



ANNO DECIMO ET UNDECIMO
VICTORIÆ REGINÆ.

CAP. CXXIII.

An Act for incorporating *The Toronto and Goderich Railway Company.*

Reserved for the signification of Her Majesty's pleasure, 28th July, 1847.

The Royal Assent given by Her Majesty in Council on the 15th April, 1848; and Proclamation made thereof by His Excellency JAMES, EARL OF ELGIN AND KINCARDINE, in the Canada Gazette of the 24th June, 1848.

WHEREAS the Honorable Henry John Boulton, the Honorable Adam Fergusson, John Cameron, Alexander M. Clark, William Clarke, Adam Johnston Fergusson, Thomas Galt, John Galt, William Charles Gwynne, John Wellington Gwynne, George Herrick, Samuel Peters Jarvis, John Macdonell, Joseph C. Morrison, Alexander D. Fordyce, and others, have associated themselves together as a Joint Stock Company, for the purpose of constructing a Rail-way from the City of Toronto, passing through the town of Guelph and the waste lands of the Crown lying to the north of a tract of land commonly known as the Huron Tract, to the Port of Goderich on Lake Huron; And whereas the said Joint Stock Company has caused a survey of the said route to be made; And whereas the said Honorable Henry John Boulton and others have presented their petition, praying to be incorporated under the name and style of *The Toronto and Goderich Rail-way Company*; And whereas George J. Grange, and one hundred and ninety-nine others, inhabitants and freeholders of the District of Wellington, through which District it is proposed that the said Rail-road shall pass, have also presented a petition, praying that the prayer of the petition of the said Honorable Henry John Boulton and others shall be granted; And whereas Arthur Ackland, and sixty-eight others, inhabitants and freeholders of the District of Huron, through which District it is also proposed that the said Rail-way shall pass, have likewise presented a petition, and have thereby prayed that the prayer of the said petition of the said Honorable Henry John Boulton and others shall be granted; And whereas the construction of the said Rail-way would in a very important manner tend to advance the interests and to promote the settlement of the several Districts through which the said Rail-road is proposed to be constructed, and would be attended with results highly beneficial to the Province; And whereas it is therefore expedient that the prayer of the said petition of the said Honorable Henry John Boulton and others should be granted; And whereas it is highly expedient to encourage the investment of British Capital in undertakings of this nature, and for that purpose to give facilities to persons residing in Great Britain and Ireland to become Shareholders in such undertakings; 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

Preamble.

of

Certain persons incorporated, for the purposes of this Act.

of the same, That the Honorable Henry John Boulton, the Honorable Adam Fergusson, John Cameron, Alexander M. Clark, William Clarke, Adam Johnston Fergusson, Thomas Galt, John Galt, William Charles Gwynne, John Wellington Gwynne, George Herrick, Samuel Peters Jarvis, William Botsford Jarvis, John Macdonell, Joseph C. Morrison, and Alexander D. Fordyce, together with such other persons or person, Corporations or Corporation, as shall, under the provisions of this Act become subscribers to, and proprietors of any share or shares in the Rail-way hereby authorized to be constructed, and their several and respective successors, executors, administrators and assigns shall be, and they are hereby declared to be united into a Company for making and maintaining the said Rail-way and other works by this Act authorized to be constructed, and for the other purposes herein declared, according to the provisions and restrictions hereinafter mentioned, and for that purpose shall be one body corporate by the name and style of *The Toronto and Goderich Rail-way Company*, and by that name shall have perpetual succession, and shall have a common seal, and by that name shall and may sue and be sued, and also shall have power and authority, from time to time, to purchase, have, hold, take and receive by gift, grant, devise, bargain and sale, or otherwise, and also by deed of bargain and sale, or otherwise, to sell lands, tenements and hereditaments for the purposes of the said Rail-way and all other the purposes herein contained, without incurring any penalties or forfeitures whatever, and the said Company, their successors and assigns, shall be, and are hereby authorized and empowered from and after the passing of this Act, by themselves, their deputies, agents, officers, workmen and servants, to make and complete a Rail-way, to be called *The Toronto and Goderich Rail-way*, from the waters of Lake Ontario, within the City of Toronto, passing through or immediately contiguous to the town of Guelph, and from thence through the waste lands of the Crown lying to the north of the said Huron Tract, to the waters of Lake Huron, within the limits of the town of Goderich, in such a course as shall appear to the said Company to be most expedient.

Name of Company, and corporate powers.

Course of the Rail-way.

Governor in Council to fix the Gauge of the Rail-way.

II. Provided always, and be it enacted, That the Governor in Council shall determine the gauge which shall be used in the said Rail-way, and such determination shall be declared by proclamation in the Official Gazette, and shall thereupon be binding on the said Company.

Company empowered to enter upon lands of Her Majesty, and others, for the purposes of survey, &c.

Getting and laying materials.

Constructing works of divers kinds.

III. And be it enacted, That it shall and may be lawful for the said Company, their agents and workmen, and all other persons by them authorized, and they are hereby empowered to enter into and upon the lands of the Queen's Most Excellent Majesty, and of any persons or person, bodies or body politic, corporations, aggregate or sole whatever, and to survey and take levels of the same or of any part thereof, and to set out and appropriate for the purposes of this Act, such parts thereof as they are by this Act empowered to take or use, and in and upon such lands or any lands adjoining thereto, to bore, dig, cut, embank and to remove or lay, and also to use, work and manufacture any earth, stone, rubbish, trees, gravel or sand or any other matter or things which may be dug or obtained thereon or otherwise, in the execution of any of the powers of this Act, and which may be proper or necessary for making, maintaining, altering, repairing or using the said Rail-way and other works by this Act authorized, or which may obstruct the making, maintaining, altering, repairing, or using the same respectively, according to the true intent and meaning of this Act, and also for the purposes and according to the provisions and restrictions of this Act, to make or construct such inclined planes, tunnels, embankments, aqueducts, bridges, roads, ways, passages,

passages, conduits, drains, piers, arches, cuttings and fences, as the said Company shall think proper, and to make drains or conduits into, through or under any lands adjoining the said Rail-way, for the purpose of conveying water from or to the said Rail-road; and also in or upon the said Rail-way or any lands adjoining or near thereto, to erect and make such toll and other houses, warehouses, yards, stations, engines and other works and conveniences connected with the said Rail-road, as the said Company shall think proper, and also from time to time to alter, repair, or discontinue the before mentioned works, or any of them, and to substitute others in their stead, and generally to do and execute all other matters and things necessary or convenient for constructing, maintaining, altering or repairing and using the said Rail-way or other works by this Act authorized, they, the said Company, their agents and workmen doing as little damage as may be in the execution of the several powers to them hereby granted, and the said Company making full satisfaction in manner hereinafter mentioned to all persons and corporations interested in any lands which shall be taken, used, or injured, and for all damages to be by them sustained in or by the execution of all or any of the powers hereby granted, and this Act shall be sufficient to indemnify the said Company and all other persons for what they or any of them shall do by virtue of the powers hereby granted, subject however to such restrictions and provisions as are hereinafter mentioned and contained.

Satisfaction to be made.

IV. And be it enacted, That the lands to be taken for the line of the said Rail-way shall not exceed thirty-three yards in breadth, except in those places upon the line of such Rail-way where a greater breadth shall be judged necessary for carriages to wait, load or unload, or to turn or pass each other, or for raising embankments for crossing valleys or low grounds, or for cuttings, or for the erection or establishment of any fixed or permanent machinery, toll-house, warehouse, wharf or other erections and buildings, or for the protection of the said Rail-road from the falling of timber growing upon or along the line of the said Rail-way, and not in any place exceeding two hundred yards in breadth, except at the terminus of the said Rail-way, and at each of such termini not exceeding three hundred yards square, unless with the previous consent in writing of the owners or occupiers of any land which the said Company shall be desirous of appropriating to the obtaining of greater space: Provided always, that nothing in this Act contained shall prevent the said Company from purchasing, having, holding, using and enjoying of any estate or interest; but they are hereby authorized from time to time, to purchase, have, hold, take, receive, use and enjoy without the line of the said Rail-way, either at the termini or at any of the stations of the said Rail-way, or along the line of the said Rail-road, any lands, tenements and hereditaments which it shall please Her Majesty, Her Heirs and Successors to give, grant, sell and convey, or which any person or persons, body or bodies politic, corporations, aggregate or sole, shall give, grant, sell or convey unto and to the use of, or in trust for the said Company, their successors and assigns; so as the aggregate quantity of such lands so held shall not exceed five hundred thousand acres, and it shall and may be lawful for the said Company from time to time, by deed of bargain and sale, or otherwise, to grant, bargain, sell and convey any of such lands: Provided always, that it shall not be lawful for the said Company to retain in their possession, use and enjoyment, or to purchase, have, hold, take, receive, use or enjoy any such lands without the line of the said Rail-way otherwise than for the better and more effectually repairing, maintaining and using the said Rail-way and other works hereby authorized, after the expiration of ten years from and after the completion of the said Rail-road: And provided also, that nothing in this

Lands taken for the Rail-way not to exceed a certain breadth except in certain cases.

Proviso: Company may by consent of parties purchase and hold other real property.

Extent limited.

Proviso: time of holding the same limited.

Act

Proviso: Com-
pany may ap-
portion such
lands among
the sharehold-
ers.

Act contained shall prevent the said Company, under the seal of the said Company, from granting, conveying and assuring, but they are hereby authorized to grant, convey and assure any of such lands, without the line of the said Rail-way and not necessary to be used therewith, or with the other works hereby authorized unto and to the use of the several and respective members of the said Company, in proportion to the shares respectively held by them, in such manner as shall be regulated at a general meeting of the said Company, convened for the purpose of apportioning such lands, of the time and place of holding which meeting, at least three months' notice shall be published in one or more of the newspapers published in the several Districts through which the said Rail-way shall pass, and shall also be transmitted by post, by the Secretary of the said Company, to the direction of the several and respective members of, and proprietors of shares in the said Company, at least four months before the day appointed for holding any such meeting.

Company to
cause survey
of lands to be
made, and
a plan and
book of refer-
ence, which
shall be depo-
sited for public
inspection.

V. And be it enacted, That for the purposes of this Act, the said Company shall and may by some sworn Land Surveyor in the Province, and by an Engineer by them to be appointed, cause to be taken and made surveys and levels of the said lands through which the said intended Rail-way is to be carried, together with a map or plan of such intended Rail-road, and the course and direction thereof, and of the said lands through which the same is to pass, and also a book of reference of the said Rail-way, in which shall be set forth a description of the said several lands, and the names of the owners, occupiers and proprietors thereof, so far as the same can be ascertained, and in which shall be contained every thing that is necessary for the right understanding of such map or plan, copies of which said map or plan and book of reference shall, on the completion of such survey, map and book of reference, be deposited by the said Company, in the offices of the respective Clerks of the Peace for the several Districts through which the said Rail-way or any part thereof shall pass, and also in the office of the Secretary of the Province; and all persons shall have liberty to resort to such copies so to be deposited as aforesaid, and to make extracts from or copies thereof as occasion shall require, paying to the said Secretary of this Province, or to the said respective Clerks of the Peace at the rate of six pence, current money of this Province, for every hundred words, and the said copies of the said map or plan and book of reference so deposited, or a true copy or copies thereof, certified by the Secretary of the Province, or by one of the said Clerks of the Peace for the said respective Districts, shall severally be and they are hereby declared to be good evidence in the Courts of Law and elsewhere.

Copies of the
same may be
obtained, and
be evidence.

Company may
construct tun-
nels, &c.

VI. And be it enacted, That in case it shall be found necessary to form shafts, pits, eyes or openings to or from any tunnel to be made for the purposes of this Act, it shall be lawful for the said Company to sink and construct such shafts, pits, eyes or openings in such places as the said Company shall think necessary.

Provisions in
case the road
shall cross a
highway, &c.

VII. And be it enacted, That when the said Rail-way shall be carried over or across any highway, otherwise than on a level, the same shall be carried over or across such highway at the expense of the said Company by means of a bridge, and the space of the arch of any such bridge shall be formed and shall at all times be kept and continued by the said Company of such breadth as to leave a clear and open space under every such arch of not less than fifteen feet, and of a height, from the surface of such public highway to the centre of such arch, of not less than sixteen feet, and the descent under any such bridge shall not exceed one foot in thirteen, and that in all places where it shall

shall be necessary to erect, build or make any bridge or bridges for carrying any public highway or carriage road over the said Rail-way, the ascent of every such bridge for the purpose of every such road, shall not be more than a foot in thirteen feet, and a good and sufficient fence shall be made at the expense of the said Company, on each side of every such bridge, not less than four feet above the surface of such bridge, and that in all places where the said Rail-way shall cross any public highway on a level, the ledge or flange of the said Rail-way for the purpose of guiding the wheels of the carriages, shall not rise above nor sink below the level of such road more than one inch; and that in all such places the said Company shall erect and at all times maintain a good and sufficient gate on each side of such Rail-road where the said public highway shall communicate therewith, which gates shall be constantly kept shut, except at such times as they shall be required to be opened for the use of any person or persons using such public highway, and desiring to cross the said Rail-way, and every person so using the said public highway and requiring the said gates to be opened for the purpose aforesaid, shall and is hereby required to cause the said gates and each of them to be shut so soon as he shall have used the same respectively for the purpose aforesaid, under the penalty of one pound five shillings currency in default thereof for every such offence, to be recovered in like manner as any other penalty under this Act may be recovered: Provided always, and be it enacted, that the said Company shall, at each and every place where the Rail-way shall cross any highway on a level, erect and keep up a sign-board stretching across the highway at such height as to leave sixteen feet from the highway to the lower edge of the sign-board, and having the words "RAIL-WAY CROSSING" painted on each side of such sign-board, in letters not less than six inches in length; and for each and every neglect to comply with the requirements of this section, the Company shall incur a penalty not exceeding twenty-five shillings currency.

Proviso: Precautions to be observed when the Rail-Road crosses a highway on a level.

VIII. And be it enacted, That after any lands or tenements shall be set out and ascertained in manner aforesaid for making and completing the said Rail-way and other works and other purposes and conveniences hereby authorized, it shall and may be lawful for all bodies politic, corporate or collegiate, corporations, aggregate or sole, executors or administrators, mortgagees, and all other trustees or persons whomsoever, not only for and on behalf of themselves, their heirs and successors, but also for and on behalf of those whom they represent, whether infants, issue unborn, lunatics, idiots, *femes-covert*, mortgagees, *cestuique trustent*, or other person or persons who are or shall be seized, possessed of or interested in any lands or tenements which shall be set out and ascertained as aforesaid, or any part thereof, to contract for and to sell and convey unto the said Company, their successors and assigns, all or any part of such lands or tenements which shall from time to time be set out and ascertained as aforesaid; and that all contracts, agreements, sales, conveyances and assurances so to be made, shall be valid and effectual in the law to all intents and purposes whatsoever, any law, statute, usage or custom to the contrary thereof in any wise notwithstanding; and all bodies politic, corporations, aggregate or sole, and all persons whomsoever so conveying as aforesaid, are hereby indemnified for what he, she or they or any of them shall respectively do by virtue of or in pursuance of this Act; and all such contracts, agreements, sales, conveyances and assurances shall and may be registered by the said Company in the Registry Offices of the respective Counties wherein such lands shall respectively be situated, upon a memorial thereof duly executed by any of the grantors named therein respectively, or by the Secretary of the said Company in the name of, and on behalf of, and under the seal of the said Company, in like manner as any other conveyances of land may by law be registered.

Company may contract with owners of lands, or those representing them.

Conveyances to be valid.

Must be registered within a certain time.

Company may agree with owners, &c. as to compensation.

In case of disagreement, or in case of proprietors of lands being *femes-covert*, &c. price of land may be deposited with Court of Chancery.

On payment or tender of compensation, lands, &c. to vest in the Company.

Proceedings to take place on such payments being made to Court of Chancery.

Arbitration of the amount of compensation.

IX. And be it enacted, That it shall and may be lawful for the said Company to apply to the several owners and occupiers of the lands and tenements and hereditaments through which the said Rail-way is intended to be carried, and to agree with such owners or occupiers respectively touching the compensation to be paid to them by the said Company for the purposes of the said Rail-way and other works, and for the respective damages of such owners and occupiers; and in case of disagreement between the said Company and the said owners or occupiers, or any of them, or in case of the said Company being unable to ascertain who is or are the owner or owners of any of such lands, or in case of the absence of any of such owners, or in case of any such owners or persons interested in such lands being *femes-covert*, infants, idiots, lunatics of unsound mind, or for any reason incapable of contracting with the said Company, or of conveying and assuring such lands to the said Company, or of releasing the said Company from all claims for such damage, then and in any of such cases it shall and may be lawful for the said Company to deposit such sum as they shall be willing to give for such lands and damages in the Court of Chancery, together with six months' interest thereon, in such manner as the said Court shall, upon the motion of the said Company, direct, for the benefit of all persons, bodies corporate, or communities interested in any of such lands, tenements or hereditaments, that shall or may be required by the said Company, and shall by the said Company be taken or affected or prejudiced by the execution of any of the powers hereby granted; and immediately upon the payment or tender of such sum or sums as shall be contracted or agreed upon between the said Company and the several parties interested in any of such lands, and upon payment of such sum or sums in respect of any such lands into the Court of Chancery as aforesaid, then such lands, tenements, hereditaments and premises respectively may be immediately entered upon and taken possession of by the said Company, and shall be and become vested in the said Company, and applied to the purpose of making, maintaining and repairing the said Rail-road and other works and conveniences thereto appertaining.

X. And be it enacted, That upon such payment being made into the Court of Chancery as aforesaid, it shall be the duty of the said Company to cause a notice to be published for three months in some newspaper published in the District in which such respective pieces of land lie, or in case of there being no newspaper published in any of such Districts, then such notice shall be published in some newspaper published in one of the Districts adjoining the District in which such lands shall lie; and such notice shall state the amount paid into the said Court of Chancery, and the particular piece or parcel of land in respect of which such amount is so paid; and it shall and may be lawful for the owners or occupiers of such respective lands, tenements and hereditaments, or any of the persons interested therein, to summon the said Company at any time within twelve months from the first publication of such notice to appear before the Chairman of the General Quarter Sessions of the Peace at the then next Court of General Quarter Sessions to be held in the District where such respective pieces or parcels of land shall lie; and the said complainant and the said Company may thereupon severally and respectively nominate and appoint any two Justices of the Peace in and for such District, who, together with such Chairman, may enter upon and view the place or places in question, and shall take down in writing the evidence upon oath of such persons as may be brought before them to give evidence touching the matters in controversy, which oaths the said Chairman is hereby authorized and required to administer; and the said Chairman and two Justices so appointed as aforesaid, are

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are hereby authorized to assess and ascertain the sum or sums of money to be paid by the said Company for the purchase of the said respective pieces of land and damages; and shall, in estimating the value of such respective pieces of land and the amount of such damages, take into consideration any damage or inconvenience as well as any advantage or convenience which may accrue or arise to the respective owners and occupiers of or persons interested in such respective pieces of land; and the decision of the said Chairman and Justices, or a majority of them, shall be final and conclusive between all parties whomsoever; and in the event of the amount so assessed or ascertained as the purchase money and damage in respect of such respective pieces or parcels of land being the same as or less than the amount paid into the said Court of Chancery in respect thereof, then the costs of the said Company incidental to such enquiry shall be deducted and paid out of the said sum so paid into the said Court of Chancery; but in case the amount so assessed or ascertained shall be greater than the sum so paid into the said Court in respect of such respective pieces of land, it shall and may be lawful for the said Chairman to issue his warrant directed to the Sheriff of any of the Districts through which such Rail-way shall pass, requiring him to make the excess of such amount so assessed over and above the sum so paid into the said Court of Chancery, together with the costs attending the said enquiry out of the goods, chattels and effects of the said Company; and the said Chairman is hereby authorized to tax the costs of both parties attending and incidental to the said enquiry: Provided always, that no greater fees or disbursements shall be allowed than are allowed upon proceedings in the said Court of General Quarter Sessions; And provided also, that the said Chairman shall be entitled to tax and allow to himself and each of the said Justices the sum of thirty shillings for every day during which they shall be engaged in such enquiry; and the evidence taken upon such enquiry, together with the judgment or decision given thereon, shall be filed of record in the said Court of General Quarter Sessions of the Peace, and the decision of the said Chairman and Justices, or of the majority of them, shall be certified by the said Chairman, under the hand and seal of the said Court of Chancery, and filed of record in the said Court of Chancery.

XI. And be it enacted, That the said Company shall and they are hereby required, at their own expense, after any lands shall be taken and used for the purposes of the said Rail-way and other works, to separate the same and to keep the same constantly separated from the lands adjoining to the said Rail-way and other works, with good and sufficient posts, rails, hedges, ditches, mounds or other fences, in case the owners of such lands adjoining to such Rail-road or other works, or any of them respectively, shall at any time desire the same to be fenced off, or in case the said Company shall think proper to fence off the same; and in case the lands on either side of the said Rail-way shall be owned or occupied by the same person, then to enable such person, his or her servants and workmen to cross the said Rail-way, the said Company shall make and maintain all necessary gates and stiles in all such fences to be made as aforesaid, all such gates being made to open towards such lands and not towards such Rail-road, and also all such bridges, arches or culverts as shall be necessary for the more commodious communication between the said lands on either side of the said Rail-road: Provided always, that the power to cause such gates, stiles, bridges, arches and culverts to be erected at the expense of the said Company, shall cease after the expiration of two years from and after the completion of the said Rail-way; And provided also, and be it enacted, that in every case in which the owner of any lands, or other person or persons by this Act authorized and capacitated to convey, shall in

Enhanced value of other lands to be considered.

Decision to be final.

As to costs.

Proviso as to fees.

Proviso as to taxation of fees.

Evidence to be recorded.

Company to keep Rail-road separate from lands adjoining it by ditches, fences, &c.

Crossings, &c. to be allowed in certain cases.

Proviso.

Proviso as to compensation allowed in certain cases.

their

their arrangements with the said Company have received or agreed to receive compensation for gates, stiles, bridges, arches or culverts, instead of the same being erected or found by the said Company, for the purpose of facilitating the passage to or from either side of the land severed or divided by the said Rail-way, it shall not be lawful for any such owner, or those claiming under him, to pass, and they shall ever be prevented from passing or crossing the said Rail-way from one part to the other part of their lands so severed and divided, otherwise than by a gate, stile, bridge, arch or culvert to be erected and maintained at the charge of such owners, under the inspection and direction of and according to plans and specifications to be furnished or approved by the Engineer of the said Company.

Penalty on persons obstructing Rail-way.

XII. And be it enacted, That if any person shall by any means or in any manner or way whatsoever, obstruct or interrupt the free use of the said Rail-way or the carriages, engines or other works incidental or relative thereto, or connected therewith, such person shall, for every such offence, incur a forfeiture or penalty of not less than one pound five shillings, nor exceeding ten pounds, one-half of which penalty and forfeiture (to be recovered at the Court of General Quarter Sessions of the Peace of the District wherein the offence shall be committed,) shall go to the prosecutor or informer, and the other half to the said Company.

All applications for indemnity under this Act, to be made within a certain time.

XIII. And be it enacted, That all suits for indemnity for any damage or injury sustained by reason of the powers and authority given by this Act shall be made within six calendar months next after the time of such supposed damage sustained, or in case there shall be a continuation of damage, then within six calendar months next after the doing or committing such damage shall cease, and not afterwards.

Punishment of persons breaking down or obstructing or damaging the Rail-way, &c.

XIV. And be it enacted, That if any person or persons shall wilfully and maliciously, and to the prejudice of the said Rail-way authorized to be made by this Act, break, throw down, damage or destroy the same, or any part thereof, or any of the houses, warehouses, toll-houses, watch-houses, weigh-beams, cranes, carriages, vessels, engines, inclined planes, machines, or other works or devices, incidental and relative thereto or connected therewith, or do any other wilful hurt or mischief, or wilfully or maliciously obstruct or interrupt the free use of the said Rail-road, vessels, or works, or shall obstruct, hinder or prevent the carrying on, completing, supporting and maintaining the said intended Rail-way, vessels or works, such person or persons shall be adjudged guilty of a misdemeanor, and the Court by and before whom such person or persons shall be tried and convicted shall have power and authority to cause such person or persons to be punished in like manner as persons convicted of a misdemeanor are directed to be punished by the laws in force in this Province, or in mitigation thereof to award such sentence as the law directs in cases of simple larceny, as to such Court shall seem fitting.

Company to contribute among themselves the necessary sums. Proviso: Capital limited, and divided into shares of £25 each.

XV. And be it enacted, That it shall and may be lawful for the said Company of Proprietors and their successors, to raise and contribute among themselves, in such proportions as to them shall seem meet and convenient, a competent sum of money for carrying into effect the purposes of this Act; Provided always, that the sums so raised shall not exceed the sum of seven hundred and fifty thousand pounds, currency of this Province, in the whole, except as hereinafter mentioned, and that the sum be divided into shares at a price of twenty-five pounds, currency aforesaid, per share, which

which shares shall be regarded as personal estate and transferable as such, and the money so to be raised is hereby directed and appointed to be laid out and applied in the first place for and towards the payment, discharge and satisfaction of all fees and disbursements for obtaining and passing this Act, and for making the surveys, plans and estimates incident thereto, and all other expenses relating thereunto and all the rest, residue and remainder of such money for and towards making, completing and maintaining the said Rail-way and other the purposes of this Act, and to no other use, intent or purpose whatever.

Order of charges on the Capital.

XVI. And be it enacted, That until the first meeting of Shareholders, as hereinafter mentioned, the said Honorable Henry John Boulton, the Honorable Adam Fergusson, John Cameron, Alexander M. Clark, William Clarke, Adam Johnston Fergusson, Thomas Galt, John Galt, William Charles Gwynne, John Wellington Gwynne, George Herrick, Samuel Peters Jarvis, William Botford Jarvis, John Macdonell, Joseph C. Morrison, and Alexander D. Fordyce, shall be the first Directors of the said Company, five of whom shall form a quorum, and be competent to exercise the hereby power vested in them, and shall be and are hereby empowered and authorized to issue shares in the Capital Stock of the said Company, in such manner as they or the survivors of them shall think fit, and to such persons, bodies politic, corporations, aggregate or sole, as may be desirous of becoming Shareholders in the said Company, and shall and may purchase, have, hold, and take to and for the use of the said Company, all lands which by this Act the said Company is authorized to purchase, have, hold, take and enjoy, and they or the survivors of them, and all subsequent Directors of the said Company, shall have power and authority to establish and have a place of business or office in the City of London, in England, and to open Books of Subscription in London for the Stock of the said Corporation, to receive their subscriptions to the said stock, so to be subscribed for in London aforesaid, and which stock may be known and distinguished as the "English Stock," to make the said stock transferable in London aforesaid, and to make all Instalments called thereon, and Dividends declared thereon payable in London aforesaid, all in sterling money of Great Britain, and that eight pounds, four shillings and four pence half penny, sterling, shall for the purpose of this Act be held and taken to be, and be equal to ten pounds currency, and all instalments to be called for on the stock so subscribed for in London aforesaid, or dividends to be paid on the same, shall be paid in the relative proportion aforesaid; and the said Directors shall also have power to name one or more Agents or Commissioners in London aforesaid for all the purposes aforesaid, and to allow to such Agents or Commissioners a reasonable remuneration for his or their services, and all other necessary expenses of the said office; and it shall also be competent for the said Directors to make all such Rules and Regulations, and to prescribe all such forms as to them may seem meet for the better and more satisfactorily managing and conducting the affairs and business of the said Corporation in London aforesaid, and for distinguishing the said English Stock from the stock subscribed for in this Province, and for all other purposes, for facilitating and rendering effectual the subscription for and transfer of and payments upon the said English Stock: Provided always, that the said Directors may make By-laws prescribing the mode in which any shares of the English Stock may be made shares in the Canadian Stock, or any shares of Canadian Stock may be made shares in the English Stock, and shall have power to enter into such arrangement as to them shall seem fit for the purpose of uniting with any persons or person now formed, or which hereafter may be formed in the United Kingdom, into a joint Stock Company or

Provisional Directors named.

Quorum and powers.

They and their successors may open an office in London (England)

Provisions as to English stock

Association,

Company may unite with other associations.

Association, as also with the City of Toronto and Lake Huron Rail-Road Company, for the purpose of promoting and advancing the objects of this Act, and of the Act incorporating the said City of Toronto and Lake Huron Rail-Road Company.

If this sum should not be sufficient, the Company may raise a further sum.

XVII. And be it enacted, That in case the said sum of seven hundred and fifty thousand pounds, hereinbefore authorized to be raised, shall be found insufficient for the purposes of this Act, then and in such case it shall be lawful for the said Company to raise and contribute amongst themselves, in manner and form aforesaid, and in such shares and proportions as to them shall seem meet, or by the admission of new subscribers, a further or other sum of money for completing and perfecting the said intended Rail-way and other works or conveniences incidental or relative thereto, or hereby authorized, not exceeding the sum of two hundred and fifty thousand pounds, currency aforesaid; and every subscriber towards raising such further or other sum of money shall be proprietor in the said undertaking, and have a like right of voting in respect of his, her or their shares in the said additional sum so to be raised, and shall also be liable to such obligations, and stand interested in all the profits and powers of the said undertaking, in proportion to the sum he, she or they shall or may subscribe thereto, as generally and extensively as if such other or further sum had been originally raised as a part of the said first sum of seven hundred and fifty thousand pounds; any thing herein contained to the contrary notwithstanding.

Company may borrow in this Province or elsewhere a sum not exceeding at one time £250,000 currency.

XVIII. And be it enacted, That the said Company may from time to time lawfully borrow either in this Province or elsewhere such sum or sums of money, not exceeding the sum of two hundred and fifty thousand pounds currency, as they may find expedient, and at such rate of interest not exceeding six per cent. per annum, as they may think proper, and may make the bonds, debentures or other securities they shall grant for the sums so borrowed payable either in currency or in sterling, and at such place or places within or without this Province as they may deem advisable, and may mortgage or pledge the lands, tolls, revenues and other property of the said Company for the due payment of the said sums and the interest thereon.

Votes of Proprietors according to the number of their shares.

XIX. And be it enacted, That the number of votes to which each Proprietor of shares in the said undertaking shall be entitled on every occasion when, in conformity to the Provisions of this Act, the votes of the Members of the said Company are to be given, shall be in the proportion to the number of shares held by him, that is to say: one vote for each share less than fifty: Provided always, that no one Proprietor as aforesaid, shall have more than fifty votes; and all Proprietors of shares whether resident in this Province, or elsewhere, may vote by proxy, if he, she or they shall see fit, provided that such proxy do produce from his constituent or constituents an appointment in writing, in the words or to the effect following, that is to say:

Proviso. Proprietors may vote by proxy.

Form of appointment of proxy.

" I of one of the Proprietors of the *Toronto and Goderich Rail-way*, do hereby nominate, constitute and appoint
" of to be my proxy, in my name, and in my absence to vote or
" give my assent or dissent to any business, matter or thing relating to the said undertaking that shall be mentioned or proposed at any meeting of the Proprietors of the
" said undertaking, or any of them, in such manner as he the said
" shall think proper, according to his opinion and judgment, for the benefit of the said
" undertaking, or any thing appertaining thereto. In witness whereof, I have hereunto
" set my hand and seal, the day of in the year " " " " " " " "

And

And such vote or votes by proxy shall be as valid as if such principal or principals had voted in person; and whatever question, election of proper officers, or matters or things shall be proposed, discussed, or considered in any public meeting of the Proprietors to be held by virtue of this Act, shall be determined by the majority of votes and proxies then present and so given as aforesaid, and all decisions and acts of any such majority shall bind the said Company and be deemed the decision and acts of the Company.

Questions to be decided by majority of votes.

XX. Provided always, and be it enacted, That no Proprietor who shall not be a natural born subject of Her Majesty, or a subject of Her Majesty naturalized under an Act of the British Parliament, or an Act of the Parliament of this Province, shall be elected President or Treasurer of the said Company.

None but a British subject to be President or Treasurer.

XXI. And be it enacted, That no Shareholder in the said Company of Proprietors shall be in any manner whatsoever liable for or charged with any debt or demand due by the said Company beyond the payment of the extent of his, her or their share in the Capital of the said Company not paid up.

Liability of Shareholders limited.

XXII. And be it enacted, That when and so soon as shares to the amount of one hundred and fifty thousand pounds in the Capital Stock of the said Company shall be taken in, and ten per cent. thereon shall have been paid in, it shall be lawful for the said first Directors of the said Company, or the survivors of them, to call a Meeting at the City of Toronto, of the holders of such shares, for the purpose of electing Directors: Provided always, that if the said first Directors, or the survivors of them, 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 at least two hundred shares; 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 two of the newspapers published in the said City of Toronto; and at such said General Meeting the Proprietors assembled, with such proxies as shall be present, shall choose thirteen persons, being each a Proprietor of not less than twenty shares in the said undertaking, to be Directors of the said Company, in such manner as is hereinafter directed, and shall also proceed to pass such Rules and Regulations and By-Laws as shall seem to them fit, provided they be not inconsistent with this Act.

The first General Meeting of the Proprietors to be held in Toronto, and when.

Proviso.

Proviso.

To elect a Board of thirteen Directors.

XXIII. And be it enacted, That the Directors so elected (or those appointed in their stead in case of vacancy) shall remain in office until the first Monday in the month of June next following; and that on the said first Monday in June, and on the first Monday in June, in each year thereafter, or on such other day as shall be appointed by any By-law, an Annual General Meeting of the said Proprietors shall be held at the Office of the Company for the time being, to choose Directors in the room of those whose office may at that time become vacant, and generally to transact the business of the Company; but if at any time it shall appear to any ten or more of such Proprietors holding together two hundred shares at least, that for more effectually putting this Act in execution, a Special General Meeting of Proprietors 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 two public newspapers as aforesaid, 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 Proprietors are hereby authorized to meet pursuant to such notices, and proceed to the execution of the powers by this

In the month of June in each year thereafter a Board of Directors to be elected; day may be changed by By-law.

Special Meetings of Proprietors may be called.

Quorum at Special Meetings.

this Act given them, with respect to the matters so specified only; and all such acts of the Proprietors, or the majority of them, at such Special Meetings 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: Provided always, that it shall and may be lawful for the said Directors in case of the death, absence, resignation or removal of any person elected a Director to manage the affairs of the said Company in manner aforesaid, to appoint another or others in the room or stead of those of the Directors who may die or be absent, resign, or be removed as aforesaid; any thing in this Act to the contrary notwithstanding; but if such appointment be not made, such death, absence, or resignation shall not invalidate the acts of the remaining Directors.

Proviso: Vacancies among the Directors may be filled by those remaining.

Three Directors shall annually retire, but may be re-elected.
Proviso.

XXIV. And be it enacted, That at each of the said Annual Meetings of Proprietors, three of the said thirteen Directors shall retire in rotation, the order of retirement of the said first elected thirteen Directors being decided by lot, but the Directors then or at any subsequent time retiring shall be eligible for re-election: Provided always, that no such retirement shall have effect unless the Proprietors shall at such Annual Meeting proceed to fill up the vacancies thus occurring in the Direction.

Directors to elect a President;

XXV. And be it enacted, That the Directors shall, at their first (or at some other) Meeting after the day appointed for the Annual General Meeting in each year, elect one of their number to be President of the said Company, who shall always (when present) be the Chairman of, and preside at all Meetings of the Directors, and shall hold his office until he shall cease to be a Director, or until another president shall be elected in his stead; and the said Directors may, in like manner, elect a Vice-President, who shall act as Chairman in the absence of the President.

And Vice President.

Five Directors to be a *Quorum* for business.
Proviso as to votes.

Casting vote of Chairman.

Proviso: Directors subjected to the control of Meetings.

XXVI. And be it enacted, That any Meeting of the said Directors, at which not less than five Directors shall be present, shall be a *Quorum*, and shall be competent to use and exercise all and any of the powers hereby vested in the said Directors: Provided always, that no one Director, though he may be a Proprietor of many shares, shall have more than one vote at any meeting of the Directors, except the President or Vice-President, when acting as Chairman, or any temporary Chairman, who, in case of the absence of the President and Vice-President, may be chosen by the Directors present, either of whom when presiding at a meeting of the Directors shall, in case of a division of equal numbers, have the casting vote, though he may have given one vote before; And provided also, that such Directors shall, from time to time, be subject to the examination and control of the said Annual and Special Meetings of the said Proprietors as aforesaid, and shall pay due obedience to all By-laws of the Company and to such orders and directions in and about the premises, as they shall from time to time receive from the said proprietors, at such annual or special meetings; such orders and directions not being contrary to any express directions or provisions in this Act contained: And provided also, that the act of any majority of a *Quorum* of the Directors, present at any meeting regularly held, shall be deemed the act of the Directors.

Proviso: Acts of a majority to be valid.

No officer or contractor to be a Director.

XXVII. Provided always, and be it enacted, That no person holding any office, place or employment, or being concerned or interested in any contract or contracts under the said Company, shall be capable of being chosen a Director or of holding the office of Director.

XXVIII.

XXVIII. And be it enacted, That every such Annual Meeting shall have power to appoint not exceeding three Auditors to audit all accounts of money laid out and disbursed on account of the said undertaking, by the Treasurer, Receiver or Receivers, and other Officer or Officers to be by the said Directors appointed, or by any other person or persons whatsoever, employed by, or concerned for or under them, in and about the said undertaking; and to that end, the said Auditors shall have power to adjourn themselves over from time to time, and from place to place as shall be thought convenient by them; and the said Directors chosen under the authority of this Act shall have power from time to time to make such call or calls of money from the Proprietors of the said Rail-way and other works, to defray the expense of, or to carry on the same, as they from time to time shall find wanting and necessary for these purposes; Provided however, that no call do exceed the sum of two pounds, ten shillings, current money of this Province, for every share of twenty-five pounds; And provided also, that no calls be made but at the distance of at least one calendar month from each other; And such Directors shall have full power and authority to direct and manage all and every the affairs of the said Company as well in contracting for and purchasing lands, rights, and materials for the use of the said Company, as in employing, ordering and directing the work and workmen, and in placing and removing under-officers, clerks, servants and agents, and in making all contracts and bargains touching the said undertaking, and to affix or authorize any person to affix the Common Seal of the Company to any Act, Deed, By-laws, Notice or other document whatsoever; and any such Act, Deed, By-laws, Notice or other document bearing the Common Seal of the Company and signed by the President, Vice-President, or any Director or Directors, shall be deemed the act of the Directors and of the Company, nor shall the authority of the signer of any document purporting to be so signed and sealed, to sign the same and affix the said Seal thereto, be liable to be called in question by any party except the Company: and the Directors shall have such other and further powers as, being vested in the Company by this Act, shall be conferred upon the said Directors by the By-laws of the Company.

Annual Meeting may appoint three Auditors to audit all accounts.

Power of the Directors to make calls.

Proviso as to amount of any calls, &c.

And intervals between calls.

Other powers of the Directors.

Further powers may be conferred.

XXIX. And be it enacted, That the owner or owners of one or more shares in the said undertaking shall pay his, her or their shares and proportion of the monies to be called for as aforesaid, to such person or persons, and at such time and place as the said Directors shall from time to time appoint and direct, of which three weeks' notice at least shall be given in two newspapers as aforesaid, or in such other manner as the said Proprietors or their successors shall by any By-law direct or appoint; and in case such person or persons shall neglect to pay his, her or their rateable calls as aforesaid, for the space of two calendar months after the time appointed for the payment thereof as aforesaid, then he, she or they shall forfeit his, her or their respective share and shares in the said undertaking, and all the profit and benefit thereof; all which forfeiture shall go to the rest of the Proprietors of the said undertaking, their successors and assigns, for the benefit of the said Proprietors, in proportion to their respective interests; and in every case such calls shall be payable with interest from the time the same shall be so appointed to be paid until the payment thereof.

Shareholders bound to pay calls.

Forfeiture for not paying calls.

Interest on calls.

XXX. Provided always, and be it enacted, That no advantage shall be taken of the forfeiture of any share or shares of the said undertaking, unless the same shall be declared to be forfeited at some Annual or Special Meeting of the said Company, assembled after such forfeiture shall be incurred; and every such forfeiture shall be an indemnification

Forfeiture of shares to be declared at some General Meeting.

indemnification to and for every Proprietor so forfeiting against all action and actions, suit or prosecutions whatsoever, to be commenced or prosecuted for any breach of contract or other agreement between such Proprietor and the other Proprietors with regard to carrying on the said Rail-way or undertaking.

Company may remove any Director and elect others in case of death, removal, &c.

And so of Officers.

May make By-laws.

Penalties under By-laws limited.

By-laws to be in writing and published.

Certified copies to be evidence.

Proprietors of Shares may dispose of them; And how. Transfer to be notified to the Company.

XXXI. And be it enacted, That the said Company shall always have power and authority at any General Meeting assembled as aforesaid, to remove any person or persons chosen upon such Board of Directors as aforesaid, and to elect others to be Directors in the room of those who shall die, resign or be removed, and to remove any other Officer or Officers under them, and to revoke, alter, amend or change any of the By-laws or Orders prescribed with regard to their proceedings amongst themselves (the method of calling General Meetings, and their time and place of assembling, and manner of voting, and of appointing Directors, only, excepted,) and shall have power to make such new Rules, By-laws and Orders, for the good government of the said Company and their servants, agents and workmen, for the good and orderly making, maintaining and using the said Rail-way, and all other works connected therewith, or belonging thereto, or hereby authorized, and for the well governing of all persons whatsoever travelling upon or using the said Rail-road and other works, or transporting any goods, wares, merchandize or other commodities thereon, and by such By-laws to impose and inflict such fines or forfeitures upon the persons guilty of a breach of such By-laws or Orders, as to such General Meeting shall seem meet, not exceeding the sum of Five pounds, current money of this Province, for every offence; such fines or forfeitures to be levied and recovered by such ways and means as are hereinafter mentioned; which said By-laws and Orders, shall be put into writing under the common seal of the said Company, and shall be kept in the office of the said Company, and a printed or written copy of so much of them as may relate to or affect any party other than members or servants of the Company, shall be affixed openly in all and every of the places where Tolls are to be gathered, and in like manner as often as any change or alteration shall be made to the same; and the said By-laws and Orders so made and published as aforesaid, shall be binding upon and observed by all parties, and shall be sufficient in any Court of Law or Equity to justify all persons who shall act under the same; and any copy of the said By-laws, or any of them, certified as correct by the President or some person authorized by the Directors to give such certificate, and bearing the common seal of the Company, shall be deemed authentic, and shall be received as evidence of such By-laws in any Court without further proof.

XXXII. And be it enacted, That it shall and may be lawful to and for the several Proprietors of the said Rail-way or undertaking to sell or dispose of his, her or their share or shares therein, subject to the rules and conditions herein mentioned; and every purchaser shall have a duplicate of the deed of bargain and sale and conveyance made unto him or her, and one part of such deed, duly executed by seller and purchaser, shall be delivered to the said Directors or their Clerk for the time being, to be filed and kept for the use of the said Company, and an entry thereof shall be made in a book or books to be kept by the said Clerk for that purpose, for which no more than one shilling and three pence shall be paid, and the said Clerk is hereby required to make such entry accordingly; and until such duplicate of such deed shall be so delivered to the said Directors or their Clerk, and filed and entered as above directed, such purchaser or purchasers shall have no part or share of the profits of the said undertaking, nor any interest for the said share or shares, paid unto him, her or them, nor any vote as a Proprietor or Proprietors.

XXXIII.

XXXIII. And be it enacted, That the sale of the said shares shall be in the form following, varying the names and descriptions of the contracting parties, as the case may require :

Form of the transfer appointed.

“ I, A. B., in consideration of the sum of _____ paid
 “ to me by C. D., of _____ do hereby bargain, sell and
 “ transfer to the said C. D. _____ share (or shares)
 “ of the Stock of the *Toronto and Goderich Rail-way Company*, to hold to him the
 “ said C. D., his executors, administrators and assigns, subject to the same rules and
 “ orders, and on the same conditions that I held the same immediately before the exe-
 “ cution hereof. And I, the said C. D. do hereby agree to accept of the said
 “ share (or shares) subject to the same rules, orders and conditions. Witness our
 “ hands and seals, this _____ day of _____
 “ in the year _____ ”

The form.

Provided always, that no such transfer of any share shall be valid until all calls or instalments then due thereon shall have been paid up.

Proviso.

XXXIV. And be it enacted, That it shall and may be lawful to and for the said Directors, and they are hereby authorized from time to time to nominate and appoint a Treasurer or Treasurers, and a Clerk or Clerks to the said Company, taking such security for the due execution of their respective offices as the said Directors shall think proper ; and such Clerk shall in a proper book or books enter and keep a true and perfect account of the names and places of abode of the several Proprietors of the said Rail-way and other works, and of the several persons who shall from time to time become owners and proprietors of, or entitled to any share or shares therein, and of all the other acts, proceedings and transactions of the said Company and of the Directors for the time being, by virtue of and under the authority of this Act.

Directors may appoint a Treasurer and Clerks, &c.

Duty of the Clerk.

XXXV. And be it enacted, That it shall and may be lawful to and for the said Company from time to time, and at all times hereafter, to ask, demand, take and recover, to and for their own proper use and behoof, for all goods, wares, merchandize and commodities, of whatever description, transported upon the said Rail-way, such Tolls as they, with the approbation of the Governor or person administering the Government for the time being, may deem expedient ; which said Tolls shall be from time to time fixed and regulated by By-laws of the Company, or by the Directors if thereunto authorized by the said By-laws, and shall be paid to such person or persons, and at such place or places near to the said Rail-way, in such manner and under such regulations as the said Company or the said Directors shall direct and appoint ; and in case of denial or neglect of payment of any such rates or dues, or any part thereof, on demand, to the person or persons appointed to receive the same as aforesaid, the said Company may sue for and recover the same in any Court having competent jurisdiction, or the person or persons to whom the said rates or dues ought to be paid, may and he is, and they are hereby empowered to seize and detain such goods, wares and merchandize or other commodities, for or in respect whereof such rates or dues ought to be paid, and detain the same until payment thereof ; and in the meantime the said goods, wares, merchandize or other commodities shall be at the risk of the owner or owners thereof ; and the said Company or the said Directors shall have full power, from time to time, at any General Meeting, with the like approbation aforesaid, to lower or reduce all or any of the said Tolls, and again to raise the same, as often as it shall be deemed

Company may establish Tolls for goods, &c., passing on the Rail-way, with the consent of the Governor in Council.

How Tolls may be recovered if not duly paid.

Seizure of goods, &c.

Tolls may be lowered and again raised.

Proviso
against mono-
poly.

deemed necessary for the interests of the said undertaking: Provided always, that the said Tolls shall be at all times charged equally to all persons after the same rate in respect of all passengers and of all goods or carriages of the same description, and conveyed or propelled by a like carriage or engine passing over the same portion of the line of Rail-way under the same circumstances, and no reduction or advance in any such Tolls shall be made directly or indirectly in favor of or against any particular Company, person or party travelling upon or using the Rail-way, or so as collusively or unfairly to create a monopoly either in the hands of the said Company or of any other Company, person or party.

Account of
profits to be
annually made
up at certain
periods.

XXXVI. And in order to ascertain the amount of the clear profits of the said undertaking—Be it enacted, That the said Company, or the Directors of the said Company, shall and they are hereby required to cause a true, exact and particular account to be kept and annually made up and balanced on the thirty-first day of December in each year, of the money collected and received by the said Company, or by the Directors or Treasurer of the said Company, or otherwise, for the use of the said Company, by virtue of this Act, and of the charges and expenses attending the erecting, making, supporting, maintaining and carrying on their works, and of all other receipts and expenditure of the said Company or the said Directors; and at the General Meetings of the Proprietors of the said undertaking, to be from time to time holden as aforesaid, a dividend shall be made out of the clear profits of the said undertaking, unless such Meetings shall declare otherwise; and such dividend shall be at and after the rate of so much per share upon the several shares held by the proprietors, in the joint stock of the said Company, as such meeting or meetings shall think fit to appoint or determine: Provided always, that no dividend shall be made whereby the capital of the said Company shall be in any degree reduced or impaired, nor shall any dividend be paid in respect of any share, after a day appointed for payment of any call for money in respect thereof, until such call shall have been paid.

Dividends to
be made from
time to time at
General Meet-
ings.

Proviso
Capital not to
be impaired.

Fractions in
distance or in
weight of
goods, how as-
certained and
regulated.

XXXVII. Provided always, and be it enacted, That in all cases where there shall be a fraction in the distance which goods, wares, merchandize or other commodities or passengers shall be conveyed or transported on the said Rail-way, such fraction shall, in ascertaining the said rates, be deemed and considered as a whole mile, and that in all cases where there shall be the fraction of a ton in the weight of any such goods, wares, merchandize or other commodities, a proportion of the said rates shall be demanded and taken by the said Company of proprietors, to the number of quarters of a ton contained therein; and in all cases where there shall be a fraction of a quarter of a ton such fraction shall be deemed and considered as a whole quarter of a ton.

Directors may
fix the price
for the carriage
of parcels.

XXXVIII. Provided always, and be it enacted, That it shall and may be lawful to and for the Directors of the said Company from time to time, with the like approbation aforesaid, to make such regulations, for ascertaining and fixing the price or sum or sums of money to be charged or taken for the carriage of any parcel not exceeding one hundred and twenty pounds weight as aforesaid, upon the said Rail-way, or any part thereof, as to them shall seem fit and reasonable; and that the said Company shall from time to time print and stick up, or cause to be printed and stuck up in their office, and in all and every of the places where the Tolls are to be collected, in some conspicuous place there, a printed board or paper ascertaining all the Tolls payable under this Act, and

Tables of
Tolls to be
publicly affix-
ed.

and particularising the price or sum or sums of money to be charged or taken for the carriage of such parcels not exceeding one hundred and twenty pounds weight as aforesaid.

XXXIX. Provided always, and be it enacted, That the said Company shall at all times when thereunto required by Her Majesty's Deputy Post Master General, the Commander of the Forces, or any person having the superintendence or command of any Police Force, carry Her Majesty's Mail, Her Majesty's Naval or Military Forces or Militia, and all artillery, ammunition, provisions or other stores for their use, and all Policemen, Constables, and others, travelling on Her Majesty's Service, on their said Rail-way, on such terms and conditions and under such regulations as the Governor or person administering the Government shall in Council appoint and declare; Provided always, that any further enactments which the Legislature of this Province may hereafter deem it expedient to make, with regard to the carriage of the said Mail or Her Majesty's Forces and other persons and articles as aforesaid, or the rates to be paid for carrying the same, or in any way respecting the use of any Electric Telegraph, or other service to be rendered by the Company to the Government, shall not be deemed an infringement of the privileges intended to be conferred by this Act.

Provision as to the carriage of H. M.'s. Mail, Troops, &c.

Proviso: The Legislature may make further provision.

XL. And be it enacted, That as soon as conveniently may be after the said Rail-way shall be completed, the said Company shall cause the same to be measured, and stones or posts, with proper inscriptions on the sides thereof denoting the distance, to be erected and for ever after maintained, at the distance of every mile from each other.

Rail-way to be measured and miles marked.

XLI. And be it enacted, That the said Company shall and are hereby required and directed to take sufficient security, by one or more bond or bonds, in a sufficient penalty or penalties, from their Treasurer, Receiver and Collectors for the time being, of the monies to be raised by virtue of this Act, for the faithful execution by such Treasurer, Receiver and Collectors of his and their office and offices respectively.

Treasurer and Receiver and Collector to give security.

XLII. And be it enacted, That the several persons who shall subscribe to advance any money for and towards making and maintaining the said Rail-way and other works connected therewith or hereby authorized, and those who shall accept of any transfer of any share or shares of the Stock of the said Company, and their several heirs, executors, administrators and assigns, or others legally representing them, and having lawful possession or control of such share or shares, (all of whom shall be deemed proprietors of such share or shares for the purposes of this Section,) shall and they are hereby required to pay the sum or sums of money by them respectively subscribed, or such parts or portions thereof as shall from time to time be called for by the said Company, under and by virtue of the powers and directions of this Act, to such person or persons, and at such times and places as shall be directed by the said Company or the said Directors in manner before mentioned; and in case any person or persons shall neglect or refuse to pay the same at the time and in the manner required for that purpose, it shall be lawful for the said Company to sue for and recover the same with interest and costs in any Court of Law having competent jurisdiction; and in any such action it shall be sufficient to allege that the defendant is a proprietor of a share (or of any number of shares, stating such number) in the stock of the said Company; that certain sums of money were duly called for upon such share or shares by the said Company,

Company may by action compel the persons subscribing to pay the amount of their shares.

What must be alleged and proved in such actions.

Company, under the authority of and in the manner provided by this Act, and were due and payable at a certain time or times, whereby an action hath accrued to the said Company to recover such sum or sums with interest and costs; and the production of the newspapers containing such calls shall be evidence that the same were made as therein stated; and neither in such action nor in any other action, suit or legal proceeding by the Company, shall the election of the Directors or the authority of them, or of any Attorney acting in the name of the Company, be called in question except by the Company, nor shall it in any such case be necessary to name the Directors or any of them; And that in any action which may be brought by the said Company against any person or persons for any injury to the said Rail-road or other works, it shall not be necessary for the said Company to prove any title to such land or other works, but merely that the said land is included in the map of the land set apart for the purpose of the said Rail-way and other works, so deposited as hereinbefore mentioned, and that such works are upon such land.

Forfeitures under this Act how to be recovered and applied, when not otherwise provided for.

Levy by distress and sale of goods and chattels.

Imprisonment for want of sufficient chattels.

Appeal to the General Sessions.

Limitation of actions for things done under this Act.

XLIII. And be it enacted, That all fines and forfeitures imposed by this Act, or which shall be lawfully imposed by any By-law, to be made in pursuance thereof, (of which By-law, when produced, all Justices are hereby required to take notice,) the levying and recovering of which fines and forfeitures are not particularly herein directed, shall, upon proof of the offence before any one or more Justice or Justices of the Peace for any of the Districts through which the said Rail-way shall pass, either by the confession of the party or parties, or by the oath or affirmation of any one credible witness (which oath or affirmation such Justice or Justices are hereby empowered and required to administer without fee or reward,) be levied by distress and sale of the offender's goods and chattels, by Warrant under the hand and seal or hands and seals of such Justice or Justices; and all such fines, forfeitures or penalties by this Act imposed or authorized to be imposed, the application whereof is not hereinbefore particularly directed, shall be paid into the hands of the Treasurer or Receiver of the monies to be raised by virtue of this Act, and shall be applied and disposed of for the use of the said Rail-way or undertaking, and the overplus of the money raised by such distress and sale, after deducting the penalty and the expenses of the levying and recovering thereof, shall be rendered to the owner of the goods so distrained and sold; and for want of sufficient goods and chattels whereof to levy the said penalty and expenses, the offender shall be sent to the Common Gaol for any of such Districts, there to remain without bail or mainprize for such term, not exceeding one month, as such Justice or Justices shall think proper, unless such penalty and forfeiture and all expenses attending the same, shall be sooner paid and satisfied.

XLIV. And be it enacted, That if any person or persons shall think himself, herself or themselves aggrieved by any thing done by any Justice or Justices of the Peace in pursuance of this Act, every such person or persons may, within four calendar months after the doing thereof, appeal to the Justices of the Peace at the General Quarter or General Sessions to be holden in and for the District.

XLV. And be it enacted, That if any action or suit shall be brought or commenced against any person or persons for any thing done or to be done in pursuance of this Act, or in the execution of the powers and authorities, or of the orders and directions hereinbefore given or granted, every such action or suit shall be brought or commenced within six calendar months next after the fact committed; or in case there shall be a continuation

continuation of damage, then within six calendar months next after the doing or committing such damage shall cease, and not afterwards; and the Defendant or Defendants in such action or suit shall and may plead the general issue, and give this Act and the special matter in evidence at any trial to be held thereupon, and that the same was done in pursuance and by the authority of this Act; and if it shall appear to have been so done, or if any action or suit shall be brought after the time so limited for bringing the same, or if the Plaintiff or Plaintiffs shall be non-suit, or discontinue his, her or their action or suit after the Defendant or Defendants shall have appeared, or if judgment shall be given against the Plaintiff or Plaintiffs, the Defendant or Defendants shall have full costs, and shall have such remedy for the same as any Defendant or Defendants hath or have for costs of suit in other cases by law.

General issue.

Costs to defendant if the Plaintiff fail.

XLVI. And be it enacted, That any contravention of this Act by the said Company, or by any other party, for which no punishment or penalty is herein provided, shall be a misdemeanor, and shall be punished accordingly; but such punishment shall not exempt the said Company (if they be the offending party) from the forfeiture of this Act and the privileges hereby conferred on them, if by the provisions thereof or by law the same be forfeited by such contravention.

Any contravention of this Act not otherwise punishable to be a misdemeanor.

XLVII. And be it enacted, That Her Majesty, Her Heirs and Successors, may at any time before or after the said Rail-way is completed, assume the possession and property thereof, and of all the property which the said Company is hereby empowered to hold and shall then have, and of all the rights, privileges and advantages vested by this Act in the said Company, (all which shall after such assumption be vested in Her Majesty, Her Heirs and Successors,) on giving to the said Company three months' notice of the intention to assume the same, and on paying to the said Company, within three months of the expiration of such notice, the whole amount of their Capital Stock then paid up and expended, with interest at ten per cent. on the paid up Capital, from the time of the paying up of the same until the time of the opening of the said Rail-way.

Her Majesty may assume the Rail-way, on certain conditions.

XLVIII. And be it enacted, That the said Company shall annually submit to the three Branches of the Legislature, within the first fifteen days after the opening of each Session of the Provincial Parliament, after the opening of the said Rail-way, or any part thereof to the public, a detailed and particular account, attested upon oath, of the monies by them received and expended under and by virtue of this Act, with a classified statement of the amount of tonnage and of passengers that have been conveyed along the said Rail-way; and no further provisions which the Legislature may hereafter make with regard to the form or details of such account, or the mode of attesting or rendering the same, shall be deemed an infringement of the privileges hereby granted to the Company.

Company annually to submit to the Legislature detailed accounts.

Further provision may be made touching such accounts.

XLIX. And be it enacted, That nothing herein contained shall be construed to except the Rail-way by this Act authorized to be made, from the provisions of any general Act relating to Rail-ways which may be passed during the present or any future Session of Parliament.

Company not exempt from any general Rail-way law.

L. And be it enacted, That nothing herein contained shall affect or be construed to affect, in any manner or way whatsoever, the rights of Her Majesty, Her Heirs and Successors, or of any person or persons, or of any bodies politic, corporate or collegiate, such only excepted as are herein mentioned.

Saving of Her Majesty's rights, and of all other persons, &c.

LI.

When the
Company may
commence the
Rail-way.

LI. And be it enacted, That the said Company shall not proceed to lay down or to commence the construction of the said Rail-way, until shares to the amount of one hundred and fifty thousand pounds shall have been taken in the Capital Stock of the said Company, and ten pounds per centum thereon shall have been paid into the hands of the Treasurer of the Company, nor until the said election of Directors hereinbefore in that behalf provided, shall have been held.

Survey and
Map to be
completed
within three
years, and
Rail-way
within ten.

LII. And be it enacted, That the survey map and book of reference in the fourth section of this Act mentioned shall be made, and the said map and book of reference shall be deposited, as in that section provided, within three years from the passing of this Act, and the said Rail-way hereby authorized shall be completed within ten years from the passing of this Act, or else every matter and thing herein contained shall be and become absolutely null and void, as to so much of the said line of Rail-way as shall not then be completed.

Public Act.

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

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