

CAP. XC.

An Act to incorporate the Lake St. Francis Railway and Navigation Company.

[Assented to 21st March, 1889.]

WHEREAS Osborn Boyle Cumming Richardson, of the Preamble. city of Quebec, merchant, Edmond Fortier, of Lambton, county of Beauce, mill-owner, G. E. Roberge, L. Solyme Roberge, F. X. Julien and L. G. S. Rosa, all five merchants, of Lambton, and Regis McKenzie of the same place, mill-owner, Charles B. Graddon, of the city of Quebec, gentleman, John Bignell, of the same place, provincial land surveyor, S. A. Brodeur, of Valleyfield, in the county of Beauharnois, notary public, Francis Hector Bignell, of Lambton, in the county of Beauce, merchant, and Frank Glass, of the city of Quebec, agent, have petitioned for the passing of an act incorporating a company authorized to construct and work a line of railway starting from a point on the line of the Quebec Central Railway between D'Israeli and Black Lake stations and terminating at or near the village of Saint Vital de Lambton, in the county of Beauce, traversing the said county and the counties of Megantic and Wolfe, with the right of establishing and running a line of steamboats, in connection with the said railway, upon Lake St. Francis, bordering the said counties; and whereas the construction and working of such a line of railway and of steamboats in connection therewith would greatly promote the interests of commerce and agriculture in the said counties, 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. Osborn Boyle Cumming Richardson, Edmond Fortier, G. E. Roberge, L. Solyme Roberge, F. X. Julien, L. G. S. Rosa, Regis McKenzie, C. B. Graddon, John Bignell, F. Glass, S. A. Brodeur and Francis Hector Bignell, with such other persons, corporations or municipalities as shall, under the provisions of this act, become shareholders in the company hereby incorporated, shall be and are hereby ordained, constituted and declared to be a body corporate and politic, by and under the name of the "Lake St. Francis Railway and Navigation Company."

Certain persons incorporated.

2. The company and its agents shall have full power and authority, under this act, to lay out, construct, make, finish and operate a double or single track of railway, at

Power to lay out &c., certain line of railway.

their costs and charges, of such width or gauge as the company may see fit, from a point on the line of the Quebec Central Railway, between D'Israeli and Black Lake stations, to a point at or near the village of Saint Vital de Lambton, in the county of Beauce, traversing the said county and the counties of Megantic and Wolfe.

Line may be built in sections.

The company shall have power and authority to construct the said railway and branches in different sections, in such order as it may see fit, keeping in view on the main line, the general direction as hereinbefore provided.

Power to run line of steamers on Lake St. Francis, &c.

3. The company shall have the right of running a line of steamers on Lake St. Francis in connection with its said railway ; and for that purpose may build, purchase, acquire, own or charter, work and operate all steamers that may be found necessary for its purposes.

Power to build, &c., wharves, quays, &c.

It may also erect, acquire and maintain docks, wharves, slips, piers and warehouses at any point at or in connection with the said railway and its branches upon the shores of Lake St. Francis for the purposes of the said line of railway and of steamers.

Power as to telegraph and telephone lines.

4. The company may also acquire, erect, work and operate telegraph and telephone lines along its main line of railway and the branches thereof.

Head office.

5. The head office of the company shall be in Lambton, in the county of Beauce, or in any other place chosen by a vote of two thirds of the directors.

Capital stock.

6. The capital stock of the company shall not exceed in the whole the sum of four hundred thousand dollars, to be divided into four thousand shares of one hundred dollars each, which amount shall be raised by the persons hereinbefore named and such other persons and corporations as may become shareholders in the said stock.

Shares.

Application of moneys raised.

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 remainder of such money shall be applied towards making, completing and maintaining the said railway and other purposes of this act.

Municipalities may advance moneys to pay preliminary expenses.

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 said railway or otherwise, to pay out of the 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 in payment of stock.

7. The said O. B. C. Richardson, E. Fortier, G. E. Roberge, L. G. Rosa, J. Bignell and F. H. Bignell, shall be and are hereby constituted a board of provisional directors of the company, and shall hold office as such until other directors shall be appointed, under the provisions of this act, by the shareholders. Provisional directors.

They shall have power and authority, immediately after the passing of this act, to fill vacancies which may arise in the board, 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, and to commence and carry on the building and making of the said railway, and, as hereinafter provided, to call a general meeting of shareholders for the election of directors. Powers.

8. The said directors are hereby empowered to take all necessary steps for opening stock books for the subscription of parties desirous of becoming shareholders in the said company. Stock books.

All parties subscribing to the capital stock of the company shall be considered proprietors and partners in the same. Subscribers to be proprietors, &c.

9. When and so soon as forty thousand dollars shall have been subscribed, as aforesaid, and four thousand dollars paid in on account of such shares, it shall and may be lawful for the said directors, or a majority of them, to call a meeting of shareholders at such time and place as they shall think proper, giving at least two week's notice in one or more newspapers published in the counties through which the said railway shall pass. First meeting for election of directors.

At such 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 Wednesday in September in the year following their election. Election of directors at meeting and thereafter annually. Directors to be board and duration of office.

10. On the said first Wednesday in September, and on the first Wednesday in September in each year thereafter, at the principal office of the company, there shall be holden a general meeting of the shareholders of the company, at which meeting the said shareholders shall Annual meeting for election of directors.

elect nine directors for the then ensuing year, in the manner and qualified as hereinafter provided-

Public notice thereof.

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 the towns or counties along the line of railroad.

Special notice.

Notice of such meeting shall be given to each shareholder by registered letter addressed to him.

Elections to be by ballot.
Directors elected, &c., with *ex-officio* directors to form board.

The elections for directors shall be by ballot, and the persons so elected, together with the *ex-officio* directors under the law respecting Railways, shall form the board of directors.

Quorum of board.

11. Five directors shall form a quorum for the transaction of business.

Paid directors.

The board of directors may employ one or more of their number as paid director or directors.

Qualification of directors.

No person shall be elected a director unless he shall be the holder and owner of at least five shares of the stock of the company, and shall have paid up all calls on the said stock.

Shareholders' right to vote.

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

Calls upon shares.

13. It shall and may be lawful for the directors, at any time, to call upon the shareholders for instalments upon each share which they, or any of them, may hold in the capital stock of the company, in such proportion as they may see fit.

Amount limited.
Notice of calls.

No such instalment shall exceed ten per cent., and one month's notice thereof shall be given, in the manner provided by section 10 of this act.

Forms of deeds for lands.

14. All deeds and conveyances of lands to the 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.

Book to be furnished registrars.

For the purposes of the due enregistration of the same, all registrars, in their respective counties, are required to be furnished 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 of each separate conveyance, and shall, upon the production and proof of the due

execution of any such conveyance, enter the same without any memorial, and shall minute the enregistration or entry on the deed. Registration of deeds.

The registrar shall charge and receive from the said company, for all fees, on every such enregistration, fifty cents and no more. Registrars' fees.

Such enregistration shall be deemed to be valid in law, any statute or provision of law to the contrary notwithstanding. Registration to be valid.

15. The company shall have power and authority to become parties to promissory notes and bills of exchange for sums not less than one hundred dollars Power to become party to promissory notes.

Any such promissory notes or bills of exchange made or endorsed by the president, or vice-president of the company in the absence of the president, 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. Notes, &c., to be valid when made under certain conditions.

Every such promissory note or bill of exchange so made shall be presumed to have been made 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 such promissory note or bill of exchange. Notes, &c., to be presumed to be validly made.

The said president, vice-president, and secretary and treasurer shall not be individually responsible for the said promissory notes or bills of exchange same, unless they have been issued without the sanction and authority of the board of directors, as herein provided and enacted. Officers signing not personally responsible.

Nothing in this section, however, 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 not to issue notes to circulate as money, &c.

16. The directors of the company shall have the power, upon being duly authorized thereto by a vote of a majority of stockholders in the company, present at any annual meeting in the month of September, or at any special meeting of the stockholders called for said purpose, to issue their bonds, 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. Power to issue bonds.

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 the said sum of Bonds to be privileged upon company's property.

Amount of
issue limited.

Company to
keep a regis-
ter of bonds
open to in-
spection.

Company may
make certain
agreements
with other
companies,
&c.

Directors may
agree with
other compa-
nies as to
branch lines
to connect
lines.

Powers of
company to
cease unless
certain num-
ber of miles
built within
two years.

forty thousand dollars, as provided by this act, shall have been expended in and upon the said railway ; and provided also, that the whole amount raised upon such bonds shall not exceed four hundred thousand dollars.

The company shall be bound to keep a book in their office in which shall be recorded all issues of such bonds ; which book shall, at all times be open to inspection by any creditor, shareholder or other person having any interest in the affairs of the company.

17. It shall be lawful for the 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, to such other company, or for leasing or hiring, from such other company, any railway or any part thereof, or the use thereof, or for leasing or hiring any locomotives, tenders or moveable 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 railroad or moveable property of either or of 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.

18. The directors of the 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 railway company, for the purpose of making any branch or branches to facilitate a connection between this company and such other chartered railway company.

19. The powers and privileges conferred by this act shall lapse and become null and of no effect, unless two miles of said railway shall have been completed in two years from the coming into force of this act.

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 St. Francis Railway and Navigation Company, the

receipt whereof is hereby acknowledged, grant, bargain, sell and convey unto the said Lake St. Francis Railway and Navigation 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 purposes of their railway, to have and to hold the said land and premises unto the said company, their successors and assigns for ever.

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

Signed, sealed and delivered }
in presence of } A. B. [L. S.]
C. D.
E. F.

C A P . X C I .

An Act to incorporate "The Peninsula and Gaspé Short Line Railway Company."

[Assented to 21st March, 1889.]

WHEREAS Jacob Webber Thompson, Frederick Wel- Preamble.
helm Kraes, Charles Eddy Fowler, William Lavery, Josias Nelson Rogers, all of the city of Saint Paul, Minnesota, Achille F. Carrier and Charles Langelier, advocates, both of the city of Quebec, have, by their petition, prayed for the passing of an act to constitute them a body politic and corporate and confer upon them the rights, powers and privileges necessary for the construction and working of a railway from Gaspé Basin to a point on the River Metapediac north of the River Casupscull; 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 said Jacob Webber Thompson, Frederick Wel- Persons incor-
helm Kraes, Charles Eddy Fowler, William Lavery, Josias porated.
Nelson Rogers, Achille F. Carrier and Charles Langelier, and such other persons as may become associated with them in virtue of the present act, are hereby constituted a body politic and corporate, under the name of "The The Name.
Peninsula and Gaspé Short Line Railway Company."

2. Until the election of directors, which shall take place Provisional
at the first annual meeting of the shareholders, the said board of
directors.