

## Technical and Bibliographic Notes / Notes techniques et bibliographiques

The Institute has attempted to obtain the best original copy available for filming. Features of this copy which may be bibliographically unique, which may alter any of the images in the reproduction, or which may significantly change the usual method of filming are checked below.

L'Institut a microfilmé le meilleur exemplaire qu'il lui a été possible de se procurer. Les détails de cet exemplaire qui sont peut-être uniques du point de vue bibliographique, qui peuvent modifier une image reproduite, ou qui peuvent exiger une modification dans la méthode normale de filmage sont indiqués ci-dessous.

- Coloured covers / Couverture de couleur
- Covers damaged / Couverture endommagée
- Covers restored and/or laminated / Couverture restaurée et/ou pelliculée
- Cover title missing / Le titre de couverture manque
- Coloured maps / Cartes géographiques en couleur
- Coloured ink (i.e. other than blue or black) / Encre de couleur (i.e. autre que bleue ou noire)
- Coloured plates and/or illustrations / Planches et/ou illustrations en couleur
- Bound with other material / Relié avec d'autres documents
- Only edition available / Seule édition disponible
- Tight binding may cause shadows or distortion along interior margin / La reliure serrée peut causer de l'ombre ou de la distorsion le long de la marge intérieure.
- Blank leaves added during restorations may appear within the text. Whenever possible, these have been omitted from filming / Il se peut que certaines pages blanches ajoutées lors d'une restauration apparaissent dans le texte, mais, lorsque cela était possible, ces pages n'ont pas été filmées.
- Additional comments / Commentaires supplémentaires:

- Coloured pages / Pages de couleur
- Pages damaged / Pages endommagées
- Pages restored and/or laminated / Pages restaurées et/ou pelliculées
- Pages discoloured, stained or foxed / Pages décolorées, tachetées ou piquées
- Pages detached / Pages détachées
- Showthrough / Transparence
- Quality of print varies / Qualité inégale de l'impression
- Includes supplementary material / Comprend du matériel supplémentaire
- Pages wholly or partially obscured by errata slips, tissues, etc., have been refilmed to ensure the best possible image / Les pages totalement ou partiellement obscurcies par un feuillet d'errata, une pelure, etc., ont été filmées à nouveau de façon à obtenir la meilleure image possible.
- Opposing pages with varying colouration or discolourations are filmed twice to ensure the best possible image / Les pages s'opposant ayant des colorations variables ou des décolorations sont filmées deux fois afin d'obtenir la meilleure image possible.

Cover title page is bound in as last page in book but filmed as first page on fiche.

This item is filmed at the reduction ratio checked below / Ce document est filmé au taux de réduction indiqué ci-dessous.

<b>10x</b>		<b>14x</b>		<b>18x</b>		<b>22x</b>		<b>26x</b>		<b>30x</b>	
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
<b>12x</b>		<b>16x</b>		<b>20x</b>		<b>24x</b>		<b>28x</b>		<b>32x</b>	

2nd Session, 7th Parliament, 26 Victoria, 1863.

**KK**

**BILL.**

An Act to amend the Acts relating to the  
Welland Railway Company.

---

Received and Read, first time, Thursday, 19th  
March, 1863.

Second reading, Thursday, 9th April, 1863.

---

Honorable Mr. ALLAN.

---

QUEBEC:

PRINTED FOR THE CONTRACTORS BY HUNTER,  
ROSE & LEMIEUX, ST. URSULE STREET.

---

---

## BILL.

An Act to amend the Acts relating to the Welland Railway Company.

**W**HEREAS, the Welland Railway Company has, under the powers of Preamble.  
its Acts, authority to raise a Share Capital to the amount of One Mil-  
lion Dollars, in Ten Thousand shares of One Hundred Dollars each; but,  
by reason of certain shares not having been issued, and of the forfeiture  
5 of certain shares which have been issued, the number of shares now  
held in the Company is reduced to Seven Thousand Nine Hundred  
and Two shares, representing a Capital Stock of Seven Hundred  
and Ninety Thousand Two Hundred Dollars; and whereas, it is  
expedient that the Company should be empowered to issue the  
10 shares so remaining unissued, and to re-issue the shares so forfeited  
with such preferential rights of dividend and privileges as are hereinafter  
mentioned; and whereas, it is also expedient to declare and  
define the capital of the Company, and to authorize the Company to  
raise further capital, and for this and other purposes to amend the Acts  
15 and enlarge the powers of the Company: Therefore, Her Majesty, by  
and with the advice and consent of the Legislative Council and Assem-  
bly of Canada, enacts as follows:

**1.** This Act may, for all purposes, be cited as "Welland Railway Short title.  
Act, 1868," and the expression, "the Company" as hereinafter used,  
20 shall denote the Welland Railway Company.

**2.** The present authorized Share Capital of the Company is hereby Definition of  
declared to be the sum of One Million of Dollars, consisting of Ten Share Capital  
Thousand shares of One Hundred Dollars each: provided that it shall  
be lawful for the Company to resolve that the capital shall be converted  
25 into the equivalent of pounds sterling, and the nominal amount of the  
shares shall thereupon be altered accordingly.

**3.** The Directors may, from time to time, make calls upon the shares Power to call  
not paid up in full until the same, respectively, shall be paid up; and up unpaid  
the calls so made, in the manner provided by law, shall be recoverable Capital.  
30 as debts to the Company in like manner as ordinary calls are recover-  
able; provided no call shall exceed ten per cent, and that the intervals  
at which successive calls shall be made shall not be less than two calen-  
dar months.

**4.** It shall be lawful for the Company, with the sanction of a General Power to cre-  
35 Meeting of the Company convened with notice of the purpose to raise, ate further  
for the purposes of their undertaking, a further capital, not exceeding Share Capital  
One Million of Dollars or the equivalent in pounds sterling, and for that  
purpose to create and issue new shares of such nominal amount, and to  
issue them on such terms and at such prices as the Meeting may appoint  
40 or authorize the Directors to determine.

Power to attach preferential Dividend to Shares.

5. It shall be lawful for the Company to issue the shares remaining unissued, and to re-issue any forfeited shares, as and when it may be deemed expedient, and at any meeting convened with notice of the purpose to attach to the shares to be so issued and re-issued, respectively, and also to the new shares to be created and issued under the authority of this Act, or, from time to time, to any part or parts thereof, a right to a preferential dividend not exceeding the rate of ten per cent per annum, with such conditions as to the right of voting and such other privileges and incidents (if any) as such meeting may think proper and determine. 5 10

Calls on new Shares.

6. The calls on the shares respectively to be issued and re-issued under the authority of this Act shall be of such amount and made at such intervals as the Directors shall appoint and determine.

Recital.

7. And, whereas, at a General Meeting of the Company, held at the London Tavern, Bishopsgate Street, London, on the fourteenth day of December, One Thousand Eight Hundred and Fifty-Nine, the following persons were duly elected Directors of the Company, viz., George Payne Kilson, Frederick Charles Gaussen, James Whatman Bosanquet, Samuel Parker Bidder, Richard Blancy Wade and Thomas Brassey, Esquires, all resident in England; and William Hamilton Merritt, the younger, Elias S. Adams and James R. Benson, resident in Canada, and at such meeting it was resolved as follows:— 15 20

1. That at the General Meeting to be holden every year for the choice of Directors after the year One Thousand Eight Hundred and Sixty, two of the Directors who shall have been elected as residents in England, if the number of such Directors amounts to six, and one if their number amounts only to five, and none if their number does not exceed four, and one of the Directors who shall have been elected as residents in Canada, if the number of such Directors amounts to three, and none if their number does not exceed two, shall retire from office by rotation. 25 30

2. That the General Meeting for the choice of Directors shall be held in the month of May in every year, unless the Directors shall appoint another day within forty-eight days after the end of that month, in which case such General Meeting shall be held on such other day.

3. That the Directors who shall retire in each year shall be those who have served longest, the period of service being computed as to each Director from his election, or if he has been elected more than once, from his last election. 35

4. That if those who have served longest have served for equally long periods of time, and their number exceeds the number prescribed for retiring, then those who shall retire shall be chosen from them by lot. 40

5. That retiring Directors shall be eligible for re-election.

6. That at any meeting for choosing Directors, the number of those elected as resident in England shall be made up to six, and the number of those elected as resident in Canada shall be made up to three. 45

7. That every Director who ceases to reside in the country as a resident whereof he is elected, shall thereby vacate his office.

8. That if a vacancy by death, resignation, ceasing to reside or otherwise happen between two meetings for choice of Directors, the Directors may elect a new Director who shall hold his office only to the next meeting for the choice of Directors, and shall at that meeting vacate it before the numbers are counted for ascertaining how many are to retire by rotation. 50

9. That the Directors be and they are hereby empowered to appoint a Manager to be resident in Canada on such terms and for such remuneration as to the Directors shall seem fit, and as shall not exceed the powers of the Company: 55

Therefore the number, order of rotation and other provisions as to the appointment and constitution of the Board of Directors prescribed by the said resolutions shall be followed, and the said Directors shall go out of office according to the said resolutions, unless and until the Company shall, by resolution of any future special General Meeting, to be held under the authority of the Statutes of the Company, alter and vary such resolutions.

Order of rotation and constitution of Directors.

8. All acts done by any meeting of the Directors, or of a Committee of Directors, or by any person acting as a Director shall, notwithstanding it may be afterwards discovered that there was some defect in the appointment of any such Directors or persons acting as aforesaid, or that they or any of them were or was disqualified, be as valid as if every such person had been duly appointed and was qualified to be a Director.

Acts of Directors to be valid notwithstanding defects in their appointment.

9. And, whereas, the Company being indebted to various persons to a large amount, judgments have been obtained against them by some of such creditors, and executions have been issued upon the rolling stock of the Company; and whereas provisional arrangements have been made for satisfying such judgments and re-vesting the rolling stock of the Company by the issue of second Mortgage Bonds for Fifty Thousand Pounds Sterling, and other floating liabilities of the Company may also be provided for by means of such Bonds or the moneys to be raised thereby, and such Bonds have been subscribed for on condition that the amount thereof, to the extent of Fifty Thousand Pounds, shall be a second charge upon the whole undertaking (but subject to the Bonds for One Hundred Thousand Pounds already issued) and a first charge upon such rolling stock: therefore the second Mortgage Bonds whether already issued or to be issued to the extent aforesaid, and the principal and interest thereby secured shall become and be a charge upon the undertaking of the Company (subject only to the Bonds for One Hundred Thousand Pounds already issued, and the interest thereon) and also a first charge on all the rolling stock of the said Railway Company and any and every replacement and renewal thereof or any addition thereto, not exceeding in the whole the amount, for the time being, due on such second Mortgage Bonds.

Recital.

Second Mortgage Bonds to be a charge on Rolling Stock.

10. The Directors of the Company shall have full power to issue Bonds in lieu of the present first and second Mortgage Bonds as the same shall respectively become due.

Power to issue renewal Bonds.