

Laws of His Majesty's Province of Upper Canada, passed in the year 1857. Toronto: Stewart Derbishire & George Desbarats, 1857.

20 Victoria – Chapter 151

An Act to incorporate the Fort Erie Railway Company. Assented to 10th June, 1857.

Whereas certain persons have petitioned that an Act may be passed authorizing the construction of a Railway from the Village of Fort Erie, in the Township of Bertie, in the County of Welland, to the Suspension Bridge below the Falls and to Port Robinson, branching off at any point which may be most convenient to connect with the "Erie and Ontario Railway," and with the "Port Dalhousie and Thorold Railway," in the same County; And whereas a Railway so constructed would tend to the improvement of the section of country through which it would pass: Therefore, Her Majesty, by and with the advice and consent of the Legislative Council and Assembly of Canada, enacts as follows:

I. Duncan Macfarland, James Cummings, Alexander Douglas, William A. Thompson, Nelson Forsyth, George Hardison, James Stanton, William Wallace, Leonard M. Mathews, Daniel Lamberton, John W. Lewis, Richard Graham, John Frazer, M. P. P., Arthur Johnson and William Russell, Esquires, together with such other person or persons, corporations or municipalities, as shall, under the provisions of this Act, become shareholders in the Company hereby incorporated, shall be and are hereby ordained, constituted and declared to be a body corporate and politic, by and under the name of the Fort Erie Railway Company.

II. The several clauses of the Railway Clauses Consolidation Act, with respect to the first, second, third and fourth clauses thereof, and also the several clauses of the said last mentioned Act, with respect to "Interpretation," "Incorporation," "Powers," "Plans and Surveys," "Lands and their Valuation," "Highways and Bridges," "Fences," "Tolls," "General Meetings," "Directors, their Election and Duties," "Shares and their Transfer," "Municipalities," "Shareholders," "Actions for Indemnity and Fines and Penalties and their prosecution," "Working of the Railway," and "General Provisions," shall be incorporated with this Act, and shall accordingly apply to the said Company and the said Railway, except only in so far as they may be inconsistent with the express enactments hereof; and the expression "this Act," when used herein, shall be understood to include the provisions of the Railway Clauses Consolidation Act, which are incorporated with this Act as aforesaid.

III. The said Company and their servants and agents shall have power by virtue of this Act, to lay out, construct and complete a Railway between Fort Erie in the County of Welland and the Village of Chippewa, in the same County, with a branch from some point on the said road near the great bend of the Niagara River, in the Township of Willoughby to Port Robinson in the said County, with full power to pass over any portion of the intermediate country and to make such connections with the Erie and Ontario Railway and the Port Dalhousie and Thorold Railway, as provided for by the ninth section of the Railway Clauses Consolidation Act; Provided always, that the said Company shall be and are hereby authorized to lease, purchase or otherwise acquire from the Erie and Ontario Railroad Company, such portion of the track and property of the Company last mentioned, as lies between their depôt in the Town of Clifton, and the terminus of their Railroad in the Village of Chippewa.

IV. Deeds or Conveyances under this Act, for the lands to, be conveyed to the said Company for the purposes of this Act, shall and may as far as the title to the said lands, or the circumstances of the parties who -shall make such conveyances will admit, be made in the form given in the Schedule to this Act marked A, and all Registrars are hereby required to register in their registry books such deeds, on the production thereof and proof of execution, without any memorial, and to minute every such entry on the deed; the said Company are to pay the Registrar for so doing the sum of two shillings and six pence currency, and no more.

V. From and after the passing of this Act, the said Duncan Macfarland, James Cummings, Alexander Douglas, William A. Thomson, Nelson Forsyth, George Hardison, James Stanton, William Wallace, Leonard M. Mathews, Daniel Lamberton, John W. Lewis, Richard Graham, John Frazer, M.P. P., Arthur Johnson, William Russell, Esquires, and the Honorable W. H. Merritt, M. P. P., shall be Provisional Directors of the said Company for carrying into effect the object and purposes of this Act.

VI. It shall and may be lawful for the Provisional Directors, for the time being, of the said Company, or a majority of them, to supply the place or places of any of their number from time to time dying or declining to act as such Provisional Director or Directors, out of the several subscribers for stock in their said Railway, to the amount of at least two hundred pounds currency each, during the period of their continuance in office, and such Provisional Directors, except as hereinafter is excepted, shall be and they are hereby invested with all the powers, rights, privileges and indemnities, and they shall be and are hereby made subject unto the like restrictions as the elected Directors of the said Company upon their being elected by the stockholders of the said Company, as hereinafter provided, would, under the provisions of the Railway Clauses Consolidation Act, and of this Act, become invested with or subject unto respectively.

VII. When and so soon as shares to an amount equivalent to fifty thousand pounds, provincial currency, in the capital stock of the said Company shall be taken, and ten pounds per centum thereon shall have been paid into some of the chartered Banks of this Province, it shall and may be lawful for the Provisional Directors of the said Company, for the time being, to call a meeting of the subscribers for stock in the said Company, (who have paid ten per centum thereon as aforesaid,) at the village of Fort Erie, or such other place along the line of the proposed Railway as may be deemed most convenient by the said Provisional Directors, for the purpose of electing Directors of the said Company: Provided always, that if the said Provisional Directors shall neglect or omit to call such meeting, then the same may be called by any five of the holders of shares in the said Company holding not less than two hundred and fifty pounds each, provincial currency: And provided always, that in either case public notice of the time and place of holding such meeting shall be given during one month in some one newspaper published in the said County of Welland; And at such general meeting the shareholders assembled, with such proxies as shall be present, shall choose nine persons to be Directors of the said Company, being each a proprietor of shares in the said Company to an amount of not less than two hundred and fifty pounds provincial currency; and shall also proceed to pass such rules, regulations and By-laws as shall seem to them fit, provided they be not inconsistent with this Act: Provided also, that such ten per cent, shall not be withdrawn from such Bank or otherwise applied, except for the purposes of such Railway, or upon the dissolution of the Company from any cause whatsoever.

VIII. The Directors so elected, or those appointed in their stead in case of vacancy, shall remain in office until the first Wednesday in June, one thousand eight hundred and fifty-nine, and on the said first Wednesday in June aforesaid, and on the first Wednesday in June in each year thereafter, or on such other day as may be appointed by any By-law of the Company, an annual general meeting of the shareholders shall be held at the office of the Company for the time being, to choose nine Directors in the room of those whose period of office shall have expired, and, generally, to transact the business of the Company; but if at any time it should appear to any ten or more of such shareholders, holding together the amount of five thousand pounds, provincial currency of shares at the least, that a special general meeting of the shareholders is necessary to be held, it shall and may be lawful for such ten or more of them to cause fifteen days' notice at least to be given thereof in such newspaper as is hereinbefore provided, or in such manner as the Company shall by any By-law direct or appoint, specifying in such notice the time and place and the reason and intention of such special meeting respectively; and the shareholders are hereby authorized to meet pursuant to such notice, and proceed to the execution of the powers by this Act given to them, with respect to the matter so specified only, and all such acts of the shareholders, or the majority of them, at such special meeting assembled, such majority not having, either as principals or proxies, less than one hundred shares, shall be as valid to all intents and purposes as if the same were done at an annual meeting.

IX. For the purpose of making, constructing and maintaining the Railway and other works necessary for the proper use and enjoyment of the Railway by this Act authorized to be constructed, it shall and may be lawful for the Directors of the said Company for the time being, to raise in such manner by loan, subscription of stock, issuing of shares or otherwise as to the Directors of the said Company for the time being shall from time to time seem fit, the sum of one hundred and twenty-five thousand pounds provincial currency, such shares to be issued in sums of twenty-five pounds provincial currency each: Provided always, that the said capital sum may if necessary be increased from time to time in the manner provided by those clauses of the Railway Clauses Consolidation Act, which in and by the second section of this Act are expressed to be incorporated with this Act.

X. It shall and may be lawful for the Directors for the time being of the said Company to make, execute and deliver all such scrip and share certificates, and all such bonds, debentures, mortgages or other securities as to the said Directors for the time being shall from time to time seem most expedient for raising the necessary capital for the time being authorized to be raised by the said Company or for raising any part thereof.

XI. Every holder of shares in the said Company shall be entitled on every occasion when the votes of the said Fort Erie Railway Company are to be given, to one vote for every share of twenty-five pounds currency which he holds.

XII. All bonds, debentures and other securities to be executed by the said Railway Company may be payable to bearer (and in England to bearer in sterling money), and all such bonds, debentures or other securities of the said Company, and all dividends, interest, and warrants thereon respectively, which shall purport to be payable to bearer, shall be assignable at law by delivery, and may be sued on and enforced by the respective bearers and owners thereof for the time being, in their own names.

XIII. Calls may be made by the Directors of the said Company for the time being, provided that no call to be made upon the subscribers for stock in the said Railway Company shall exceed the sum of ten pounds per centum upon the amount subscribed for by the shareholders in the said Company: Provided also, that upon the occasion of any person or corporation becoming a subscriber for stock in the said Company, it shall and may be lawful for the Provisional or other Directors of the said Company for the time being, to demand and receive to and for the use of the said Company, the sum of ten pounds per centum upon the amount so by such person or corporation respectively subscribed, and the amount of such calls as shall have already been made payable in respect of the stock then already subscribed at the time of such person or corporation respectively subscribing for stock.

XIV. And whereas it may be necessary for the said Company to possess gravel pits and lands containing deposits of gravel as well as lands for stations and other purposes, at convenient places along their line of Railway, for constructing and keeping in repair, and for carrying on the business of the said Railway, and as such gravel pits or deposits cannot at all times be procured without buying the whole lot of land wherever such deposit may be found: It is therefore enacted, that it shall be lawful for the said Company, and they are hereby authorized from time to time to purchase, have, hold, take, receive, use, and enjoy along the line of the said Railway or separated therefrom, and if separated therefrom, then with the necessary right of way thereto, any lands, tenements and hereditaments which it shall please Her Majesty or any person or persons or bodies politic to give, grant, sell or convey unto and to the use of or in trust, for the said Company, their successors and assigns, and it shall and may be lawful for the said Company to establish stations or workshops, on any such lots or blocks of land, and from time to time by deed of bargain and sale or otherwise to grant, bargain, sell or convey any portion of such lands not necessary to be retained for gravel pits, sidings, branches, wood yards, station grounds or workshops, or for effectually repairing, maintaining and using to the greatest advantage the said Railway and other works connected therewith.

XV. The said Railway shall be commenced within three years and completed within seven years after the passing of this Act.

XVI. The said Company hereby incorporated, and their servants and agents, shall have full power under and by virtue of this Act to purchase and hold such river frontage as may be required for their Railway on the Niagara river, and to build wharves or docks thereon, also to construct, build or purchase and hold such steam or other ferry boats as they may require to enable them to convey passengers and freight across the said Niagara river to such point or points on the American shore of the said river Niagara as may be requisite for the purposes of the said Railway, and as may be necessary to enable them to connect with the various Railways running through the State of New York, and they shall have power to dispose of the same if so inclined, or to charter any other steam or other vessel not being their own property to perform this service.

XVII. The said Company are hereby empowered to unite with any other Railway Company whose Railway intersects that of the said Company or touches a place which their Railway also touches, and to such union the provisions of the Acts passed in the sixteenth year of Her Majesty's reign, and chaptered respectively thirty-nine and seventy-six, shall extend and apply.

XVIII. The number of Directors which shall form a quorum of the transaction of business may be regulated by the By-laws of the Company; and until such By-law shall be passed, a majority of the Directors shall form such quorum: Provided that the Directors may employ one of their number as a paid Director.

XIX. The Board of Directors of the said Company may appoint an agent or agents in the City of London, in England, with power to open and keep books of transfer for the shares of the said Company, and for the issue of scrip and stock certificates; and upon the establishment of such agency, shares may be transferred from the Canada office to the London office in the names of the transferees, in the same manner as shares may be transferred in the former office, and vice versa; and shares hereafter taken and subscribed for in Great Britain may be entered upon the books of the London office, and scrip certificates be issued for them, and the same shall be as binding on the Company as to all the rights of shareholders as though the scrip certificates had been issued by the Secretary of the Company in Canada.

XX. The Interpretation Act shall apply to this Act, and this Act shall be deemed a Public Act.

Schedule A.

Know all men by these presents that I (insert the name of the wife also, if she is to release her dower or for any other reason to join in the conveyance) do hereby in consideration of paid to me (or as the case may be) by the Fort Erie Railway Company, the receipt whereof is hereby acknowledged, grant, bargain, sell, convey and confirm unto the said Fort Erie Railway Company, their successors and assigns for ever, all that certain part or tract of land situate, lying and being (describe the land) the same having been selected and laid out by the said Company for the purpose of their Railway; to have and to hold the said land and premises together with every thing appertaining thereto, to the said Fort Erie Railway Company, their successors and assigns for ever (if there be dower to be released, add) and I [name the wife] hereby release my dower in the premises.

Witness my hand (or our hands) and seal (or seals), this _____ day of _____, one thousand eight hundred and _____

(L. S.)

A. B.

(L. S.)

C.D.

Signed, sealed and delivered in the presence of O. K.