

*Laws of Her Majesty's Province of United Canada*, passed in the year 1854. Quebec: Stewart Derbyshire and George Desbarts, 1854.

18 Victoria – Chapter 183

**An Act to incorporate The Sorel, Drummondville and Richmond Railway Company. Assented to 19th May, 1855.**

Whereas the persons hereinafter named have petitioned the Legislature for the incorporation as a Company to construct the Railway hereinafter described, and it is expedient to grant their request: 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, as follows:

I. R. Nugent Watts, J. G. Crebassa, Antoine N. Gouin, G. L. Marler, J. B. E. Dorion, R. H. Kitson, J. F. Sincennes, D. McCarthy, J. Lamère, C. C. Sheppard, J. R. Sincennes, James Kelly, Pierre Boisvert, R. Harrower, F. Gervais, Jonathan Wurtele, Moise Fortier, H. S. Griffin, F. X. Rivard, P. C. Ste. Marie, E. C. Wurtele, G. T. Pelletier, P. E. Mignault, J. B. Commault, Lewmon Walker, Benjamin Thérien, John Ralph, Samuel Torrance, with all such other persons and Corporations as shall become Shareholders in the Company hereby constituted, shall be, and they are hereby ordained, constituted and declared to be a Body Corporate and Politic, by and under the name and style of *The Sorel, Drummondville and Richmond Railway Company*, and the name of their undertaking shall be *The Sorel, Drummondville and Richmond Railway*.

II. The first, second, third and fourth clauses of the *Railway Clauses Consolidation Act*, and also the seventh and following clauses thereof, having reference 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," as amended or modified by the Act passed in the now last Session of the Provincial Parliament, intituled, *An Act in addition to the General Railway Clauses Consolidation Act*, shall be incorporated with this Act, save in so far as they are expressly varied by any clause or provision hereinafter contained.

III. The said Company are hereby authorized and empowered to lay out, construct, make and finish a double or single Iron Railway from any place within the Borough of Sorel or William Henry, in the County of Richelieu, through the Parishes of St. Michel d'Yamaska and St. David, and the Townships of Upton and Grantham, to Drummondville in the County of Drummond, and thence through the Townships of Wickham and Durham, to the village of Richmond or its environs, situate within the District of St. Francis on the south-west side of the river St. Francis; And also to lay out, construct, make and finish any Branch or Branches of the said Railway, not exceeding ten

miles in length in any case, from any Terminus or Station thereof, under the conditions hereby established for the main Line thereof.

IV. The said Company are hereby authorized and empowered to erect and construct such Bridges, for the purposes of their Railway or of any Branch thereof, over any part of any River as they may deem necessary; and also, should they see fit, to adapt such Bridges to the passage of horses, vehicles and passengers, the whole subject to the clauses, conditions and stipulations of the *Railway Clauses Consolidation Act*, and of the Act above mentioned, intituled, *An Act in addition to the General Railway Clauses Consolidation Act*, and also to take, receive and exact such rates of Toll upon all horses, animals, vehicles and passengers passing over any Bridge so adapted to the passage thereof, as by the Governor in Council shall from time to time be fixed and allowed; Provided always, that the said Company shall not commence the construction of any Bridge over any stream of a width, at flood water, exceeding fifty yards French measure, until after the plans thereof, and of all works thereunto relating, shall have been submitted to and approved by the Governor in Council.

V. The said Company are hereby authorized and empowered 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 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, Laker 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 and quays, inclined planes, bridges, cranes and other works as to the said Company shall seem meet; Provided always, that the said Company shall not cause any obstruction in, or impede the free navigation of any river, stream or canal; and they shall leave such opening between the piers of any bridge or viaduct which they may erect over any navigable stream or canal, and shall construct such draw-bridge or swing-bridge over the channel of such River or Canal, as the Governor in Council shall direct; and they shall be subject to such regulations with regard to the opening and closing of such draw-bridge or swing-bridge, and otherwise, as the Governor in Council shall make from time to time; and they shall not commence the construction of 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 the plans of such work shall have been submitted to and approved by the Governor in Council.

VI. All Deeds and Conveyances for lands to be conveyed to the said Company for the purposes of this Act, may, in so far as the tide to the said lands, or the circumstances of such parties -mailing such conveyances will admit, be made in the form given in the Schedule of this Act marked A, in presence of any two or more witnesses; and for the due enregistration thereof, the said Company shall, at their own expense, furnish the Registrar of each County traversed by the said Railway, with a Book or Books having a sufficient number of copies of the said form therein printed, one on each page, leaving the requisite blanks to suit the various cases of conveyance, such Book or Books being authenticated in the manner in which the ordinary Registers of such Registrar are by law required to be authenticated; and such Boole or Books shall by such Registrars, be received and kept as, and shall be so many Registers of their respective offices, and they shall therein enregister such Deeds, upon production thereof and proof of their execution, by the oath of one credible

witness, which oath they are hereby authorized to administer; and they shall certify such enregistration and the date thereof on each such Deed; and the Company shall pay for such enregistration of and certificate upon each such Deed, the sum of Two Shillings and Six Pence currency, and no more; and such enregistration shall be to all intents, valid in law; and in the absence of the original of any such Deed, copies thereof taken from such Register, and duly certified by the Registrar having charge thereof, shall be held and treated as authentic copies of such Deed; and such Registrar shall be entitled to a fee of Five Shillings currency, and no more, for every such certified copy.

VII. The Capital Stock of the said Company shall be- the sum of Two Hundred Thousand Pounds currency, to be divided into sixteen thousand shares of Twelve Pounds, Ten Shillings currency each, and shall be raised by the persons and corporations who may become Shareholders in such stock; and the money so raised shall be applied, in the first place, to the payment and discharge of all fees, expenses and disbursements for procuring the passing of this Act, and for making the surveys, plans and estimates connected with the said Railway; and all the remainder of the said money shall be applied to the making, completing, maintaining and working, of the said Railway, and to no other purpose whatever; Provided that the Capital Stock may be increased at any time, if the Company should find it necessary, as provided for by the Railway Clauses Consolidation Act.

VIII. In the borrowing of money by way of loan, the Debentures, of the said Company may be in the form given in the Schedule of this Act marked B, or in any other like form, and need not be passed before Notaries; and the enregistration, in the manner hereinafter set forth, of any such Debenture, in the form of the said Schedule, in the Registry Office for the County of Richelieu only, shall perfect the *hypothèque* thereby created, and such *hypothèque* shall rank from the date of the presentment of such Debenture for enregistration, irrespectively of the issuing thereof; and every such Debenture, being enregistered and issued, shall be transferable by delivery, and binding to all intents against the said Company and all parties whatsoever, in favor of the bearer thereof, and shall hypothecate in his favor all the lands, wharves, buildings and real property whatsoever of the said Company, including all rails and iron thereto affixed, and all other the appurtenances thereto belonging.

IX. The said Company, in case of their requiring the enregistration of any Debentures as aforesaid, shall at their own expense furnish the said Registrar with a Book or Books having a sufficient number of Copies of the said form, of Debenture therein printed one on each page, leaving the requisite blanks, and without any interest Coupons thereto, such Book or Books authenticated in the manner in which the ordinary Registers of such Registrar are by law required to be authenticated; and such Book or Books shall by the said, Registrar be received and kept as, and shall be so many Registers of the said Office; and he shall therein enregister the said Debentures, upon production thereof; and he shall certify such enregistration and the date thereof, on each such Debenture; and for such enregistration of and Certificate upon each such, Debenture, he shall be entitled to a fee of One Shilling and Three Pence currency, and no more.

X. If after such enregistration any such Debenture of the said Company shall be presented at the said Registry Office with the word "Cancelled," and the signature to such word added of the

President or Secretary of the said Company written across the face thereof, the said Registrar, on receipt of a fee of One Shilling and Three Pence in that behalf, and on proof of such signature by the oath of one credible witness, which oath he is hereby authorized to administer, shall forthwith make an entry in the margin of the Register against the Registry of such Debenture, to the effect that the same has been cancelled, adding to such entry the date thereof and his signature; and thereupon such Debenture shall become and be held cancelled, and shall be filed and remain of record in the Said Registry Office.

XI. The parties named in the first section of this Act shall be and they are hereby constituted and appointed the first Directors of the said Company, and until others shall be named as hereinafter provided, shall constitute the Board of Directors of the said Company, with power to open Stock Books, to make a call upon the shares subscribed therein, to call a meeting of the Subscribers thereto, for the election of other Directors as hereinafter provided, and to lay out the said Railway, and with all such other powers as under the said Railway Clauses Consolidation Act are vested in such Board.

XII. So soon as one fifth of the said Capital Stock shall have been subscribed, it shall be lawful for the said Directors, or a majority of them, by public notice to be given at least thirty days previously in the *Canada Gazette*, and also at least fifteen days previously in at least one English and one French newspaper, published in the city of Montreal, and in two of the nearest country papers, to call a first General Meeting of the Shareholders at such time and place as they shall think proper, for the election of nine Directors who shall remain in office until their successors are elected as hereinafter provided.

XIII. The Annual General Meetings of the said Company shall be held thereafter, on the first Monday in the month of May yearly, or on such other day as shall be appointed by any By-law of the said Company, and at such place and hour as by such By-law shall be appointed; and public notice thereof shall be given at least thirty days previously in the *Canada Gazette*, and also at least fifteen days previously in at least one English and one French Newspaper published in the City of Montreal; and at every such Annual General Meeting the said private Stockholders shall elect nine Directors of the said Company, to hold office until the next annual General Meeting.

XIV. All elections of Directors by the said private Shareholders shall be by ballot; and the nine persons having the greatest number of votes at any election shall be declared elected; and if it shall happen that two or more have an equal number of votes, the said private Shareholders shall proceed to ballot anew, until a choice shall be made; and no person shall be qualified to be elected such Director by the said private Shareholders, unless he be a Shareholder holding Stock in the said Company, to the amount of one hundred pounds, and have paid up all calls due on his Stock.

XV. From and after the said first General Meeting of the said Company, the nine Directors so chosen as aforesaid, shall form the Board of Directors of the said Company; and if any vacancy shall occur among the said nine Directors, by death, resignation or otherwise, a majority of the remaining Members of the Board may elect any qualified Shareholder to fill such vacancy, until the next Annual General Meeting of the said Company.

XVI. Five Members of the Board of Directors of the said Company shall be a *quorum*, thereof for the transaction of business; and the said Board may employ one or more of their number as paid Director or Directors.

XVII. In case of the service upon the said Company of any writ of *saisie-arrêt*, or the said Company being required to answer to *Interrogatories sur faits et articles*, or to take the *serment décsoire* or *supplétoire*, it shall be competent to any officer of the said Company, being thereto duly authorized by vote or resolution of the Directors thereof, to appear and make declaration to such writ, or answer to such interrogatories, or take such oath, as the case may be, for the said Company; and such declaration, answers or oath, as the case may be, shall be taken as the declaration, answers or oath of the said Company, to all intents whatsoever; and the production and filing in Court, by such officer, of a copy of such vote or resolution, certified by the Secretary of the said Company under its common seal, shall be conclusive evidence of his authorization as in and by such copy set forth.

XVIII. The said Company shall have power to become a party to promissory notes and Bills of exchange for sums not less than twenty-five pounds currency; and any such promissory note made and endorsed, and any such bill of exchange drawn, accepted or endorsed, by the President or Vice- President of the said Company, and countersigned by the Secretary and Treasurer thereof, under authority 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 Vice-President of the said Company, and countersigned by the Secretary and Treasurer thereof, shall be presumed to have been properly so made, drawn, accepted or endorsed, as the case may be, unless the contrary be shown; and it shall not be necessary to have the seal of the said Company affixed to such promissory note or bill of-exchange; nor shall the officers of the said Company, signing, or countersigning the same or such acceptance or endorsement thereof, be thereby subjected individually to any liability whatever; Provided always, that nothing herein contained shall be held to authorize the said Company to issue any note. Or bill payable to bearer or intended to be circulated as money, or as the notes of a Bank.

XIX. The said Company shall have the right to hire, build, purchase, or otherwise, acquire, and to take and hold, one or more Steamboats or other vessels to ply as ferry-boats from the Sorel Terminus of their said Railway or any wharf near the same, over the River Richelieu or on the River Saint Lawrence, and to take, receive and exact tolls on all manner of goods, chattels, merchandize, horses, animals, vehicles and passengers whatsoever, conveyed over the same: Provided always, that such Ferry or Ferries shall, in such cases, be held and maintained in conformity with any regulations to be from time to time laid down therefor, by the Governor in Council, and that no higher or of her rates of toll shall be exacted, taken or received thereat, than such as the Governor in Council by such regulations shall allow;

XX. It shall be lawful for the said Company at anytime hereafter to unite with any other Railway Company, or with the' Grand 'Trunk Railway Company of Canada upon such terms and conditions as may be agreed upon by the Directors of each of such Companies, and thereafter, the

Companies so united shall form one and the same Company, or to enter into any other agreement of arrangements as may be agreed upon between the Directors of each of such Companies. Provided always, that no agreement for any such union shall have any force or effect unless and until the same shall have been sanctioned by the votes of a majority of the Shareholders of the said Company present in person or by proxy at a special general meeting of the said Company duly called for that express purpose, in such manner and with such notice as shall be required by the By-laws of the said Company.

XXI. This Act shall be deemed a Public Act.

Schedule A.

Know all men by these presents, that I, [or we, as the case may be,] A.B., \_\_\_\_\_ of \_\_\_\_\_, in consideration, of paid to me by the Sorel, Drummondville and Richmond Railway Company, the receipt whereof is hereby acknowledged, do hereby grant, bargain, sell, convey and confirm unto the said Company, their successors and assigns, for ever, all that tract or parcel [or those tracts or parcels, as the case may be,] of land situate, [here describe the lands,] 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 lands and premises, with all appurtenances thereto, to the said Sorel Drummondville and Richmond Railway Company, their successors and assigns for ever, [here add clause for release of Dower, if any.]

Witness my hand and Seal, [or, our hands and Seals, as the case may be,] this \_\_\_\_\_ day of \_\_\_\_\_, in the year of our Lord, one thousand eight hundred and \_\_\_\_\_

Signed, sealed, and delivered in presence of  
L. M. }  
N. O. } A. B. [L. S.]

Schedule B.

The Sorel, Drummondville and Richmond Railway.

No. \_\_\_\_\_ £ \_\_\_\_\_ sterling, [or, currency, as the case may be.]

This Debenture witnesseth that the Sorel, Drummondville and Richmond Railway Company, under authority of the Statute of the Province of Canada, passed in the eighteenth year of Her Majesty's Reign, intituled, An Act to incorporate the, Sorel, Drummondville and Richmond Railway Company are indebted to the bearer hereof in the sum of \_\_\_\_\_ sterling [or currency, as the case may be,] as a loan, to bear interest from the date of the issue hereof, at the rate of \_\_\_\_\_ per centum per annum, payable half yearly on the \_\_\_\_\_ day of \_\_\_\_\_, and on the \_\_\_\_\_ day of \_\_\_\_\_; which said sum of \_\_\_\_\_ sterling, [or currency, as the case may be,] the said Company hereby bind and, oblige themselves to pay on the \_\_\_\_\_ day of \_\_\_\_\_, in the year of our Lord, one thousand eight hundred and \_\_\_\_\_, to the bearer

hereof, and also to pay the interest thereon, half yearly as aforesaid, to, the bearer hereof, at the place, aforesaid, on delivery of the Coupons therefor, now forming part hereof.

And for the due payment of the said sum of money and interest, the said Company, under authority of the said Statute, do hereby hypothecate the real estate and appurtenances hereinafter described, that is to say, the whole of the Railway, known as the Sorel, Drummondville and Richmond Railway, and all branches thereof, including all the lands, wharves, buildings and real property whatsoever of the said Company, and all rails and iron thereto affixed, and all the other appurtenances thereto belonging.

In testimony whereof, A. B. of \_\_\_\_\_, Presidents of the said Company, hath hereto set his signature and affixed the common seal of the said Company, at this \_\_\_\_\_ day of \_\_\_\_\_ in the year of our Lord and thousand eight hundred and \_\_\_\_\_

A. B. [L. S.]  
President.

Countersigned and entered.  
C. D., Secretary.

I certify that this Debenture was duly presented for enregistration in the Registry Office for the County of Richelien, on the \_\_\_\_\_ day of \_\_\_\_\_, in the year of our Lord one thousand eight hundred and \_\_\_\_\_, at \_\_\_\_\_ of the clock in the \_\_\_\_\_ noon, and is accordingly enregistered in the Register for such Debentures marked \_\_\_\_\_ at page number \_\_\_\_\_

E. F.  
Registrar.

Issued to L. M. of \_\_\_\_\_, this \_\_\_\_\_ day of \_\_\_\_\_, in the year of our Lord, one thousand eight hundred and \_\_\_\_\_

C. D.  
Secretary.