, A.B., do hereby, in consideration of paid to (*as the case may be*), by "The Rush Lake and Saskatchewan Railway and Navigation Company," the receipt whereof is hereby acknowledged, grant, bargain, sell, convey and confirm unto the said company, their successors and assigns forever, all that certain parcel or tract of land situate (*describe the land*), the same having been selected and laid out by the said company for the purposes of their railway, or for purposes connected with their railway, to have and hold the said land and premises, together with everything pertaining thereto, to the said company, their successors and assigns forever.

As witness my (*or our*) hand (*or hands*) and seal (*or seals*) this day of , A.D. 188 .

A. B.

C. D.

Signed, sealed and delivered
in the presence of,

E. F.

CHAP. 91.

An Act further to amend the Acts incorporating the Richelieu Navigation Company and the Richelieu and Ontario Navigation Company.

[Assented to 20th July, 1885.]

Preamble.

WHEREAS the Richelieu and Ontario Navigation Company have, by their petition, represented that, by a report of the board of the directors, adopted at a meeting of the shareholders of the said Company, held on the fifth day of February,

ary, eighteen hundred and seventy-five, a bonus of twenty-five per cent. on the capital stock of one million two hundred thousand dollars, that is to say, three hundred thousand dollars, was added to the said capital stock as paid up shares ; that subsequently a further amount of eighty-nine thousand dollars was added in the same way, as paid up shares, for the purchase of steamers belonging to the Union Navigation Company and others ; and whereas between two thousand six hundred and two thousand seven hundred shares of the said stock have been purchased in the open market for the said Company, in part out of funds borrowed for that purpose ; and whereas doubts have arisen as to the validity of the said purchases ; and whereas it is expedient to remove the said doubts and to validate the said purchases and to authorize the further purchase of the said stock of the said Company, in the same manner, to the extent in all of three thousand eight hundred and ninety shares, and to provide for a proportionate reduction in the capital of the said company, and to cancel the said three thousand eight hundred and ninety shares of stock, and to authorize an issue of debentures to the extent of two hundred thousand dollars ; and whereas the said Company have further represented that it is expedient that the quorum of their board of directors should be regulated in proportion to the number of directors on the existing board, and have prayed for the passing of an Act for the said purposes, and it is expedient to grant relief in the premises : Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows :—

1. The board of directors of the Richelieu and Ontario Navigation Company may purchase stock of their Company at lowest quotations, to the extent, together with that already purchased, of three hundred and eighty-nine thousand dollars, out of the funds belonging to the said Company, at a price not exceeding sixty per centum upon its par value,—and for that purpose may issue debentures to the amount of two hundred thousand dollars, for a period not exceeding ten years from date of issue, bearing interest at the rate of six per centum per annum,—which interest shall be payable every six months at the office of the Bank of British North America in Montreal ; but the said shares, so soon as purchased, shall be considered and be actually annulled and cancelled.

A certain amount of stock of the company may be purchased by directors of R. and O. N. Co. and cancelled.

2. Such purchase of balance of shares shall only be made after one month's notice, sent by mail to each shareholder directed to his usual address, has been given to all the shareholders of the intention to purchase, and each shareholder shall be invited, if he desires to dispose of any part of his stock, to offer the same in writing to the Company on a day and hour to be named in such notice ; and in purchasing the said stock, preference shall be given to those offering it at the lowest

Provisions to be observed as to such purchase.

lowest price, and in case more stock than needed is offered at the same price the amount of stock to be purchased shall be divided amongst the persons so offering *pro ratâ* to the amount so offered.

Security for debentures.

2. Such debentures shall be a first mortgage and privilege on all the Company's property, real and personal, without registration; but such debentures shall not be issued until all existing hypothecary claims on such property, if any, shall be previously paid and extinguished.

Quorum of board of directors.

3. The quorum of the board of directors shall hereafter be a majority of the number of directors constituting the board.

CHAP. 92.

An Act to incorporate the Fort McLeod Ranche Telegraph Company.

[Assented to 20th July, 1885.]

Preamble.

WHEREAS Duncan MacArthur, Alexander Staveley Hill William Lewis Boyle, A. G. B. Bannatyne, J. B. McKilligan, George William Allan, and others have, by their petition, prayed to be incorporated under the name of "The Fort McLeod Ranche Telegraph Company," to establish and work telegraph lines in the North-West Territories of Canada, between Calgary and Fort McLeod and adjacent points therein; and whereas it would be advantageous to have an effective system of electric telegraph established between Calgary and Fort McLeod, and adjacent points in the North-West Territories of Canada, and it is expedient to grant the prayer of the said petitioners: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Certain persons incorporated.

1. Duncan MacArthur, Alexander Staveley Hill, William Lewis Boyle, A. G. B. Bannatyne, J. B. McKilligan, George William Allan, and such other persons as become shareholders in the corporation to be, by this Act, created, shall be and they are hereby constituted and declared to be a corporation, body politic and corporate, by the name of "The Fort McLeod Ranche Telegraph Company," hereinafter called the Company; and the head office of the said Company shall be at Fort McLeod, in the North-West Territories of Canada.

Corporate name.

Head office.

Removal of head office under resolution of shareholders duly published.

2. If the provisional or other directors, for the time being appointed, as hereinafter provided, at any time desire to remove the head office from Fort McLeod to any other place in Canada, or, from time to time, to remove the said office from one place in Canada to another, they shall have power to do so, if so authorized by a resolution or resolutions to such

such effect, adopted at a meeting of the shareholders of the Company specially called for that purpose,—which said resolution or resolutions shall be forthwith published in the *Canada Gazette* for a period of eight weeks thereafter; and upon and from the date of the last of such publications, the said head office shall be thereby and thereafter transferred and removed in accordance with the terms of any resolution or resolutions so published.

3. The Company may establish, erect, construct and maintain, purchase, hire, lease, keep in order and work any line or lines of magnetic, electric or other telegraph, or any means of telegraphic communication, and may maintain the same from, to and between Calgary and Fort McLeod,—and may also construct and maintain branch lines not exceeding twenty-five miles in length at any point or points on either side of their main line, and may extend their main line to the International boundary.

Power to construct and work telegraph lines in N. W. Territories.

4. The Company shall be in law capable of purchasing, receiving, having and holding to them and their successors any estate, real, personal or mixed, to and for the use of the Company, and necessary for the convenient transaction of the business of the Company, and for the erection of buildings for the suitable accommodation thereof within Canada, and for the construction of the lines and branches thereof, and for the effectually carrying on of the operations of the Company, and of letting, conveying or otherwise disposing thereof, for the benefit and on account of the Company, from time to time as they deem necessary or expedient; and the said lines of telegraph, and all posts, wires and materials of any kind, which shall, from time to time, be used, got or had for the constructing, building, maintaining or repairing the same, shall be and are hereby vested in and shall be the property of the Company and their successors forever, notwithstanding the said posts, or any other part of the apparatus or machinery of the said telegraph are fixed in or to any land or real property not belonging to the Company.

General powers of the company.

Certain property vested in company.

5. The company shall also have full power and authority,—

Further powers.

(a). To borrow such sum of money, not exceeding the amount of the paid up capital of the Company, as the shareholders deem necessary, and to issue bonds therefor, which shall be and form a first charge upon the whole lines, works and plant of the Company, in such sums and at such rates of interest, and payable at such times and places as the directors determine, for the purpose of carrying out any of the objects or purposes of this Act;

To borrow on security of first mortgage bonds.

(b). To enter into any arrangements with any person, board or company, possessing, as proprietors, any line of telephonic communication

To make arrangements

with tele-
phone com-
panies.

communication or any power or right to use communication by means of the telephone or other similar apparatus, within the area mentioned in section three, upon such terms and in such manner as the board of directors, from time to time, deem expedient or advisable ;

To construct
lines across
highways, &c.

oviso.

To take mate-
rials.

(c). To erect, maintain and keep up their said line or lines along the side of or 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 they do not interfere with the public right of travelling on the said highways or injuriously interrupt the navigation of such waters ; and provided also, that they shall not cut down or mutilate any trees planted or left standing for shade or ornament along the said highways ; and to take, from any part of the ungranted and unoccupied Crown lands of the Dominion (having first obtained the consent of the Crown) any posts or building materials necessary to make or repair the lines or any buildings in connection therewith ;

To enter upon
public and
private lands,
and erect
posts, &c.,
and execute
other neces-
sary works.

To cut down
and remove
trees.

Compensa-
tion to
owners.

Arbitration
in case of
disagreement.

(d). To enter, by or through their workmen and agents, duly authorized, into and upon the lands of Her Majesty, or any person or persons, or bodies politic or corporate whatsoever, in the North-West Territories, and survey 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 telegraph or telephone line ; and to erect in or upon such lands, such posts, station houses and other works, as the Company think requisite and convenient for the purposes of the said line or lines, and to erect works, upon or across any non-navigable river, necessary for making and completing the said line or lines ; and when the said lines shall pass through any wood the Company may cut down the trees and underwood for the space of fifty feet on each side of the said lines —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, whenever required so to do, to the owners or proprietors of or the persons interested in the woods in which trees or underwood are cut down, for all damage by them sustained in or by the execution of all or any of the powers granted by this Act ; and in case of disagreement arising between the Company and any owner or occupier of lands, including the lands of Her Majesty, which the Company may take for the purposes aforesaid, or in respect to any damage done to the same by constructing the lines through or upon the same, the Company and such owner or occupier 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 Company neglects or refuses to choose an arbitrator within four days after

after notice in writing, 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 the Minister of Public Works of Canada may 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 Company the right of building a bridge over any navigable water:

Proviso: as to bridges over navigable waters.

(e). In cities, towns and incorporated villages the company shall not, use or erect any pole higher than forty feet above the surface of the street, nor carry any line of poles along any street without the consent of the municipal council or corporation having jurisdiction over the street: the poles shall be as nearly as possible straight and perpendicular, and shall, in cities, be painted if so required by any by-law of the council or corporation: where lines of telegraph are already constructed, no poles shall be erected by the Company along the same side of the street where such poles are already erected, unless with the consent of the council having jurisdiction over the street: the Company, shall not cut down or mutilate any tree planted or left standing for shade or ornament: the opening up of the street for the erection of poles or for carrying the wires under ground shall be done under the direction and supervision of the engineer or such other officer as the council or corporation may appoint, and in such manner as the council or corporation may direct, and the surface of the street shall, in all cases, be restored to its former condition by and at the expense of the Company: no Act of Parliament requiring the Company, in case efficient means are devised for carrying telegraph or telephone wires under ground, to adopt such means, and abrogating the right given by this section, to continue carrying lines on poles through cities, towns or incorporated villages, shall be deemed an infringement of the privileges granted by this Act: whenever, in case of fire, it becomes necessary for its extinction or the preservation of property that the wires shall be cut, the cutting under such circumstances of any of the wires of the Company under the direction of the chief engineer or other officer in charge of the fire brigade, shall not entitle the Company to demand or claim compensation for any damages so incurred: the penalty for each violation of this paragraph of this section shall be not less than ten or more than one hundred dollars, —to be recovered with costs of suit by the person aggrieved.

Proviso: as to poles in cities, towns or villages.

Proviso: as to shade trees.

Certain work to be done under supervision.

Proviso: as to future legislation.

Proviso: cutting wire in case of fire.

Penalty for contravention.

6. Every person who wilfully or maliciously breaks, throws down or destroys any wire, post, erection, machine, device or work, belonging to the Company, or to be erected or made by virtue of this Act, to the prejudice of the Company, or does any other wilful act, hurt or mischief to disturb,

Persons wilfully injuring property of company to pay treble damages.

turb, hinder or prevent the carrying into execution, supporting or maintaining of any of the works connected with the said telegraph, or the said line or lines, shall forfeit and pay to the Company treble the value of the damage proved by the oath of two or more credible witnesses to have been done; and such damages, together with costs of suit in that behalf, may be recovered by summary proceedings before two or more justices of the peace or a stipendiary magistrate for the district or county in which the offence shall have been committed, or in any court of competent jurisdiction; and in case of default of payment, such offender or offenders shall and may be committed to the common gaol of the district, county or territory for any term not exceeding six months, at the discretion of the court before which such offender is tried or prosecuted.

How recover-
able.

Imprisonment
in default of
payment.

Wilful injury
to property to
be a misde-
meanor.

7. Notwithstanding anything in the next preceding section contained, and without prejudice to any of its remedial or other provisions, every person who wilfully or maliciously obstructs or damages any such line or lines of the Company, or works, buildings, machinery or other property connected therewith, is guilty of a misdemeanor and liable to imprisonment for a term not exceeding one year, and to a fine not exceeding eight hundred dollars

Capital stock
and shares.

Proviso:
increase of
capital stock.

8. The capital stock of the Company shall be thirty thousand dollars, divided into shares of one hundred dollars each; and such shares shall be transferable only in the books of the Company, and shall be deemed personal property, and as such shall and may be disposed of: Provided, that the said capital stock may be increased, from time to time, by resolution of the board of directors, by and with the consent of a majority in value of the shareholders; but such capital stock shall, at no time, be made to exceed two hundred thousand dollars.

Provisional
directors.

9. Duncan MacArthur, Alexander Staveley Hill, William Lewis Boyle, A. G. B. Bannatyne, J. B. McKilligan and George William Allan are hereby constituted the provisional directors of the Company, and shall have power and authority to open stock books and to procure subscriptions for the undertaking, and shall call the first meeting of shareholders as hereinafter provided.

First general
meeting of
company.

Notice.

10. The provisional directors shall hold office until after the first general meeting of shareholders of the Company after the passing of this Act,—which said first general meeting shall be held as soon as ten per cent. upon the capital stock shall have been paid in; notice of such first general meeting shall be given to each shareholder, by mail, at least one month previous to holding the same, and by four insertions in some newspaper printed at Fort McLeod or Calgary, for

for four weeks previous thereto; and at the said meeting and all subsequent meetings of the shareholders, each share on which the said ten per cent. and all other calls have been paid shall entitle the holder to one vote, which may be given either in person or by proxy; but no person other than a shareholder shall hold a proxy.

Voting power
of share-
holders.

11. The affairs and business of the Company shall be managed by a board of directors, to consist of five members, who shall hold office for one year only, unless re-elected, a majority of whom shall be British subjects; and each such director shall be a proprietor of at least ten shares in the stock of the Company; and the directors shall be elected as hereinafter provided.

Board of
directors.

12. The first general meeting shall be held as hereinbefore provided for; and in each year thereafter, upon the same day or on such other day as the directors, by any by-law, duly approved by the shareholders, from time to time appoint, there shall be held a general meeting for the election of directors, and such other proceedings and business as it is competent for the shareholders to deal with and determine,—four weeks' notice of which meeting shall be given in one or more newspapers published at Winnipeg, Fort McLeod or Calgary; and at the said election annually the directors for the preceding year shall be eligible for re-election:

General an-
nual meeting.

Notice.

2. The said annual election shall be held and made by such of the shareholders of the Company as attend for that purpose in their own proper person or are represented by proxy; and all elections for directors shall be by ballot, and the five persons who shall have the greatest number of votes at any election shall be directors; and if it happens at any election that two or more persons have an equal number of votes, in such manner that a greater number than five, by plurality of votes, appear to be chosen as directors, then the shareholders hereinbefore authorized to hold such election shall proceed by ballot a second time, and by plurality of votes determine which of the said parties so having an equal number of votes shall be the director or directors, so as to complete the whole number of five, and then in case of a tie the chairman shall give a casting vote and determine the said election; and the said directors, so soon as may be after the said election, shall proceed to elect one of their number to be president; and three of the said directors shall form a quorum for the transaction of business connected with the Company:

Annual
election of
directors.

Election of
president.

Quorum.

3. If any vacancy or vacancies at any time happen among the directors, or in the office of president, by death or resignation, such vacancy or vacancies shall be filled, for the remainder

Vacancies in
the board.

der

der of the year in which they happen, by a shareholder or shareholders, duly qualified, to be nominated by a majority of the directors :

Number of directors may be increased.

4. The Company may, from time to time, make by-laws, increasing the number of their directors to any number not exceeding eleven, and making such provision for the quorum thereof as they deem expedient.

Failure of election not to dissolve company.

13. If it at any time happens that an election of directors is not made on any day when, pursuant to this Act, it ought to have been made, the Company shall not for that cause be deemed to be dissolved, but it shall be lawful on any other day to hold and make an election of directors in such manner as is regulated by the by-laws and ordinances of the Company ; and the directors of the Company, lawfully elected from time to time, shall hold office until their successors are duly appointed.

Directors may make by-laws to regulate the issue and transfer of stock, &c.

14. The directors may, from time to time, make, alter, amend or repeal such regulations and by-laws as are necessary, and not contrary to law or this Act, respecting the management of the affairs of the Company generally,—the allotment, issue and transfer of shares, the payment thereof, the issue and registration of certificates of stock, the forfeiture of stock for non-payment, the disposal of forfeited stock and of the proceeds thereof, the transfer of stock,—the issue, delivery, transfer and registration of bonds,—the declaration and payment of dividends,—the appointment, functions, duties and removal of all agents, officers, and servants of the Company, the security to be given by them to the Company, their remuneration and that, if any, of the directors,—the time at which and place where the annual and special meetings of the Company shall be held, the calling of meetings, regular and special, of the board of directors and of the Company, the requirements as to proxies, and the procedure in all things at such meetings,—the imposition and recovery of all penalties and forfeitures admitting of regulation by by-law, and the conduct, in all other particulars, of the affairs of the Company ; and may, from time to time, repeal, amend or re-enact the same ; but every such by-law, and every repeal, amendment or re-enactment thereof, unless in the meantime confirmed at a general meeting of the Company duly called for that purpose, shall only have force until the next annual meeting of the Company, and in default of confirmation thereat, shall, at and from that time only, cease to have force : Provided always, that one-fourth part in value of the shareholders of the Company shall, at all times, have the right to call a special meeting thereof for the transaction of any business specified in such written requisition and notice as they issue to that effect : Provided also, that no by-law for the issue, allotment or sale of any portion

Appointment of officers.

Meetings of directors.

Subject to approval of company.

Proviso.

Proviso : as to by-laws con-

portion of the unissued stock, or any bonds unsold or undischarged, at any greater discount or at any less premium than what has been previously authorized at a general meeting, or for the payment of the president or any director, shall be valid or acted upon until the same has been confirmed at a general meeting.

15. A copy of any by-law of the Company, under their seal, and purporting to be signed by any officer of the Company, shall be received as against any shareholder of the Company as *prima facie* evidence of such by-law in all courts in Canada.

cerning issue of stock, &c.

Copy of by-law to be evidence.

16. The Company shall transmit all despatches in the order in which they are received, under a penalty not exceeding one hundred dollars, and not less than twenty dollars,—which shall be recoverable with costs of suit by the person or persons whose despatch is unduly postponed out of its order; and the Company may charge for the transmission of such despatches, and may receive, recover and collect such rates of payment as are, from time to time, fixed by the directors: Provided always, 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: Provided also, that the Company shall, when required so to do by the Governor in Council, or any person authorized by him, place any electric telegraph, and the apparatus and operators they may have at the exclusive use of the Government, receiving thereafter reasonable compensation for such service: And provided further, that the Governor in Council may, at any time, cause a line of electric telegraph to be constructed along the line of the Company for the use of the Government, or may cause a line to be erected and operated over the poles and properties of the Company for the exclusive use of the Government; and the Company shall be entitled to receive from the Government reasonable compensation in the case of such wire being erected and operated on the poles and properties of the Company.

Transmission of despatches by company.

Charge for transmission.

Proviso: as to Government despatches.

Proviso: as to exclusive use of telegraph by Government.

And as to construction of telegraph by Government.

17. Every operator of the said telegraph line, and every person employed by the Company, who divulges the contents of a private despatch, is guilty of a misdemeanor, and liable to a fine not exceeding one hundred dollars, or to imprisonment for a term not exceeding three months, or both, in the discretion of the court before which the conviction is had.

Penalty for divulging contents of despatches.

Penalties to be in addition to other remedies.

18. The penalties imposed by this Act shall be deemed to be in addition to and not in derogation of any remedies, to which any person may be entitled under the common law or any Statute now existing or hereafter to be passed.

Time for construction of works.

19. The company shall, *bonâ fide*, commence the main line of telegraph hereby authorized within one year, and complete the same within two years after the passing of this Act.

Shareholders may dissolve company on a four-fifths vote.

20. The Company may, after satisfying all claims of creditors, be dissolved by a majority of four-fifths of the shareholders in number and value, at a general meeting called for such purpose, and of which public notice shall be given by advertisement in newspapers published at Fort McLeod, Calgary and Winnipeg, respectively, and in such other newspapers in Canada as the directors think fit, at least sixty days before such meeting is held; and in the event of the Company being dissolved, the existing directors shall be empowered to realize all properties in the name of the Company; and the proceeds, deducting salaries and all expenses, shall be divided amongst the shareholders in proportion to their several interests.

Notice.

Disposal of property on dissolution.

Short title.

21. This Act may be cited as "*The Fort McLeod Ranche Telegraph Company Act, 1885*."

CHAP. 93.

An Act for granting certain powers to the Dominion Grange Mutual Fire Insurance Association.

[Assented to 20th July, 1885.]

Preamble.

WHEREAS the Dominion Grange Mutual Fire Insurance Association have, by their petition, shown that they are a Mutual Fire Insurance Company incorporated under the Mutual Insurance Acts of Ontario on the seventeenth day of March, one thousand eight hundred and seventy-seven; that the Company was formed specially to insure the property of members of the Association known as the Patrons of Husbandry, commonly called Grangers, against loss by fire; and that it is the wish of very many of the Patrons of Husbandry, resident in Provinces other than Ontario, to avail themselves of the privileges of the Association; and whereas the said petitioners have prayed for an Act authorizing them to insure against loss by fire the property of the Patrons of Husbandry wheresoever situate in the Dominion; and it is expedient to grant the prayer of their petition:—

Therefore

Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. Notwithstanding anything contained in "*The Insurance Acts of 1875 and 1877*" it shall be lawful for the said the Dominion Grange Mutual Fire Insurance Association to insure against loss by fire the property of the Patrons of Husbandry, wheresoever situate in Canada, and to transact all necessary business connected with such insurance; but the Association shall not issue any policy of insurance under this Act for any term exceeding three years.

Powers extended to the whole Dominion.

CHAP. 94.

An Act to amend the Act respecting the London Life Insurance Company.

[Assented to 20th July, 1885.]

WHEREAS the London Life Insurance Company have, by their petition, represented that the Act passed in the forty-seventh year of Her Majesty's reign, intituled "*An Act respecting the London Life Insurance Company,*" has not yet been approved of by the shareholders of the company, and have prayed that the said Act may be amended as herein-after set forth, and it is expedient to grant the prayer of such petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Preamble.
47 V., c. 89.

1. Section twenty-four of the said Act is hereby repealed, and the following substituted therefor:—

S. 24 repealed;
new section.

"21. The several sections of the '*Canada Joint Stock Companies Clauses Act, 1869*' (except sections seven, eight, eighteen, twenty-four, thirty-nine and forty-four thereof), shall, except in so far as the same are inconsistent with this Act, apply to and form a portion of this Act; and the said Company may cause themselves to be re-insured against any loss, damage or risk they may have incurred or be about to incur at any time in the course of their business; and no person participating in the profits of the Company under any policy or contract of insurance which shall have been issued by or on behalf of the Company, shall, by reason thereof, be liable for any debts or liabilities of the Company to any creditor of the Company, or otherwise; and this Act shall be subject to the provisions of '*The Consolidated Insurance Act, 1877,*' and any Acts amending the same."

Application of 32-33 V., c. 12.
Re-insurance.
Non-liability of certain policyholders.
40 V., c. 42 to apply.

S. 25 of 47 V.,
c. 89 amend-
ed.
Evidence of
approval

2. Section twenty-five of the said Act is hereby amended by adding thereto the following words:—" and a certificate " by the Secretary of State that this Act has been so approved " and of the date of such approval, shall be sufficient " evidence of this Act having taken effect at such date,—which " certificate the Secretary of State may grant at any time " after being furnished with proof by statutory declaration " or affidavit, or otherwise to his satisfaction, that this Act " has been so approved of as before mentioned."

Assessments
may be levied
in a certain
case.

3. At any time when, after providing for all liabilities of the Company, including the full reserve fund required by law to be maintained in respect of the outstanding policies of the Company, it appears that the amount of the capital stock of the Company heretofore or hereafter paid up is impaired, the directors of the Company may declare and levy an assessment on the shareholders of the Company, in respect of and in proportion to the number of shares in the capital of the Company held by them respectively, independent of and in addition to all ordinary calls, for the purpose of making good in whole or in part the amount of such impairment :

Sale of shares
on default of
payment of
assessment.

2. If any shareholder fails or refuses to pay in at the head office of the Company the amount of such assessment at such time as the directors fix for the payment thereof, the directors may sell so much of the stock held by such shareholder as shall be sufficient to make good the amount of the assessment payable by him, with interest from the date of payment thereof and the expenses of such sale, either by public or private sale, having first mailed at least twenty days previously to such shareholder, at his last place of residence as registered in the books at the head office of the Company, a notice of the intention to make such sale : but the effect of such sale shall not be held to relieve the said shareholder from any personal liability then existing in connection with the said share or shares :

No transfer
until assess-
ment is paid.

3. After any such assessment has been made no share in respect of which the same is unpaid shall, before payment thereof, be transferred unless with the consent of the directors; but the directors may accept from any shareholder any bond, note or undertaking for the payment of such assessment, to be secured upon the shares then held by such shareholder, or upon such other security as is, by the said Act, authorized for investments by the Company :

Repayment of
assessment.

4. The amount of any such assessment may be, from time to time, if the directors deem proper, returned to the shareholders holding, for the time being, the shares in respect of which the same has been paid, when it can be done without leaving the capital impaired, but not out of any part of the profits of the Company payable to the policy holders of the Company :

5. No such assessment shall exceed ten dollars per share, nor shall the aggregate of such assessments in all exceed twenty dollars per share, nor shall the total amount of such assessments and of calls exceed one hundred dollars per share :

Assessment limited.

6. No such assessment shall be made unless the making thereof has been first approved of at a meeting of shareholders duly called to consider the same, and by a vote of the holders of at least three-fourths of the shares held by the shareholders present or represented thereat.

Approval of shareholders.

4. In case of the transfer of any stock by any shareholder of the Company, the transferrer shall, notwithstanding such transfer, remain liable thereon for the period of fifteen months from the date of such transfer, to the same extent as he would have been had such transfer not been made: Provided always, that in case of the bankruptcy or insolvency of the Company within such period, such liability shall continue, notwithstanding the expiration of such period of fifteen months, until all claims against him by reason of such stock and all liabilities thereunder which would have accrued and been payable, or to which he would have been liable had such transfer not been made, have been fully paid and satisfied; but nothing herein shall however be construed as in any way releasing the actual holder of such stock from any liability he may have incurred or be under by reason of the transfer of the stock to him.

Liability of shareholders transferring stock.

Proviso: in case of insolvency of company.

Proviso.

CHAP. 95.

An Act to incorporate the Dominion Drainage Company.

[Assented to 20th July, 1885.]

WHEREAS Angus P. McDonald, Alexander Manning, Peter McLaren, William John Morris, A. F. Manning, Randolph Macdonald and others, have, by their petition, represented that they are desirous of organizing a company for the purpose of undertaking the drainage of lands throughout Canada, and have prayed that they may be incorporated for that purpose, and it is expedient to grant the prayer of their petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Preamble.

1. Angus P. McDonald, Alexander Manning, Peter McLaren, William John Morris, A. F. Manning and Randolph Macdonald,

Certain persons incorporated.

Macdonald, with such other persons as may hereafter become shareholders in the company, shall be, and they are hereby constituted a body corporate and politic, by the name of "The Dominion Drainage Company," and the words, the Company, when used in this Act, shall mean the Dominion Drainage Company hereby incorporated; and the persons in this section mentioned by name shall be the provisional directors of the Company.

Corporate name.

Provisional directors.

Powers and business of company.

2. The Company shall have power throughout Canada to contract with the Crown or with any private person, firm or corporation, municipal or otherwise, for the drainage of their lands, and to supply or furnish all dredges, excavators and other implements, labor and materials requisite for such work, and to construct all canals, with lockage if necessary, that they may require to construct for effectual drainage, and to build and prosecute such work to completion.

Real estate may be received in payment.

3. The Company may receive, in payment for such work, money, ordinary securities or real estate, as may be agreed upon.

Company may hold such real estate and purchase overflowed lands

4. The Company may hold real estate received in payment, as aforesaid, or may purchase swamp and overflowed land for the purpose of draining and reclaiming the same, and they may sell and convey such lands and take and hold mortgages thereon; but in no case shall the Company hold real estate, as owners thereof, for a longer period than fifteen years.

May issue bonds on the security of real estate.

5. The Company may also, for the purpose of raising money for such drainage purposes, issue their bonds or debentures on the security of such real estate to the extent of not more than three-fourths the assessed value thereof, if such lands are assessed, and to a not greater amount than five dollars per acre in other cases,—such bonds or debentures not having more than twenty years to run, and bearing interest at the rate of six per cent. per annum; and the Company may sell or negotiate such debentures.

Sale of bonds.

Capital stock and shares.

6. The capital stock of the Company shall be four hundred thousand dollars, in eight thousand shares of fifty dollars each.

First general meeting for the election of directors.

7. So soon as two hundred thousand dollars of the capital stock of the Company have been subscribed, and ten per cent. paid thereon and deposited in some chartered bank of Canada to the credit of the Company, a meeting of the shareholders shall be called by the provisional directors, in the town of Perth, in the Province of Ontario, at such time and place as they think proper, for the election of directors,—who shall be elected by ballot; and the said provisional directors shall

Notice.

give

give two weeks' notice of such meeting, by inserting the same in some newspaper published in the said town.

S. The provisions of the "*Canada Joint Stock Companies 32-33 V., c. Clauses Act, 1869,*" shall apply to this Act, except in so far ^{12,} to apply. as they are inconsistent with the provisions hereof.

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TABLE OF CONTENTS.

ACTS OF CANADA.

THIRD SESSION, FIFTH PARLIAMENT, 48-49 VICTORIA, 1885.

LOCAL AND PRIVATE ACTS.

CHAP.	PAGE
8. An Act respecting La Banque du Peuple.....	3
9. An Act to reduce the stock of the Federal Bank of Canada, and for other purposes.....	4
10. An Act to amend the Act to incorporate the Bank of Winnipeg..	6
11. An Act further relating to the Central Bank of New Brunswick	6
12. An Act respecting the Annuity and Guarantee Funds Society of the Bank of Montreal.....	8
13. An Act to incorporate the Pension Fund Society of the Bank of Montreal.....	10
14. An Act to continue an Act respecting the Albion Mines Savings Bank	12
15. An Act respecting the Canada Southern Railway Company and the Erie and Niagara Railway Company.....	13
16. An Act to amend the Act to incorporate the Wood Mountain and Qu'Appelle Railway Company.....	14
17. An Act further to amend the Act to incorporate the South Saskatchewan Valley Railway Company.....	15
18. An Act to amend the Acts relating to The Great Western and Lake Ontario Shore Junction Railway Company.....	16
19. An Act respecting the Ontario Pacific Railway Company.....	17
20. An Act to incorporate the Brantford, Waterloo and Lake Erie Railway Company.....	18
21. An Act to incorporate the Lake Erie, Essex and Detroit River Railway Company.....	23
22. An Act to incorporate the Hamilton, Guelph and Buffalo Railway Company.....	29
23. An Act to incorporate the Canadian Pacific Employees' Relief Association	35
24. An Act respecting the Sault Ste. Marie Bridge Company.....	37
25. An Act respecting the River St. Clair Railway Bridge and Tunnel Company.....	38
26. An Act to incorporate the Fredericton and Saint Mary's Railway Bridge Company.....	39
27. An Act respecting the Huron and Ontario Ship Canal Company	46
28. An Act to authorize the Royal Canadian Insurance Company to reduce its Capital Stock, and for other purposes.....	46
29. An Act for granting certain powers to the International Coal Company (Limited).....	48

	PAGE.
30. An Act respecting the Hamilton Provident and Loan Society.....	49
31. An Act respecting the Canada Co-operative Supply Association (Limited).....	52
32. An Act to incorporate the Synod of the Evangelical Lutheran Church of Canada.....	53
33. An Act to incorporate the Synod of the Diocese of Qu'Appelle, and for other purposes connected therewith.....	55
34. An Act respecting the Canada Congregational Missionary Society	58
35. An Act to amend "An Act to incorporate the Sisters of Charity of the North-West Territories.".....	64
36. An Act for the relief of Fairy Emily Jane Terry.....	66
37. An Act for the relief of Amanda Esther Davis.....	68
38. An Act for the relief of Georg Louis Emil Hatzfeld.....	71
39. An Act for the relief of Alice Elvira Evans.....	72
<i>(Chapters 40 to 84, both inclusive, are Public General Acts and will be found in Vol. 1.)</i>	
85. An Act for the relief of George Branford Cox.....	74
86. An Act respecting the Manitoba and North-Western Railway Company of Canada.....	75
87. An Act to incorporate the West Ontario Pacific Railway Com- pany.....	76
88. An Act to incorporate the Alberta and Athabasca Railway Com- pany.....	82
89. An Act to incorporate the Winnipeg and Prince Albert Railway Company.....	88
90. An Act to incorporate the Rush Lake and Saskatchewan Railway and Navigation Company..	94
91. An Act further to amend the Acts incorporating the Richelieu Navigation Company and the Richelieu and Ontario Naviga- tion Company.....	100
92. An Act to incorporate the Fort McLeod Ranche Telegraph Com- pany.....	102
93. An Act for granting certain powers to the Dominion Grange Mutual Fire Insurance Association.....	110
94. An Act to amend the Act respecting the London Life Insurance Company.....	111
95. An Act to incorporate the Dominion Drainage Company.....	113