

under the necessary authority, until proof to the contrary, and it shall not be necessary in any case to affix the seal of the said company to such note or bill of exchange, neither shall the officers of the company be held individually responsible for the same, unless the same shall have been issued without the sanction and authority of the board of directors as herein provided; provided always that no- Proviso. thing in this section shall be construed as authorizing the company to issue notes or bills of exchange payable to bearer or intended to be circulated as money or as bank-notes.

12. The directors may, at any time, call upon the share- Calls. holders for such instalments upon each share which they or any of them may hold in the capital stock of the said company, and in such proportion as they may see fit; provided that no such instalments shall exceed ten per cent Calls limited. on the subscribed capital and that one month's notice of each call shall be given through the post to each shareholder.

13. All shareholders in the company, whether British Equal rights subjects or aliens, residents of Canada or elsewhere, of shareholders. shall have equal right to hold stock in the company, and to vote on the same, and be eligible to any office in the company.

14. The present act shall come into force on the day of Act in force. its sanction.

C A P . L V I I .

An Act to incorporate the "Ottawa Colonization Railway Company."

[Assented to 27th May, 1882]

WHEREAS the persons hereinafter named, and others, Preamble. have, by their petition, represented that a line of railway, to be constructed from a point either in the Townships of Templeton or Buckingham or some point in the vicinity thereof, most convenient for connection with the Quebec, Montreal, Ottawa and Occidental Railway, and following a general westerly and northerly direction so as to connect the rivers Aux Lievres and Gatineau, in the said County of Ottawa, with power to amalgamate or to connect at some convenient point with the Ottawa and Gatineau Valley Railway, not further north than within

the boundaries of the township of Aylwin, would develop and promote the agricultural, mineral and timber resources of the district, by supplying a ready means of ingress to and egress from various sections of the County of Ottawa, as well as becoming a valuable feeder to the Quebec, Montreal, Ottawa and Occidental Railway ; and whereas the said parties, as hereinafter named, have prayed to be incorporated as a company for constructing, equipping and working such railway ; and it is expedient to grant the prayer of the said petitions ; Therefore, Her Majesty, by and with the advice and consent of the Legislature of Quebec enacts as follows :

Certain persons incorporated.

Name of corporation and general powers.

Power to lay out &c., railway.

Capital stock.

1. Charles H. Mackintosh, Alonzo Wright, M.P., J. Murray Mitchell, Henry Large, Hon. James Skead, F. W. Henshaw, J. M. Currier, M.P., Hon. William Macdougall, M.P., Herbert R. Ives, James A. Gouin, W. McIntosh, W. A. Allen, L. P. Labouglie, Chas. Leduc, John Cosgrove, E. W. Murray and Luke Heney, Esquires, with all such other persons and corporations as shall become shareholders in the company hereby incorporated, shall be and are hereby constituted a body corporate and politic, by the name of the "Ottawa Colonization Railway Company," and shall have all 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 said company and their agents and servants may lay out, construct and finish a single or double line of railway, of such width or gauge as the company may see fit, from a point either in the Townships of Templeton or Buckingham, or some point in the vicinity thereof, most convenient for connection with the Quebec, Montreal, Ottawa and Occidental Railway, and following a general westerly and northerly direction between the rivers Aux Lievres and Gatineau, in the said County of Ottawa, with power to amalgamate or to connect at some convenient point with the Ottawa and Gatineau Valley Railway, not further north than within the boundaries of the township of Aylwin.

3. The capital stock of the said company shall not exceed, in the whole, the sum of one million dollars, with power to increase the same, as provided by the Quebec Consolidated Railway Act, 1880, to be divided into twenty thousand shares of fifty dollars each, which amount shall be raised by the persons hereinafter named and such their persons and corporations, as may become shareholders in

the said company ; and the money so raised shall be applied, in the first place, to the payment of all fees, expenses and disbursements connected with 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, completing and maintaining the said railway and for the other purposes of this act.

Application of
sum raised.

4. It shall be lawful for the said company to receive by grant, either from government or from any individuals or corporations, municipal or otherwise, either in Canada or elsewhere, as aid in the construction of the said railway, any vacant lots in the vicinity thereof or elsewhere, or any other real or personal property, exemptions from taxation, rights of way, 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 alienate the lands or other real or personal property, for the purposes of the said company, in carrying out the provisions of this act.

Aid to compa-
ny.

5. Charles H. Mackintosh, Alonzo Wright, M. P., J. Murray Mitchell, Hon. James Skead, Henry Large, F. W. Henshaw, J. M. Currier, M.P., Hon. W. Macdougall, M.P., Herbert R. Ives, W. McIntosh, W. A. Allen, L.P. Labouglie, Chas. Leduc, John Cosgrove, E. W. Murray, Luke Heney, James A. Gouin and W. G. Poupore, M. P. P. shall be and are hereby constituted a board of provisional directors of the company, five 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, and to receive payment on account of stock subscribed, and make calls upon subscribers in respect of their stock, and to sue for and recover the same, and to cause surveys and plans to be made and executed, and to acquire any plans and surveys now existing, and to deposit, in any chartered bank of Canada, any sums of money received by them on account of stock subscribed, and to withdraw the same for the purposes of the undertaking, and to receive for the company any gift made to it in aid of the undertaking, and to enter into any agreement respecting the condition or disposition of any gift or bonus in aid of the railway, which agreement shall be binding upon the company, and generally to do all such other acts as such board, under the Quebec Consolidated Railway Act, 1880, may lawfully do. The said directors are hereby empowered to take all

Provisional
directors.

Power to fill
vacancies on
board and
open subscrip-
tion books and
make calls,
&c., cause sur-
veys, &c., to be
made.

necessary steps for opening stock books for the subscription of parties, desirous of becoming shareholders in the said company; and all parties subscribing to the capital stock of the said company shall be considered proprietors and partners in the same.

Meeting to
elect directors.

6. When and so soon as one-tenth part of the capital stock, (which capital stock shall not be less than four hundred thousand dollars) 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 municipal debentures and partly in such subscriptions, and one-tenth of the amount so subscribed paid in, the said directors, or a quorum of them, may close the stock books and call a meeting of shareholders, at such time and place as they think proper, giving at least one week's notice in one or more papers, in English and French, published in the district of Ottawa, and mailing a circular notice as well to each shareholder, at which said general meeting, and at the annual general meetings in the following sections mentioned, the shareholders, present either in person or represented by proxy, shall elect not less than five nor more than seven directors, in the manner and qualified as hereinafter provided; which said directors shall constitute a board of directors, and shall hold office until the first Tuesday in January in the year following their election.

Number.

Duration of
office.

Subsequent
elections.

7. On the said first Tuesday in January, and on the first Tuesday in January in each year thereafter, at the principal office of the company, (which said principal office of the company shall be in the city of Ottawa,) there shall be held a general meeting of the shareholders of the company, at which meeting the said shareholders shall elect a like number of not less than five nor more than seven directors for the then ensuing year, in the manner and qualified as hereafter provided; and public notice of such annual meeting and election shall be published, for one month before the day of election, in one or more newspapers, in French and English, if such there be in the district, as above provided, of Ottawa, and the election of directors shall be by ballot, and the persons, so elected, shall form the board of directors.

Notice there-
for.

Voting to be
by ballot.

Quorum of
board.

8. A majority of the directors shall form a quorum for the transaction of business, and the said board of directors, as well as the provisional board of directors, may employ one or more of their members as paid director or directors; provided, however, that no person shall be

elected, unless he shall be the owner and holder of at least ^{Qualification} twenty shares of the stock of the said company, and shall ^{of directors.} not be in arrear on any calls that may have been made.

9. Any municipal council of a municipality which has ^{Right of municipal council, subscribing a certain amount, to appoint a director during a certain time.} given a bonus in aid of the said railway or its branches, amounting to not less than twenty thousand dollars, shall be entitled, during the construction of the railroad through the said municipality, but not afterwards, to appoint a person to be a director of the company, and such person shall be a director of the company in addition to all the other directors authorized by this act, or by the Quebec Consolidated Railway Act, 1880, or any other act; but such municipality shall incur no liability by the appointment of such director.

10. Any municipal council of any municipality, holding ^{Right of municipal council, holding shares to a certain amount, to appoint a director annually.} not less than fifty thousand dollars stock in the said railway, shall be entitled to appoint annually one person to be a director of the said company, and such person or persons shall be a director or directors of the said company, in addition to all the other directors authorized by this act.

11. The directors may, at any time, call upon the share- ^{Calls.} holders for instalments upon each share, which they or any of them may hold in the capital stock of the said company, in such proportions as they may see fit, no such instalment exceeding ten per cent.; and the directors shall give one month's notice of such call, in such manner as ^{Notice therefor.} they may appoint, and shall have, and are hereby vested, with powers to make by-laws regulating the forfeiture and cancellation of shares, whereon instalments remain unpaid.

12. The directors of the company, elected by the share- ^{Issue of paid up stock.} holders, may make and 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 rights of way, plant, rolling stock, or materials of any kind, and also for the services of contractors, who may be engaged in promoting the undertaking and interests of the company; and ^{Effect of such issue.} such issue and allotment of stock or bonds shall be binding on the company, and the paid up stock shall be unassessable thereafter for calls.

13. The company may, with the consent of the owners, ^{Power to acquire lands, &c.} acquire and hold land, from which to obtain supplies of gravel, stone and filling, required by the company for their works, and may sell or convey the same, or any part thereof, when no longer required.

Power to sell,
&c., lands, &c.

14. The company shall have power to sell, mortgage or lease any lands belonging to it, not necessary for the purposes of the said railroad, or received by it as a gift in aid thereof; and may, from time to time, for advances of money to be made thereon, mortgage or pledge any bonds, which they can under the provisions of this act, issue for the construction of the railway or otherwise.

Power to be-
come party to
bills and notes.

15. The said 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, 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 said 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 said company affixed to such promissory note or bill of exchange; nor shall the said president or vice-president, or the secretary or treasurer, be individually responsible for the same, unless the said promissory note or bill of exchange have 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 said 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.

Seal thereon
not necessary.

Issue of debentures.

16. The directors of the said company are hereby authorized and empowered, after the sanction of the shareholders shall have been first had and obtained, at any special or general meeting to be called, from time to time, for such purpose, to issue bonds or debentures, which shall constitute and be considered to be a first and preferential charge on the undertaking, lands, buildings, tolls and income of the company, or any, either or all of them, as may be expressed by the said bonds or debentures, without the necessity for any enregistration thereof, or formal conveyance thereof; and such bonds or debentures shall be in such form, and for such amount, and payable in sterling money of Great Britain, francs or dollars, at such time and places, as the directors, from time to time, may appoint and direct; and the payment to the treasurer of the company, or to any other person appointed for the purpose, by any *bona fide* purchaser of any of the lands in the fourth section of this act mentioned, of the purchase money

Debentures do
not require en-
registration.

Effect of pay-
ment to treas-
urer of the
company.

thereof, and the acquittance of such treasurer, or other so appointed, of such purchase money, shall operate as a discharge *pro tanto* of the claim of the company in respect of the lands so paid for; and, until other provisions be made therefor, the treasurer of such company, or other person so authorized, shall keep all monies so received, separate and apart from the ordinary funds of the company; and the money so received shall be invested, from time to time, in government securities, or in the stock of some solvent and well established chartered bank in Canada, for the formation of a fund for the payment of the interest on such debentures, as it becomes due, and for their redemption at maturity. The said bonds or debentures shall be signed by the president or vice-president, and countersigned by the secretary and treasurer, or either or both of such officers, as the directors may decide, and shall have the corporate seal of the company affixed thereto: provided that the amount of such bonds or debentures shall not exceed twenty thousand dollars per mile, to be issued in proportion to the length of the railway under contract, or to be constructed under and by virtue of this charter; but no such debentures shall be for a less sum than one hundred dollars.

Such funds to be separately invested by treasurer.

Amount of issue of debentures limited.

17. The said company may secure such bonds or debentures by a deed or deeds of mortgage, executed by the company, with the authority of its shareholders, expressed by a resolution, passed at any regular or special general meeting of shareholders; and any such deed or deeds may contain such description of property mortgaged by such deed, and such conditions set forth therein, respecting the payment of the bonds or debentures secured thereby, and of the interest thereon, and the remedies which shall be employed by the holders of such bonds or by any trustee or trustees for them, in default of such payment and the enforcement of such remedies, and further to provide for forfeitures and penalties in default of such payment, and to provide generally for the maintenance of all obligations, entered into by the company with any bondholders, in such a manner as to make all security given valid, binding, and according to law.

Security for such debentures.

18. The directors of the said company, elected by the shareholders, in accordance with the provisions of this act, shall have power and authority to enter into and conclude any arrangement with any other chartered railway company or railway administration or other interested parties, for the purpose of making any branch or branches to facilitate a connection between this company

Power of directors to make branches, &c.

and any other chartered railway company or railway administration.

Company may
amalgamate,
&c.

19. It shall be lawful for the company to enter into any agreement with any other railway company or railway administration for amalgamation; or for the utilization of any section, part or portion of any line, surveyed or prospected, and for which a charter has already been had and obtained within the Province of Quebec, or for the use or partial use of the railway of the company, or for leasing or for hiring from such other company any other railway or part thereof, or the use thereof, and for any period or term, or for the leasing or hiring of any locomotives, cars or movable property, and generally for making any agreement with any other company or railway administration, touching the use of the railway, or of the railway of the other company or railway administration, or touching any service to be rendered by the one to the other, and the compensation therefor; provided that any such agreement, lease or contract, in this section mentioned or referred to shall be first approved of and authorized by the shareholders of the said company at a general meeting of the same, after two weeks' notice, by circular, and insertion of an advertisement, in French and English, in a newspaper, published in the said County of Ottawa, for at least two weeks.

Agreement
therefor must
be approved
by shareholders.

Legalisation
of bonus pay-
able to amal-
gamated road.

20. It shall be lawful for the township council of a township, which has granted a bonus to any such amalgamating road, to legalize the payment thereof by a vote of the said council, and to issue its debentures for any subsidy, given towards any portion of the amalgamating railways; provided always that the line of road runs within the boundaries of such township or its vicinity, as set forth in the original by-law under which such bonus was granted.

Officers to be
appointed by
the board.

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

Board may
obtain sub-
scriptions.

22. The said board of directors are hereby authorized to 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.

Form of deed
of conveyance.

23. Any deed of conveyance of land to the said com-

pany shall be in the form of Schedule A to this act annexed, and may be enregistered 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 a deed in such form, or in words of like import, shall be a legal and valid conveyance of the land and immovables therein mentioned, to all intents and purposes, and the enregistration thereof shall be of the same effect, as if such deed were executed before a notary.

24. The directors of the said company may, if they see fit, use either iron or steel rails on any portion of the said railway; and the said directors shall also have power to build wooden tramways as branches, feeders or auxiliaries to the said railway, not to exceed, in the case of any branch, a length of fifteen miles, and to construct and use all such machinery and appliances for working the same as may be found useful and proper in such cases.

Rails may be either iron or steel and directors may build wooden tramways of a certain length, as branches.

25. The company shall have full power to purchase or acquire land for warehouses, elevators, factories, docks, stations, workshops, offices, and erect buildings thereon, and to dispose of any superfluous property connected therewith, and to acquire, hold and control as many steam or other vessels as the directors may deem requisite, from time to time, to facilitate the carriage of passengers, freight and other traffic, in connection with the aforesaid railway.

Power of company to acquire land &c.

26. The powers, given by this act, shall be exercised by the commencement of the said railway within four years after the passing of this act, and its completion within ten years therefrom.

Railway to be begun and finished within a certain time

27. This Act shall be cited as the "Ottawa Colonization Railway Act."

Name of Act.

SCHEDULE A.

Know all men by these presents that I, A. B., in consideration of _____, paid to me by the Ottawa Colonization Railway Company, the receipt whereof is hereby acknowledged, grant, bargain, sell and convey, unto the said Ottawa Colonization Railway Company, their successors and assigns, all that tract or parcel of land (*describe the land*), 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

C. D.
E. F.

A. B.

[L. S.]

CAP. LVIII.

An Act to incorporate "The Leeds and Eastern Townships Railway Company."

[Assented to 27th May, 1882.]

Preamble.

WHEREAS the construction of a railway, as herein-
after set forth, would be a great benefit to that
portion of the province through which it will pass, as well
as the neighborhood thereof, and whereas a petition has
been presented, praying for the passing of an act to incor-
porate a company authorized to construct such railway,
and it is expedient to grant the prayer of the said petition ;
Therefore, Her Majesty, by and with the advice and con-
sent of the Legislature of Quebec, enacts, as follows :

Certain persons incorporated.

1. Chas. Lionais, J. G. Robertson, Jas. R. Woodward, H. Gowen, John White, F. Oliver, L. A. Roberge, E. A. De St. George and Benj. Globensky, together with all such 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 Leeds and Eastern Townships Railway Company."

Name of corporation.

Rights, &c.,
vested in com-
pany.

2. The company is vested with all the rights and privileges required to build and work a railway, starting from some point in the township of Leeds, in the county of Megantic, through the township of Thetford, to a point on the Quebec Central Railway in the said township of Thetford, in order to connect with the same.

Certain powers conferred.

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 stock.

4. The capital stock of the company shall be five hun-