

Coming into  
force.

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

C A P . L X X .

An act to incorporate the Beauharnois Junction Railway Company.

[Assented to 22nd April, 1887.]

Preamble.

WHEREAS the construction of a Railway, as herein-after set forth, would be of great advantage to that part of the Province through which it would pass and to the country adjacent thereto; and whereas a petition has been presented, praying for the passing of an act incorporating a company authorized to construct such railway, 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:

Persons in-  
corporated.

1. Samuel Willard Foster, William Wainwright, James Ferrier, Moïse Branchaud, Elie Hercule Bisson, Joseph Emery Robidoux, Julien Hebert, with such other persons and corporations as may hereafter become shareholders in the company hereby incorporated, shall be and are hereby constituted a body politic and corporate, under the name of "The Beauharnois Junction Railway Company."

Name.

Rights and  
privileges of  
corporation.

2. The Company is vested with all the rights and privileges necessary for the construction and working of a Railway, starting from some point in the parish of Ste. Martine, in the county of Chateauguay, running through the counties of Beauharnois and Huntingdon, via the parish of St. Clement, the towns of Beauharnois and Valleyfield, in the county of Beauharnois, and St. Anicet in the County of Huntingdon.

Powers con-  
ferred.

3. The Company shall have all the powers conferred by the Quebec Consolidated Railway Act, 1880, not inconsistent with the provisions of this act.

Capital,  
Shares.  
Increase  
thereof.

4. The capital stock of the Company shall be three hundred thousand dollars divided into shares of fifty dollars each, but it may be increased, from time to time, by vote of the majority in value of the shareholders, present in person or represented by proxy, at any meeting convened for that purpose.

5. It shall be lawful for the Company to receive, as aid in the construction of the said Railway, any vacant lands or other real estate or personal property, or any sums of money, either as gifts or by way of bonus, or in payment of stock, and legally to dispose of the same, and to alienate the said lands and other real or personal property, for the purposes of the Company, with the authorization of a majority of the directors.

Acquisition of property and right to dispose of the same.

6. Samuel Willard Foster, William Wainwright, James Ferrier, Moïse Branchaud, Elie Hercule Bisson, Joseph Emery Robidoux and Julien Hebert are hereby constituted a board of provisional directors of the Company, and shall remain in office until other directors are elected by the shareholders, under the provisions of this act, and such directors shall have power and authority to fill vacancies which may arise in the board, to open stock books and have stock taken in the Company, to call up and cause to be paid up instalments on the stock subscribed, issue bonds or debentures, to become parties to promissory notes and bills of exchange, and to commence and carry on the building and working of their railway.

Provisional directors.

Their powers.

7. When and so soon as ten per cent of the capital stock shall have been subscribed, as aforesaid, and ten per cent of such subscriptions paid up, the provisional directors, or a majority thereof, shall call a general meeting of the shareholders for the election of directors ;

Election of directors and meeting for that purpose.

Such first general meeting shall be held in the town of Beauharnois, in the county of Beauharnois, at the place and hour specified in the notice calling such meeting, and such notice shall be inserted in a newspaper published in the district of Beauharnois during one month previous to the date of the meeting ;

Notice of calling meetings.

All subsequent annual meetings of shareholders shall be held on the first Tuesday of May in each year, and if such day be a holiday then on the next following juridical day, at such place and time as shall be fixed by laws of the said Company.

Subsequent meetings.

The notices of other meetings of shareholders shall be published according to the by-laws of the Company.

Notices therefor.

8. The board of directors of the Company shall be composed of seven directors, four of whom shall form a quorum ; they shall elect two of their members as president and vice-president. No one shall be elected a director unless he be the holder of ten shares of the capital stock of the company and have paid all the calls due thereon.

Composition of board of directors.

Their qualification.

9. The directors, or the majority of them, may, from time to time, replace one or more directors who are deceased, or have resigned, by selecting from amongst the

Replacing of deceased, &c., directors.

shareholders one or more persons duly qualified to be directors, and the directors so appointed shall remain in office until the ensuing election in May following.

- Head office.     **10.** The chief place of business shall be in the said town of Beauharnois, or any other place fixed by by-law.
- Power to borrow money.     **11.** The directors of the Company are hereby authorized to borrow, either in Canada or elsewhere, all sums of money necessary to complete, maintain and work their railway, to issue mortgage bonds, bearing the seal of the Company and signed by the president, or other officer acting as the president, and countersigned by the secretary; these bonds may be payable in such manner, at such places in Canada, or elsewhere, and bear such rate of interest as the directors may deem advisable, and may be sold or pledged at such price and on such terms and conditions as they may deem expedient; provided that the amount thereof does not exceed that of the capital stock of the Company, and provided also that such mortgage bonds do not exceed twenty thousand dollars per mile of railway built, by sections of not less than four miles.
- Issue mortgage bonds. Payment of bonds.     **12.** The mortgage bonds, the issue whereof is hereby authorized, shall be admitted and considered as first mortgage and privileged claims upon the Company, its undertakings, tolls and revenues and the moveables and immoveables it may acquire, and every holder of such bonds shall be deemed an hypothecary creditor as to such lien *pro rata* with all other bondholders.
- Proviso.     **13.** All bonds, debentures, mortgages and other securities, authorized by this act, and their coupons and certificates of interest due, may be respectively made payable to bearer, and, in such case, such documents shall be transferable by simple delivery, and the bearer may sue for the recovery thereof in his own name.
- Ranking of bonds.     **14.** The Company shall have power and authority to become parties to promissory notes and bills of exchange for sums not less than one hundred dollars, and any such promissory note or bill of exchange made or endorsed, drawn or accepted by the president or vice-president of the Company and countersigned by the secretary of the Company, under the authority of a majority of a quorum of the directors, shall be binding on the Company.
- Form and transfer of bonds.     And every such promissory note or bill of exchange so made shall be presumed to have been made with proper authority, until the contrary be shown.
- Power to become party to promissory notes. &c.     In no case shall it be necessary to have the seal of the Company affixed to such promissory note, or bill of exchange, nor shall the president, vice president or the secretary or treasurer of the Company, be individually
- Note, &c., presumed to be made with authority. Seal on notes not necessary.

responsible for the same, unless the said promissory notes or bills of exchange have been issued without the authority and sanction of the board of directors as herein provided and enacted.

15. The directors may, at any time, call upon the shareholders for such instalments upon each share which they or any of them may hold in the capital stock of the Company, and in such proportion as they may see fit, except that no such instalment shall exceed ten per cent on the subscribed capital, and that one month's notice of each call shall be sent by mail to each shareholder by means of a registered letter.

Calls upon shares.

16. The Company may amalgamate with any other railway company, whose railway it may cross or connect with, and may make running arrangements for its cars and trains with any railway company.

Power to amalgamate.

It is also hereby authorized to enter into any agreement with any other Company to allow the running of the trains of any such railway company over its railway, as well as to lease or sell, assign or transfer to any railway company, the whole of its road or all of its interest in such railway or any portion thereof which shall be built, upon such conditions as the board of directors may deem expedient.

Agreement as to running arrangements.

The Company shall also have the right to run its own trains over any other line of railway which it may intersect, provided it obtains the permission of the Company interested.

Power to run trains over other lines.

17. All shareholders in the Company, whether British subjects or aliens, or residents of Canada or elsewhere, shall have equal rights to hold stock in the Company and to vote on the same and be eligible to any office in the Company, provided that the majority of the directors be British subjects.

Persons who may become shareholders and officers, &c.

18. All contracts for construction or maintenance of the railway shall be passed in the manner and according to the formalities set forth by the regulations of the board of directors of the Company, notwithstanding sub-section 2 of section 28 of the Quebec Consolidated Railway Act, 1880.

Manner drawing up contracts for works, &c.

19. All deeds for conveyance of land to the company for the purposes of the present act may, as far as circumstances permit, be in the form of schedule A, to this act annexed, or in words of like import; and, in order that all such deeds be duly registered, all registrars, in their respective counties, shall be furnished, by and at the expense of the Company, with a book containing copies of the form given in the schedule A, or in words of like import, which

Manner of drawing up deeds for land.

Registration thereof.

are to be printed, one on each page, leaving the necessary blanks to suit the circumstances upon each separate conveyance, and shall upon the production of any conveyance enter and register the same at length in the said book and shall minute the registration or entry on the deed ; and such registration shall be deemed to be valid in law, any statute or provision of law to the contrary notwithstanding, and shall, as regards the rights of ownership, servitudes, hypothecs and real rights, have the same effect as the registration prescribed by the Civil Code.

Bridge over Chateauguay river. **20.** The Company shall erect and construct a bridge for the purpose of their railway or any branch thereof over the Chateauguay river at Ste. Martine Village, and shall also adapt such bridge to the passing of horses, vehicles and passengers.

Commencement and completion of works. **21.** The Company shall commence and complete the said road, (including the bridge over the river Chateauguay) from the village of Ste. Martine as far as Beauharnois, within one year from the coming into force of this act, in default of which the charter of the Company shall be void and of no effect, and they shall complete the whole of the said road within two years from the coming into force of this act.

Coming into force. **22.** 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, A. B. of \_\_\_\_\_ in consideration of \_\_\_\_\_ dollars paid to me by the Beauharnois Junction Railway Company, receipt whereof is hereby acknowledged, grant, bargain, sell and convey unto the Beauharnois Junction Railway Company all that tract or parcel of land (*here describe the land*) selected and designated by the said Company for the purposes of its Railway, to have and hold the said land and premises unto the said Beauharnois Junction Railway Company, their successors and assigns for ever.

Witness my hand, at \_\_\_\_\_, this \_\_\_\_\_ day of \_\_\_\_\_ one thousand eight hundred and eighty \_\_\_\_\_

A. B.

Signed, sealed and delivered }  
 in presence of }  
 C. D. } (L. S.)  
 E. F. }