

CAP. XCIII.

An Act to incorporate the "Lake Temiscamingue Railway Company."

[Assented to 30th March, 1883.]

WHEREAS the persons hereinafter named have, by Preamble.
 their petition, prayed to be incorporated as a company for constructing, equipping and managing a railway from a point on the line of the Pontiac Pacific Junction Railway, in the county of Pontiac, where the said Pontiac Pacific Junction Railway crosses the Ottawa River, to some point at or near Lake Temiscamingue, in the Province of Quebec, and whereas it is expedient to grant the prayer of the said petition; Therefore, Her Majesty, by and with the advice and consent of the Legislature of Quebec, enacts as follows:

1. The Hon. George Bryson, John Poupore, James McCool, Charles A. McCool, C. B. Rouleau, A. T. Genest, James Cunningham, John Bryson, M.P., W. J. Poupore, M.P.P., J. T. St. Julien and Alexander Fraser, together with such other persons or corporations as shall become shareholders in the Company hereby incorporated, shall be and are hereby constituted a body corporate and politic by and under the name and style of "The Lake Temiscamingue Railway Company," and shall have all the powers appertaining to railway corporations in general, and the powers and privileges conferred on such corporations by the "Quebec Consolidated Railway Act, 1880," subject to the provisions hereinafter mentioned.

2. The company and their agents and servants may lay out, construct and finish a line of railway of a gauge of four feet eight and one-half inches, from a point on the line of the Pontiac Pacific Junction Railway, in the county of Pontiac, where the said Pontiac Pacific Junction Railway shall cross the Ottawa River, to some point at or near Lake Temiscamingue, in the Province of Quebec.

3. The Company may, with the consent of the Lieutenant-Governor in Council, take and appropriate the land necessary for the passage of the said railway over so much of the Crown lands not already conceded, lying along the route of its said railway.

4. The capital stock of the company shall be four millions of dollars, with power to increase the same, as provided by

the "Quebec Consolidated Railway Act, 1880," divided into forty thousand shares of one hundred dollars, which amount shall be raised by the persons hereinafter named, and such other persons and corporations as may become shareholders in the company; and the money so raised shall be applied, in the first place, to the payment of all expenses and disbursements for procuring the passing of this Act, and for making the surveys, plans and estimates connected with the road; and the remainder of such money shall be applied towards making and completing and maintaining the railway and other purposes of this act.

Company may
receive grant
of lands &c.
from Govern-
ment of Cana-
da, Provinces,
&c.

5. It shall be lawful for the company to receive by grant, either from the Government of Canada or of any Province thereof, or from any individuals or corporations, municipal or otherwise, either in Canada or elsewhere, as aid in the construction of the railway, any vacant lots in the vicinity thereof or elsewhere, or any other real 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.

Provisional
directors.

Quorum and
powers.

6. The Hon. George Bryson, John Poupore, James McCool, C. A. McCool, C. B. Rouleau, A. T. Genest, Jas Cunningham, John Bryson, M.P., W. J. Poupore, M.P.P., J. T. Saint-Julien and Alexander Fraser, shall be and are hereby constituted a board of provisional directors of the Company, (four of whom shall form a quorum), and shall hold office as such, until other Directors shall be elected under the provisions of this Act, by the shareholders, and shall have power and authority to fill vacancies occurring therein, to open stock books and procure subscriptions for the undertaking, to receive payments on account of stock subscribed, and generally to do all such other acts as such board, under the said Quebec Consolidated Railway Act, 1880, may lawfully do.

Liability of
shareholders,
limited.

Mayor of mu-
nicipality
subscribing to
be *ex-officio*
director.

7. All persons, municipalities or corporations, subscribing to the capital stock of the company, shall be considered proprietors and partners in the same, but shall be liable only to the extent of the amount of their stock therein; and the mayor or warden of any municipal corporation, subscribing for stock in the company to the amount of ten thousand dollars or upwards, shall be *ex-officio* one of the directors of the company in addition to the number of directors authorized by this Act, and shall have the same rights, powers and duties as any of the Directors of the Company.

First meeting
for election of
directors.

8. When and so soon as one tenth part of the capital stock shall have been subscribed as aforesaid, either in municipal

debentures granted by way of bonus, or otherwise, or in ordinary subscriptions by individuals to the capital stock, or partly in such subscriptions, and one tenth of the amount, so subscribed, paid in the said Directors, or a quorum of them, may call a meeting of shareholders, at such time and place as they think proper,—giving at least one month's notice in one or more papers in English and French, published in the district of Ottawa, at which said general meeting, and at the annual general meetings in the following sections mentioned, the shareholders, present in person or represented by proxy, shall elect not less than five, nor more than nine Directors in the manner and qualified as hereinafter prescribed, which said directors shall constitute a board of Directors and shall hold office until the second day of January in the year following their election. Notice thereof.

9. On the second Wednesday of January next after the passing of this Act, and on the second Wednesday of January in each year thereafter, there shall be holden a general meeting of the shareholders of the Company, at the principal office of the said Company, at which meeting the shareholders shall elect a like number of not less than five, nor more than nine directors for the then ensuing year, in the manner and qualified as hereinafter provided; and public notice of such annual general meeting and election, shall be published at least one month before the day of election, in one or more newspapers in French and English, if such there be, in the District of Ottawa; and the election of directors shall be by ballot, and the persons so elected, together with the *ex-officio* directors, if there be any such, under the said Quebec Consolidated Railway Act, 1880, shall form the board of directors. Annual general meeting for election of directors
Notice thereof.

10. Four directors shall form a quorum for the transaction of business, and the board of directors may employ one or more of their number as paid director or directors; provided, however, that no person shall be elected director unless he be the holder and owner of at least ten shares of the stock of the Company and shall not be in arrear on any calls upon the said stock. Quorum of board.
Qualification of directors.

11. In the election of directors under this Act and in the transaction of business at the general shareholders' meetings, each shareholder shall be entitled to as many votes as he holds shares, upon which the calls have been paid up, and shall be entitled to vote either in person or by proxy. Shareholders' right to vote.

12. The Company shall have power and authority to be- Company may

become parties
to promissory
notes.

Seal thereon
not necessary.

President &c.,
not person-
ally liable.
Proviso.

come party to promissory notes and bills of exchange for sums not less than one hundred dollars; and any such promissory note, made or endorsed by the president or vice-president of the Company, and countersigned by the secretary and treasurer of the Company, and under the authority of a majority of a quorum of the directors, shall be binding on the Company; 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; and 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 or vice-president, or the secretary and treasurer, be individually responsible for the same unless the said promissory note or bill of exchange has been issued without the sanction and authority of the board of directors as herein provided and enacted; Provided however, that nothing in this section shall be construed to authorize the Company to issue notes or bills of exchange payable to bearer, or intended to be circulated as money or as the notes or bills of a bank.

Company may
issue mort-
gage bonds.

Proviso as to
amount.

13. The directors of the Company are hereby authorized and empowered to issue bonds or debentures, made and signed by the president or vice-president of the Company, and countersigned by the secretary and treasurer, and under the seal of the Company, for the purpose of raising money for prosecuting the undertaking, and such bonds or debentures are and shall be considered to be privileged claims upon the property of the Company and shall bear hypothec upon the said railway without registration; provided however that the amount of such bonds or debentures, bearing such hypothec, shall not exceed twenty thousand dollars per mile, to be issued in proportion to the length of the railway constructed by sections of not less than ten miles and received by the government; but no such bonds or debentures shall be for a less sum than one hundred dollars.

Bonds &c. how
payable.

14. All bonds, debentures and other securities to be issued by the Company, may be payable to bearer; and all such bonds, debentures and other securities of the Company and all dividends or interest warrants thereon, respectively, which shall purport to be payable to bearer, shall be assignable by mere delivery, and may be sued on and enforced by the respective bearers or holders and owners thereof, for the time being, in their own names.

Calls.

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 com-

pany, and in such proportion as they may see fit, except Proviso. that no such instalments shall exceed ten per cent on the subscribed capital and that one month's notice of each call shall be given in such manner as the directors shall see fit. Notice.

16. The said board of Directors shall elect and appoint Appointment of officers by board. a president and vice-president and the necessary officers, and fill up vacancies from time to time; but the said president, and vice-president or vice-presidents shall be elected annually immediately after the election of Directors, except that in filling up a vacancy an election may be made at any time.

17. The said board of Directors are hereby authorized to Subscriptions to stock. take all necessary steps for procuring subscriptions for stock until the whole has been taken up, and to make, execute, and deliver scrip and share certificates therefor as they shall deem expedient.

18. It shall be lawful for the company to enter into any Company may lease road &c. agreement with any other railway in this province for leasing the said railway or any part thereof, or the use thereof at any time or times or for any period, or for leasing or hiring any railway or part thereof, or the use thereof or for the leasing or hiring any locomotives or moveable property, and generally to enter into any such agreement touching any service to be rendered by one railway company to the other and the compensation therefor; and any such agreement shall be valid and binding, and shall be enforced by courts of law according to the terms and tenor thereof.

19. Any deed of conveyance of land to the said company Forms of deeds of conveyance of land. may be in the form of schedule A to this Act annexed, and shall be registered at full length upon the affidavit of one of the witnesses to the execution thereof, made before one of the officers usually authorized to receive the same; and for the purposes of the due enregistration of the same, all registrars shall be supplied, by and at the expense of the Company, with a book, with copies of the form given in the said schedule A, one to be printed on each page, leaving the necessary blanks to suit the circumstances upon each Registration of such deeds of sale &c. separate conveyance, and shall, upon the production and proof of the execution of any such conveyance, enter the same in the said book, without any memorial, and shall minute the enregistration or entry on the deed; and the registrar shall charge and receive from the Company, for all fees on every such registration, fifty cents and no more; and a deed in such form or in words of like import, with

all the clauses and conditions therein mentioned, shall be a legal and valid conveyance of the land and immoveables therein mentioned to all intents and purposes, and the registration thereof shall be of the same effect as if such deed were executed before a Notary public.

Commence-
ment and com-
pletion of road.

20. The construction of the said railway shall be begun within two years from the passing of this act, and completed within eight years.

43-44 V., c. 43
to apply.

21. This act shall be subject to the Quebec Consolidated Railway Act, 1880, except in so far as the special provisions of this act may be inconsistent therewith.

Name of Act.

22. This Act may be cited as "The Lake Temiscamingue Railway Company's Act."

Coming into
force of char-
ter.

23. This charter shall come into force by proclamation, which shall be issued only after the Lieutenant Governor in council shall, within twelve months of the sanction of the present act, have proof that the said company is in a position to carry out its undertaking.

SCHEDULE A.

FORM OF DEED OF SALE.

Know all men by these presents that I, A. B., of
do hereby, in consideration of
paid to me by the Lake Temiscamingue Railway Company,
the receipt whereof is hereby acknowledged, grant, bargain,
sell, and convey unto the said Lake Temiscamingue Rail-
way Company, their successors and assigns, all that tract
or parcel of land (*description*) the same having been selected
and laid out by the said company for the purposes of their
railway; to have and to hold the said land and premises
unto the said company, their successors and assigns forever.

Witness my hand and seal, at this
day of one thousand eight hundred and

Signed, sealed and delivered }
in presence of

A. B.

[L. S.]

C. D.