

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

16 Victoria – Chapter 240

An Act to incorporate *The Perth and Kemptville Railway Company*. Assented to 14th June, 1853.

Whereas the construction of a Railway from the Town of Perth, in the County of Lanark, to the Bytown and Prescott Railway, at or near Kemptville, in the County of Grenville, with power to extend the said Railway westward to the Town of Belleville, or to the Town of Peterborough, must conduce greatly to the benefit of the inhabitants residing on the line of such Railway and in the surrounding country, and greatly contribute to increase the trade and revenue of this Province; And whereas R. Knap, R. Kernahan, R. Shaw, R. E. Matheson, J. Doran, H. Burret, A. Merrick, S. H. Merrick, J. C. Lonsdale, J. S. French, A. R. Ward, J. S. Archibald, P. Jones, J. Bower, L. Clothier, T. M. Radenhurst, E. H. Whitmarsh, J. L. Read, Stephen Merrick and others, have prayed to be incorporated with the powers requisite for making and maintaining such Railway: 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 reunite 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 R. Knap, R. Kernahan, R. Shaw, R. E. Matheson, J. Doran, H. Burret, A. Merrick, S. H. Merrick, J. C. Lonsdale, J. S. French, A. R. Ward, J. S. Archibald, P. Jones, J. Bower, L. Clothier, T. M. Radenhurst, E. H. Whitmarsh, J. L. Read and Stephen Merrick, together with such other person or persons, Corporations or Municipalities, as shall, under the provisions of this Act, become Shareholders in such Company as is hereinafter mentioned, shall be and are ordained, constituted and declared to be a body corporate and politic, in fact, by and under the name and style of *The Perth and Kemptville 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, subject always to the following modification of the ninth sub-section of the Clause of the said "Railway Clauses Consolidation Act," headed "Plans and Surveys," that is to say: that lands to the extent of twenty acres may be taken by the said Company without the consent of the owner thereof, but subject to the provisions of the said Act in that behalf, for stations, depots or other purposes, in any City, Town or Village, in the line of the said Railway.

III. And be it enacted, That the said Company and their servants or agents, shall have full power under this Act to lay out, construct, make or finish a double or single track Railway or Road, at their own cost and charges, on and over any part of the country lying between Perth and the Bytown and Prescott Railway, at or near Kemptville aforesaid, and also if they see fit to extend such Railway or Road to the Town of Belleville or to the Town of Peterborough; Provided always, that inasmuch as an Act hath been passed during the present Session, incorporating the Brockville and Ottawa Railway Company, and empowering the said Company to construct a Railway from Brockville to the River Ottawa, and to make a Branch Railway from the Rideau at or near Smith's Falls to the Town of Perth, therefore the said Perth and Kemptville Railway Company shall not construct any Railway from Perth to any place at or near Smith's Falls aforesaid, unless the said Brockville and Ottawa Railway Company shall fail to make and complete their- said Branch Railway from, at or near Smith's Falls to Perth, within five years from the passing of their said Act of incorporation, or shall by an agreement in Writing signed by the Directors of the said Company, and under the Corporate Seal thereof, relinquish to the said Perth and Kemptville Railway Company, all right to construct such Railway between Perth and Smith's Falls.

IV. And be it enacted, That deeds and conveyances under this Act, for lands to be conveyed to the said Company for the purposes of this Act, shall and may, at the option of the Company, and as far as the title to the said land or the circumstances of the party making such conveyance will admit, be made in the form given in the Schedule to this Act marked A, and all Registrars are hereby required to enter in their Registry Books such deeds, and all other deeds under this Act for such lands, on the production thereof and proof of execution, without any memorial, and to minute every such entry on the deed; and the said Company are to pay to the said Registrar for so doing, the sum of Two Shillings and Six Pence, and no more.

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

VI. And be it enacted, That the Capital Stock of the said Company shall be One Hundred and Fifty Thousand Pounds currency, to be divided into fifteen thousand shares of Ten Pounds each, which amount shall be raised by the persons or parties above named, or some of them, together with such other persons and Corporations as may become Subscribers towards 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 passing of this Act, and for making 1 he surveys, plans and estimates connected with the said 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 whatsoever; 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 the Municipality of any Town or Township, on or near the line of the said Road, to pay out of the General Funds of such Municipality their fair proportion of such Railway 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.

VII. And be it enacted, That H. Burret, A. Merrick, J. C. Lonsdale, R. Knap, T. M. Radenhurst, L. Clothier, R; Shaw, J. Doran, R. E. Matheson, A. R. Ward, J. S. Archibald, R. Kernahan, J. Bower, E. H. Whitmarsh, J. L. Read and Stephen Merrick, 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, and they, or a majority of them, shall have power to open Stock Books, and to make a call on the shares subscribed in such Books, and call a meeting of Subscribers for the election of Directors in the manner hereinafter provided, and to lay out the Railway, with all such other powers as by the said Railway Clauses Consolidation Act are conferred upon the Directors elected under the said Act, or named by this Act.

VIII. And be it enacted, That when and so soon as one sixth of the said Capital Stock shall have been subscribed, the said Directors, or a majority of them, shall call a General 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 Towns of Bytown, Perth and Prescott, and at such said General Meeting and at the Annual General Meeting mentioned in the next following Section, the private Shareholders present having paid ten per cent on the Stock subscribed by diem respectively, shall, either in person or by proxy elect nine Directors in manner and qualified as hereinafter mentioned, who, together with the ex officio Directors, as provided by the Railway Clauses Consolidation Act, shall hold office until the second Monday in January following, or in ease of the failure of the election of Directors at that date, then the said Directors shall continue to hold office until the election of Directors takes place.

IX. And be it enacted, That on the said second Monday in January, and on the second Monday in January 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 Share-holders entitled to vote at such Election, seven Directors; 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, Town or County on the line of the Road, and if any vacancy shall occur among the said seven Directors, by death, resignation or otherwise, such vacancy shall be filled, or left without being filled, as shall be decided by a majority of the Board of Directors, and the acts of the Board of Directors shall be good and valid, notwithstanding such vacancy or vacancies, provided there remains besides such vacancies a full majority of the whole Board of Directors; and the said seven elected Directors with the said ex officio Directors shall form the Board of Directors.

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

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

XII. And be it enacted, That the Directors of the said Company shall have power, from time to time, to make such calls of money from the Subscribers or holders of shares in the Capital of the said Company, who shall not already have paid the full amounts due and payable in respect, of their respective shares, as they shall deem necessary, so that no such call shall at any one time exceed the sum of One Pound and Five Shillings upon each share which any person or Corporation shall be possessed of or entitled unto, or the Subscriber or holder of, nor made payable at a less interval than one month from the previous call, and twenty-one days notice at least shall be given of every such call in such manner as the Directors shall appoint.

XIII. And be it enacted, That the number of votes to which each Shareholder shall be entitled on every occasion when votes of the Shareholders are to be given, shall be in proportion for the number of shares held by him, and 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; and any Municipal Corporation whose Warden, Mayor or Town Reeve shall be ex officio a Director of the said Company, shall not vote or be entitled to vote in or for the Election of other Directors of the Company to be elected by the Shareholders, or to vote at any General Meeting of the Shareholders.

XIV. And be it enacted, That the said Company shall have power to become parties to Promissory Notes or 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, or the Vice-President of the Company, and countersigned by the Secretary and Treasurer as such, after the passing of this Act, 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 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 Secretary or Treasurer of the Company so making, drawing, accepting or endorsing any such Promissory Note or Bill of Exchange, 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 payable to bearer, or any Note intended to be circulated as money or as Notes or Bills of a Bank.

XV. 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 lands of the Crown not theretofore granted or sold, lying in the route of the said Railway, as may be necessary for the use and purposes of the said Railway, as also so much of the land covered with the waters of any river, stream, lake or canal, or their respective beds, as may be found necessary for the making and completing, or working or more conveniently using the same, and thereon to erect such wharves, quays, inclined planes, bridges, cranes, engines and all such other works and buildings as to the said Company shall seem meet, for the purposes of the said Railway: 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 regulations 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 any 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.

XVI. 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 the said 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 tolls 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.

XVII. And be it enacted, That in case of neglect or refusal to pay the loll or freight due to the said Company on any goods, they shall have the power to detain the same until payment of such freight be made, and in the meantime such goods will be at the risk of the owner as provided in the said Railway Clauses Consolidation Act, and if such goods be of a perishable nature, the said Company shall have the right to sell the same forthwith on the certificate of two competent persons establishing the fact of their being so perishable, and if such goods be not of a perishable nature, and shall remain unclaimed for a period of twelve months, it shall be lawful for such Company after giving one month's notice in two newspapers published at or nearest the locality where such goods may be, to dispose of the same by Public Auction, and to hand over to the owner the produce of such sale, if he shall claim the same, after the deduction of the said tolls and freight and of the expenses incident to such sale, and no interest shall accrue on the amount so payable to the owner of such goods during the time it maybe in the possession of the Company, if the owner shall neglect to claim or refuse to receive it.

XVIII. And be it enacted, That it shall and may be lawful for the said Company to cross, intersect, join and unite the said Railway with any other Railroad or Railway, with the consent of the Directors of any such Railway, at any point on its route, and upon the lands of any other Railroad or Railway, and make the necessary works and conveniences for the purposes of such connection, and the said Company may agree and unite with any other Company in forming such connection or intersection, and in granting the facilities therefor, and in case of refusal or of disagreement upon the amount of compensation to be made therefor, or upon the point or manner of such crossings or connection, the same shall be settled and determined by Arbitrators, to be appointed by two of the Judges of either of the Superior Courts of Common Law in Upper Canada.

XIX. 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 Railway or any part thereof, or for the use and working thereof, at any time or times to such other Company, or for leasing or hiring out to such other Company, any locomotives, cars or 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, of 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 any part or the whole of the said Railway or moveable property of the said Company, or of the Railway or moveable property, or either, of such other Company in common by the two Companies, or generally to make any agreement or agreements with any other Company or Companies touching the use, or leasing or working, by any one or more of them, of the Railway or Railways and moveable property belonging to such Company or Companies, or any part thereof, and touching sendees to be rendered by any one or more and 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, tender or machine or contrivance connected therewith, from any Foreign Railroad Company, brought into this Province in pursuance of any such agreement, but remaining the property of a Foreign Company and intended to pass regularly 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.

XX. And be it enacted, That it shall be lawful for the said *The Perth and Kemptville Railway Company*, at any time hereafter, to form such union, junction or amalgamation with any other Railway Company, and upon such terms and conditions as may be agreed upon at a General Meeting of the Shareholders of the said Company specially convoked for that purpose, and it shall be lawful for any other Company to enter into such union, junction or amalgamation, if agreed to or authorized by a General Meeting of the Shareholders of such other Company, and after such union, junction or amalgamation being made, the Companies so united shall form one and the same Company under the name and style which shall be agreed upon, and shall be a Body Corporate and Politic, in fact, by and under the name and style that shall be so agreed upon, and retain all their corporate powers and functions.

XXI. And be it enacted, That all provisions of law inconsistent with this Act, are and shall be repealed, in so far as relates to this Act, from the passing thereof.

XXII. 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 _____ (here insert the name of the wife, if any,) in consideration of, (name the sum) paid to me by *The Perth and Kemptville Railway Company*, the receipt whereof is hereby acknowledged, do hereby grant unto *The Perth and Kemptville Railway Company* and their assigns for ever, all that certain piece of ground situate (describe the land,) the same having been set out and selected by the said Company for the purposes of their Railway.

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

Signed, sealed and delivered

in presence of _____

(And if the wife join)

A. B. [L. S.]

C. D. [L. S.]