



ANNO NONO

VICTORIÆ REGINÆ.

CAP. LXXXVIII.

An Act to incorporate certain persons under the name of the Albion Road Company.

[18th May, 1846.]

WHEREAS the inhabitants of the Townships of Albion, Vaughan, the Gore of Toronto, and of the Townships in rear thereof, suffer great inconvenience in bringing the produce of their farms to market, in consequence of the badness of the roads over which they have to travel; And whereas it would tend much to improve the country and to confer great benefits on the inhabitants of those Townships and of that part of the Home District which lies north-westerly thereof, if the road now travelled and known as the Albion Road, commencing in rear of Lot number twelve, in the fifth Concession of the Township of York, at the point where the Western Plank Road terminates, and running along the Albion Road to Geddes' Corner, on Lot number two, in the ninth Concession of the North Division of the Gore of Toronto, were planked or macadamized; And whereas it would be desirable to continue the said road on to Bolton Mills in the Township of Albion, as soon as practicable, and as much farther as may be deemed desirable, and also to make a Branch Macadamized or Planked Road, to commence at Lot number one, on the Base line of the Northern Division of the Gore of Toronto, and to terminate at Graham's Corner at or near Lot number one, in the seventh Concession of the said Gore of Toronto; and also to make a branch Macadamized or Planked Road through the Townships of York and Vaughan, commencing at the line of the Township of King, between the eighth and ninth Concessions, and following the public highway laid out and known as the King Road to the Township of York, and to be continued through the said Township of York so as to intersect the Albion Road at some point between its commencement in rear of Lot number twelve, in the fifth Concession, and Conatt's Corner, in Concession A, in the Township of Etobicoke; And whereas John Grubb and others have petitioned the Legislature to be by law incorporated for the purposes of effecting the said improvements by means of a Joint Capital Stock: Be it therefore enacted by the Queen's Most Excellent Majesty, by and with the advice and consent of the Legislative Council and of the Legislative Assembly of the Province of Canada, constituted and assembled by virtue of and under the authority of an Act passed in the Parliament of the United Kingdom of Great Britain and Ireland, and intituled, *An Act to re-unite the Provinces of Upper and Lower Canada, and for the Government of Canada*, and it is hereby enacted by the authority of the same, That John Grubb, Thomas Musson, James Sleightholm, John Kellam, John Porter, Robert Bowman and John P. De La Haye,

Preamble.

Certain persons incorporated.

De La Haye, or any five of them, together with all such other persons as shall become Stockholders in such Joint Capital or Stock as hereinafter mentioned, shall be and are hereby ordained, constituted and declared to be a body corporate and politic, in fact, by the name of *The Albion Road Company*, and by such name they and their successors shall and may have continued succession, and by such name shall be capable of contracting and being contracted with, of suing and being sued, pleading and being in-pleaded, answering and being answered unto, in all Courts and places whatsoever, in all manner of actions, suits, complaints, matters and causes whatsoever, and that they and their successors may and shall have a Common Seal, and may change and alter the same at their will and pleasure, and also that they and their successors by the said name of *The Albion Road Company*, shall be in Law capable of purchasing, having and holding to them and their successors, any estate, real, personal or mixed, and which may be necessary for the use of the said Company, and of letting, conveying, or otherwise parting therewith for the benefit and on account of the said Company from time to time as they shall deem necessary or expedient; and shall have full power and authority to macadamize or plank the road or roads mentioned and described in the preamble to this Act, to erect Toll Gates, and to take Tolls thereon in the manner hereinafter mentioned, when the same shall be completed; and may, for the purposes of this Act, either use the road now existing between the places aforesaid, or may change or alter the direction or place of the said road, or any part thereof, as they shall find most expedient: Provided always, that it shall and may be lawful for the said Company, and they are hereby required to apply the proceeds of the Stock subscribed expressly for the purpose of making the branch road last named in the preamble in constructing the same: Provided always, and it is hereby enacted and declared, that so soon as three miles of the said road shall have been completed, it shall and may be lawful for the Directors of the said Company to put up and erect a Toll Gate thereon, and collect such Tolls as the Directors may think expedient to be levied, and taken of and from persons travelling along the said road.

Corporate name and powers.

Common Seal.

May hold real estate, &c.

Proviso: Stock may be applied on the Branch Road.

Proviso: When Tolls may be taken.

Amount of Capital Stock, £2,000 in shares of £5 each.

Proviso as to transfers.

Books of Subscription to be opened at Clairville.

To remain open for thirty days before the end of which no person shall take more than 20 shares.

II. And be it enacted, That the whole Capital Stock (exclusive of any real estate which the said Company may have or hold by virtue of this Act,) shall not exceed in value the sum of two thousand pounds of lawful money of this Province, which said Capital Stock shall be composed of Shares of the value of five pounds each: and that the said shares of the said Capital Stock shall be transferable, and may be from time to time transferred by the respective persons so subscribing or holding the same to other person or persons; Provided always, that such transfer be entered or registered in a book or books to be kept for that purpose by the said Company.

III. And be it enacted, That within thirty days after the passing of this Act, Books of Subscription shall be opened at Clairville, in the Gore of Toronto, by such person or persons, and under such regulations within the meaning of this Act as the said Petitioners or the majority of them shall by writing direct.

IV. And be it enacted, That the said Books of Subscription shall remain open for subscription for thirty days, during which time no person subscribing shall so subscribe for more than twenty Shares, but if after the expiration of the said thirty days any Stock should remain not taken up, then it shall be lawful for the said subscribers or any of them, or any other person or persons, to subscribe for any greater or less number of Shares, so long as any of the said Stock may remain unsubscribed for.

V. And be it enacted, That all and every the Subscribers for the said Stock or any part thereof, shall at the time of subscribing pay a proportion of one-third upon the Capital Stock of the whole number of Shares, for which they, or any of them respectively, may subscribe: and that such proportion so paid and deposited at the time of subscription shall be at the disposal of the Directors hereinafter mentioned, to and for the purposes of this Act in manner as hereinafter is directed, and that the residue of the Sum or Shares of the Subscribers and Stockholders shall be payable by instalments, at such times and in such proportion as a majority of the Stockholders, at a meeting to be expressly convened for that purpose, shall agree upon: Provided, that no such instalment shall exceed one-third of the Capital Stock, or become payable in less than one year after public notice in one or more of the public newspapers published at Toronto.

Subscribers to pay one-third upon their Capital Stock, at time of subscribing.

Remainder by instalments.

Proviso as to amount of each instalment.

VI. And be it enacted, That if any Stockholder as aforesaid, shall refuse or neglect to pay at the time required, any such instalment or instalments, as shall be lawfully required by the Directors, as due upon any Share or Shares, then such Stockholder so refusing or neglecting shall forfeit such Share or Shares as aforesaid, with the amount previously paid thereon, and the said Share or Shares may be sold by the said Directors, and the sum so arising therefrom, together with the amount previously paid thereon, shall be accounted for and divided in like manner as other monies of the said Company: Provided also, that nothing in this Act shall prevent any Stockholder from paying up the amount he subscribes for at any time to the Directors, and the same shall be allowed to him by the said Company.

Penalty on Stockholders refusing to pay instalment.

Proviso.

VII. And be it enacted, That as soon as one-third of the Capital Stock shall be paid into the hands of such receiver or receivers as the Stockholders shall appoint, it shall and may be lawful for the Subscribers or the majority of them, upon thirty days' notice, published in one or more of the Toronto newspapers, to call a public meeting at Clairville aforesaid, for the purpose of proceeding to the election of Directors as hereinafter mentioned, and the persons then and there chosen shall be capable of serving until the first Monday in April, one thousand eight hundred and forty eight, and the Directors so chosen shall commence the business of the said Company, and proceed therein until the first subsequent election of Annual Directors as hereinafter mentioned.

Election of Directors, and their period of service.

VIII. And be it enacted, That the stock, property, affairs and concerns of the said Corporation shall be managed and conducted by five Directors, one of whom to be the President, who shall hold his office for one year; which Directors shall be Stockholders and shall be inhabitants of the Home District, and shall be elected on the first Monday in April, in each and every year, at such time of the day and at such place in the said Village of Clairville, as the majority of the Directors for the time being, after thirty days' public notice, shall appoint: Provided nevertheless, that the first Board of Directors, to be chosen by the subscribers as aforesaid, shall continue in office until the first Monday of April, one thousand eight hundred and forty-eight, as in the last section provided, and no longer, unless re-elected.

Five Directors to manage affairs of Corporation.

Qualification of residence.

Proviso.

IX. And be it enacted, That the election of Directors shall be held and made by such Stockholders of the said Company as shall attend at Clairville aforesaid for that purpose in their own proper persons or by proxy, and shall be determined by ballot, such ballot to be regulated and calculated by the number of votes allowed to such Stockholders

Directors to be elected by Stockholders who shall attend in person or by proxy at Clairville.

Ratio of votes
to shares.

Stockholders according to the number of Shares held by them, respectively, as follows, that is to say : One vote for one Share, three votes for five Shares, five votes for ten Shares, seven votes for fifteen Shares, ten votes for twenty Shares ; Provided always, that the Stockholders so voting shall be possessed of the Share or Shares in respect of which they shall respectively vote at least three months before the time of election ; and that no person, copartnership, or body politic, shall be entitled to more than one vote for each Share at any such election, nor at the determination of any other matter or thing concerning the said Company or its affairs, which may by the provisions of this Act be submitted to the judgment and decision of the Stockholders generally ; Provided also that the choice of the Scrutineers hereinafter mentioned and of the President be had as hereinafter expressly directed.

Proviso.

Directors to be
Stockholders
of five shares.

Co partner-
ships how to
vote, &c.

X. And be it enacted, That the Directors to be chosen shall be Stockholders in the said Company, and shall hold to their own use five Shares at least, and that all and every copartnership and copartners, body and bodies politic or corporate, holding any Share or Shares of the Stock of the Company, shall each of them vote only as an individual Stockholder, nor shall two or more persons belonging to any such copartnership or copartnerships, body or bodies politic or corporate, be capable of being nominated or chosen or of sitting as Directors, although such persons may hold Stock in their private right, or to their private use in the said Company.

Persons hav-
ing the great-
est number of
votes to be
Directors.
Scrutineers to
be chosen.

XI. And be it enacted, That of the persons as aforesaid nominated and balloted for in the manner as aforesaid, those shall be deemed elected who shall have the greatest number of votes according to the Shares held by the voters respectively, as hereinbefore prescribed at each and every such election of Directors ; and at each and every such election on the first Monday of April, in each and every year as aforesaid, after the ballot shall have been kept open from eleven of the clock in the forenoon to two of the clock in the afternoon, the persons having the majority of the votes in manner aforesaid shall, so soon thereafter as convenient on the same day, be declared the Directors chosen for the ensuing year by any two or more Scrutineers who shall have been previously nominated by the Stockholders for the purpose of nomination and report of such ballot ; Provided nevertheless, that the Stockholders present at the place of ballot shall in the nomination of Scrutineers vote *per capita*, and not by Shares.

Proviso.

Directors to
elect Presi-
dent.

XII. And be it enacted, That the said Directors in the same day and place wherein they shall have been so chosen and declared Directors, shall, after all other persons have retired, choose by plurality of voices one of their number to be President, in which choice the Directors shall vote *per capita*, and not by Shares.

In case of va-
cancy among
Directors, the
other Direc-
tors to supply
the vacancy by
election.

XIII. And be it enacted, That in case of vacancy among the Directors, by death or absence for more than two months from the sittings of the said Board, such vacancy shall as often as necessary be supplied by ballot in manner aforesaid, the Directors for the time being, being present, declaring such vacancy, and giving public notice to the Stockholders to meet at Clairville, in the Gore of Toronto, for the purpose of supplying the said vacancy by ballot in manner aforesaid.

All questions
to be decided
by majority of
votes.

XIV. And be it enacted, That all questions submitted to or coming before the Board of Directors concerning the affairs of the said Company shall be decided by the majority of voices ; Provided always, that the President of the said Company shall have no other than a casting vote.

XV.

XV. And be it enacted, That the Directors for the time being, or the majority of them, shall have power to make and subscribe such Rules and Regulations, and the same to alter and amend as to them shall appear needful, just and proper, touching the management and disposition of the Stock, property, estate, and effects of the said Corporation; and touching the duties and conduct of the clerks and servants employed by the said Company, and shall have power to make and subscribe in the name of the said Company all contracts for labour, work, materials, and all matters concerning the construction of the said road, and after the same be completed, concerning the Tolls of the said road, and other matters and things concerning as well the construction of the said road, its charges, tolls, profits, losses, dividends, and revenue whatsoever, such Rules and Regulations not being contrary to this Act nor to the laws of this Province.

Directors to make rules and regulations.

XVI. And be it enacted, That it shall and may be lawful for the President and Directors of the said Company from time to time to order and establish the rates of Toll payable by persons travelling upon the said road, and the said Company shall annually, if required, exhibit an account to either or every branch of the Legislature of the Province, of the Tolls so regulated and the amount thereof received, and of the sums expended in keeping the said road in repair, and also such accounts authenticated in such manner and form as the authority so requiring the same may deem satisfactory.

President and Directors to establish rates of Toll, and to exhibit accounts yearly to the Legislature.

XVII. And be it enacted, That whenever the said Tolls shall in the annual receipts exceed in amount a sum sufficient to defray the expenses of maintaining and repairing the said road, and to afford an annual income to the said Company of ten per cent. on the capital actually expended in the construction of the said road, from the commencement of its being travelled as aforesaid, then and in such case the increasing surplus revenue of the said Tolls shall be charged against the said Company, as so much by them received in the nature of a sinking fund, by means whereof to purchase from the said Company the entire estate, use and property of the said road, to and for the use of the public in such manner and form as the Legislature of this Province may by Legislative enactment hereafter provide.

When receipts exceed an amount sufficient to defray expenses of road, the surplus revenue to be applied to a sinking fund to purchase the road for the public.

XVIII. And be it enacted, That if any person or persons shall cut, break down or destroy in any way, any of the Gates or Toll-houses to be erected by virtue of this Act, every such person so offending and being lawfully convicted, shall be deemed guilty of a misdemeanor and be punished by fine and imprisonment; and if any person or persons shall remove any earth, stone, or timber, on the said road, to the damage of the same, or shall forcibly pass or attempt to pass by force any of the Gates without having first paid the legal Toll at such Gate, such person or persons shall pay all damages by them committed, and shall forfeit and pay a fine not exceeding five pounds nor less than ten shillings, currency, to be recovered before any Justice of the Peace for the Home District.

Penalty on persons destroying or damaging Toll Gates or other Works.

XIX. And be it enacted, That the fines and forfeitures authorized to be imposed by this Act, shall and may be levied and collected by distress and sale of the offender's goods and chattels under the authority of any warrant or warrants for that purpose to be issued by any one of Her Majesty's Justices of the Peace for the Home District, who are hereby authorized and empowered to grant the same, and in case there shall be no such goods and chattels to satisfy such warrant or warrants, such offender or offenders

Fines to be levied by distress and sale, and offender committed for want of sufficient distress.

offenders may be committed by such Justice or any other Justice of the said District to the Common Gaol of the Home District for any period not exceeding twenty days.

Penalty on persons turning out of Road to enter it by another Road, so as to evade payment of Toll.

XX. And be it enacted, That if any person or persons shall after proceeding on the said road with any carriage or animal liable to pay Toll, turn out of the same Road into any other road, and shall enter the said road beyond any of the said Gate or Gates without paying Toll, whereby such payment shall be evaded, such person or persons shall for every such offence forfeit and pay a sum not exceeding five pounds nor less than ten shillings, which said sum shall be expended on the said road, or towards the discharging of any debt or other incumbrances thereon; and any one Justice of the Peace for the Home District shall on conviction of such offender, fine such offender in the said penalty, and from his judgment there shall be no appeal.

Penalty on persons occupying lands near Toll-houses permitting persons to pass through such lands so as to evade Toll.

XXI. And be it enacted, That if any person or persons occupying or possessing any enclosed lands near any Toll-houses or Toll-gates which shall be erected in pursuance of this Act, shall knowingly permit or suffer any person or persons to pass through such lands, or through any gate, passage, or way thereon, with any carriage, horse, mare, gelding, or other animal liable to the payment of Toll, whereby such payment shall be avoided, every person or persons so offending and also the person riding or driving the animal or animals, or carriage whereon such payment is avoided, being thereof convicted, shall, for every such offence severally forfeit and pay any sum not exceeding five pounds which shall be laid out in improving such road.

Exemptions from payment of Toll.

XXII. And be it enacted, That all persons with horses, wagons or other carriages going to or attending or returning from any funeral of any person on any day in the week, or going to or returning from Divine Service on the Lord's Day, shall pass the Gate free of Toll.

Legislature may purchase the said Road on certain conditions.

XXIII. And be it enacted, That the Executive Government of this Province may at any time whatever assume and take the said entire estate, property, and use of the said road from the said Company, paying to the said Company the capital so as aforesaid actually expended, together with fifteen per cent. advance thereupon, to the credit of which payment all revenue exceeding ten per cent. upon the *bonâ fide* expenditure, and over and above the expense of maintaining and repairing the said road shall be charged and taken, and it is also hereby provided and declared, that if any deficiencies of the said ten per cent. annual profit should occur at any time, such deficiencies shall be also chargeable against the increasing revenue of the subsequent years, so that the Company may fairly and actually receive ten per cent. profit on their said *bonâ fide* expenditure for the whole time they shall enjoy the estate, rights, and privileges acquired under the authority of this Act.

Company may purchase real estate to complete the Road.

XXIV. And be it enacted, That the said Company shall have full power and authority, for the purpose of forming and completing the road, to purchase and hold in their corporate capacity such real estate as may be necessary for all the purposes of the said road, and of this Act.

Directors may compromise with owners of land.

XXV. And be it enacted, That the Directors of the said Company for the time being shall have full power to contract, compound, compromise and agree with the owners and occupiers of land through or upon which the said road may most advantageously pass and terminate.

XXVI. And be it enacted, That if in the making of such contract, composition, compromise or agreement, any obstacle should arise between the parties thereto, touching the value of the portion of the land to be bought for the purposes aforesaid, then and in such case it shall and may be lawful for the Directors for the time being from time to time, as they or the majority of them may think fit, to appoint one or more person or persons as Arbitrator or Arbitrators on the part of the said Company, and also for the party or parties disagreeing as to the value as aforesaid, to appoint one or more person or persons, being an equal number with those chosen by the said Directors as Arbitrator or Arbitrators on his, her or their part; and that the persons so chosen on both sides shall, (having met for that purpose,) choose by ballot one other indifferent person, and the whole number of persons so chosen shall be the Arbitrators between the parties disagreeing; and the said Arbitrators shall be sworn by a Justice of the Peace, justly, impartially and equally as far as in them lies, and to the best of their judgment, to determine the matter to be to them referred.

In case of disagreement, Arbitrators to be appointed.

Third Arbitrator how chosen.

XXVII. And be it enacted, That if after eight days' notice in writing given to the party so disagreeing as to the value aforesaid, such party will not nominate or appoint an Arbitrator or Arbitrators as aforesaid, on his part, it shall and may be lawful for the Directors to add to their first nomination as many others (not being Stockholders of the said Company) as and for the Arbitrators of the party so refusing to nominate for himself, and such added Arbitrators shall have the same power as if named by the party himself, and shall meet and ballot for the additional Arbitrator.

Proceedings to be adopted when party disagreeing shall refuse to appoint Arbitrator.

XXVIII. And be it enacted, That the Board of Arbitrators so constituted shall fix a convenient day for hearing the respective parties, and shall give eight days' notice at least of the day and place; and having heard the parties or otherwise examined into the merits of the matters so brought before them, the said Arbitrators or a majority of them shall make their award and arbitrament thereupon in writing, which award or arbitrament shall be final as to the value so in dispute as aforesaid.

Board of Arbitrators to fix a day for hearing parties. Majority to give an award.

XXIX. And be it enacted, That if the party so disagreeing refuse to accept the value of the land so ascertained by the Arbitrators as aforesaid, till the end of the second term in Her Majesty's Court of Queen's Bench in Canada West next after making the award and tender of the value thereby ascertained, then and in such case the Directors for the time being shall be at liberty, and shall have full power to occupy the piece of land so valued by the said Arbitrators and to macadamize or plank it in the same manner as other portions of the said road.

In case of refusal to accept the award after a certain period Directors may occupy piece of land valued by Arbitrators.

XXX. And be it enacted, That in any action of ejectment or other action, real, personal or mixed, for or on account of such occupation by the said Company, their servants or agents, or other person or persons using the said road, the said award may be pleaded in bar to such action at any time after the said two terms in the said Court of Queen's Bench, notwithstanding any defect in form or substance in the said award: Provided always, and it is hereby enacted and declared, That it shall and may be lawful to and for the party or parties interested in the land mentioned in the award, or their Agent by Counsel, at any time within the two next terms as aforesaid, after the same hath been made, and the amount of the value awarded tendered, to move the said Court of Queen's Bench to set aside such award for corruption or any other matter or thing for which awards are now subject to be impugned by law; Provided also, that if the first award be so set aside by the Court of Queen's Bench, the matter

Award may be pleaded in bar to any action arising from occupation of land.

Proviso: Award may be set aside for cause.

Proviso: New arbitration to be had in such case.

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in difference may again be submitted to other Arbitrators, and so on till a satisfactory award be made between the parties.

Corporation not to be dissolved if any election do not take place on day appointed by this Act.

XXXI. And be it enacted, That in case it should at any time happen that an election of Directors should not be made on the day when pursuant to this Act it ought to have been made, the said Corporation shall not for that cause be deemed to be dissolved, but it shall and may be lawful on any other day to hold and make an election in such manner as shall have been regulated by the Rules of the said Corporation to be made for that purpose, such Rules not being contrary to the provisions of this Act.

Directors to make annual dividends of profits, and to render accounts.

XXXII. And be it enacted, That it shall be the duty of the Directors to make annual dividends of so much of the profits of the said Company, as to them or the majority of them shall appear advisable, and an exact and particular statement shall be annually rendered of the state of their affairs, debts, credits, profits and losses, and such statements shall appear in the books of the Company, and be open to the perusal of any Stockholder upon his reasonable request.

During a certain time Company may continue road to Bolton's Mills, and elsewhere.

XXXIII. And be it enacted, That it shall and may be lawful for the said Company at any time within five years from the passing of this Act to continue the said Plank or Macadamized Road from its present intended termination at Geddes' Corner on Lot number Two, in the ninth concession of the northern division of the Gore of Toronto, along the road now travelled and known as the Albion Road, to Bolton's Mills in the said Township of Albion, and as much farther as they may deem expedient, and further to make a branch Plank or Macadamized Road in connection with the Albion Road, to commence at Lot Number One, on the base line of the northern division of the Gore of Toronto, and to terminate at Lot Number One, in the seventh Concession of the said Gore, and known as Graham's Corner, and also to make a branch Macadamized or Planked road through the Townships of York and Vaughan, commencing at the line of the Township of King between the eighth and ninth concessions and following the public highway laid out and known as the King Road to the Township of York, and to be continued through the said Township of York so as to intersect the Albion Road at some point between its commencement in rear of Lot Number Twelve in the fifth concession and Conatt's corner in concession A, in the Township of Etobicoke; and upon the completion of such road or roads, to erect Toll-bars and collect Tolls in the manner hereinbefore by this Act provided for that or similar purposes; and that the said Company shall have full power and authority to increase their Capital Stock to an amount sufficient for the completion of the said Roads so intended to be made as aforesaid.

Proportionate increase of Stock allowed.

Public Act.

XXXIV. And be it enacted, That this Act shall be deemed and taken to be a Public Act, and as such shall be judicially noticed by all Judges and Justices of the Peace, and other persons without being specially pleaded.

Duration.

After the expiration of this Act the Roads, &c., shall vest in Her Majesty.

XXXV. And be it enacted, That this Act from the time of the passing thereof shall continue in force for fifty years, and from thence to the end of the then next ensuing Session of the Provincial Parliament, at which time the estate, rights, titles, tolls, and rates of the said road shall vest in Her Majesty, Her Heirs and Successors, to and for the public uses of this Province, unless it be otherwise provided by an Act of the Legislature to be for that purpose, at any time hereafter enacted, or unless the said road become so vested at an earlier period by the operation of the sinking fund aforesaid.