



CHAPTER 131

An Act to incorporate Beauharnois Railway Company

[Assented to, the 4th of April, 1930]

WHEREAS Robert Oliver Sweezey, civil engineer; Hugh Preamble.

Bradford Griffith, banker; Loring C. Christie, manager; Aimé Geoffrion and J. Alexandre Prud'homme, both advocates and King's Counsel, and all of the city of Montreal, have, by their petition, prayed and represented that Beauharnois Light, Heat & Power Co. has commenced the construction of a canal from a point at Hungry Bay to a point at or near Melocheville, in the county of Beauharnois, and of works required for the development of that part of the waterpower of the river St. Lawrence, between lake St. Francis and lake St. Louis, which has been conceded to the said company by the Government of the Province of Quebec;

That the said canal will also be used in the future for navigation purposes;

That the development of such waterpower and the use of said canal for navigation purposes will cause the establishment of new industries along and in the vicinity of the said canal and that for the construction, maintenance and operation of the said canal and of the said industries, it is necessary to construct, maintain and operate a railroad along and across the said canal and that the said petitioners have prayed for an act to incorporate a company for such purposes;

And whereas it is expedient to grant the prayer of the said petitioners;

Therefore, His Majesty, with the advice and consent of the Legislative Council and of the Legislative Assembly of Quebec, enacts as follows:

Incorporation. **1.** Robert Oliver Sweezey, civil engineer; Hugh Bradford Griffith, banker; Loring C. Christie, manager; Aimé Geoffrion, advocate and King's Counsel; J. Alexandre Prud'homme, advocate and King's Counsel, all of the city of Montreal, together with such persons as may become shareholders in the company, are constituted a corporation under the name of "Beauharnois Railway Company".

Name.

First directors. **2.** The persons named in section 1 of this act shall be the first or provisional directors of the company and they shall hold their meetings at the city of Montreal, at such time as they determine, and the notice of such meetings shall be signed by the provisional directors calling the same and shall be mailed by registered letter to the address of each of the other provisional directors not less than three days previous to the date of the meeting.

Powers.

Calling of meetings. **3.** The general meetings of the shareholders and the meetings of the board of directors shall be called in the manner prescribed by the company's by-laws; but in default of such by-laws they may be called as follows:

Notice calling general meeting. *a.* The notice calling a general meeting of the shareholders shall state the date and place of holding such meeting and shall be mailed by registered letter to the address of each of the shareholders not less than ten days previous to the date of such meeting and the mailing of such letter shall be sufficient notice of such meeting;

Id., calling meeting of directors. *b.* The notice calling a meeting of the directors shall state the date and place of holding such meeting and shall be mailed by registered letter to the address of each of the directors not less than three days previous to the date of such meeting.

Vacancies. **4.** The directors and provisional directors may act notwithstanding any vacancy in their number, provided that, if the number falls below three, they shall not, except for the purpose of filling vacancies, have power to act so long as the number is below the said minimum. A majority of the provisional directors shall be a quorum.

Quorum.

Powers of provisional directors. **5.** The provisional directors may forthwith open stock books and procure subscriptions of stock for the undertaking and receive payments on account of stock subscribed and carry on the business of the company.

Capital of company. **6.** The capital of the company shall be five hundred thousand dollars divided into shares of one hundred dollars

each; but it may, from time to time, with the sanction of a vote in person or by proxy of shareholders representing at least two-thirds of the shares, at a general meeting duly called for such purpose, be increased to an amount deemed necessary for the proper accomplishment of the objects of the company.

7. The head office of the company shall be at the city Head office.
of Montreal.

8. At any time after the passing of this act, the pro- Calling of
visional directors or any three of them may call a general general
meeting of the shareholders of the company to be held, in meeting.
the city of Montreal, at such time as they determine, for the purpose of passing or confirming the by-laws of the company, of electing directors and of considering and determining upon any other business specified in the notice calling such meeting.

9. The number of directors of the company shall not Number of
be less than five and not more than eleven; the majority of directors.
whom shall form a quorum. Quorum.

Notwithstanding section 13 of the Quebec Railway Act, Vacancies.
vacancies in the board of directors shall be filled by the majority of the directors then in office.

The annual general meeting of the shareholders for the Annual
purpose of electing the directors shall be held at the head general
office of the company on the first Tuesday of May. meetings.

10. The company may lay out, construct, maintain Powers of
and operate by steam or electricity or other motive power company.
a railway of a gauge of four feet eight and a half inches on both sides of the power and navigation canal being built in the county of Beauharnois, by Beauharnois Light, Heat & Power Company, under authority of the act 2 Edward VII, chapter 72 and amendments thereto, from points at Hungry Bay, on the lake St. Francis, to points on lake St. Louis, between Beauharnois and Melocheville, approximately parallel to the said canal within a distance from each bank thereof not exceeding one mile and also across the said canal at either or both ends, with power to build branches or extensions at various places along the line and to connect with all railways already built or which may be built in the said county of Beauharnois. Copies of the plans of the branches shall be delivered to every interested municipality, with a notice of the request for certificate or authorization.

Powers during construction period.

During the period of construction of the canal referred to in the preceding paragraph, the company may lay out, construct and operate such a railway in any direction in the said limits, provided that the company may cease maintaining and operating and may take up and remove the same in whole or in part at such time or times as the company may deem advisable.

Power to acquire.

11. The company may acquire and take over from Beauharnois Light, Heat & Power Co. and Beauharnois Construction Co. all works made by them for the construction of said railway and all the rights, franchises, privileges, contracts, rolling stock and equipment of said companies in connection therewith;

R. S., c. 230, s. 24, not to apply.

12. Section 24 of the Quebec Railway Act shall not apply to Beauharnois Railway Co.

Id., s. 46, replaced for Co.

13. Section 46 of the Quebec Railway Act is replaced, for Beauharnois Railway Co., by the following:

Employment of funds.

“46. The funds of the company shall not be employed in the purchase of any stock in their own company.”

R. S., c. 230, s. 179, not applicable.

14. Section 179 of the Quebec Railway Act shall not apply to the Beauharnois Railway Co.

Powers of company.

15. The company may acquire, lease, charter, construct, maintain, operate and navigate steam and other vessels for the conveyance of passengers, goods and merchandise; and may carry on the business of shipowner, shipping merchant, shipping agent, forwarder and common carrier on land and water, express agent, warehouseman and wharfinger, and charge wharfage and other dues in connection with said business and operations, and may also, in the county of Beauharnois, acquire, lease, construct, maintain and operate piers, wharves, docks, elevators, lighters, jetties, basins, storehouses, warehouses, roads, viaducts, aqueducts, flumes, bridges, ditches and other structures, plants and equipments in connection therewith. The company may acquire any business falling within any object of the company and lands, properties, privileges, rights, contracts and liabilities appertaining thereto, and may let or sub-let any property of the company and sell or otherwise dispose of any business, property or undertaking of the company.

16. The company may license, lease or acquire patent rights, letters patent of invention, processes and options to facilitate the carrying out of any of the objects of the company, and may dispose thereof. Power to license, etc., patent rights, etc.

17. The company may receive, as aid to the construction or carrying on of the works or operations authorized by this act, any lands, properties, franchises, sums of money or debentures, and may alienate and dispose thereof in promoting any of the affairs, business or operations of the company; and the company may receive exemptions from taxation and all other exemptions granted by municipal or other authority, by by-law, resolution or otherwise, which may by law be granted by such municipality. Power to receive lands, etc.

18. The company may receive as aid toward the construction of its railway, either from a government or from any individual or company, or municipal or other corporation in Canada or elsewhere, any moveable and immoveable property, fixed rates of, or exemptions from taxation, and all sums of money either as a gift or bonus, or in payment of capital subscribed, and may sell such property or otherwise dispose of the same for the benefit of the company. Power to receive commutation of taxes.

19. The securities issued by the company shall not exceed fifty thousand dollars per mile of its railway, and may be issued only in proportion to the length of railway constructed or under contract to be constructed. Amount of securities.

20. The company may construct, acquire or lease buildings for hotels or restaurants, and may carry on such business in connection therewith as tends to the comfort and convenience of the travelling public, and may lay out, manage and lease parks and summer pleasure resorts with the approval, expressed by by-law, of the municipality having jurisdiction over the place in which such parks or summer pleasure resorts are situated, and upon terms to be agreed upon by such municipalities. Power to construct, etc., hotels, etc.

21. In addition to the securities which the company may issue under the other provisions of this act, the directors, if previously authorized by the shareholders at any annual or special meeting called for that purpose, at which meeting shareholders, representing at least two-thirds in value of the subscribed stock of the company are present or represented by proxy, may raise or borrow Additional securities.

moneys, at such rate of interest as it may deem advisable, for the acquisition, construction, extension or development of any of such properties, assets or works, other than the railway, which the company is authorized to acquire, construct or operate; and, to provide for the repayment of such moneys, may issue bonds, debentures, debenture-stock or other securities, perpetual or terminable, not exceeding in amount, however, the actual cost of the properties, assets or works in respect whereof such issue is made.

Mode of
issuing
bonds,
etc.

22. Any bonds, debentures or other securities authorized by this act may be issued in whole or in part in the denomination and multiples of dollars or of sterling or any other currency and may be made payable, both as to principal and interest, in Canada or elsewhere, and may be sold at such prices or discount as the company may deem expedient. No obligation shall be issued in a denomination of less than one hundred dollars.

Issue of
shares of
capital
stock, etc.

23. The directors may issue, as paid-up stocks, shares of the capital stock of the company in payment of and for all or any of the businesses, franchises, undertakings, properties, rights, powers, privileges, letters patent, contracts, real estate, stock and assets, or other property of any person, company or municipal corporation, which the company may lawfully acquire in virtue of this act, and may allot and hand over such shares to any such person, company or corporation or to its shareholders, and issue, as paid-up and non-assessable stock, shares of the capital stock of the company, and allot and hand over the same in payment for right of way, lands, rights, plant, property, letters patent of invention, rolling-stock or materials of any kind, or services rendered to the company; and any such issue and allotment of stock shall be binding on the company, and such stock shall not be assessable for calls, nor shall the holders thereof be liable in any way thereon; and the company may pay for any such property or services rendered to the company wholly or partly in paid-up shares or wholly or partly in debentures, as the directors may deem proper.

Power to ac-
quire, etc.,
stock, etc.,
of certain
companies.

24. The company may acquire, hold, guarantee, pledge and dispose of the stock, bonds or other securities of any transportation, navigation, terminal, hotel, telegraph, telephone, express or other company authorized to carry on any business incidental to the working of railway or steam-

ship lines, upon such terms as are specified, in a by-law passed by the directors for that purpose. and sanctioned by a vote of not less than two-thirds in value of the shareholders present or represented by proxy and voting at any annual or special general meeting of the company duly called for the purpose of considering such by-law.

25. The provisions now in force of the law relating to railways in the Province of Quebec, and its amendments, shall apply to this company regarding its railway, except where there is incompatibility or express derogation, but shall not apply to the said company as regards its other powers conferred upon it by this act, which shall be exercised in accordance with the provisions of the general law of the Province, except in case of express derogation or incompatibility.

26. The company is further authorized, subject to the approval of the shareholders, to enter into arrangements with any other company or persons for the purpose of leasing, selling, or transferring its road or any or all of its assets, properties or enterprises or any interest therein, on such conditions and for such considerations as to the company may seem advisable.

27. The company is authorized to enter into agreements with other railway companies:

1. For the passage of its cars and running of its trains over any line or railway which its own line may cross or join, as well as for the running of trains of any other railway company over its own lines;

2. For acquiring branch lines;

3. For facilitating connections between its railway and any other;

4. For acquiring the property, rights and privileges of any other railway company;

5. For leasing, selling or transferring, with the approval of the shareholders, the whole of its railway, branches, extensions, rights, privileges, or any part thereof, to such other railway company, on such conditions as the company may deem expedient.

28. This act shall come into force on the day of its sanction.