

*Acts of the General Assembly of Her Majesty's Province of New-Brunswick passed in the year 1847.* Fredericton, NB: John Simpson, Printer to the Queen's Most Excellent Majesty, 1847.

10 Victoria – Chapter 74

**An Act to incorporate the British North America Electro-Magnetic Telegraph Association.  
Passed 14th April 1847.**

Whereas the construction of a Line or Lines of Electro-Magnetic Telegraphic communication between Halifax, in the Province of Nova Scotia, and Quebec, in the Province of Canada, passing through the Cities of Fredericton and Saint John, in this Province, would be of a great utility: And whereas it is deemed advisable to extend encouragement to such persons as may, at their own costs and charges, erect and maintain such Line of Lines, by granting them an Act or Incorporation;

I. Be it therefore enacted by the Lieutenant Governor, Legislative Council and Assembly, That the Honorable Thomas Wyer, the Honorable Harris Hatch, the Honorable William Fitz William Own, John Wilson, William end, Francis Ferguson, the Honorable John Montgomery, the Honorable John Robertson, of the Province of New Brunswick, the Honorable Henry Black, Alexander Gillespie, Peter Langlois, Junior, Henry John Noad, John Jones, Robert Christie, Andrew Stuart, of the Province of Canada, and such other persons as shall, from time to time, become proprietors of shares in the Corporation hereby established, their successors and assigns, shall be and they are hereby ordained, constituted and declared to be a Corporation and a Body Politic and Corporate, by the name of The British North American Electro-Magnetic Telegraph Association, and by the name shall have all the general powers and privileges made incident to a Corporation by Act of Assembly in this Province, for the purpose of constructing Lines of Electro-Magnetic Telegraphic communication to and through the Province of New Brunswick, from the Canada Line to the Line dividing Nova Scotia and New Brunswick, and to and through this Province to the United States of America, as hereinafter more particularly set forth.

II. And be it enacted, That the Capital Stock of the Corporation hereby established shall not be more than the sum of fifteen thousand pounds currency; the whole amount of the said Capital Stock to be divided into one thousand five hundred shares, which shares shall be vested in the several persons hereinbefore named, and such other persons as may take shares in the said corporation, their successors and assigns, in proportion to their respective shares and interest, which said shares shall be of the value of ten pounds each; which said shares shall be paid at such times and places, and in such proportions, as the Directors of the said Company shall appoint; and every of the said shares shall be personal estate, and transferable as such, and not of the nature of real property; and every such share shall entitle the holder thereof to a proportional part of the profits and dividends of the said corporation: Provided always, that the money so to be raised, as aforesaid, is hereby directed and apportioned to be laid out for and towards the making, completing and maintaining the said Electro-Magnetic Telegraph, and other the purposes therewith connected, mentioned in this Act, and to no other use or purpose whatsoever.

III. And be it enacted, That it shall be lawful for the said Corporation, and they are hereby authorized and empowered, by themselves, their deputies, agents, officers, and workmen, to make and complete a single or. double Line of Electro- Magnetic Telegraphic communication to meet a line or lines of Electro-Magnetic Telegraph to be established from Quebec, aforesaid, to the Province Line of this Province, and to continue the same through Campbelltown, Dalhousie, Bathurst, Miramichi, Fredericton, and Saint John, and thence to the Bend of Petitcodiac, in this Province, and thence towards. Halifax aforesaid, with an efficient branch from the City of Saint John aforesaid, to Saint Andrews and Saint Stephen, when and so soon as an American line of Electro-Magnetic Telegraph shall be established to Calais, in the State of Maine, to make such erections as may be necessary, and to purchase and acquire such machinery and contrivances, and real or moveable property, as may be necessary for the making and maintaining the said Electro-Magnetic Telegraph communication, and may use, hold and possess the land over which the said Electro-Magnetic Telegraph is to pass, in the manner and under the provisions hereinafter set forth.

IV. And be it enacted, That it shall and may be lawful for the said Company, their deputies, agents, officers, and workmen, to enter upon the side or sides of all or any of the Public Roads, Bridges, Streets, or Highways, in this Province, and on the same to set up, erect and construct such and so many posts or other works, or devices, as they in their discretion may deem necessary for making, completing, supporting, using and maintaining the said Electro-Magnetic Telegraph, and from time to time, as often as the said Company, their deputies, agents, officers or workmen shall think proper, to break up and open any part whatsoever of the said Roads, Streets, or Highways, not interfering with that part; of the same appropriated for the use of carriages, waggons, or horses, and to keep the same open during the time necessary for the setting up, erecting and constructing of such posts, works or devices: Provided always, that nothing herein contained shall extend or be construed to extend to permit the setting up, erecting or constructing of any post, work or device which may in any way obstruct any of the said Public Roads, Streets, Bridges, or Highways; and provided also, that the said Company, their deputies, agents, officers and workmen shall and do, at their proper costs and charges, and without unnecessary delay, repair and amend the said Public Roads, Streets and Highways in any part where they shall be so broken up and opened as aforesaid, to the like condition in which they were before breaking up the same.

V. And be it enacted, That if it shall at any time be deemed necessary by the said Corporation, their agents or servants to carry any part of the said line or lines of Electro-Magnetic communication through or over any estates, lands or grounds, being private property, it shall be lawful for the said Corporation, their agents or servants, to apply to the several owners of such estates, lands or grounds, and to agree with such owners for the purchase thereof, or for the damage they may respectively suffer for carrying on the same through or over such estates, lands or grounds; and in case of disagreement between the said Corporation, their agents or servants, and the said owners, or any of them, then such compensation and satisfaction shall be determined by three arbitrators, one to be chosen by the said Corporation, their agents or servants, and one by the owner or owners, occupier or occupiers of the private property in question, which two arbitrators so chosen shall choose a third arbitrator, and in case the said two first mentioned arbitrators shall not agree in the choice of a third arbitrator, then and in such case

it shall and may be lawful for the Lieutenant Governor or Administrator of the Government for the time being, upon application of the said Corporation, to appoint the third arbitrator, and the award of the said arbitrators, or of 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 County in which such lands lie, or in case of his being a party interested, then to any Coroner of the said County, and in case of the said Sheriff and of the said Coroner being both interested, then to some person or persons who may be disinterested, commanding such Sheriff, Coroner person or persons disinterested, as the case may be, to summon and empanel a Jury of twelve Freeholders within the said County, who may be altogether dis-interested, which Jury upon their oath, 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 and are 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 damages 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 proceedings 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.

VI. And be it enacted, That the number of votes which each stockholder shall be entitled to on every occasion, when in conformity to the provisions of this Act the votes of the stockholders are to be given, shall be in the following proportions, that is to say: for one share, and not more than two, one vote; for every two shares above two, and not exceeding ten, one vote, making five votes for ten shares; and for every five shares above ten, one vote; and all stockholders may vote by proxy, if they see fit, provided such proxy be a stockholder, and do produce from his constituent whom he shall represent, or for whom he shall vote, an appointment in writing; and whatever question, matter or thing shall be proposed, discussed or considered in any public meeting of the members of the said Corporation, under the authority of this Act, shall be determined and decided by the majority of votes and proxies then and there present.

VII. And be it enacted, That the first general meeting of the said Corporation shall be held on the first Tuesday in the month of July next, at Saint John, and fifteen days previous notice thereof shall be given in one of the Newspapers printed at Saint John, and also in the Royal Gazette- printed in the City of Fredericton; and the same general meeting of the said Corporation, and every subsequent general meeting, shall be held on the first Tuesday in June in each and every succeeding year, at such place as the Directors may name and appoint; provided that thirty days previous notice thereof shall be given in manner aforesaid; and at such first, or at any subsequent general meeting, the members present or appearing by proxy, shall choose by a majority of votes,

five persons to be Directors, (of whom three shall form a quorum for the transaction of all business which the said Directors shall have power and authority to transact,) being proprietors of at least ten shares each, to be Directors of the said Corporation, for the purpose of managing the affairs and business thereof in the manner hereinafter directed, and as shall from time to time be ordered by the said members in their general meetings; but if at any time it shall appear to any twenty or greater number of the said Corporation, holding together at least two hundred shares therein, that for the more effectually carrying this Act into effect a special meeting of the said members is necessary, it shall be lawful for them to cause notice thereof to be given in the Royal Gazette or other Newspaper published in Fredericton, also in one of the Newspapers published in the City of Saint John, and in such other manner as the said Corporation shall in any general meeting thereof appoint with respect to such special meetings, declaring in such notice the time when and the place where such special meeting is to be held, the same not being less than thirty days after such notice shall have been first given, and likewise specifying in such notice the purpose for which such special meeting is called; and the members of the said Corporation are hereby authorized to meet pursuant to such notice, and to proceed to the execution of the powers of this Act given them, with respect to the matters specified in such notice only; and all acts done in such matters by the authority of the majority of votes given at such special meeting, (such majority consisting of votes given by the holders of one fourth of the whole number of shares then subscribed for altogether,) shall be valid to all intents and purposes as if done at any meeting held in the manner hereinbefore appointed for the holding of general meetings; and it shall be lawful for the said Corporation at any such general or special meeting, in case of the death, absence or removal of any Director, to name and appoint others in the room and stead of the Director or Directors so dying, absent or removed as aforesaid.

VIII. Provided always and be it enacted, That such Directors shall from time to time be subject to the examination and control of the said general meeting or other meetings of the said members as aforesaid, and shall pay due obedience to all such orders and directions in and about the premises, as they shall from time to time receive from the said Corporation at any such general or other meeting, such orders and directions not being contrary to any express directions or provisions in this Act contained: Provided also, that no one Director of whatever number of shares he may be proprietor, shall have more than one vote in the Board of Directors.

IX. And be it enacted, That at every such general meeting the said Directors shall have the power to call for, audit and settle all accounts, of money laid out and disbursed on account of the said Electro-Magnetic Telegraph, with the Treasurer, Receiver or Receivers, or other officer or officers to be by them appointed or any other person or persons whomsoever employed by or concerned for, or under them, in and about the aforesaid Electro-Magnetic Telegraph, and for that purpose shall have power to adjourn themselves over from time to time, and from place to place, as shall be determined by a majority of votes given in the manner aforesaid; and every general meeting of such Directors met together by the authority of this Act, shall have power from time to time to make such call or calls of money from the members of the said Corporation to defray the expense of, or to carry on the same, as they from time to time shall find expedient or necessary for those purposes, which money so called for shall be paid to such person or persons, and in such manner as the said general meeting or the said Directors shall from time to time appoint and direct for the

use of the said under-taking; and such Directors, by virtue of the orders which they shall receive from the general meeting, shall have full power and authority to direct and manage all and every the affairs of the said Corporation, as well in purchasing and selling lands, liberties, privileges, easements, chattels, and materials, for the use of the said Electro-Magnetic Telegraph, as in employing, ordering and directing the work and workmen, and in appointing and removing under officers, clerks, servants and agents, and in making all contracts and bargains touching the said undertaking; and every owner or owners of one or more part or parts, share or shares, of the said undertaking, shall pay his, her or their share or proportion of the monies to be called for as aforesaid, at such time and place as shall be appointed, and in such manner as the said Corporation shall at any general meeting direct or appoint; and if any person or persons shall neglect or refuse to pay his, her or their rateable or proportionable part or share of the said money to be called for as aforesaid at the time and place appointed by such general meeting of Directors, he, she or they so neglecting or refusing, shall be liable to be sued in any Court of Law of this Province, as for a debt, and the same shall be levied in the usual manner.

X. And be it enacted, That the said Corporation shall always have power and authority at any general meeting as aforesaid, to remove or displace any person or persons chosen as Directors in the manner aforesaid, or any other officer or officers under them, and to revoke, alter, amend or change any of the rules and directions hereinbefore prescribed and laid down with regard to their proceedings among themselves, as to the major part of them shall seem meet, and shall have power to make such new rules, bye laws and orders for the good government of the said Corporation, for the good and orderly using the said Electro-Magnetic Telegraph, and of the works and property hereinbefore mentioned, and for the well governing of the persons employed by the said Corporation, in and about the said Electro-Magnetic Telegraph, and the works and property therewith connected, as to the major part of such general meeting shall seem meet.

XI. And be it enacted, That it shall be lawful for the several members of the said Corporation to sell and dispose of any share or shares which they may have or hold, or to which he, she or they shall and may be entitled, subject to the rules and conditions herein mentioned; and any purchaser or purchasers shall for his, her or their security, as well as that of such proprietor or proprietors, have a duplicate or duplicates of the deed of bargain, and sale and conveyance made to him, her, or them, and executed by such person or persons of whom he, she or they shall purchase, and also by the purchaser or purchasers, one part whereof, duly executed both by the seller and purchaser, shall be delivered to the said Directors or their Clerk for the time being, to be filed and kept for the use of the said Corporation, and an entry thereof shall be made in a book or books to be kept by the said Clerk for that purpose, for which no more than two shillings and six pence shall be paid; and the said Clerk is hereby required to make such entry accordingly; and until such duplicate of such deed shall be so delivered, and filed, and entered, as above directed, such purchaser or purchasers shall have no part or share of the profits of the said Electro-Magnetic Telegraph, or any interest for his share paid unto him, her, or them, or any vote as a member or members.

XII. And be it enacted, That every transfer of the said shares shall be in the form or to the purport and effect following, that is to say:—

I, A. B., in consideration of the sum of \_\_\_\_\_, paid to me by C. D., do hereby bargain, sell and transfer to the said C. D. his (her or their) Executors, Administrators or Assigns, \_\_\_\_\_ share (or shares) in the undertaking of the British North American Electro-Magnetic Telegraph Association, to hold to him, the said C. D., his Heirs, Executors, Administrators and Assigns, subject to the said rules and orders, and on the same condition that I held the same immediately before the execution hereof; and I, the said C. D., do hereby agree to accept the said share (or shares) of the said undertaking, subject to the same rules, orders and conditions. Witness our Hands and Seals the \_\_\_\_\_ day of \_\_\_\_\_, in the year of our Lord one thousand eight hundred and \_\_\_\_\_.

XIII. And be it enacted, That it shall be lawful for the said Corporation, and they are hereby authorized and required from time to time to nominate and appoint a Treasurer or Treasurers, and a Clerk or Clerks to the said Corporation, and to take such sufficient security for the execution of their respective offices as the said Corporation shall think proper, and from time to time to remove any such Treasurer or Clerk, and appoint others in their place and stead; which said Clerk or Clerks shall, in a proper book or books to be provided for that purpose, enter and keep a true and perfect account of the name and place of abode of the several persons who shall from time to time become owners and proprietors of, or entitled to any share or shares therein, and of all the other acts, proceedings and transactions of the said Corporation, and of the said Directors, under the authority of this Act; and whenever any such Clerk or Treasurer shall die or be removed from or quit the service of the said Corporation, it shall be lawful for the said Directors, or a majority thereof, to appoint some other fit person in the place of the Treasurer or Clerk so dying, removed or quitting such service, until the next general meeting, at which, such appointment (if deemed proper) shall be confirmed, or another Treasurer or Clerk appointed by the Directors.

XIV. And be it enacted, That so soon as the said Electro-Magnetic Telegraph, or any part thereof, shall be completed and opened, it shall be lawful for the said Corporation at all times thereafter to ask, demand, take and recover to and for their own proper use and behoof, such rates, tolls, or dues, for the transmission and- writing out of every communication of any kind soever, transmitted and conveyed at the cost and charge of the said Corporation, by or upon the said Electro- Magnetic Telegraph, such sum or sums of money as the said Corporation may think just and reasonable.

XV. And be it enacted, That the said several rates and sums shall be paid to such person or persons at such place or places, and in such manner and under such regulations as the said Corporation shall direct and appoint; and in case of refusal or neglect of payment of any such dues, or rates, or any part thereof, on demand of the person or persons appointed to receive the same as aforesaid, the said Corporation may sue for and recover the same in any Court having jurisdiction to the amount of the sum to which such rates or dues shall amount.

XVI. And be it enacted, That if any person or persons shall wilfully, maliciously, and to the prejudice of the said Corporation, break, throw down, damage or destroy any post or posts, rail, support, wire, machine, machinery, or other works or device, erected, constructed or possessed under the

authority of this Act, or do any other wilful act, hurt or mischief, to disturb, hinder or prevent the carrying into execution, making, completing, supporting, maintaining and using the said Electro-Magnetic Telegraph, and other works, every such person or persons so offending, shall forfeit and pay to the said Corporation the amount of the damage proved, and the costs of suits in that behalf incurred, to be recovered by action of trespass in any Court of Law in this Province having jurisdiction to the amount of the sum demanded, as damages, in like manner as any other trespass; and in cases the damages claimed shall be under forty shillings, and a judgment for the plaintiff shall be given, then and in such case, in default of payment of the same, with costs, the party or parties against whom judgment shall in such behalf have been rendered, shall be committed to the Common Gaol for any time not exceeding six calendar months, at the discretion of the Court by whom such last mentioned judgment shall have been given; and for the further protection of the said Corporation, all persons wilfully breaking, throwing down, damaging or destroying any of the works of the said Corporation as aforesaid, shall also be deemed liable to the punishment, prescribed for Felony in an Act made and passed in the first year of the Reign of His late Majesty King William the Fourth, intituled *An Act for improving the administration of Justice in Criminal cases*.

XVII. And be it enacted, That the Directors of the said Corporation shall make yearly dividends 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 allowances 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.

XVIII. And be it enacted, That the said Corporation, to be entitled to the privileges, benefits and advantages granted by this Act, is required to make and complete such line of Telegraphic communication within eight years from the passing of this Act, and if not so completed and in operation within such period, then this Act shall be null and void.