

Acts of the General Assembly of Her Majesty's Province of New-Brunswick passed in the year 1833. Fredericton, NB: John Simpson, Printer to the King's Most Excellent Majesty, 1833.

3 William IV – Chapter 12

An Act for the Incorporation of The New Brunswick Mining Company. Passed 19th March 1833.

Whereas a Petition has been presented to the General Assembly by and on behalf of the several Persons whose Names are herein after set forth, stating among other Matters, that they had united together for the Purpose of working the Mines of Coal and other Mines and Minerals within the Province, whereof they might obtain Grants or Leases from His Majesty; and that it was deemed essential to their proceeding with such an Undertaking that they should be incorporated by Act of Assembly, and praying that an Act may pass for that Purpose: And Whereas it is considered that the opening and working such Mines and Minerals will be of great public Advantage to the Inhabitants of this Province, and that all reasonable Encouragement ought to be given to such Adventure;

I. Be it enacted by the Lieutenant Governor, Council and Assembly, That the Honorable John Saunders and George Shore, Robert Parker, Hugh Johnston, Elisha D. W. Ratchford, Zalmon Wheeler, Thomas L. Nicholson, John A. Beckwith, John Wilson, Henry Chubb, Moses H. Perley, Thomas Robson, William Bookwood, James Harris, Thomas Allen, William Emsley, Thomas Griffith, John Woodley, Henry G. Clopper, Justin Spahnn, George E. Ketchum, William Sprague, E. N. Kendal, John Tank, James Ratchford, Thomas Jones, Henry Cook, Townsend Coffin, Nehemiah Merritt, Henry Gilbert, James Ray, John Boyd, H. Bowyer Smith, Ralph M. Jarvis, James Fraser Junior, Neville Parker, Charles Hazen, John Ward Junior, James Kirk, William Leavitt, George G. Gilbert, Thomas. M. Hazen, Stephen Wiggins, James Whitney, Thomas L. Langen, Henry Blaksley, Thomas Leavitt, Robert L. Hazen, Samuel Stephen, George A. Nagel, Thomas Barlow, Robert W. Crookshank, George Merritt, Ewen Cameron, Joseph Whitburn, Robert F. Hazen, Beverley Robinson, George D. Robinson, Isaac Woodward Junior, John G. Woodward, Isaac Ketchum, Benjamin Gale, Hiram Smith, John R. Partelow, Thomas Sandall, Frederick A. Wiggins, Lionel Anderson, John Kerr, Edward L. Jarvis, William H. Robinson, John M. Robinson, Thomas Cox, Isaac L. Bedell, Charles R. Jarvis, Charles Merritt, William Flaherty, Robert Ray, John Robertson, Ezekiel Barlow Junior, The Honorable William Black, Charles H. Grocock, Edward Lowe, John Johnston, Alexander Wedderburn, William Scammell, Henry John Chubb, Thomas Chubb, George James Chubb, William J. Gilbert, Ann Gilbert, Stannus Jones, Thomas Nisbet, John Hooper, William Hammond, John Hammond, Charles D. Everitt, James Hendricks, John V. Thurgar, John Wishart, Daniel Scovil, Samuel Scovil, Henry J. Jarvis, George A. Lockhart, William Mackay, Daniel Moore, John W. M. Irish, Daniel J. McLauchlan, William H. Bowyer, Thomas S. Estey, George E. Frink, John Walker, Richard Sands, William S. Sands, John M. Wilmot, George Thompson, John Moyes, John Ferguson, Moses Vernon, Brook Wheeler, Lewis Bliss, and William Wiley, and all and every such other Person and Persons as shall from Time to Time become Proprietors of Shares in the Corporation hereby established, their Successors, Executors, Administrators and Assigns, shall be and they are hereby erected into a Company, and declared to be a Body Politic and Corporate, by the Name of The New Brunswick Mining Company, and by that Name shall have Succession and a

Common Seal, and by that Name, shall and may sue and be sued, plead and be impleaded, answer and be answered unto, defend and be defended, in any Court or Courts of Law or Equity or other Places whatsoever, and be able and capable in Law to have, hold, purchase, get, receive, take, possess and enjoy Houses, Lands, Tenements, Hereditaments, Mines, Minerals, and Rents, in Fee Simple, Leasehold, or otherwise, and also Goods and Chattels and all other things, real, personal, and mixed, and also to give, grant, sell, let, assign or convey the same or any Part thereof, and to do and execute all other Things in and about the same, as shall and may be thought necessary or proper for the Benefit and Advantage of the said Company; and also that the said Company or the major Part of them, shall from Time to Time and at all Times have full Power, Authority and Licence 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 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 further enacted, That the Capital or Joint Stock of the said Corporation shall consist of current Money of the Province, to the Amount, in the First Instance and at the Commencement of the said Corporation, of Ten thousand Pounds, which shall be divided into One thousand Shares of Ten Pounds each, to be vested in and belong to the several Persons before named, according to the Proportion set out in the Schedule to this Act; and that Ten per Cent. of the said Capital Stock shall be paid in within Twelve calendar Months after the passing of this Act, at such Time and Place as the President and Directors of the said Company may appoint, and the Residue in such Parts or Instalments as may be required by the said President and Directors for the Service of the Company, at such Times and Places as they may appoint, at least One Month's Notice being by them previously given for all such Payments in the Royal Gazette and Two of the Newspapers published in the City of Saint John.

III. And be it further enacted, That a general Meeting of the Members or Stockholders of the said Company, or the major Part of them, shall take Place on the last Tuesday in April next, or on some Day between that Day and the First Day of June next, at the City of Saint John, (Twenty one Days' previous Notice of such Meeting being published in the Manner above mentioned,) for the Purpose of making, ordaining and establishing such Bye Laws, Ordinances and Regulations for the good Order and 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 said Corporation, under and in pursuance of the Rules and Regulations herein after made and provided; which Directors so chosen shall serve until the First annual Meeting for the 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 herein after made and provided.

IV. And be it further enacted, That there shall be a general Meeting of the Stockholders and Members of the said Corporation to be annually holden at the City of Saint John, on the last Tuesday in April in each and every Year, or on some Day between that Day and the First Day of June in each Year, of which Meeting there shall be given at least Twenty one Days' previous Notice published in Manner above mentioned; at which 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 herein after 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 Meeting for the next ensuing Year, of which the President shall always be One.

V. And be it further enacted, That the Directors for the Time being shall have Power to engage and appoint such Surveyor or Surveyors, Overseer or Overseers, Agent or Agents, Clerks, Miners, Labourers and Servants, as they or the major Part of them shall think necessary for executing the Business of the said Corporation, and shall allow them such Compensation for their respective Services as to them shall appear reasonable and proper; all which, together with the Expenses for exploring, sinking Shafts and Pits, mining, draining, and other Contingencies, shall be defrayed out of the Funds of the Corporation: and 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 Regulation of the same.

VI. And be it further enacted, That not less than Seven Directors shall constitute a Board for the Transaction of Business, of which the President shall always be One, excepting in Case of Sickness or necessary Absence, in which Case the Directors present may choose One of their Members as Chairman in his Stead; that the President shall vote at the Board as a Director, and in Case of an equal Number of Votes being for and against any Question before them, the President or Chairman shall have a casting Vote.

VII. And be it further enacted, That no Person shall be eligible as a Director, unless such Person is a Stockholder, and holding not less then Ten Shares of the Capital or Stock of the said Corporation, and is of the full Age of Twenty one Years.

VIII. And be it further enacted, That the Number of Votes to which each Stockholder shall be entitled on every Occasion when in conformity to the Provisions of this Act the Votes of the Stockholders are to be given, shall be in Proportion of One to each Share; Provided that no Person shall be entitled to a greater Number than Fifty Votes; and provided also, that no Person under the Age of Twenty one Years, shall be entitled to vote at any Meeting of the Stockholders

IX. And be it further enacted, That all Stock-holders qualified to vote, resident within the Province or elsewhere, may vote by Proxy, provided such Proxy be a Stockholder, and do produce sufficient Authority from his Constituent or Constituents; and that such Authority shall be in Writing signed by the Constituent or Constituents in the Presence of One or more credible Witness or Witnesses, and shall be according to the Form in the Schedule, or in Words of the like Effect; Provided also, that if the Constituent or Constituents reside without the Limits of the Province, the Execution of the Appointment shall be attested by a Notary Public.

X. And be it further enacted, That the Directors be and they are hereby authorized to fill up any Vacancy that shall be occasioned in the Board by the Death, Resignation, Transfer of Stock, or

Absence from the Province for Three Months, of any of its Members, but that in Case of the Removal of a Director by the Stockholders for Misconduct or Maladministration, his Place shall be filled up by the said Stockholders; and the Person so chosen by the Directors or Stockholders shall serve until the next succeeding annual Meeting of the Stockholders.

XI. And be it further enacted, That the Shares in the said Stock shall be assignable and transferable according to the Rules and Regulations that may 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 or payable by him or them to the said Corporation; that in no Case shall any fractional Part of a Share, or other than a complete Share or Shares, be assignable or transferable: that whenever any Stockholders shall transfer in Manner aforesaid all his Stock or Shares in the said Company, he shall cease to be a Member of the said Corporation.

XII. And be it further enacted, That the Directors shall make half yearly or yearly Dividends, as may to them appear most proper, of all the Profits arising from the Sales of Coal, or other Metals, or Minerals, or otherwise, deducting from the Produce of Coals, Metals, or Minerals, or other Profits, the Charges of Freight, Carriage and Sale, Charges of Management, and all such other Charges and current Expenses as may appear to them properly chargeable against the Income of the Company.

XIII. And be it further enacted, That notwithstanding any real Estate which the Corporation may at any Time own or possess, the Shares and Interest of the Stockholders of and in the Stock, Funds, Property and Estate of the said Corporation shall be, and shall be held, deemed and taken to be, personal Property to all Intents and Purposes whatsoever.

XIV. And be it further enacted, That the Books, Papers, Correspondence, and all other Matters and 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 not a Director, shall inspect the Account of any Individual or corporate Body with the said Company.

XV. And be it further enacted, That the Directors shall, at the general Meeting to be holden 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 and Rules made therefor, so as the same do 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 His Excellency the Lieutenant Governor or Commander in Chief for the Time being, and the Legislature of the Province; Provided always, that the rendering of such Statement shall not extend to give any Right to the Stockholders, not being Directors, to inspect the Account of any Individual or Individuals with the said Corporation.

XVI. And be it further enacted, That any Joint Committee hereafter to be appointed by the Honorable 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.

XVII. And be it further enacted, That any Number of Stockholders, not less than Twenty, 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' previous Notice in the Royal Gazette, and at least Two Newspapers published in the City of Saint John, and specifying in such Notice the Time and Place of such Meeting, with the Objects thereof; and the Directors or any Seven of them shall have the like Power at any Time, upon observing the like Formalities, to call a general Meeting as aforesaid.

XVIII. And be it further enacted, That the Joint Stock or Property of the said Corporation shall be alone 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 whatsoever, have Recourse against the separate Property of any present or future Member or Members of the said Corporation, or against their Person or Persons, further than may be necessary to secure the faithful Application of the Funds of this Corporation.

XIX. And whereas previous to the uniting together of the Subscribers to this Company, an Association had been formed at Fredericton for the Purpose of exploring the Country, with a view to ascertain the Extent and Nature of Districts in which Coal might be found, and sundry Excavations were made and Works carried on by such Association; and it was agreed that the Subscribers to the Stock of the present Company, should become vested with the Rights and Property, and subject to the Liabilities of the said Association; and that any of the Members of the Association might unite themselves to this Company, and should in that Case have Credit in the Stock of this Corporation for so much as they might have paid and advanced to the former Association, with Interest; and that the present Company should pay, to such Members of the former Association as were desirous of withdrawing from the Adventure, the Sum advanced by them, with Interest: And whereas the Honorable Thomas Baillie, William F. Odell, Esquire, and John T. Smith have signified their Desire to withdraw from the Adventure; Be it enacted, That there shall be paid to the said Honorable Thomas Baillie, William F. Odell, and John T. Smith, out of the Funds of the Corporation, the Sum of Twenty five Pounds each, together with Interest from the Time of their advancing such Monies up to the Time of Payment, and that on such Payment being made, they shall cease to have any Interest in the Property or Rights of the said Association; and that the other Members of the said Association, (to wit,) The Honorable John Saunders and George Shore, Robert Parker, Hugh Johnston, Elisha D. W. Ratchford, Zalmon Wheeler, Thomas L. Nicholson, John A. Beckwith, John Wilson, Henry Chubb, William Sprague, Moses I. Perley, Thomas Robson, William Bookwood, James Harris, Thomas Allen, William Emsley, Thomas Griffith, John Woodley, Henry G. Clopper, Justin Spahnn, George E. Ketchum, E. N. Kendal and John Tank, shall have Credit for the Monies respectively advanced by them to such Association, with Interest, in Payment of the First Instalment of the said Stock of the said Corporation, and if the Amount for which they are so entitled to have Credit shall exceed the said Instalment, the Balance or Overplus shall be paid to them out of the Funds of the Corporation.

XX. And be it further enacted, That if any of the Shareholders herein named shall neglect or refuse to pay all or any Part of the Share or Shares subscribed by him, and payable as herein directed, it shall and may be lawful for the Directors of the said Company for the Time being, forthwith after such Neglect or Refusal, to sell and dispose of the Share or Shares in the Payment of which such Default shall be made, to the best Advantage; and the said Directors shall thereupon, out of the Monies arising from the Sale thereof, pay over to such Shareholder the Amount actually paid in by him (if any) on such Share or Shares, deducting First therefrom Ten per Cent, on the Amount of his said Share or Shares, to be retained by the Company in lieu of all other Expenses incurred by such Default: Provided always, that if any Loss shall arise on the Sale of such Share or Shares, no greater Sum shall be paid to the said Shareholder than that at which such Share or Shares shall be so sold, deducting therefrom Ten per Cent, as aforesaid.

XXI. And be it further enacted, That it shall and may be lawful for the said Shareholders at any general Meeting or any special Meeting for that Purpose to be called, and of which due Notice of not less than Thirty Days shall be First given in the Royal Gazette, and at least Two Newspapers published in the City of Saint John, to increase the said Capital or joint Stock of the said Company, by any Sum not less than Five thousand Pounds at any One Time, until the said Capital or joint Stock shall amount to Thirty thousand Pounds; which last mentioned Sum the said Capital or joint Stock in the Whole shall never exceed; and all which said additional Capital or joint Stock, shall also be divided into Shares of Ten Pounds each, and paid in lawful current Money at such Time or Times either in full or by such Instalments as the said Stockholders or the Directors of the Company for the Time being may appoint.

XXII. And be it further enacted, That all the said additional Shares to be so made and added to the said Capital or joint Stock of the said Company, shall be sold and disposed of at public Auction to the highest Bidder or Bidders, at such Time or Times, Place or Places, and on such Terms as the Directors for the Time being shall appoint and direct; and of which said Sale or Sales, and of the said Time and Place thereof, public Notice shall be First given in the Royal Gazette, Two or more Newspapers published in the City of Saint John, and One Paper at least (if any) published at Saint Andrews in the County of Charlotte, and in the County of Northumberland, respectively, for at least Thirty Days previous to such Sale; and that the said Shares shall not be sold in Lots of more than Five Shares each.

XXIII. And be it further enacted, That any Advance or Premium at which the said Shares may be sold, First deducting thereout the Charge of such Sale, shall be considered as added to the Capital of the Company, and applied to the Use of such Company in the same Manner as the original or increase Capital; and the new Shareholders shall have an equal proportionable Interest in this Addition with the old Shareholders.

XXIV. And be it further enacted, That in Case of Default of Payment of any of the said Shares, and the Advance or Premium at which they may have been sold, within the Time fixed for the Payment thereof, it shall and may be lawful for the Directors of the said Company for the Time being forthwith to sell and dispose of the said Shares in the Payment of which Default shall be so

made, at their Discretion, to the best Advantage, and any Advance or Premium thereon shall be applied as above mentioned to the Increase of the Capital, and not divided as Part of the Profits of the said Company.

XXV. And whereas it may be found expedient to increase the said Capital Stock during the current Year and before any Profits can be derived from the Operation of the Company; Be it further enacted, That the Sale of any increased Stock, not exceeding Ten thousand Pounds, made in pursuance of the foregoing Provision, on or before the First Day of January which will be in the Year of our Lord One thousand eight hundred and thirty four, shall be exempt from the Duty imposed by the Law of the Province on Sales by Auction.

XXVI. And be it further enacted, That this Act shall be accepted and taken and reputed to be a public Act, of which all and every the Judges and Justices of this Province, in all Courts, and all other Persons, shall take Notice on all Occasions whatsoever, as if it were a public Act of Assembly relating to the whole Province; any Thing herein contained to the contrary thereof in any Wise notwithstanding.

XXVII. And be it further enacted, That this Act shall continue and be and remain in Force for and during the Term of Thirty Years, from the First Day of April which will be in the Year of our Lord One thousand eight, hundred and thirty three.

Form of Proxy.

I, A. B. of [Place of Residence and Profession or Occupation of the Stockholder] Holder of Shares in the Capital or joint Stock of The New Brunswick Mining Company, do hereby nominate, constitute and appoint C. D. of _____, also a Stockholder in the said Company, in my Name, and in my Absence, to vote or give my Assent or Dissent to any Business, Matter or Thing, relating thereto, which shall be proposed at any general or special Meeting of the Stockholders of the said Company or any Adjournment thereof, at all Times hereafter, until I shall revoke this Appointment by Notice in Writing under my Hand to the Secretary or Clerk of the said Company. In Witness whereof I have hereunto set my Hand the _____ Day of _____ in the Year of our Lord One thousand eight hundred and _____.

A. B.

Signed in Presence of }
E. F. }
G. H. }

Schedule of Subscribers to the New Brunswick Mining Company, with Number of Shares subscribed by each.

Names of Subscribers.	Number of Shares.	No.
John Saunders,	Thirteen	13

George Shore,	Five	5
Robert Parker,	Ten	10
Hugh Johnston,	Ten	10
Elisha D. W. Ratchford,	Ten	10
Zalmon Wheeler,	Ten	10
Thomas L. Nicholson,	Ten	10
John A. Beckwith,	Ten	10
John Wilson,	Five	5
Henry Chubb,	Ten	10
Moses H. Perley,	Ten	10
Thomas Robson,	Five	5
William Bookwood,	Three	3
James Harris,	One	1
Thomas Allan,	One	1
William Emsley,	One	1
Thomas Griffith,	One	1
John Woodley,	One	1
Henry G. Clopper,	Five	5
Justin Spahnn,	Ten	10
George E. Ketchum,	Five	5
William Sprague,	Two	2
E. N. Kendal,	Five	5
John Tank,	Two	2
James Ratchford,	Ten	10
Thomas Jones,	Ten	10
Henry Cook,	Ten	10
Townsend Coffin,	Five	5
Nehemiah Merritt,	Ten	10
Henry Gilbert,	Ten	10
James Hay,	Ten	10
John Boyd,	Ten	10
H. Boyer Smith,	Ten	10
Ralph M. Jarvis,	Ten	10
James Fraser, Junior,	Ten	10
Neville Parker,	Ten	10
Charles Hazen,	Ten	10
John Ward, Junior,	Ten	10
James Kirk,	Ten	10
William Leavitt,	Ten	10
George G. Gilbert,	Ten	10
Thomas M. Hazen,	Ten	10
Stephen Wiggins,	Ten	10
James Whitnoy,	Ten	10

Thomas L. Langen,	Ten	10
Henry Blakslee,	Ten	10
Thomas Leavitt,	Ten	10
Robert L. Hazen,	Ten	10
Beverly Robinson,	Ten	10
Isaac Woodward, Junio	Ten	10
John G. Woodward,	Ten	10
Isaac Ketchum,	Ten	10
Robert F. Hazen,	Ten	10
Samuel Stephen,	Five	5
George A. Nagel,	Ten	10
Thomas Barlow,	Ten	10
Robert W. Crookshank,	Ten	10
George Merritt,	Ten	10
Ewen Cameron,	Ten	10
Joseph Whitburn,	Five	5
Benjamin Gale,	Five	5
Hiram Smith,	Ten	10
John R. Partelow,	Ten	10
Thomas Sandal,	Ten	10
Frederick A. Wiggins,	Ten	10
Lionel Anderson,	Ten	10
John Kerr,	Ten	10
Edward L. Jarvis,	Ten	10
William H. Robinson,	Ten	10
John M. Robinson,	Ten	10
Thomas Cox,	Three	3
Isaac L. Bedell,	Ten	10
Charles R. Jarvis,	Ten	10
Charles Merritt,	Ten	10
William Flaherty,	Ten	10
Robert Ray,	Five	5
John Robertson,	Ten	10
Ezekiel Barlow, Junior,	Ten	10
William Black,	Ten	10
Charles H. Grocock,	Ten	10
Edward Lowe,	Ten	10
John Johnston,	Ten	10
Alexander Wedderburn,	Ten	10
William Scammell,	Ten	10
Henry John Chubb,	Five	5
Thomas Chubb,	Five	5
George James Chubb,	Five	5

William J. Gilbert,	Ten	10
Ann Gilbert,	Ten	10
Stannus Jones,	Five	5
Thomas Nisbet,	Five	5
John Hooper,	Five	5
William Hammond,	Ten	10
John Hammond,	Ten	10
Charles D. Everitt,	Five	5
James Hendricks,	Ten	10
John V. Thurgar,	Ten	10
John Wishart,	Ten	10
Daniel Scovil,	Ten	10
Samuel Scovil,	Five	5
Henry J. Jarvis,	Five	5
George A. Lockhart,	Ten	10
William Mackay,	Ten	10
Daniel Moore,	Ten	10
John W. M. Irish,	Ten	10
Daniel J. McLauchlin,	Ten	10
William H. Bowyer,	Five	5
Thomas S. Estey,	Ten	10
George E. Frink,	Ten	10
John Walker,	Ten	10
Richard Sands,	Ten	10
William S. Sands,	Ten	10
John M. Wilmot,	Ten	10
George Thomson,	Five	5
John Moyes,	Five	5
John Ferguson,	Five	5
Moses Vernon,	Five	5
Brock Wheeler,	Five	5
Lewis Bliss,	Five	5
William Wiley,	Seven	7

One thousand Shares of Ten }
 Pounds each. } Total, 1000