

Laws of Her Majesty's Province of Upper Canada, passed in the year 1850. Toronto: Stewart Derbshire & George Desbarats, 1850.

13 & 14 Victoria – Chapter 134

An Act to incorporate certain persons under the name of 'The Vaughan Road Company'. 10th August, 1850.

Whereas by a certain Act of the Parliament of this Province, passed in the ninth year of Her Majesty's reign, intituled: *An Act to incorporate certain persons under the name of 'The Albion Road Company'*, certain persons were incorporated for the purpose of constructing a Planked or Macadamized Road known as the Albion Road, with power among other things to make a branch Macadamized or Planked Road through the Townships of York and Vaughan, commencing at the line of the Township of King between the Eighth and Ninth Concessions and following the Public Highway laid out and known as the King Road to the Township of York, and to be continued through the said Township of York, so as to intersect the said Albion Road at some point between its commencement in rear of Lot number Twelve in the Filth Concession and Conatte's Corner in Concession A, in the Township of Etobicoke: And whereas by the said Act it was provided that the proceeds of the Stock subscribed expressly for the purpose of making the said Branch Road should by the said Company be applied in constructing the said Branch Road: And whereas the proceeds of such Stock have been so applied by the said Company and the said Branch Road now greatly exceeds in length the main Road to Albion, and the Stockholders in the said Company who subscribed expressly for the purpose of making the said Branch Road can now, if they be so disposed, control the affairs of the whole Company: And whereas the said Albion Road Company, by the President and Directors and the subscribers to the Branch Road above mentioned, have, by petition to the Legislature, represented that the interests of the said Main Road and of the said Branch Road are conflicting, and that it is not beneficial to either party that their affairs should be managed by the same persons, and have prayed that the Stockholders who subscribed to the said Company for the express purpose of constructing the Branch Road above mentioned may be set off from the said Albion Road Company and be incorporated by themselves as a separate Company under the name of 'The Vaughan Road Company,' with the like powers as are by the said first mentioned Act conferred upon the said Albion Road Company: And whereas it is expedient to grant the prayer of the said Petition: 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 of the same, That William Richard Graham, Richard Bywater, John William Gamble, John Brown, Alexander Card, Arthur Armstrong, James Allen, James Adams, George William Allen, James Armitage, James Brown, Thomas Farr, John Haystead, Gabriel Howley, David Pinkerton, Andrew Jamieson, Edward Bull, Robert Parker, Nicholas Shaver, James Milligan, and such other persons as now are Stockholders in the said Albion Road Company, and who subscribed for such Stock expressly for the purpose of making the said Branch Road, (hereinafter called the Vaughan Road) and all such persons as shall

hereafter become Stockholders in the Company hereby constituted, shall be and are hereby ordained, constituted and declared to be a body corporate and politic in fact by the name of 'The Vaughan Road Company,' and by such name they and their Successors shall and may have continued succession, and by such 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, 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 by the said name of 'The Vaughan Road Company,' shall be in law capable of purchasing, having and holding to them and their successors any estate, real, personal or mixed, and which may be necessary for the use of the said Company, and of letting, conveying or otherwise parting therewith for the benefit and on account of the said Company, from time to time, as they shall deem necessary or expedient; and shall have full power and authority to macadamize or plank the remainder of the said Road to the town line of the said Township of King, as hereinbefore mentioned, and to erect Toll Gates and to take Tolls thereon in the manner hereinafter mentioned; and may for the purposes of this Act either use the road now existing between the places aforesaid or may change or alter the direction or place of the said road or any part thereof as they shall find most expedient: Provided always, that upon every additional three miles of the said road when completed, it shall and may be lawful for the Directors of the said Company to put up and erect a Toll Gate thereon, and collect such Tolls as the Directors may think expedient to be levied and taken of and from persons travelling along the said Road.

II. And be it enacted, That the Stock so subscribed as aforesaid for making the said Vaughan Road, or so much thereof as shall be unexpended at the passing of this Act, shall become the property of the said Vaughan Road Company, and shall be paid or delivered over to them, as shall also all personal property purchased or acquired with such Stock, and the same shall form part of the Stock of the said Company, and all the real estate and property forming or acquired, for the purpose of forming and being used for the said Vaughan Road, shall be and is hereby transferred to and vested in the said Vaughan Road Company, and all the right and claim of the Albion Road Company in, to or upon the said Stock, personal property and real property, shall be divested out of the said Albion Road Company and vested in the said Vaughan Road Company, which last named Company shall become liable and responsible for all claims and demands in, to or upon or in respect of the same by any other party, and shall, with regard to all such claims and demands, and all contracts entered into or subsisting between the Albion Road Company and any third party, with reference to the said Vaughan Road, or the rights and property, real or personal, hereby transferred as aforesaid, and the said Albion Road Company shall be for ever discharged from all liability therefor or thereunto relating, and all suits, actions and proceedings relating to the rights, claims and property hereby transferred, or to such contracts as aforesaid, may and shall be continued by or against the Vaughan Road Company, in the place and stead of the Albion Road Company, without discontinuance or recommencement, the name of the Vaughan Road Company being merely substituted in any subsequent paper or proceeding for that of the Albion Road Company.

III. And be it enacted, That the Members of the said Vaughan Road Company shall after the passing of this Act cease to be Members of the Albion Road Company, unless they hold other

Stock therein than such as is hereby transferred to the Vaughan Road Company; and the said Albion Road Company shall thereafter consist of the proprietors of Stock not so transferred as aforesaid, and their rights shall be restricted to the Roads mentioned in the said Act of Incorporation, other than the said Vaughan Road; and if any Director of the said Albion Road Company shall by virtue of this Act cease to be qualified to remain such Director, his place may be supplied in the manner by the said Act provided for filling vacancies in the office of Director: Provided always, that nothing herein contained shall be construed to impair or affect any of the powers of the Albion Road Company, except such only as may be inconsistent with this Act.

IV. And be it enacted, That the whole Capital Stock of the Vaughan Road Company, (exclusive of any real estate which the said Company may have or hold by virtue of this Act,) shall not exceed in value the sum of ten thousand pounds, of lawful money of this Province, to be divided into shares of five pounds each; and that the said shares of the said Capital Stock shall be transferable, and may be from time to time transferred by the respective persons so subscribing or holding the same to any other person or persons: Provided always, that such transfer be entered or registered in a book or books to be kept for that purpose by the said Company.

V. And be it enacted, That immediately after the passing of this Act a book shall be opened by the Directors of the said Company, to be called "The Subscription Book," in which shall be entered all the names of present Stockholders in the Albion Road Company, who subscribed to the said Company expressly for the purpose of making the said Branch Road, with the number of shares belonging to each, and in which shall be entered also all the names of any additional subscribers who may from time to time become Stockholders in the said Company, with the number of shares for which they may respectively subscribe; and the parties whose names shall be so entered in the said book shall be the Stockholders of the said Company, each for the number of shares which he may now hold or hereafter subscribe for, subject always to the provisions hereinafter made, as to the transfer or forfeiture of such shares, or otherwise, regarding them.

VI. And be it enacted, That all and every additional subscriber for the said stock, or any part thereof, shall at the time of subscribing, pay a proportion of one third upon the Capital Stock of the whole number of shares for which they or any of them respectively may subscribe, and that the residue thereof shall be payable by instalments, at such times and in such proportion as the Directors of the said Company shall decide upon, provided that no one instalment shall exceed ten per cent, upon the amount subscribed, nor be payable in less than one month after notice of such call shall be given to such subscribers.

VII. And be it enacted, That if any Stockholder shall refuse or neglect to pay at the time required, any such instalment or instalments as shall be lawfully required by the said Directors as due upon any share or shares, then such Stockholder so refusing or neglecting shall forfeit to the Company such share or shares as aforesaid, with the amount previously paid thereon, and the said share or shares may be sold by the said Directors, and the money arising therefrom, together with the amount previously paid thereon, shall be accounted for and divided or used in like manner as other moneys of the said Company, or the said Directors may sue for any such instalment or

instalments and recover the same in an action of debt against such Stockholder in any Court having jurisdiction to the amount.

VIII. And be it enacted, That the Stock property, affairs and concerns of the said Corporation shall be managed and conducted by five Directors, one of whom shall be the President, and shall preside at all meetings of the said Directors and hold his office for one year, and such Directors shall be Stockholders and inhabitants of the County of York, and shall be elected on the first Monday in the month of April in each year, at such time of the day and at such place in the Village of Pine Grove as the majority of the Directors for the time being, after thirty days' public notice, shall appoint: Provided always, nevertheless, that William Richard Graham, Richard Bywater, John William Gamble, John Brown, and Alexander Card, shall be the first Directors of the said Company, and shall elect a President from among themselves, and shall continue in office until the first Monday in the month of April, in the year of Our Lord one thousand eight hundred and fifty-one, and until their successors shall be appointed, and no longer, unless re-elected; and any vacancy occurring among the said Directors before the expiration of their term of office, may be filled in the manner hereinafter appointed; and generally that all the provisions of this Act as to the Directors of the said Company and their powers and duties shall apply to the Directors aforesaid, as well as to the Directors to be elected as hereinafter mentioned.

IX. And be it enacted, That the election of Directors shall be held and made by such Stockholders of the said Company as shall attend at Pine Grove aforesaid for that purpose, in their own proper persons, or by proxy, and shall be determined by ballot, such ballot to be regulated and calculated by the number of votes allowed to such Stockholders according to the number of votes held by them respectively as follows, that is to say, one vote for one share, three votes for five shares, five votes for ten shares, seven votes for fifteen shares, ten votes for twenty shares: Provided always, that the Stockholders so voting shall have been possessed of the share or shares in respect of which they shall respectively claim to vote, at least three months before the time of election; and no person, co-partnership or body politic shall be entitled to more than one vote for each share at any such election, nor at the determination of any other matter or thing concerning the said Company or its affairs which may by the provisions of this Act be submitted to the judgment and decision of the Stockholders generally; Provided also, that the choice of the Scrutineers hereinafter mentioned and of the President be had as hereinafter expressly directed.

X. And be it enacted, That the Directors to be chosen shall be Stockholders in the said Company, and hold to their own use five shares at least of the Capital Stock of the said Company: Provided always, that not more than one member of any co-partnership or firm shall be capable of being nominated or chosen or of sitting as a Director at any one time, although all the members of such co-partnership may hold Stock in their private right or to their private use in the said Company.

XI. And be it enacted, That at each and every election of Directors to be held in manner aforesaid, the ballot shall be kept open from eleven of the clock in the forenoon, until one of the clock in the afternoon of the same day, and those persons shall be deemed elected who shall have the greatest number of votes according to the scale of votes hereinbefore mentioned, and shall as soon after the closing of the said ballot as may be convenient be declared the Directors of the said

Company for the ensuing year, by any two or more Scrutineers, who shall have been previously nominated by the Stockholders at such meeting for the purpose of nomination and report of such ballot: Provided that such Scrutineers shall be appointed by the Stockholders then present *per capita* and not by shares.

XII. And be it enacted, That the said Directors on the same day when they shall have been so chosen and declared Directors shall, after all other persons have retired, choose by plurality of voices one of their number to be President, in which choice they shall vote *per capita* and not by shares; and in case of vacancy among the Directors by death or absence for more than two months from the sittings of the said Board, such vacancy shall be supplied by the said Directors electing from among the said Stockholders a new Director to fill such vacancy, who shall hold office for the then current year, and no longer, unless re-elected at the next general election of Directors of the said Company.

XIII. And be it enacted, That the Directors for the time being or the majority of them shall have power to make and subscribe such rules and regulations and the same to alter and amend as shall appear needful, just and proper, touching the management and disposition of the stock, property, estate and effects of the said Corporation, and touching the appointment, duties and conduct of the clerks and servants employed by the said Company, and touching and regulating the imposition of tolls upon the said Road, and all other matters and things touching and concerning as well the construction of the said Road as its charges, tolls, profits, losses, dividends and revenue whatsoever, such rules and regulations not being contrary to this Act nor to the laws of Upper Canada: and shall annually, if required, exhibit an authenticated account to either or any branch of the Legislature of the Province of the tolls so regulated and the amount thereof received, and of the sums expended in keeping the said Road in repair.

XIV. And be it enacted, That whenever the said tolls shall in the annual receipts exceed an amount or sum sufficient to defray the expenses of maintaining and repairing the said Road, and to afford an annual income to the said Company of ten per cent, on the capital stock actually expended in the construction of the said Road from the commencement of its being travelled as aforesaid, then, and in such case the increasing surplus revenue of the said tolls shall be charged against the said Company as so much by them received in the nature of a sinking fund by means whereof to purchase from the said Company the entire estate, use and property of the said Road to and for the use of the public, in such manner and form as the Legislature of this Province may by legislative enactment hereafter provide.

XV. And be it enacted, That if any person or persons shall cut, break down or destroy in any way, any of the gates or toll houses to be erected by virtue of this Act, every such person so offending and being lawfully convicted shall be deemed guilty of a misdemeanor and be punished by fine and imprisonment, and if any person or persons shall remove any earth, stone or timber on the said Road to the damage of the same, or shall forcibly pass or attempt to pass by force any of the gates without having first paid the legal toll at such gate, such person or persons shall pay all damages by them committed, and shall forfeit and pay a fine not exceeding five pounds nor less than ten shillings currency, to be recovered before any Justice of the Peace for the County of York.

XVI. And be it enacted, That the fines and forfeitures authorized to be imposed by this Act shall and may be sued for and recovered in a summary way before any Justice of the Peace for the County of York, and may, if not forthwith paid on conviction, be levied and collected by distress and sale of the offender's goods and chattels under the authority of any warrant or warrants for that purpose to be issued by any one of Her Majesty's Justices of the Peace for the County of York, who are hereby authorized and empowered to grant the same, and in case there shall be no such goods and chattels to satisfy such warrant or warrants, such offender or offenders may be committed by such Justice or any other Justice of the said County to the Common Gaol of the County of York for any period not exceeding twenty days.

XVII. And be it enacted, That if any person or persons shall after proceeding on the said road with any carriage or animal liable to pay toll, turn out of the same road into any other road, and shall enter the said road beyond any of the said gate or gates without paying toll whereby such payment shall be evaded, such person or persons shall for every such offence forfeit and pay a sum not exceeding five pounds nor less than ten shillings, which said sum shall be expended on the said road or towards the discharging of any debt or other incumbrances thereon, and any one Justice of the Peace for the County of York shall on conviction of such offender fine such offender in the said penalty, and from his judgment there shall be not appeal.

XVIII. And be it enacted, That if any person or persons occupying or possessing any enclosed lands near any toll-houses or toll-gates which shall be erected in pursuance of this Act, shall knowingly permit or suffer any person or persons to pass through such lands or through any gate, passage or way thereon with any carriage, horse, mare, gelding or other animal liable to the payment of toll, whereby such payment shall be avoided, every person or persons so offending, and also the person riding or driving the animal or animals or carriage whereon such payment is avoided, being thereof convicted, shall, for every such offence, severally forfeit and pay any sum not exceeding five pounds, which shall be laid out in improving such road: Provided always, that all persons with horses, waggons or other carriages going to or returning from Divine Service on the Lord's Day shall pass the gate free of toll.

XIX. And be it enacted, That the Executive Government of this Province may at any time whatever assume and take the entire estate, property and use of the said road from the said Company, paying to the said Company the capital so as aforesaid actually expended, together with fifteen per centum advance thereupon, to the credit of which payment all revenue exceeding ten per centum upon the *bonâ fide* expenditure, and over and above the expense of maintaining and repairing the said road, shall be charged and taken; and it is also hereby provided and declared, that if any deficiencies of the said ten per centum annual profit should occur at any time, such deficiencies shall be also chargeable against the increasing revenue of the subsequent years, so that the Company may fairly and actually receive ten per centum profit on their said *bonâ fide* expenditure for the whole time they shall enjoy the estate, rights and privileges acquired under the authority of this Act.

XX. And be it enacted, That the said Company shall have full power and authority for the purpose of forming and completing the road, to purchase and hold in their corporate capacity such real estate as may be necessary for all the purposes of the said road and of this Act, and also to contract, compound, compromise and agree with the owners and occupiers of land through or upon which the said road may most advantageously pass and terminate.

XXI. And be it enacted, That if in the making of such contract, composition, compromise or agreement, any obstacle should arise between the parties thereto, touching the value of the portion of the land to be bought for the purpose aforesaid, then, and in such case, it shall and may be lawful for the Directors for the time being, from time to time, as they or the majority of them may think fit, to appoint one or more person or persons as Arbitrator or Arbitrators on the part of the said Company, and also for the party or parties disagreeing as to the value as aforesaid, to appoint one or more person or persons, being an equal number with those chosen by the said Directors as Arbitrator or Arbitrators, on his, her or their part, and that the persons so chosen on both sides shall (having met for that purpose) choose by ballot one other indifferent person, and the whole number of persons so chosen shall be the Arbitrators between the parties disagreeing, and the said Arbitrators shall be sworn by a Justice of the Peace, justly, impartially and equally, as far as in them lies, and to the best of their judgment, to determine the matter to be to them referred.

XXII. And be it enacted, That if after eight days' notice in writing given to the party so disagreeing as to the value aforesaid, such party will not nominate or appoint an Arbitrator or Arbitrators as aforesaid on his part, it shall and may be lawful for the Directors to add to their first nomination as many others (not being Stockholders of the said Company,) as and for the Arbitrators of the party so refusing to nominate for himself, and such added Arbitrators shall have the same power as if named by the party himself, and shall meet and ballot for the additional Arbitrator.

XXIII. And be it enacted, That the Board of Arbitrators, so constituted, shall fix a convenient day for hearing the respective parties, and shall give eight, day's notice, at least, of the day and place, and having heard the parties or otherwise examined into the merits of the matters so brought before them, the said Arbitrators or a majority of them shall make their award and arbitrament thereupon, in writing, which award or arbitrament shall be final as to the value so in dispute as aforesaid.

XXIV. And be it enacted, That if the party so disagreeing refuse to accept the value of the land so ascertained by the Arbitrators as aforesaid till the end of the second term in Her Majesty's Court of Queen's Bench in Upper Canada, next after making the award and tender, of the value thereby ascertained, then, and in such case, the Directors for the time being shall be at liberty and shall have full power to occupy the piece of land so valued by the said Arbitrators, and to macadamize or plank it in the same manner as other portions of the said Road.

XXV. And be it enacted, That in any action of ejectment or other action, real, personal or mixed, for or on account of such occupation by the said Company, their Servants or Agents or other person or persons using the said road, the said award may be pleaded in Bar to such action at any

time after the said two terms in the said Court of Queen's Bench, notwithstanding any defect in form or substance in the said award: Provided always, and it is hereby enacted and declared, That it shall and may be lawful to and for the party or parties interested in the land mentioned in the award, or their Agents, by counsel, at any time within the two next terms as aforesaid, after the same hath been made and the amount of the value awarded tendered, to move the said Court of Queen's Bench to set aside such award for corruption or any other matter or thing for which awards are now subject to be impugned by Law; Provided also, That if the first award be so set aside by the Court of Queen's Bench, the matter in difference may again be submitted to other Arbitrators, and so on till a satisfactory award be made between the parties.

XXVI. And be it enacted, That in case it should at any time happen that an election of Directors should not be made on the 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 it shall and may be lawful on any other day to hold and make an election in such manner as shall have been regulated by the rules of the said Corporation to be made for that purpose, such rules not being contrary to the provisions of this Act; and the Directors in office shall always remain in office until others are elected in their stead.

XXVII. And be it enacted, That it shall be the duty of the Directors to make annual dividends of so much of the profits of the said Company as to them or the majority of them shall appear advisable, and an exact and particular statement shall be annually rendered of the state of their affairs, debts, credits, profits and losses, and such statements shall appear in the books of the Company and be open to the perusal of any Stockholder upon his reasonable request.

XXVIII. And be it enacted, That it shall and may be lawful for the said Company at any time within five years from the passing of this Act, to continue the said Plank or Macadamized Road from its present intended termination on the line of the said Township of King to Lloydtown or Bolton Mills, and as much farther as they may deem expedient, and upon completion of any three miles of such Road, to erect Toll-bars and collect tolls in the manner hereinbefore by this Act provided for that or similar purposes, and that the said Company shall have full power and authority to increase their Capital Stock to an amount sufficient for the completion of the said Road so intended to be made as aforesaid, provided the additional Capital Stock raised for such purpose do not exceed five thousand pounds.

XXIX. And be it enacted, That this Act shall be deemed and taken to be a Public Act.

XXX. And be it enacted, That this Act, from the time of the passing thereof, shall continue in force for fifty years, and from thence to the end of the then next ensuing Session of the Provincial Parliament, at which time the estate, rights, titles, tolls and rates of the said Road, shall vest in Her Majesty, Her Heirs and Successors, to and for the public uses of this Province, unless it be otherwise provided by an Act of the Legislature, to be for that purpose at any time hereafter enacted, or unless the said Road become so vested at an earlier period by the operation of the sinking fund aforesaid.