

C H A P. 98

An Act to incorporate the Grand Lake Railway and Transportation Company

[Assented to 22nd December, 1916]

Preamble.

WHEREAS the Honourable George Bryson, of the village of Fort Coulonge, in the district of Pontiac, lumber merchant; James W. Bryson, of the same place, lumber merchant; John B. Fraser, of the city of Ottawa, in the Province of Ontario, lumber merchant; William H. A. Fraser, also of the city of Ottawa, lumber merchant; the Honourable George Gordon, of North Bay, in the said Province of Ontario, lumber merchant; and Alexander B. Gordon, of the city of Toronto, in the said Province of Ontario, lumber merchant, have presented a petition praying that they and such persons and corporations as may hereafter become shareholders in the company, be constituted a corporation for the purpose of constructing and operating the railway and enterprises hereinafter described; and whereas the construction and operation of said railway and the carrying on of said enterprises will result in great benefit to the public; and whereas it is expedient to grant the prayer of said petition;

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

Corporation created.

1. The said Honourable George Bryson, James W. Bryson, John B. Fraser, William H. A. Fraser, the Honourable George Gordon, and Alexander B. Gordon, and all persons and corporations who may hereafter become shareholders in the company hereby incorporated, are constituted a corporation under the name of "The Grand Lake Railway and Transportation Company", hereinafter called the company.

Name.

Provisional directors.

2. The persons named in section 1 of this act are constituted provisional directors of the company, and shall remain in office until the election of a permanent board. They shall, while in office, have power and authority to fill vacancies which may occur in their number, to open stock books, to obtain subscriptions to the capital stock of the company, to receive payments on account of stock subscriptions, subscribe and endorse, draw and accept bills of exchange and promissory notes, to cause surveys and plans to be made and executed, to issue stock,

bonds and debentures, to call a general meeting of shareholders for the election of directors and the organization of the company as hereinafter provided, and to commence and carry on the construction and working of the said railway.

The provisional directors may make covenants and enter Powers. into contracts with any person or company, and all such contracts and covenants shall bind the company.

3. The capital stock of the company shall be five Capital hundred thousand dollars, divided into five thousand stock. shares of one hundred dollars each.

4. Paragraph 27 of article 6474 of the Revised Statutes, R. S., 6474, 1909, is replaced for the company by the following: amended for the co.

"27. The capital stock of the company may be in- Increase of creased from time to time to any amount, by a by-law, capital stock. or by-laws, passed by the directors of the company, and approved by a vote, in person or by proxy, of the shareholders who hold at least two-thirds in amount of the subscribed stock of the company, at a meeting expressly called for that purpose.

The capital stock of the said company may be preferred Preferred stock or common stock, or both preferred stock and com- and common mon stock, and the same may be issued by by-law passed stock. and approved as aforesaid, in such amounts and proportions as shall be specified, from time to time, in said by-law or by-laws. The holders of the preferred stock shall be entitled to receive, when and as declared, yearly or half-yearly dividends, at the rate per annum fixed by by-law or by-laws authorizing same, and payable as provided by said by-law or by-laws. The dividends on the preferred stock shall be cumulative or non-cumulative, as the by-law or by-laws authorizing the same shall determine. No dividend shall be paid on the common stock until all dividends payable in respect of preferred stock have been paid or provided for. In the event of any liquidation or dissolution or winding-up (whether voluntary or involuntary) of the company, the holders of the preferred stock shall be entitled to be paid in full both the principal amount of their shares and the unpaid dividends accrued thereon, before any amount shall be paid to the holders of the common stock."

5. The head office and chief place of business of the Head office. company shall be at the city of Hull in the district of Ottawa.

Annual
general
meeting.

6. The annual general meeting of the shareholders shall, until otherwise fixed by by-law of the company, be held on the second Wednesday of December in each year, at the head office of the company.

Directors.

7. The Board of Directors of the company shall be composed of not more than ten nor less than five members, of whom the majority shall form a quorum.

The majority of the directors shall at all times be British subjects.

Power to
build rail-
way, etc.

8. The company may own, build, acquire, lease, sell dispose of, survey, lay out, equip, maintain and operate a line or lines of railway and tramways from a point at or near Christopherson lake on Bell river, to a point at or near Twenty-one Mile bay on the Ottawa river, and from a point at or near lake Atikamek to a point at or near Rabbit lake on the Ottawa river.

Powers
under
Railway
Act.

9. Without restricting any of its other powers, the company, as regards its works and enterprises and everything it is by this act authorized to do, shall have all the powers set out in the Railway Act of the Province of Quebec, and all franchises and privileges granted to railway companies under said act, save those provisions of said Railway Act which are inconsistent with the provisions of this act, and saving the following sections of the Railway Act which shall not apply to this company, namely, sections 6624, 6625, 6626, 6627, 6628, 6629, 6633, 6635, and 6641, and after having obtained the consent of the Lieutenant-Governor in Council, for the time fixed by him.

Additional
powers.

10. In addition to the powers conferred by article 6474 and the other articles of the said Railway Act, the company may also—

Steamboats,
&c.

a. Own, build, purchase, acquire, lease, sell, and dispose of all kinds of steamboats, motorboats, vessels, boats, things and appliances that can be used in the transportation of persons and property, in towing and driving logs, timber and wood goods generally, and may also carry on a transportation, freighting, towing and driving business, and also a general forwarding, shipping and express business therewith, and in any other manner, and by any other means, the whole south of the National Transcontinental Railway and between Nottaway and Amos on said railway and the Ottawa river, and elsewhere on the Ottawa river above Quinze river, and on all lakes, rivers, streams and water-courses tributary thereto;

b. Own, purchase, acquire, lease, sell and dispose of Timber limits, timber lands, mines and mineral lands, limits, &c. and other real estate, and also mills, factories and industrial establishments of all kinds, and operate all or any of said properties and establishments;

c. Within the territory referred to in paragraph *a* of Water this section, own, purchase, acquire, develop, sell, lease and powers, &c. otherwise dispose of water-powers, riparian and hydraulic properties, rights and privileges of all kinds, and develop, lease, sell and otherwise dispose of water-power, electricity and other motive power derived therefrom;

d. Within the territory referred to in paragraph *a* of this Storage of section, store, dam, collect and retain water in, on or near water, &c. all lakes, rivers and streams therein, and use, sell, lease and otherwise dispose of such water, and apply and use the same in driving and handling logs, timber and wood goods generally, and in developing water-power, electricity and all kinds of motive power;

e. Within the territory referred to in paragraph *a* of Telephone this section, own, purchase, acquire, lease, sell and dispose and tele-graph lines. of and operate telephone and telegraph lines;

f. Carry on the business of lumbering, manufacturing Lumbering, and disposing of lumber of all kinds and in all its branches, &c. and operate factories and establishments wherein pulp or paper or wood goods of any kind are made, used or handled, or wherein things are made of, or from or out of wood, pulp or paper;

g. Carry on the business of mining in all its branches; Mining, &c.

h. Within the territory referred to in paragraph *a* of Lodging this section, build, purchase, lease and operate lodging houses, &c. houses, boarding houses, and houses of public entertainment;

i. Acquire by purchase, permit or otherwise all rights, Patents, &c. exclusive and otherwise, in patents, inventions, privileges and patent rights relating to any of the works or enterprises that the company is authorized to own or carry on, and dispose of the same;

j. Acquire exclusive rights and franchises from municipal Municipal corporations, and other corporations; franchises, &c.

k. Own, purchase, acquire, build, maintain, lease, General sell and dispose of all buildings, factories, mills and shops, power. machinery, tools and instruments, and all things deemed useful or proper for any of the said objects, and operate the same, and do, make and perform all things deemed necessary, advisable, useful or expedient to accomplish or carry out any of the above-mentioned things or objects,

and that the Legislature of the Province of Quebec has power to sanction or authorize.

Powers not
exclusive.

11. Nothing in paragraph *d* of section 10 of this act shall affect the right of the Government to give the same powers to other persons or companies over the same territory; and the powers presently granted shall not be of an exclusive character.

Certain
work may
be done by
Govern-
ment.

12. The Government of the Province may itself execute, either wholly or partly, the work referred to in paragraph *d* of section 10, and in that case may exercise the same privileges as the company, either as to the whole, or concurrently with it, as the case may be.

Must obtain
permission
to do work.

13. None of the works mentioned in this act may be executed on public or private lands or waters before the company has acquired from the Crown, the corporation or the person owing the same, the right to execute such works.

Provisions re
raising and
lowering of
water.

14. In exercising the powers granted by this act, the company shall not raise nor lower the water in such a way as to inconvenience the industries which now or hereafter may make use of the said lakes, rivers, streams and their tributaries; and nothing in the powers granted by this act shall be interpreted in such way as to restrain the right of any bordering proprietor to any damages that may be caused to his property by the operations of the company.

R. S., 6474,
par. 16,
replaced for
the co.
Borrowing
power.

15. Paragraph 16 of article 6474 of the Revised Statutes, 1909, is replaced for the company by the following:

"16. *a.* To borrow, from time to time, at such rates of interest as may be agreed upon, in Canada or elsewhere, all sums of money which the directors shall decide are needed for the purposes of the company, or any of them;

Bond issues.

b. To issue first or second mortgage bonds or debentures, or both such bonds and debentures, to any amount that shall be determined and named by and in the by-law or by-laws authorizing the same, and approved as provided by paragraph 27 of this article, as replaced for the company, and to secure the same by a first or second mortgage or mortgages, hypothec or hypothecs upon its properties and assets, in such manner and upon such conditions as may be determined by the by-law authorizing the same; and the company may, by such by-law or by-laws, provide that such mortgage and hypothec, or mortgages and hypothecs, shall be granted to a trustee or trustees; and the company may, by such by-law or by-laws, deter-

mine the rights and powers of such trustee or trustees over the properties and assets of the company;

c. To borrow, from time to time, on current account, or on promissory notes or other negotiable instruments, and on such terms as may be agreed upon, all such sums as the directors may, from time to time, decide are required. The company, before the sale or disposal of stock, bonds or debentures, may pledge the same or any part thereof for advances then secured, or applied for and secured thereafter." ^{Temporary loans.}

16. The company may amalgamate with any other railway company. ^{Amalgamation.}

17. The company is authorized to enter into agreements with any other railway company: ^{Agreements with other railway companies.}

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

b. For acquiring branch lines;

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

d. For acquiring, by purchase or otherwise, the property, rights and privileges of other railway companies.

18. The company may enter into contracts as regards the remuneration and prices that the company shall be entitled to receive for driving and handling logs, timber and wood goods, and freight, passenger, telegraph, telephone, shipping, forwarding and express charges, and for the use of stored waters, and in the absence of such contracts the company shall, for the same, be entitled to receive and exact reasonable remuneration and make reasonable charges in respect thereof, and the company must apply to the Lieutenant-Governor in Council to fix such remuneration and charges, or any of them, and when it is a question of the exploitation of lakes, rivers or streams, in accordance with the laws in force, and after such remuneration and charges are so fixed the company shall be entitled to receive and exact the same. ^{Charges for various services to be performed by co.}

19. The company is further authorized to enter into arrangements with any other company or person 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. ^{Transfer of road, etc.}

Subsidies,
&c.

20. The company may receive as aid towards the construction of its railway, or towards any of its other enterprises, either from the Government or from any individual or company, or municipal or other corporation, in Canada or elsewhere, properties of all kinds, fixed rates of, or exemption from, taxation, 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.

Securities
may be
issued in
payment.

21. The company may issue, as paid-up stock, shares of the company, whether subscribed for or not, and may allot and hand over such paid-up stock and bonds, debentures or other securities of the company in payment of right-of-way, plant, rolling stock, or any other thing required by the company, and also for the services of contractors and employees of the company, and others, and may also allot and hand over such shares, bonds, debentures or other securities to the creditors of the company by way of pledge or in satisfaction of their claims, whether such creditors are or are not directors or shareholders of the company.

Such issue and allotment of bonds and stock shall be binding on the company, and such stock shall not be assessable for calls.

Expropria-
tion provi-
sions.

22. The company, in addition to the powers of expropriation conferred by article 6553 of the Revised Statutes, 1909, and the other provisions of the Railway Act of the Province of Quebec, and by following the expropriation provisions of the said Railway Act, shall have and is hereby given power to expropriate all properties required for right-of-way, telephone and telegraph lines; it may also avail itself of the provisions of articles 7287 to 7294, inclusive, of the Revised Statutes, 1909.

R. S., 6645,
replaced for
co.

23. Article 6645 of the Revised Statutes, 1909, is replaced for the company by the following:

Delay for
construc-
tion and
completion
of Ry. &c.

“6645. The company shall commence the construction of the railways and tramways it is authorized to construct within two years from the 22nd of December, 1916, and shall complete the same within five years from such date, and if the railways and tramways the construction whereof is authorized are not completed within said period of five years, the powers conferred upon the company to construct said railways and tramways shall cease and be null and void as respects so much of the said railways and tramways as remain uncompleted, and the said failure as to the

construction of the said railways and tramways in whole or in part shall not in any way affect, modify or restrict the other rights, powers, franchises and privileges conferred upon the company by its charter, or the Quebec Railway Act."

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

C H A P. 99

An Act to incorporate The Guarantee Title and Contract Company

[Assented to 22nd December, 1916]

WHEREAS John Selkirk Clunie, manager; Segfried Preamble.

Hinson Read Bush, advocate; George Whittaker, accountant; Benjamin Robinson, student; Edward Charles Baker, accountant; Richard Ferrie, accountant; and George Salmon, manager, all of the city and district of Montreal, have by their petition prayed for an act to incorporate them under the name of The Guarantee Title and Contract Company, and whereas it is expedient to grant the prayer of the said petition;

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

1. John Selkirk Clunie, manager; Segfried Hinson Company
Read Bush, advocate; George Whittaker, accountant; incorporated.
Benjamin Robinson, student; Edward Charles Baker, accountant; Richard Ferrie, accountant; and George Salmon, manager, all of the city and district of Montreal, together with such other persons as may hereafter become members of the said corporation, are hereby incorporated and constituted a corporation under the name of "The Name.
Guarantee Title and Contract Company".

2. The head office of the company shall be in the city Head office.
of Montreal.

3. The capital stock of the company shall be two mil- Capital
lion dollars, divided into twenty thousands shares of one stock.
hundred dollars each.

4. The affairs of the company shall be managed by a Directors.
board of not less than five nor more than fifteen directors.