

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

16 Victoria – Chapter 247

An Act to incorporate certain persons under the name of *The Quebec and Trois-Pistoles Navigation Company*. Assented to 14th June, 1853.

Whereas William Price, C. H. Tétu, Henry John Noad, James Gibb, Gibb and Ross, L. Renaud and Brothers, Julien Chouinard, L. and C. Tétu, Archibald Campbell, François Defoy and F. X. Paradis have, by their humble petition in this behalf, represented that an Association hath been formed in the city of Quebec, in which they, with certain others, have become subscribers and shareholders, with the view of promoting the interests of the public by procuring for the inhabitants of the districts of Quebec and Kamouraska the advantages of Steam Navigation, and enabling them to profit by the benefits to be derived from the wharves and landing places now in progress of construction on the shores of the Saint Lawrence below Quebec, by the population of that part of the Province, for the use of the trade and the advantage of persons travelling between the Port of Quebec and the lower Ports of the Saint Lawrence and other places; that the capital Stock of the said Association is limited to the sum of Thirty Thousand Pounds currency, divided into six hundred shares, of Fifty Pounds each; that ninety shares have been subscribed, upon which a sum of money has been paid in and is held by the said Association, and have prayed that for the better effecting the purposes of the said Association, they and their successors be incorporated; And whereas the said Association have commenced building a Steam Vessel for the said purposes; And whereas divers debts are now due to them by divers parties for the amount of their shares in the said Association and by divers parties who have contracted with them, and that the recovery of such debts by suits at law is attended with serious inconvenience; And whereas divers individual members of the said Association are exposed to suits at law on account of the business of the Company, and other difficulties and embarrassments have occurred in the management of the affairs thereof; And whereas the said Company tends to facilitate and promote the inland navigation of the Province: 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 mid Lower Canada, and for the Government of Canada*, and it is hereby enacted by the authority of the same, That William Price, Charles Hilaire Tétu, Henry John Noad, James Gibb, Gibb and Ross, L. Renaud and Brothers, Julien Chouinard, L. and C. Tétu, Archibald Campbell, François Defoy and François Xavier Paradis, and all other persons who are now or may hereafter become subscribers and shareholders in the said Association, and all or any other person or persons, Bodies Politic and Corporate, who, as executors, administrators, successors or assigns, or by any other lawful title whatsoever, may hold any part, share or interest of and in the capital stock of the same, their several and respective heirs, executors, curators, administrators, successors and assigns, shall be and they are hereby ordained, constituted and declared to be a Body Politic and Corporate, by the name and style of "*The Quebec and Trois-Pistoles Navigation Company*," and shall, by that name, have perpetual succession and a Common

Seal; and may make, establish and put into execution, alter or repeal such By-laws, Rules, Ordinances and Regulations, as shall not be contrary to the laws of this Province or to the Constitution thereof, or to the provisions of this Act, and as may appear to them necessary or expedient for the management of the business of the said Company: Provided always, that no By-law, Ordinance, Rule or Regulation, shall be in force until the same shall have been approved of at a General Meeting of the shareholders; and by the same name of "*The Quebec and Trois-Pistoles Navigation Company*," they shall hold the Steam Vessel now in progress of construction, and such others as they shall construct, and all and singular the goods and chattels, debts and credits, which, at the time of the commencement of this Act, belonged and appertained to the said Association; and the said Steam Vessels, goods, chattels, debts and credits are hereby vested in the said Navigation Company, and by the same name of "*The Quebec and Trois-Pistoles Navigation Company*," they and their successors and assigns shall be in law capable of holding any personal estate, goods, chattels or effects, and also any real estate not exceeding in value Five Thousand Pounds current money of this Province, which shall form part of the said capital of the Company, at any one time, for the use of the Company, and of letting to hire, leasing, selling, conveying or otherwise disposing thereof for the benefit and on account of the said Company, from time to time, as they shall deem necessary, and upon the sale of such real property to invest the proceeds thereof in other real property; Provided always, that they, the said William Price, Charles Hilaire Tétu, Henry John Noad, James Gibb, Gibb and Ross, L. Renaud and Brothers, Julien Chouinard, L. and C. Tétu, Archibald Campbell, François Defoy and F. X. Paradis, and all other persons who are now or may hereafter become subscribers and shareholders in the said Association, their several and respective heirs, executors, curators, administrators, successors and assigns, shall pay and satisfy all claims, debts, dues and demands, which shall, at the commencement of this Act, lawfully and of right be and remain against the said Association, and which but for the passing of this Act might have been proved against, the said Association, and shall and may sue for and collect all debts, subscriptions or causes of action belonging or due to the said Company before this Act shall come into effect.

II. And be it enacted, That the superintendence, control and management of the affairs of the said Company shall be vested in seven Directors, four of whom shall be a quorum, which said Directors shall be shareholders in the Company, and shall be elected on the second Monday of January in each and every year, at such time of the day and at such place as a majority of the Directors for the time being shall appoint; and notice shall be given by the said Directors in some one or more newspapers published, in the city of Quebec of such time and place, at least ten days previous to the said election; and such election shall be had and made by such of the Shareholders of the said Company as shall attend for that purpose in their own proper person or by proxy; and all elections of Directors shall be by ballot, and the seven persons who shall have the greatest number of votes at any election shall be Directors until the next ensuing annual election, or the appointment of their successors as hereinafter provided for; and at the first meeting of such Directors after their election, they shall choose out of their number a President who shall hold his office during the period for which the said Directors have been elected, and until the appointment of his successor; and it shall be the duty of the said President to preside at all meetings of the shareholders or Directors, and in case of an equality of votes, to give a double or casting vote; and it shall be lawful for the said Directors, from time to time, in case of the death, resignation or

absence from the Province for six months consecutively, of the person so chosen to be President, to choose from among them, the said Directors, another person to be President in his stead, and in the event of any temporary absence of the said President, whether occasioned by sickness or otherwise, the remaining Directors may, by a vote duly recorded in the register of their proceedings, when assembled for the transaction of business, appoint one of themselves to supply the place of such President; and if any vacancy or vacancies shall at any time happen among the Directors by death, resignation or absence from the Province, the same shall be filled for the remainder of the year by such person or persons as the remaining Directors or a majority of them may appoint, and it shall be lawful for the said shareholders, at any meeting specially called for that purpose, to remove all or any of the said Directors or the said President, and to appoint others in their or his stead in the same manner as the annual election of Directors is hereby provided for.

III. And be it enacted, That each shareholder shall be entitled to a number of votes proportionate to the number of shares which he shall have held in his name at least one month previous to the time of voting, being one vote for each share; and all questions brought before the shareholders at, any General or Special Meeting, shall be decided by a majority of such votes, subject, in case of an equality of votes, to the casting or double vote of the President.

IV. And be it enacted, That the President, or any two or more Directors, may, at any time and from time to time, call a Meeting or Meetings of the shareholders, either for general or special purposes; and that any twelve shareholders may, from time to time, call Special Meetings of the Company, upon giving at least ten days' notice by advertisement in one or more newspapers published in the city of Quebec, or by sending a written or printed notice to each shareholder, by post or otherwise; and every advertisement or notice calling a Special Meeting shall specify distinctly the purpose or purposes for which such Meeting is called, and no other matter or business shall be discussed, concluded upon or settled at such Meeting,

V. And be it enacted, That if at any time it happen that an election of Directors shall not be made when on any day 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 the same manner as the annual election of Directors is herein provided for.

VI. And be it enacted, That it shall be the duty of the Directors to make such yearly dividends of the profits of the said Company as to them, or a majority of them, shall appear advisable; and that once in each year an exact and particular statement shall be made of their affairs, debts, credits, profits and losses, such statement to appear on the books of the Company, and to be open to the perusal of any stockholder at his or her reasonable request; and a copy thereof, certified by the oath of the President and one of the Directors, shall be transmitted annually to the three branches of the Provincial Legislature, which oath any Justice of the Peace is hereby authorized to administer.

VII. And be it enacted, That the shares of the said capital Stock shall be transferable, and may, from time to time, be transferred by the respective persons holding and owning the same: Provided always, that such transfer be made in the manner prescribed by the By-laws to be made in that behalf by the said Company.

VIII. And be it enacted. That William Price, C. H. Tétu, Henry John Noad, James Gibb Ross, Julien Chouinard, William Fraser and James Gibb shall be Directors, and the said William Price shall be President of the said Company, until the second Monday of January, one thousand eight hundred and fifty-four, and until the appointment of their successors, as provided for in this Act; and they shall have like powers for the management of the Company's affairs as are hereby given to the President and Directors to be in future annually elected in conformity with this Act.

IX. And be it enacted, That for the recovery and enforcement of all claims, debts, dues and demands, which, at the time of the commencement of this Act, or at anytime thereafter may exist against the said Association or against the said Company, sendee of process at the Company's Office, in the city of Quebec, shall be held and deemed to be good and sufficient service in all suits and proceedings at law, commenced or instituted in Lower Canada.

X. And be it enacted, That this Act shall be and the same is hereby declared to be a Public Act.