

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

16 Victoria – Chapter 45

An Act to authorize the Brantford and Buffalo Joint Stock Rail-road Company to construct a Railway from Fort Erie to Goderich. 10th November, 1852.

Whereas certain persons having associated themselves together, for the purpose of the constructing a Railroad from Fort Erie to intersect the Great Western Railroad at or near the Town of Brantford, and having complied with all the requirements of the Act passed in the twelfth year of Her Majesty's Reign, and intituled, *An Act to authorize the formation of Joint Stock Companies for the construction of Roads and other Works in Upper Canada*, did, under the provisions of the said Act as extended by the Act passed in the Session held in the thirteenth and fourteenth years of Her Majesty's Reign, and intituled, *An Act to amend, and extend the provisions of an Act passed in the twelfth year of Her Majesty's Reign, intituled, 'An Act to authorize the formation of Joint Stock Companies for the construction of Roads and other Works in Upper Canada,'* become a body corporate by the name and style of *The Brantford, and Buffalo Joint Stock Railroad Company*, and were by that name acknowledged by the Legislature in the Act passed in the Session held in the fourteenth and fifteenth years of Her Majesty's Reign, and intituled, *An Act to repeat, so much of the Act thirteenth and fourteenth Victoria, chapter seventy-two, as relates to the construction of Railways*, and were therein expressly exempted from the effect thereof; And whereas the said Brantford and Buffalo Joint Stock Railroad Company have expended large sums of money on their Railway between Fort Erie and Brantford, so that the works on the said Railway are in a very advanced state; And whereas the said Company have by their petition, represented that being desirous of extending their said Railway from the Town of Brantford aforesaid through the Towns of Paris and Stratford to the Town of Goderich, in the County of Huron, and holding themselves to be thereunto empowered by the provisions of the Act passed in the Session last aforesaid, and intituled, *An Act to amend the Act intituled, 'An Act to authorize the formation of Joint Stock Companies for the construction of Roads and other Works in Upper Canada,'* they prepared to extend their said Railway accordingly, and opened books of subscription for raising the additional Stock required for the purpose, and obtained subscribers for the same, and that among others the County Council of United Counties of Huron, Perth and Bruce have resolved to empower the Warden thereof to subscribe for shares in the Stock of the said Company to the amount of one hundred and twenty-five thousand pounds, and have adopted for publication, and have printed, published and passed the requisite By-law; and that the said Company have caused surveys and plans to be made for the proposed extension; And whereas the said Company have further represented, that although they believe their powers under the Acts aforesaid to be sufficient to enable them to effect such extension as aforesaid, yet that numerous advantages would accrue as well to themselves as to the public, if the provisions of *The Railway Clauses Consolidation Act*, passed in the now last session, were extended to them, and their rights and duties were regulated by its enactments; And whereas it is right and for the public good to grant the prayer of the said Company: 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-mute 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 Incorporated Company hereinbefore mentioned heretofore known by the name of *The Brantford and Buffalo Joint Stock Railroad Company*, shall, from and after the passing of this Act, be a body corporate by the name or style of *The Buffalo, Brantford and Goderich Railway Company*, and by that name the present members of the said Brantford and Buffalo Joint Stock Railroad Company, and all such persons and parties as shall under the provisions of this Act become Shareholders in the Railway hereby authorized to be made, their several and respective heirs, executors, administrators, successors and assigns, shall be and remain an incorporated Company for constructing, maintaining and working the Railway hereinafter mentioned, under the provisions of this Act, and the said Company shall be and are hereby authorized and empowered by themselves, their deputies, agents, officers, workmen and servants, to make and complete a Railway to be called *The Buffalo, Brantford and Goderich Railway*, from the Niagara River at or near Fort Erie in the Township of Bertie, in the County of Welland, to the Town of Brantford, in the County of Brant, and thence through Paris and Stratford to the waters of Lake Huron at the Town of Goderich, on Lake Huron, in the County of Huron.

II. And be it enacted, That from and after the passing of this Act, all and singular the property of the said Brantford and Buffalo Joint Stock Railroad Company, whether the same be real or personal estate, or of what, kind and nature soever, shall be and become the property of *The Buffalo, Brantford and Goderich Railway Company*, and of their successors and assigns, and *The Buffalo, Brantford and Goderich Railway Company* shall thenceforth be subject to be held responsible for all contracts, agreements and obligations made and entered into by the said Brantford and Buffalo Joint Stock Railroad Company, or which shall or may thereafter be made or entered into by the President of the said Company under the authority of any By-laws or Resolutions of the said Company; Provided always, and be it declared and enacted, That neither the change made by this Act in the name of the said Company, nor any thing else herein contained, shall be construed to make the said Company a new Company or a new Corporation, so as to cause any action, suit or proceeding to which the said Company may be a party to abate or cease, but the same may, upon suggestion of the passing of this Act, be continued by or against the said Company, by the name hereby assigned to it; and every subscription to the Stock of the said Company by its present name shall be to all intents and purposes as binding, valid and effectual, and shall vest in and impose upon the subscriber the same rights and liabilities as if made after the passing of this Act and to the Stock of the said Company by the name hereby assigned to it.

III. And be it enacted, That the By-laws, Rules and Regulations of the said Company made before the passing of this Act, shall remain in force, and shall apply to be the whole Railway hereby authorized to be constructed, in so far and in so far only as they may be consistent with the provisions of this Act, and until they shall be repealed, altered or amended by others to be made under this Act, and the provisions of the Act herein first above mentioned and of the Act amending the same, under which the said Company was originally constituted and has heretofore acted, shall after the passing of this Act cease to apply to the said Company or to their Railway and

works, except in so far as relates to rights acquired under the said Acts or either of them by the said Company or others, and except in so far as relates to any action, suit or proceeding commenced by or against the said Company before the passing of this Act, which shall be continued, governed and completed by and under the provisions of the Acts last referred to.

IV. And be it enacted, That the several clauses of *The Railway Clauses Consolidation Act*, passed during the now last Session of the Provincial Parliament, 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," "Powers," "Plans and Survey," "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, and shall accordingly apply to the said Company and the said Railway, except only in so far as it may be expressly otherwise provided by this Act, or as they may be inconsistent with the express enactments thereof; and the expression "this Act," when used herein, shall be understood to include the Provisions of *The Railway Clauses Consolidation Act* which are incorporated with this Act as aforesaid.

V. 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 right to hold stock in the said Company, to vote on the same, and to be eligible to office in the said Company.

VI. And be it enacted, That it shall and may be lawful for the said *Buffalo, Brantford and Goderich Railway Company* to increase the Capital Stock of the said Company, by such sums as may be required to enable them to complete the said Railway from the Niagara River at or near Fort Erie in the Township of Bertie, to the Town of Goderich aforesaid, via the Towns of Brantford, Paris and Stratford aforesaid, and for the completion of the works necessary for the efficient working and maintaining of the said Railway; provided the whole Capital Stock of the said Company shall not at any time exceed the sum of one million pounds; and the said Capital Stock shall be divided into shares of five pounds each; and such increase of Capital Stock may be effected either by the admission of new subscribers or Shareholders, or the additional sum may be raised by subscription among the present Shareholders, or such increase may be effected in both the said ways.

VII. And be it enacted, That any party or parties holding Stock in the Company hereby incorporated to the amount of one hundred shares, or any amount less than one hundred shares, shall at the meetings of the Shareholders have one vote for each share; and for any amount over one hundred shares and not over six hundred shares, one vote to two shares; and for any amount over six hundred, and not over fifteen hundred shares, one vote to three shares; and for any amount exceeding fifteen hundred shares, one vote to four shares.

VIII. And be it enacted, That the present Directors of the said Company shall continue in office as such, until the second Monday in June, in the year one thousand eight hundred and fifty-three, and that on the said day, and on the second Monday in June, in each year thereafter, or on such

other day as shall be appointed by any By-law, an annual general meeting of the said Shareholders shall be held at the office of the Company, for the time being, to choose nine 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 three 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 notice, and proceed to the execution of the powers by this Act given to 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 after the said second Monday in June, one thousand eight hundred and fifty-three, the number of Directors of the said Company shall always be nine, and they shall hold their office from the time of their election until the next annual meeting, or until others shall be elected in their stead, but any Directors may be reelected; and at any meeting of the said Directors, five Directors shall be a quorum, and shall be competent to use and exercise all and any of the powers hereby vested in the said Directors: Provided that no person shall hereafter be elected a Director who shall not hold at least ten shares in the stock of the Company.

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

X. And be it enacted, That for and notwithstanding any thing in any Act or law to the contrary, it shall be lawful for the said Company hereby incorporated to hold to them and to their successors and assigns, as lessees of the Crown, the Ferry at Fort Erie Rapids, subject to the conditions and restrictions and according to the terms mentioned and contained in the lease thereof to the said Brantford and Buffalo Joint Stock Railroad Company, and to possess, exercise and enjoy all the powers, rights and privileges which appertain thereto, and from time to time to obtain a renewal thereof, and also from time to time to construct, purchase, own and maintain one or more Ferry Boats for the purpose of transporting goods and passengers to and from the United States, according to the terms of the Lease aforesaid, and to subscribe, purchase and hold shares in the Stock of any Railroad from Black Rock to the City of Buffalo.

XI. And be it enacted, That for and notwithstanding any Act or law to the contrary thereof, the provisions of By-law number five of the County Council of the United Counties of Huron, Perth and Bruce, intituled, *A By-law to authorize the Warden of the United Counties of Huron, Berth and Bruce to issue Debentures in payment of twenty-live thousand shares of the increased Capital Stock of The Brantford and Buffalo Joint Stock Railroad Company*, and also of any By-law or By-laws of any other Municipal Corporation in Upper Canada already passed, or which may have been adopted for publication, and are now in progress of being passed for the purpose of authorizing the Mayor, Warden, or Reeve of such Municipality, to acquire stock in the said Brantford and Buffalo Joint Stock Railroad Company, shall extend and apply to *The Buffalo, Brantford and*

Goderich Railway Company; and the Mayor, Warden, or Reeve of such Municipality respectively, is hereby authorized and empowered to subscribe for stock in and to issue Debentures to the said last mentioned Company, in the same manner and with the like force and effect as now is or shall as aforesaid be authorized and provided for by any Bylaw already passed or to be passed in relation to the said Brantford and Buffalo Joint Stock Railroad Company.

XII. And whereas the City of Buffalo, in the State of New York, one of the United States of America, is, by virtue of an Act of the Legislature of the said State, empowered to acquire and hold, and the said City does now hold, seven thousand five hundred shares in the Capital Stock of the said Brantford and Buffalo Joint Stock Railroad Company; and whereas provision is made in the said Act for the nomination by the Common Council of the said City of one Director of the said Company for every three thousand seven hundred and fifty shares held therein by the said City; and whereas it is expedient to empower the said Common Council to appoint one or more Directors of the said Company accordingly: Be it therefore enacted and declared, That it shall be lawful for the Common Council of the said City of Buffalo, at any time within one month next preceding the annual election of Directors of *The Buffalo, Brantford and Goderich Railway Company*, to nominate and appoint one or more persons to be a Director or Directors of the said last mentioned Company, in the proportion of one Director for every three thousand seven hundred and fifty shares of the Capital Stock of the said Company, which shall, at the time of such nomination and election, be held and owned by the said City; and every such person so nominated and appointed, shall, without other qualification, on the day of such election, and thenceforth until the then next ensuing election of Directors, be and become a Director of the said Company: Provided always, that the said Common Council shall not be allowed to vote by virtue of their shares so to be held by them as aforesaid, for the election of any Director or Directors at any meeting of the said Company for that purpose assembled.

XIII. And whereas the said Brantford and Buffalo Joint Stock Railroad Company have executed under their Corporate Seal, Bonds to the amount of one hundred and twenty-five thousand pounds Sterling, in sums of two hundred pounds Sterling, each, payable at the counting house of Messrs. Baring Brothers and Company, London, England, on the first day of August, one thousand eight hundred and seventy-two, with interest at six per cent, per annum, payable semiannually to Arunah Huntington, or the holder thereof, which Bonds are secured by a mortgage deed bearing date the twenty-fifth day of August, one thousand eight hundred and fifty-two, executed under the Corporate Seal of the said last mentioned Company, to certain Trustees therein named, whereby the lands, railways, rails, fences, warehouses, buildings, fixtures and appurtenances to the said Company belonging, together with the tolls, income and profits to be derived from the same, are mortgaged and pledged in trust as a security for the payment of the said sum of one hundred and twenty-five thousand pounds, with the interest to accrue thereon, according to the tenor and effect of the said mortgage deed; and whereas it is expedient to ratify, confirm and make valid the said Bonds and mortgage deed, and to provide that the same shall be chargeable and obligatory upon the Company hereby incorporated: Be it therefore enacted and declared, That from and after the passing of this Act, the said several Bonds of *The Brantford and Buffalo Joint Stock Railroad Company*, so as aforesaid executed, to the amount of one hundred and twenty-five thousand pounds, shall be and become obligatory and of force according to the

purport, conditions and tenor thereof, upon *The Buffalo, Brantford and Goderich Railway Company*, in the same manner and with the same force and effect as if the said Bonds had been originally made and executed by and in the name of the said last mentioned Company, and that the said mortgage deed for securing the payment of the said Bonds is and shall continue to be and subsist as good, valid and obligatory upon *The Buffalo, Brantford and Goderich Railway Company*, according to the purport and terms thereof, in respect of all and singular the property, privileges and effects therein mentioned, and the covenants, agreements and provisoes contained therein: And the said Bonds and the Interest Warrants annexed thereto, together with all Bonds and Interest Warrants which shall at any time hereafter be issued by the said *Buffalo, Brantford and Goderich Railway Company*, payable to bearer, under the provisions of *The Railway Clauses Consolidation Act*, shall be assignable at law by delivery, and may be sued on and enforced by the respective bearers and owners thereof for the time being, in their own names.

XIV. 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 such conveyances will admit, be made in the form given in the Schedule of this Act, marked A.

XV. And be it enacted, That unless the said Company shall within one year from the passing of this Act, commence the construction of that portion of the said Railway extending from Stratford to the Town of Goderich, and finish the same in three years from the fifteenth day of May next, the authority of the said Company to commence and construct such portion of the said Railway from Stratford to Goderich, and all the rights hereby conferred upon the said Company so far as relates to such portion of the said Railway, shall wholly cease and determine.

XVI. And be it enacted, That thi9 Act shall be a Public Act.

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 Buffalo, Brantford and Goderich Railway Company*, the receipt whereof is hereby acknowledged, grant, bargain, sell, convey and confirm unto the said *The Buffalo, Brantford and Goderich 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 Road. To have and to hold the said land and premises together with the hereditaments thereto, to the said *The Buffalo, Brantford and Goderich Railway Company*, their Successors and Assigns for ever, (here, dower if any.)

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

L. S.

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Signed, Scaled and delivered
in presence of _____