

CAP. XLVIII.

An Act to incorporate sundry Persons by the name of the Saint John Bridge Company.

Passed 17th March 1855.

WHEREAS it will be of great advantage to the Public in general if a Bridge were erected across the River Saint John near the Falls of the said River at its mouth: And Whereas it is thought advisable to incorporate such Persons as may be desirous and willing at their own costs and charges to make and maintain such Bridge, and also to open and make such Roads as may be necessary at either end of the said Bridge to connect the same with the public Roads lying and being adjacent thereto in the City and County of Saint John;

I. Be it enacted by the Lieutenant Governor, Council and Assembly, That Benjamin L. Peters, Ralph M. Jarvis, Nehemiah Merritt, John Robertson, James Peters, Junior, James Hendricks, David Hatfield, Robert W. Crookshank, Robert Rankin, Robert F. Hazen, Edward L. Jarvis, Charles Simonds, Edward B. Chandler, William Crane, Hugh Johnston, Thomas Wyer, John W. Weldon and Jedediah Slason, their associates, successors and assigns, be and they are hereby declared to be a Body Corporate by the name of the Saint John Bridge Company, and that they shall be persons able and capable in Law to have, get, receive, take, possess and enjoy Houses, Lands, Tenements, Hereditaments and Revis in fee simple or otherwise, and also goods and chattels, and all other things real, personal or mixed, and also to give, grant, let or assign the same or any part thereof, and to do and execute all other things in and about the same as they shall think necessary for the benefit and advantage of the said Corporation, and also that they be persons able and capable in Law to sue and be sued, plead and be impleaded, answer and be answered in, to, defend and be defended in any Court or Courts of Law or Equity, or other places whatsoever, in all and all manner of actions, suits, complaints, demands, pleas, causes and matters whatsoever, in as full and ample manner as any other person or persons are in law capable of suing and being sued, pleading and being impleaded, answering and being answered unto; and also that they shall have one common seal to serve for the enrolling of all and singular their grants, deeds, conveyances, contracts, bonds, articles of agreement, assignments, powers, warrants of attorney, and all and singular their affairs and things touching and concerning the said Corporation; and also that the said Company or the major part of the Stockholders thereof, met together at any meeting of the said Stockholders, shall from time to time and at all times have full power, authority and license to constitute, ordain, make and establish such Bye Laws and Ordinances as may be thought necessary for the good rule and government of the said Corporation; provided that such bye laws and ordinances be not contradictory or repugnant to the Laws and Statutes of the Province and those in force within the same.

II. And be it enacted, That the capital or stock of the said Corporation shall consist of the sum of twenty thousand pounds, to be paid in such money as shall at the time of the several payments hereinafter expressed be a legal tender in this Province; two thousand pounds, being one-tenth part thereof, to be paid within twelve months after the passing of this Act, and the remaining nine tenths or eighteen thousand pounds, to be paid at such time and times and in such parts or portions as the Directors for the time being shall from time to time think necessary; the whole amount of such Capital or Stock to be divided into Shares of twenty-five pounds each, making in the whole eight hundred shares.

III. And be it enacted, That every Subscriber or Stockholder shall pay into the hands of the Directors for the time being, at such time and place within the said twelve months as aforesaid as such Directors shall for that

purpose appoint, of which notice shall be given in one or more of the Newspapers published in this Province, one tenth part or ten *per centum* on the whole amount of his or her share, or shares, and shall give to the President and Twelve Directors hereinafter mentioned good and satisfactory security or securities, either by bond and mortgage on real estate or otherwise, at the option and to the satisfaction of the said President and Directors, that the residue of the whole amount of his or her shares shall be paid to the said President and Directors for the time being, from time to time and in such parts or portions as to them the said President and Directors shall seem advisable: Provided that the amount so to be called in shall not exceed at any one time ten *per centum* on the whole amount of the capital or stock belonging to any individual, and that thirty days notice of such payment being required shall be given in one or more of the Newspapers published in this Province.

IV. And be it enacted, That whenever four hundred shares of the said capital or stock shall have been subscribed, a general meeting of the members and stockholders or the major part of them shall take place, by notice in one or more newspapers published in the City of Saint John thirty days previous to such meeting, for the purpose of making, ordaining and establishing such bye laws, ordinances and regulations for the good management of the affairs of the Corporation as they shall deem necessary, and for the purpose of choosing Thirteen Directors, being stockholders and members of the Corporation, under and in pursuance of the rules and regulations hereinafter made and provided; which Directors so chosen shall serve until the first annual meeting for choice of Directors, and shall have full power and authority to manage the concerns of the said Corporation and shall commence the operations of the said Company, subject nevertheless to the rules and regulations hereinafter made and provided.

V. And be it enacted, That there shall be a general meeting of the stockholders and members of the said Corporation to be annually holden on the first Tuesday in February in each and every year at the City of Saint John, at which annual meeting there shall be chosen by a majority thereof thirteen Directors who shall continue in office for one year or until others are chosen in their room; in the choice of which the stockholders and members of the said Corporation shall vote according to the rules hereinafter mentioned: and the Directors when chosen shall at their first meeting after their election choose out of their number a President: Provided always, That seven of the Directors in office shall be re-elected at such annual meeting for the next succeeding Twelve Months, of whom the President shall always be one.

VI. And be it enacted, That the Directors of the said Corporation for the time being, shall have power from time to time to nominate and appoint a Treasurer or Treasurers, Engineer or Engineers, Architect or Architects, Surveyor or Surveyors, Clerk or Clerks, Collector or Collectors, Receiver or Receivers of Rates and Tolls herein allowed to be demanded and taken, and such other officers and servants as to them or the major part of them shall seem necessary and proper for executing the business of the said Corporation, and the same or any of them from time to time to remove, and to nominate and appoint another person or persons in his or their room or stead, and shall and may allow them such compensation for their respective services as to them shall appear reasonable and proper; all which together with the expenses of the obtaining and making surveys, plans and estimates for the building of such contemplated Bridge, and also of making and completing the said Bridge, and of paying the rents and purchase money of such Lands, Tenements, and Hereditaments as may be required for the use of the said Corporation, and which they may have, use and take as is hereinafter provided, and also of the forming, making and completing such Road or Roads as is hereinafter provided for, and of all

other contingencies and expences whatsoever, shall be borne upon and defrayed out of the funds of the said Corporation: and further that the said Directors shall likewise exercise such other powers and authorities for the well regulating the affairs of the said Corporation as shall be prescribed by the Bye Laws and Regulations of the same.

VII. And be it enacted, That not less than seven Directors shall constitute a Board for the transaction of business, of which the President shall always be one, except in cases of sickness or necessary absence, in which case the Directors present may choose one of their Board as Chairman for the time being; that the President or such Chairman so chosen as aforesaid shall vote at the Board as a Director, and in case there be an equal number of votes for and against any question before them the President or Chairman shall have a casting vote.

VIII. And be it enacted, That no person shall be eligible as a Director unless such person is a Stockholder and holds not less than four shares of the capital or stock of the said Company, and is of the full age of twenty-one years.

IX. And be it enacted, That the number of votes to which each Stockholder shall be entitled on every occasion when in conformity to the provision of this Act the votes of the Stockholders are to be given, shall be one vote for every share; and that every Stockholder may vote by proxy, provided such proxy be a Stockholder and previous to voting produce a sufficient authority in writing from his constituent or constituents.

X. And be it enacted, That if it should so happen that the said Directors should not be chosen on the said first Tuesday in February in any year as aforesaid, it shall and may be lawful to choose them on any other day between the hours of twelve at noon and three in the afternoon of such day, upon giving fourteen days notice of the time and place of such meeting in the Royal Gazette and in two of the newspapers published in the City of Saint John, which meeting shall take place in the City of Saint John; and in case any Director shall be removed by the Stockholders for his conduct or mal-administration, his place shall be filled up by the said Stockholders, fourteen days public notice of the time and place of such meeting being first given as is hereinbefore provided; and in case of any vacancy among the said Directors by death, resignation or absence from the Province for three months, or in case any Director shall disqualify himself by the sale, disposal and transfer of his Shares or of any of them so as to reduce his interest in the said Corporation to less than four shares required for the qualification of a Director, then and in either of such cases the said Directors shall and may fill up such vacancy by choosing one of the said Stockholders, and the person so chosen by the Stockholders or Directors shall serve until another be chosen in his room.

XI. And be it enacted, That so soon as the said first Instalment of Two Thousand Pounds shall have been actually paid in manner and form as is hereinbefore provided, on account of the subscriptions to the said stock, and security is taken for the payment of the remainder of the said subscription to the said Stock as in this Act is provided, then the President and Director of the said Company may commence operations under and by virtue of this Act, and proceed with the business and affairs of the said Company.

XII. And be it enacted, That it shall and may be lawful to and for the said Company and their Successors, their Deputies, Agents, Servants, Workmen, and Assistants, and they are hereby authorised and empowered to design, erect, order, and build, or cause to be built, and to complete maintain and keep in repair a Bridge across the said River Saint John at or near the Falls of the said River near the Harbour of Saint John, from the Parish of Portland to the Parish of Lancaster or to Carleton in the said City of Saint John, at such place there as may be deemed most

able and fit for such Bridge, and to dig and make proper foundations in the said River and on the lands and grounds lying on each side thereof for the towers, piers and abutments of the said Bridge, and to cut and level the banks of the said River in such manner as shall be necessary and proper for building the said Bridge, and to cut, remove, take and carry away all and every impediment whatsoever which may in anywise tend to hinder the erecting and completing the said Bridge, and to execute all other things requisite and necessary, useful or convenient for erecting and building, maintaining and supporting the said Bridge according to the tenor and true meaning of this Act; and further, that they may from time to time enter and go in and upon the lands and grounds adjacent to the said Falls of 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; and further, that they may explore, lay out, work and make a road not more than four rods in width leading from either end of the said Bridge to the Highways in the said Parishes aforesaid or in Carleton in the said City respectively; and further, that for the purpose of erecting, building, maintaining, repairing and supporting the said Bridge, the said Company shall from time to time have full power and authority to land on either side of the said River, within one hundred yards of the said Bridge, all materials and other things to be used in and about the same, and there to work and use such materials and things according as they the said Company and the persons to be by them appointed shall think proper, without any previous agreement with the owner or owners of the property on which such towers, piers and abutments shall be built or in and upon which such surveys, examinations or other arrangements may be made, or through which such Roads may be explored, laid out, worked and made, or on which such materials and other things shall be landed, worked or used, or of the tenant or tenants thereof, doing as little damage as may be and making such satisfaction as hereinafter mentioned to the respective owners and occupiers of all lands and grounds, tenements and hereditaments, which shall be used and occupied, altered, damaged, spoiled, taken or made use of by means or for the purpose of this present Act: Provided always, That the under part of the floor of any Bridge (between the abutments thereof) that may be built by virtue of this Act shall be at least seventy feet above high water level at spring tides.

XIII. And be it enacted, That the said Company shall and may erect and set up, or cause to be erected and set up, one or more gates or gates, turnpike or turnpikes in, upon and across the said intended Bridge or within twenty yards thereof, together with toll houses and proper and necessary buildings, conveniences and fences near to each gate or turnpike, across the said intended Bridge or the road or avenue immediately communicating therewith and within twenty yards of the said Bridge; and that the respective Tolls following may be demanded and taken by such person or persons as the said Company shall from time to time appoint at each of the said gates or turnpikes, for each and every time of passing over the said Bridge, that is to say: For every foot passenger, threepence; for every horse, mare, gelding, mule or ass, with one person, one shilling and three pence; for every additional horse, mare, gelding, mule or ass, one shilling; for every carriage drawn by one horse or beast of draught, with one person, Two Shillings; for every horse or beast of draught more than one drawing a carriage, sixpence; for every person more than one with a carriage, two pence; for neat cattle, fourpence each; for sheep, calves or hogs, one half penny each: Provided always, that no toll be exacted from children under five years of age.

XIV. And be it enacted, That it shall and may be lawful for the collector or collectors of such tolls or any of them to stop and prevent the passage of any person or persons neglecting or refusing to pay the said tolls or any of them, or of the horse, beast, cattle, carriage or other thing

for or in respect of which the said tolls ought to be paid, or it shall and may be lawful to and for the said collector or collectors to seize and detain the goods and chattels of such person or persons, or such horse, beast, cattle, carriage or other thing, and in case the said tolls shall not be fully paid and satisfied together with all reasonable costs and charges of making, detaining and keeping such distress, within the space of five days, the said collector or collectors shall and may sell the same, rendering the overplus (if any) after deducting such costs and charges of making, detaining and selling such distress to the owner or owners thereof.

XV. And be it enacted, That if any dispute shall arise about the quantity of tolls due or the cost and charges of distraining, keeping or selling any distress, it shall and may be lawful to and for the collector or person so distraining to detain the distress or the money arising from the sale thereof until the quantity of the tolls or the charges of distraining, keeping and selling the distress as the case may be, shall be ascertained by some Justice of the Peace for the City and County of Saint John, who upon application made to him for that purpose shall examine the said matters upon the oath or oaths of the parties or other witness or witnesses; and shall determine the quantity of tolls due and shall also assess the charges of such distress and sale, and all other reasonable and incidental costs; all which sum or sums so determined or assessed shall be paid to the collector before he shall be obliged to return the distress, or the overplus after the sale thereof or of any part thereof.

XVI. And be it enacted, That the said Corporation shall not directly or indirectly deal or trade in buying or selling gold or silver coins, or bullion or bills of exchange, or in lending money by way of discount, or engage in any Banking operation whatsoever.

XVII. And be it enacted, That the Directors of the said Corporation shall make yearly dividends out of the tolls, income and profits arising to the said Corporation, first deducting thereout the annual costs, charges and expenses of the said Corporation, as well for the repairs of the works belonging to them as for the salaries and allowance to their several officers and servants, and for such other purposes connected with the said Corporation as may be deemed proper by the said Directors: Provided that the Directors of the said Corporation shall not at any yearly dividend so to be made as aforesaid, divide or pay or cause to be divided and paid any greater or larger dividend than will amount to the rate of eight pounds *per centum* per annum on the total amount of the capital stock actually collected and paid in as is herein provided for; and also that the sum divided and paid shall not exceed seven-eighths of the net amount of the tolls, income and profit of the said Corporation, received, gained or gotten since the making of the then last dividend.

XVIII. And be it enacted, That the surplus remaining after paying each dividend as is herein provided for shall be by the said Directors put out at interest for the use and benefit of the said Corporation, and shall and may be applied to such uses and purposes connected with the objects of the said Corporation as by the Stockholders at any meeting of them may be deemed proper and advisable.

XIX. And be it enacted, That the books, papers, correspondence and all other matters or things belonging to the said Corporation, shall at all times be subject to the inspection of the Directors or any of them; but no Stockholder nor a Director shall inspect the account of any individual or Corporate Body with the said Corporation.

XX. And be it enacted, That the joint stock or property of the said Corporation shall alone be responsible for the debts and engagements of the said Corporation, and that no person or persons who shall or may have dealings with the said Corporation shall on any pretence whatever have recourse against the separate property of any individual member or members of the said Corporation, or against their personal or personal, further

than is herein specially provided, and that may be necessary to the faithful application of the funds of this Corporation.

XXI. And be it enacted, That the Shares, Capital or Stock of the said Company shall be assignable or transferable according to such rules and regulations as may by the Directors be established in that behalf; but no assignment or transfer shall be valid or effectual, unless such assignment or transfer shall be entered and registered in a Book to be kept by the Directors for that purpose, nor until such person or persons so making the same shall previously discharge all debts actually due and payable by him, her or them to the said Corporation, and in no case, shall any fractional part of a share be assigned or transferable; and that whensoever any Stockholder shall transfer in manner aforesaid all his or her stock or shares in the said Corporation, to any other person or persons whatsoever, such person shall cease to be a member of the said Corporation, and the person or persons so purchasing shall become a member of the said Corporation in his or her stead, and be entitled to all the privileges as such.

XXII. And be it enacted, That the bonds and other securities of what nature and kind soever, taken for the payment of the residue of the said capital or stock as is hereinbefore directed, shall from time to time be renewed or changed, and other and further security or securities for the same be given, whenever and as often as the said Directors or any Quorum thereof shall require, and in case of any refusal or delay to renew or change any such security or securities or to give or grant other and further security or securities therefor to the satisfaction of the said Directors or any Quorum thereof, within thirty days after notice thereof given, then and in such case it shall and may be lawful to and for the said Directors or any Quorum thereof, to cause such proceedings both in law and equity or either as may be deemed requisite, to be taken for the recovery of the amounts of such several security and securities, or it shall and may be lawful to and for the said Directors or any Quorum thereof if they shall think fit, to declare the shares in the said capital or stock for the amount of the residue of which such security or securities shall have been given, forfeited to the said company, together with all deposits, instalments, interests, profits or dividends thereto belonging, or appertaining; and that such stock so forfeited shall be sold by public auction for and on account of the said company, and the purchaser or purchasers thereof shall give such security or securities for the payment of the amounts due to the said company on account of such forfeited shares, at the time of such forfeiture as is hereinbefore provided, and shall be likewise subject to all the provisions of this Act, any thing herein contained to the contrary thereof in anywise notwithstanding.

XXIII. And be it enacted, that the directors shall at the general meeting to be holden on the first Tuesday in February in every year lay before the stockholders for their information, an exact and particular statement of the then state of the affairs and business of the said company agreeably to the several regulations of this Act, and such other rules and regulations as may by the said stock holders be made by virtue hereof, so as the same may contain a true account of the whole of the affairs of the said company, which statement shall be signed by the directors and attested by the Secretary; and a duplicate thereof in like manner signed and attested, shall be transmitted to the Secretary of the Province for the information of the Lieutenant Governor or Commander in Chief for the time being and the Honorable His Majesty's Executive Council; Provided always; that the rendering such statement shall not extend to give any right to the stockholders, not being directors, to inspect the accounts of any individual or individuals with the said Corporation.

XXIV. And be it enacted; That the said Corporation shall make, allow and pay reasonable and proper compensation and satisfaction for all lands, tenements, and hereditaments taken, used, occupied, altered, damaged; or

spoiled by means of and for the uses and purposes of the said Corporation; to be agreed upon by the said Corporation and the respective owners and occupiers of such lands, tenements, and hereditaments; and in case of disagreement between the said Corporation and the said owners or occupiers or any of them, then such compensation and satisfaction shall be determined by three arbitrators, one to be chosen by the said Corporation and one by the owner or owners, occupier or occupiers of the private property in question, which two arbitrators so chosen shall choose the third arbitrator, and in case of their not agreeing in such choice within ten days after their appointment, then and in such case it shall and may be lawful for the Lieutenant Governor or Commander in Chief for the time being, upon application of the said Corporation, to appoint the third arbitrator; the award of the said arbitrators or any two of them shall be final and conclusive in the matters referred to them; and in case any of the said owners or occupiers of such private property shall decline making any such agreement or appointing such arbitrator then and in every such case, the said Corporation shall make application to the Supreme Court of this Province stating the grounds of such application, and such Court is hereby empowered and required from time to time upon such application to issue a Writ or Warrant directed to the Sheriff of the City and County of Saint John, or in case of his being a party interested, then to the Coroner of the said City and County, and in case of the said Sheriff and the said Coroner being both interested, then to some person or persons who may be disinterested, commanding such Sheriff, Coroner, Person or Persons as the case may be, to summon and empanel a Jury of twelve Freeholders within the said City and County, who may be altogether disinterested, which Jury upon their Oaths (all which oaths as well as the oaths to be taken by any person or persons who shall be called upon to give evidence in the matter, the Sheriff, Coroner, or person or persons summoning such Jury is hereby empowered to administer) shall inquire, ascertain and assess the distinct sum or sums of money or annual rent to be paid as the amount of compensation and satisfaction for the damage that may and shall be sustained by such owner or owners, occupier or occupiers of such private property as aforesaid, and the inquisition, award or verdict of such Jury shall be returned and filed in the Office of the Clerk of the Pleas in the said Supreme Court and shall be final and conclusive between the parties; which amount so assessed as aforesaid and the costs and expenses of such proceeding to be taxed and allowed by the said Supreme Court, shall be borne by the said Corporation, and shall be by them paid within thirty days after the said inquisition, award or verdict shall be filed as aforesaid.

XXV. And be it enacted, That if any person or persons shall wilfully and maliciously and to the prejudice of the said undertaking break, damage, throw down, or destroy any of the works to be erected or made by virtue of this Act, any such person shall be judged guilty of Felony and every such person so offending and being thereof lawfully convicted, shall be liable to the punishment prescribed for felony in an Act made and passed in the first year of the reign of His present Majesty, intituled "An Act for improving the administration of Justice in Criminal Cases."

XXVI. And be it enacted, That any joint Committee hereafter to be appointed by the Honourable the Legislative Council and the House of Assembly for the purpose of examining into the proceedings of the said Corporation shall, either during the Session or prorogation of the General Assembly, have free access to all the books and accounts of the same.

XXVII. And be it enacted, That any number of Stockholders, not less than forty, who together shall be proprietors of Two hundred and fifty shares, shall have power at any time by themselves or their proxies to call a general meeting of the Stockholders for purposes relating to the business of the said Corporation, giving at least thirty days notice in two of the Newspapers published in this Province, and specifying in each notice the

time and place of such meeting with the objects thereof; and the directors or any five of them shall have the like power at any time (upon observing the like formalities) to call a general meeting as aforesaid.

XXVIII. And be it enacted, That any number of Stockholders not less than sixty who together shall be proprietors of six hundred shares shall have the power at any time by themselves or their proxies to call a general meeting of the Stockholders for the purpose of taking into consideration the dissolving of the said Company, giving at least three months previous notice in one or more of the Newspapers published in this Province, and specifying in such notice the time and place of such meeting, with the objects thereof; and should it be agreed upon at such meeting that the said Company or Corporation should be dissolved, such Stockholders are hereby authorised and empowered to take all legal and necessary means and ways to dissolve the said Company, and upon such or any other dissolution of the said Company the Directors then in office shall take immediate and effectual measures for closing all the concerns of the said Corporation and for dividing the capital and profits which may remain among the Stockholders in proportion to their respective interests.

XXIX. And be it enacted, That if the said Saint John Bridge Company shall not within ten years from and after the passing of this Act complete the said Bridge so as to make the same passable for horses and carriages, that then and from thenceforth all and singular the powers and authorities vested in them by this Act shall cease and determine to all intents and purposes whatsoever.

XXX. Provided always, and be it enacted and declared, That no toll whatsoever shall be demanded or taken for any horse, beast, cattle or carriage of whatever description, employed or to be employed in conveying, fetching or guarding mails of letters and expresses under the authority of His Majesty's Postmaster General, either when employed in conveying, fetching or guarding such mails or expresses, or returning back from conveying or guarding the same, or for any soldiers upon their march or upon duty, or for any horse, cattle or carriages attending them with their arms and baggage or returning after having been so employed, nor for any wagon, cart or other carriage whatsoever, or the horse or horses, or other cattle drawing the same which shall be employed in conveying any ordnance, barrack or commissariat, or other public stores of or belonging to His Majesty's Forces.

XXXI. And be it enacted, That this Act shall continue and be in force until the first day of April which will be in the year of our Lord one thousand eight hundred and eighty-five.

XXXII. And be it enacted. That on the expiration of this Act the same shall be extended to a further term of fifty years, unless it shall then be deemed to be more advantageous to the general interests of the Province to take any Bridge and other improvements which may be made under and by virtue of this Act off the hands of the Stockholders thereof; in which case the said Stockholders shall be entitled to receive from the Treasury of the Province the full value of such Bridge and improvements together with a full compensation for any loss which may have been sustained from the deficiency of the tolls to pay the interest of the capital invested therein, the expense of keeping the same in repair, and the difference between the appraised value of such Bridge and improvements at the expiration of this Act and the actual cost of erecting and making the same; and in case there should not be sufficient funds then in the Treasury to pay such appraised value, loss of interest and difference between such appraised value and the actual cost of such Bridge and improvements, then and in such case the said Stockholders shall be entitled to receive interest for such appraised value, loss of interest and differences as aforesaid, in and after the rate of six per centum per annum until the same be paid in full to the said Stockholders.