



ANNO DECIMO ET UNDECIMO

VICTORIÆ REGINÆ.

CAP. LXXXI.

An Act to incorporate the Toronto, Hamilton, Niagara and Saint Catherines
Electro-Magnetic Telegraph Company.

[28th July, 1847.]

WHEREAS Clarke Gamble, Thomas Gibbs Ridout, William Bostford Jarvis, Thomas Dennie Harris, James Brown, Ezekiel F. Whittmore, Daniel McNab, Richard Juson, John L. Ranney, and other inhabitants of this Province, having associated themselves together, have constructed an Electro-Magnetic Telegraph, extending from the City of Toronto in the same District through the City of Hamilton in the District of Gore and the Village of St. Catherines in the District of Niagara to the Village of Queenston in the same District on the Niagara River, and have petitioned to be incorporated for the purposes of this Act; and it is expedient to grant the prayer of their Petition: Be it therefore enacted by the Queen's Most Excellent Majesty, by and * 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, 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 of the same, That the said Clarke Gamble, Thomas Gibbs Ridout, William Bostford Jarvis, Thomas Dennie Harris, James Brown, Ezekiel F. Whittmore, Daniel McNab, Richard Juson and John L. Ranney, together with all and such other persons as shall become Stockholders of the Company hereinafter mentioned, shall be and are hereby ordained, constituted and declared to be a body corporate and politic in fact, and by the name of *The Toronto, Hamilton and Niagara Electro-Magnetic Telegraph Company*, and by that name they and their successors shall and may have continued succession, and by that name shall be capable of contracting and being contracted with, of suing and being sued, pleading and being impleaded, answering and being answered unto in all Courts and places whatsoever, in all manner of actions, suits, complaints, matters and causes whatsoever, and that they and their successors may and shall have a common seal, and may change and alter the same at their will and pleasure, and also that they and their successors shall be in law capable of purchasing, having and holding to them and their successors any estate, real and personal or mixed, to and for the use of the said Company, and of letting, conveying or otherwise departing therewith for the benefit and on account of the said Company from time to time as they shall deem necessary or expedient; Provided always, that the real estate to be held by the said Company shall be only such as may be necessary for the purpose of building, using and preserving the said Electro-Magnetic Telegraph, and for objects immediately connected therewith.

Preamble.

* Sic, with omitted.

Certain persons incorporated.

Corporate name and powers.

Proviso as to real estate.

Transfer of rights and liabilities of the present association.

II. And be it enacted, That the stock, property, rights and claims of the said association shall from and after the passing of this Act, be vested in the said Corporation, and the liabilities of the said Association shall be the liabilities of the said Corporation.

Power given to maintain present works.

To alter and renew them.

And cut down trees that interfere.

Provided the public be not incommoded.

And subject to the control of the Commissioners of Public Works.

III. And be it enacted, That the said Company shall have full power and authority to maintain and keep up the said Electro-Magnetic Telegraph already erected and built by them in such manner and in such places as the same has been and now is constructed ; also to take down, remove, replace, renew and re-erect the same in the same or any other part of the public roads and highways of the several districts, cities, towns and villages through which the same is carried, and to cut down and remove all trees which may obstruct or interfere with the erection or efficient working of the same : Provided always, that the full and perfect use and enjoyment by the public of the roads and highways over which the same may pass be in no ways impeded or infringed by the works of the said Company, and that no further or other posts or erections shall be put or placed in and upon such roads or highways except under the direction of the Commissioners of Public Works or their Officers.

Penalties for malicious injuries to telegraph.

IV. And be it enacted, That if any person or persons shall wilfully or maliciously break, throw down, damage or destroy any wire, post, erection, machine, device or work now erected belonging to the said Company or to be erected or made by virtue of this Act, to the prejudice of the said Company, or do any other wilful act, hurt or mischief to disturb, hinder or prevent the carrying into execution, supporting or maintaining of any of the works connected with the said Electro-Magnetic Telegraph, every such person or persons so offending shall forfeit and pay to the said Company treble the value of the damage proved by the oath of two or more credible witnesses to have been done, such damages, together with costs of suit on that behalf incurred, to be recovered on information by summary proceeding before two or more Justices of the Peace for the District in which the offence shall have been committed, or the offender shall be, or in any Court of Law in this Province having jurisdiction competent to the same, or in case of default of payment such offender or offenders shall and may be committed to the Common Jail for any time not exceeding six months, at the discretion of the Court before which such offender shall be committed.

How recovered.

Shares in company to be 400 of £10 each.

Capital Stock not to exceed £6000.

Shares transferable, and personal property.

V. And be it enacted, That a share in the Capital Stock of the said Company shall be Ten Pounds, and the number of shares shall not exceed four hundred, and the whole amount of stock, estate and property, which the said Company shall be authorized to hold, shall never exceed in value six thousand pounds ; and that such share shall be transferable in the books of the said Company, and shall be deemed personal property, and as such shall and may be disposed of, and shall, like other personal property, be subject to execution and sale for the satisfaction of debts.

Affairs of company to be managed by nine Directors. President and Vice-President.

Time and place of election.

Thirty days' notice.

VI. And be it enacted, That the stock property, affairs and concerns of the said Company shall be managed and conducted by nine Directors, one of whom shall be chosen President and another Vice-President, who shall hold their offices for one year ; and such Directors shall be Stockholders, and shall be inhabitants of this Province, and be elected on the first Monday in the month of October in every year, at such place in the City of Toronto, and at such hour as a majority of the Directors for the time being shall appoint, and public notice thereof shall be given by the said Directors in three or more newspapers printed within the Province, of such time and place, not less than thirty

thirty days previous to the time of holding such election, and the said election shall be held and made by such of the Stockholders of the said Company as shall attend for that purpose in their own proper person or by proxy, and all elections for Directors shall be by ballot, and the nine persons who shall have the greatest number of votes at any election shall be Directors; and if it shall happen at any election that two or more persons have an equal number of votes in such manner that a greater number than nine shall by plurality of votes appear to be chosen as Directors, then the Shareholders hereinbefore authorized to hold such election, shall proceed by ballot a second time, and by plurality of votes determine which of the said parties so having an equal number of votes shall be the Director or Directors, so as to complete the whole number of nine: and the said Directors so soon as may be after the said election shall proceed in like manner to elect one of their number to be President, and another to be Vice-President; and the said President or Vice-President with three others of the said Directors shall form a *Quorum* for the transaction of all business connected with the said Company; and if any vacancy or vacancies shall at any time happen among the Directors, or in the office of President or Vice-President by death, resignation or removal from the Province, such vacancy or vacancies shall be filled for the remainder of the year in which they may happen by another or others to be nominated by a majority of the Directors; Provided always, that no person shall be eligible to be a Director who shall not be a Stockholder to the amount of at least three shares.

Election by
ballot.

President or
Vice-Presi-
dent and three
other Directors
form a *quorum*.
Manner of
filling vacan-
cies.

Proviso.

VII. And be it enacted, That Shareholders may vote by Proxy to be held by Stockholders, or in person, and all Elections shall be by Ballot, and that each Stockholder shall be entitled to one vote for each and every share he or she shall have held in his or her own name, at least one month prior to the time of voting.

One vote for
each share
and Proxies.

VIII. And be it enacted, That in case it shall at any time happen that an election of Directors shall not be made on any day when pursuant to this Act it ought to have been made, the said Corporation shall not for that cause be deemed to be dissolved, but that it shall and may be lawful on any other day to hold and make an election of Directors in such manner as shall have been regulated by the By-laws and Ordinances of the said Corporation.

Remedy if
election of Di-
rectors be not
made at time
appointed.

IX. And be it enacted, That it shall and may be lawful for the Directors of the said Company, or a major part of them, from time to time to fix and regulate the charges or dues to be received by the said Company for the transmission and delivery of communications by the said Electro-Magnetic Telegraph, and by their clerks and other officers and servants to ask for, demand, receive, recover and take the same; and that the said Electro-Magnetic Telegraph and the said charges or dues for the transmission of such communications, and all materials which shall from time to time be got or had for constructing, building, maintaining or repairing the same, shall be and are hereby vested in the said Company and their successors for ever.

Directors to
fix charges.

Telegraph,
charges and
property vest-
ed in company.

X. And be it enacted, That it shall be the duty of the Directors to declare or withhold half-yearly dividends of so much of the profits of the said Company as to them or a majority of them shall appear advisable; and at the General-Meeting of the Stockholders of the said Company, on the first Monday of the month of October in each year, they shall render an exact and particular statement of the affairs, debts, credits, profits and losses of the said Company, such statement to appear on the books and to be open to the inspection of any Stockholder at his or her reasonable request.

Dividends to
be declared or
withheld.
Account to be
rendered.

XI.

Directors to
make rules
and regula-
tions.

XI. And be it enacted, That the Directors for the time being, or a major part of them, shall have power to make and subscribe such rules and regulations as to them shall appear needful and proper touching the duty and conduct of the officers, clerks and servants employed by the said Company, and shall also have power to appoint as many officers, clerks and servants for carrying on the said business and with such salaries and allowances as to them shall seem meet, and that such rules and regulations shall bind the members of the Corporation, their officers, and all parties concerned, provided they be not repugnant to the laws of this Province or to this Act.

Present Pre-
sident and
Directors con-
tinue in office
until October,
1817.

XII. And be it enacted, That the present Directors elected by the original Stockholders to manage the affairs of the said Company until an Act of Incorporation should be obtained, that is to say: Clarke Gamble, Thomas Gibbs Ridout, William Botsford Jarvis, Thomas Dennie Harris, James Brown, Ezekiel F. Whittmore, Daniel McNab, Richard Juson and John L. Ranney, be and are hereby constituted Directors for managing the affairs of the said Company until new Directors shall be elected under and by virtue of the provisions of this Act in October next; and that they shall have, possess and exercise all the powers which are given by this Act to the Directors to be hereafter chosen under its provisions.

Public Act.

XIII. And be it enacted, That this Act shall be a Public Act, and as such shall be judicially noticed by all Judges and Justices of the Peace and others whom it may concern, without being specially pleaded.

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