

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

20 Victoria – Chapter 171

An Act to incorporate certain persons under the name of the “De Salaberry Navigation Company of Montreal.” Assented to 10th June, 1857.

Whereas L. Renaud, J. B. Renaud, C. Fitzpatrick, J. Keith, J. L. Cassidy, L. Marchand and D. S. Ramsay, have by their petition represented, that an association was formed in January last, in the City, of Montreal, under the name and style of the “De Salaberry Navigation Company of Montreal,” in and to which they with other persons are stockholders and subscribers, with a view of promoting the public interest, by providing for the inhabitants of the shores of the St. Lawrence between Cornwall, Beauharnois and Montreal, and the intermediate ports, and for the convenience of commerce and travellers generally, the advantage of steam navigation, and for the use of the wharves and landing places now or hereafter to be constructed by them along the route taken by their steamboats; and for the purposes aforesaid the said Company now have in course of construction a steamboat to be called the “Salaberry,” and which will be ready for service at the opening of the approaching season of navigation between the ports hereinbefore mentioned; that the capital of the said Company is at present four thousand five hundred pounds currency, divided into three hundred and sixty shares, of twelve pounds ten shillings currency each, with power to increase the same to the sum of fifteen thousand pounds currency, in shares of the same amount, for the purchase or construction of new steamboats, and for the erection of such wharves and landing places as the said Company may deem requisite, and for the greater, accommodation of the inhabitants of the ports or places that may be touched at by the boats of the said Company; And whereas the said Company might be placed in a position obliging them to sue or be sued in the transaction of their business; And whereas the said Company has for its object the facilitating and promotion of the navigation of this Province, and with the view of attaining their purpose with greater facility, the said Company have prayed to be incorporated: Therefore, Her Majesty, by and with the advice and consent of the Legislative Council and Assembly of Canada, enacts as follows:

I. L. Renaud, J. B. Renaud, C. Fitzpatrick, J. Keith, J. L. Cassidy, L. March and and D. S. Ramsay, and all other persons who may now or hereafter become subscribers or stockholders in the said Company, and all or any other person or persons, bodies politic and corporate, who as executors, administrators, successors or assigns, or by any other lawful title, may hold any part, share or interest in the Capital Stock of the said Company, and their executors, administrators, successors and assigns, shall be and they are hereby constituted a body politic and corporate, under the name and style of the “De Salaberry Navigation Company of Montreal,” and shall by that name have perpetual succession and a Common Seal, and by the same name be capable of suing and being sued in all Courts of Justice in this Province: The said Company shall be empowered, if they shall hereafter think proper so to do, to change the service of the ports mentioned in the preamble to this Act, and cause their steamboats to call at other ports, either solely or at the same time as the others, upon the St. Lawrence and the Lakes, and whether Canadian or American ports: The said Company may make, establish and put into execution, alter or repeal all by-laws, rules, ordinances and regulations, the same not being contrary to

the Laws of this Province, nor to the provisions of this Act, as may appear to them necessary and expedient for the management of the business of the said Company: All the moveable and immoveable property, rights and actions belonging to the said De Salaberry Navigation Company of Montreal, shall be and they are hereby transferred to the said Corporation, and from and after the passing of this Act, the said Corporation shall be the proprietor thereof, and of all other moveable property and effects which the said Corporation may hereafter acquire; and all the debts and obligations of the said De Salaberry Navigation Company of Montreal shall be acquitted and performed by the said Corporation; Provided always, that no By-law, Ordinance, Rule or Regulation shall be in force until the same shall have been approved of by a majority of the Directors hereinafter mentioned, or their successors, authorized to that effect at the annual general meeting of the Stockholm's of the said Company.

II. The said Corporation under the name of the "De Salaberry Navigation Company of Montreal," may also acquire and hold real estate for the construction of wharves and the erection of warehouses and offices, and for such other purposes as the said Company may deem expedient, at the different ports and places at which the steamboats belonging to the said Company shall touch, and may at any time sell, exchange and dispose of the same and purchase other property for the same purposes; Provided always, that the said Company shall not at any time possess real estate, the total value of which shall exceed the sum of five thousand pounds currency.

III. The superintendence, control and management of the affairs of the said Company, shall be vested in seven Directors, four of whom shall be a quorum, which said Directors shall be Stockholders in the said Company, and shall be elected between the first and twentieth days of February in each year, upon the day and at the hour and place which shall be appointed by a majority of the Directors, and notice whereof shall be given in one or more newspapers published in the City of Montreal, at least ten days previous to the said election; and the said election shall be had and made by the Shareholders of the said Company present at the said meeting, and all elections of Directors shall be by ballot or by open vote as may be prescribed by the By-laws of the said Company; the Directors elected shall choose out of their number a President, and it shall be the duty of the said President to preside at all meetings of the Stockholders or Directors; the President may vote at all meetings of the Directors, and in case of an equal division of votes, he shall also have a casting vote; any vacancy among the Directors occasioned by death, resignation or absence from the Province, shall be filled by such person or persons as the remaining Directors or a majority of them may appoint, and it shall be lawful for the Stockholders at any meeting specially called for that purpose, to remove all or any of the said Directors, and to appoint others in their stead, in the same manner as at the annual election of Directors is hereby provided for.

IV. Each Stockholder shall be entitled to one vote for each share which he, she or they shall have held in his, her or their name, at least one month previous to the time of voting; and all questions brought before the Stockholders at any general or special meeting, shall be decided by a majority of such votes given by the Stockholders then present, and in case of an equality of votes, by the casting vote of the President.

V. The President or any two or more Directors may at any time, and from time to time, call a meeting or meetings of the Stockholders, either for general or special purposes; and any six Stockholders may at any time call special meetings of the Company, upon giving at least ten days' notice by advertisement, in one or more newspapers published in the City of Montreal, or by sending a written or printed notice to each Stockholder, by post or otherwise; and every advertisement or notice calling a special meeting, shall specify distinctly the purpose or purposes for which such meeting is called, and no other matter or business shall be discussed, concluded upon or settled at such, meeting.

VI. If at any time it shall happen that an election of Directors shall not be made, when on any day 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 the same manner as the annual election of Directors is herein directed to be made.

VII. The Stockholders shall not be liable as such beyond the amount which may be due by them upon their Stock.

VIII. It shall be the duty of the Directors to make such yearly dividends of the profits of the said Company, as to them or a majority of them shall appear advisable; and an exact and particular statement shall be annually made of their affairs, debts, credits, profits and losses, such statement to appear on the books of the Company, and to be open to the perusal of any Stockholder, and a copy thereof, certified by the oath of the President or two of the Directors, shall be transmitted annually to the three branches of the Provincial Legislature, and any Judge, Commissioner or Justice of the Peace, is hereby authorized to administer the requisite oath.

IX. The shares of the said capital stock shall be transferable, and may from time to time be transferred by the respective holders and owners thereof, according to the form given in Schedule A hereunto annexed; Provided always, that the transferor shall always be held personally liable to the said Company for all or any part of the shares by him subscribed, and which shall be found to be due and owing by him at the time of such transfer.

X. The present members of the Committee of the said Company and the President thereof, shall continue in office as Directors until the next annual and general meeting of all the Stockholders, and the Directors to be elected annually shall continue in office until the appointment of their successors, as provided by this Act.

XI. Any service of process made at the office of the Company in the City of Montreal, (and in case the Company should have no such office, then upon the President of the Company,) shall be held and deemed to be good and sufficient service by all Courts of Justice in this Province.

XII. This Act shall be deemed to be a Public Act.

Schedule A

Referred to in the foregoing Act.

For value received from _____ of _____, I (or we) do hereby assign and transfer to _____ of _____ shares (on each of which has been paid _____ pounds _____ shillings currency,) in the Capital Stock of the De Salaberry Navigation Company of Montreal, the office of which is at Montreal, subject to the rules and regulations of the said Company, hereby obliging myself to fulfil the conditions imposed by the proviso contained in the ninth section of the Act of Incorporation of the said Company.

In testimony whereof, I (or we) have signed these presents at the office of the said Company, this _____ day of _____, one thousand eight hundred and _____.

(Signature of the Transferor, or of his Attorney.)

Witness.

I (or we) do hereby accept the foregoing assignment of shares in the Capital Stock of the De Salaberry Navigation Company of Montreal, assigned to me (or us) as above mentioned, this _____ day of _____, one thousand eight hundred and _____.

(Signature of the Transferee, or of his Attorney.)

Witness.