

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

20 Victoria – Chapter 156

**An Act to incorporate the Toronto and Owen Sound Central Railway Company. Assented to 10th June, 1857.**

Whereas the construction of a Railway from the City of Toronto to the Town of Owen Sound, and thence to Lake Huron, would greatly tend to open an extensive tract of fertile country, and would promote its general prosperity, and the prosperity of the said City and Town; And whereas the persons hereinafter mentioned are desirous of associating themselves together as a Company for the purpose of constructing such Railway, and that they, their successors and assigns, shareholders in such Railway, may be incorporated and invested with such powers as may enable them effectually to carry out their undertaking, and it is expedient to accede to their request: Therefore, Her Majesty, by and with the advice and consent of the Legislative Council and Assembly of Canada, enacts as follows:

I. The Honorable John Hillyard Cameron, of Toronto, M. P. P., John George Bowes, of Toronto, Esquire M. P. P., John W. Gamble, of the County of York, Esquire, M. P. P., Henry How-land, Esquire, J. A. Donaldson, of Weston, Esquire, John Harrington, Adam Wilson, James Beaty, Alexander Manning, E. F. Whittemore, Thomas Clarkson, and Francis H. Heward, of Toronto, Esquires, George Jackson, of Durham, Esquire, M. P. P., Robert E. Stephens, George Snider, and Thomas Lunn, of Owen Sound, Esquires, George Wright, of Brampton, Esquire, Jesse Ketchum, Junior, of Orangeville, Esquire, James C. Aikins, of the County of Peel, Esquire, M. P. P., Richiard Carney, of Owen Sound, Esquire, William K. Flesher, of Artemesia, Esquire, and Thomas P. Merry, of Caledon, Esquire, together with such other person or persons, Corporations and 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 "Toronto and Owen Sound Central 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 or 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 to the said Railway, except only in so far as 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 full power under this Act to lay out, construct and complete a Railway from the City of Toronto, or from some point on the line of the Grand Trunk Railway not farther west than Brampton, to the Town of Owen Sound, and to extend the

same from the last mentioned Town to some point on Lake Huron, not further south than the port of Saugeen, with full power to pass over any portion of the Counties of York, Peel, Wellington, Simcoe, Grey and Bruce, and to unite with the Grand Trunk Railway at any point not farther west than Brampton, as provided by the ninth section of the Railway Clauses Consolidation Act.

IV. Deeds and conveyances under this Act for 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 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; and 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 Honorable John Hillyard Cameron, John George Bowes, John W. Gamble, Henry Howland, J. A. Donaldson, John Harrington, Adam Wilson, James Beaty, Alexander Manning, E. F. Whittemore, Thomas Clarkson, Francis H. Heward, George Jackson, Robert E. Stephens, George Snider, Thomas Lunn, George Wright, Jesse Ketchum, James C. Aikins, of the County of Peel, Esquire, M. P. P., Richard Camey, of Owen Sound, Esquire, William K. Flesher, of Artemesia, Esquire, and Thomas P. Merry, the Mayor of Toronto for the time being, the Warden of the County of Grey for the time being, the Mayor of Owen Sound for the time being, and the Reeves for the time being of Chinguacousy, Brampton, Caledon, Owen Sound and Albion, shall be the 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 and fifty 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 they are hereby made subject to the same 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 to respectively.

VII. When and so soon as shares to an amount equivalent to three hundred 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 in, which amount shall have been paid into some chartered Bank, and shall not be withdrawn or otherwise applied unless for the purposes of this Act, it shall and may be lawful for the Provisional Directors of the said Company for the time being, to call a meeting at the City of Toronto 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 Shareholders in the said Company holding among them not less than an amount equivalent to live thousand pounds provincial currency; and provided also, that in either case public

notice of the time and place of holding such meeting shall be given during one month in some newspaper published in the City of Toronto, and also in some one newspaper published in each of the Counties through which the said Railway shall pass, or be intended to pass, or in such of the said Counties as shall have a newspaper published therein; and at such General Meeting the Shareholders assembled, with such proxies as shall be present, shall choose eleven 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 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.

VIII. The Directors so elected or those appointed in their stead in case of vacancy, shall remain in office until the first Wednesday in July next after such election; and on the said first Wednesday in July and on the first Wednesday in July 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 eleven 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 one thousand shares at least, that a special general meeting of the shareholders is necessary to be held, it shall be lawful for such ten 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; 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 matters 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 thousand shares) shall be 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 six hundred thousand pounds, provincial currency, such shares to be issued in sums of 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. All bonds, debentures and other securities to be executed by the said Company, may be 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.

XII. Every proprietor of shares in the said Company shall<sup>1</sup> be entitled on every occasion when the votes of the Members of the said Company are to be given, to one vote for every share of five pounds currency held by him.

XIII. Any meeting of the Directors of the said Company at which not less than five of the 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 and 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 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 subscribing for stock.

XV. 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 deposits 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, body 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 of 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 portions of such lands not necessary to be retained for gravel pits, sidings, branches, woodyards, station grounds or workshops, or for effectually repairing, maintaining and using to the greatest advantage the said Railway and other works connected therewith.

XVI. The said Railway shall be commenced within two years and completed within five years after the passing of this Act.

XVII. All provisions of law inconsistent with this Act are and shall be repealed from the passing thereof.

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 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 Toronto and Owen Sound Central Railway Company, the receipt whereof is hereby acknowledged, grant, bargain, sell, convey and confirm unto the said Toronto and Owen Sound Central 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 every thing appertaining thereto, to the said Toronto and Owen Sound Central Railway Company, their successors and assigns for ever, (if dower to be released, add) and I (name the wife) release my dower in the premises.

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

A. B. [L. S.]

C. D. [L. S.]

Signed, sealed and delivered in the presence of \_\_\_\_\_

O. K.