

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

16 Victoria – Chapter 135

An Act to incorporate *The Cataraqui and Peterborough Railway Company*. Assented to 23rd May, 1853.

Whereas certain inhabitants of the City of Kingston have petitioned the Legislature to incorporate a Company to construct a Railway from the Town of Peterborough to some point at or near the City of Kingston, and 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 John Counter, Francis Manning Hill, William Ford the younger, John Richardson Forsyth, Thomas Kirkpatrick, Alexander Campbell, John Mowat, Archibald John Macdonald, John Watkins, David Shaw, John Miller, John Carruthers and Overton Smith Gildersleeve, with all such other persons or Corporations as shall become Shareholders in such Joint Stock Company as is hereinafter mentioned, shall be and are hereby ordained, constituted and declared to be a Body Corporate and Politic in fact and in name, by and under the title of *The Cataraqui and Peterborough 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," shall be incorporated with this Act, save in so far as they are expressly varied by any clause or provision hereinafter contained.

III. And be it enacted, That the said Company and their agents or servants 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 and over any part of the Country lying between the Village of Napanee, in the County of Lennox, or such other point on the line of the Grand Trunk Railway, as may be approved of by the Directors of the Grand Trunk Railway Company of Canada, and such point on the line of the Grand Junction Railway as may be approved of by the said Directors, with power to the said Company to intersect the said Grand Trunk and Grand Junction lines at either of the said points: Provided always, that the said Company shall first obtain the sanction and approval, of the Governor in Council, to the line selected by them for the location of said Road, and to the plans and specifications thereof, and that the said Company shall construct the said Railway on the line and in the manner approved of by the Governor in Council.

IV. And be it enacted, That all Deeds and Conveyances for lands to be conveyed to the said Company for the purposes of this Act, shall and may, as far as the title to the said lands or the circumstances of the party making the conveyance will admit, be made in the form given in the Schedule of this Act marked A; and for the purpose of a due enregistration of the same, all Registrars 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 Schedule A, one to be printed on each page, leaving the necessary blanks to suit the separate cases of conveyance, and in such Books to enter and register the said Deeds upon production thereof and proof of execution, without any memorial, and to minute such entry on the Deed. And the said Company are to pay the said Registrars for so doing the sum of Two Shillings and Six Pence, and no more; which said enregistration shall be held and deemed to be valid in law, the provisions of any Act for the enregistration of Deeds, now in force in this Province, to the contrary notwithstanding.

V. And be it enacted, That the Capital Stock of the said Company shall not exceed in the whole the sum of Three Hundred Thousand Pounds sterling, to be divided into fifteen thousand Shares of Twenty Pounds sterling 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 on the line of the said Road, to pay out of the General Funds of such Municipality, their 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 John Counter, John Alexander Macdonald, Francis Manning Hill, William Ford the younger, John Richardson Forsyth, John Watkins, David Shaw, John Miller, and John Carruthers, 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, with one Director to be appointed by the Governor, the Board of Directors of the said Company, for carrying into effect the object and purposes of this Act.

VII. And be it enacted, That the said Directors are hereby empowered to take all necessary measures for opening the Stock Books for the subscription of parties desirous to become Shareholders in the said Company, and to determine and allot to parties subscribing for Stock in the Company, the number of shares (if any) that parties so subscribing may have and hold in the Capital Stock aforesaid; Provided always, that no subscription in such Stock Books shall create the party or parties so subscribing, a partner or partners in the said Company, without and until the authorization thereof by the Directors of the Company for the time being; Provided also, that no

such approval or authorization as aforesaid, shall be required to confirm the subscriptions of Municipalities or other Corporate Bodies empowered to take Stock in Railway Companies.

VIII. And be it enacted, That the said Directors shall cause an entry to be made in the Records of their proceedings and in the Shareholders' Book, of the Stock so allotted and assigned to parties subscribing as aforesaid, and the Secretary of the said Company shall notify the respective parties, in writing, of such allocation and assignment.

IX. And be it enacted, That upon such entries being made, the rights and liabilities of such Shareholder or Shareholders shall accrue in respect of his, her or their particular interest in the said Company.

X. And be it enacted, That when and so soon as one fifth of the said Capital Stock shall have been subscribed, allotted and authorized, 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 the City of Kingston, and in the Town of Peterborough, 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 manner as hereinafter mentioned, of whom six Directors shall be chosen by Municipal Corporations being Shareholders, according to the scale of votes hereinafter mentioned, and six by private Shareholders; which said twelve Directors, with the Director appointed by the Governor, shall hold office until the first Monday in June following.

XI. And be it enacted, That on the said first Monday in June, and on the first Monday in June in each year thereafter, or on such other day and at such place as shall be appointed by any By-law, there shall be chosen by the Shareholders twelve Directors, in manner hereinafter mentioned; and public notice of such Annual Election shall be published one month before the day of Election, in the Canada Gazette, and also, once at least, fifteen days before the Election, in one newspaper in each City or Town or County on the line of Railway: And all elections for such Directors shall be by ballot, and the persons who shall have the greatest number of votes, at any election, shall be the Directors, and if it shall happen that two or more shall have an equal number of votes, the Shareholders shall determine the election by another or other votes, until a choice is made; and if any vacancy shall at any time happen among the Directors by death, resignation, or otherwise, such vacancy shall be filled for the remainder of the year by a majority of the Directors; and that the said twelve Directors, and one Director to be appointed annually by the Governor of this Province, shall form the Board of Directors.

XII. And be it enacted, That a majority of the said Directors shall form a *quorum*, for the transaction of business; Provided that the said Directors may employ one or more of their said number as paid Director or Directors.

XIII. And be it enacted, That the persons qualified to be elected Directors of the said Company under this Act, shall be any Shareholder holding at least ten shares in the Stock of said Company, who shall have paid up all calls on such shares.

XIV. 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 Municipal Corporations subscribing to *The Cataraqui and Peterborough Railway Company*, or by such persons as shall be appointed by such Municipal Corporations respectively; and that such Mayor, Warden or Reeve, or person deputed as aforesaid, shall, at the election of Six Directors to be chosen by Municipal Corporations as aforesaid, be entitled to vote in respect of the Stock subscribed for by such respective Municipal Corporations in the proportion following, that is to say: one vote for every Fifty shares subscribed for by such Municipality: Provided always, that on every occasion other than the election of Directors, the Mayor, Warden, Reeve or person representing a Municipality, shall be entitled to the number of votes proportioned to the number of shares held by the Municipal Corporation, to the same extent as private Shareholders.

XV. And be it enacted, That each Shareholder, shall be entitled to a number of votes equal to the number of shares which he or they shall have had in his or their name at least two weeks prior to the time of voting: Provided always, that no Municipal Corporation shall vote or be entitled to vote at any election of the six Directors to be chosen by the private Shareholders: 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.

XVI. And be it enacted, That it shall and may be lawful for the Directors at any time to call upon the Shareholders for instalments upon each share which they or any of them may hold in the Capital Stock of the said Company, in such proportions as they may see fit, so as no such instalment shall exceed ten per cent, giving at least one months' notice for each call, in such manner as they shall appoint.

XVII. And be it enacted, That it shall and may be lawful for the President and Directors of the said Company, from time to time to fix, regulate and receive the tolls and charges to be received for the transmission of property or persons on their Railway, subject always to the approval of the Governor in Council, as is provided by The Railway Clauses Consolidation Act; Provided always, that in no case shall the amount charged for toll and charges exceed, for First Class Passengers, two pence currency per mile, and for Second Class Passengers, one penny half penny currency, per mile, and for Third Class Passengers, one penny currency, per mile, and that one train, having therein Third Class covered Passenger Cars, shall be run over the said Road throughout its length each way daily.

XVIII. And be it enacted, That sub-Section three of Section eighteen of The Railway Clauses Consolidation Act, shall not be incorporated with this Act.

XIX. 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 endorsed, and any such Bill of Exchange drawn, accepted or endorsed 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 endorsed by the President or the Vice-President of the said Company, and countersigned by the Secretary and Treasurer as such, shall be presumed to have been properly made, drawn and accepted or endorsed, as the case may be, for the Company, until the contrary be shown; 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 Company so making, drawing, accepting or endorsing any such Promissory Note or Bill of Exchange, be thereby subject individually to any liability whatever: Provided always that nothing in this Section shall be construed to authorize the said Company to issue any Note payable to Bearer, or any Promissory Note intended to be circulated as money or as the Notes of a Bank, or transferable except by endorsement in full.

XX. And be it enacted, That it shall and may be lawful for the said Company with the consent 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 heretofore 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 wharves, 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 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, for the passing of vessels and rafts, as the Governor in Council shall direct and make from time to time; 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.

XXI. And be it enacted, That the gauge of the said Railway shall be five feet six inches, and neither more nor less.

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

XXIII. And be it enacted, That the Provincial Government may at any time after the commencement of the said Railway, assume the possession and property thereof, and of all the property which the said Company is empowered to hold and shall then have, and of all the rights and privileges and advantages vested in the said Company, all of which shall, after such

assumption, be vested in Her Majesty, on the Government giving to the Company four months' notice of the intention to assume the same.

XXIV. And be it enacted, That the Government shall, within four months after the Company shall render an account in writing of the amount of money expended by the said Company, and all their then ascertained liabilities, up to the time of such assumption, pay to the said Company the whole amount of the money so expended and of the liabilities so ascertained, together with interest at the rate of six per cent., and ten per cent, additional thereon, after deducting the amount of any dividends before, then declared, and the said Government shall also, from time to time, pay and discharge all liabilities of the Company not ascertained at the time of such assumption, as the same shall be established-against the said Company; Provided always, That in case of a difference between the Government and the Company as to the amount so to be paid by the Government, such difference shall be referred to two Arbitrators, one to be named by the Government, the other by the Company; and, in case of disagreement, such difference shall be referred to an Umpire, to be chosen by the said Arbitrators before entering into the consideration of the said difference, and that the said award so made by the Arbitrators or the Umpire shall be final; And provided also that in case of refusal by the Company to appoint an Arbitrator on their behalf, the same shall be appointed by any two of the Judges of either of the Superior Courts of Common Law for Upper Canada on application of the Government.

XXV. And be it enacted, That the said Company shall have full power and authority to unite with the Grand Trunk Railway Company of Canada or to sell and convey to the Company last mentioned, all, the property and rights acquired under this Act, according to and under the provisions of an Act passed in the present Session of the Parliament of this Province, intituled: *An Act to empower any Railway Company whose Railway forms part of the Main Trunk Line of Railway throughout this Province, to unite with any other such Company, or to purchase the property and rights of such Company; and to repeal certain Acts therein mentioned incorporating Railway Companies, and of another Act passed in the said present Session, intituled, An Act to extend the provisions of the Railway Companies Union Act, to Companies whose Railways intersect the Main Trunk Line, or touch places which the said Line also touches.*

Schedule A.

Form of Conveyance.

Know all men by these presents, that I, A. B., of _____ (here name the wife if any,) do hereby in consideration of _____ (here the sum) paid to me by *The Cataraqui and Peterborough Railway Company*, the receipt whereof is hereby acknowledged, grant, bargain, sell, convey and confirm unto the said *The Cataraqui and Peterborough Railway Company*, their successors and assigns for ever, all that certain tract or parcel of land, situate (here describe the land,) the same having been selected and laid out by the said Company for the purposes of their Railway. To have and to hold the said land and premises, together with the hereditaments thereto, to the said *The Cataraqui and Peterborough Railway Company*, their successors and

assigns for ever, (here the dower if any,) and the said _____ wife of the said _____
hereby bars her dower in the said land.

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

A. B.

[L. S.]

Signed, Sealed and delivered
in presence of _____