

at the rate of six instead of three per cent yearly, and for such continuous and unbroken length of such railway, not less than fifteen miles, as shall have been constructed and be in *bonâ fide* operation on or before the first day of July eighteen hundred and seventy-three,—and subject to the further condition that before commencement of work thereon, the line thereof shall have been approved and sanctioned, upon report of the railway board, by the lieutenant-governor in council.

Short title.

9. The expression “the colonization railway aid act of 1869,” shall be a sufficient citation of this act.

C A P. L I I I .

An Act to incorporate the Quebec and Gosford Railway Company.

[Assented to 5th April, 1869.]

Preamble.

WHEREAS, the persons hereinafter named have, by their petition, set forth that they and others have associated themselves together as a company, for the purpose of laying out, constructing and working a railway from the city of Quebec to the township of Gosford, within the limits of the province of Quebec, and have prayed that the said company may be incorporated for the said purpose, and it is expedient to grant the prayer of their petition; Therefore, Her Majesty, by and with the advice and consent of the Legislature of Quebec, enacts as follows :

Certain persons incorporated.

1. John Lemesurier, Jean-Baptiste R. Dufresne, Henri G. Joly, Jacques P. Rhéaume, Jean D. Brousseau, Pierre Garneau, Louis Bilodeau, Louis Amiot, Frederick W. Blaicklock, James H. Oakes, John J. Rickon, Jean Paquet, Charles Boivin, George Paquet, Théophile Simard, Louis Boivin, Joseph Gamache, Edward L. Montizambert, and Arthur Dion, Esquires, together with all such other persons, and all such corporations and municipalities as have or shall, under the provisions of this act, become subscribers to the stock of the said company, are hereby constituted and declared to be a body corporate and politic by and under the name of The Quebec and Gosford Railway Company.

Purposes of the company.

2. The said company, and their agents and servants, and other persons in their employ, may lay out, construct and work a double or single track wooden or iron tramway or railway, of such width or gauge as the company see fit, from the city of Quebec, following the valley of the river Saint Charles as far as the Commissioners' Bridge,

and thence in a north-westerly direction to some point in the township of Gosford; and the said company may construct the different sections of the said tramway or railway in such order as they see fit, keeping in view the general direction as hereinbefore provided.

3. The said company may erect and construct such bridges as they may require for the purposes of the said railway over any part of any river as they may deem necessary or advisable, with the right, if they think proper, to adapt such bridges to the passage of horses, vehicles and passengers, subject to the clauses, stipulations and conditions of "The Quebec Railway Act, 1869," passed during the present session; and in case any such bridge shall be used by the public as a toll-bridge, the rates and tolls shall be fixed by the lieutenant-governor in council.

Powers of the company.

4. The company may, with the consent of the lieutenant-governor in council, take and appropriate for the use of the said railway, but may not alienate, so much of the wild lands of the crown, not already granted or sold, lying along the route of the same, as also so much of the land covered with the waters of any non-navigable river, lake or stream, or of their respective beds, as may be deemed necessary for the making and completing, and more conveniently using and working the said railway, and thereon may erect such wharves, quays, inclined planes, cranes and other works as to the said company may seem meet.

Power to acquire lands and build works.

5. The capital stock of the said company shall not exceed in the whole (unless increased under the provisions of subsection eighteen of section seven of the said "Quebec Railway Act, 1869"), the sum of one hundred and twenty thousand dollars, divided into twelve thousand shares of ten dollars each, which amount shall be raised by the persons hereinbefore named, and such other persons and such corporations and municipalities as have or may become holders of shares in the said company by subscribing to the stock thereof; 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 railway; and all the rest and residue of such money shall be applied towards making, completing, maintaining and working the said railway and other the purposes of this act.

Capital of the company.

How it shall be applied.

6. Henry Fry, Eugène Chinic, John LeMesurier, Pierre Garneau, Édouard Lemieux, Jean D. Brousseau, Jean-Baptiste R. Dufresne, William Baby and Henri G. Joly, Esquires, shall be and are hereby constituted a board of directors of the said company, and shall hold office as such until other directors are appointed by the shareholders

Provisional directors.

Their powers. under the provisions of this act, and shall have power and authority to fill up vacancies in their number from among the shareholders, to open stock books and procure subscriptions for the undertaking, to make calls upon the subscribers, to cause surveys and plans to be made and executed, to call a general meeting of shareholders for the election of other directors as hereinafter provided, and generally to do all such other acts as such board under the said Quebec Railway Act, 1869, may do.

Meetings for election of first directors. 7. When and so soon as one-half part of the said capital stock has been subscribed, the said directors, or a majority of them, may call a meeting of shareholders at such time and at such place in the city of Quebec as they think proper, giving at least two weeks' notice in a newspaper or newspapers published therein in the English language, and also in a newspaper or newspapers published therein in the French language, 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 seven 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 Tuesday in February in the year following their election.

Meetings for election of subsequent directors. 8. On the said first Tuesday in February, and on the first Tuesday in February in each year thereafter, at the principal office of the company in the city of Quebec, there shall be holden a general meeting of the shareholders of the said company, at which meeting the said shareholders shall elect a like number of not less than seven nor more than nine directors for the then ensuing year, in manner and qualified as hereinafter provided; and public notice of such annual general meeting and election shall be given at least two weeks previously in a newspaper or newspapers published in the said city of Quebec in English, and also in a newspaper or newspapers published therein in French; and all elections of directors shall be by ballot, and the persons so elected, together with the *ex-officio* directors under the said Quebec railway act, 1869, if any, shall form the board of directors.

Quorum of directors. 9. Three directors, in case the number of the said directors does not exceed seven, and in case it does exceed that number, 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 a paid director or paid directors, and no person shall be elected a director unless he shall be the holder and owner of at least twenty shares in the stock of the company and shall have paid up in full all calls on the said stock.

Voting. 10. In all elections of directors under this act, and in the

transaction of all business at the general meetings of shareholders, each shareholder shall be entitled to as many votes as he holds and owns shares, upon which all calls have been paid up in full.

11. Not more than two dollars per share shall be called for to be paid at any one time, nor shall any call be made payable at any less interval than two months from the day on which the last previous call was made payable. Amount and period of each call.

12. The said company and the Quebec Street Railway Company may enter into any agreement for the use by either, or both, of the railway of the other, or any part thereof, or of any station or car or other immovable or movable property of either company or of both companies, or for any service to be rendered by one of the said companies to the other, and the price or compensation to be paid therefor; or for the making of any branch or branches, siding or sidings, to facilitate a connection between the railways of the said companies; and any such agreement, executed in due form of law by both companies shall be valid and binding, and may be enforced by courts of law according to the terms and tenor thereof; and if so agreed the rolling stock of the Quebec and Gosford Railway Company, with the exception of locomotives, may run on the track of the Quebec Street Railway Company, and *vice versa*. As to agreements with Quebec Street Railway Co.

13. The mayor or warden of any municipal corporation subscribing for stock in the said 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. Certain mayors, &c. to be directors.

14. The said company may from time to time purchase, have, hold, take, receive, use and enjoy any immovable property, not exceeding in the whole fourteen 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, station grounds or work-shops, or Power to purchase, and sell, &c. 14000, acres of land.

for other purposes of the said company, and may acquire other in lieu thereof.

Power to issue
promissory
notes, etc.

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, or bill of exchange drawn, accepted or endorsed by the president or vice-president of the board of directors of the company, with the counter-signature of the secretary-treasurer thereof, 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, drawn, accepted or endorsed shall be presumed to have been made, drawn, accepted or endorsed with proper authority until the contrary be shewn; and in no case shall it be necessary to have the seal of the company affixed to any promissory note or bill of exchange, nor shall the president or vice-president or secretary-treasurer signing or counter-signing any promissory note or bill of exchange or the acceptance or endorsement of any promissory note or bill of exchange in his official capacity as such be personally or individually liable for the same unless such promissory note or bill of exchange have been made, drawn, accepted or endorsed without the sanction and authority of the board of directors as herein provided and enacted; and nothing in this section contained shall be construed as authorizing the company or its board of directors to issue promissory notes or bills of exchange payable to bearer, or intended to be circulated as money or as the notes or bills of a bank.

Without personal responsibility of persons signing.

Provided,

Power to issue
debentures.

16. The directors of the said company for the time being may make, execute and deliver all such scrip and share certificates, and all such bonds, debentures, obligations or other securities as to the said directors for the time being shall, from time to time, seem most expedient, for raising the necessary capital for the time being, authorized to be raised by the company or for raising any part thereof.

Nature of such
debentures.

17. All bonds, debentures and other securities to be executed by the company may be payable to bearer; and all such bonds, debentures or other securities of the company, and all dividend or interest warrants thereon respectively, which shall purport to be payable to bearer, shall be assignable at law 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.

No shares to
be sold under
par.

18. The directors may not sell any shares in the capital stock of the company, remaining unsubscribed for, at any price below par.

19. Advantage may be taken of the forfeiture of shares 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 a meeting of the board of directors.

20. Goods of a perishable nature detained by the company for non-payment of freight may be sold forthwith, Sale of perishable goods. on the certificate of two competent and disinterested persons establishing the fact of their being perishable.

21. The provincial government may, at any time after the commencement of the said railway, assume the possession and property thereof, and of all the property which the said company is empowered to hold, and of all the rights and advantages vested in the company, upon giving four months' notice of the intention to assume the said railway. Government may assume the railway.

22. In the event of such assumption the company shall make out and submit to the provincial government a statement and account in writing of all moneys expended by the company, and of all its ascertained liabilities, and the provincial government shall, within four months from the time of receiving such account, pay to the said company the amount of such moneys expended by the company and of such its liabilities, with interest at six per cent and with an addition of ten per cent; and the government shall also from time to time pay all such liabilities as shall be further ascertained and established against the company. Amount to be paid by government to the company.

23. In case the provincial government and the company differ as to any claim by the latter against the former under the two next preceding sections, such difference shall be referred to two arbitrators, one to be named by each, who shall choose an umpire before entering into the consideration of the difference; and in the event of the company refusing to name an arbitrator, or of any two arbitrators not agreeing in the choice of an umpire, an arbitrator or umpire, as the case may require, may be appointed by any judge of the Superior Court; and any award made by arbitrators or an umpire under this section shall be final. Arbitration in case of difference between government and company.

C A P . L I V .

An Act to incorporate the Levis and Kennebec Railway Company.

[Assented to 5th April, 1869.]

WHEREAS the Honorable Hector Louis Langevin, Preamble.
C. B., the Honorable Alexandre Chaussegros de

