

No. 88.

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

BILL.

An Act to Incorporate the Montreal and
City of Ottawa Junction Railway
Company.

PRIVATE BILL.

MR. MACDONALD, (Glengarry.)

OTTAWA:

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1871.

An Act to incorporate the Montreal and City of Ottawa Junction Railway Company.

WHEREAS, the persons hereinafter named, and others have Preamble.
 by their petition represented that a line of railway to be
 constructed from the City of Ottawa to a point on the Grand
 Trunk Railway at or near Coteau Landing, would afford the
 5 shortest and most convenient connexion between the Cities of
 Ottawa and Montreal; and have prayed to be incorporated as a
 Company for the purpose of constructing such line; and it is
 expedient to grant their prayer; Therefore, Her Majesty, by and
 with the consent of the Senate and House of Commons of Canada,
 10 enacts as follows:—

1. Donald Alexander Macdonald, M.P., Luc H. Masson, M.P., Certain persons in-
 Wm. Duckett, Angus S. Macdonald, Archibald McNab, Reeve of corporated.
 Lochiel, Michel Guindon, James Fraser, Reeve of Kenyon, Hugh
 R. Macdonald, Deputy Reeve of Lochiel, George Harrison, Peter
 15 Kennedy, Warden of Stormont, &c, Joseph Ammond, Edward
 McGillivray, James A. Grant, M.P., and Thomas Borthwick, with
 all such other persons and corporations as shall become shareholders
 in the Company hereby incorporated, shall be, and are hereby con-
 stituted a body corporate and politic by the name of the "Montreal
 20 and City of Ottawa Junction Railway Company," and shall have
 all the powers incident to railway corporations in general, and the
 powers and privileges conferred on such corporations by
The Railway Act, 1868, subject to the provisions hereinafter
 contained.

25 2. The said Company and their agents and servants may lay Power to con-
 out, construct and finish a double or single iron Railway, of such struct Rail-
 width or gauge as the Company see fit, from the City of Ottawa to way.
 some point at or near the village of Alexandria in the County of
 Glengarry, and thence to some point at or near Coteau Landing
 30 on the line of the Grand Trunk Railway, in the County of
 Soulanges.

3. The Capital Stock of the said Company shall not exceed, in Capital Stock.
 the whole, the sum of one million dollars, to be divided into ten
 thousand shares, of one hundred dollars each, which amount
 35 shall be raised by the persons hereinafter named, and such other
 persons and Corporations as may become shareholders in the said
 Stock; 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
 40 estimates connected with the Railway; and all the rest and
 remainder of such money shall be applied towards making, com-
 pleting, and maintaining the said Railway, and other
 purposes of this Act.

4. It shall be lawful for the said Company to receive, either by Company,
 45 grant from Government, or from any private individuals or cor- may receive
 aid,

porations, as aid in the construction of the said Railway, any vacant lands in the vicinity thereof, or any other real or personal property, or any sums of money, either as gifts, or in payment of stock, and legally to dispose of the same, and alienate the lands or other real or personal property for the purposes of the said Company, in carrying out the provisions of this Act. 5

Directors.

5. Donald Alexander Macdonald, M.P., Luc H. Masson, M.P., Angus S. Macdonald, Archibald McNab, Peter Kennedy, James Fraser, James A. Grant, M.P., Edward McGillivray, and Thomas Borthwick shall be, and are hereby constituted, a Board of Directors of the said Company, and shall hold office as such until other Directors shall be appointed under the provisions of this Act by the shareholders, and shall have power and authority to fill vacancies occurring therein, to open Stock Books and procure subscriptions for the undertaking, to make calls upon subscribers, to cause surveys and plans to be made and executed, to call a general meeting of Shareholders for the election of other Directors as hereinafter provided, and generally to do all such other acts as such Board, under the Railway Act, may lawfully do. 10 15

Stock books.

The said Directors are hereby empowered to take all necessary steps for opening the Stock Books for the subscription of parties desirous of becoming Shareholders in the said Company, and all parties subscribing to the capital stock of the said Company, shall be considered proprietors and partners in the same. 20

First meeting of Shareholders.

6. When and so soon as one-tenth part of the said capital stock shall have been subscribed, as aforesaid, and one-tenth of the amount so subscribed paid in, the said Directors, or a majority of them, may call a meeting of Shareholders at such time and place as they shall think proper, giving at least two weeks' notice in one or more newspapers published at Ottawa, Montreal and Cornwall; at which said general meeting, and at the annual general meetings in the following sections mentioned, the Shareholders present, either in person or by proxy, shall elect seven Directors in the manner, and qualified, as hereinafter provided, which said Directors shall constitute a Board of Directors, and shall hold office until the last Tuesday in May in the year following their election. 25 30 35

Annual general meetings.

7. On the said last Tuesday in May in each year thereafter, at the principal office of the said Company, there shall be held a general meeting of the Shareholders of the Company, at which meeting the said Shareholders shall elect a like number of not less than five nor more than seven 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 published one month before the day of election, in one or more Newspapers in the Cities of Ottawa and Montreal and the Town of Cornwall, and the election for Directors shall be by ballot, and the persons so elected shall form the Board of Directors. 40 45

Quorum.

8. A majority of the Directors shall form a quorum for the transaction of business, and the said Board of Directors may employ one or more of their number as paid Director or Directors, provided however that no person shall be elected a Director unless he shall be the holder and owner of at least five shares of the said Company and shall have paid up all calls upon the stock. 50

Reeves of Municipalities as Directors.

9. The Reeve or other chief Municipal officer of any Municipality or Parish subscribing towards the said undertaking, a bonus of not 55

less than \$500, or holding not less than five shares in the Stock of the Company, shall be eligible to the office of Director.

10. The Directors may at any time call upon the Shareholders ^{Calls.} for instalments upon each share which they, or any of them, may hold in the capital stock of the said Company, in such proportion as they may see fit, no such instalment exceeding ten per cent., and the Directors shall give one month's notice of such call, in such manner as they may appoint.

11. The said Company shall have power and authority to become ^{Company may become parties to Promissory Notes, &c.} parties to Promissory Notes and Bills of Exchange, for sums not less than one hundred dollars, and any such Promissory Note made or endorsed by the President or Vice-President of the Company, and countersigned by the Secretary and Treasurer of the Company, and under the authority of a majority of a quorum of the Directors, shall be binding on the said Company; and every such Promissory Note or Bill of Exchange so made, shall be presumed to have been made with proper authority until the contrary be shewn, and in no case shall it be necessary to have the seal of the said 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 Notes or Bills of Exchange have been issued without the sanction and authority of the Board of Directors as herein provided, and enacted; provided, however, that nothing in this section shall be ^{Proviso.} construed to authorize the said 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.

12. The Directors of the said Company are hereby authorized and empowered to issue bonds or debentures which shall be and ^{Company may issue debentures.} form a first charge on the undertaking, lands, buildings, tolls and income of the Company, or any, either, or all of them, as may be expressed by the said bonds or debentures, without the necessity for any enregistration thereof; and such bonds or debentures shall be, in such form, and for such amount, and payable at such times and places, as the Directors from time to time may appoint and direct; and the payment to the Treasurer of the Company, or to any other person appointed for the purpose, by any *bona fide* purchaser of any of the said lands, of the purchase money thereof, and the acquittance, by such Treasurer, or other person so appointed, of such purchase money, shall operate as a discharge of such charge in respect of the lands so paid for; and until other provisions be made therefor, the Treasurer of such Company, or other person so authorized, shall keep all moneys so received separate and apart from the ordinary funds of the Company, and the moneys so received shall be invested from time to time in Government Securities, or in the stock of some solvent and well-established chartered bank in Canada, for the formation of a fund for the payment of the interest on such debentures as it becomes due, and for their redemption at maturity. The said bonds or debentures shall be signed by the President or Vice-President, and shall have the corporate seal of the Company affixed thereto, provided that the amount of such bonds or debentures shall not exceed fifteen thousand dollars per mile, to be issued in proportion to the length of railway under contract or to be constructed under and by virtue of this Charter.

13. The Directors of the said Company, elected by the Shareholders, in accordance with the provisions of this Act, shall have ^{May arrange to connect with other Railways.}

power and authority to enter into and conclude any arrangements with any other Chartered Railway Company, for the purpose of making any branch or branches to facilitate a connection between this Company and such other Chartered Railway Company:

May negotiate sale or lease of Railway.

14. The said Company are also hereby authorized and empowered to contract and agree with any incorporated Railway Company for the purchase, transfer, or amalgamation of their line of railway or undertaking, with the appurtenances and privileges thereto belonging, or in any manner appertaining; and the Company hereby incorporated, may assign, transfer, or lease their railway or any part thereof, or any rights or powers acquired under this Act, and the surveys, plans, work, plant, stock, machinery, or other effects belonging thereto, to any other incorporated Company, person, or persons, or Corporations, upon such terms and conditions, and with such restrictions as the Directors may deem expedient, subject to the approval of the Shareholders at a special general meeting, to be called for that purpose: 5 10 15

Right of holdings shares and voting.

15. Any Shareholder in the said Company, whether a British subject or alien, or a resident of Canada or elsewhere, has, and shall have equal rights to hold stock in the said Company, and to vote on the same and to be eligible to office in the said Company. 20

Form of conveyance of land.

16. Any deed of conveyance of land to the said Company may be in the form of Schedule A., to this Act annexed, and may be enrolled at full length upon the affidavit of one of the witnesses to the execution thereof, made before the officers usually authorized to receive the same, and a deed in such form, or in words of like import, shall be a legal and valid conveyance of the land and immovables therein mentioned to all intents and purposes, and the registration thereof shall be of the same effect as if such deed were executed before a notary. 25 30

Short title.

17. This Act shall be known and cited as the "Montreal and City of Ottawa Junction Railway Act." 35

SCHEDULE A.

Form of Deed of Sale.

Know all men by these presents, that I, A. B., in consideration of paid to me by the Montreal and City of Ottawa Junction Railway Company, the receipt whereof is hereby acknowledged, grant, bargain, sell and convey unto the said Montreal and City of Ottawa Junction 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. 40

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

Signed, Sealed, and Delivered in presence of

A. B.

L.S.

45

C.D.
E.F.