

*Laws of Her Majesty's Province of United Canada*, passed in the year 1856. Quebec: Stewart Derbishire and George Desbarts, 1856.

20 Victoria – Chapter 115

**An Act to incorporate the Waterloo and Saugeen Railway Company. Assented to 1st July, 1856.**

Whereas certain persons in the City of Hamilton have petitioned, that an Act may be passed authorizing the construction of a Railway from the Town of Berlin, in the County of Waterloo, to the waters of Lake Huron, at or near Port Elgin, in the County of Bruce, so as to form a Railway connection between the said places; And whereas a Railway so constructed would tend to the improvement of the section of country through which it would pass: Therefore, Her Majesty, by and with the advice and consent of the Legislative Council and Assembly of Canada, enacts as follows:

I. Jasper T. Gilkison, Adam Brown, William P. MacLaren, Samuel B. Freeman, of the City of Hamilton, Esquires, John Hoffman, Isaac Weaver, and Hartman Schnair, of the Village of Waterloo, Esquires, Henry Snider, Peter N. Tagge, Charles Hendry, John Moyer, Peter Winger, and Edward Bristow, of the Township of Woolwich, Esquires, Michael P. Empey, John Hawk, J. Ament, W. Ballard, John Zoeger, William Hastings, Peter Smith, and Alexander Buchanan, of the Township of Wellesley, Esquires, Peter N. Tagge, Isaac Clements, Samuel Shants, Samuel B. Bowman, and Jonathan B. Bowman, of the Township of Waterloo, Esquires, David S. Shoemaker, John Scott, George Davidson, John A. Mackie, Jacob Hoffman, John Klein, Abram Tyson, Enoch Zeigler, David S. Bowlby, and Charles Stanton, of the Town of Berlin, Esquires, Abraham A. Erb, Jacob Hespeler, and Otto Klotz, of the Village of Preston, Esquires, William Osborne and Emilius Irving, of the Town of Galt, Esquires, together with such other person or persons, Corporations and Municipalities as shall, under the provisions of this Act, become Shareholders in the Company hereby incorporated, shall be and are hereby, ordained, constituted and declared to be a body corporate and politic, by and under the name of the "Waterloo and Saugeen Railway Company."

II. The several clauses of the Railway Clauses Consolidation Act, with respect to the first, second third and fourth clauses of thereof and also the several clauses of the said last mentioned Act with respect to "Interpretation," "Incorporation," "Powers," "Plans and Surveys," "Lands and their valuation," "High-ways 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 may be inconsistent with the express enactments hereof; 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.

III. The said Company and their servants and agents shall have full power under this Act to lay out, construct and complete a Railway connection between Berlin, in the County of Waterloo, by

way of Waterloo Village, and the waters of Lake Huron at or near Port Elgin, in the County of Bruce, to intersect and unite with the Grand Trunk Railway at Berlin, as provided by the ninth section of the Railway Clauses Consolidation Act, and to construct a Fork or Branch to Owen Sound from any point north of Durham.

IV. Deeds and conveyances under this Act for the 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 circumstances of the parties making such conveyance will admit, be made in the form given in the Schedule to this Act marked A; and all Registrars are hereby required to register in their Registry Books such deeds on the production thereof and proof of execution, without any memorial, and to minute every such entry on the Deed; the said Company are to pay the Registrar for so doing the sum of two shillings and six pence, and no more.

V. From and after the passing of this Act the said William P. MacLaren, Samuel B. Freeman and James Cummings, John Ferrie, Charles A. Sadlier, John Brown, Jasper T. Gilkison, Jacob Hespeler, William Clarke, John Hoffman, Henry Snider, David S. Shoemaker, Michael P. Empey, Peter N. Tagge, John F. Moore, Nehemiah Ford and Charles Hendry, Esquires, shall be the Provisional Directors of the said Company for carrying into effect the object and purposes of this Act.

VI. It shall and may be lawful for the Provisional Directors for the time being of the said Company, or a majority of them, to supply the place or places of any of their number from time to time dying or declining to act as such Provisional Director or Directors, out of the several subscribers for stock in their said Railway to the amount of at least two hundred and fifty pounds provincial currency each, during the period of their continuance in office; and such Provisional Directors, except as hereinafter is excepted, shall be and they are hereby invested with all the powers, rights, privileges and indemnities, and they shall be and they are hereby made subject unto the like restrictions, as the elected Directors of the said Company, upon their being elected by the Stockholders of the said Company as hereinafter provided, would under the provisions of the Railway Clauses Consolidation Act and of this Act, become invested with or subject unto respectively.

VII. When and so soon as shares to an amount equivalent to one hundred thousand pounds provincial currency, in the capital stock of the said Company shall be taken, and ten pounds per centum thereon shall have been paid into some one of the Chartered Banks of this Province, it shall and may be lawful for the Provisional Directors of the said Company for the time being, to call a meeting at the Town of Berlin of the subscribers for stock in the said Company, and who have paid ten per centum thereon as aforesaid, for the purpose of electing Directors of the said Company; Provided always, that if the said Provisional Directors shall neglect or omit to call such meeting, then the same may be called by any ten of the holders of shares in the said Company holding among them not less than an amount equivalent to five thousand pounds provincial currency; And provided always, that in either case public notice of the time and place of holding such meeting shall be given during one month, in some one newspaper published in the Town of Berlin, and also in some one newspaper published in each of the counties through which the said Railway shall pass or be intended to pass, or in such of the said counties as shall have a newspaper published therein respectively; and at such General Meeting the Shareholders assembled, with

such proxies as shall be present, shall choose eleven persons to be Directors of the said Company, being each a proprietor of shares in the said Company to an amount of not less than two hundred and fifty pounds provincial currency, and shall also proceed to pass such Rules, Regulations and By-laws, as shall seem to them fit, provided they be not inconsistent with this Act: And provided also, that such ten per cent, shall not be withdrawn from such Bank, or otherwise applied except for the purposes of such Railway, or upon the dissolution of the Company from any cause whatsoever.

VIII. The Directors so elected or those appointed in their stead in case of vacancy, shall remain in office until the first Wednesday in June, one thousand eight hundred and fifty-eight, and on the said first Wednesday in June and on the first Wednesday in June in each year thereafter, or such other day as shall be appointed by any By-law, an Annual General Meeting of the Shareholders shall be held at the office of the Company for the time being, to choose eleven 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 should appear to any ten or more of such Shareholders holding together one thousand shares, at least, that a Special General Meeting of the 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 such newspapers as are hereinbefore provided, 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.

IX. For the purpose of making, constructing and maintaining the Railway and other works necessary for the proper use and enjoyment of the Railway by this Act authorized to be constructed, it shall and may be lawful for the Directors of the said Company for the time being; to raise in such manner by loan, subscription of stock, issuing of shares or otherwise as to the Directors of the said Company, for the time being shall from time to time seem fit, the sum of seven hundred and fifty thousand pounds provincial currency, such shares to be issued in sums of five pounds provincial currency each; Provided always, that the said capital sum may from time to time, if necessary, be increased in the manner provided for by those clauses of the Railway Clauses Consolidation Act, which in and by the second section of this Act are expressed to be incorporated with this Act.

X. It shall and may be lawful for the Directors of the said Company for the time being, to make, execute and deliver all such scrip and share certificates, and all such bonds, debentures, mortgages or other securities, as to the said Directors for the time being shall from time to time seem most expedient, for raising the necessary capital for the time being authorized to be raised by the said Company, or for raising any part thereof.

XI. Every proprietor of shares in the said Company shall be entitled on every occasion when the votes of the members of the said Waterloo and Saugeen Railway Company are to; be given, to one vote for every share of five pounds; currency held by him.

XII. All bonds, debentures and other securities to be executed by the said Railway Company may be payable to bearer, and all such bonds, debentures or other securities of the said Company, and all dividends and interest warrants thereon respectively, which shall purport to be payable to bearer, 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.

XIII. Any meeting of the Directors of the said Company, at which not less than five of such Directors shall be present, shall be competent to exercise and use all and every of the powers hereby vested in the said Directors.

XIV. Calls may be made by the Directors of the said Company for the time being: Provided that no call to be made upon the subscribers for stock in the said Railway Company, shall exceed the sum of ten pounds per centum upon the amount subscribed for by the respective Shareholders in the said Company, and that the amount of any such calls in any one year shall not exceed fifty pounds per centum upon the stock so subscribed: Provided also, that upon the occasion of any person or Corporation becoming a subscriber for stock in the said Company, it shall and may be lawful for the Provisional and other Directors of the said Company, for the time being, to demand and receive to and for the use of the said Company, the sum often pounds per centum upon the amount so, by such person or Corporation respectively, subscribed, and the amount of such calls as shall have already been made payable in respect of the stock then already subscribed, at the time of such person or Corporation respectively subscribing for stock.

XV. And whereas it may be necessary for the said Company to possess gravel pits and lands containing deposits of gravel, as well as lands for stations and other purposes, at convenient places along their line of Railway, for constructing and keeping in repair and for carrying on the business of the said Railway; And as such gravel pits or deposits cannot at all times be procured without buying the whole lot of land whereon such deposits may be found: It is therefore enacted, that it shall be lawful for the said Company, and they are hereby authorized, from time to time, to purchase, have, hold, take, receive, use and enjoy along the line of the said Railway or separated therefrom, and if separated therefrom, then with the necessary right of way thereto, any lands; tenements and here-ditaments which it shall please Her Majesty or any person or persons, or bodies politic, to give, grant, sell or convey unto, and to the use of or in trust for the said Company, their successors and assigns, and it shall and may be lawful for the said Company to establish stations or workshops on any of such lots or blocks of land, and from time to time, by deed of bargain and sale or otherwise, to grant, bargain, sell or convey any portions of such lands not necessary to be retained for gravel pits, sidings, branches, wood-yards, station grounds or workshops, or for effectually repairing, maintaining and using to the greatest advantage the said Railway and other works connected therewith.

XVI. The said Railway shall be commenced within three years and completed within ten 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.

Know all men by these presents that I, \_\_\_\_\_ (insert the name of the wife also, if she is to release her dower, or for any other reason to join in the conveyance,) do hereby in consideration of \_\_\_\_\_ paid to me (or as the case may be,) by the Waterloo and Saugeen Railway Company, the receipt whereof is hereby acknowledged, grant, bargain, sell, convey and confirm unto the said Waterloo and Saugeen Railway Company, their successors and assigns for ever, all that certain parcel or tract of land situate (describe the land) — the same having been selected and laid out by the said Company for the purpose of their Railway; to have and to hold the said land and premises together with every thing appertaining thereto, to the said Waterloo and Saugeen Railway Company, their successors and assigns for 'ever, (if there be dower to be released, add) and I, (name the wife) hereby release my dower in the premises.

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

A. B. [L. S.]  
C. D. [L. S.]

Signed, sealed and delivered in  
the presence of \_\_\_\_\_

O. K.