

C A P. X X V I.

An Act to incorporate the "Ottawa and Gatineau Valley Railroad Company."

[Assented to 23rd December, 1871.]

Preamble.

WHEREAS the persons hereinafter named and others, have, by their petition, represented that a line of railway to be constructed from a point on the North bank of the Ottawa River, at or near the village of Hull, in the township of Hull, to a point at or near the confluence of the Rivers Desert and Gatineau, known as the Desert village, running on the west side of the river Gatineau, would colonize and settle the fertile lands of the Gatineau Valley, and speedily develop its resources, agricultural, manufacturing and mineral, and largely increase the wealth and population of the province of Quebec, and have prayed to be incorporated as a company for constructing, equipping and managing such railroad, and it is expedient to grant their prayer; Therefore, Her Majesty, by and with the advice and consent of the Legislature of Quebec, enacts as follows:

Certain persons constituted a corporation.

1. The honorable James Skead, the honorable Malcolm Cameron, the honorable George Bryson, E. B. Eddy, M.P.P., Alonzo Wright, M.P., J. L. P. O'Hanly, C.E., Edward McGillivray, J. M. Currier, M.P., H. V. Noel, John Poupore, M.P.P., J. T. C. Beaubien, M.D., James A. Grant, M.P., I. B. Taylor, R. W. Scott, M.P.P., Robert Lyon, W. H. Waller, Francis McDougall, P. A. Egleson, sen., James Goodwin, R. W. Cruice, Martin O'Gara, Thomas McGoey, John McLaren, Andrew Pritchard, Patrick Farrel, Martin Malley, John Litle, Joshua Ellard, Louis Duhamel, M.D., Philomen H. Wright, and Charles Logue, 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 and Gatineau Valley Railroad Company," and shall have all the powers incident to railway corporations in general, and the powers and privileges conferred on such corporations, by the Quebec railway act, 1869, subject to the provisions hereinafter contained.

Corporate name and general powers.

Power to build railroad within certain limits.

2. The said company and their agents and servants may lay out, construct and finish a single or double line of railroad, of such width or gauge as the company see fit, from the north side of the Ottawa river at or near the village of Hull, in the township of Hull, along the west side of the river Gatineau to a point at or near the Desert village, at or near the confluence of the rivers Desert and Gatineau.

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 railway act, 1869, to be divided into forty thousand shares, of twenty-five dollars each, which amount shall be raised by the persons hereinafter named, and such other 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 for procuring the passing of this act, and for making the surveys, plans, and estimates connected with the railroad; and all the rest and remainder of such money shall be applied towards making, completing and maintaining the said railroad, and other purposes of this act.

Capital stock and shares, and how to be applied.

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 railroad, any vacant lands 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, 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.

Company may receive aid in land, &c., and dispose thereof.

5. The honorable James Skead, the honorable Malcolm Cameron, the honorable George Bryson, E. B. Eddy, M.P.P., Alonzo Wright, M.P., J. L. P. O'Hanly, C.E., Edward McGillivray, J. M. Currier, M.P., H. V. Noel, John Poupore, M.P.P., J. T. C. Beaubien, M.D., James A. Grant, M.P., I. B. Taylor, R. W. Scott, M.P.P., Robert Lyon, W. H. Waller, Francis McDougall, P. A. Egleson, senr., James Goodwin, R. W. Cruice, Martin O'Gara, Thomas McGoey, John McLaren, Andrew Pritchard, Patrick Farrell, Martin Malley, John Litle, Joshua Ellard, Louis Duhamel, M.D., Philomen H. Wright and Charles Logue, Esquires, shall be and are hereby constituted a board of provisional directors of the said company, nine 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

Provisional directors, and their powers.

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 conditions or disposition of any gift or bonus in aid of the railroad, which agreement shall be binding upon the company, and generally to do all such other acts as such board, under the Quebec railway act, 1869, may lawfully do.

The said directors are hereby empowered to take all necessary steps for opening stock books for the subscriptions 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.

First meeting
of shareholders
and election of
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 call a meeting of shareholders, at such time and place as they think proper, giving at least two weeks' notice in one or more papers, in English and French, published in the city of Ottawa, and one paper in French and English, in the county of Ottawa, if there be such, at which said general meeting, and at the annual general meetings in the following sections mentioned, the shareholders present, either in person or by proxy, shall elect not less than five, nor more than nine 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 Wednesday in February, in the year following their election.

Annual general
meetings
for like purposes.

7. On the said first Wednesday in February, and on the first Wednesday in February in each year thereafter, at the principal office of the said company, 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 nine 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, in the city of Ottawa, and one newspaper in French and English, if such there be, in the county of Ottawa, and the election of directors shall be by ballot, and the persons so elected shall form the board of directors.

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 number as paid director or directors; provided, however, that no person shall be elected unless he shall be the owner and holder of at least ten shares of the stock of the said company, and shall not be in arrear.

Quorum of directors.

Qualification.

9. Any municipal council of a municipality, which has given a bonus in aid of the said railroad or its branches, amounting to not less than ten thousand dollars, shall be entitled during the construction of the railroad, but not afterwards, to appoint a person annually 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 railway act, 1869, or any other act, but such municipality shall incur no liability by the appointment of such director.

A municipality subscribing a certain amount to appoint a director during construction.

10. Any municipal council of any municipality, holding stock in the said railroad, to an amount of not less than ten thousand dollars, shall be entitled to appoint one person annually to be a director of the company; and any municipal council of any municipality, holding not less than one hundred thousand dollars stock in the said railroad, shall be entitled to appoint annually two persons to be directors 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.

Municipalities taking stock to appoint directors.

11. The directors may at any time, call upon the shareholders 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 they may appoint.

Calls by directors.

Amount limited.

12. Notwithstanding anything contained in the Quebec railway act, 1869, the said directors, may, with the permission of the railway committee of the Quebec Government, and under the powers and provisions of the said act, acquire and hold any width of land on the sides of the railroad and its branches at any point of the line, as may be needed, for the erection of snow drift fences or barriers, at a sufficient distance from the track, to prevent the obstruction of the line by drifting snow.

Power to acquire land for snow-fences, &c.

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

Gravel pits.

Sale or mortgage of land.

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

Company may become parties to promissory notes, &c.

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 and 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.

Prov'so.

Company may issue debentures chargeable on the railroad.

16. The directors of the said company are hereby authorized and empowered to issue bonds or debentures, which shall be and form a first 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, and such bonds or debentures shall be in such form, and for such amount, and payable at such times 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 *bonâ fide* purchaser of any of the lands in the fourth and fourteenth sections of this act mentioned, of the purchase money thereof, and the acquittance of such treasurer, or other person so appointed, of such purchase money, shall operate as a discharge of such charge 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 moneys 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

As to payments on lands so charged.

said bonds or debentures shall be signed by the president or vice-president, and shall have the corporate seal of the company affixed thereto; provided that the amount of such bonds or debentures shall not exceed fifteen thousand dollars per mile, to be issued in proportion to the length of the railroad 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.

Form of bonds ;
Proviso ;
amount limited

17. 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 arrangements with any other chartered railroad company, for the purpose of making any branch or branches to facilitate a connection between this company and any other chartered railroad company.

Company may
arrange to
connect with
other railroads.

18. The company may enter into an agreement with any other chartered railroad company for leasing to such company the said railroad, or any part or branch thereof, or the use thereof at any time or times, and for any period, or for leasing or hiring as lessors or lessees, any locomotives, tenders, cars or other rolling stock or movable property under such sanction as hereinafter mentioned, and generally to make any agreement or agreements with any such other company, touching the use by one or other, or by both companies of the railroad or rolling stock, or movable property of either or both, or any part thereof, or touching any service to be rendered by the one company to the other, and the compensation therefor, and such leases, agreements and arrangements shall be valid and binding, and shall be enforced by all courts of law, according to the tenor and effect thereof, or such other railway company may agree to loan its credit to, or may subscribe to and become the owner of the whole or a part of the stock of the railroad company hereby incorporated, in like manner and with the like rights as individuals; provided the said leases, agreements and arrangements, have been first respectively sanctioned by the majority of votes at special general meetings of the shareholders, called for the purpose of considering the same respectively, on due notice, given as of annual general meetings for the election of directors.

Company may
lease their
railroad, or
lease that of
another com-
pany, and
make agree-
ments for use
of either rail-
way, &c.
Proviso.

19. The said board of directors shall elect and appoint a president and a vice-president or vice presidents, and the necessary officers, and fill up vacancies from time to time, but the said president and vice-presidents 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.

President, &c.,
and filling
vacancies.

Subscriptions
of stock.

20. 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 con-
veyance of
land.

21. Any deed of conveyance of land to the said company, 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 registration thereof shall be of the same effect, as if such deed were executed before a notary.

Directors may
use wooden
rails for a cer-
tain length of
line, and not
longer than
five years.

22. The directors of the said company may, if they see fit, use wooden rails on any portion of the said railroad not exceeding one-half of its whole length, for any term not exceeding five years, when the said wooden rails, shall be replaced by iron rails.

Time in com-
mencing and
completing
the work.

23. The powers given by this act shall be exercised by the commencement of the said railroad, within three years after the passing of this act, and its completion within seven years therefrom.

Name of act.

24. This act shall be cited as the "Ottawa and Gatineau valley railroad act."

SCHEDULE A.

Know all men by these presents that I, A. B., in consideration of _____, paid to me by the Ottawa and Gatineau valley railroad company, the receipt whereof is hereby acknowledged, grant, bargain, sell and convey unto the said Ottawa and Gatineau valley railroad 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 for ever.

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

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