

*Laws of Her Majesty's Province of Upper Canada*, passed in the year 1849. Montreal: Stewart Derbyshire & George Desbarats, 1849.

12 Victoria – Chapter 181

**An Act to incorporate The Montreal and Troy Telegraph Company. 30th May, 1849.**

Whereas Hannibal H. Whitney, William Workman, Charles Lindsay, Hector Russell and Edwin Atwater, and other inhabitants of this Province, having associated themselves together, have constructed an Electro-Magnetic Telegraph, extending from the City of Montreal to the Province Line, passing along the Lower Lachine Road to or near the Lachine Rapids, across to an Island in the River St. Lawrence, known as Allsop's Island, thence to a small Island, known as Isle à Bocquet, near the South Shore, thence to the main land, through Laprairie, St. John's, St. Athanase, Pike River and Phillipsburgh, connecting near the latter place, in the County of Missisquoi, with the Troy and Canada Junction Telegraph Company, 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 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, intituled, *An Act to re-write 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 Hannibal H. Whitney, William Workman, Charles Lindsay, Hector Russell and Edwin Atwater, together with all such persons as shall become Stockholders of the Company hereinafter irientioned, shall be, and are hereby constituted a body corporate and politic, by the name of The Montreal and Troy Telegraph Company, and by that name they and their successors shall and may have continued succession, and may contract and be contracted with, sue and be sued, plead and be impleaded, answer and be 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, or 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.

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.

III. And be it enacted, That the said Company shall have full power and authority to maintain and keep up that part of 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, and to complete

the same from the said City of Montreal to the said Province Line, and in making or maintaining and repairing the same, or removing the crossing over the River St. Lawrence if found necessary, to take down or remove, replace, renew and re-erect the same in any other part of the public roads and highways of the District, Towns and Villages between the said City of Montreal and the said Province Line, through which the same is carried, to cut down and remove all trees which may obstruct or interfere with the erection or efficient working of the same, having first paid the value thereof to the owner or owners when demanded, also to cross the line on all bridges and over all rivers: 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 infringed or impeded by the works of the said Company, and that the navigation be not hindered, 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; and provided also, that nothing herein contained shall authorize, or be construed so as to authorize, the said Company to cross or continue the said Line on the bridge built by the Honorable Robert Jones over the River Richelieu, in the Parish of Saint Luke, at Saint John's, near the Rapids, without the consent in writing of the said Honorable Robert Jones, his heirs, executors, curators, administrators or assigns, nor on any terms and conditions, except such as may be or may have been expressed in any such written consent.

IV. And be it enacted, That if any person or persons shall wilfully or maliciously break, throw down 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 shall 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, in the same manner, and in the same form, and with the same rights and provisions, with regard to appeal or otherwise, as contained in the Act of this Province, passed in the Session held in the fourth and fifth years of her Majesty's Reign, intituled *An Act for consolidating and amending the Statutes in this Province relative to offences against the person*, or in any Court of Law in this Province, having jurisdiction competent to the same; and in case of default of payment, such offender or offenders shall and may be committed to the Common Gaol of the District, for any time not exceeding six months, at the discretion of the Court before which such offender shall be convicted.

V. And be it enacted, That a share in the Capital Stock of the said Company, shall be twelve pounds ten shillings; and the Capital Stock of the Company shall be five thousand pounds, current money of Canada, divided into four hundred shares; and the said Capital Stock shall be increased from time to time, should a majority of Shareholders consider it necessary, and that such shares shall be transferable in the books of the said Company only, 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.

VI. And be it enacted, That the stock, property, affairs and concerns of the said Company shall be managed and conducted by five Directors, one of whom shall be chosen President, who shall hold their offices for one year only, unless re-elected, and such Directors shall be Stockholders, and be elected on the third Tuesday of January in every year, at such place in the City of Montreal, and at such hour as a majority of the Directors for the time being shall appoint; and public notice shall be given by the said Directors, in two or more newspapers of the Province, as the Directors may think fit, of such time and place, not less than ten- 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 five 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 five 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 five; 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 the said President with two others of the said Directors shall form a quorum for the transaction of 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, 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 a Stockholder or Stockholders 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 ten shares.

VII. And be it enacted, That each Stockholder shall he entitled to one vote for each and every share, not exceeding fifty, he or she shall have held in his or her own name at least thirty days prior to the time of voting.

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.

IX. And be it enacted, That no Director, Officer or Agent of the said Company, shall be authorized to contract any debt or obligation creating a charge upon the members individually, or upon any other fund than the Capital Stock subscribed, or other property and income of the Company, and this limitation of power shall be incorporated in every contract made in the name or upon the responsibility of the said Company.

X. 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 and dues for the transmission of Such communications and all posts, wires and materials of any kind which have been or shall from time to time be used, got or had for constructing, building, maintaining or repairing the same, shall be and are hereby vested in and shall be the property of the said Company and their successors forever, notwithstanding the said posts or any other part of the apparatus or machinery of the said Telegraph be fixed in or to any land or real property not belonging to the said Company.

XI. And be it enacted, That it shall and may be lawful for the said Company, and they are required to establish and keep up a Station in any of the said Towns or Villages through which the said line shall pass, for the purpose of communicating with other Stations, upon request to be made by the inhabitants of the said Town or Village to that effect, to be agreed upon at a public meeting to be held for that purpose, or if the said Town or Village be incorporated, then upon the request of the Corporation of the said Town or Village: Provided always, that the said Company shall not in any case be considered liable to be called upon to establish such Station or keep the same up, unless they shall first be guaranteed a return of at least ten per cent on the expense to which they may be put for establishing and keeping up such Station, and the sufficiency of the said guarantee shall in case of disagreement be determined on by a Circuit Judge of the District in which the said Town or Village is situated.

XII. 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 third Tuesday in the month of January 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.

XIII. 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 that they be not repugnant to the laws of Lower Canada or to this Act.

XIV. And be it enacted, That the Company may be dissolved by a majority of four fifths of the Shareholders in number and value, at a General Meeting called for such purpose, and of which public notice shall be given by advertisement in not less than two newspapers in Montreal, and in such other newspapers in the Province as the Directors shall think fit, at least sixty days before

such meeting is held, and in the event of the Company being dissolved, the existing Directors shall be empowered to realize all properties in the name of the Company, and the proceeds, deducting salaries and all expenses, shall be divided amongst the Shareholders in proportion to their several interests.

XV. 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: Hannibal H. Whitney, President; William Workman, Charles Lindsay, Hector Hussel and Edwin Atwater, shall be and are hereby constituted Directors for managing the affairs of the said Company until new Directors shall be elected under and by the provisions of this Act in January 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.

XVI. Provided always, and be it enacted, That it shall be lawful for the Governor of this Province, or any officer or person by him thereunto authorized, at all times when the exigencies of the public service shall make it expedient so to do, to take the exclusive use of the said Telegraph and of the services of the said Company and its Officers, making reasonable compensation to the Company; and that no further provision which the Legislature may deem it expedient to make with regard to the said Telegraph for the protection of the public, shall be deemed an infringement of the rights of the said Company.

XVII. 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.