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No. 65.

5th Session, 1st Parliament, 35 Victoria, 1872.

BILL.

An Act to incorporate the North-western
Railway Company of Manitoba.

PRIVATE BILL.

Mr. BOWN.

OTTAWA :

Printed by J. B. Taylor, 29, 31, & 33, Rideau Street,

1872.

An Act to incorporate the North-western Railway Company of
of Manitoba.

WHEREAS the persons hereinafter mentioned have by their Preamble.
petition represented that the opening up of the North
West Territories for settlement will tend largely to increase the
trade of the country bordering on the Assiniboine and Lake
Manitoba with the United States; and with a view to meeting
the requirements of that trade, the petitioners are desirous of being
incorporated as a Company to construct a railway from Lake
Manitoba, at or near Portage la Prairie, to the United States
boundary line in the vicinity of Pembina; and it is expedient to
grant their prayer. Therefore Her Majesty, by and with the advice
of the Senate and House of Commons of Canada, enacts as
follows:—

1. John Schultz, M. P., the Honorable Donald Gunn,

Certain persons incorporated.

with all such other persons and corporations as shall become share-
holders in the Company hereby incorporated, shall be, and are
hereby constituted a body corporate and politic by the name of
the "North-western Railway Company of Manitoba," 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, however, to the provisions here-
inafter contained.

2. The said Company and their agents and servants may lay
out, construct, and finish a double or single iron railway, of such
width or gauge as the Company see fit, from the boundary line of
the United States, at or near Pembina, in as direct a line as may
be, to a point on the proposed Canadian Pacific Railway, in the
vicinity of Portage la Prairie; and may effect a junction, or make
running arrangements with such Pacific Railway, or with other
railways in the said Province.

Company may build railway.

3. The Capital Stock of the said Company shall not exceed, in
the whole, the sum of one million dollars, to be divided into ten
thousand shares, of one hundred dollars each, which amount shall
be raised by the persons hereinbefore 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 the procuring
the passing of this Act, and for making the surveys, plans, and
estimates connected with the Railway; and all the rest and
remainder of such money shall be applied towards making, com-

Capital stock.

pleting, and maintaining the said Railway, and other purposes of this Act.

Company may receive grants.

4. It shall be lawful for the said Company to receive, either by grant from Government, or from any private individuals or corporations, 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.

Provisional Directors.

5. The persons hereinbefore named 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 associate with themselves therein not more than three other persons, who shall thereupon become and be Directors of the Company equally with themselves, to open Stock Books and procure subscriptions for the undertaking, and 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. 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.

First meeting of shareholders.

6. When and as soon as one-tenth part of the capital stock (which Capital Stock shall not be less than six hundred thousand dollars), 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 the shareholders at such time and place as they shall think proper, giving at least two weeks' notice in one or more newspapers published at Winnipeg, 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 till the first Tuesday in September, in the year following their election.

Annual general meeting.

7. On the said first Tuesday in September, and on the first Tuesday in September 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 the election, in one or more newspapers published at Winnipeg, and the election for directors shall be by ballot, and the persons so elected shall form the Board of Directors.

Quorum.

8. A majority of the directors shall form a quorum for the transaction of business, and the said Board of Directors may em-

ploy one or more of their number as paid director or directors; provided, however, that no person shall be elected as a director unless he shall be the holder and owner of at least ten shares of the stock of the said company, and shall have paid up all calls upon the stock.

Qualification
of Directors.

9. The directors may at any time call upon the shareholders 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.

Calls.

10. The said company shall have power and authority to become 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 said 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 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.

Company may
become parties
to promissory
notes.

Proviso.

11. The directors of the said company are hereby authorized and empowered to issue bonds or debentures, which shall be and 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; and such bonds or debentures shall be in such form, and for such amount, and payable at such times and places as the directors may from time to time appoint and direct. 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; but no such debentures shall be for a less sum than one hundred dollars.

Bonds and
debentures.

Proviso.

12. The directors of the said company, elected by the shareholders, in accordance with the provisions of this Act, shall have 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.

Arrangements
with other
companies.

13. The said company is also authorized and empowered to contract and agree with any incorporated railway company for the purchase or transfer, by deed of assignment, of their line of

Power to pur-
chase or sell
railways.

railway or undertaking, with the appurtenances and privileges thereto, belonging or in any manner appertaining thereto; 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. 5

All share-holders to have equal rights.

14. All shareholders in the said company, whether British subjects or aliens, or residents of Canada or elsewhere, have 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. 10

Form of conveyance of land.

15. 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 15
enregistered 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 20
registration thereof shall be of the same effect as if such deed were executed before a notary.

Time limited.

16. The powers given by this Act shall be exercised by the commencement of the said railway, within three years after the passing of this Act, and its completion, within eight years there- 25
from.

Short title.

17. This Act shall be known and cited as the "North-western Railway of Manitoba Act."

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 North-western Railway Company of Manitoba, the receipt whereof is hereby acknowledged, grant, bargain, sell, and convey unto the said North-western 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
One Thousand Eight Hundred and
Signed, Sealed, and Delivered, }
in presence of

day of

A. B.

L.S.

C.D.
E.F.