

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

18 Victoria – Chapter 190

**An Act to incorporate the St. Clair, Chatham and Rondeau Railway Company. Assented to 30th May, 1855.**

Whereas the construction of a Railway from the St. Clair River, connecting it with the waters of Lake Erie, most, conduce greatly to the welfare of the inhabitants on the line of such Railway, and of the travelling public generally; And whereas Edwin Larwill, M.P.P., George Macbeth, M.P.P., John Scateherd, M.P.P., Thomas Daly, M.P.P., Francis Henry Burton, M.P.P., Joseph Slagg, Robert S. Woods, William Winter, William Scott and John Winter, 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 anti 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, 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. The said Edwin Larwill, George Macbeth, John Scatcherd, Thomas Daly and Francis Henry Burton, Joseph Slagg, Robert S. Woods, William Winter, William Scott and John Winter, together with such person or persons, Corporations and Municipalities, as shall, under the provisions of this Act, become Shareholders in the Company hereinafter mentioned, shall be and are hereby ordained, constituted and declared to be a body corporate and politic, by and under the name of the "St. Clair, Chatham and Rondeau Railway Company."

II. The several clauses of the Railway Clauses Consolidation Act, with respect to the 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, and shall be included by the expression "This Act," whenever used therein.

III. The said Company and their servants or agents shall have full power under this Act to lay out and construct, make and finish a double or single line of Railway or Road at their own cost or charges, on or over any part of the country lying between the St. Clair River and Lake Erie.

IV. Deeds and conveyances under this Act 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 parties making conveyances will admit, be made in the form given in the Schedule of this Act marked "A"; And all Registrars are hereby required to enter in their Registry Books such deeds on production thereof and proof of execution, without any Memorial, and to minute every such entry

on the deed; and the Company shall pay the Registrar for so doing the sum of two shillings and six pence, and no more.

V. The capital stock of the said Company shall be two hundred thousand pounds, divided into eight thousand shares, of twenty-five pounds each, which 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 this Act and for making the Surveys, Plans and Estimates of the said Road, and connected with the said Railway, and the remainder for making the said Railway and the works, thereunto appertaining or in preparing for the working them and not for any purpose other than those of this Act: Provided always, that the persons named in this Act, or a majority of them, shall cause books of subscription to be opened for thirty days in the towns of Windsor and Chatham, and afterwards in such other places as they may from time to time appoint, until the meeting of Shareholders hereinafter provided for, for receiving of subscriptions of persons willing to become subscribers to the said undertaking; and for that purpose it shall be their duty, and they are hereby required to give public notice, in one or more newspapers published in the said towns, as they or a majority of them may think proper, of the time and places at which such books shall be opened and ready for receiving subscriptions as aforesaid, and the persons authorized by them to receive such subscriptions, and a chartered Bank into which the ten per cent. thereon is to be paid, and the time hereinafter limited for such payment; and every person whose name shall be written in such books as a subscriber to the said undertaking, and shall have paid, within ten days after the closing of the said books, into the said Bank or any of its branches or agencies, ten per centum on the amount of stock so subscribed for, to the credit of the said Company, shall thereby become a member of the said Company, and shall have the same rights and privileges as such, as are hereby conferred on the several persons who are herein mentioned by name as members of the said Company: Provided also, and it is hereby enacted, that such ten per cent. shall not be withdrawn from the said Bank, or otherwise applied except for the purposes of the said Railway Company, or upon the dissolution of the said Company from any cause whatsoever: And provided further, that if the total amount of subscriptions, within the thirty days limited as aforesaid, shall exceed the capital stock limited by this Act, then in such case the shares of each subscriber or subscribers above ten shares shall, as nearly as may be, be proportionally reduced by the said persons, or a majority of them, until the total number of shares be brought down to eight thousand shares.

VI. It shall be lawful for the said Company to purchase, build, own, furnish and work steamboats for the carrying of goods and passengers on the River St. Clair and on Lake Erie, and to dispose of the same, and to take tolls for such services, to be fixed in the same manner as the tolls on the Grand Trunk Railway.

VII. So soon as two hundred thousand pounds, the capital stock of the said Company, shall have been subscribed and the ten per cent, paid thereon as aforesaid, a General Meeting of the Shareholders shall be held at the Town of Chatham, for the purpose of putting this Act into effect, which meeting shall be called by the said persons referred to in the last section, or a majority of them, thirty days public notice thereof being given by advertisement in one newspaper published

in the Towns of Chatham and Windsor, and in the City of Toronto, at which said General Meeting the Shareholders present having paid ten per cent, on their stock subscribed as aforesaid, shall, either in person, or by proxy, choose nine Directors in the manner and qualified as thereafter mentioned, who, together with the *ex officio* Directors, as provided for by the Railway Clauses Consolidation Act, shall hold office until the first Annual Meeting for the election of Directors and until others are elected in their stead.

VIII. On the second Monday in June in each year, at the Town of Chatham and at the office of the Company, there shall be chosen by the Shareholders nine Directors in the manner hereinafter directed, and public notice of such Annual Election shall be published one month before the day of election in two newspapers published in Chatham, and all Elections for Directors shall be by ballot, and the persons who shall have the greatest number of votes at any election shall be Directors, and if a vacancy shall at any time occur among the Directors by death, resignation or removal from the Province, such vacancy shall be filled for the remainder of the year by a majority of the Directors, and the said nine Directors with the said *ex officio* Directors shall form a Board of Directors.

IX. The number of Directors which shall form a *quorum* for the transaction of business may be regulated by the By-laws of the Company, and until such By-laws shall be passed a majority, of the Directors shall form such *quorum*: Provided that the Directors may employ one of their number as a paid Director.

X. The persons qualified to be elected Directors of the said Company, under this Act, shall be Shareholders holding stock to the amount of two hundred and fifty pounds, who shall have, paid up all calls on such stock. No call of money from the Shareholders shall exceed ten per cent, on the shares at any one time, and no two calls shall be made within three months of each other.

XI. Each Shareholder in his own right shall be entitled to a number of votes equal to the number of shares which he shall have in his own name two weeks prior to the time of voting.

XII. 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 by the President or Vice-President of the Company, 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 Company, and every such Promissory Note or Bill of Exchange made, drawn, accepted or indorsed by the President or Vice-President of the Company, and countersigned by the Secretary and Treasurer thereof, shall be presumed; to have been properly made, drawn, 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 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 subjected 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.

XIII. The Gauge of the said Railway shall be five feet six inches.

XIV. The said Railway shall be commenced within two years and completed within five years after the passing of this Act.

XV. This Act shall be deemed a Public Act.

Schedule A.

Know all men by these presents that I, A. B., of \_\_\_\_\_ (and I, C. D., wife of the said A. B., — if there be dower, or if for any other reason or thing the wife is to join in the conveyance,) do hereby, in consideration of the sum of \_\_\_\_\_ by and to me paid by the St. Clair, Chatham and Rondeau Railway Company, the receipt whereof is hereby acknowledged, grant, bargain, sell, convey and confirm to the said Company and their successors and assigns for ever, all that certain tract or parcel of land situate (describe the land briefly and clearly), 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, with the appurtenances thereto, by the said Company, their successors and assigns for ever; (if there be dower to be released, add, and I, the said E. B., hereby release my dower and the said land and premises.)

Witness my (or our) hand (or hands) and seal (or seals) this \_\_\_\_\_ day of \_\_\_\_\_, in the year one thousand eight hundred and \_\_\_\_\_

Signed, sealed and delivered }  
in presence of D. E.

A. B. (S.)  
C. B. (S.)