

6. The present holders of stock in the two amalgamated companies shall be entitled to and receive two hundred dollars of stock in the new company for each one hundred dollars of stock held by them in either of the amalgamated companies.

Shares to be held in new company by shareholders of old companies.

7. The assets, rights, actions, privileges, hypothecs, mortgages, franchises and property, moveable and immovable, of the two amalgamated companies, are hereby vested in the new company, which shall assume and discharge all the liabilities of the amalgamated companies.

Certain assets, etc., vested in new company, etc.

8. The Dominion Lime Company, as reconstructed and reincorporated, shall have and exercise all the powers, rights, privileges and franchises conferred on the companies hereby amalgamated, and on either of them by letters-patent, and by special acts of this Legislature

Powers of new company, etc.

9. The board of directors shall be composed of nine directors, five of whom shall be a quorum; and they shall elect from their number, each year, a president and vice-president.

Board of directors. Quorum. President and vice-president.

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

Coming into force.

C A P. C.

An Act to incorporate the "Montreal South and Longueuil Company."

[Assented to 2nd April, 1890.]

WHEREAS Georges Wilfrid Parent, real estate agent, Michael Carroll, burgess, Georges Joseph Parent, medical student, Michael Daniel Carroll, accountant, and Raymond Préfontaine, advocate, all of the city of Montreal, in the Province of Quebec, have, by their petition, prayed to be incorporated for the purpose :

Preamble.

1. Of establishing and maintaining in the parish of Longueuil at the said place, Montreal South, and its vicinity a system of water-works and of lighting by gas or electricity ;

2. Of establishing and maintaining at the same places surface or elevated tramways driven by electricity or cable, with power to cross the non-navigable portion of the river St. Lawrence between Longueuil and St. Helen's Island by an iron bridge or a bridge of masonry resting on the bottom of the river ;

Whereas it is expedient to grant the prayer of their 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.

Certain persons incorporated.

1. The said Georges Wilfrid Parent, Michael Carroll, Georges Joseph Parent, Michael Daniel Carroll and Raymond Préfontaine, together with all such other persons as shall become shareholders in the company hereby incorporated, are constituted a corporation, under the name of the " Montreal South and Longueuil Company."

Name.

R. S. Q., art. 4651 to 4693 to apply unless inconsistent.

2. The company is subject to the operation of the general law governing joint stock companies contained in articles 4651 to 4693, inclusively, of the Revised Statutes of the Province of Quebec, except where the same may be derogated from or be inconsistent herewith.

TITLE II.

CAPITAL STOCK.

Capital stock. Shares.

3. The capital stock of the company shall be two hundred thousand dollars, divided into shares of twenty dollars each, which shares shall belong to the various persons who subscribe to the capital stock, to their representatives and assigns.

Increase of capital stock by by-law.

4. After the capital stock is allotted and paid up in full, the directors of the company may pass by-laws to increase the capital stock to such amount as they may deem necessary, for better promoting the undertaking of the company ; but not to exceed five hundred thousand dollars.

Sanction required for such by-law.

Such by-laws shall have effect only after having been sanctioned by a vote of the shareholders, representing at least two-thirds of the shares, at a general meeting of the company regularly called for the purpose of considering such by-laws ; and after a duly certified copy thereof has been filed in the office of the Provincial Secretary or of any officer designated for that object by the Lieutenant-Governor in council.

By-law what to contain.

5. Every by-law for increasing the capital of the company must set forth the number and the value of the shares of the new stock.

It may order the manner in which it shall be allotted, in default whereof the control of such allotment shall rest entirely with the directors.

6. Within the six months after a duly authenticated copy of the by-law has been filed in the office of the Provincial Secretary or the officer mentioned in article 4, the company may apply for the publication of a notice, under the signature of the Provincial Secretary or any other competent officer, inserted in the Quebec Official Gazette, that such by-law has been passed and filed as aforesaid, setting forth the number and amount of the shares of the new capital, the amount already subscribed and that paid up on such capital.

Publication of notice that by-law has been passed.

From and after the date of such notice, the new capital stock becomes subject to all the provisions of the law governing the stock firstly subscribed, in so far as such provisions are applicable.

Effect on new stock.

TITLE III.

DIRECTORS.

SECTION I.

PROVISIONAL DIRECTORS.

7. The persons mentioned in article 1 of this act are constituted a board of provisional directors of the company

Provisional directors.

8. Three of them constitute a quorum of the board.

Quorum.

9. The provisional directors remain in office until the first election of directors under this act.

Term of office.

10. They may open stock-books for subscriptions to the capital stock, and their powers extend to everything connected with the subscriptions, the organization of the company and the management of its affairs.

Powers.

11. As soon as they have received subscriptions, to the amount set forth in article 15 of this act, they shall call a meeting of the shareholders for the election of directors, as provided in the said article 15.

Meeting to be called for election of directors.

SECTION II.

BOARD OF DIRECTORS.

12. The board of directors consists of five members. This number may be increased by a vote of two thirds of the shareholders.

Composition of board. Increase in number.

13. The majority of the members constitutes a quorum of the board.

Quorum.

- Qualification of directors. **14.** No one can be elected a director unless he holds, in his own name or in trust, at least ten shares of the capital stock and has paid up all calls thereon.
- When first meeting shall be called for election of directors. **15.** As soon as they shall have obtained subscriptions to the amount of fifty thousand dollars of the capital stock, and ten per cent thereon has been paid up and deposited in an incorporated bank doing business in the city of Montreal, the provisional directors shall call a general meeting of the subscribers in the city of Montreal, for the purpose of electing the directors of the company.
- Election of directors. **16.** At such general meeting, the shareholders, present in person or represented by proxy, shall elect the directors of the company, who shall be elected by the majority of shares represented by the shareholders who have voted.
- First directors and term of office. **17.** The persons selected shall be the first directors and shall remain in office until the election of directors to be held, in accordance with the following article, at the first annual meeting of the company or afterwards.
- Subsequent directors, when and how elected. **18.** The subsequent directors shall be elected at a general meeting of the shareholders, at the time and place and in the manner prescribed by the by-laws.
- Commencement of operations of company. **19.** The directors cannot commence the operations of the company before the first annual meeting has taken place.
- Explorations, etc. They shall confine themselves to explorations and other temporary or preparatory operations.

TITLE IV.

POWERS OF THE COMPANY.

SECTION I

GENERAL POWERS.

- General powers of company. **20.** The company hereby incorporated has perpetual succession and may :
- Sue ; **1.** Sue and be sued before the courts of justice ;
- Contract, etc ; **2.** Contract and bind itself and others towards itself, within the limits of its powers ;
- Acquire, etc., property ; **3.** Acquire, accept, receive by any title whatsoever, gratuitous or onerous, *inter vivos* or by will, all moveable and immoveable property ; and lease, sell, pledge or otherwise dispose of the same ;
- Seal ; **4.** Have a seal which it may alter at will ;
- Other powers. **5.** Exercise generally all the powers granted by law

and necessary for attaining the object assigned to it by this charter.

SECTION II.

SPECIAL POWERS.

§ 1.—*Establishment of water-works and a system of lighting.*

21. The company hereby constituted has power to establish water-works in the parish of Longueuil at the said place, Montreal South, and its vicinity. Establishment of water-works

22. The company may itself use and administer such water-works or may lease or transfer the same to other persons or companies. May work or lease same.

23. The administration of such water-works consists in establishing reservoirs, in putting up machinery or force-pumps and laying a net-work of pipes for distributing the water, and supplying municipal corporations, public bodies and private individuals with water for a compensation. In what consists the administration of such works.

24. The distribution of the water may be effected in every direction over an extent of ten miles by means of pipes, which the company shall have the right to lay under ground along the whole length of the streets and roads. How water may be distributed and to what distance;

25. The laying of pipes under ground cannot be effected without the permission of the municipalities, corporations or individuals interested being previously had and obtained. Permission required before pipes are laid.

26. The company, its representatives and assigns, may make all arrangements in this connection on the terms to be agreed upon by the contracting parties. Power to make contracts for such purpose.

27. The company may also construct, establish and maintain gas-works and electric apparatus, in the parish of Longueuil at the said place, Montreal South, and its vicinity, for producing the gas and electricity intended for public or private lighting or to be used as motive power. Power to construct gas-works and electric apparatus.

28. For effecting the transmission of gas and electricity, which transmission may be effected in every direction, over an extent not exceeding twenty miles, the company may lay underground pipes and other necessary apparatus, wires or cables on posts along all streets and roads, public or private, the consent of the corporations and municipalities interested being previously obtained. Power of company to lay pipes, wires or cables through streets, etc. Consent required

Power to make contracts for such purpose.

29. The company, its representatives and assigns, may make all arrangements in this connection on the terms agreed upon between the contracting parties.

How water, gas and electricity shall be supplied.

30. Water, gas and electricity shall be supplied through the company or its shareholders in accordance with the agreements which may be made by the interested parties.

Powers of company as to superintendence and repairs.

31. The company shall always have the right to superintend and repair the apparatus used for the supply of water, gas and electricity; and its employees shall have the right to enter upon private property for that purpose.

§ 2.—*Construction of a tramway.*

Power to establish surface or elevated tramway.

32. The company may establish and maintain a surface or elevated tramway at the said place, Montreal South, and its vicinity, the cars whereof may be driven by electricity or by a cable; and it is authorized to cross over the non-navigable portion of the River St. Lawrence between Longueuil and St. Helen's Island; and, for that purpose, to construct an iron bridge on trestles resting on the bottom of the river.

Build bridge to cross to St. Helen's Island.

Power to lay rails on streets, etc.
Consent of corporation required.

33. The company may lay such tramway on all the street, or roads, public or private, in any direction whatever, to a distance not less than fifteen miles; but the consent of the municipal corporation interested shall be previously had and obtained.

Power to carry tramway over private property.

The tramway may, if necessary, be carried over private property and, in such case, the company is bound to pay for the damage caused.

Power to make contracts for such purpose.

34. The company, its representatives and assigns, may make all arrangements in this connection as to the terms to be agreed upon by the contracting parties.

How means of transport to be supplied.

35. Means of transport shall be supplied by the company or its assigns, in accordance with the terms and stipulations agreed upon in this respect by the parties interested.

Powers of company as to superintendence and repairs.

36. The company shall always have the right to superintend and repair the said roads and bridges; and its employees shall have the right to enter upon private property for that purpose.

§ 3.—*Miscellaneous powers.—Provisions respecting the execution of the company's works.*

Power of company to lay pipes,

37. The company is authorized to lay its pipes and wires under ground in the public streets, squares, lanes

and places which may be deemed necessary, from the workshops of the company to the place where the electricity is to be used, provided that no unnecessary damage be caused and that traffic be as unimpeded as possible while the work is being carried on, by consent of the municipality.

etc., under-ground in streets, etc.;
Proviso.
Consent.

38. The company may also erect all necessary constructions above the soil, including, posts, piers or abutments for supporting the bridge mentioned in article 33, and also carry its electric wires along public roads and highways and across the same or across all water-courses in this Province, provided no inconvenience be caused to the public using the roads and bridges or banks of the watercourses; and provided access to buildings and houses in the vicinity be not rendered more difficult and the navigation of such water-courses be not impeded.

Power of company to erect necessary constructions above the soil, etc.
Proviso.

39. The company shall not in any way impede public traffic nor the use of such streets, squares, roads, highways and public places.

Traffic not to be impeded.

In incorporated cities, towns and villages, the company shall not put up any posts over forty feet in height nor put up wires at a lesser height than twenty-two feet above the level of the street, nor put up a line of posts along any street without having obtained the consent of the municipal council.

In cities, etc., posts not to be over certain height and consent of council required, etc.

In incorporated cities, towns or villages, the posts shall be as straight and as perpendicular as possible, and those in the cities shall be painted if the by-laws so require.

Posts to be straight in cities, painted if required.

40. The company cannot cut down or injure any tree in incorporated cities, towns or villages.

Trees not to cut down, etc., in cities, etc.

The opening of the streets for the erection of posts or laying of wires under ground shall be effected in such manner as the council shall designate, and under the direction of the municipal officer whom it shall appoint for the purpose; and the surface of such streets shall, in all cases, be replaced in its original condition by the company and at its expense.

Opening of streets how to be effected, etc.

41. The company cannot claim any compensation when, for the purpose of arresting the progress of a fire, the wires are cut by order of the officer in command of the firemen.

No claim for compensation, if wires cut in certain cases.

But, on the other hand, the company shall not, under the circumstances, incur any responsibility towards the consumers of electricity for the interruption in the supply of light.

Responsibility towards consumers etc., in such cases.

42. Before commencing to lay the wires or construct the bridge the company shall transmit to the Commissioner

Report to Commissioner of Pub.

lic Works and council of municipality before works commenced.

of Public Works a report of the work to be done, and a copy of such report shall also be sent to the council of every municipality in which the proposed work is to be done.

Bridge, etc., not to be commenced, etc., until plans, etc., approved and signified to company, etc.

43. The company cannot commence the construction of the bridge, and the laying of its pipes and wires under ground until the approval of the Commissioner of Public Works has been signified to it in writing, or before the expiration of thirty days, counting from the day on which the report mentioned in the preceding article was sent to the municipal councils, even if the approval of the Commissioner has been signified in writing before the expiration of such period.

Public health and safety not to be affected by works, etc.

44. The company is bound to construct and place its workshops, apparatus and accessories in such manner as not to affect public health or safety.

Workshops etc., to be kept in good order and subject to examination

45. The workshops, apparatus or accessories shall be kept in a proper state and good order; they shall be subject to examination and inspection by the municipal authorities of the municipality within whose limits they are situated, after notice duly served upon the company of such inspection.

Orders given in this respect to be obeyed by company, etc.

The company, its employees and workmen are bound to comply at all times with the just and reasonable orders and instructions which they shall, in this respect, receive from the municipal authorities.

Water, electricity and gas may be cut off if not paid for.

46. If a person neglects to pay the price of the water, electricity or gas supplied him by the company, the latter may, after forty eight hours' notice, stop the supply of water, electricity or gas furnished to the person so indebted, by cutting the service pipe or wire, or by any other means which the company or its officers may deem expedient; and it may recover the amount due, with the costs incurred in stopping such electric current, gas or water, notwithstanding the contract by which it has undertaken to supply electricity, water or gas during a longer period.

Recovery of amount due.

Power to enter into buildings, etc., to remove pipes, wires, in certain cases, etc.

47. In every case where the company has the right to cut off the water, gas or electricity from any house, edifice or building whatsoever, it may remove every wire, meter, stop-cock, lamp and all apparatus and articles whatsoever belonging to it; and, for that purpose, its employees and workmen are authorized, after giving forty eight hours' notice to the person occupying the premises, to enter into any house, edifice or building, between the

hours of nine in the morning and four in the afternoon, taking care however to give as little trouble as possible.

§ 4.—*Penal provisions.*

- 48.** Whosoever maliciously and wilfully :
1. Breaks, injures, damages or destroys any wire, machine, pipe or cock belonging to an electric circuit or gas conduit; or any instrument, meter, lamp, post, pier or abutment; or the materials connected with any machinery or other works, or apparatus or the accessories thereof; or any materials used or destined to be used by the company: in a word any object whatever belonging to the company; or
2. Causes or induces others to cause any damage whatever to the company by obstructing or embarrassing the works of construction, maintenance or repair executed by the company; or
3. Increases the quantity of electricity, the number of lamps or quantity of gas which the company has agreed to supply him, by increasing the number or size of the conducting wires; or by using electricity or gas after removing the apparatus belonging to the company; or by unnecessarily and carelessly using or by wasting the gas or electricity;
- Is liable to a fine not exceeding forty dollars for the benefit of the company hereby incorporated, in addition to the costs of suit.
- 49.** Every employec, duly authorized, may, between the hours of nine in the morning and four in the afternoon, enter any house in which water, gas or electricity is introduced, for the purpose of repairing or putting in better condition each such house, building or premises, or for the purpose of examining every meter, wire or apparatus belonging to the company or employed for electricity, gas or water.
- If any person opposes the entrance of the employees or servants of the company into such premises or the execution of the work to be done by them, he incurs a penalty, for the benefit of the company, of forty dollars for each offence, and, in addition, a further fine of four dollars for each day such infringement lasts.
- 50.** Every person or company who, without the consent of the Montreal South and Longueuil Company, connects or causes to be connected an electric wire with a wire belonging to the latter, or appropriates the use of its electric current or of its gas in any manner whatsoever, is bound to pay the said Montreal South and Longueuil Company the sum of one hundred dollars, and an addi-

Those who :

Break, etc., wires and damage company's property ;

Induce others to damage company's property ;

Increase quantity of electricity or number of lamps, etc. ;

Liable to penalty.

Power of employees of company to enter houses, etc., between certain hours to repair same and to examine company's meters, etc.

Penalty on those who refuse entrance to company's servants.

Penalty for connecting wires, etc., without consent of company.

tional sum of four dollars for each day such communication shall continue.

TITLE V.

LOANS.

Power to borrow money.

51. The company is authorized, in the execution of this act, to borrow the sums of money it may deem necessary to the extent of five hundred thousand dollars.

Term of loan and rate of interest.

52. Such loans shall be contracted for such period of time as the company may deem expedient, and shall bear interest at a rate not exceeding eight per cent per annum.

Loans to be effected by issue of bonds.

53. The company may effect its loans by the issue of bonds or debentures, signed by the president or, in his default, by the vice-president, countersigned by the secretary and bearing the seal of the company.

Bonds how and when payable.

Such bonds or debentures shall be made payable to bearer, in currency or sterling, in the Province or elsewhere, at the dates determined by the company, with interest payable at the time therein specified.

Coupons.

54. Coupons may be annexed to such debentures, signed by the secretary, and payable as they respectively become due.

Form of bonds. May be called in, etc.

55. The bonds or debentures shall be in the form prescribed by any by-law of the company; they may be called in by other bonds issued in their stead.

Payment of sums borrowed. Privilege of bondholders.

The sums borrowed shall be paid out of the properties and revenues derived from the operations of the company.

For the payment of such bonds, if it be stipulated therein, the bearer shall have a privilege, lien or special hypothec on the said revenues; but no bondholder shall have a priority or preference by privilege over any other bondholder, whatever may be the date of the bonds or that of their registration.

Proviso.

TITLE VI.

EXPROPRIATIONS.

R. S. Q., art. 5164 to apply to expropriations.

56. In case it should be necessary for the company to expropriate properties (including the bed and shores of the River St. Lawrence for the water-works) in the execution of the necessary work and for the requirements of its undertaking, the proceedings shall be had in accordance with article 5164 of the Revised Statutes of the Province of Quebec, the provisions of which form part of this charter and apply *mutatis mutandis*.

TITLE VII.

MISCELLANEOUS PROVISIONS.

57. Municipal corporations may subscribe for shares in the capital stock of the company, vote either as bonuses or as loans or advances, or grant it such privileges and exemptions as it may deem expedient; provided always that such by-law, be submitted to the rate-payers.

Municipal corporations may aid company. Proviso as to submission of by-law to rate-payers.

58. The powers conferred by this act on the company shall lapse, if its works be not commenced within three years from the sanction of this act.

Power to lapse if works not commenced in certain time.

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

Coming into force.

CAP. CI.

An Act respecting grants to certain Railways.

[Assented to 2nd April, 1890.]

HER MAJESTY, by and with the advice and consent of the Legislature of Quebec, enacts of follows:

1. The delays, within which certain railway companies subsidized by the Province should complete their works, and which would expire before the last day of the next session, are prolonged to that date.

Delays to complete certain railways extended.

QUEBEC AND LAKE ST. JOHN RAILWAY COMPANY.

2. Section 1 of the act 51-52 Victoria, chapter 91, is amended:

51-52 V., c. 91, s. 1, amended.

a. By striking out in subsection *c*, the words: " Provided that the Government of the Dominion grants a similar subsidy to the said Company ; "

b. By substituting the words: " Ha ! Ha ! Bay " for the word " Chicoutimi " and " sixty-six miles " for " fifty-six miles " in the second, third and fourth lines of subsection *d* of the said section.

GREAT NORTHERN RAILWAY COMPANY.

3. The subsidy of four thousand acres of land per mile, for a railway starting from the village of Lachute at a point of junction with the Canadian Pacific Railway, as far as the village of St. Andrews, in the county of

Grant under 45 V., c. 23, s. 1, revived in favor of Great Northern Railway Company.