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27 Victoria – Chapter 42

An Act to incorporate the European and North American Railway Extension Company. Passed 13th April, 1864.

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Whereas the extension of the European and North American Railway westwardly from the City of Saint John, to the eastern frontier of the United States of America, has become of paramount importance to the commercial and general interests of this Province;—

Be it therefore enacted by the Lieutenant Governor, Legislative Council, and Assembly, as follows:—

1. That William K. Reynolds, his associates, successors, and assigns, are hereby made and constituted a body politic and corporate, by the name of "The European and North American Railway Extension Company;" and by that name shall have all the general powers and privileges made incident to a Corporation by Act of Assembly in this Province, and may sue and be sued, plead and be impleaded, and shall have and enjoy all proper remedies at law and in equity, to secure and protect them in the exercise and use of the rights and privileges, and in the performance of the duties hereinafter granted and enjoined, and to prevent all invasion thereof in exercising and performing the same; and the said Corporation are hereby authorized and empowered, so soon as the sum of fifty thousand dollars shall be actually paid in to the Treasurer of said Company, to locate and construct, and finally complete, alter, and keep in repair, a Railroad with one or more sets of rails or tracks, with all suitable bridges, tunnels, viaducts, turnouts, culverts, drains, the erection of stations, and all other necessary appendages, from the City of Saint John or its vicinity to the Town of Saint Stephen, in the County of Charlotte, over and upon or as near as practicable to the route heretofore surveyed and marked out for the European and North American Railway Company, (by Mr. Goodwin, Civil Engineer,) whenever the said Company may deem it expedient so to do, and to make such branches thereof as they may deem proper; and

the said Company shall be and hereby are invested with all the powers, privi-leges and immunities which are or may be necessary to carry into effect the purposes and objects of this Act; and for this purpose the said Corporation shall have the right to purchase or take and hold so much of the land and other real estate of private persons or Corporations as may be necessary for the location, construction and convenient operation of said Railroad, and branches thereof, and stations connected there-with; and they shall also have the right to take, remove, and use, for the construction and repair of said Railroad and appurtenances, any earth, gravel, stone, timber, or other materials, on or from the land so taken; provided however, that said land so taken for the routes of said Railway shall not exceed six rods in width, except when greater width is necessary for the purpose of excavation and embankment; and provided also, that in all cases said Corporation shall pay for said lands, estate and materials so taken and used, such price as they and the owner or respective owners thereof may mutually agree upon; and in case said parties shall not otherwise agree, the said Corporation shall pay such damages as shall be ascertained and determined, in the same manner and under the same conditions and limitations as are provided by the second Section of an Act made and passed in the thirteenth year of the Reign of Her present Majesty, intituled *An Act relating to the Saint Andrews and Quebec Railroad*, as also for the recovery of the same; and the land so taken by the said Corporation shall be held as land taken and appropriated for highways; and all applications for damages shall be made within three years from the time of taking such land or other property, and not after.

2. The capital stock of the said Corporation shall consist of three million two hundred thousand dollars, to be divided into eighty thousand shares of forty dollars each; and the immediate government and direction of the affairs of the said Corporation shall be vested in five Directors, who shall be chosen by the members of the said Corporation in the manner hereinafter provided, and shall hold their offices until others are duly chosen in their stead, a majority of whom shall form a quorum for the transaction of business, and they shall elect one of their number to be President of the Board, who shall also be President of the Corporation; and the said Board shall have authority to choose and appoint a Clerk, who shall be sworn to the faithful discharge of his duty, and also a Treasurer who shall be sworn, and shall also give bonds to the Corporation with sureties to the satisfaction of the Directors, in a sum not less than eight thousand dollars, for the faithful discharge of his trust.

3. The said William K. Reynolds is hereby authorized to call the first meeting of the said Corporation, by giving notice in one or more of the newspapers published in the City of Saint John, of the time and place and purposes of such meetings, at least fourteen days before the time mentioned in such notice.

4. The said Corporation shall have power to make, ordain, and establish, alter and amend all necessary bye laws and regulations, consistently with the laws in force within this Province, for their own government, and the due and orderly conducting of their affairs, and the management of their property.

5. The President, Directors and Company for the time being, are hereby authorized, and empowered, by themselves or their agents, to exercise all the powers herein granted to the

Corporation, for the purposes of locating and completing said Railroad and branches, and for the transportation of persons, goods and property of all descriptions, and all such power and authority for the management of the affairs of the Corporation, as may be necessary and proper to carry into effect the objects of this Act; to purchase, and hold within or without the Province, land, materials, engines, cars, and other necessary things, in the name of the said Corporation, for the use of said Road, and for the transportation of persons, goods and property of all descriptions; to make such equal assessments from time to time on all the shares in the said Corporation, as they may deem necessary and expedient, in the execution and progress of the work, and direct the same to be paid to the Treasurer of the Corporation, and the Treasurer shall give notice of all such assessments; and in case any subscriber or stockholder shall neglect to pay any assessment on his or her share or shares, for the space of thirty days after such notice is given, as shall be prescribed by the bye laws of said Corporation, the Directors may order the Treasurer to sell such share or shares at public auction, after giving such notice of sale as may be prescribed as aforesaid, to the highest bidder, and the same shall be transferred to the purchaser or purchasers; and such delinquent subscriber or stockholder shall be held accountable to the Corporation for the balance, if his or her share or shares shall sell for less than the assessment due thereon, with the interest and costs of sale, and shall be entitled to the overplus if his or her share or shares shall sell for more than the assessment due, with the interest and costs of sale; provided that no shareholder in said Company shall be in any manner whatever liable for any debt or demand due by said Company, beyond the amount of his, her or their shares in the capital stock of said Company not paid up; and no assessment shall be laid upon any shares in said Company for a greater amount than four dollars per share in the whole.

6. A toll is hereby granted and established for the sole use and benefit of said Corporation, upon all passengers and property of all descriptions which may be conveyed or transported by them upon said road, at such rate and rates as may be agreed upon and established from time to time by the Directors of said Corporation.

7. The said Corporation is hereby authorized and empowered to connect any Railroad they may construct under this Charter with any other Railroad now existing or hereafter to be constructed within or without the Province; and the Legislature may authorize any other Company or Companies to connect any other Railroad or Railroads, with the Railroad of said Corporation, at any point or points on the route of said Railroad; and all rates of toll and freight for the conveyance and transport of passengers, goods and property of all descriptions, on and over any such connected Railroads, and which shall pass from one of such Railroads to another, shall be uniform, and the same on each and every of such connected Railroads.

8. The said Corporation are hereby authorized and empowered, whenever they may deem it expedient, to raise money upon mortgage of their said road and its branches, and for that purpose make and issue proper bonds or debentures and coupons, and to make, execute and deliver under their corporate seal good and sufficient mortgage deed or deeds of their road and all its branches, to such private person or persons, Corporation or Corporations, within or without the Province, as they may think fit so to contract with.

9. The said Corporation shall erect and maintain substantial, legal and sufficient fences on each side of the land taken by them for their Railroad, where the same passes through enclosed or improved land, or lands that may hereafter be improved; and for neglect or failure to erect and maintain such fences, said Corporation shall be liable to be indicted in any Court having competent jurisdiction within and for the County or City and County wherein such fence or fences ought to have been erected and maintained, and to be fined in such sum as shall be adjudged necessary to erect or repair the same; and such fine shall be collected and paid as other fines are by law collected and paid, and shall be expended for the erection or repair of such fences under the direction of an agent appointed by the Court imposing such fine; provided however, that such fence may be dispensed with at the receiving and landing places of passengers and freight, and at such other places as fences are not usually required.

10. If any person shall wilfully and maliciously, or wantonly and contrary to law, obstruct the passage of any carriage on said Railroad, or in any way spoil, injure or destroy said Railroad, or any part thereof, or of any of its branches, or any thing belonging thereto, or any of the materials or implements to be used in the construction or repair, or for the use of said Railroad or any of its branches, he, she, or they, or any person or persons aiding, assisting or abetting such trespass or offence, shall forfeit and pay to the said Corporation for every such offence, treble such damages as shall be proved before the Justice, Court or Jury before whom the trial shall be had, to be sued for before any Justice or in any Court proper to try the same, by the Treasurer of the Corporation, or any other officer whom they may so direct, to the use of the Corporation; and such offender or offenders shall be liable to indictment by any Grand Jury of the County or City and County within which such trespass shall have been committed, for any offence or offences contrary to the above provisions; and upon conviction thereof before any Court competent to try the same, shall pay a fine not exceeding four hundred dollars to the use of the Province, or may be imprisoned in the Provincial Penitentiary and kept at hard labour for a term not exceeding five years, at the discretion of the Court before whom such conviction may be had.

11. The annual meeting of the said Corporation shall be holden in the City of Saint John on the first Tuesday in July, or such other day as may be determined by the bye laws, in each and every year, at such time and place as the Directors for the time being shall appoint, at which meeting the Directors shall be chosen by ballot, each proprietor or stockholder by himself or herself, or his or her proxy, being entitled to as many votes as he or she holds shares; and the Directors are hereby authorized to call special meetings of stockholders whenever they shall deem it expedient and proper, giving such notice as the Corporation by their bye laws shall direct; provided always, that the omission of the stockholders to meet at any such annual meeting shall work no forfeiture, but the shareholders may afterwards be called together for the same purpose by the Directors of the said Company for the time being.

12. The said Company, to entitle themselves to the privileges, benefits and advantages to them granted in this Act, shall *bona fide* commence to build said Railway within two years from the passage of this Act; failing which, then this Act and every matter and thing therein contained shall cease and be utterly null and void; and if the said Railway, having been commenced, shall not be made and completed within the period of five years from the passage of this Act, so as to be used

for the conveyance and carriage of passengers, goods, and chattels thereon, then this Act, and every matter and thing therein contained, shall cease and be utterly null and void.

13. Nothing in this Act contained shall authorize the said Company, or their Contractors, to enter upon any lands held or reserved for Naval or Military purposes, without the consent of Her Majesty.