

Laws of Her Majesty's Province of United Canada, passed in the year 1851. Quebec: Stewart Derbishire and George Desbarts, 1852.

16 Victoria – Chapter 106

An Act to incorporate the Brockville and Ottawa Bail- way Company. Assented to 22nd April, 1853.

Whereas it is highly desirable that a Railway should be made from the Saint Lawrence at Brockville to the Ottawa at Pembroke, by the way of the mouth of the Madawaska River, and the persons hereinafter mentioned and others have petitioned that a Company be incorporated for that purpose: 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 George Crawford, John Crawford, Charles Edward Jones, Fordyce Lawton Lothrop, Robert Fitzsimmons the younger, George Sherwood, Allan Turner, Robert Edmondson, William Fitzsimmons, Robert Peden, David B. Ogden Ford, James L. Schofield, Ormond Jones, Reuben Powers Colton, William Matthie, John Ross the younger, George Morton, Albert N. Richards, Adiel Sherwood, John Kilborn, Alfred Poulton, Paul Glasford, William Henry Wilson, William Buell and Richard F. Steele, together with such other persons or Corporations as shall under the provisions of this Act become Shareholders in the Joint Stock Company hereby created for the construction of the Railway aforesaid, shall be and are hereby ordained, constituted and declared to be a body corporate and politic in fact, by and under the name and style of "The Brockville and Ottawa Railway Company."

II. And be it enacted, That the several Clauses of "The Railway Clauses Consolidation Act," with respect to the first, second, third and fourth Clauses thereof, and also the several Clauses of the said 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," "Shares, and their transfer," "Municipalities," "Shareholders," "Actions for Indemnity, and fines and penalties and their prosecution," "Working of the Railway" and "General Provisions," except in so far only as may be inconsistent with any express provision hereinafter made, shall be incorporated with this Act, and shall be included by the expression "this Act" whenever used herein.

III. And be it enacted, That the said Company and their servants and agents shall have full power under this Act to lay out, construct, make and finish a double or single iron Railroad or way, at their own cost and charges, on or over all or any of the following sections, that is to say: on and over any part of the Country from the Saint Lawrence at Brockville to the Rideau at or near Smith's Falls, and thence on and over any part of the Country to or near Arnprior at or near the mouth of the Madawaska River, and thence on and over any part of the Country to the Ottawa River, at or near the Village of Pembroke in the Township of Pembroke; also, a branch thereof from the Rideau at

or near Smith's Falls aforesaid to the Town of Perth, if the said Company shall deem it advisable to construct the same.

IV. And be it enacted, That all deeds and conveyances of lands to the said Company for the purposes of this Act shall and may, as far as the title and circumstances will admit, be in the form given in the Schedule to this Act marked A, or to that effect, and for the purpose of registering the same, all Registers in their respective Counties are hereby required to be furnished by and at the expense of the said Company with Books with copies of the form given in the said Schedule A, one to be printed on each page leaving the necessary blanks to suit the separate cases of conveyance, and in the said Book to enter and register each such deed and conveyance, upon production thereof and payment of the fee hereinafter mentioned, and proof of execution in like manner *mutatis mutandis*, as is now made under the general registry laws in force in Upper Canada, without any memorial: And the Register shall thereupon minute such entry and registry upon the deed, which minute shall have all the effect of a certificate of registry under the general registry laws of Upper Canada, which said enregistering shall be valid and effectual for all the purposes of any Act or Acts now in force in Upper Canada for the registry of deeds, in like manner as if made according to the provisions of the same, and for such entry, registry and minute thereof as aforesaid the said Register shall be entitled to demand and receive from the said Company the sum of Two Shillings and Six Pence, and no more.

V. And be it enacted, That the Capital Stock of the said Company shall not exceed in the whole the sum of Five Hundred Thousand Pounds, to be divided into one hundred thousand Shares of Five Pounds each, which amount shall be raised by the persons above named, or some of them, together with such other persons and Corporations as may become Shareholders in such Stock, and the said money so raised shall be applied in the first place towards the payment and discharge of all fees, expenses and disbursements for procuring the passage of this Act, and for making the surveys, plans and estimates connected with the Railway, and all the rest and remainder of such money shall be applied towards making, completing and maintaining the said Railway and other purposes of this Act, and to no other purpose whatever; Provided always, that until the said preliminary expenses connected with the said Railway shall be paid out of the Capital Stock thereof, it shall be lawful for any Municipality interested in the said Railway to pay out of the general funds of such Municipality its fair proportion of such preliminary expenses, which sum shall be refunded to such Municipality from the Stock of the said Company, or be allowed to them in payment of Stock.

VI. And be it enacted, That George Crawford, William Matthie, David B. Ogden Ford, George Sherwood, James Shaw, Robert Bell, Robert M. Watson, Andrew Dickson, James L. Schofield, Charles E. Jones, Reuben P. Colton and Albert N. Richards shall be and are hereby constituted and appointed the first Directors of the said Company, and shall hold their office until others shall under the provisions of this Act be elected by the Shareholders, and shall until that time constitute the Board of Directors of the said Company, with power to open Stock Books and make a call on the Shares subscribed in such Books, and call a meeting of Shareholders for the election of Directors in the manner hereinafter provided.

VII. And be it enacted, That when and so soon as one fifth of the said capital stock shall have been subscribed as aforesaid, it shall be lawful for the said Directors or a majority of them, to call a meeting of the holders of such Shares at such place and time as they shall think proper, giving at least fifteen days' public notice of the same in one or more Newspapers published in Brockville and in the United Counties of Lanark and Renfrew, at which said General Meeting and at the Annual General Meeting in the following sections mentioned, the Shareholders present, either in person or by proxy, shall elect twelve Directors in the manner and qualified as hereinafter provided, which said twelve Directors shall, with the *ex officio* Directors under the Railway Clauses Consolidation Act, constitute a Board of Directors, and the Directors so elected shall hold office until the first Monday in February, in the year following their appointment.

VIII. And be it enacted, That on the said first Monday in February, and on the first Monday in February in each year thereafter, at the office of the said Company, at Brockville, there shall be holden an Annual General Meeting of the Shareholders of the said Company, at which and by whom there shall be chosen and elected by the private Shareholders in the respective proportions hereinafter provided, twelve Directors for the ensuing year in the manner and qualified as hereinafter provided; and public notice of such Annual General Meeting and Election shall be published one month before the day of Election in the *Canada Gazette*, and also once fifteen days before the Election in one Newspaper in each Town or Village upon the line of the said Road in which a Newspaper shall be published; and all elections for Directors shall be by ballot, and the persons who shall have the greatest: number of votes at any election shall be Directors, and if it shall happen that two or more shall have an equal number of votes, the said private Shareholders shall determine the election by another or other votes until a choice is made; and that the said twelve Directors shall, together with the *ex officio* Directors, under the Railway Clauses Consolidation Act, form the Board of Directors.

IX. And be it enacted, That seven Directors shall forma Quorum, for the transaction of business: Provided always, that the Directors may employ one of their number as a paid Director.

X. And be it enacted, That the persons, qualified, to be elected. Directors of the said Company under this. Act, shall be, any Shareholder holding Stock to the amount of One Hundred and Twenty-five Pounds, and who shall have paid up all calls on such Stock.

XI. And be it enacted, That each Shareholder shall be entitled to one vote for every share he she or they may hold in the said Company: And provided further, that no party or parties shall be entitled to vote at the meetings of Shareholders who shall not have paid up all the calls due upon his her or their Stock, or the Stock upon which such party claims to vote, at least eighteen hours before the hour appointed for any such meeting.

XII. And be it enacted, That no instalment or call on Shares of the Capital Stock of the said Company shall exceed ten per cent on the amount of such Shares, and at least, thirty, days' notice of each call shall, be given. in such manner as the Directors shall appoint.

XIII. And be it enacted, That the said Company shall have power to become parties to Promissory Notes and Bills of Exchange, for sums not less than Twenty-five Pounds, and any such Promissory Note made or indorsed or any such Bill of Exchange drawn, accepted or indorsed by the President of the Company or Vice President, and countersigned by the Secretary and Treasurer, and under the authority of a majority of a Quorum of the Directors, shall be binding upon the said Company: And every such Promissory Note or Bill of Exchange so made, drawn, accepted or indorsed by the President or Vice President of the said Company, and countersigned by the Secretary and Treasurer as such, shall be presumed to have been properly made, drawn, accepted or indorsed, as the case may be, for the Company, until the contrary be shewn; and in no case shall it be necessary to have the Seal of the Company affixed to any such Bill of Exchange or Promissory Note, nor shall the President, Vice President or the Secretary and Treasurer of the said Company so making, drawing, accepting or indorsing any such Bill of Exchange or Promissory Note be thereby subjected individually to any liability whatever: Provided always, that nothing in this Clause shall be construed to authorize the said Company to issue any Note or Bill payable to bearer, or any Promissory Note or Bill of Exchange intended to be circulated as money or as the Notes or Bills of a Bank.

XIV. And be it enacted, That it shall and may be lawful for the said Company with the permission of the Governor in Council, to take and appropriate for the use of the said Railway, but not to alienate, so much of the wild land of the Crown not theretofore granted or sold, lying on the route of the said Railway, as may be necessary for the said Railway; as also so much of the land covered with the waters of any river, stream, lake or canal, or of their respective beds, as may be found necessary for the making and completing or more conveniently using the same, and thereon to erect such wharfs, quays, inclined planes, bridges, cranes and other works as to the Company, shall seem meet: Provided always, that it shall not be lawful for the said Company to cause any obstruction in or to impede the free navigation of any river, stream or canal to or across which their Railway shall be carried; and if the said-Railway shall be carried across any navigable river or canal, the said Company shall leave such openings between the piers of their bridge or viaduct over the same, and shall construct such draw-bridge or swing-bridge, if any such bridge be necessary, over the channel of the river, or canal, and shall be, subject to such regulations with regard to the opening of such draw-bridge or swing-bridge, if any such be constructed, for, the passage of vessels and rafts, as the Governor in Council shall direct and make from time to time; and by any such Regulation the Governor, in Council may impose penalties not exceeding Ten Pounds for any contravention thereof, nor shall it be-lawful for the. said Company to construct any wharf, bridge, pier or other work upon the public beach or bed of any navigable river or stream, or upon the lands covered with the waters thereof, until they shall have submitted the plan of such work to the Governor in Council,, nor until the same shall have been approved by him in Council as aforesaid.

XV. And be it enacted, That by and with the leave of the Town Council of Brockville for that purpose first, had-and obtained, it shall and may be lawful for the said Company to take and appropriate for the use of the said Railway as part of or in connection with its water depôt on the St. Lawrence, so much of the market square in the centre of the said Town of Brockville as lies between Water Street and the St. Lawrence.

XVI. And be it enacted, That any Shareholder in the said Company, whether a British subject or alien, or a resident in Canada or elsewhere, has and shall have equal rights to hold Stock in the said Company, to vote on the same and to be eligible to office on the said Company.

XVII. And be it enacted, That the simple execution of any conveyance under this Act by any married woman, with her husband, shall operate as a Bar of Dower in the lands thereby conveyed, and a conveyance of her title, therein if the same be owned by her, without any other ceremony or formality whatever.

XVIII. And be it enacted, That it shall be lawful for the said Company to enter into any agreement with any other Railway Company either in this Province or in any foreign State, for leasing the said Railroad or any part thereof, or the use thereof, at any time or times to such other Company, or for leasing or hiring out to such other Company any Locomotives, Cars, Carriages, Tenders or other moveable property of the said Company, either altogether or for any time or times, occasion or occasions, or for leasing or hiring from such other Company any Railway or part thereof, or the use thereof at any time or times, or for leasing or hiring from such other Company any Locomotives, Cars, Carriages, Tenders, or other moveable property, or for using either the whole or any part of the said Railway or of the moveable property of the said Company, or of the Railway and moveable property of such other Company in common by the two Companies, or generally to make any agreement or agreements with any such other Company touching the use by one or the other or by both Companies, of the Railway or moveable property of either, or of both, or any part thereof, or touching any service to be rendered by the one Company to the other, and the compensation therefor; and any such agreement shall be valid and binding, and shall be enforced by all Courts of Justice in this Province according to the terms and tenor thereof; and any Locomotive, Car, Carriage or Tender of any foreign Railway Company brought into this Province in pursuance of any such agreement, but remaining the property of such Foreign Company, and intended to pass regularly along the said Railway between this Province and a foreign State, shall for all purposes of the Laws relative to Customs, be considered as carriages of travellers coming into this Province, with the intent of immediately leaving it again.

XIX. And be it enacted, That, all provisions of law inconsistent with this Act are and shall be repealed from the passing thereof.

XX. And be it enacted, That the Interpretation Act shall apply to this Act, and that this Act shall be a Public Act.

Schedule A.

Form of Conveyance.

Know all men by these presents that I, A. B., of _____ (and here name the wife, if any) in consideration of (name the sum) paid to me by the Brockville and Ottawa Railway Company, the receipt whereof is hereby acknowledged, do hereby grant unto the Brockville and Ottawa Railway

Company and their Assigns for ever, all that certain piece of land situate (describe the land) the same having been selected and laid out by the said Company for the purposes of their Railway.

Witness _____ Hand _____ and Seal _____, this _____ day of
_____ A. D., one thousand eight hundred and _____.

Signed, sealed and delivered in presence of _____