

that is to say : *The whole of the railroad from including all the lands at the termini of the said road, and all lands of the company within these limits, and all buildings thereon erected, and all and every the appurtenances thereto belonging.*

In testimony whereof, \_\_\_\_\_ president of the said company hath hereto set and affixed his signature and the seal of the said company, at this \_\_\_\_\_ day of one thousand eight hundred and \_\_\_\_\_

President (L.S.)  
 Countersigned and entered.  
 Secretary.

## CAP. XXVII.

An Act to incorporate the St. John's and Clarenceville Junction Railway Company:

[Assented to 24th December, 1870.]

enables.

**W**HEREAS, the persons hereinafter named and others, have petitioned for incorporation as a company, to construct the railway hereinafter described, and the construction of such railway would be of great benefit to the commerce and for the advantage of the district through which such railway would pass, 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 incorporated.

**1.** Robt. Macfie, John Hunter, U. M. Smith, F. M. Townsend, F. U. Derick, Wm. Chilton, H. H. Beerwort, W. M. Macfie, A. H. Derick, C. S. Rowe, J. B. Hall, Rev. E. DuVernet, G. N. Clark, M. V. Curtis, L. D. St. Johns, H. G. Trepania, Henry Taylor, J. Lamoureux, R. Bowers, L. Roy, Robt. Wright, and L. H. Trudeau, 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 "St. John's and Clarenceville Junction Railway Company."

Power to construct a railway on a certain line.

**2.** The said company and their servants shall have full power and authority to lay out, construct, make and finish a double or single iron railway, of such width or gauge as the company sees fit, from the province line at or near Aird's Post Office, parish of St. George de Clarenceville, county of Missisquoi, in a northerly direction to St. John's, P. Q., together with the power to construct any branch or branches of the same, not exceeding ten miles in length,

from any station or depot thereof, in the discretion of the directors, under the conditions hereby established for the main line thereof.

3. The capital stock of the said company shall be the sum of four hundred thousand dollars, (with power to increase the same as provided by the Quebec Railway Act, 1869,) to be divided into eight thousand shares of fifty dollars each, which amount shall be raised by the persons hereinbefore named, and such other persons and corporations as may become shareholders in such stock, and the money so raised shall be applied in the first place towards 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 railway, and all the rest and remainder of such money shall be applied towards the making, completing and maintaining the said railway and other purposes of this act; provided always, that until the said preliminary expenses shall be paid out of the capital stock, it shall be lawful for the municipality of any county, city, town or township interested in the railway, or otherwise, to pay out of the general funds of such municipality, such preliminary expenses, which sums shall be refunded to such municipality from the stock of the said company, or be allowed to them in payment of stock.

Capital stock,  
and increase  
thereof.

Application of  
moneys.

4. Robt. Macfie, John Hunter, U. M. Smith, F. M. Townsend, F. U. Derick, Wm. Chilton, H. H. Beerwort, G. N. Clark, C. S. Rowe, R. Bowers, L. Roy, L. H. Trudeau and J. Lamoureux, are hereby constituted and appointed the first board of directors of the company, any five members thereof to form a quorum for the transaction of business.

Provisional  
direction.

5. The said directors are hereby empowered to take all necessary steps for opening the stock books for the subscriptions of persons desirous of becoming shareholders in the said company, and all persons subscribing to the capital stock of the said company, shall be considered proprietors and partners in the same, but shall be liable only to the extent of their stock therein.

Opening of  
subscription  
books.

6. All manufacturing or other corporations carrying on their operations in whole or in part within the counties traversed or to be traversed by the said line of railway, whether incorporated by special act or under any general act, may subscribe for or otherwise acquire and may hold any number of shares of the capital stock of the said company, and may dispose of the same at pleasure.

Certain corporations may  
take shares.

7. When so soon as one-tenth part of the paid capital stock shall have been subscribed as aforesaid, and so soon as one-tenth part of the subscribed stock shall be paid up, it shall and may be lawful for the said directors or a majority of them, to call a meeting of the shareholders at such time

Meeting for  
election of first  
directors.

and place as they may think proper, giving at least two weeks' notice in one or more papers published in any town or county upon the line of the said railway, at which general meeting, and at the annual general meetings in the following sections mentioned, the shareholders present either in person or by proxy, shall elect nine directors in the manner and qualified as hereinafter provided, which said nine directors shall constitute a board of directors, and shall hold office until the first Monday of March in the year following their election.

Meeting for  
elections of  
subsequent  
directors.

8. On the said first Monday of March, and on the first Monday of March in each year thereafter, shall be holden a general meeting of the shareholders of the said company, at the principal office of the said company, at which meeting the shareholders shall elect 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 one month before the day of election in one or more newspapers published in any town or county upon the line of the said railway, and the elections of directors shall be by ballot, and the persons so elected, shall form the board of directors.

Quorum of  
directors.

9. Five directors shall form a quorum for the transaction of business, and the said board of directors may employ one or more of their number as paid director or directors; provided, however, that no such person shall be elected a director unless he shall be the holder and owner of at least ten shares of the stock of the said company, and shall have paid up all calls on the said stock.

Voting.

10. In the election of directors under this act, and in the transaction of all business at general stockholders meetings, each shareholder shall be entitled to as many votes as he holds shares, upon which the calls have been paid up.

Calling in of  
instalments.

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 proportion as they may see fit, in such a manner that no such instalment shall exceed ten per cent, nor fall due until two months from the time of the falling due of the previous instalment, one month's notice having been given in such a manner as the directors may appoint.

Form of deed  
of conveyance  
of land—regis-  
tration thereof.

12. All deeds and conveyances of lands to the said company, for the purposes of this act, in so far as circumstances will admit, may be in the form given in schedule A, to this act subjoined, or in any other form to the like effect, and for the purposes of due enregistration of the same all registrars in their respective counties, shall be furnished by, and at the expense of the said company, with a book, with copies of the forms given in the said schedule A, one to be printed on each page, leaving the necessary blanks to suit

the circumstances upon each separate conveyance, and shall, upon the production and proof of the due 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 said company, for all fees on every such registration, fifty cents and no more, and such enregistration shall be deemed to be valid in law, any statute or provision of law to the contrary notwithstanding.

**13.** The directors of the said company shall have the power, upon being duly authorized thereto, by a vote of a majority of stockholders in the said company present at any annual meeting in the month of March, for the purpose of electing directors, or at any special meeting called for the purpose, having had one month's notice in one or more newspapers, in any town or county upon the line of the road, to issue their bonds made and signed by the president or vice-president of the said company, and countersigned by the secretary and treasurer, and under the seal of the said company, for the purpose of raising money for prosecuting the undertaking, and such bonds shall be and be considered to be privileged claims upon the property of the said company, and shall bear hypothec upon the said railway without registration; provided, however, that no such bonds bearing such hypothec, shall be issued until after twenty-five per cent of the whole capital stock of the said company, as provided by this act, shall have been expended in and upon the said railway, and provided also that the amount raised upon such bond shall not exceed two hundred and fifty thousand dollars, unless and until the capital stock shall be increased, and thereafter the amount of said bonds so to be issued, shall not exceed fifty per cent of the amount of the capital stock of the company.

Power to issue bonds.

Bonds to be privileged.

Proviso.

**14.** That the directors of the said company shall have power and authority to enter into and conclude any arrangements with any other chartered railway company, for the purpose of making any branch or branches to facilitate a connection between this company and such other chartered railway company.

Arrangements for branch connections.

**15.** Advantage may be taken of the forfeiture of shares without the same having been declared to be forfeited at a general meeting of the company assembled at any time after such forfeiture occurs, provided the same be declared to be forfeited at any meeting of the board of directors.

Directors may declare forfeiture of shares.

**16.** The directors or a majority of them may supply, the place or places of any of their number, from time to time, dying or declining to act as such directors, from among the several persons being subscribers for or owning and holding shares in the said company, sufficient to qualify him or them to act as directors as aforesaid.

Vacancies among directors.

Agreements  
with other R.  
R. Companies  
for certain  
purposes.

17. It shall be lawful for the said company to enter into any agreement with any other railway company, for leasing the said railway or any part thereof or the use thereof, at any time or times, or for any period, to such other company and railway, or part thereof or the use thereof, or for the leasing or hiring any locomotives, tenders or movable property, and generally to make any agreement or agreements with any such other company, touching the use by one or the other, or by both companies of the railway, 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 any such agreement shall be valid and binding, and shall be enforced by courts of law according to the terms and tenor thereof.

Power to ac-  
quire lands  
along the line,  
not exceeding  
1000 acres.

18. The said company may, from time to time, purchase, have, hold, take, receive, use and enjoy any movable property, not exceeding in the whole one thousand acres along the line of the said railway, or in the vicinity thereof, but separated therefrom, and if separated therefrom, then with the necessary right of way thereto, which it may please Her Majesty or any person or corporation, to give, grant, sell or convey unto and to the use of the said company, and the said company may cut wood, and dig earth, gravel and stones on any such land, either for their own use in the construction and keeping in order and working of the railway or for sale, and may establish stations, sidings, branches, work-shops, wood-yards and gravel pits on any such lands, and may sell firewood or timber cut on such lands, and may from time to time sell and dispose of any of such lands not required or necessary to be retained for gravel pits, sidings, branches, wood-yards, stations, grounds or work-shops, or for other purposes of the said company, and may acquire others in lieu thereof.

## SCHEDULE A.

### FORM OF DEED OF SALE.

Form.

Know all men by these presents, that I, A. B., of  
do hereby and in consideration of  
paid to me by the St. John's and Clarenceville Junction  
Railway Company, the receipt whereof is hereby acknow-  
ledged, grant, bargain, sell and convey unto the said St.  
John's and Clarenceville Junction Railway Company,  
their successors and assigns, all that tract or parcel of land  
(describe the land), the same having been selected and  
laid out by the said company for the purpose of their rail-  
way; 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 \_\_\_\_\_  
 A. B. (L. S.)  
 Signed, sealed and delivered in presence of \_\_\_\_\_

## CAP. XXVIII.

An Act further to amend the Charter of the South Eastern Counties' Junction Railway Company.

[Assented to 24th December, 1870.]

**W**HEREAS the South Eastern Counties' Junction Rail- Preamble.  
 way Company have set forth and shown that they have made great progress in the construction of their railway, having already completed one important section thereof, and are actively at work on other sections of the same, under contract duly entered into for the construction of the whole of their said railway; that under such contract their contractor is, or very shortly will be, entitled to an issue of certain of their bonds in his favor, but that under section fifteen of their charter, they can only issue the same in pursuance of a vote of a majority of the shareholders present at any annual meeting in the month of September, and at their last annual meeting such vote was by mere inadvertence not passed; that it may seriously prejudice their operations, if they should be compelled to wait until after their next annual meeting before the issue of any such bonds; and whereas it is expedient to amend the said charter, as they therefore pray, in such manner as to allow them to authorize the issue of such bonds at any special general meeting duly called to that end; Therefore, Her Majesty, by and with the advice and consent of the Legislature of Quebec, enacts as follows:

1. The fifteenth section of the act passed at the session of 29 and 30 Vict. chap. 100, sec. 15 amended. the Parliament of the late province of Canada, held in the twenty-ninth and thirtieth years of Her Majesty's reign, and intituled, "An Act to incorporate the South Eastern Counties' Junction Railway Company," is hereby amended by striking out therefrom the words "in the month of September, for the purpose of electing directors," and substituting therefor the words "or special general meeting duly convened for that purpose, by public notice inserted for at least two consecutive weeks in some newspaper published on or as near as may be to the line of the said railway."

2. The act hereby amended, that passed at the session Said Act Q. 32 Vict., cap. 80, and the of this Legislature held in the thirty-second year of Her

