

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

18 Victoria – Chapter 193

**An Act to incorporate the Hamilton and South Western Railway Company. Assented to 30th
May, 1855.**

Whereas the construction of a line of Railway between the City of Hamilton and the Town of
Otterville or Simcoe would be of great advantage to that section of country, and the persons
hereinafter mentioned have petitioned to be incorporated for that purpose: 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. William Paterson MacLaren, John Young, Hugh Bowlsby Wilson, Robert Read Smiley, George
William Burton, Hugh Cossart Baker, Jasper T. Giekison, George S. Tiffany, Sir Allan Napier
MacNab, Donald McInnes, George K. Chisholm, James Adam, Richard Porter Street, James Little,
James Riddle, F. W. Gates, James D. Pringle, William S. Kerr, William Bellhouse and Horatio N. Case,
together with such other person or persons as shall, under the provisions of this Act, become
subscribers to or proprietors of any shares in the Railway hereby authorized to be constructed,
and their several and respective personal representatives and assigns, being a proprietor or
proprietors of any share or shares in the said Railway, shall be and are hereby united into a
Company, for constructing maintaining and working the said Railway, according to the rules,
orders and directions of this Act, and shall for that purpose be a body corporate and politic by the
name and style of the Hamilton, and South Western Railway Company, and the said Company
shall be and they are hereby authorized and empowered from and after the passing of this Act by
themselves, their agents, officers, workmen and servants, to make and complete a Railway to be
called the "Hamilton and South Western Railway," from the City of Hamilton aforesaid to
Otterville or Simcoe aforesaid.

II. 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,"
except in so far only as may be inconsistent with any express provision hereinafter made, shall be
incorporated with this Act, and shall be included by the expression "this Act," whenever used
therein.

III. The whole Capital Stock of the Company shall not exceed in the whole the sum of five hundred thousand pounds, to be divided into twenty thousand shares of twenty-five pounds each, to be raised as hereinafter is mentioned; 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 the surveys, plans and estimates connected with the 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 whatever; 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 any Municipality interested, in the said Railway to pay out of the General Fund of such Municipality its fair proportion of such 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; Provided always, that the parties hereinbefore named or a majority of them, shall cause books of subscription to be opened in the City of Hamilton for thirty days, and afterwards in such other places as they may from time to time appoint, until the meeting of Shareholders hereinafter provided for, for receiving the 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 City, as they or a majority of them may think proper, of the time and places at which such books will be opened and ready for receiving subscription as aforesaid, 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 Bank aforesaid 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 persons named in this Act, or a majority of them until the total number of Shares be brought down to twenty thousand Shares.

IV. So soon as two hundred and fifty thousand pounds of 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 City of Hamilton, for the purpose of putting this Act into effect, which Meeting shall be called by the persons named in this Act, or a majority of them, thirty days' public notice thereof being given by advertisement in one or more newspapers published in the City of Hamilton, 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 hereinafter 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.

V. The Hamilton and Port Dover Railway Company, heretofore incorporated for the purpose of constructing a Railway between the said City of Hamilton and Port Dover, shall be merged into the said Hamilton and South Western Railway Company, and the Shareholders in the former shall have the option of becoming Shareholders in; the latter, to the extent of their respective Shares in the Hamilton and Port Dover Railway Company, or of receiving payment for the amount, with interest, which they may respectively have paid thereon, in which case the said Hamilton and South Western Company shall make such payment and shall assume all debts and liabilities of the said Hamilton and Port Dover Railway Company, before they shall proceed to the construction of their said Railway.

VI. On the second Tuesday in June in each year, at the City of Hamilton, at the Office of the said Company, there shall be chosen by the Shareholders, nine Directors, in the manner hereinafter provided; and notice of such Annual Elections shall be published one month before the day of election in one or more newspapers published in the said City; 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 it shall happen that two or more shall have an equal number of votes, the Shareholders shall determine the election by another or other votes until a choice is made; and if a vacancy shall at any time take place among the Directors, by death, resignation or removal from the Province, such vacancy shall be filled for the remainder of the year, by a vote of the majority of the Directors, and the said nine Directors with the said *ex officio* Directors, shall form a Board of Directors.

VII. The persons qualified to be elected Directors of the said Company under this Act, shall be Shareholders each holding stock to the amount of two hundred and fifty pounds, and who shall have paid up all calls on such stock.

VIII. Each Shareholder shall be entitled to one vote for every share he, she or they may hold in the said Company: Provided further, that 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 one clear day before the hour appointed for any such meeting.

IX. No instalment or call on shares of the Capital Stock of the said Company shall exceed ten per cent, on the amount of such shares; and at least thirty days' notice of each call shall be given in such manner as the Directors shall appoint.

X. 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 as such, and under the authority of a majority 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 as such, shall be presumed to have been properly made, drawn, 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 the Secretary and Treasurer of the said Company, so making, drawing, accepting or endorsing any such Bill of Exchange or Promissory Note 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 or Bill payable to bearer, or any Promissory Note or Bill of Exchange intended to be circulated as money or as the Notes or Bills of a Bank.

XI. It shall and may be lawful for the said Company, with the permission 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 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, lake 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, quays, inclined planes, bridges, cranes and other works, as to the Company shall seem meet: 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 regulation 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 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.

XII. Any Shareholder in the said Company, whether a British subject or alien, or a resident in Canada or elsewhere, shall have an equal right to hold Stock in the said Company, to vote on the same, and to be eligible to office in the said Company.

XIII. 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 the use thereof at any time or times, to such other Company, or for leasing or hiring out to such other Company any locomotives, cars, 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 at 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 either the whole or any part of the said Railway

or of the moveable property of the said Company, or of the Railway and moveable property of such other Company, in common by the two Companies, or generally to make any agreement or agreements with any such other Company touching the use by one or the other, or by both Companies, of the Railway or moveable property of either or of both, or any part thereof, or touching any service to be rendered by the one Company to the other and the compensation therefor: And any such agreement shall be valid find binding, and shall be enforced by all Courts of Justice in this Province, according to the terms and ten or thereof; and any locomotives, cars, carriage or tender of any foreign Railway Company brought into this Province in pursuance of any such agreement, but remaining the property of such foreign company, and intended to pass regularly along the said Railway 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.

XIV. All Deeds and conveyances of land to the said Company for the purposes of this Act shall and may, as far as the title and circumstances will admit, be in form given in the Schedule to this Act marked A, or to that effect, and for the purposes of registering the same, all Registers in their respective counties are hereby required to be furnished by and at the expense of the said Company with books containing copies of the form given in the said Schedule A, one to be printed on each page, leaving the necessary blanks to suit the separate eases of conveyance, and in the said book to enter and register each such deed and conveyance upon production thereof and payment of the fees hereinafter mentioned, and proof of execution in like manner mutatis mutandis as is now made under the General Registry Laws in force in Upper Canada, without any memorial; and the Register shall thereupon minute such entry and registry upon the deed, which minute shall have all the effect of a certificate of registry under the General Registry Laws of Upper Canada, and such said enregistering shall be valid and effectual for all the purposes of any Act or Acts now in force in Upper Canada for the registry of deeds, in like manner as if made according to the provisions of the same; and for such entry, registry and minute thereof as aforesaid, the said Register shall be entitled to demand and receive from the said Company the sum of two shillings and six pence, and no more.

XV. All provisions of Law inconsistent with this Act are and shall be repealed from the passing thereof.

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

XVII. The Interpretation Act shall apply to this Act, and this Act shall be deemed a Public Act.

Schedule A.

Form of Conveyance.

Know all men by these presents, that I _____, of _____, [here name the wife, if she join,] in consideration of [name the sum,] _____ paid to me by the Hamilton and South

Western Railway Company, the receipt whereof is hereby acknowledged, do hereby grant unto the Hamilton and South Western Railway Company and their assigns for ever, all that certain piece of land situate _____ [describe the land,] the same having been selected and laid out by the said Company for the purposes of their Railway.

Witness _____ hand and seal, this day _____ of _____ A. D., one thousand eight hundred and _____

Signed, scaled and delivered }
in presence of _____ }