

When certain
portion of road
is to be ready
for traffic.

12. The said company shall have at least three miles of the said road ready for traffic within three years from the sanction of this act.

Coming into
force.

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

SCHEDULE A.

Know all men by these presents that I,
of _____ do hereby, and in consideration of
paid to me by the Cap Rouge, Sillery and St. Lawrence
Railway Company,—the receipt whereof is hereby acknow-
ledged,—grant, bargain, sell and convey to the said company,
their successors and assigns, all that tract or parcel of
land (*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
unto the said company, their successors and assigns for ever.

Given under my hand and seal, at _____, this
day of _____ one thousand eight hundred and _____

Signed, sealed and delivered }
in presence of }

(L. S)

C A P. L X V I I I.

An Act to incorporate the Gaspesia Railway Company.

[Assented to 27th February, 1893.]

Preamble.

WHEREAS the construction of a railway, as hereinafter
set forth, will be of great advantage for that portion
of the Province through which it is intended to pass and
the neighbourhood thereof; and whereas a petition has been
presented by the persons hereinafter named, praying for the
passing of an act to incorporate a company authorized to
construct the same, and it is expedient to grant the prayer
of such petition;

Therefore, Her Majesty, by and with the advice and
consent of the Legislature of Quebec, enacts as follows:

Certain per-
sons incor-
porated.

1 The Honourable Joseph Tassé, senator; Charles Lionais,
civil and mining engineer; Joseph Ulric Emard, advocate;
Salvator Hector Joseph Tassé, merchant; David H. Hen-
derson, merchant; Charles Henry Walters, banker; Finlay

Alexander McRae, contractor ; Denis Poitras, gentleman ; John Janeway Maclean, merchant, and Camille Provost, contractor, all of the city and district of Montreal ; Louis Michel Langlais, merchant, of St. Octave, county of Rimouski, and Louis Zéphirin Joncas, member of Parliament for the county of Gaspé, residing in Quebec, all in the Province of Quebec, together with such other persons and corporations as may become shareholders of the company hereby incorporated, shall be and are hereby constituted a body politic and corporate under the name of the "*Gaspesia Railway Company*"; and the words "the ^{Name.} company", wherever used in this act, shall mean the *Gaspesia Railway Company* hereby incorporated.

2. The company shall have full power and authority to locate, construct, complete, operate and lease and dispose of, as may seem fit, a single or double line of railway from a point on the Intercolonial Railway of Canada, between the stations of the said Intercolonial Railway named respectively Ste. Flavie and St. Octave de Métis, both in the counties of Rimouski and Matane, and Province of Quebec, to a point at or near St. Jérôme de Matane, in the said counties of Rimouski and Matane ; and thence to continue and prolong the said railway through the said county of Rimouski and the county of Gaspé to the Gulf of St. Lawrence, to a point terminating in the vicinity of Pointe St. Pierre, on the south shore, and at or near the mouth of Gaspé Bay, in the said county of Gaspé, all in the said Province of Quebec.

Powers of company:
To build, &c.,
certain line of
road, &c. ;

3. The company also shall have power to locate, construct and operate such other branch lines, from all or any of the points aforesaid or any other point on its said railway or branches, as it may deem advisable, to facilitate the working of its main line.

To build, &c.,
branch lines.

4. The company also shall have power to build such railway and branches in sections, and in such order as it may deem proper, following the general direction between the aforesaid points.

Order of
building road
and branches.

5. The company also shall have power to construct and work the telegraph and telephone lines required for the working of the said railway.

Company may
build tele-
graph, &c.,
lines.

6. The company shall have power also to construct bridges, quays, and to execute all other necessary works in the building and working of this railway ; and with power to extend such quays into deep water.

Company may
build bridges,
&c.

Company
may :
Acquire lands,
&c., for
works, &c. ;

7. The company may :

1. Acquire, receive and hold lands for obtaining supplies of gravel, stone and earth required for the works, stations, freight sheds and other purposes, and sell and alienate such lands or any portion thereof when it no longer needs the same ;

Acquire
lands, &c.,
for freight
sheds, &c. ;

2. Acquire, receive and hold lands for erecting freight sheds, elevators, docks, stations, workshops and offices, and build thereon, and dispose of any property connected therewith, when it no longer requires the same.

Sell, &c.,
lands, &c. ;

8. The company may sell, lease and hypothecate all lands and other property belonging to it, which are no longer required for the purposes of its undertaking.

Mortgage, &c.,
its bonds ;

9. The company may also mortgage or pledge the bonds which it is authorized to issue, for the construction of its railway or otherwise.

Make notes,
&c.

10. The company may make, endorse, draw and accept notes to order and bills of exchange of not less than one hundred dollars each.

Notes binding
on company.

Every such note or bill of exchange made, drawn, accepted or endorsed by the president or vice-president or other officer authorized by the by-laws of the company, and countersigned by the secretary, shall be binding on the company.

Notes to be
presumed as
duly executed.

11. Every note or bill of exchange, fulfilling such conditions, shall be deemed to have been duly executed with the required authorization, until the contrary be proved : and in no case shall it be necessary to affix the seal of the company to such notes and bills of exchange.

Seal not ne-
cessary.

No personal
responsibility
of officers
signing.

12. The president, vice-president, secretary or other officer so authorized, shall not incur any personal responsibility, with respect to such notes and bills of exchange which fulfil the conditions above required.

Power to
amalgamate
with others.

13. The company may amalgamate with any other railway company, whose line the company's railway or branches may cross, join or unite with.

Power to enter
into arrange-
ments with
other com-
panies for cer-
tain purposes.

14. 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 of railway which its own line may cross or join with, as well as for the running of the trains of any other railway over its own line ;

2. For acquiring branch lines ;

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

4. For acquiring the property, rights, franchises and privileges and rolling stock of other railway companies, and for leasing the same or any part thereof.

15. The company is further authorized to make agree-^{Idem.}ments with any other railway company for leasing, selling or transferring the whole of its railway and branches, or the whole of its interest therein, or in any part thereof, to such other railway company, on such conditions as the directors may deem expedient.

16. Articles 5125 to 5181, inclusive, of the Revised Stat-^{R. S., arts.}utes shall apply to the company, in so far as they are not^{5125 to 5181,} inconsistent with the provisions of this act. ^{to apply, &c.}

17. The capital stock of the company shall be one hun-^{Capital stock,} dred thousand dollars, and it shall be divided into shares of^{shares, and} one hundred dollars each ; but it may be increased, from^{increase} time to time, by a vote of the majority in amount of the^{thereof.} shareholders, present in person or represented by proxy, at any meeting specially called for that purpose, to an amount not exceeding five million dollars.

18. It shall be lawful for the company to receive from^{Power to re-} private individuals, and municipal or other corporations, for^{ceive lands as} the purpose of aiding the construction of the said railway,^{aid from muni-} any vacant lots or other real estate, or moveable property, or^{cipalities and} any sums of money, as a gift, or in the shape of a bonus,^{others.} or in payment of shares, and legally to dispose of the same ; and to alienate such lands and other movable and immovable property so received for the purposes of the company.

19. The said Honorable Joseph Tassé, Charles Lionais,^{Provisional} Joseph Ulric Emard, Salvator Hector Joseph Tassé, David^{directors.} H. Henderson, Charles Henry Walters, Finlay Alexander MacRae, Denis Poitras, John Janeway Maclean, Camille Provost, Louis Michel Langlais and Louis Zéphirin Joncas are hereby constituted and appointed the first board of directors, and any seven of them shall form a quorum for the transaction of business.

The said directors shall hold office, until the election of^{Term of office.} others to replace them, according to the provisions of this act, as hereinafter provided.

The said directors are hereby empowered to take all ne-^{Their powers.} cessary steps for opening the stock-books, and for receiving subscriptions of parties desirous of becoming shareholders in the company ; to make calls for instalments upon the

shares subscribed ; to issue bonds or debentures ; to subscribe, endorse, draw and accept promissory notes and bills of exchange ; and to commence and carry on the construction and working of the said railway.

20. The first general meeting of the shareholders of the company, for the purpose of electing directors, shall be held on the first Wednesday of the month of June next, in the city of Montreal, at the place and hour named in the notice calling such meeting.

Such notice shall be printed in a newspaper, published in the city of Montreal, during the two weeks preceding the date of the meeting.

At such general meeting, the shareholders who shall have paid up ten per cent of their subscribed shares, shall, personally or through their proxies, elect twelve directors of the company for the ensuing year.

Seven shall form a quorum, and they may pass such by-laws and regulations as they may deem necessary, provided they are not contrary to law.

Every annual general meeting shall be held on the first Wednesday of June in each year, but the place and hour may be fixed by the board of directors as they think fit.

Other general meetings of the shareholders shall be convened at the time and place and in the manner prescribed by the by-laws and regulations.

21. The fact of such meeting not having been held shall not have the effect of dissolving the company.

The directors in office shall, in such case, hold office until they have been replaced at a subsequent meeting convened, at any time, in the same manner as the annual meeting.

22. No person shall be chosen or appointed a director unless he is a shareholder and holds, in his own right, at least twenty shares in the capital stock of the company, and has paid up all calls on such shares.

The directors shall choose from amongst themselves one to act as president and another to be vice-president ; and the board of directors shall have the power to allow a salary or bonus to any one, or to all of the members thereof, as they may deem proper.

23. The directors or a majority of them may, from time to time, fill the place or places of one or more directors deceased or refusing to act as a director, by choosing from among the shareholders one or more persons qualified, as above mentioned ; and the said directors so named shall hold office until the next annual general meeting.

24. The directors may, at any time, make calls upon the ^{Calls.} shareholders for such instalments as they may deem expedient; provided, however, no instalment called for shall ^{Proviso.} exceed ten per cent of the capital subscribed, and the instalment cannot be exacted unless a notice has been sent by mail to each shareholder, at least two months before the same is payable.

25. The shareholders of the company, whether they be ^{Rights of} British subjects or aliens, and whether they reside in ^{shareholders.} Canada or elsewhere, shall have the same rights and privileges.

They may hold shares, vote by reason of such shares and be eligible for office in the company.

26. The principal office of the said company shall be at ^{Head office.} the city of Montreal, or at any other place that may at any time be fixed by the board of directors, but always in the Province of Quebec.

27. Any manufacturing companies or other incorporated ^{Subscription} companies and municipal corporations may subscribe to or ^{by municipal} otherwise acquire and hold any number of shares in the ^{and other cor-} capital stock of the company, and dispose of them in any ^{porations.} manner they may deem advisable.

28. The directors shall have power to issue, as ^{Issue of paid-} paid-up ^{up shares and} shares of the company, shares whether subscribed for or not; ^{debentures.} and to distribute and give such paid-up shares, and also issue hypothecary obligations in payment of purchases of lands, tools, rolling stock, and requisite materials of all kinds, as well as for payment of services by contractors, employees, and others engaged in carrying out the enterprise and working in the interests of the company.

Such paid up shares and obligations shall be binding on ^{To be binding} the company, and shall not thereafter be in any case ^{on company.} subject to calls.

29. The directors of the company shall have power and ^{Power to} authority to borrow, either in Canada or elsewhere, any ^{borrow money} sums of money necessary to complete, maintain and work ^{and to issue} the railway, and to issue bonds under the seal of the company, ^{bonds for cer-} signed by the president, or other official acting as president, ^{tain purposes.} and countersigned by the secretary.

These bonds shall be payable in the manner customary in ^{Form of} Canada or elsewhere, and shall carry the rate of interest ^{bonds, &c.} fixed by the directors, who may sell or otherwise dispose of them at the prices and on the terms and conditions which they may judge most acceptable.

Amount of
issue limited.

The amount of these bonds shall not exceed twenty-five thousand dollars per mile of the line of the company.

Form of deeds
of transfer of
bonds.

30. Any deed of transfer of property made with the company under the authority of this act, in so far as circumstances will permit, shall be drawn out according to the form of the schedule A appended hereto, or other form of the same tenor.

Power to sell
line, fran-
chises, &c.

31. The company shall have power to sell or lease its lines and all its franchises and properties, either before or after the completion of the building of the railway, to any other railway company; provided that all the arrangements made between the companies, for the purchase or the lease of the railway authorized by this act, have been previously sanctioned by two thirds of the shareholders of this company, at a meeting specially called for that purpose; at which meeting there shall have been present or represented by proxy, shareholders holding at least two thirds of the subscribed capital.

When road to
be commenced
and to be com-
pleted.

32. The construction of the railway, authorized by this act, must be commenced within two years, and be completed within five years from the date of the passing hereof.

SCHEDULE A.

Know all men, by these presents, that I, A. B., of
county of do hereby, and in consideration of the
sum of paid to me by the Gaspesia Railway Com-
pany, a body politic and corporate, having its principal
place of business at
hereto represented and accepting through, (*insert the name
of the representative of the company*), the receipt whereof is
hereby acknowledged, grant, bargain, sell and convey to
the said Gaspesia Railway Company, their successors and
assigns, all that tract or parcel of land (*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 unto the said company,
their successors and assigns for ever.

Signed, sealed and delivered	}	A. B.,
in presence of on the		Vendor.
day of	}	(L. S.)
one thousand eight hundred		C. D.,
and ninety- , at	}	Purchaser for or represen-
		tative of, the company.
		(L. S.)