

CAP LXX.

An Act to incorporate the Montreal Island Belt Line Railway Company.

[Assented to 27th February, 1893].

WHEREAS the construction of a railway, as hereinafter Preamble.
set forth, would be of great advantage to the region through which it would pass and the vicinity thereof; and whereas a petition has been presented, praying for the passing of an act to incorporate a company authorized to construct and work such railway; and whereas 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:

TITLE I.

INCORPORATION OF THE COMPANY—ITS OBJECT.

1. Olivier M Augé, J. Narcisse Dupuis, N. Arthur Hur- Certain persons incorporated.
teau, Martial B. Desmarteau, Téléspore E. Normand, Felix Carbray, George Ball, Henry de Puyjalon and Evariste Lecomte, and such other persons and corporations as may become shareholders of the company hereby incorporated, are constituted a corporation under the name of "The Montreal Island Belt Line Railway Company," and the Name.
words "the company," wherever they occur in this act, shall mean the Montreal Island Belt Line Railway Company hereby incorporated.

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

3. The company is subject to articles 5125 to 5181, inclu- Laws applicable.
sively, of the Revised Statutes, respecting railway companies, and to the Joint Stock Companies' General Clauses Act, except in so far as the same may be inconsistent with or derogate from this act.

4. The company shall have power to locate, within a Power of company:
radius of not more than two miles from the shore, construct To build, &c., certain line of road, &c.;
and operate an elevated or surface railway or tramway, driven by steam, electricity or other motive power, of such gauge as it may deem advisable, from a point in or near the city of Montreal, passing through all the municipalities on the Island of Montreal or any of them, returning to another point in the city of Montreal, but by a single line for entering and leaving the city. In the city of Montreal, the railway shall be an elevated railway.

Conditions of entering certain municipalities. The company, before entering the limits of the council of every municipality, shall first obtain the consent of the city, and similarly for its branches.

Proviso. No rights or privileges are granted by this act to operate or maintain and carry such road within twenty feet of the present surface of any street, lane, avenue or public place, within the boundaries of any of the aforesaid municipalities except with the consent of the said municipality.

To build bridges, &c. ; **5.** The company shall also have power to construct the bridges required for its railway over any river, at such points as it may deem expedient.

To build railway and branches in sections, &c. **6.** The company shall also 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.

TITLE II.

CAPITAL STOCK—SHARES—CALLS.

Capital stock, shares and increase thereof. **7.** The capital stock of the company shall be three million dollars, divided into shares of one hundred dollars each ; but this capital may be increased, from time to time, by a vote of the majority in value of the shareholders present in person or represented by proxy at any meeting convened for the purpose, to the sum of six million dollars ; and so soon as three hundred thousand dollars of capital shall have been subscribed and thirty thousand dollars shall have been paid in, on account of such shares, the said company may commence operations and works ; and the directors, or the majority of them, shall call the first general meeting of the shareholders, at the head office of the company, at such time as they may think proper, by registered letter to each shareholder, at least eight days previous to the said meeting.

Commencement of works. or the majority of them, shall call the first general meeting of the shareholders, at the head office of the company, at such time as they may think proper, by registered letter to each shareholder, at least eight days previous to the said meeting.

Calling of first meeting.

Calls. **8.** The directors may, at any time, make calls upon the shareholders for such instalments as they may deem expedient.

Proviso. No instalment called for shall 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 one month before the same is payable.

TITLE III.

PROVISIONAL DIRECTORS.

Provisional directors. **9.** Olivier M. Augé, J. Narcisse Dupuis, N. Arthur Hurteau, Martial B. Desmarteau, Téléphore E. Normand,

Felix Carbray, George Ball, Henry de Puyjalou and Evariste Lecomte shall be the board of provisional directors.

Five of them shall constitute a quorum.

Quorum.

10. The provisional directors shall remain in office until the first election of directors to be held under this act.

Term of office.

11. The provisional directors shall have power, immediately after the passing of this act, to fill vacancies occurring on the board, to open stock books and to obtain subscriptions to the capital stock of the company, to make calls upon the subscribers, to cause surveys and plans to be made, in order to commence and carry on the building of said railway and all other works authorized by this act.

Powers.

TITLE IV.

BOARD OF DIRECTORS.

12. The general meeting of the shareholders, for the purpose of electing directors, shall be held each year on the first Wednesday of July, at the head office of the company, at the hour indicated in the notice calling such meeting; which notice shall be sent to the address of each shareholder, as shewn in the stock register of the company, by registered letter deposited in the post office, at least one month before the meeting, and also by notice in two newspapers, one in French and the other in English, during ten days.

Annual general meeting for election of directors, when and where held. Notice, &c.

The first general meeting of the shareholders, for the election of directors, shall be held on the first Wednesday of July next after the coming into force of this act.

Holding of first general meeting.

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

Effect of not holding meeting.

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.

14. The board of directors shall consist of seven directors, who shall replace the provisional directors.

Number of directors.

Five directors shall constitute a quorum.

Quorum.

They shall select from amongst their number a president and a vice-president.

President and vice-president.

15. No one can be elected or appointed a director unless he holds, in his own name, at least fifty shares of the capital stock of the company and has paid up all calls thereon.

Qualification of directors.

Vacancies in board.

16. The directors, or the majority of them, may fill vacancies which arise on the board, through death or resignation, by selecting duly qualified shareholders to fill such vacancies.

Term of office of replacing director.

The directors so appointed shall remain in office until the date of the following general election.

TITLE V.

POWERS OF THE COMPANY.

SECTION I.

MISCELLANEOUS POWERS.

Company may :

17. The company may :

Acquire, &c., lands for supplies of gravel, &c.:

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

2. Acquire, receive and hold lands for erecting freight sheds, elevators, docks, stations, workshops and offices, and erect any other buildings thereon ;

Purchase real and personal property, &c. ;

3. Purchase, take on lease or in exchange, hire or otherwise acquire any real and personal property, and any rights, privileges, water-powers and easements which may be necessary for their business, and the same lease, alienate and otherwise dispose of and hypothecate in favor of trustees or otherwise ; establish, maintain and improve dams, piers and channels ; provide electricity for the purposes of its enterprise for its own use only ; develop water-power in the waters adjoining or surrounding the island of Montreal and subject to the jurisdiction of this Legislature ; take and hold shares in other corporations, and sell and dispose of the same ; amalgamate with any other company having objects altogether or in part similar ; purchase or otherwise acquire any patents of invention, use and manufacture or dispose of the same ; and also, construct and work telegraph and telephone lines for its own use.

Mortgage, &c., its bonds.

18. It may also mortgage or pledge the bonds which it is hereby authorized to issue for the construction of its railway or otherwise.

SECTION II.

LOANS—ISSUE OF MORTGAGE-BONDS, NOTES, &C.

Power to borrow and issue mortgage bonds.

19. The directors of the company are authorized to borrow, in Canada or elsewhere, all moneys required to construct, complete, maintain and work its railway and the other works and things authorized by this act, and to issue

mortgage-bonds, bearing the seal of the company and signed by the president or other officer acting as president, and countersigned by the secretary ;

However, the amount of such mortgage-bonds shall not exceed thirty thousand dollars for each mile.

Form thereof.

Amount of issue limited.

20. All bonds, debentures, mortgages and other securities authorized by this act, as well as their coupons and certificates of interest due, may respectively be made payable to bearer ; and in such case they shall be transferable by simple delivery, and the holder may sue for the recovery thereof in his own name.

Transfer of bonds, if payable to bearer, &c.

21. The company shall have power to secure its said mortgage-bonds in favor of any company, corporation, bank or person, whether such person be a member of the board of the company, with the sanction of the shareholders, expressed in a resolution passed at a general or special meeting.

Security for loans on bonds.

22. Such deeds shall contain a description of the property mortgaged, the condition agreed upon as to the payment of the bonds which they are intended to secure ; they shall mention the rate of interest ; they shall specify the recourse of the bondholders or their trustees, as well as the method of exercising the same in default of payment of the said bonds or coupons ; they may further contain stipulations as to forfeiture of rights and fines and penalties, in default of payment ; they shall generally provide for the maintenance of all obligations stipulated by the company in favor of all bondholders, so as to render every security given valid, obligatory and conformable to law.

Contents of deed.

23. The company may make, endorse, draw and accept notes to order and bills of exchange.

Power to become party to notes, &c.

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 drawn to be binding on company.

24. 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.

Notes to be deemed properly executed, and seal not necessary.

25. 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 required.

Officers not personally liable.

SECTION III.

AGREEMENTS WITH OTHER COMPANIES.

Power to amalgamate.

26. The company may amalgamate with any other railway company.

Company authorized to enter into arrangements with other companies for certain purposes.

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 of railway which its own line may cross or join, 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, powers, rights, franchises and privileges and rolling stock of other railway companies, and for leasing any other railway or any part thereof.

Power to lease, sell, &c., road, &c.

28 The company is further authorized to make agreements 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 company may deem expedient.

Power to sell all its property, &c. Proviso.

29. The company is further authorized to sell all its moveable and immoveable property as well as its charter and franchises ; but only when there shall have been expended on the said road a sum of least one hundred thousand dollars.

TITLE VI.

MISCELLANEOUS PROVISIONS.

Rights of shareholders.

30. The shareholders of the company, whether they be British subjects or aliens, and whether they reside in 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.

Issue of paid-up stock.

31. The directors may issue, as paid-up stock, shares in the company whether subscribed or not, and may allot and hand over such stock, as paid-up stock, and the mortgage-bonds of the company, in payment of right of way, plant, rolling stock, or material of any kind, and in payment of the moveables and immoveables which it may hold under this act, and also for the services of employees and contractors of the company.

32. Such issue and allotment of stock or bonds shall be binding on the company, and such paid-up stock unassessable thereafter for calls. To be binding on company.

33. Notwithstanding any provision to the contrary, the absence of any provisions allowing the same, is hereby given to the corporation of any city, town, village, county or parish, or any municipality interested in the construction of the proposed railway or of any other works or things authorized by this act, to subscribe for shares in the capital stock of the company, or give sums of money to it gratuitously, either for the purpose of facilitating its preliminary works, or of aiding the construction of the said railway or other works, or to grant lands, exemption from taxes, or other advantages to the company; and the councils of these various municipalities are hereby authorized to make such agreements with the company as they may deem useful for the purpose of facilitating and assuring the construction of the said road and other works, the whole, nevertheless, subject to the provisions of article 481 of the Municipal Code, or the acts governing the said corporation, as the case may be. Subscriptions by municipal, and other corporations, &c., &c.

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

C A P. L X X I.

An Act to incorporate the "Telephone Company of Bellechasse."

[Assented to 27th February, 1893.]

WHEREAS the persons hereinafter mentioned have, by their petition, represented that they desire to be incorporated, with power to add to their number, and with all the powers necessary for their corporate existence; and whereas it is expedient to grant their prayer; Preamble.

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

1. George Tanguay, Edward Murdock McKenzie, Philibert Tanguay, Ephrem Audet, John Lavallée, Solyme Forgues, and all other persons who may hereafter become shareholders of the company hereby incorporated, are constituted a body politic and corporate, under the name of the "Telephone Company of Bellechasse." Certain persons incorporated.

Name.