

purchase or lease, or to make any agreement with any other railway company for granting running powers to, or acquiring running powers from, such other railway company for such length of time as may be thought best, and, generally, to make any agreement or agreements with any such other company touching the use by the one or the other, or by both companies, of the said railways or undertakings so purchased or taken by way of transfer, lease, amalgamation or fusion as aforesaid, or any of them or any part thereof respectively, or touching any service to be rendered by one company to the other in relation thereto.

2. This act shall come into force on the day of its ^{Coming into} sanction. ^{force.}

C A P. X C I.

An Act to incorporate "The East Richelieu Valley Railway Company."

[Assented to 30th December, 1890.]

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;

Whereas a petition has been presented, praying for the passing of an act to incorporate a company and authorize it to construct such road; and whereas it is expedient to grant such prayer: 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. The Reverend T. St. Aubin, parish priest, François Lafond, Esquire N. P., L. H. Trudeau, Narcisse Demers, Léon Bénard, trader, Noël Brosseau, burgess, J. Honorat Lafond, trader, Vincent Charbonneau, farmer, Charles Lemieux, farmer, all of the parish of St. Georges de Henriville, Louis Molleur, ex-M. P. P., banker, of the town of St. John, Philippe Honoré Roy, advocate, of Montreal, Calixte M. Roy, farmer, of Côte des Neiges, the Reverend J. B. Tetreau, parish priest, J. Hector Bissonnette, farmer, Stephen H. Jones, trader, Samuel J. Roy, contractor, all three of Ste. Anne de Sabrevois, Adhémar J. Gosselin, trader, of St. Alexandre Léon Lorrain, advocate, J. B. H. Beauregard, notary, both of the town of Iberville, Alfred Girard, advocate, M. P. P.,

Certain persons incorporated.

of Marieville, L. F. Morrison, advocate, and Odilon Desmarais, advocate, both of St. Hyacinthe, and such other persons, corporations and municipalities as may become shareholders of the company hereby incorporated, are constituted a corporation under the name of "The East Richelieu Valley Railway Company."

Name.

Head office. **2.** The principal place of business and the head office of the company shall be in the town of Iberville.

Branch offices. Nevertheless, the board directors may establish one or more offices at other places in this Province.

R. S. Q. art.
5125 to 5181 to
govern rail-
way.

3. The company is subject to articles 5125 to 5181, inclusively, of the Revised Statutes of the Province of Quebec, respecting railway companies, except in so far as the same may be inconsistent with or derogate from this act.

Powers vested
in company to
build certain
line of rail-
way.

4. The company is vested with all the powers necessary for locating, constructing, putting in operation and working a double or single track railway, of such gauge as it may deem advisable, from a point in the county of Missisquoi, on the frontier of the Province, or from the bank of the Richelieu opposite Lacolle, in the parish of St. Thomas, in the county of Missisquoi, passing through the parishes of St. Thomas and St. George de Clarenceville, in the county of Missisquoi, and those of Saint-Georges de Henriville, Ste. Anne de Sabrevois, and Saint-Athanase, in the county of Iberville, then continuing through the counties of Rouville and St. Hyacinthe to a point on the line of the Grand Trunk Railway, between St. Hilaire and St. Hyacinthe.

If United
Counties Rail-
way Company
commence
work on
certain line in
this charter to
lapse for that
portion of the
line.

Railway may
be built in
sections.

It is hereby enacted that in case the United Counties Railway Company do commence work on their proposed line between Iberville and the Grand Trunk Railway, between St. Hyacinthe and St. Hilaire within two years, and do complete that portion within four years, then the present charter shall not come into force, but on the contrary shall lapse for that portion of the line.

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

Company may
build branch
lines.

5. The company has also the necessary powers for constructing such branch lines, as it may deem advisable, to facilitate the working of its main line, and to apply all necessary machinery and plant to the construction and working of such branches.

6. The company has power to construct the bridges required for its railway over any river, at such points as it may deem expedient, and make such bridges suitable for the passage of horses, vehicles and foot-passengers.

Company may build bridges and make them suitable for passage of horses, &c.

In the event of any of such bridges being opened to the public as a toll bridge, the tariff of tolls shall be fixed by the Lieutenant-Governor in Council.

Tolls to be fixed by Lieutenant-Governor in such case.

7. It is further authorized to construct and work the telegraph and telephone lines required for the working of the said railway.

Company may build and work telegraph and telephone lines.

TITLE II.

CAPITAL STOCK—SHARES—CALLS.

8. The capital stock of the company is one hundred thousand dollars, divided into shares of one hundred dollars each.

Capital stock. Shares.

It may be increased to the amount of one million dollars, upon a vote of two thirds in value of the shareholders present in person or represented by proxy at any meeting convened for the purpose.

Increase of capital stock.

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

Calls upon shares.

However, 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.

Amount of calls limited.

Notice therefor.

TITLE III.

PROVISIONAL DIRECTORS.

10. F. Lafond, L. H. Trudeau, Louis Molleur, S. H. Jones, P. H. Roy, J. H. Bissonnette, Léon Lorrain, A. J. Gosselin, A. Girard and L. F. Morrison, mentioned in article 1 of this act, are constituted a board of provisional directors.

Provisional directors.

Six of them shall form a quorum of the board.

Quorum.

11. These directors shall remain in office until the election of directors, to be held under this act.

Term of office.

12. They have power, immediately after the sanction 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.

Powers

TITLE IV.

BOARD OF DIRECTORS.

Annual general meeting when and where to be held. Notice therefor.

13. The general meeting of the shareholders, for the purpose of electing the directors, shall be held, each year, on the second Tuesday of June, in the town of Iberville, at the place and hour indicated in the notice calling such meeting; which notice shall be sent by registered letter to the address of each shareholder.

Company not to be dissolved if meeting not held.

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

Directors then in office to remain until replaced.

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.

Composition of board of directors.

15. The board of directors shall consist of nine, elected under the preceding article.

Quorum.

Five of them shall constitute a quorum.

President and vice-president.

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

Number may be increased or reduced.

16. The shareholders may, at the general meetings, increase or reduce the number of directors.

Qualification of directors.

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

Majority to be British subjects.

The majority of the directors shall be British subjects.

Vacancies in board.

18. 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 directors.

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: Acquire, &c., lands, &c.;

19. 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 ;

Sell, &c., same ;

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, acquire, own and control as many steamboats and other vessels as it may deem necessary for crossing the Richelieu river.

Acquire certain other lands, &c. ;
Sell, &c., same ;
Acquire vessels, &c., for crossing river ;

20. It may sell, lease, and hypothecate all lands, belonging to it which are no longer required for its road, or given to it as a gift or bonus.

Lease, &c., all lands.

21. It may also, on account of moneys loaned to it on such security, mortgage or pledge the bonds which it is hereby authorized to issue for the construction of its railway or otherwise.

Pledge bonds as security for advances, &c. ;

22. The company has power to secure its bonds in favour of any company, corporation, bank or person advancing or lending money to it, even if such person be a member of the board, by deeds of mortgage given in the name of the company with the sanction of the shareholders expressed in a resolution passed at a general or special meeting.

Secure bonds by mortgage on its property, &c.

23. Such deeds shall contain a description of the property mortgaged on the conditions agreed upon with respect 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 ; 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 favour of all bondholders, so as to render every security given, valid, obligatory and conformable to law.

Contents of deeds of mortgage.

24. All deeds and conveyances of land to the company for the purposes of this act, in so far as circumstances will permit, shall be in the form given in schedule A of this act, or in any other form to the like effect.

Form of deed of sale of lands to company.

25. For the purposes of the due enregistration of the same, all registrars in the respective counties, where such deeds and transfers are to be entered, shall be furnished by and at the expense of the said company, with a book with copies of the form given in the said schedule A, or other form to the like effect, one to be printed

Books to be furnished to registrars by company for registering deeds.

Contents of book.

on each page, leaving the necessary blanks to suit the circumstances of each separate conveyance, and shall, upon the production and proof of execution of any such conveyance, enter the same without any memorial, and shall minute the enregistration of entry on the deed.

Fee of registrar for registration.
Effect of such registration.

26. The company shall pay to the registrar, for all fees on every such enregistration, fifty cents.

Such registration shall be deemed to be valid in law, and shall have, as respects any servitude, mortgage and other real rights, the same effect as the registration prescribed by the Civil Code.

SECTION II.

LOANS —ISSUE OF MORTGAGE BONDS, NOTES, ETC.

Directors may borrow money to complete, etc., railway and issue bonds.

27. The directors of the company are authorized to borrow, in Canada or elsewhere, all moneys required to complete, maintain and work its railway, 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.

Amount of bonds limited.

However, the amount of such mortgage bonds shall not exceed that of the capital stock of the company, and shall be limited to twenty thousand dollars for each mile of railway built by sections of at least ten miles, and accepted by the Government.

Bonds to be first claim on company, &c.

28. The mortgage bonds, the issue whereof is authorized, shall be registered, by transcription of the deed creating the mortgage, in the registry office of the county of Iberville, and shall be received and considered as the first claim and privileged debt against the company, its property and revenues, its undertaking, franchises, charter, tolls and revenues and the moveables and immoveables which it now possesses or may hereafter acquire; and every holder of such bonds shall be deemed an hypothecary creditor as regards such security, *pro rata* with all the other bondholders.

Rank of bondholders *inter se*.

Bonds and coupons, &c., may be payable to bearer.

29. 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.

Transfer in such case.

In such case they shall be transferable by simple delivery, and the holder may sue for the recovery thereof in his own name.

30. The company may make, endorse, draw or accept notes to order and bills of exchange of not less than one hundred dollars each. Company may make, &c., notes, &c.

In order to bind the company, such notes and bills of exchange shall be made, drawn, accepted or endorsed by the president or vice-president and countersigned by the secretary under the authority of a majority of a quorum of the directors. How to be made, &c., to bind the company.

31. 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 corporation to such notes and bills of exchange. Notes, &c., to be deemed as duly executed, &c. Seal not necessary.

32. The president, vice-president, secretary and the treasurer of the company shall not incur any personal responsibility with respect to such notes and bills of exchange which fulfil the conditions above required. Officers signing not personally liable.

SECTION III.

AGREEMENTS WITH OTHER COMPANIES.

33. The company may amalgamate with any other railway company whose line it may cross or join. Power to amalgamate.

34. It is authorized to enter into agreements with other railway companies: Company may make certain agreements with other companies, for certain purposes.

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

35. The company is further authorized to make arrangements with any other railway company for the purpose of leasing, selling, or transferring the whole of its road or the whole of its interest in such road, or in any part thereof which may be built, on such conditions as the directors may deem expedient. Company may lease or sell, &c., its road, &c.

TITLE VI

MISCELLANEOUS PROVISIONS.

36. The shareholders of the company, whether they be British subjects or aliens, and whether they reside in Equal rights of all shareholders.

Canada or elsewhere, shall have the same rights and privileges.

Privileges as shareholders.

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

Issue of paid-up stock for certain purposes authorized.

37. The directors may issue, as paid up stock, shares in the company, whether subscribed for 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 also for the services of employees and contractors of the company.

Such stock to be binding on company and not liable for calls.

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

Corporations of cities &c., may subscribe to company, &c.

39. Notwithstanding any provision to the contrary, or the absence of any provision allowing the same, authority 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, to subscribe for shares in the capital stock of the company or to 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 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, 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.

Effect of act respecting certain part of the road.

40. This act shall have full effect as to such portions of the road as shall be commenced within five years and completed within ten years from its sanction.

Coming into force.

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

SCHEDULE A.

DEED OF SALE.

Know all men, by these presents, that I, ~~E.~~A. B., of
in consideration of the sum of
paid to me by the East Richelieu Valley Railway Com-
pany, the receipt whereof is hereby acknowledged, grant,

bargain, sell and convey unto the said East Richelieu Valley Railway Company, its successors and assigns, all that tract or parcel of land (*describe the land*), selected and laid out by the said company for the purposes of its railway ; to have and to hold the said land and premises unto the said company, its successors and assigns for ever.

Witness my hand and seal, at _____, this _____ day of _____ hundred and _____

Signed and sealed in presence of
 C. D. }
 E. F. } A. B. [L. S.]

CAP. XCII.

An Act to amend the charter of the Lotbinière and Megantic Railway Company.

[Assented to 30th December, 1890.]

WHEREAS the Lotbinière and Megantic Railway Company has, by its petition, represented that it has not been able to fulfill the conditions enacted by section 18 of its charter, respecting the commencing of its line of railway and the completion of same, and has prayed for an extension of time to commence and complete the said works ; and whereas it is advisable to grant the prayer of said petition ;

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

1. The act of this Province, 52 Victoria, chapter 89, is amended by substituting for section 18 thereof, the following : 52 V., c. 89, s. 18 replaced.

“18. The works authorized by this act shall be commenced by the construction of at least five miles of such road before the first day of January, 1894, and shall be completed before the first day of January, 1899, under pain, in either case, of the loss or extinction of all the rights powers and privileges granted by this act.” Time for commencing and completing works.

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