

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

20 Victoria – Chapter 154

An Act to incorporate the Eastwood and Berlin Railway Company. Assented to 10th June, 1857.

Whereas Henry Vansittart and others, residing in the County of Oxford, have petitioned that an Act may be passed authorizing the construction of a Railway from Eastwood in the County of Oxford, to a point on the Buffalo and Lake Huron Railway, and thence to a point on the Grand Trunk Railway at the Town of Berlin, in the County of Waterloo; And whereas a Railway so constructed would be productive of the greatest advantages to the section of the 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. Donald Matheson, M. P. P., George Davidson, Sheriff of (the County of Waterloo, Henry Vansittart, Richard W. Burrowes, and John George Vansittart, David S. Shoemaker, Henry 3 S. Huber, and Robert Ferrie, M. P. P., together with such persons, corporations, municipalities and companies as shall, under the provisions of this Act, become shareholders in the Company hereinafter mentioned, shall be and are hereby ordained, constituted and declared to be a body corporate and politic, in fact, by and under the name and style of the " Eastwood and' Berlin 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 it 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 or agents shall have full power under this Act to lay out, construct, make and finish, a double or single Iron Railway or a tramroad, at their own costs and charges, to connect the village of Eastwood, in the County of Oxford, with the line of the Buffalo and Lake Huron Railway, and extending thence to some point on the line of the Grand Trunk Railway at the Town of Berlin, in the County of Waterloo, and to unite with the said Railways at the points of intersection, as provided by the ninth section of the Railway Clauses Consolidation Act.

IV. Deeds and 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 making such conveyance 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, and no more.

V. From and after the passing of this Act, the said Donald Matheson, M. P.P., George Davidson, Henry Vansittart, Richard W. Burrows, and John George Vansittart, David S. Shoemaker, Henry S. Huber, and Robert Ferrie, M.P.P., Esquires, 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, from among the several subscribers for stock in their said Railway to the amount of at least one hundred and fifty pounds provincial 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 they 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 twenty-five 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 one 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 at the Village of Eastwood, or the Town of Berlin, of the subscribers for stock in the said Company, and who have paid ten per centum thereon as aforesaid, 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 ten of the holders of shares in the said Company, holding among them not less than an amount equivalent to two thousand pounds 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 or more newspapers published in the Village of Eastwood, or in the County of Oxford, and also in the Town of Berlin, or in the County of Waterloo: And at such general meeting the shareholders assembled, with such proxies as shall be present, shall choose seven 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 one 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 whatever.

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 in the year next after that in which they shall have been elected; and on the said first Wednesday on June, in each year thereafter, or such other day as shall be

appointed by any By-law, an annual general meeting of the shareholders shall be held at the office of the Company for the time being, to choose seven 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 five or more of such shareholders, holding together two hundred shares at least, that a special general meeting of the shareholders is necessary to be held, it shall be lawful for such five or more of them to cause fifteen days' notice at least to be given thereof in such newspapers as are 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 two hundred shares,) shall be as valid to all intents and purposes as if the same were done at annual meetings.

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 sixty thousand pounds provincial currency; such shares to be issued for sums of twenty-five pounds provincial currency each; Provided always, that the said capital sum may from time to time, if necessary, be increased in the manner provided for 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 of the said Company for the time being, 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 proprietor of shares in the said Company shall be entitled on every occasion when the votes of the Members of the Eastwood and Berlin Railway Company are to be given, to one vote for every share of twenty-five Pounds currency, held by him.

XII. All bonds, debentures and other securities to be executed by the said Railway Company may be made payable to bearer; and all such bonds, debentures, or other securities of the said Company, and all dividends and interest 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. Any meeting of the Directors of the said Company at which not less than four of such Directors shall be present, shall be competent to exercise and use all and every of the powers hereby vested in the said Directors.

XIV. 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 respective shareholders in the said Company, and that the amount of any such calls in any one year shall not exceed fifty pounds per centum upon the stock so subscribed: 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; and no stock on which the said ten per cent, shall not have been paid at the time of subscribing shall be held to be validly subscribed for.

XV. Every contract, policy, agreement, engagement, or bargain by the Company, or by any Agent or Agents of the Company duly appointed by By-law, and every Promissory Note made or endorsed, and every Bill of Exchange drawn, accepted or endorsed on behalf of the Company, by any such Agent or Agents, in general accordance with the powers to be devolved to and conferred on them respectively under the said By-laws, shall be binding upon the said Company; and in no case shall it be necessary to have the Seal of the Company affixed to any such contract, policy, agreement, engagement, bargain, Promissory Note or Bill of Exchange, or to prove that the same was entered into, made or done in strict pursuance of the By-law, nor shall the Agent be hereby subjected individually to any liability whatsoever; Provided always, that nothing in this section shall be construed to authorize the said Company to issue any note payable to the bearer thereof, or any Promissory Note intended to be circulated as money or as the note of a Bank.

XVI. 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 whereon 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 if shall and may be lawful for he said Company to establish stations or workshops on any such lots 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.

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

XVIII. 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 Eastwood and Berlin Railway Company, the receipt whereof is hereby acknowledged, grant, bargain, sell, convey and confirm unto the said Eastwood and Berlin Railway Company, their successors and assigns for ever, all that certain parcel, or tract of land situate (describe the land), the same having been selected and laid out by the said Company for the purposes of their Railway; to have and to hold the said land and premises together with everything appertaining thereto, to the said Eastwood and Berlin 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 _____

A. B. (L. S.)

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