

*Laws of Her Majesty's Province of United Canada*, passed in the year 1851. York: Stewart Derbyshire and George Desbarts, 1851.

14 & 15 Victoria – Chapter 148

**An Act for incorporating The Toronto and Guelph Rail-way Company. 30th August, 1851.**

Whereas the persons hereinafter mentioned, together with others, have, among other things, petitioned for the revival of the Act passed in the Session held in the tenth and eleventh years of Her Majesty's Reign, and intituled, *An Act for incorporating the Toronto and Goderich Rail-way Company*; And whereas it is expedient in part to grant the prayer of the said Petitioners in so far as to incorporate a Company to construct a Rail-way from the City of Toronto to the Town of Guelph, under the provisions of the Rail-way Clauses Consolidation Act: Beit 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 from and after the passing of this Act, John Arnold, John G. Bowes, A. M. Clark, William Clarke, James Colton, John Fiskin, William Charles Gwynne, George Herrick, James Hodgert, John Holmes, William P. Howland, Samuel Peters Jarvis, John McDonald, Samuel Smith, John Smith, James McGill Strachan, James Webster, Ezekiel F. Whittemore, Frederick Widder, and George Wright, Esquires, together with every person who has already under the provisions of the first above recited Act become a subscriber to, or has agreed to become a Shareholder in the Rail-way by the said Act authorized to be constructed, and who shall, within three months from and after the passing of this Act, express his desire, in writing, addressed and delivered to the Secretary or to the Directors, or to any of the Directors of the Company hereinafter named, to have the amount, or any part of the amount so by him subscribed for the purposes of the said Act, transferred to the purpose of constructing the work in this clause mentioned, and also together with such other Persons, Corporations, or Corporation, as shall, after the passing of this Act, become Subscribers to and Shareholders in the Rail-way in this clause mentioned; 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, and they are hereby authorized and empowered to make and maintain, a Double or Single Line of Rail-way, with the other works necessary therefor, extending from the waters of Lake Ontario, within the limits of the City of Toronto to the Town of Guelph, in the County of Waterloo, and for that purpose shall be one Body Corporate, by the name and style of "The Toronto and Guelph Rail-way Company," and by that name and style shall have perpetual succession, and shall have a Common Seal, and by that name shall and may sue and be sued.

II. And be it enacted, That all persons who, prior to the passing of this Act, have made any payments in respect of the Shares by them subscribed for in the said Toronto and Goderich Rail-way Company, shall be entitled to receive credit therefor upon such Stock as they shall respectively transfer as aforesaid, under the provisions of this Act, in the same manner as they

would have been entitled to such credit upon the Stock by them respectively subscribed for in the said Toronto and Goderich Rail-way Company.

III. And be it enacted, That it shall and may be lawful for the said Toronto and Guelph Rail-way Company, to raise and contribute among themselves, in such proportions as to them shall seem meet, a competent sum of money for the completion of the said Rail-way from the City of Toronto to the Town of Guelph, and for the completion of the works necessary for the efficient working and maintaining the said Rail-way, provided that such sum so to be raised shall not exceed the sum of Two Hundred and Fifty Thousand Pounds currency in the whole.

IV. And be it enacted, That the several clauses of the Rail-way Clauses Consolidation Act, passed during the present Session, with respect to the first, second, third and fourth clauses thereof, and also the several clauses of the said last mentioned Act, with respect to "Interpretation," "Incorporation," "Powers," "Plans and Surveys," "Lands and their valuation," "Highways and Bridges," "Fences," "Tolls," "General Meetings," "Directors, their election and duties," "Shareholders" "Shares, and their transfer," "Municipalities," "Shareholders," "Actions for Indemnity, and fines and penalties and their prosecution," "Working of the Rail-way," and "General Provisions," shall be incorporated with this Act.

V. And be it enacted, That from and after the passing of this Act, the said John Arnold, John G. Bowes, A. M, Clark, William Clarke, James Colton, John Fiskin, William Charles Gwynne, George Herrick, James Hodgert, John Holmes, William P. Howland, Samuel Peters Jarvis, John McDonald, Samuel Smith, John Smith, James McGill Strachan, Ezekiel F. Whittemore, Frederick Widder, James Webster, and George Wright, Esquires, shall be the Provisional Directors for carrying into effect the object and purposes of this Act.

VI. And be it enacted, That the number of Votes to which each Shareholder in the said undertaking shall be entitled, on every occasion when the Votes of the Members of the said Toronto and Guelph Rail-way Company are to be given, shall be in the proportion following, to the number of Shares held by him, that is to say: one Vote for one Share, two Votes for five Shares, three Votes for ten Shares, four Votes for twenty Shares, and one additional Vote for every twenty additional Shares.

VII. 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, and ten per cent, thereon shall have been paid in, it shall be lawful for the said Provisional 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 Provisional 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 One Thousand 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 General Meeting, the Shareholders assembled, with such proxies as shall be present, shall choose thirteen persons, being each a Proprietor of not less than Forty

Shares in the said undertaking, to be Directors of the said Company, 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.

VIII. 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 Bylaw, 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 period of office shall have expired, and generally to transact the business of the Company; but if at any time it shall appear to any ten or more of such Shareholders, holding together one thousand shares at least, that a Special General Meeting of Shareholders 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 Shareholders are hereby authorized to meet pursuant to such notices, and proceed to the execution of the powers by this Act given them, with respect to the matters so specified only, and all such acts of the Shareholders or the majority of them, at such Special Meetings assembled, such majority not having, either as principals or proxies, less than One Thousand Shares, shall be as valid to all intents and purposes, as if the same were done at Annual Meetings; and any Meeting of the said Directors at which not less than seven 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.

IX. And be it enacted, That the Gauge to be used on the said Rail-way shall be five feet six inches, and neither more nor less.

X. And be it enacted, That the Stock to be subscribed for by Municipal Corporations shall be represented by the Mayor, Warden or Reeve from time to time being, of such respective Municipal Corporations subscribing to the said Rail-way, and that such Mayor, Warden and Reeve respectively shall be entitled to vote upon all occasions in respect of the Stock subscribed for by such respective Municipal Corporations, in proportion to the amounts so subscribed for, and shall be eligible as Directors of the said Company in respect of such Stock, in addition to the provisions of the Rail-way Clauses Consolidation Act.