

The Provincial Statutes of Lower-Canada, Being the first session of the fourteenth Provincial Parliament of Lower-Canada. Quebec: P. E. Desbarats, Printer to the King's Most Excellent Majesty, 1831.

1 William IV – Chapter 33

An Act to Incorporate the Quebec and Halifax Steam Navigation Company. (31st March, 1831.)

Whereas John Forsyth, William Wralker, William Finlay, John Caldwell, Jeremiah Leaycraft, Henry LeMesurier, William Price, Matthew Bell, George Keys, William Pemberton, George Pemberton, Henry Pemberton, John Saxton Campbell, Robert Patterson, Robert Shortis, James Hamilton, James Gibb, Charles Felix Aylwin, Hypolite Dubord, Noah Freer, Augustus Freer, Charles A. Holt, Francis Bell, James Hunt, Samuel Neilson, William Lampson, John Leather, Robert Shaw, William Phillips, John Ryan, James Stanfield, William Sheppard, Thomas Tucker, John Jones, junr. Benjamin Torrance, William Henderson, Alexander Simpson, James Cleariheu, Peter Paterson, Charles Francois Roy, Joseph Stowe Shawr, John Racey, Duncan McCallum, Colin McCallum, Geoge Black, Joseph Dyke, Robert Pope Ross, John Fraser, John Malcolm Fraser, John Bell, James Saunders, John Miller, James McKenzie, Margret Urquhart, John Lambly, Alexander Morrison, Thomas Gordon, David Logan, George Taylor, Allison Davie, Robert Dalkin, John Munn, John Douglas, Archibald Campbell, William Henry Roy, William Carter, John McLeod, John Kerr, Robert Daunton, Robert Richardson, Thomas Gibb, Dominic Daly, Joachim Mondor, James Edie, Alexander Clarke, John Richardson, George Moffatt, Peter McGill, Adam L. Mc-Nider, John Torrance, Robert U. Harwood, Hector Russel, Hart Logan, Lewis Guky, Charles William Grant, Horatio Gates, Nathaniel Jones, William Ritchie, James Breckenridge, William Budden, Andrew Shaw, Samuel Cunard, Richard Harney, Senr. Richard Tremain, Henry Prior, John Rutchford, junr. Alexander Murison, Frederick W. Clarke, Edward Beblois, James Mitchel, J. G. A. Creighton, Thomas Grassie, Joseph Starr, Andrew Belcher, George Rundell, James Bridge, Robert Romans, Adam Esson, Temple Lewis Piers, John Alexander Berry, James Bain, George Smith, John Howe, George Russel, Alexander McDonald, James McDonald, William Carritt, J. Tobin, Michael Tobin, George P. Lawson, Edward Potter, James H. Tidmarsh, Alexander Keith, Eliza Legatt, William Brehm, Henry Lockyer, Adam Dechezian, Nicholas Le Cain, George Handley, Conrad West, John Stayner, Richard Marshall, Richard Davis, James Ritchie, Charles Delvolf, John Johnson, John Johnson, junr. Charles Fairbanks, Alexander Primrose, Alexander McGregor, John Munro, David Hare, Thos. Maynard, Thos. Grant, Andrew Fraser, Peter McNab, Robert Downes, James T. Avery, Robert Dawson, William Black, Jonathan Tremain, J. Boggs, George Hartshorne, Wil-liam Mortimer, John Barron, William Stairs, William M. Allan, Joseph Anston, George Innis, Patrick Ross, James Leishman, William F. Young, Rufus Black, Joseph Danby, George Turner, George Barton, Samuel Davis, Francis Le Cain, James Wilkie, Samuel Mitchel, David Starr, James Robb, James L. Stair, Edward M. Archibald. E. Ross, J. Primrose James McNab, Jasper Roust, Allan McDonald, J. Shannon, Joseph Allison, George Young, William Young, Phillip J. Holland, Daniel Starr, L. Yates,. William Macara, Charles Iveefier, Charles Rigby, William Foster, John Romans, William Woodill, James Donaldson,

Benjamin Schneller, Alexander Rankin, Thomas H. Peters, James A. Street, Alexander Fraser, junr. John Fraser, Andrew Creme, Joseph Allison, Hugh Morrell, William Lock, Joseph Cunard, Richard Blackstock, Christopher Clarke, Gilbert Henderson, Robert Henderson, Joseph Russel, Patrick Henderson, John Hawbolt, James Letson. Asa Willard, J. M. Johnson, Alexander P. Henderson, John S. Willaston, Thomas C. Allan, William Carman, junr. George Taylor, Henry Cunard, William Eade, Edward McQuillan, Joseph Samuel, Mary Little, Daniel Keith, Caleb McCully, Alexander Sherriff, John Samuel, Gauvin Rainnie, Francis Peabody, Martin Cramy, Alexander Key, Noah Freer, Francis Durette, James Black, James McDonald, John Torrance, William Price, William Walker, and John Jones, by their humble Petition have represented that they have become subscribers to and have associated for the purpose of establishing Steam Navigation between the Ports of Quebec and Halifax, in the Province of Nova Scotia, and other places, which they conceive would not only facilitate and extend the intercourse between these ports, but be conducive to the advancement of all His Majesty's Colonies in North America, and they the said subscribers are apprehensive that the said objects cannot at all or but imperfectly be attained unless they are incorporated and subjected to such rules and regulations as the nature of such an undertaking may require, and therefore have prayed that for promoting the object of such association they the subscribers and their assigns may be incorporated:—Be it therefore enacted by the King's Most Excellent Majesty, by and with the advice and consent of the Legislative Council and Assembly of the Province of Lower-Canada, constituted and assembled by virtue of and under the authority of an Act passed in the Parliament of Great Britain, intituled, "An Act to repeal certain parts of an Act passed in the fourteenth year of His Majesty's Reign, intituled, 'An Act for making more effectual provision for the Government of the Province of Quebec, in North-America,' and to make further provision for the Government of the said Province";—And it is hereby enacted by the authority of the same, that the said several persons herein above named, subscribers to the said undertaking, their several and respective successors, heirs, executors, curators, administrators and assigns, shall be and are hereby ordained, constituted and declared to be one body corporate and politic by the name of "The Quebec and Halifax Steam Navigation Company," and by that name they and their successors shall and may for ever hereafter have perpetual succession and shall and may by the same name be persons capable in the Law to sue, be sued, implead and be impleaded, answer and be answered, and to defend and be defended in all Courts and places whatsoever, and of what nature and kind soever, and that they and their successors may have a common seal and may change and alter the same at their pleasure, and also that they and their successors by the name of "the Quebec and Halifax Steam Navigation Company," shall be in law capable of purchasing, holding and conveying any real or personal estate for the use of the said Corporation: Provided such real and personal estate at any one time held by the said Quebec and Halifax Steam Navigation Company, shall not exceed sixteen thousand pounds currency.

II. And be it further enacted by the authority aforesaid, that a share in the sum of sixteen thousand pounds currency, subscribed or to be hereafter subscribed in the said undertaking, shall be at the rate of twenty-five pounds currency, for each and every share, and such shares as aforesaid, shall be and the same are hereby vested in the several persons herein

before named and in the several persons who shall become new subscribers to the said undertaking in manner hereafter enacted, and in their several and respective successors, heirs, executors, curators, administrators and assigns, proportionally to the sum which they and each of them now have severally and respectively subscribed, or hereafter shall severally and respectively subscribe and pay into the hands of the Treasurer of the said Company, to be appointed in the manner herein after directed, and such Proprietors of each of such shares as aforesaid, severally and respectively shall be entitled to receive the entire and nett distribution of one proportional part or share of and in the profit and advantage that shall or may therefrom arise and accrue and so on in proportion for any greater number of shares which such subscriber may own.

III. And be it further enacted by the authority aforesaid, that upon every or any subject, proposition, or question which shall arise, be discussed or be put relating to the affairs of the said Company, each subscriber or stockholder shall have one voice or vote for and in respect of each share which he shall hold or possess in the said undertaking, which vote or votes may be given by any such stockholder as aforesaid, either in person or by his, her or their proxy or attorney, appointed by writing or writings, under his, her or their hand or hands, and such vote by such proxy shall be as effectual to all intents and purposes as if the principal or principals had voted in person, and whatsoever question, matter or thing, shall be proposed, discussed or considered in any public meeting to be held in pursuance of this Act, the same shall be finally determined by the majority of votes and proxies then present, and the Chairman at every such meeting, in case of a division of equal numbers, shall have the casting vote although he shall have voted before; Provided always, that a part or parts of a share or shares shall not entitle any person to vote in person or by proxy.

IV. And be it further enacted by the authority aforesaid, that it shall be lawful for the Stockholders of the said Company and their successors, to raise by the admission of new Subscribers in such shares as aforesaid, any further or other sum of money not exceeding with the several sums already subscribed, the aforesaid sum of sixteen thousand pounds current money of this Province, for the purposes aforesaid.

V. And be it further enacted by the authority aforesaid, that all and every the person or persons who shall be so admitted by the said Company as a Subscriber or Subscribers for such further sum or any part thereof not less than twenty-five pounds currency as aforesaid, shall thereupon succeed as a constituent member or constituent members of the said Body Politic incorporated by this Act, and in the same manner to all intents, construction and purposes as if he, she or they had been declared in this Act to be a Member of the said Company.

VI. Provided always, and be it further enacted by the authority aforesaid, that in case the sum already subscribed or hereafter to be subscribed as aforesaid, shall be found insufficient for carrying into effect the purposes of this Act, then and in such case it shall be lawful for the Stockholders of the said Company and their successors, to borrow any sum not exceeding five thousand pounds currency, to be applied to the purpose aforesaid, and also

to secure the repayment of the same to the Lender or Lenders thereof, by mortgage upon any Steam Vessel or Vessels of the said Company, or otherwise as they shall see fit.

VII. And be it further enacted by the authority aforesaid, that the first general meeting of the said Stockholders shall be held in the Buildings of the New Exchange in the Lower-Town of the City of Quebec, on the third Tuesday from and the after passing of this Act, at one o'clock in the afternoon, and the like general meeting shall be held on the last Tuesday in the month of January in every year afterwards, at the hour of one o'clock in the afternoon.

VIII. And be it further enacted by the authority aforesaid, that at the first general meeting of the said Stockholders herein before directed to be held, the Stockholders then assembled together, with such proxies as shall then be produced, or the majority of such Stockholders and proxies, shall choose nine persons being Stockholders in such undertaking, of whom five shall form a quorum, which persons so chosen shall be a Committee to manage, direct and carry on the affairs and business of the said Company, and particularly such matters and things as are by this Act directed to be done by such Committee, and as shall from time to time be ordered by such general or special meetings as aforesaid. Provided always, that the first Committee which shall be so chosen at the first general meeting as aforesaid, shall be a Committee for the purposes aforesaid until the first day of February of the following year and no longer; and at the said first meeting, the said Stockholders and proxies, or the majority of them, shall in like manner elect or appoint any number not less than three of the members of the same, to be Trustees of the property in any ship or vessel or ships or vessels to be owned by the said Company.

IX. And be it further enacted by the authority aforesaid, that the said Committee of Stockholders shall be afterwards chosen at the general meetings of Stockholders to be holden annually as aforesaid, and shall be a Committee for the purposes aforesaid until the first day of February of the following year and no longer, and shall meet as often and at such place in the City of Quebec to be by them appointed as occasion may require. Provided always, that no Member of the said Committee shall have more than one vote in the said Committee, except the Chairman, who shall be chosen by themselves, and who in case of division of equal numbers shall have a casting vote, although he may have given one vote before: Provided also, that such Committee shall from time to time make reports of the proceedings to and be subject to the examination and controul of the said general meetings of the said Stockholders, and shall pay due obedience to all such orders and directions in and about the premises as shall from time to time be made by the said Stockholders at any general meeting, such orders and directions not being contrary to the express directions or provisions of this Act, or to the Laws of this Province.

X. And be it further enacted by the authority aforesaid, that the said Committee for the time being, shall have and be invested with full power and authority to manage, order, oversee and transact all and singular the affairs and business of the said Company, and all matters and things whatever relating to or concerning the same, and also to choose and appoint a Treasurer, Secretary, and such other officer or officers as may be necessary for

conducting the affairs of the said Company; and the said Committee for the time being, shall on the last Tuesday in the month of January in every year, at the meeting of the Stockholders of the said Company, produce and give a full, just and true account in writing, of all their transactions, receipts and payments respectively, so that the true state of the said Company and its affairs may manifestly appear, and shall also make and declare a dividend of the clear profit and income, (all contingent costs and charges being first deducted) among all the Stockholders aforesaid.

XI. And be it further enacted by the authority aforesaid, that it shall and may be lawful for the Committee to convene extraordinary general meetings of the said Stockholders whenever such meetings shall to them appear necessary, giving at least eight days notice of such meeting, in any two of the newspapers published at the City of Quebec: Provided always, that any number of Stockholders, not less than five, who together shall be proprietors of fifty shares of the capital stock of the said Company, shall have power at any time by themselves or their proxies, to call a general meeting of the Stockholders, for purposes relating to the said Company, giving at least six weeks notice thereof, in at least two of the newspapers published at the City of Quebec, and specifying in such notice the time and place of such meetings, with the object or objects of such meetings.

XII. And be it further enacted by the authority aforesaid, that the said Committee or quorum of such Committee as aforesaid, being assembled at such places and times as shall be so fixed as aforesaid, shall have full power and authority to make, ordain and constitute such and so many bye-laws, rules and orders, not repugnant to the Statutes, Customs or Laws of the Province, or the express regulations of this Act as by the said Committee or such quorum as aforesaid, shall be judged expedient and necessary, as well for the direction, conduct and government of the said Corporation, as of the property, real and personal, moveable and immovable by them held, and the same to revoke, alter and amend, as in their opinion will most effectually promote the purposes of this Act: Provided always nevertheless, that no such bye-laws, rules or orders shall have any force or effect until they shall have been sanctioned and confirmed by some general meeting of the said Stockholders, held in the manner herein directed, and shall thereafter have been published in any two of the newspapers published in the City of Quebec.

XIII. And be it further enacted by the authority aforesaid, that it shall and may be lawful to and for each and every of the Stockholders for the time being, of the said Corporation, his and her heirs, executors and administrators, and assigns, to give, sell, alien, assign, devise or dispose of his, her, or their respective share or shares and interest to the said Company, to any person or persons being subjects of His Majesty, and the said person or persons and their respective assigns, shall be Members of the said Corporation, and shall be intitled to all and every the same rights and privileges in the said Corporation, and in the profits and advantages therefrom arising, and in the said Corporation, as the Members in this Act named are intitled to, by virtue of this Act; Provided always, that a part of a share or shares in the said Company, shall not entitle the proprietor or owner thereof, to any voice whatsoever in the management of the said Company.

XIV. And be it further enacted by the authority aforesaid, that any purchaser or purchasers shall, for his or their security as well as that of the said Company, have a duplicate or duplicates of the Deed or Act of transfer made unto him, her, or them, and executed by both parties, one whereof so executed shall be delivered to the said Committee or to the Secretary for the time being, to be fyled and kept of record for the use of the said Corporation, and upon the fying thereof, an entry thereof shall be made forthwith in the book or books to be kept by the Secretary for that purpose, and until such duplicate of such Deed or Act of transfer shall be so delivered unto the said Committee or Secretary of the said Corporation and fyled and entered as above directed, such purchaser or purchasers shall not be held to be a proprietor or proprietors of such share or shares, and shall have no part of the profits of the said undertaking paid unto him, her, or them, nor any vote as member or members of the said Corporation.

XV. And be it further enacted by the authority aforesaid, that in all and every such suit or suits at Law, which at any time hereafter may be instituted by or on the part of any person or persons against the said Company, service of process upon the Committee for the time being, at the office of the said Company in the City of Quebec, shall to all intents and purposes be sufficient to compel the said Company or Corporation to appear and to plead to such suit or suits at Law, usages or custom to the contrary in anywise notwithstanding; and all and every suit or suits at Law, which at any time may be instituted by or on behalf of the said Company against any person or persons, body or bodies politic or corporate, shall be instituted by the Committee for the time being, for and in the name of the said Company.

XVI. And be it further enacted by the authority aforesaid, that the share and shares and dividends of the Stockholders in the said Corporation shall be held, considered, and adjudged to be personal property, and as such shall be liable to bona fide creditors for debts, and may be attached and sold under writs of attachment and execution issued out of His Majesty's Courts of this Province, in like manner as other personal property may be attached and sold under such writs of attachment and execution, and in cases where attachment, may issue for attaching the said share and shares and dividends, the same shall be served on the Trustees of the said property, who shall be held to- appear in Court and answer upon such writ of attachment according to the Laws of this Province, and to declare the number of shares of stock and the amount of dividends belonging and due to the person or persons against whom such attachment shall have been obtained, and that when the said share or shares may have been sold under a writ or writs of execution, the Sheriff by whom such writ or writs shall be executed, shall within thirty days after such sale, leave with the Trustees of the said property, an attested copy of the said writ or writs of execution, with the certificate of such Sheriff endorsed thereon, certifying to whom the sale of the said share or shares under the said writ or writs of execution has been made, and the person or persons who shall have purchased such share or shares so sold under such writ or writs of execution shall be held and considered as a Stockholder or Stockholders of such share or shares, and have the same rights and be under the same obligations as if he, she, or they had purchased the said share or shares from the proprietor or proprietors thereof.

XVII. And be it further enacted by the authority aforesaid, that no Stockholder or Stockholders shall be answerable in his, her or their private or individual capacity or capacities for the debts of the said Corporation.

XVIII. And be it further enacted by the authority aforesaid, that if there be a failure by or on the part of any person or persons, co-partnership, body politic or corporate, to pay the amount of any instalment required to be paid on account of his, her, or their shares in the said Capital Stock of the said Company, it shall be lawful for the Committee for the time being, to expose the said share or shares for sale at the first general meeting of the Stockholders, such share or shares to be sold and adjudged to the highest and last bidder, and the residue of such purchase money (after the expense of sale and ten per cent upon the amount of such purchase money, as forfeit, together with the amount due to the said Company have been deducted) to be paid to the Stockholder or Stockholders who shall have become defaulters as aforesaid. Provided always, that such share or shares shall not be exposed to sale as aforesaid, until at least four months shall have expired from and after such instalment having become due and payable.

XIX. And be it further enacted by the authority aforesaid, that the transfer of the said shares shall be in the following form, to wit:—"I, A.B. of _____ in consideration of the sum of _____ do hereby bargain, sell and transfer to C.D. his, her, or their heirs, executors, curators, administrators and assigns _____ share shares (as the case may be,) of and in the Quebec Halifax Navigation Company: to hold unto the said C.D. his, her, or their heirs, executors, curators, administrators and assigns, subject to the same rules and orders, and on the same conditions, that I now hold the same, and I C.D. do accept of the said share or shares of and in the said Quebec and Halifax Navigation Company, subject to the said rules, orders, and conditions:

" Witness our hands, the _____ day of _____ in the year of Our Lord
Executed in the presence of _____
the undersigned Witnesses. }"

XX. And be it further enacted by the authority aforesaid, that this Act shall be deemed and taken to be a public Act, and as such shall be judicially taken notice of by all Judges, Justices of the Peace, and all other persons whomsoever, without specially pleading the same.