

This PRIVATE BILL originated in the LEGISLATIVE ASSEMBLY, and, having this day passed, is now ready for presentation to the LEGISLATIVE COUNCIL for its concurrence.

Legislative Assembly Chamber, }
Sydney, 27 March, 1861. }

CHA. TOMPSON,
Clerk of Legislative Assembly.

New South Wales.



ANNO VICESIMO QUARTO

VICTORIÆ REGINÆ.

An Act to Incorporate a Company to be called the "Wahgunyah Murray Bridge Company" and to enable the said Company to erect and maintain a Bridge over the Murray River at the end of Ford-street in the Township of Wahgunyah and to take Toll thereat and for other purposes.

WHEREAS the construction of a Bridge over the River Murray at the northern end or termination of Ford-street Wahgunyah in the Colony of Victoria to connect said township with Corowa on the New South Wales side of the river and the overland road to Sydney will be of great advantage to the public generally and it is therefore advisable to grant encouragement to such persons as may be willing to make and maintain such Bridge by granting to them an Act of Incorporation Be it therefore enacted by the Queen's Most Excellent Majesty by and with the advice and consent of the Legislative Council and Legislative Assembly of New South Wales in Parliament assembled and by the authority of the same as follows:—

1. That John Foord Christopher Godfrey Baldock and Henry Baylis Esquires and all and every other person and corporation who shall hereafter become subscribers to the said undertaking and their several and respective successors executors administrators and assigns shall be and are united into a Company for making constructing completing and maintaining the Bridge and other works by this Act authorized to be made and executed and for that purpose shall be one body corporate by the name and style of "The Wahgunyah Murray Bridge Company" and by that name shall have perpetual succession and shall have a common seal and by that name shall and may sue and be sued plead and be impleaded answer and be answered unto defend and be defended in all Courts and places whatsoever.

Proprietors incorporated by the name of "The Wahgunyah Murray Bridge Company."

Seal.

Power to sue and be sued.

Wahgunyah Murray Bridge Company's Act.—1861.

2. The capital stock of the Company hereby established shall be Eight Thousand Pounds sterling and shall be divided into One Thousand Six hundred shares of Five Pounds each and upon taking any share any subscriber shall pay to the Secretary or other proper Officer of the said Company the sum of Ten Shillings sterling for every share which shall be so taken and shall pay the remaining amount of every such share to such person or persons and in such parts or proportions as the Directors of the said Company shall deem necessary and from time to time call for and require and notice of such call or calls shall be given in the New South Wales and Victoria *Government Gazette* and in one or more of the newspapers published in the Colonies of New South Wales and Victoria and likewise by letter under seal of the Company to every Shareholder fifteen days at least before the day appointed for the payment of the same.
3. The following clauses of the statute of the Imperial Parliament being "The Company's Clauses Consolidation Act 1845" shall be incorporated in this Act that is to say:—
- With respect to the distribution of the capital of the Company into shares Clauses numbered respectively from six to eleven both inclusive and Schedule A to the said Act and to this Act annexed referred to in clause eleven and clauses twelve and thirteen.
- With respect to the transfer or transmission of shares Clauses numbered respectively from fifteen to twenty both inclusive.
- With respect to the payment of subscriptions and the means of enforcing payment of calls Clauses numbered respectively twenty-one and twenty-two and from twenty-five to twenty-eight both inclusive.
- With respect to the forfeiture of shares for non-payment of calls Clauses numbered respectively twenty-nine thirty-one thirty-four and thirty-five.
- With respect to the general meetings of the Company and the exercise of the right of voting by the Shareholders Clauses numbered respectively from sixty-six to seventy-five both inclusive and from seventy-seven to eighty both inclusive.
- With respect to the appointment of and rotation of Directors Clauses numbered respectively from eighty-two to eighty-nine both inclusive.
- With respect to the proceedings and liabilities of the Directors Clauses numbered respectively from ninety-two to one hundred both inclusive.
- With respect to the appointment and duties of Auditors Clauses numbered respectively from one hundred and one to one hundred and eight both inclusive.
- With respect to the accountability of the Officers of the Company Clauses numbered respectively from one hundred and nine to one hundred and fourteen both inclusive.
- With respect to the keeping of accounts and the right of inspection thereof by the Shareholders Clauses numbered respectively from one hundred and fifteen to one hundred and nineteen both inclusive.
- With respect to the making of Dividends Clauses numbered respectively from one hundred and twenty to one hundred and twenty-three both inclusive.
- With respect to the making of By-laws Clauses numbered respectively from one hundred and twenty-four to one hundred and twenty-seven both inclusive.
- With respect to the giving of Notices Clauses numbered respectively from one hundred and thirty-five to one hundred and forty-one both inclusive.

Capital to be £8,000
Divided into shares
of £5 each.

Periods and amounts
of call.

Certain clauses in the
"Company's Conso-
lidation Act" incor-
porated.

With

Wahgunyah Murray Bridge Company's Act.—1861.

- With respect to the recovery of damages not specially provided for and Penalties Clauses numbered respectively from one hundred and forty-two to one hundred and fifty-one both inclusive and Schedule G to the said Act and to this Act annexed and from one hundred and fifty-three to one hundred and sixty both inclusive.
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4. If before or on the day appointed for the payment of any call any Shareholder shall not pay the amount of such call he shall be liable to pay interest for the same at the rate of ten per centum per annum from 10 the day appointed for the payment of such call to the time of the actual payment thereof.
- Interest on overdue calls.
5. It shall be lawful for the said Company if they think fit to receive from any of the Shareholders who shall be willing to advance the same all or any part of the moneys due upon their respective shares 15 beyond the sums actually called for and to pay interest at a rate not exceeding eight pounds per centum per annum upon the principal moneys so paid in advance or so much thereof as shall from time to time exceed the amount of the calls then made upon the shares in respect of which such advances shall be made.
- Advances from shareholders on interest.
- 20 6. The money to be raised or received by the said Company by virtue of this Act shall be laid out and applied in the first place in paying and discharging all costs and expenses incurred in applying for obtaining and passing this Act and all other expenses preparatory or relating thereto and the remainder of such money shall be applied in and towards the 25 making and maintaining the said Bridge and other works and in otherwise carrying this Act into execution.
- Application of money to be raised on deposits and calls.
7. Before declaring any share forfeited the Directors shall cause notice in writing of their intention to declare such share to be forfeited to be left at or transmitted by post to the usual or last known place of abode 30 of the person appearing by the register of Shareholders to be the proprietor of such share and if the holder of any such share shall be beyond the limits of the Colonies of New South Wales and Victoria or if his or their last place of abode be not known to the said Directors or if the interest in any share shall be known by the said Directors to have become trans- 35 mitted otherwise than by transfer and so the address of the party to whom the said share may for the time being belong shall not be known to the said Directors the said Directors shall give public notice of such intention in the *Government Gazettes* of New South Wales and Victoria and also in one or more of the newspapers published in the Colonies of New South 40 Wales and Victoria and the several notices aforesaid shall be given twenty-eight days at least before the said Directors shall make such declaration of forfeiture.
- Notice of forfeiture.
8. It shall be lawful for any Shareholder and his executors or administrators to sell and dispose of any share to which he shall be 45 entitled subject to the provisions herein contained and the assignment of shares may be according to the form in the Schedule B to this Act annexed.
- Shares may be sold.
9. There shall be eight Directors of the said Company who shall be proprietors of at least twenty shares each and who shall be elected by 50 the Shareholders of the said Company by ballot and not less than three Directors shall constitute a Board for the transaction of business of which the Chairman of the Company shall always be one except in case of sickness or necessary absence in which case the Directors present may choose one of their number as Chairman at that meeting in his stead and the 55 Chairman at that meeting shall vote at the Board as a Director and in case of there being an equal number of votes for or against any question before them he shall have the casting vote.
- Board of Directors.

Wahgunyah Murray Bridge Company's Act.—1861.

10. The Directors shall have the management and superintendence of the affairs of the said Company and they may lawfully exercise all the powers of the Company except as to such matters as are directed by this Act to be transacted by a General Meeting of the Company but the exercise of all such powers shall be in accordance with and subject to the provisions of this Act and also to the control and regulation of any General Meeting of the said Company specially convened for the purpose but not so as to render invalid any act done by the Directors prior to any resolution passed by such General Meeting. Powers of Directors.
11. Except as otherwise provided for by this Act the following powers of the Company that is to say the choice and removal of the Directors the determination as to the amount of money to be borrowed as to the augmentation of capital and the declaration of dividends shall be exercised only at a General Meeting of the Company. Powers of general meeting.
12. Shareholders shall be entitled to vote either by themselves or by their agents holding their letter of authority under their signature to exercise their right to vote at General Meetings (the said letter of authority from Shareholder to his agent to be lodged prior to exercising the right to vote with the Secretary of the Company) according to the following scale for any number of shares up to and inclusive of five shares one vote for any number of shares up to and inclusive of ten shares two votes for any number above ten and not exceeding twenty three votes for any number above twenty and not exceeding fifty four votes and for any number above fifty and not exceeding one hundred five votes and for any number exceeding one hundred six votes Provided always that no Shareholder shall be entitled to vote at any meeting unless he shall have paid all the calls then due upon the shares held by him. Scale of voting.
13. Eight Shareholders representing one hundred shares shall constitute a quorum at any General Meeting of the said Company. Quorum of general meetings.
14. As soon as one thousand shares of the Capital Stock of the said Company shall have been actually subscribed for and the sum of Five Hundred Pounds sterling paid up it shall be lawful for the said Company and they are hereby authorised and empowered to make and construct a Bridge over the River Murray at and from the northern end of Ford-street Wahgunyah aforesaid to and upon the land on the New South Wales side of the river at the spot named in the preamble to this Act being situate immediately above the present Punt Road and in the river frontage reserve in the parish of Corowa. Commencement of Works.
15. For the purposes and subject to the provisions of this Act it shall be lawful for the said Company their successors agents and workmen and all other persons by them authorised and they are hereby empowered to make from and set out a proper commodious and convenient road and approach to the said Bridge the road to be three chains wide and the approach to be from the present terminus and meeting of the two lines of Government surveyed road each one and a half chains wide and also upon obtaining the necessary consent and authority in that behalf through and along the aforesaid line or direction to dig and make proper foundations in the said river or on the banks thereof and to cut remove and carry away and use any earth gravel stone timber or any other material or things which may be dug or obtained therein or otherwise in the execution of the powers of this Act and which may be proper and necessary for making maintaining altering repairing or using any such Bridge and the course or channel of the river and making such proper embankments ways and approaches thereto as may be required or which may obstruct the making maintaining altering repairing or using the same respectively according to the true intent and meaning of this Act Provided always that a due regard be paid by the Company to the interests of those engaged now or hereafter in the navigation of the River Murray that is to say that Power to enter upon and take lands.
- a No obstruction to be offered to the Navigation of the River.

Wahgunyah Murray Bridge Company's Act.—1861.

a specific height of not less than fifteen feet be preserved from the highest known flood water level to the crown of the centre of the Bridge and moreover that all impediments or obstructions to the navigation of the river at this spot be removed after completion of the Bridge.

- 5 16. In consideration of the great charges and expenses which the said Company must necessarily incur and sustain in making and maintaining the said Bridge and other the works hereby authorized to be made it shall be lawful for the said Company upon the completion thereof from time to time and all times hereinafter to ask demand take recover and
10 receive at a Toll Bar or Gate to be erected on or at the said Bridge the tolls to be hereafter determined by the Directors of the said Company Provided such tolls shall in no case exceed the tolls specified in the Schedule C annexed to this Act and no higher tolls shall be charged demanded or received than such as are specified in the said Schedule for
15 each and every person animal cart carriage dray waggon and other vehicle which shall pass over such Bridge.
17. It shall be lawful for the said Company to erect and make a Toll Bar or Gate at upon or near to such part of the said Bridge as to the Company shall seem expedient and to collect and receive the tolls thereat
20 and to nominate and appoint some fit and proper person to attend to the said Toll Bar or Gate to collect and receive the tolls thereat Provided that at the expiration of this Act the said Bridge Toll House land premises and appurtenances shall be and from henceforth deemed to be public property and vested in the Crown accordingly.
- 25 18. Toll shall not be demandable or taken by virtue of this Act for any horses or carriages of or belonging to the Governor General of New South Wales for the time being or to any person in actual attendance upon him or for or in respect of any horse beast carriage or other vehicle carrying the Post Office mails nor for any officers and soldiers of Her
30 Majesty's forces or of any corps of Volunteers being in proper staff regimental or military uniform dress or undress nor from any policeman or constable carrying his staff of office or in his proper dress in respect of themselves or their horses nor of any carriages or horses belonging to Her Majesty or employed in Her service when conveying persons baggage arms
35 or ammunition or returning therefrom nor from any person or persons horse beast carriage or other vehicle employed in the repairs of the public roads or bridges whilst engaged in carrying on such repairs or drawing materials for the same.
19. It shall be lawful for the said Company to demise and to farm
40 let the tolls demandable under and by virtue of this Act at or upon the said Bridge and the lessee or lessees shall have the same powers of demanding collecting and taking the said tolls as are hereby given to the said Company.
20. The said lessee or lessees during such time as the said tolls
45 shall be so leased to them as aforesaid shall and may nominate and appoint such other person or persons as he she or they may think necessary to collect demand and take the tolls so demised leased and farmed and such person or persons so appointed as aforesaid shall and may use all means and methods for the recovery thereof in case of non-payment or evasion as
50 the said Company and such lessee or lessees might or could do under and by virtue of this Act.
21. In case the toll demandable at or on the said Bridge shall be demised by the said Company to any person or persons and the lessee or lessees shall neglect or refuse to perform the conditions on which the same
55 shall be so let or in case the rent or rents agreed to be paid by such lessee or lessees or any part thereof shall be in arrear for the space of ten days next after the day on which the same ought to be paid or the term for which such lessee or lessees held the same shall in any manner become void or have expired and the lessee or lessees neglect or refuse to deliver

Tolls allowed.

Toll Bar and House and Collectors.

Exemption from Tolls.

Tolls may be let.

Lessee may appoint Collector.

Remedy against Lessee.

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Wahgunyah Murray Bridge Company's Act.—1861.

up possession to the said Company it shall and may be lawful for any Justice of the Peace upon complaint made upon oath by or on behalf of the Directors of the said Company by warrant under his hand and seal to order a constable or other peace officer with such assistance as may be
 5 necessary to enter upon and take possession of the said Bridge and the toll house at or thereon and all appurtenances thereto belonging and to remove and put out such lessee or lessees and the collectors keepers servants or other person or persons who shall be found therein together with his or her or their goods from the possession thereof and from the
 10 collection of the tolls thereof and the lease contract or agreement for the same shall thenceforth cease and be utterly void to all intents and purposes except as to the conditions or agreements contained therein on the lessees part and behalf and which shall or may have been broken and the same tolls and toll house may be given let or demised to any other person or
 15 persons and may in the meantime be collected by the said Company their servants or agents in that behalf.

22. The said Company are hereby required and the lessee or lessees of the said tolls shall and are hereby required during the whole time that he or they shall take or continue to be the lessee or lessees of
 20 the said tolls to put up or cause to be put up and continued in some conspicuous place at or near the toll gate or at or upon the toll house at or on the said Bridge a table in distinct legible black letters on a board with a white ground containing at the top thereof the name of the Bridge and also a list of the tolls payable at the said Bridge distinguishing
 25 severally the amount of tolls and the different sorts of cattle beasts carriages or other vehicles for which they are severally to be paid when there shall be any variation therein and the said Company and the said lessee or lessees during the whole time that he or they shall continue to take or to be the lessee or lessees of the said tolls shall place in some
 30 conspicuous place near to such board the christian and surname of the collector or keeper of the said tolls who shall be on duty for the time being and shall continue the same during the whole time such collector or keeper of the said tolls shall be on duty and shall change the same in every change that may take place in such collector or keeper on duty to
 35 the names of the collector or keeper that may succeed as often as any such change may take place and if the said Company while they shall take the said tolls or their lessee or lessees shall refuse or neglect to put up such table of tolls as aforesaid or to cause the name or names of the said collector or keeper of such tolls for the time being to be put up as aforesaid
 40 or if the collector or keeper of such tolls be not in attendance at all times by day and by night at the place at which he is stationed or ought to be or shall demand or take a greater toll from any person than he is hereby authorized to do or shall refuse to permit and suffer any person or persons to read or shall in any manner hinder or prevent any person or persons
 45 from reading the inscription on the said boards or the name or names so fixed up as aforesaid or shall refuse to tell his christian or surname to any person or persons who on paying the said tolls shall demand to know the same or any of them or upon the legal toll being tendered or paid shall unnecessarily detain or wilfully obstruct hinder or delay any passenger or
 50 passengers from going through the toll gate at or upon the said Bridge then and in each and every such case the said collector or collectors of the said tolls shall forfeit and pay for every such offence any sum not exceeding *Forty Shillings* to be recovered and applied as hereinafter mentioned.

23. If any person liable to the payment of any of the said tolls under this Act shall after demand neglect or refuse to pay the same or
 55 any part thereof it shall be lawful for the person having right or authority at the time to collect the same to prevent such person or persons from
 passing

Table of Tolls with
name of Collector.

No passing without
payment of Toll.

Wahgunyah Murray Bridge Company's Act.—1861.

passing through the said toll gate and to shut close and fasten the same and to keep and continue the same closed and fastened until the said toll be paid.

24. All cattle horses sheep and other beasts for which toll is Cattle, &c., counted.
5 demandable and payable under this Act shall be counted by the lessee or collectors of tolls or keeper of the said gate under this Act before such cattle horses sheep or other beasts shall pass over the said Bridge.

25. If any person or persons shall resist or make forcible opposi- Penalty on passing without paying Toll.
tion against or shall assault any person or persons having right or authority
10 to collect the said tolls in the execution of their duty or shall pass through the toll gate at or on the said Bridge or shall drive or cause to be driven any cattle horse sheep or other beast for which toll shall be payable through the said toll gate without paying on demand the legal toll to which he or they is or are liable every such person shall for every such
15 offence forfeit and pay a sum not exceeding *Five* pounds to be recovered and applied as hereinafter mentioned.

26. If any lessee or collector of tolls under this Act or any keeper Misconduct of Lessee or Collector.
of a gate on the said Bridge shall upon the legal toll being tendered or paid unnecessarily or for any unreasonable time detain or wilfully obstruct
20 hinder or delay any passenger or passengers or his or their horses beasts or carriages carts or other vehicles from passing over the said Bridge or if such lessee or collector of tolls or keeper of any gate on the said Bridge shall make use of any uncivil scurrilous threatening or abusive language or behaviour to any traveller or passenger travellers or passengers over the
25 said Bridge then and in each and every such case the said lessee or collector of tolls or keeper of a gate on the said Bridge shall forfeit and pay for every such offence any sum not exceeding *Five* pounds to be recovered and applied as hereinafter directed.

27. If any person or persons shall unlawfully and maliciously pull Destroying or injuring Bridge. Felony.
30 down or in any way destroy or do any injury to the said Bridge with intent and so as thereby to render such Bridge or any part thereof dangerous and impassable every such offender shall be deemed guilty of felony and being convicted thereof in any Court of competent jurisdiction shall be liable to be kept to hard labour on the roads or other public works
35 of the Colony for such term as the said Court shall think fit.

28. If any person or persons whosoever shall wilfully or mali- Injuring Toll Gate or any part of Bridge.
ciously injure pull down or cut down pluck up throw down break level or otherwise damage demolish or destroy any toll gate chain post or rail bar wall or other fence or fences lamp or lamps belonging to the toll gate at
40 or upon the said Bridge or table of tolls put up thereat or any part of the said Bridge then and in each and every case the person so offending shall forfeit and pay for every such offence a sum not exceeding *Ten* pounds over and above the damage occasioned thereby to be recovered and applied as hereinafter mentioned.

29. It shall be lawful for any one or more Justice or Justices of the Summary adjudication.
45 Peace to hear and determine in a summary way all offences committed against the true intent and meaning of this Act (except in cases of felony hereinbefore mentioned) and for that purpose to summon before him or them any party or parties accused of being an offender or offenders against the
50 same and in case the party accused shall not appear on such summons or offer reasonable excuse for his default then and in every such case any such Justice or Justices is or are hereby authorized and required to proceed to make inquiry touching the matters complained of and to examine any witness or witnesses who shall be offered on either side on oath which
55 oath every such Justice is hereby authorized to administer and after hearing the parties who shall appear and the witnesses offered on either side such Justice or Justices shall convict or acquit the party or parties accused and if the penalty or money forfeited or directed to be paid in any conviction

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Wahgunyah Murray Bridge Company's Act.—1861.

be not duly paid forthwith then every such Justice or Justices shall on the non-payment of the penalty or sum of money directed to be paid and the charges thereon by warrant under his or their hand and seal or hands and seals commit every such offender or offenders to some one of the common
5 gaols of the said Colony for any period not exceeding three months
Provided always that no person or persons shall be convicted of any offence or offences contrary to the provisions of this Act in a summary way as aforesaid after the expiration of three months from the time when any such offence or offences shall have been committed.

10 30. One moiety of all penalties or sums of money recovered Application of penalties. under this Act shall be paid to the informer and the other moiety to Her Majesty Her Heirs and Successors for the public uses of the Colony and for the support of the Government thereof.

15 31. No summary conviction under this Act shall be quashed for Want of form cured. want of form or be removed or removable by writ of *certiorari* or otherwise into the Supreme Court and no warrant and commitment shall be held void by reason of any defect therein provided that it be therein alleged that the party has been convicted and that there be a good and valid conviction to sustain the same.

20 32. If any money be payable from the said Company to any Receipt of minors or lunatics. Shareholder or other person being a minor idiot or lunatic the receipt of the guardian of such minor or the receipt of the Committee of such idiot or lunatic shall be a sufficient discharge to the said Company for the same.

25 33. Before apportioning the profits to be divided among the Share- Profits reserved. holders the said Directors may if they think fit set aside therefrom such sum as they may deem proper to meet contingencies or for enlarging repairing or improving the said Bridge Toll Gate or anything connected therewith and may divide the balance only among the Shareholders.

30 34. No dividend shall be paid in respect of any share until all Dividend on Shares in arrear. calls then due in respect of such and every other share held by the person to whom such dividend may be payable shall have been paid.

35 35. If any execution either at law or in equity shall have been Liability of Shareholders. issued against the property or effects of the said Company and if there cannot be found sufficient whereon to levy such execution then such execution may be issued against any of the Shareholders to the extent of the amount of their subscribed shares in the capital of the Company only
Provided always that no such execution shall issue against any Shareholder except upon an order of the Court in which the action suit or other proceeding shall have been brought or instituted made upon motion in open
40 Court after sufficient notice in writing to the persons sought to be charged and upon such motion such Court may order executions to issue accordingly and for the purpose of ascertaining the names of the Shareholders and the amount of their respective shares it shall be lawful for any person entitled to any such execution at all reasonable times to inspect without fee the
45 register of Shareholders required to be kept by the Company in pursuance of one of the clauses of the Imperial Act herewith incorporated
Provided further that nothing herein contained shall extend to charge or make liable any Shareholder of the said Company or his real or personal estate with or for any debt or demand whatever due or to become due
50 from or by the said Company for any of the matters or things authorized by this Act to be made done or completed beyond the extent of his shares in the capital of the said Company as aforesaid any law custom or usage to the contrary thereof in anywise notwithstanding.

55 36. If by means of any such execution any Shareholder shall have Reimbursement of such Shareholders. paid any sum of money beyond the amount then due from him in respect of calls he shall forthwith be reimbursed such additional sum by the Directors out of the funds of the Company.

Wahgunyah Murray Bridge Company's Act.—1861.

37. It shall be lawful for the said Company to raise any further sum or sums of money not exceeding altogether Four Thousand Pounds in addition to the said capital of Eight Thousand Pounds for executing completing and maintaining the Bridge and other works hereby authorized and the said Company are hereby authorized and empowered to raise any such further sum or sums by contributing among themselves or by the admission of other persons as subscribers to the said Company and issuing new shares of Five Pounds each to such contributors or subscribers but so that each such subscriber or contributor shall not pay a less price than Five Pounds for each new share and that all such new shares shall be and be deemed personal estate and be dealt with and be transmissible accordingly and every Corporation and person who shall contribute and pay upon and in respect of such new shares or who may become entitled thereto and their several and respective successors executors administrators and assigns shall be and are hereby declared to be owners or proprietors of shares in the said Company and shall become entitled to be incorporated with the said Company.

Increase of Capital.

38. In case it shall at any time be thought expedient by the said Company to raise any sum or sums of money by way of loan it shall be lawful for the said Company by any order of any general meeting of the said Company to borrow and take up at interest in addition to the money which the said Company are authorized by the fifth clause of this Act to receive in advance from the Shareholders any such sum as to them shall seem meet and convenient not exceeding at any time one half of the amount of the capital of the said Company then actually paid up and the said Company after an order shall have been made for that purpose by any general meeting are hereby authorized and empowered to assign the property of the said Company and the rates arising and to arise by virtue of this Act or any part thereof (the costs and charges of assigning the same to be paid out of the same rates) as a security for any such sum of money to be borrowed as aforesaid with interest to such person or his trustee as shall advance the same all which said mortgages or assignments shall be made under the common seal of the said Company and in the words or to the effect set forth in the Schedule D to this Act annexed And all and every the person or persons to whom such mortgage or assignment shall be made shall be equally entitled one with the other to his or her or their proportion or proportions of the said rates and premises according to the respective sums in such mortgages or assignments mentioned to be advanced without any preference by reason of the priority of date of any such mortgage or assignment for any amount whatsoever and an entry or memorial of every such mortgage or assignment containing the number and date thereof and the name or names of the person or persons with the proper additions to whom the same shall have been made and of the sum borrowed together with the rate of interest to be paid thereon shall within seven days next after the date thereof be entered in a book or books to be kept by the Secretary or other proper Officer of the said Company which said book or books shall and may be perused at all reasonable times by any of the Proprietors Mortgagees or Creditors of the said Company or other person interested therein without fee or reward and every person to whom any such mortgage or assignment shall have been made as aforesaid or who shall be entitled to the money due thereon shall and may from time to time transfer his right and interest therein to any person whomsoever which transfer shall or may be endorsed in the words or to the effect set forth in the Schedule E to this Act annexed And every such transfer shall within fourteen days after the date thereof be produced to the Secretary of the said Company who shall cause an entry or memorial to be made thereof in the same manner as the original mortgages and assignments for which the said Secretary shall be paid such sum as the said Company shall appoint not exceeding five

Borrowing on Mortgage.

Wahgunyah Murray Bridge Company's Act.—1861.

five shillings and after such entry made every transfer shall entitle such Assignee his executors administrators and assignees to the full benefit thereof and payment thereon and it shall not be in the power of any person who shall have made such transfer to make void release or discharge the same or any sum of money therein due or thereby secured or any part thereof.

39. The interest of the money which shall be raised by mortgage as aforesaid shall be paid half-yearly to the several persons entitled thereto in preference to any interest or dividends due or payable by virtue of this Act to the said Shareholders or any of them.

40. No person to whom any such mortgage or assignment shall be made or transferred as aforesaid shall be deemed a proprietor of any share or shall be capable of acting or voting by virtue of such assignment either as principal or by letter of authority to an Agent at any meeting of the said Company for or on account of his having lent or advanced any sum of money on the credit of any mortgage or assignment.

41. In case the said Company shall raise any sum or sums of money by mortgage and shall afterwards be required or be desirous to pay off and shall pay off all or any part of the principal sum secured by such mortgages or any of them then and in every such case it shall be lawful for the said Company and they are hereby authorized and empowered immediately or at any time or times thereafter again to raise in lieu of the principal money so paid off or to be paid off by them so much and such sums of money as they shall from time to time have paid off or be required and be desirous to pay off to the holder of such mortgages or any of them or any part thereof and so from time to time as often as the same shall happen but so nevertheless that the mortgage debts of the said Company shall not in any event exceed one-half of the amount of the capital of the said Company actually paid up.

42. It shall be lawful for the Governor of the said Colony for the time being with the advice of the Executive Council thereof at any time after the expiration of twenty-one years from the completion of the said Bridge to purchase the same with all its appurtenances in the name and on behalf of Her Majesty or Her Successors upon giving to the said Company six calendar months notice in writing of the intention so to do and upon payment to the said Company of a sum equal to the whole sum expended in erecting and completing the said Bridge and its appurtenances together with a premium thereon of ten per cent. Provided always that the said Company shall within one calendar month after the completion of the said Bridge file in the office of the Chief Secretary of the said Colony a true and faithful account in detail of all costs and expenses occasioned by and incident to the erection of the said Bridge and verified by the declaration of the Chairman of the said Company and that the amount of such costs and expenses shall be the sum upon which the said premium shall be estimated. Provided also that at any time during the continuance of the said term of twenty-one years if it be considered expedient and a general meeting of the said Company shall have authorized the same it shall be lawful for the said Company to sell and dispose of the said Bridge and its appurtenances and to assign the interest of the said Company in the same to Her Majesty and Her Successors upon such other terms as may in such case be agreed upon between the said Company and the Governor of the said Colony for the time being and that upon completion of such sale the right of the said Company to demand and take tolls and their liability to keep and maintain the said Bridge in repair under this Act shall cease and determine.

43. If any person shall wilfully make any false statement as to any material particular in any declaration made and subscribed by him under

Wahgunyah Murray Bridge Company's Act.—1861.

under the provisions of this Act he shall be deemed guilty of a misdemeanour and punished accordingly.

44. When in this Act any word is used importing the singular number or masculine gender only the same shall be understood also to include several matters several persons and females as well as males and when the word "lands" is used the same shall be understood to include tenements and hereditaments and when the word "corporation" is used the same shall be understood to mean any body politic corporate or collegiate civil or ecclesiastical aggregate or sole and when the word Bridge is used the same shall be understood to mean and comprehend every road constructed by the Company unless in any of the cases aforesaid it be otherwise specially provided or there be something in the subject or context repugnant to such construction and in the clauses and sections herewith incorporated the expression "United Kingdom" shall apply to and be read as the "Colony of New South Wales" the expression "Special Act" shall mean this Act and the word "prescribed" shall be construed to refer to any matter prescribed or provided for by this Act and the expression "the undertaking" shall mean the construction of a bridge over the River Murray from the end of Ford-street Wahgunyah Victoria to the Corowa Reserve aforesaid and any other works or undertakings by this Act authorized to be constructed or executed and the expression "Director" and the expression "Shareholder" shall mean Director and Shareholder respectively of the aforesaid Company and the expression "Company" shall mean the aforesaid "Wahgunyah Murray Bridge Company."

Rules of Interpretation.

45. At any time of the expiration of ninety-nine years from the passing of this Act it shall be lawful for the Governor for the time being of the said Colony with the advice of the Executive Council thereof by advertisement in the *Gazette* of the said Colony to dissolve and determine the said corporation and thereupon the said corporation of the "Wahgunyah Murray Bridge Company" shall *ipso facto* be dissolved and cease.

Dissolution of Corporation after ninety-nine years.

46. Unless the said Bridge shall be properly built and perfected within three years after the passing of this Act this Act shall thereupon cease to be in force and the said Company be *ipso facto* dissolved.

Duration of Act.

47. Nothing in this Act contained shall be deemed to affect or apply to any right title or interest of Her Majesty Her Heirs and Successors or of any body or bodies politic or corporate or of any other person or persons excepting such as are mentioned herein or of those claiming by or under him or them.

Rights of the Crown.

40

SCHEDULES REFERRED TO.

SCHEDULE A.

The Wahgunyah Murray Bridge Company number that A B of Wahgunyah Murray Bridge Company subject to the regulations of the said Company Given under the common seal of the said Company the day of our Lord.

This is to certify that A B of Wahgunyah Murray Bridge Company subject to the regulations of the said Company is the proprietor of the Share number of the said Company in the year of

Form of Certificate of Shares.

SCHEDULE B.

I of do hereby assign and transfer to the said Share (or Shares as the case may be) numbered of and in the Wahgunyah Murray Bridge Company To hold unto the said his Executors and Administrators and Assigns subject to the several conditions on which I held the same immediately before the execution hereof and I the said do hereby agree to purchase and hold the said Share (or Shares) subject to the same rules orders restrictions and conditions As witness our hands the day of A.D. 18

paid to me by

Form of Assessment of Shares.

SCHEDULE

Wahgunyah Murray Bridge Company's Act.—1861.

SCHEDULE C.

TABLE OF TOLLS.

		s.	d.
	For every Foot Passenger.....	0	3
5	For every Pig or Goat	0	2
	For every Sheep or Lamb.....	0	0½
	For every Horse Mare Ass or Mule.....	1	0
	For every Head of Neat Cattle	0	4
	For every Cart Dray or other Vehicle drawn by one or more Beast	1	0 per wheel
10	For every such Beast	0	6

N.B.—No second tolls payable upon returning the same day nor double tolls on Sunday.

SCHEDULE D.

No.

Form of Mortgage.

The Wahgunyah Murray Bridge Company by virtue of an Act passed in the year of Her present Majesty Queen Victoria intituled "An Act to incorporate a Company to be called the Wahgunyah Murray Bridge Company" in consideration of the sum of 15 paid to the said Company by doth assign unto the said his (*or her*) executors administrators and assigns the Bridge and other works of the said Company and all and singular the rates arising by virtue of the said Act and all the estate right title and interest of in and to the same to hold unto the said 20 his (*or her*) executors administrators and assigns until the said sum of together with interest for the same after the rate of for every one hundred pounds for a year shall be fully paid and satisfied Given under the common seal of the said Company this day of in the year of our Lord one thousand eight hundred and

SCHEDULE E.

25

Form of Transfer of Mortgage.

I (*or we*) of in consideration of the sum of paid by of do hereby transfer the written mortgage and premises and all my right and property therein to the said his heirs executors administrators and assigns Dated this day of 30 in the year of our Lord one thousand eight hundred and

SCHEDULE G.

To wit

Form of Conviction.

Be it remembered that on the day in the year of our Lord A B is convicted before us two of Her Majesty's Justices of the Peace for the Counties of (*here describe the offence generally, and at the 35 time and place where and when committed*) contrary to the (*here name the Special Act*) Given under our hands and seals the day and year first above written.

1861.

Legislative Council.

WAHGUNYAH MURRAY RIVER BRIDGE COMPANY'S BILL.

(SCHEDULE of Amendments to be proposed in Committee of the Whole by MR. DEAS THOMSON.)

Pages 2 and 3, Clause 3. Page 3.

Omit Clause 3.

After Clause 6, insert the following new Clauses :—

“(6.) All shares in the undertaking shall be personal estate and transmissible as such and shall not be of the nature of real estate. Shares to be Personal Estate.

“(7.) Every person who shall have subscribed the prescribed sum or upwards to the capital of the Company or shall otherwise have become entitled to a share in the Company and whose name shall have been entered on the Register of Shareholders hereinafter mentioned shall be deemed a shareholder of the Company. Shareholders.

“(8.) The Company shall keep a book to be called the Register of Shareholders and in such book shall be fairly and distinctly entered from time to time the names and addresses of the several shareholders of the Company together with the number of shares to which such shareholders shall be respectively entitled distinguishing each share by its number and the amount of the subscriptions paid on such shares and the surnames or (in the case of Corporations) the corporate names of the said shareholders shall be placed in alphabetical order and such book shall be authenticated by the common seal of the Company being affixed thereto and such authentication shall take place at the first ordinary meeting or at the next subsequent meeting of the Company and so from time to time at each ordinary meeting of the Company and such book may at all convenient times be perused by the shareholders respectively. Registry of Shareholders.

“(9.) On demand of the holder of any share the Company shall cause a certificate of the proprietorship of such share to be delivered to such shareholder and such certificate shall have the common seal of the Company affixed thereto and such certificate shall specify the share in the undertaking to which such shareholder is entitled and the same may be according to the form in the Schedule (A) to this Act annexed or to the like effect and for such certificate the Company may demand any sum not exceeding two shillings and sixpence. Certificates of Shares to be issued to the Shareholders.

“(10.) The said certificate shall be admitted in all Courts as prima facie evidence of the title of such shareholder his executors administrators successors or assigns to be the share therein specified nevertheless the want of such certificate shall not prevent the holder of any share from disposing thereof. Certificates to be evidence.

“(11.) If any such certificate be worn out or damaged then upon the same being produced at some meeting of the Directors such Directors may order the same to be cancelled and thereupon another similar certificate shall be given to the party in whom the property of such certificate and of the share therein mentioned shall be at the time vested or if such certificate be lost or destroyed then upon proof thereof to the satisfaction of the Directors a similar certificate shall be given to the party entitled to the certificate so lost or destroyed and in either case a due entry of the substituted certificate shall be made by the Secretary in the Register of Shareholders and for every such certificate so given or exchanged the Company may demand any sum not exceeding the prescribed amount or if no amount be prescribed then a sum not exceeding two shillings and sixpence.” Certificate to be renewed when destroyed.

Page 3, Clause 7.

Page 3.

Transfer of shares to be registered &c.

Transfer not to be made until calls paid.

Transmission of shares by other means than transfer to be authenticated by a declaration.

Proof of transmission by marriage will &c.

Company not bound to regard Trusts.

Omit Clause 7, with a view to its re-insertion after new Clause 22.

After Clause 8, insert the following new Clauses:—

- " (13.) The said assignment or transfer (when duly executed) shall be delivered to the Secretary and be kept by him and the Secretary shall enter a memorial thereof in a book to be called the 'Register of Transfers' and shall endorse such entry on the Deed of Transfer and shall on demand deliver a new certificate to the purchaser and for every such entry together with such endorsement and certificate the Company may demand any sum not exceeding two shillings and sixpence and on the request of the purchaser of any share an endorsement of such Transfer shall be made on the certificate of such share instead of a new certificate being granted and such endorsement being signed by the Secretary shall be considered in every respect the same as a new certificate and until such transfer has been so delivered to the Secretary as aforesaid the vendor of the share shall continue liable to the Company for any calls that may be made upon such share and the purchaser of the share shall not be entitled to receive any share of the profits of the undertaking or to vote in respect of such share.
- " (14.) No shareholder shall be entitled to transfer any share after any call shall have been made in respect thereof until he shall have paid all calls for the time being due on every share held by him.
- " (15.) If the interest in any share have become transmitted in consequence of the death or bankruptcy or insolvency of any shareholder or in consequence of the marriage of a female shareholder or by any other lawful means than by a transfer according to the provisions of this Act such transmission shall be authenticated by a declaration in writing as herein-after mentioned or in such other manner as the Directors shall require and every such declaration shall state the manner in which and the party to whom such share shall have been so transmitted and shall be made and signed by some credible person before a Justice or a Master or Master Extraordinary of the High Court of Chancery or a Notary Public or a Commissioner of the Supreme Court of any of the Australian Colonies for taking affidavits and such declaration shall be left with the Secretary and thereupon he shall enter the name of the person entitled under such transmission in the register of shareholders and for every such entry the Company may demand any sum not exceeding five shillings and until such transmission has been so authenticated no persons claiming by virtue of any such transmission shall be entitled to receive any share of the profits of the undertaking nor to vote in respect of any such share as the holder thereof.
- " (16.) If such transmission be by virtue of the marriage of a female shareholder the said declaration shall contain a copy of the register of such marriage or other particulars of the celebration thereof and shall declare the identity of the wife with the holder of such share and if such transmission have taken place by virtue of any testamentary instrument or by intestacy the probate of the will or the letters of administration or an official extract therefrom shall together with such declaration be produced to the Secretary and upon such production in either of the cases aforesaid the Secretary shall make an entry of the declaration in the said register of transfers.
- " (17.) The Company shall not be bound to see the execution of any Trust whether express implied or constructive to which any of the said shares may be subject and the receipt of the party in whose name any such share shall stand in the books of the Company or if it stands in the names of more parties than one the receipt of one of the parties named first in the Register of Shareholders shall from time to time be a sufficient discharge to the Company for any dividend or other sum

“ sum of money payable in respect of such share notwithstanding any trusts to which such share may then be subject and whether or not the Company have had notice of such Trusts and the Company shall not be bound to see to the application of the money paid upon such receipt.

“(18.) If at the time appointed by the Directors for the payment of any call any Shareholder fail to pay the amount of such call it shall be lawful for the Company to sue such Shareholder for the amount thereof in any Court of Law or Equity having competent jurisdiction and to recover the same with interest at eight per cent. from the day on which such call was payable.

Enforcement of calls by actions.

“(19.) In any action or suit to be brought by the Company against any Shareholder to recover any money due for any call it shall not be necessary to set forth the special matter but it shall be sufficient for the Company to declare that the defendant is the holder of one share or more in the Company (stating the number of shares) and is indebted to the Company in the sum of money to which the calls in arrear shall amount in respect of one call or more upon one share or more (stating the number and amount of each of such calls) whereby an action hath accrued to the Company by virtue of this Act.

Declaration in action for calls.

“(20.) On the trial or hearing of such action or suit it shall be sufficient to prove that the defendant at the time of making such call was the holder of one share or more in the undertaking and that such call was in fact made and that such notice thereof given as is directed by this Act and it shall not be necessary to prove the appointment of the Directors who made such call nor any other matter whatsoever and thereupon the Company shall be entitled to recover what shall be due upon such call with interest thereon unless it shall appear that due notice of such call was not given or that the amount of such call was not in fact due by the defendant to the Company in respect of the shares held by him.

Matter to be proved in action for calls.

“(21.) The production of the register of shareholders shall be *prima facie* evidence of such defendant being a shareholder and of the number and amount of his shares.

Proof of proprietorship.

“(22.) If any shareholder fail to pay any call payable by him together with the interest (if any) that shall have accrued thereon the Directors at any time after the expiration of two months from the day appointed for payment of such call may declare the share in respect of which such call was payable forfeited and that whether the Company have sued for the amount of such call or not.”

Forfeiture of share.

After new Clause 22, insert Clause 7, to stand as Clause 23.

“(24.) The said declaration of forfeiture shall not take effect so as to authorize the sale or other disposition of any share until such declaration has been confirmed at some general meeting of the Company to be held after the expiration of two months after the last from the day on which such notice of intention to make such declaration of forfeiture shall have been given. And it shall be lawful for the Company to confirm such forfeiture at any such meeting and by an order at such meeting or at any subsequent general meeting to direct the share so forfeited to be sold or otherwise disposed of.

Forfeiture to be confirmed by a General Meeting

“(25.) The Company shall not sell or transfer more of the shares of any such defaulter than will be sufficient as nearly as can be ascertained at the time of such sale to pay the arrears then due from such defaulter on account of any calls together with interest and the expenses attending such sale and the declaration of forfeiture and if the money produced by the sale of any such forfeited shares be more than sufficient to pay all arrears of calls and interest thereon due at the time of such sale and the expenses attending the declaration of forfeiture and the sale thereof the surplus shall on demand be paid to the defaulter.

No more shares to be sold than sufficient for payment of calls.

“(26.)

Reversion of shares to party on payment of arrears.

First general meeting.

Business at ordinary meetings.

Extraordinary meetings.

Extraordinary meetings may be required by shareholders.

Business at extraordinary meetings.

Notice of meetings.

Quorum for a general meeting.

“(26.) If payment of such arrears of calls and interest and expenses made before any share so forfeited and vested by the Company shall have been sold such share shall revert to the party to whom the same belonged before such forfeiture in such manner as if such calls had been duly paid.

“(27.) As soon as one thousand shares of the said Company shall have been subscribed for and the deposits paid as aforesaid the first General Meeting of the Shareholders for putting this Act into execution shall be held at some convenient place in the township of Wahgunyah between the hours of ten and four in the day time of which meeting not less than fourteen days notice shall be given by advertisement in the New South Wales and Victoria *Gazettes* and in two of the newspapers published in each of the said Colonies one of which said newspapers shall be that which is published nearest to the township of Wahgunyah and such meeting may be convened by any three Shareholders of the said Company and at such first General Meeting the Shareholders then present shall by themselves or their proxies proceed to elect by the majority of votes eight Shareholders qualified as hereinafter provided to be Directors of the Company and one other Shareholder of the same qualification as the said Directors to be Chairman of the said Company And the future General Meetings of the said Company shall be held in the months of January and July in each year or at such other stated periods as shall be appointed for that purpose by an order of a General Meeting and the meetings so appointed to be held as aforesaid shall be called ‘Ordinary Meetings’ and all meetings whether ordinary or extraordinary shall be held at the time and place prescribed at any previous ordinary meeting (if any) and if no time or place shall have been so prescribed then at some time and place to be appointed by the Directors.

“(28.) No matters except such as are appointed by this Act to be done at an ordinary meeting shall be transacted at any such meeting unless special notice of such matters have been given in the advertisement concerning such meeting.

“(29.) Every general meeting of the shareholders other than an ordinary meeting shall be called an ‘extraordinary meeting’ and such meetings may be convened by the Directors at such times as they shall think fit.

“(30.) It shall be lawful for or more shareholders holding in the aggregate not less than of the capital of the Company in writing under their hands at any time to require the Directors to call an extraordinary meeting of the Company and such requisition shall fully express the object of the meeting required to be called and shall be left at the office of the Company or given to at least three Directors or left at their last or usual places of abode and forthwith upon the receipt of such requisition the Directors shall convene a meeting of the shareholders and if for twenty-one days after such notice the Directors fail to call such meeting the shareholders signing such requisition and qualified as aforesaid may call such meeting by giving fourteen days public notice thereof.

“(31.) No extraordinary meeting shall enter upon any business not set forth in the notice upon which it shall have been convened.

“(32.) Fourteen days public notice at the least of all meetings whether ordinary or extraordinary shall be given by advertisement which shall specify the place the day and the hour of meeting and every notice of an extraordinary meeting or of an ordinary meeting if any other business than the business hereby appointed for ordinary meetings is to be done thereat shall specify the purpose for which the meeting is called.

“(33.) In order to constitute a meeting whether ordinary or extraordinary there shall be present either personally or by proxy a quorum of eight shareholders representing

“ representing one hundred shares and if within one
 “ hour from the time appointed for such meeting the
 “ said quorum be not present no business shall be
 “ transacted at the meeting other than the declaring
 “ of a dividend in case that shall be one of the objects
 “ of the meeting but such meeting shall except in the
 “ case of a meeting for the election of Directors herein-
 “ after mentioned be held to be adjourned *sine die*.

“(34.) At every meeting of the Company one or other of
 “ the following persons shall preside as Chairman that
 “ is to say the Chairman of the Directors or in his
 “ absence the Deputy Chairman (if any) or in the
 “ absence of the Chairman and Deputy Chairman some
 “ one of the Directors of the Company to be chosen for
 “ that purpose by the meeting or in the absence of the
 “ Chairman and Deputy Chairman and of all the Directors
 “ any shareholder to be chosen for that purpose by a
 “ majority of the shareholders present at such meeting.

Chairman at
 general
 meetings.

“(35.) The shareholders present at any such meeting shall
 “ proceed in the execution of the powers of the Company
 “ with respect to the matters for which such meeting
 “ shall have been convened and those only and every
 “ such meeting may be adjourned from time to time
 “ and from place to place and no business shall be
 “ transacted at any adjourned meeting other than the
 “ business left unfinished at the meeting from which
 “ such adjournment took place.

Business at
 meetings and
 adjournments.

“(36.) If several persons be jointly entitled to a share the
 “ person whose name stands first in the register of share-
 “ holders as one of the holders of such share shall for the
 “ purpose of voting at any meeting be deemed the sole
 “ proprietor thereof and on all occasions the vote of such
 “ first-named shareholder either in person or by proxy
 “ shall be allowed as the vote in respect of such share
 “ without proof of the concurrence of the other holders
 “ thereof.

Votes of joint
 shareholders.

“(37.) If any shareholder be a lunatic or idiot such lunatic
 “ or idiot may vote by his committee and if any share-
 “ holder be a minor he may vote by his guardian or
 “ any one of his guardians and every such vote may be
 “ given either in person or by proxy.

Vote of lunatics
 and minors &c.

“(38.) Whenever in this Act the consent of any parti-
 “ cular majority of votes at any meeting of the Com-
 “ pany is required in order to authorize any proceed-
 “ ing of the Company such particular majority shall
 “ only be required to be proved in the event of a poll
 “ being demanded at such meeting and if such poll be
 “ not demanded then a declaration by the Chairman
 “ that the resolution authorizing such proceeding has
 “ been carried and an entry to that effect in the Book of
 “ Proceedings of the Company shall be sufficient autho-
 “ rity for such proceeding without proof of the number
 “ or proportion of votes recorded in favour of or against
 “ the same.”

Proof of a par-
 ticular majority
 of votes only
 required in the
 event of a poll
 being demanded.

Page 4.

After Clause 10 insert the following new Clauses:—

“(41.) At each general meeting which shall be held in the
 “ month of July in each year two Directors shall retire
 “ from office such retirement to be decided by lot until
 “ all the first set of Directors in office at the first general
 “ meeting shall have so retired and then in each succeeding
 “ year the Directors who shall have been longest in office
 “ shall retire and so on from time to time during the
 “ continuance of the said Company and at every such
 “ general meeting in the month of July in each and
 “ every year the shareholders then present by themselves
 “ or their proxies shall elect two new Directors in the
 “ place of the Directors who shall have so retired in
 “ the manner hereinbefore provided for the election of
 “ the first set of Directors Provided always that every
 “ Director who shall by rotation or otherwise go out of
 “ office on any general day of election shall be eligible
 “ to be immediately re-elected a Director of the said
 “ Company and any Director who shall at any time be
 “ re-elected shall be deemed to have been in office only
 “ from the time of such re-election and that all the first
 “ set of Directors shall have so retired before any new
 “ or re-elected Director shall retire.

Retirement of
 Directors.

Proviso.

“(42.)

Existing Directors continued on failure of meeting for election of Directors.

Directors not to be personally liable and indemnified.

Meetings of Directors.

Committees of Directors powers of Committee.

Meetings of Committees.

Proceedings to be entered in a Book, and to be evidence.

" (42.) If at any meeting at which an election of Directors ought to take place the prescribed quorum shall not be present within one hour from the time appointed for the meeting no election of Directors shall be made but such meeting shall stand adjourned to the following day at the same time and place and if at the meeting so adjourned the prescribed quorum be not present within one hour from the time appointed for the meeting the existing Directors shall continue to act and retain their powers until new Directors be appointed at the general meeting of the following year.

" (43.) No Director by being party to or executing in his capacity of Director any contract or other instrument on behalf of the Company or otherwise lawfully executing any of the powers given to the Directors shall be subject to be sued or prosecuted either individually or collectively by any persons whomsoever and the bodies or goods or lands of the Directors shall not be liable to execution of any legal process by reason of any contract or other instrument so entered into signed or executed by them or by reason of any other lawful act done by them in the execution of any of their powers as Directors and the Directors their heirs executors and administrators shall be indemnified out of the capital of the Company for all payments made or liability incurred in respect of any acts done by them and for all losses costs and damages which they may incur in the execution of the powers granted to them and the Directors for the time being of the Company may apply the existing funds and capital of the Company for the purposes of such indemnity and may if necessary for that purpose make calls of the capital remaining unpaid if any.

" (44.) The Directors shall hold meetings at such times as they shall appoint for the purpose and they may meet and adjourn as they think proper from time to time and from place to place and at any time any two of the Directors may require the Secretary to call a meeting of the Directors and in order to constitute a meeting of Directors there shall be present at the least the prescribed quorum and when no quorum shall be prescribed there shall be present at least one-third of the Directors and all questions at any such meeting shall be determined by the majority of votes of the Directors present and in case of an equal division of votes the Chairman shall have a casting vote in addition to his vote as one of the Directors.

" (45.) It shall be lawful for the Directors to appoint one or more Committees consisting of such number of Directors as they think fit within the prescribed limits if any and they may grant to such Committees respectively power on behalf of the Company to do any acts relating to the affairs of the Company which the Directors could lawfully do and which they shall from time to time think proper to intrust to them.

" (46.) The said Committees may meet from time to time and may adjourn from place to place as they think proper for carrying into effect the purposes of their appointment and no such Committee shall exercise the powers intrusted to them except at a meeting at which there shall be present the prescribed quorum or if no quorum be prescribed then a quorum to be fixed for that purpose by the general body of the Directors and at all meetings of the Committees one of the members present shall be appointed Chairman and all questions at any meetings of the Committee shall be determined by a majority of votes of the members present and in case of an equal division of votes the Chairman shall have a casting vote in addition to his vote as a member of the Committee.

" (47.) The Directors shall cause notes minutes or copies as the case may require of all appointments made or contracts entered into by the Directors and of the orders and proceedings of all meetings of the Company and of the Directors and Committees of Directors to be duly entered in the books to be from time to time provided for the purpose which shall be kept under the
" superintendence

...superintendent of the Directors and every such entry shall be signed by the Chairman of such meeting and such entry so signed shall be received as evidence in all Courts and before all Judges Justices and others without proof of such respective meetings having been duly convened or held or of the persons making or entering such orders or proceedings being shareholders or Directors or members of Committee respectively or of the signature of the Chairman or of the fact of his having been Chairman all of which last-mentioned matters shall be presumed until the contrary be proved.

“(48.) If any of the Directors at any time subsequently to his election accept or continue to hold any other office or place of trust or profit under the Company or be either directly or indirectly concerned in any contract with the Company or participate in any manner in the profits of any work to be done for the Company or if such Director at any time cease to be a holder of the prescribed number of shares in the Company then in any of the cases aforesaid the office of such Director shall become vacant and thenceforth he shall cease from voting or acting as a Director.

Cases in which office of Director shall become vacant.

“(49.) If any Director die or resign or become disqualified or incompetent to act as a Director or cease to be a Director by any other cause than that of going out of office by rotation as aforesaid the remaining Directors if they think proper so to do may elect in his place some other shareholder duly qualified to be a Director and the shareholder so elected to fill up any such vacancy shall continue in office as a Director so long only as the person in whose place he shall have been elected would have been entitled to continue if he had remained in office.

Supply of occasional vacancies in office of Directors.

“(50.) All acts done by any meeting of the Directors or of a Committee of Directors or by any person acting as a Director shall notwithstanding it may be afterwards discovered that there was some defect in the appointment of any such Director or persons acting as aforesaid or that they or any of them were or was disqualified be as valid as if every such person had been duly appointed and was qualified to be a Director.”

Informalities in appointment of Directors not to invalidate proceedings.

Page 4.

After Clause 12 insert the following new Clauses:—

“(53.) It shall be lawful for the Company from time to time to make such by-laws as they think fit for the purpose of regulating the conduct of the Officers and servants of the Company and for providing for the due management of the affairs of the Company in all respects whatsoever and from time to time to alter or repeal any such by-laws and make others provided such by-laws be not repugnant to the laws of the Realm or to the provisions of this Act and such by-laws shall be reduced into writing and shall have affixed thereto the Common Seal of the Company; and a copy of such by-laws shall be given to every Officer and servant of the Company affected thereby.

By-Laws. Power to make by-laws for the Officers of the Company.

“(54.) It shall be lawful for the Company by such by-laws to impose such reasonable penalties upon all persons being Officers or servants of the Company offending against such by-laws as the Company think fit not exceeding five pounds for any one offence.

Fines for breach of such by-laws.

“(55.) All the by-laws to be made by the Company shall be so framed as to allow the Justice before whom any penalty imposed thereby may be sought to be recovered to order a part only of such penalty to be paid if such Justice shall think fit.

By-laws to be so framed as that penalties may be mitigated.

“(56.) The production of a written or printed copy of the by-laws of the Company having the Common Seal of the Company affixed thereto shall be sufficient evidence of such by-laws in all cases of prosecution under the same.”

Evidence of by-laws.

Page 4, Clause 13.
Page 8.

Omit Clause 13.

After Clause 31 insert the following new Clauses:—

“(75.) The Directors of the said Company shall at each of the half-yearly general meetings make dividends of the surplus tolls and profits arising to the said Company after deducting therefrom the costs charges and expenses of the said Company as well as of the repairs of the said bridge

Half-yearly dividends of profits.

Receipts of
guardians of
minors, &c.

Profits reserved

Dividend on
shares in arrear

“ bridge toll-gate or toll-house belonging to them as for the
“ salaries and allowances of the several Officers and
“ agents and for such other purposes connected with the
“ said Company as may be deemed proper by the said
“ Directors consistent with the by-laws rules and regu-
“ lations of the said Company.

“ (76.) If any money be payable from the said Company
“ to any shareholder or other person being a minor idiot
“ or lunatic the receipt of the guardian of such minor or
“ the receipt of the Committee of such idiot or lunatic
“ shall be a sufficient discharge to the said Company.

“ (77.) Before apportioning the profits to be divided among
“ the shareholders the said Directors may if they think
“ fit set aside therefrom such sum as they may think
“ proper to meet contingencies or for improving or repair-
“ ing the said bridge toll-gate or anything connected
“ therewith and may divide the balance only among the
“ shareholders.

“ (78.) No dividend shall be paid in respect of any share
“ until all calls then due in respect of such and every
“ other share held by the person to whom such dividend
“ may be payable shall have been paid.”

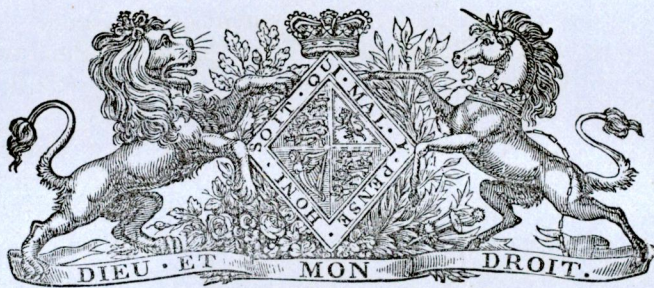
Page 11, Clause 44, line 13. *After “Construction” Omit the remainder of Clause.*
 ” ” 45. *Omit Clause 45.*
 ” ” 46. *Omit Clause 46.*
 ” ” 47. *Omit Clause 47.*
 Page 12, Schedule G. *Omit Schedule G.*

This PRIVATE BILL originated in the LEGISLATIVE ASSEMBLY, and, having this day passed, is now ready for presentation to the LEGISLATIVE COUNCIL for its concurrence.

*Legislative Assembly Chamber, }
Sydney, 27 March, 1861. }*

CHA. TOMPSON,
Clerk of Legislative Assembly.

New South Wales.



ANNO VICESIMO QUARTO

VICTORIÆ REGINÆ.

(As amended [on Recommittal] in Committee of the Whole.)

An Act to Incorporate a Company to be called the "Wahgunyah Murray Bridge Company" and to enable the said Company to erect and maintain a Bridge over the Murray River at the end of Ford-street in the Township of Wahgunyah and to take Toll thereat and for other purposes.

WHEREAS the construction of a Bridge over the River Murray Preamble.
at the northern end or termination of Ford-street Wahgunyah
in the Colony of Victoria to connect said township with Corowa on the
New South Wales side of the river and the overland road to Sydney
5 will be of great advantage to the public generally and it is therefore
advisable to grant encouragement to such persons as may be willing to
make and maintain such Bridge by granting to them an Act of Incorporation Be it therefore enacted by the Queen's Most Excellent Majesty by
and with the advice and consent of the Legislative Council and Legislative
10 Assembly of New South Wales in Parliament assembled and by the
authority of the same as follows:—

1. That John Foord Christopher Godfrey Baldock and Henry Proprietors incorporated by the name of "The Wahgunyah Murray Bridge Company."
Baylis Esquires and all and every other person and corporation who shall
hereafter become subscribers to the said undertaking and their several
15 and respective successors executors administrators and assigns shall be and
are united into a Company for making constructing completing and main-
taining the Bridge and other works by this Act authorized to be made
and executed and for that purpose shall be one body corporate by the
name and style of "The Wahgunyah Murray Bridge Company" and by
20 that name shall have perpetual succession and shall have a common seal Seal.
and by that name shall and may sue and be sued plead and be impleaded Power to sue and be sued.
answer and be answered unto defend and be defended in all Courts and
places whatsoever. 2.

NOTE:—The words to be omitted are ruled through; the words to be inserted are printed in small type.

Wahgunyah Murray Bridge Company's Act.—1861.

2. The capital stock of the Company hereby established shall be Eight Thousand Pounds sterling and shall be divided into One Thousand Six hundred shares of Five Pounds each and upon taking any share any subscriber shall pay to the Secretary or other proper Officer of the said Company the sum of Ten Shillings sterling for every share which shall be so taken and shall pay the remaining amount of every such share to such person or persons and in such parts or proportions as the Directors of the said Company shall deem necessary and from time to time call for and require and notice of such call or calls shall be given in the New South Wales and Victoria *Government Gazette* and in one or more of the newspapers published in the Colonies of New South Wales and Victoria and likewise by letter under seal of the Company to every Shareholder fifteen days at least before the day appointed for the payment of the same.
3. The following clauses of the statute of the Imperial Parliament being "The Company's Clauses Consolidation Act 1845" shall be incorporated in this Act that is to say:—
- With respect to the distribution of the capital of the Company into shares Clauses numbered respectively from six to eleven both inclusive and Schedule A to the said Act and to this Act annexed referred to in clause eleven and clauses twelve and thirteen.
- With respect to the transfer or transmission of shares Clauses numbered respectively from fifteen to twenty both inclusive.
- With respect to the payment of subscriptions and the means of enforcing payment of calls Clauses numbered respectively twenty-one and twenty-two and from twenty-five to twenty-eight both inclusive.
- With respect to the forfeiture of shares for non-payment of calls Clauses numbered respectively twenty-nine thirty-one thirty-four and thirty-five.
- With respect to the general meetings of the Company and the exercise of the right of voting by the Shareholders Clauses numbered respectively from sixty-six to seventy-five both inclusive and from seventy-seven to eighty both inclusive.
- With respect to the appointment of and rotation of Directors Clauses numbered respectively from eighty-two to eighty-nine both inclusive.
- With respect to the proceedings and liabilities of the Directors Clauses numbered respectively from ninety-two to one hundred both inclusive.
- With respect to the appointment and duties of Auditors Clauses numbered respectively from one hundred and one to one hundred and eight both inclusive.
- With respect to the accountability of the Officers of the Company Clauses numbered respectively from one hundred and nine to one hundred and fourteen both inclusive.
- With respect to the keeping of accounts and the right of inspection thereof by the Shareholders Clauses numbered respectively from one hundred and fifteen to one hundred and nineteen both inclusive.
- With respect to the making of Dividends Clauses numbered respectively from one hundred and twenty to one hundred and twenty-three both inclusive.
- With respect to the making of By-laws Clauses numbered respectively from one hundred and twenty-four to one hundred and twenty-seven both inclusive.
- With respect to the giving of Notices Clauses numbered respectively from one hundred and thirty-five to one hundred and forty-one both inclusive.

Capital to be £8,000
Divided into shares
of £5 each.

Periods and amounts
of call.

Certain clauses in
the Company's Con-
solidation Act "in-
corporated.

With

Wahgunyah Murray Bridge Company's Act.—1861.

5 With respect to the recovery of damages not specially provided for and Penalties Clauses numbered respectively from one hundred and forty-two to one hundred and fifty-one both inclusive and Schedule G to the said Act and to this Act annexed and from one hundred and fifty-three to one hundred and sixty both inclusive.

4. (3.) If before or on the day appointed for the payment of any call any Shareholder shall not pay the amount of such call he shall be liable to pay interest for the same at the rate of ten per centum per annum from the day appointed for the payment of such call to the time of the actual payment thereof. Interest on overdue calls.

5. (4.) It shall be lawful for the said Company if they think fit to receive from any of the Shareholders who shall be willing to advance the same all or any part of the moneys due upon their respective shares beyond the sums actually called for and to pay interest at a rate not exceeding eight pounds per centum per annum upon the principal moneys so paid in advance or so much thereof as shall from time to time exceed the amount of the calls then made upon the shares in respect of which such advances shall be made. Advances from shareholders on interest.

6. (5.) The money to be raised or received by the said Company by virtue of this Act shall be laid out and applied in the first place in paying and discharging all costs and expenses incurred in applying for obtaining and passing this Act and all other expenses preparatory or relating thereto and the remainder of such money shall be applied in and towards the making and maintaining the said Bridge and other works and in otherwise carrying this Act into execution. Application of money to be raised on deposits and calls.

(6.) All shares in the undertaking shall be personal estate and transmissible as such and shall not be of the nature of real estate. Shares to be Personal Estate.

(7.) Every person who shall have subscribed the prescribed sum or upwards to the capital of the Company or shall otherwise have become entitled to a share in the Company and whose name shall have been entered on the Register of Shareholders hereinafter mentioned shall be deemed a shareholder of the Company. Shareholders.

(8.) The Company shall keep a book to be called the Register of Shareholders and in such book shall be fairly and distinctly entered from time to time the names and addresses of the several shareholders of the Company together with the number of shares to which such shareholders shall be respectively entitled distinguishing each share by its number and the amount of the subscriptions paid on such shares and the surnames or (in the case of Corporations) the corporate names of the said shareholders shall be placed in alphabetical order and such book shall be authenticated by the common seal of the Company being affixed thereto and such authentication shall take place at the first ordinary meeting or at the next subsequent meeting of the Company and so from time to time at each ordinary meeting of the Company and such book may at all convenient times be perused by the shareholders respectively. Registry of Shareholders.

(9.) On demand of the holder of any share the Company shall cause a certificate of the proprietorship of such share to be delivered to such shareholder and such certificate shall have the common seal of the Company affixed thereto and such certificate shall specify the share in the undertaking to which such shareholder is entitled and the same may be according to the form in the Schedule (A) to this Act annexed or to the like effect and for such certificate the Company may demand any sum not exceeding two shillings and sixpence. Certificates of Shares to be issued to the Shareholders.

(10.) The said certificate shall be admitted in all Courts as *prima facie* evidence of the title of such shareholder his executors administrators successors or assigns to the Certificates to be evidence.

Wahgunyah Murray Bridge Company's Act.—1861.

- “ the share therein specified nevertheless the want of
 “ such certificate shall not prevent the holder of any
 “ share from disposing thereof.
- 5 “ (11.) If any such certificate be worn out or damaged then Certificate to be renewed when destroyed.
 “ upon the same being produced at some meeting of the
 “ Directors such Directors may order the same to be
 “ cancelled and thereupon another similar certificate shall
 “ be given to the party in whom the property of such
 10 “ certificate and of the share therein mentioned shall
 “ be at the time vested or if such certificate be lost or
 “ destroyed then upon proof thereof to the satisfaction of
 “ the Directors a similar certificate shall be given to the
 “ party entitled to the certificate so lost or destroyed and
 15 “ in either case a due entry of the substituted certificate
 “ shall be made by the Secretary in the Register of
 “ Shareholders and for every such certificate so given or
 “ exchanged the Company may demand a sum not
 “ exceeding two shillings and sixpence.”
8. (12.) It shall be lawful for any Shareholder and his executors or Shares may be sold.
 20 administrators to sell and dispose of any share to which he shall be
 entitled subject to the provisions herein contained and the assignment of
 shares may be according to the form in the Schedule B to this Act
 annexed.
- 25 “ (13.) The said assignment or transfer (when duly executed) Transfer of shares to be registered &c.
 “ shall be delivered to the Secretary and be kept by him
 “ and the Secretary shall enter a memorial thereof in a
 “ book to be called the ‘ Register of Transfers ’ and shall
 “ endorse such entry on the Deed of Transfer and shall
 30 “ on demand deliver a new certificate to the purchaser
 “ and for every such entry together with such endorse-
 “ ment and certificate the Company may demand any
 “ sum not exceeding two shillings and sixpence and on
 “ the request of the purchaser of any share an endorse-
 35 “ ment of such Transfer shall be made on the certificate
 “ of such share instead of a new certificate being granted
 “ and such endorsement being signed by the Secretary
 “ shall be considered in every respect the same as a new
 “ certificate and until such transfer has been so delivered
 40 “ to the Secretary as aforesaid the vendor of the share
 “ shall continue liable to the Company for any calls that
 “ may be made upon such share and the purchaser of the
 “ share shall not be entitled to receive any share of the
 “ profits of the undertaking or to vote in respect of such
 “ share.
- 45 “ (14.) No shareholder shall be entitled to transfer any Transfer not to be made until calls paid.
 “ share after any call shall have been made in respect
 “ thereof until he shall have paid all calls for the time
 “ being due on every share held by him.
- 50 “ (15.) If the interest in any share have become transmitted Transmission of shares by other means than transfer to be authenticated by a declaration.
 “ in consequence of the death or bankruptcy or insol-
 “ vency of any shareholder or in consequence of the
 “ marriage of a female shareholder or by any other
 “ lawful means than by a transfer according to the
 55 “ provisions of this Act such transmission shall be
 “ authenticated by a declaration in writing as herein-
 “ after mentioned or in such other manner as the
 “ Directors shall require and every such declaration
 “ shall state the manner in which and the party to
 “ whom such share shall have been so transmitted and
 60 “ shall be made and signed by some credible person
 “ before a Justice or a Master or Master Extraordinary
 “ of the High Court of Chancery or a Notary Public or
 “ a Commissioner of the Supreme Court of any of the
 65 “ Australian Colonies for taking affidavits and such
 “ declaration shall be left with the Secretary and there-
 “ upon he shall enter the name of the person entitled
 “ under such transmission in the register of shareholders
 “ and for every such entry the Company may demand
 “ any sum not exceeding five shillings and until such
 70 “ transmission has been so authenticated no persons
 “ claiming by virtue of any such transmission shall be
 “ entitled

Wahgunyah Murray Bridge Company's Act.—1861.

- “entitled to receive any share of the profits of the
 “undertaking nor to vote in respect of any such share
 “as the holder thereof.
- 5 “(16.) If such transmission be by virtue of the marriage
 “of a female shareholder the said declaration shall Proof of trans-
 mission by
 marriage will &c.
 “contain a copy of the register of such marriage or
 “other particulars of the celebration thereof and shall
 “declare the identity of the wife with the holder of
 10 “such share and if such transmission have taken place
 “by virtue of any testamentary instrument or by intes-
 “tacy the probate of the will or the letters of adminis-
 “tration or an official extract therefrom shall together
 “with such declaration be produced to the Secretary
 “and upon such production in either of the cases afore-
 15 “said the Secretary shall make an entry of the declara-
 “tion in the said register of transfers.
- “ (17.) The Company shall not be bound to see the execu- Company not
 bound to regard
 Trusts.
 “tion of any Trust whether express implied or construc-
 “tive to which any of the said shares may be subject
 20 “and the receipt of the party in whose name any such
 “share shall stand in the books of the Company or if it
 “stands in the names of more parties than one the receipt
 “of one of the parties named first in the Register of
 25 “Shareholders shall from time to time be a sufficient
 “discharge to the Company for any dividend or other
 “sum of money payable in respect of such share not-
 “withstanding any trusts to which such share may then
 “be subject and whether or not the Company have had
 30 “notice of such Trusts and the Company shall not be
 “bound to see to the application of the money paid upon
 “such receipt.
- “ (18.) If at the time appointed by the Directors for the Enforcement of
 calls by action.
 “payment of any call any Shareholder fail to pay the
 “amount of such call it shall be lawful for the Company
 35 “to sue such Shareholder for the amount thereof in any
 “Court of Law or Equity having competent jurisdiction
 “and to recover the same with interest at eight per cent.
 “from the day on which such call was payable.
- “ (19.) In any action or suit to be brought by the Company Declaration in
 action for calls.
 “against any Shareholder to recover any money due for
 “any call it shall not be necessary to set forth the
 “special matter but it shall be sufficient for the Company
 40 “to declare that the defendant is the holder of one share
 “or more in the Company (stating the number of shares)
 “and is indebted to the Company in the sum of money
 “to which the calls in arrear shall amount in respect of
 45 “one call or more upon one share or more (stating the
 “number and amount of each of such calls) whereby an
 “action hath accrued to the Company by virtue of this Act.
- “ (20.) On the trial or hearing of such action or suit it Matter to be
 proved in action
 for calls.
 “shall be sufficient to prove that the defendant at the
 “time of making such call was the holder of one share
 “or more in the undertaking and that such call was in
 50 “fact made and that such notice thereof given as is
 “directed by this Act and it shall not be necessary to
 “prove the appointment of the Directors who made such
 “call nor any other matter whatsoever and thereupon
 “the Company shall be entitled to recover what shall be
 55 “due upon such call with interest thereon unless it shall
 “appear that due notice of such call was not given or
 “that the amount of such call was not in fact due by the
 “defendant to the Company in respect of the shares held
 “by him.
- “ (21.) The production of the register of shareholders shall Proof of pro-
 prietorship.
 “be *primâ facie* evidence of such defendant being a
 “shareholder and of the number and amount of his shares.
- “ (22.) If any shareholder fail to pay any call payable by Forfeiture of
 share.
 “him together with the interest (if any) that shall have
 “accrued thereon the Directors at any time after the
 60 “expiration of two months from the day appointed for
 “payment of such call may declare the share in respect
 “of which such call was payable forfeited and that
 “whether the Company have sued for the amount of
 65 “such call or not.”
- 70

Wahgunyah Murray Bridge Company's Act.—1861.

7. (23.) Before declaring any share forfeited the Directors shall cause notice in writing of their intention to declare such share to be forfeited to be left at or transmitted by post to the usual or last known place of abode of the person appearing by the register of Shareholders to be the proprietor of such share and if the holder of any such share shall be beyond the limits of the Colonies of New South Wales and Victoria or if his or their last place of abode be not known to the said Directors or if the interest in any share shall be known by the said Directors to have become transmitted otherwise than by transfer and so the address of the party to whom the said share may for the time being belong shall not be known to the said Directors the said Directors shall give public notice of such intention in the *Government Gazettes* of New South Wales and Victoria and also in one or more of the newspapers published in the Colonies of New South Wales and Victoria and the several notices aforesaid shall be given twenty-eight days at least before the said Directors shall make such declaration of forfeiture.

Notice of forfeiture.

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" (24.) The said declaration of forfeiture shall not take effect so as to authorize the sale or other disposition of any share until such declaration has been confirmed at some general meeting of the Company to be held after the expiration of two months at the least from the day on which such notice of intention to make such declaration of forfeiture shall have been given. And it shall be lawful for the Company to confirm such forfeiture at any such meeting and by an order at such meeting or at any subsequent general meeting to direct the share so forfeited to be sold or otherwise disposed of.

Forfeiture to be confirmed by a General Meeting

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" (25.) The Company shall not sell or transfer more of the shares of any such defaulter than will be sufficient as nearly as can be ascertained at the time of such sale to pay the arrears then due from such defaulter on account of any calls together with interest and the expenses attending such sale and the declaration of forfeiture and if the money produced by the sale of any such forfeited shares be more than sufficient to pay all arrears of calls and interest thereon due at the time of such sale and the expenses attending the declaration of forfeiture and the sale thereof the surplus shall on demand be paid to the defaulter.

No more shares to be sold than sufficient for payment of calls.

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" (26.) If payment of such arrears of calls and interest and expenses be made before any share so forfeited and vested by the Company shall have been sold such share shall revert to the party to whom the same belonged before such forfeiture in such manner as if such calls had been duly paid.

Reversion of shares to party on payment of arrears.

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" (27.) As soon as one thousand shares of the said Company shall have been subscribed for and the deposits paid as aforesaid the first General Meeting of the Shareholders for putting this Act into execution shall be held at some convenient place in the township of Wahgunyah between the hours of ten and four in the day time of which meeting not less than fourteen days notice shall be given by advertisement in the *New South Wales* and *Victoria Gazettes* and in two of the newspapers published in each of the said Colonies one of which said newspapers shall be that which is published nearest to the township of Wahgunyah and such meeting may be convened by any three Shareholders of the said Company and at such first General Meeting the Shareholders then present shall by themselves or their proxies proceed to elect by the majority of votes eight Shareholders qualified as hereinafter provided to be Directors of the Company. And the future General Meetings of the said Company shall be held in the months of January and July in each year or at such other stated periods as shall be appointed for that purpose by an order of a General Meeting and the meetings so appointed

First general meeting.

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Wahgunyah Murray Bridge Company's Act.—1861.

- 5 “ appointed to be held as aforesaid shall be called
 “ ‘ Ordinary Meetings’ and all meetings whether ordinary
 “ or extraordinary shall be held at the time and place
 “ prescribed at any previous ordinary meeting (if any)
 “ and if no time or place shall have been so prescribed
 “ then at some time and place to be appointed by the
 “ Directors.
- 10 “ (28.) No matters except such as are appointed by this Business at ordi-
 nary meetings.
 “ Act to be done at an ordinary meeting shall be
 “ transacted at any such meeting unless special notice of
 “ such matters have been given in the advertisement
 “ concerning such meeting.
- 15 “ (29.) Every general meeting of the shareholders other Extraordinary
 meetings.
 “ than an ordinary meeting shall be called an ‘ extra-
 “ ordinary meeting’ and such meetings may be convened
 “ by the Directors at such times as they shall think fit.
- 20 “ (30.) It shall be lawful for five or more shareholders Extraordinary
 meetings may be
 required by
 shareholders.
 “ holding in the aggregate not less than one-eighth
 “ of the capital of the Company in writing under their
 “ hands at any time to require the Directors to call an
 “ extraordinary meeting of the Company and such
 “ requisition shall fully express the object of the meeting
 “ required to be called and shall be left at the office of
 “ the Company or given to at least three Directors or
 “ left at their last or usual places of abode and forthwith
 “ upon the receipt of such requisition the Directors shall
 “ convene a meeting of the shareholders and if for
 “ twenty-one days after such notice the Directors fail to
 “ call such meeting the shareholders signing such requi-
 “ sition and qualified as aforesaid may call such meeting
 “ by giving fourteen days public notice thereof.
- 25 “ (31.) No extraordinary meeting shall enter upon any Business at
 extraordinary
 meetings.
 “ business not set forth in the notice upon which it
 “ shall have been convened.
- 30 “ (32.) Fourteen days public notice at the least of all Notice of
 meetings.
 “ meetings whether ordinary or extraordinary shall be
 “ given by advertisement which shall specify the place
 “ the day and the hour of meeting and every notice of
 “ an extraordinary meeting or of an ordinary meeting
 “ if any other business than the business hereby
 “ appointed for ordinary meetings is to be done thereat
 “ shall specify the purpose for which the meeting is
 “ called.
- 35 “ (33.) In order to constitute a meeting whether ordinary Quorum for a
 general meeting.
 “ or extraordinary there shall be present either per-
 “ sonally or by proxy a quorum of eight shareholders
 “ representing one hundred shares and if within one
 “ hour from the time appointed for such meeting the
 “ said quorum be not present no business shall be
 “ transacted at the meeting other than the declaring
 “ of a dividend in case that shall be one of the objects
 “ of the meeting but such meeting shall except in the
 “ case of a meeting for the election of Directors herein-
 “ after mentioned be held to be adjourned *sine die*.
- 40 “ (34.) At every meeting of the Company one or other of Chairman at
 general
 meetings.
 “ the following persons shall preside as Chairman that
 “ is to say the Chairman of the Directors or in his
 “ absence the Deputy Chairman (if any) or in the
 “ absence of the Chairman and Deputy Chairman some
 “ one of the Directors of the Company to be chosen for
 “ that purpose by the meeting or in the absence of the
 “ Chairman and Deputy Chairman and of all the Directors
 “ any shareholder to be chosen for that purpose by a
 “ majority of the shareholders present at such meeting.
- 45 “ (35.) The shareholders present at any such meeting shall Business at
 meetings and
 adjournments.
 “ proceed in the execution of the powers of the Company
 “ with respect to the matters for which such meeting
 “ shall have been convened and those only and every
 “ such meeting may be adjourned from time to time
 “ and from place to place and no business shall be
 “ transacted at any adjourned meeting other than the
 “ business left unfinished at the meeting from which
 “ such adjournment took place.

“ (36.)

Wahgunyah Murray Bridge Company's Act.—1861.

- 5 " (36.) If several persons be jointly entitled to a share the
 " person whose name stands first in the register of share- Votes of joint
 " holders as one of the holders of such share shall for the shareholders.
 " purpose of voting at any meeting be deemed the sole
 " proprietor thereof and on all occasions the vote of such
 " first named shareholder either in person or by proxy
 " shall be allowed as the vote in respect of such share
 " without proof of the concurrence of the other holders
 " thereof.
- 10 " (37.) If any shareholder be a lunatic or idiot such lunatic Vote of lunatics
 " or idiot may vote by his committee and if any share- and minors &c.
 " holder be a minor he may vote by his guardian or
 " any one of his guardians and every such vote may be
 " given either in person or by proxy.
- 15 " (38.) Whenever in this Act the consent of any parti- Proof of a partic-
 " cular majority of votes at any meeting of the Com- ular majority
 " pany is required in order to authorize any proceed- of votes only
 " ing of the Company such particular majority shall required in the
 " only be required to be proved in the event of a poll event of a poll
 " being demanded at such meeting and if such poll be being demanded.
 " not demanded then a declaration by the Chairman
 " that the resolution authorizing such proceeding has
 " been carried and an entry to that effect in the Book of
 " Proceedings of the Company shall be sufficient autho-
 " rity for such proceeding without proof of the number
 " or proportion of votes recorded in favour of or against
 " the same."
- 25 9. (39.) There shall be eight Directors of the said Company who shall Board of Directors.
 be proprietors of at least twenty shares each and who shall be elected by
 30 the Shareholders of the said Company by ballot and not less than three
 Directors shall constitute a Board for the transaction of business of which
 the Chairman of the Company Directors shall always be one except in case
 of sickness or necessary absence in which case the Directors present may
 choose one of their number as Chairman at that meeting in his stead and the
 35 Chairman at that meeting shall vote at the Board as a Director and in
 case of there being an equal number of votes for or against any question
 before them he shall have the casting vote.
10. (40.) The Directors shall have the management and superintendence Powers of Directors.
 of the affairs of the said Company and they may lawfully exercise all the
 40 powers of the Company except as to such matters as are directed by this
 Act to be transacted by a General Meeting of the Company but the
 exercise of all such powers shall be in accordance with and subject to the
 provisions of this Act and also to the control and regulation of any
 General Meeting of the said Company specially convened for the purpose
 45 but not so as to render invalid any act done by the Directors prior to any
 resolution passed by such General Meeting.
- 50 " (41.) At each general meeting which shall be held in the Retirement of
 " month of July in each year two Directors shall retire Directors.
 " from office such retirement to be decided by lot until
 " all the first set of Directors in office at the first general
 " meeting shall have so retired and then in each succeeding
 " year the Directors who shall have been longest in office
 " shall retire and so on from time to time during the
 " continuance of the said Company and at every such
 55 " general meeting in the month of July in each and
 " every year the shareholders then present by themselves
 " or their proxies shall elect two new Directors in the
 " place of the Directors who shall have so retired in
 " the manner hereinbefore provided for the election of
 " the first set of Directors Provided always that every Proviso.
 60 " Director who shall by rotation or otherwise go out of
 " office on any general day of election shall be eligible
 " to be immediately re-elected a Director of the said
 " Company and any Director who shall at any time be
 " re-elected shall be deemed to have been in office only
 65 " from the time of such re-election and that all the first
 " set of Directors shall have so retired before any new
 " or re-elected Director shall retire.
- " (42.)

Wahgunyah Murray Bridge Company's Act.—1861.

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- “(42.) If at any meeting at which an election of Directors
 “ought to take place the prescribed quorum shall not be
 “present within one hour from the time appointed for
 “the meeting no election of Directors shall be made
 “but such meeting shall stand adjourned to the following
 “day at the same time and place and if at the meeting
 “so adjourned the prescribed quorum be not present
 “within one hour from the time appointed for the
 “meeting the existing Directors shall continue to act
 “and retain their powers until new Directors be appointed
 “at the general meeting of the following year.
- “(43.) No Director by being party to or executing in his
 “capacity of Director any contract or other instrument
 “on behalf of the Company or otherwise lawfully execu-
 “ting any of the powers given to the Directors shall be
 “subject to be sued or prosecuted either individually or
 “collectively by any person whomsoever and the bodies
 “or goods or lands of the Directors shall not be liable
 “to execution of any legal process by reason of any
 “contract or other instrument so entered into signed or
 “executed by them or by reason of any other lawful act
 “done by them in the execution of any of their powers
 “as Directors and the Directors their heirs executors
 “and administrators shall be indemnified out of the
 “capital of the Company for all payments made or
 “liability incurred in respect of any acts done by them
 “and for all losses costs and damages which they may
 “incur in the execution of the powers granted to them
 “and the Directors for the time being of the Company
 “may apply the existing funds and capital of the Com-
 “pany for the purposes of such indemnity and may if
 “necessary for that purpose make calls of the capital
 “remaining unpaid if any.
- “(44.) The Directors shall hold meetings at such times as
 “they shall appoint for the purpose and they may meet
 “and adjourn as they think proper from time to time
 “and from place to place and at any time any two of the
 “Directors may require the Secretary to call a meeting
 “of the Directors and in order to constitute a meeting
 “of Directors there shall be present at the least the pre-
 “scribed quorum and when no quorum shall be prescribed
 “there shall be present at least one-third of the Directors
 “and all questions at any such meeting shall be deter-
 “mined by the majority of votes of the Directors present
 “and in case of an equal division of votes the Chairman
 “shall have a casting vote in addition to his vote as one
 “of the Directors.
- “(45.) It shall be lawful for the Directors to appoint one
 “or more Committees consisting of such number of
 “Directors as they think fit within the prescribed limits
 “if any and they may grant to such Committees res-
 “pectively power on behalf of the Company to do any
 “acts relating to the affairs of the Company which the
 “Directors could lawfully do and which they shall from
 “time to time think proper to intrust to them.
- “(46.) The said Committees may meet from time to time
 “and may adjourn from place to place as they think
 “proper for carrying into effect the purposes of their
 “appointment and no such Committee shall exercise the
 “powers intrusted to them except at a meeting at which
 “there shall be present the prescribed quorum or if no
 “quorum be prescribed then a quorum to be fixed for
 “that purpose by the general body of the Directors and
 “at all meetings of the Committees one of the members
 “present shall be appointed Chairman and all questions
 “at any meetings of the Committee shall be determined
 “by a majority of votes of the members present and in
 “case of an equal division of votes the Chairman shall
 “have a casting vote in addition to his vote as a member
 “of the Committee.
- “(47.) The Directors shall cause notes minutes or copies
 “as the case may require of all appointments made or
 “contracts entered into by the Directors and of the
 “orders

Existing Direc-
tors continued
on failure of
meeting for
election of Direc-
tors.

Directors not to
be personally
liable and in-
demnified.

Meetings of
Directors.

Committees of
Directors
powers of Com-
mittee.

Meetings of
Committees.

Proceedings to
be entered in a
Book and to be
evidence.

Wahgunyah Murray Bridge Company's Act.—1861.

5 “ orders and proceedings of all meetings of the Company
 “ and of the Directors and Committees of Directors to
 “ be duly entered in the books to be from time to time
 “ provided for the purpose which shall be kept under the
 “ superintendence of the Directors and every such entry
 “ shall be signed by the Chairman of such meeting and
 “ such entry so signed shall be received as evidence in
 “ all Courts and before all Judges Justices and others
 “ without proof of such respective meetings having been
 10 “ duly convened or held or of the persons making or
 “ entering such orders or proceedings being shareholders
 “ or Directors or members of Committee respectively
 “ or of the signature of the Chairman or of the fact of
 “ his having been Chairman all of which last-mentioned
 15 “ matters shall be presumed until the contrary be
 “ proved.

20 “ (48.) If any of the Directors at any time subsequently to
 “ his election accept or continue to hold any other office
 “ or place of trust or profit under the Company or be
 “ either directly or indirectly concerned in any contract
 “ with the Company or participate in any manner in the
 “ profits of any work to be done for the Company or if
 “ such Director at any time cease to be a holder of the
 “ prescribed number of shares in the Company then in
 “ any of the cases aforesaid the office of such Director
 “ shall become vacant and thenceforth he shall cease
 “ from voting or acting as a Director. Cases in which
office of Director
shall become
vacant.

25 “ (49.) If any Director die or resign or become disqualified
 “ or incompetent to act as a Director or cease to be
 “ a Director by any other cause than that of going out
 “ of office by rotation as aforesaid the remaining Direc-
 “ tors if they think proper so to do may elect in his
 “ place some other shareholder duly qualified to be a
 “ Director and the shareholder so elected to fill up any
 “ such vacancy shall continue in office as a Director so
 “ long only as the person in whose place he shall have
 “ been elected would have been entitled to continue if
 “ he had remained in office. Supply of occa-
sional vacancies
in office of
Directors.

30 “ (50.) All acts done by any meeting of the Directors or
 “ of a Committee of Directors or by any person acting
 “ as a Director shall notwithstanding it may be after-
 “ wards discovered that there was some defect in the
 “ appointment of any such Director or persons acting as
 “ aforesaid or that they or any of them were or was dis-
 “ qualified be as valid as if every such person had been
 “ duly appointed and was qualified to be a Director.” Informalities in
appointment of
Directors not to
invalidate pro-
ceedings.

35
 40
 45

11. (51.) Except as otherwise provided for by this Act the following
 powers of the Company that is to say the choice and removal of the
 Directors the determination as to the amount of money to be borrowed as
 50 to the augmentation of capital and the declaration of dividends shall be
 exercised only at a General Meeting of the Company. Powers of general
meeting.

12. (52.) Shareholders shall be entitled to vote either by themselves or
 by their agents holding their letter of authority under their signature to
 exercise their right to vote at General Meetings (the said letter of
 55 authority from Shareholder to his agent to be lodged prior to exercising
 the right to vote with the Secretary of the Company) according to the
 following scale for any number of shares up to and inclusive of five shares
 one vote for any number of shares up to and inclusive of ten shares two
 votes for any number above ten and not exceeding twenty three votes for
 60 any number above twenty and not exceeding fifty four votes and for any
 number above fifty and not exceeding one hundred five votes and for any
 number exceeding one hundred six votes Provided always that no Share-
 holder shall be entitled to vote at any meeting unless he shall have paid
 all the calls then due upon the shares held by him.

65 “ (53.) It shall be lawful for the Company from time to
 “ time to make such by-laws as they think fit for the
 “ purpose of regulating the conduct of the Officers and
 “ servants By-Laws.
Power to make
by-laws for the
Officers of the
Company.

Wahgunyah Murray Bridge Company's Act.—1861.

5 "servants of the Company and for providing for the due
 "management of the affairs of the Company in all respects
 "whatsoever and from time to time to alter or repeal
 "any such by-laws and make others provided such
 "by-laws be not repugnant to the laws of the Realm
 "or to the provisions of this Act and such by-laws
 "shall be reduced into writing and shall have affixed
 "thereto the Common Seal of the Company; and a copy
 "of such by-laws shall be given to every Officer and
 "servant of the Company affected thereby.

10
 15 "(54.) It shall be lawful for the Company by such by-
 "laws to impose such reasonable penalties upon all
 "persons being Officers or servants of the Company
 "offending against such by-laws as the Company think
 "fit not exceeding five pounds for any one offence.

Fines for breach of such by-laws.

20 "(55) All the by-laws to be made by the Company shall
 "be so framed as to allow the Justice before whom any
 "penalty imposed thereby may be sought to be recovered
 "to order a part only of such penalty to be paid if such
 "Justice shall think fit.

By-laws to be so framed as that penalties may be mitigated.

25 "(56.) The production of a written or printed copy of the
 "by-laws of the Company having the Common Seal of
 "the Company affixed thereto shall be sufficient evidence
 "of such by-laws in all cases of prosecution under the
 "same."

Evidence of by-laws.

13. Eight Shareholders representing one hundred shares shall
 constitute a quorum at any General Meeting of the said Company.

Quorum of general meetings.

14. (57.) As soon as one thousand shares of the Capital Stock of the
 said Company shall have been actually subscribed for and the sum of Five
 30 Hundred Pounds sterling paid up it shall be lawful for the said Company
 and they are hereby authorised and empowered to make and construct a
 Bridge over the River Murray at and from the northern end of Ford-street
 Wahgunyah aforesaid to and upon the land being Crown Land on the
 New South Wales side of the river at the spot named in the preamble to
 35 this Act being situate immediately above the present Punt Road and
 in the river frontage reserve in the parish of Corowa.

Commencement of Works.

15. (58.) For the purposes and subject to the provisions of this Act it
 shall be lawful for the said Company their successors agents and workmen
 and all other persons by them authorised and they are hereby empowered
 40 to make from and set out a proper commodious and convenient road and
 approach to the said Bridge the road to be three chains wide and the
 approach to be from the present terminus and meeting of the two lines of
 Government surveyed road each one and a half chains wide and also upon
 obtaining the necessary consent and authority in that behalf through and
 45 along the aforesaid line or direction to dig and make proper foundations
 in the said river or on the banks thereof and to cut remove and carry
 away and use any earth gravel stone timber or any other material or
 things which may be dug or obtained therein or otherwise in the execution
 of the powers of this Act and which may be proper and necessary for
 50 making maintaining altering repairing or using any such Bridge and the
 course or channel of the river and making such proper embankments ways
 and approaches thereto as may be required or which may obstruct the
 making maintaining altering repairing or using the same respectively
 according to the true intent and meaning of this Act Provided always
 55 that a due regard be paid by the Company to the interests of those engaged
 now or hereafter in the navigation of the River Murray that is to say that
 a specific height of not less than fifteen feet be preserved from the highest
 known flood water level to the crown of the centre of the Bridge and
 moreover that all impediments or obstructions to the navigation of the river
 60 at this spot be removed after completion of the Bridge.

Power to enter upon and take lands.

No obstruction to be offered to the Navigation of the River.

Wahgunyah Murray Bridge Company's Act.—1861.

16. (59.) In consideration of the great charges and expenses which the said Company must necessarily incur and sustain in making and maintaining the said Bridge and other the works hereby authorized to be made it shall be lawful for the said Company upon the completion thereof from
5 time to time and all times hereinafter to ask demand take recover and receive at a Toll Bar or Gate to be erected on or at the said Bridge the tolls to be hereafter determined by the Directors of the said Company Provided such tolls shall in no case exceed the tolls specified in the Schedule C annexed to this Act and no higher tolls shall be charged
10 demanded or received than such as are specified in the said Schedule for each and every person animal cart carriage dray waggon and other vehicle which shall pass over such Bridge.
17. (60.) It shall be lawful for the said Company to erect and make a Toll Bar or Gate at upon or near to such part of the said Bridge as to the
15 Company shall seem expedient and to collect and receive the tolls thereat and to nominate and appoint some fit and proper person to attend to the said Toll Bar or Gate to collect and receive the tolls thereat Provided that at the expiration of this Act the said Bridge Toll House land premises and appurtenances shall be and from henceforth deemed to be
20 public property and vested in the Crown accordingly.
18. (61.) Toll shall not be demandable or taken by virtue of this Act for any horses or carriages of or belonging to the Governor General of
25 New South Wales for the time being or to any person in actual attendance upon him or for or in respect of any horse beast carriage or other vehicle carrying the Post Office mails nor for any officers and soldiers of Her Majesty's forces or of any corps of Volunteers being in proper staff
30 regimental or military uniform dress or undress nor from any policeman or constable carrying his staff of office or in his proper dress in respect of themselves or their horses nor of any carriages or horses belonging to Her Majesty or employed in Her service when conveying persons baggage arms
or ammunition or returning therefrom nor from any person or persons horse beast carriage or other vehicle employed in the repairs of the public roads or bridges whilst engaged in carrying on such repairs or drawing materials for the same.
- 35 19. (62.) It shall be lawful for the said Company to demise and to farm let the tolls demandable under and by virtue of this Act at or upon the said Bridge and the lessee or lessees shall have the same powers of demanding collecting and taking the said tolls as are hereby given to the said Company.
- 40 20. (63.) The said lessee or lessees during such time as the said tolls shall be so leased to them as aforesaid shall and may nominate and appoint such other person or persons as he she or they may think necessary to collect demand and take the tolls so demised leased and farmed and such
45 person or persons so appointed as aforesaid shall and may use all means and methods for the recovery thereof in case of non-payment or evasion as the said Company and such lessee or lessees might or could do under and by virtue of this Act.
21. (64.) In case the toll demandable at or on the said Bridge shall be demised by the said Company to any person or persons and the lessee or
50 lessees shall neglect or refuse to perform the conditions on which the same shall be so let or in case the rent or rents agreed to be paid by such lessee or lessees or any part thereof shall be in arrear for the space of ten days next after the day on which the same ought to be paid or the term for which such lessee or lessees held the same shall in any manner become
55 void or have expired and the lessee or lessees neglect or refuse to deliver up possession to the said Company it shall and may be lawful for any Justice

Tolls allowed.

Toll Bar and House and Collectors.

Exemption from Tolls.

Tolls may be let.

Lessee may appoint Collector.

Remedy against Lessee.

Wahgunyah Murray Bridge Company's Act.—1861.

Justice of the Peace upon complaint made upon oath by or on behalf of the Directors of the said Company by warrant under his hand and seal to order a constable or other peace officer with such assistance as may be necessary to enter upon and take possession of the said Bridge and the toll house at or thereon and all appurtenances thereto belonging and to remove and put out such lessee or lessees and the collectors keepers servants or other person or persons who shall be found therein together with his or her or their goods from the possession thereof and from the collection of the tolls thereof and the lease contract or agreement for the same shall thenceforth cease and be utterly void to all intents and purposes except as to the conditions or agreements contained therein on the lessees part and behalf and which shall or may have been broken and the same tolls and toll house may be given let or demised to any other person or persons and may in the meantime be collected by the said Company their servants or agents in that behalf.

22. (65.) The said Company are hereby required and the lessee or lessees of the said tolls shall and are hereby required during the whole time that he or they shall take or continue to be the lessee or lessees of the said tolls to put up or cause to be put up and continued in some conspicuous place at or near the toll gate or at or upon the toll house at or on the said Bridge a table in distinct legible black letters on a board with a white ground containing at the top thereof the name of the Bridge and also a list of the tolls payable at the said Bridge distinguishing severally the amount of tolls and the different sorts of cattle beasts carriages or other vehicles for which they are severally to be paid when there shall be any variation therein and the said Company and the said lessee or lessees during the whole time that he or they shall continue to take or to be the lessee or lessees of the said tolls shall place in some conspicuous place near to such board the christian and surname of the collector or keeper of the said tolls who shall be on duty for the time being and shall continue the same during the whole time such collector or keeper of the said tolls shall be on duty and shall change the same in every change that may take place in such collector or keeper on duty to the names of the collector or keeper that may succeed as often as any such change may take place and if the said Company while they shall take the said tolls or their lessee or lessees shall refuse or neglect to put up such table of tolls as aforesaid or to cause the name or names of the said collector or keeper of such tolls for the time being to be put up as aforesaid or if the collector or keeper of such tolls be not in attendance at all times by day and by night at the place at which he is stationed or ought to be or shall demand or take a greater toll from any person than he is hereby authorized to do or shall refuse to permit and suffer any person or persons to read or shall in any manner hinder or prevent any person or persons from reading the inscription on the said boards or the name or names so fixed up as aforesaid or shall refuse to tell his christian or surname to any person or persons who on paying the said tolls shall demand to know the same or any of them or upon the legal toll being tendered or paid shall unnecessarily detain or wilfully obstruct hinder or delay any passenger or passengers from going through the toll gate at or upon the said Bridge then and in each and every such case the said collector or collectors of the said tolls shall forfeit and pay for every such offence any sum not exceeding Forty Shillings to be recovered and applied as hereinafter mentioned.

23. (66.) If any person liable to the payment of any of the said tolls under this Act shall after demand neglect or refuse to pay the same or any part thereof it shall be lawful for the person having right or authority at the time to collect the same to prevent such person or persons from passing

Table of Tolls with
name of Collector.

No passing without
payment of Toll.

Wahgunyah Murray Bridge Company's Act.—1861.

passing through the said toll gate and to shut close and fasten the same and to keep and continue the same closed and fastened until the said toll be paid.

24. (67.) All cattle horses sheep and other beasts for which toll is Cattle, &c., counted.
5 demandable and payable under this Act shall be counted by the lessee or collectors of tolls or keeper of the said gate under this Act before such cattle horses sheep or other beasts shall pass over the said Bridge.

25. (68.) If any person or persons shall resist or make forcible opposi- Penalty on passing without paying Toll.
10 tion against or shall assault any person or persons having right or authority to collect the said tolls in the execution of their duty or shall pass through the toll gate at or on the said Bridge or shall drive or cause to be driven any cattle horse sheep or other beast for which toll shall be payable through the said toll gate without paying on demand the legal toll to which he or they is or are liable every such person shall for every such
15 offence forfeit and pay a sum not exceeding Five pounds to be recovered and applied as hereinafter mentioned.

26. (69.) If any lessee or collector of tolls under this Act or any keeper Misconduct of Lessee or Collector.
of a gate on the said Bridge shall upon the legal toll being tendered or paid unnecessarily or for any unreasonable time detain or wilfully obstruct
20 hinder or delay any passenger or passengers or his or their horses beasts or carriages carts or other vehicles from passing over the said Bridge or if such lessee or collector of tolls or keeper of any gate on the said Bridge shall make use of any uncivil scurrilous threatening or abusive language or behaviour to any traveller or passenger travellers or passengers over the
25 said Bridge then and in each and every such case the said lessee or collector of tolls or keeper of a gate on the said Bridge shall forfeit and pay for every such offence any sum not exceeding Five pounds to be recovered and applied as hereinafter directed.

27. (70.) If any person or persons shall unlawfully and maliciously pull Destroying or injuring Bridge. Felony.
30 down or in any way destroy or do any injury to the said Bridge with intent and so as thereby to render such Bridge or any part thereof dangerous and impassable every such offender shall be deemed guilty of felony and being convicted thereof in any Court of competent jurisdiction shall be liable to be imprisoned or kept to hard labour on the roads or other
35 public works of the Colony for such term not exceeding three years as the said Court shall think fit.

28. (71.) If any person or persons whosoever shall wilfully or mali- Injuring Toll Gate or any part of Bridge.
ciously injure pull down or cut down pluck up throw down break level or otherwise damage demolish or destroy any toll gate chain post or rail bar
40 wall or other fence or fences lamp or lamps belonging to the toll gate at or upon the said Bridge or table of tolls put up thereat or any part of the said Bridge then and in each and every case the person so offending shall forfeit and pay for every such offence a sum not exceeding Ten pounds over and above the damage occasioned thereby to be recovered and applied
45 as hereinafter mentioned.

29. (72.) It shall be lawful for any one or more Justice or Justices of the Summary adjudication.
Peace to hear and determine in a summary way all offences committed against the true intent and meaning of this Act (except in cases of felony
50 hereinbefore mentioned) and for that purpose to summon before him or them any party or parties accused of being an offender or offenders against the same and in case the party accused shall not appear on such summons or offer reasonable excuse for his default then and in every such case any such Justice or Justices is or are hereby authorized and required to proceed to make inquiry touching the matters complained of and to examine
55 any witness or witnesses who shall be offered on either side on oath which oath every such Justice is hereby authorized to administer and after hearing the parties who shall appear and the witnesses offered on either side such Justice or Justices shall convict or acquit the party or parties accused and if the penalty or money forfeited or directed to be paid in any conviction

be

Wahgunyah Murray Bridge Company's Act.—1861.

be not duly paid forthwith then every such Justice or Justices shall on the non-payment of the penalty or sum of money directed to be paid and the charges thereon by warrant under his or their hand and seal or hands and seals commit every such offender or offenders to some one of the common
5 gaols of the said Colony for any period not exceeding three months Provided always that no person or persons shall be convicted of any offence or offences contrary to the provisions of this Act in a summary way as aforesaid after the expiration of three months from the time when any such offence or offences shall have been committed.

10 ~~30.~~ (73.) One moiety of all penalties or sums of money recovered under this Act shall be paid to the informer and the other moiety to Her Majesty Her Heirs and Successors for the public uses of the Colony and for the support of the Government thereof. Application of penalties.

15 ~~31.~~ (74.) No summary conviction under this Act shall be quashed for want of form or be removed or removable by writ of *certiorari* or otherwise into the Supreme Court and no warrant and commitment shall be held void by reason of any defect therein provided that it be therein alleged that the party has been convicted and that there be a good and valid conviction to sustain the same. Want of form cured.

20 “ (75.) The Directors of the said Company shall at each
“ of the half-yearly general meetings make dividends of
“ the surplus tolls and profits arising to the said Company Half-yearly dividends of profits.
“ after deducting therefrom the costs charges and expenses
25 “ of the said Company as well as of the repairs of the said
“ bridge toll-gate or toll-house belonging to them as for the
“ salaries and allowances of the several Officers and
“ agents and for such other purposes connected with the
“ said Company as may be deemed proper by the said
30 “ Directors consistent with the by-laws rules and regu-
“ lations of the said Company.

“ (76.) If any money be payable from the said Company
“ to any shareholder or other person being a minor idiot Receipts of guardians of minors, &c.
“ or lunatic the receipt of the guardian of such minor or
“ the receipt of the Committee of such idiot or lunatic
35 “ shall be a sufficient discharge to the said Company.

“ (77.) Before apportioning the profits to be divided among
“ the shareholders the said Directors may if they think Profits reserved.
“ fit set aside therefrom such sum as they may think
“ proper to meet contingencies or for improving or repair-
40 “ ing the said bridge toll-gate or anything connected
“ therewith and may divide the balance only among the
“ shareholders.

“ (78.) No dividend shall be paid in respect of any share
“ until all calls then due in respect of such and every Dividend on shares in arrear.
“ other share held by the person to whom such dividend
45 “ may be payable shall have been paid.”

~~32.~~ (79.) If any money be payable from the said Company to any Shareholder or other person being a minor idiot or lunatic the receipt of the guardian of such minor or the receipt of the Committee of such idiot
50 or lunatic shall be a sufficient discharge to the said Company for the same. Receipt of minors or lunatics.

~~33.~~ (80.) Before apportioning the profits to be divided among the Shareholders the said Directors may if they think fit set aside therefrom such sum as they may deem proper to meet contingencies or for enlarging repairing or improving the said Bridge Toll Gate or anything connected
55 therewith and may divide the balance only among the Shareholders. Profits reserved.

~~34.~~ (81.) No dividend shall be paid in respect of any share until all calls then due in respect of such and every other share held by the person to whom such dividend may be payable shall have been paid. Dividend on Shares in arrear.

~~35.~~ (82.) If any execution either at law or in equity shall have been issued against the property or effects of the said Company and if there cannot be found sufficient whereon to levy such execution then such execution may be issued against any of the Shareholders to the extent of the amount of their subscribed shares in the capital of the Company only
60 Provided Liability of Shareholders.

Wahgunyah Murray Bridge Company's Act.—1861.

Provided always that no such execution shall issue against any Shareholder except upon an order of the Court in which the action suit or other proceeding shall have been brought or instituted made upon motion in open Court after sufficient notice in writing to the persons sought to be charged
 5 and upon such motion such Court may order executions to issue accordingly and for the purpose of ascertaining the names of the Shareholders and the amount of their respective shares it shall be lawful for any person entitled to any such execution at all reasonable times to inspect without fee the register of Shareholders required to be kept by the Company in pursuance
 10 of one of the clauses of the Imperial Act herewith incorporated Provided further that nothing herein contained shall extend to charge or make liable any Shareholder of the said Company or his real or personal estate with or for any debt or demand whatever due or to become due from or by the said Company for any of the matters or things authorized
 15 by this Act to be made done or completed beyond the extent of double the amount of his shares in the capital of the said Company as aforesaid any law custom or usage to the contrary thereof in anywise notwithstanding.

36. (83.) If by means of any such execution any Shareholder shall have paid any sum of money beyond the amount then due from him in respect
 20 of calls he shall forthwith be reimbursed such additional sum by the Directors out of the funds of the Company. Reimbursement of such Shareholders.

37. (84.) It shall be lawful for the said Company to raise any further sum or sums of money not exceeding altogether Four Thousand Pounds
 25 in addition to the said capital of Eight Thousand Pounds for executing completing and maintaining the Bridge and other works hereby authorized and the said Company are hereby authorized and empowered to raise any such further sum or sums by contributing among themselves or by the admission of other persons as subscribers to the said Company and issuing new shares of Five Pounds each to such contributors or subscribers but so that each such
 30 subscriber or contributor shall not pay a less price than Five Pounds for each new share and that all such new shares shall be and be deemed personal estate and be dealt with and be transmissible accordingly and every Corporation and person who shall contribute and pay upon and in respect of such new shares or who may become entitled thereto and their several and
 35 respective successors executors administrators and assigns shall be and are hereby declared to be owners or proprietors of shares in the said Company and shall become entitled to be incorporated with the said Company. Increase of Capital.

38. (85.) In case it shall at any time be thought expedient by the said Company to raise any sum or sums of money by way of loan it shall be
 40 lawful for the said Company by any order of any general meeting of the said Company to borrow and take up at interest in addition to the money which the said Company are authorized by the fifth clause of this Act to receive in advance from the Shareholders any such sum as to them shall seem meet and convenient not exceeding at any time one half of the
 45 amount of the capital of the said Company then actually paid up and the said Company after an order shall have been made for that purpose by any general meeting are hereby authorized and empowered to assign the property of the said Company and the rates arising and to arise by virtue of this Act or any part thereof (the costs and charges of assigning the
 50 same to be paid out of the same rates) as a security for any such sum of money to be borrowed as aforesaid with interest to such person or his trustee as shall advance the same all which said mortgages or assignments shall be made under the common seal of the said Company and in the words or to the effect set forth in the Schedule D to this Act annexed
 55 And all and every the person or persons to whom such mortgage or assignment shall be made shall be equally entitled one with the other to his or her or their proportion or proportions of the said rates and premises according to the respective sums in such mortgages or assignments
Borrowing on Mortgage.
 mentioned

Wahgunyah Murray Bridge Company's Act.—1861.

mentioned to be advanced without any preference by reason of the priority of date of any such mortgage or assignment for any amount whatsoever and an entry or memorial of every such mortgage or assignment containing the number and date thereof and the name or names of the person
 5 or persons with the proper additions to whom the same shall have been made and of the sum borrowed together with the rate of interest to be paid thereon shall within seven days next after the date thereof be entered in a book or books to be kept by the Secretary or other proper Officer of the said Company which said book or books shall and may be
 10 perused at all reasonable times by any of the Proprietors Mortgagees or Creditors of the said Company or other person interested therein without fee or reward and every person to whom any such mortgage or assignment shall have been made as aforesaid or who shall be entitled to the money due thereon shall and may from time to time transfer his right and
 15 interest therein to any person whomsoever which transfer shall or may be endorsed in the words or to the effect set forth in the Schedule E to this Act annexed And every such transfer shall within fourteen days after the date thereof be produced to the Secretary of the said Company who shall cause an entry or memorial to be made thereof in the same manner
 20 as the original mortgages and assignments for which the said Secretary shall be paid such sum as the said Company shall appoint not exceeding five shillings and after such entry made every transfer shall entitle such Assignee his executors administrators and assignees to the full benefit thereof and payment thereon and it shall not be in the power of any
 25 person who shall have made such transfer to make void release or discharge the same or any sum of money therein due or thereby secured or any part thereof.

39. (86.) The interest of the money which shall be raised by mortgage
 as aforesaid shall be paid half-yearly to the several persons entitled thereto
 30 in preference to any interest or dividends due or payable by virtue of this Act to the said Shareholders or any of them. Interest on Mortgage.

40. (87.) No person to whom any such mortgage or assignment shall be
 made or transferred as aforesaid shall be deemed a proprietor of any share
 or shall be capable of acting or voting by virtue of such assignment either
 35 as principal or by letter of authority to an Agent at any meeting of the said Company for or on account of his having lent or advanced any sum of money on the credit of any mortgage or assignment. Mortgagee not to vote.

41. (88.) In case the said Company shall raise any sum or sums of money
 by mortgage and shall afterwards be required or be desirous to pay off and
 40 shall pay off all or any part of the principal sum secured by such mortgages or any of them then and in every such case it shall be lawful for the said Company and they are hereby authorized and empowered immediately or at any time or times thereafter again to raise in lieu of the principal money so paid off or to be paid off by them so much and such sums of money as
 45 they shall from time time have paid off or be required and be desirous to pay off to the holder of such mortgages or any of them or any part thereof and so from time to time as often as the same shall happen but so nevertheless that the mortgage debts of the said Company shall not in any event exceed one-half of the amount of the capital of the said Company actually
 50 paid up. New Mortgage.

42. (89.) It shall be lawful for the Governor of the said Colony for the
 time being with the advice of the Executive Council thereof at any time
 after the expiration of twenty-one years from the completion of the said
 Bridge to purchase the same with all its appurtenances in the name and on
 55 behalf of Her Majesty or Her Successors upon giving to the said Company six calendar months notice in writing of the intention so to do and upon payment to the said Company of a sum equal to the whole sum expended in erecting and completing the said Bridge and its appurtenances together with a premium thereon of ten per cent. Provided always that
 the

Wahgunyah Murray Bridge Company's Act.—1861.

the said Company shall within one calendar month after the completion of the said Bridge file in the office of the Chief Secretary of the said Colony a true and faithful account in detail of all costs and expenses occasioned by and incident to the erection of the said Bridge and verified by the
5 declaration of the Chairman of the said Company and that the amount of such costs and expenses shall be the sum upon which the said premium shall be estimated. Provided also that at any time during the continuance of the said term of twenty-one years if it be considered expedient and a general meeting of the said Company shall have authorized the same it
10 shall be lawful for the said Company to sell and dispose of the said Bridge and its appurtenances and to assign the interest of the said Company in the same to Her Majesty and Her Successors upon such other terms as may in such case be agreed upon between the said Company and the Governor of the said Colony for the time being and that upon completion
15 of such sale the right of the said Company to demand and take tolls and their liability to keep and maintain the said Bridge in repair under this Act shall cease and determine.

43. (90.) If any person shall wilfully make any false statement as to
any material particular in any declaration made and subscribed by him
20 under the provisions of this Act he shall be deemed guilty of a misdemeanour and punished accordingly. False Declaration.

44. (91.) When in this Act any word is used importing the singular
number or masculine gender only the same shall be understood also to
include several matters several persons and females as well as males and
25 when the word "lands" is used the same shall be understood to include tenements and hereditaments and when the word "corporation" is used the same shall be understood to mean any body politic corporate or collegiate civil or ecclesiastical aggregate or sole and when the word Bridge is used the same shall be understood to mean and comprehend every road constructed
30 by the Company unless in any of the cases aforesaid it be otherwise specially provided or there be something in the subject or context repugnant to such construction and in the clauses and sections herewith incorporated the expression "United Kingdom" shall apply to and be read as the Colony of "New South Wales" the expression "Special Act" shall
35 mean this Act and the word "prescribed" shall be construed to refer to any matter prescribed or provided for by this Act and the expression "the undertaking" shall mean the construction of a bridge over the River Murray from the end of Ford-street Wahgunyah Victoria to the Corowa Reserve aforesaid and any other works or undertakings by this Act
40 authorized to be constructed or executed and the expression "Director" and the expression "Shareholder" shall mean Director and Shareholder respectively of the aforesaid Company and the expression "Company" shall mean the aforesaid "Wahgunyah Murray Bridge Company."

45. (92.) At any time of the expiration of ninety-nine years from the
45 passing of this Act it shall be lawful for the Governor for the time being of the said Colony with the advice of the Executive Council thereof by advertisement in the *Gazette* of the said Colony to dissolve and determine the said corporation and thereupon the said corporation of the "Wahgunyah Murray Bridge Company" shall *ipso facto* be dissolved
50 and cease. Dissolution of Corporation after ninety-nine years.

46. (93.) Unless the said Bridge shall be properly built and perfected
within three years after the passing of this Act this Act shall thereupon
cease to be in force and the said Company be *ipso facto* dissolved. Duration of Act.

47. (94.) Nothing in this Act contained shall be deemed to affect or
55 apply to any right title or interest of Her Majesty Her Heirs and Successors or of any body or bodies politic or corporate or of any other person or persons excepting such as are mentioned herein or of those claiming by or under him or them. Rights of the Crown.

Wahgunyah Murray Bridge Company's Act.—1861.

SCHEDULES REFERRED TO.

SCHEDULE A.

The Wahgunyah Murray Bridge Company number
 that A B of is the proprietor of the Share number
 5 Wahgunyah Murray Bridge Company subject to the regulations of the said Company
 Given under the common seal of the said Company the day of in the year of
 our Lord.

This is to certify Form of Certificate
 of the of Shares.

SCHEDULE B.

I of in consideration of paid to me by Form of Assessment
 10 of do hereby assign and transfer to the said of Shares.
 Share (*or Shares as the case may be*) numbered of and in the Wahgunyah Murray
 Bridge Company To hold unto the said his Executors and Administrators and
 Assigns subject to the several conditions on which I held the same immediately before the
 execution hereof and I the said do hereby agree to purchase and hold the said
 15 Share (*or Shares*) subject to the same rules orders restrictions and conditions As witness
 our hands the day of A.D. 18

SCHEDULE C.

TABLE OF TOLLS.

		s.	d.
20	For every Foot Passenger.....	0	3
	For every Pig or Goat	0	2
	For every Sheep or Lamb.....	0	0½
	For every Horse Mare Ass or Mule.....	1	0
	For every Head of Neat Cattle	0	4
25	For every Cart Dray or other Vehicle drawn by one or more Beast	1	0 per wheel
	For every such Beast	0	6

N.B.—No second tolls payable upon returning the same day nor double tolls on Sunday.

SCHEDULE D.

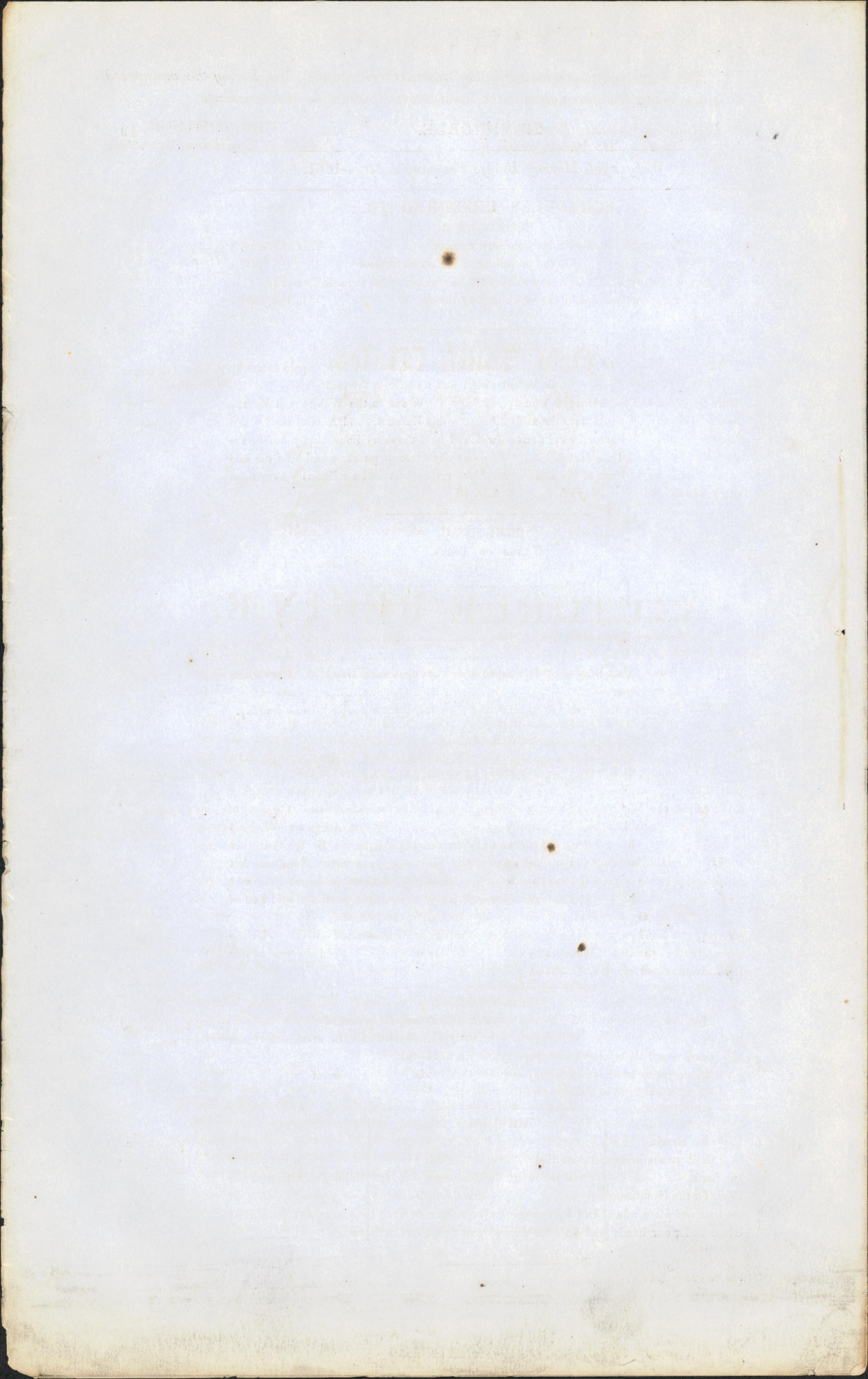
No.
 30 The Wahgunyah Murray Bridge Company by virtue of an Act passed in the Form of Mortgage.
 year of Her present Majesty Queen Victoria intituled "An Act to incorporate a Company
 to be called the Wahgunyah Murray Bridge Company" in consideration of the sum of
 paid to the said Company by doth assign unto the said
 his (*or her*) executors administrators and assigns the Bridge and other
 35 works of the said Company and all and singular the rates arising by virtue of the said Act
 and all the estate right title and interest of in and to the same to hold unto the said
 his (*or her*) executors administrators and assigns until the said sum of
 together with interest for the same after the rate of
 for every one hundred pounds for a year shall be fully paid and satisfied Given under the
 40 common seal of the said Company this day of in the year of our
 Lord one thousand eight hundred and

SCHEDULE E.

I (*or we*) of in consideration of the sum of Form of Transfer of
 paid by of do hereby transfer the written mortgage Mortgage.
 45 and premises and all my right and property therein to the said
 his heirs executors administrators and assigns Dated this day of
 in the year of our Lord one thousand eight hundred and

SCHEDULE G.

50 To wit Form of Conviction.
 Be it remembered that on the day in the year of
 our Lord A B is convicted before us two of Her Majesty's Justices of the
 Peace for the Counties of (*here describe the offence generally, and at*
the time and place where and when committed) contrary to the (*here name the Special Act*)
 55 Given under our hands and seals the day and year first above written.



WAHGUNYAH MURRAY RIVER BRIDGE COMPANY'S BILL.

SCHEDULE of the Amendments made by the Legislative Council, in the Bill, intituled, "An Act to Incorporate a Company to be called the 'Wahgunyah Murray Bridge Company' and to enable the said Company to erect and maintain a Bridge over the Murray River at the end of Ford-street in the Township of Wahgunyah and to take Toll thereat and for other purposes," returned to the Legislative Assembly with Message of 8 May, 1861.

R. O'CONNOR,
Clerk of Legislative Council.

- Pages 2 and 3, Clause 3. *Omit Clause 3.*
Pages 3 and 4. *After Clause 6. (5.) insert new Clauses (6.) to (11.) inclusively.*
Page 4. *Transpose Clause 7. to follow next after new Clause (22.)*
Pages 4 and 5. *After Clause 8. (12.) insert new Clauses (13.) to (22.) inclusively.*
Pages 6, 7, and 8. *After Clause 7. (23.) insert new Clauses (24.) to (38.) inclusively.*
Page 8, Clause 9. (39.), line 32. *Omit "Company," insert "Directors."*
Pages 8, 9, and 10. *After Clause 10. (40.) insert new Clauses (41.) to (50.) inclusively.*
Pages 10 and 11. *After Clause 12. (52.) insert new Clauses (53.) to (56.) inclusively.*
Page 11, Clause 13. *Omit Clause 13.*
" Clause 14. (57.), line 33. *After "land" insert "being Crown Land."*
Page 12, Clause 20. (63.), " *Omit "or evasion."*
Page 14, Clause 27. (70.), " 34. *Before "kept" insert "imprisoned or."*
" " " 35. *After "term" insert "not exceeding three years."*
Page 15. " *After Clause 34. (74.) insert new Clauses (75.) to (78.) inclusively.*
Page 16, Clause 35. (82.), lines 15 and 16. *After "extent of " insert "double the " amount of."*
Page 18, Clause 44. (91.), lines 32 to 35. *After "Construction" omit "and in the " clauses and sections herewith incorporated the expression 'United Kingdom' shall apply to and be read " as the 'Colony of New South Wales' the expression " 'special Act' shall mean 'this Act.'"*
Page 19, Schedule G. *Omit Schedule G.*
-

This PRIVATE BILL originated in the LEGISLATIVE ASSEMBLY, and, having this day passed, is now ready for presentation to the LEGISLATIVE COUNCIL for its concurrence.

Legislative Assembly Chamber, }
Sydney, 27 March, 1861. }

CHA. TOMPSON,
Clerk of Legislative Assembly.

The LEGISLATIVE COUNCIL has this day agreed to this Bill, with Amendments.

Legislative Council Chamber, }
Sydney, 8 May, 1861. }

R. O'CONNOR,
Clerk of the Legislative Council.

New South Wales.



ANNO VICESIMO QUARTO

VICTORIÆ REGINÆ.

An Act to Incorporate a Company to be called the "Wahgunyah Murray Bridge Company" and to enable the said Company to erect and maintain a Bridge over the Murray River at the end of Ford-street in the Township of Wahgunyah and to take Toll thereat and for other purposes.

WHEREAS the construction of a Bridge over the River Murray Preamble.
at the northern end or termination of Ford-street Wahgunyah in the Colony of Victoria to connect said township with Corowa on the New South Wales side of the river and the overland road to Sydney
5 will be of great advantage to the public generally and it is therefore advisable to grant encouragement to such persons as may be willing to make and maintain such Bridge by granting to them an Act of Incorporation Be it therefore enacted by the Queen's Most Excellent Majesty by and with the advice and consent of the Legislative Council and Legislative
10 Assembly of New South Wales in Parliament assembled and by the authority of the same as follows:—

1. That John Foord Christopher Godfrey Baldock and Henry Proprietors incorporated by the name of "The Wahgunyah Murray Bridge Company."
Baylis Esquires and all and every other person and corporation who shall hereafter become subscribers to the said undertaking and their several
15 and respective successors executors administrators and assigns shall be and are united into a Company for making constructing completing and maintaining the Bridge and other works by this Act authorized to be made and executed and for that purpose shall be one body corporate by the name and style of "The Wahgunyah Murray Bridge Company" and by
20 that name shall have perpetual succession and shall have a common seal Seal.
and by that name shall and may sue and be sued plead and be impleaded Power to sue and be sued.
answer and be answered unto defend and be defended in all Courts and places whatsoever. 2.

NOTE :—The words to be omitted are ruled through; the words to be inserted are printed in small type.

Wahgunyah Murray Bridge Company's Act.—1861.

2. The capital stock of the Company hereby established shall be Eight Thousand Pounds sterling and shall be divided into One Thousand Six hundred shares of Five Pounds each and upon taking any share any subscriber shall pay to the Secretary or other proper Officer of the said Company the sum of Ten Shillings sterling for every share which shall be so taken and shall pay the remaining amount of every such share to such person or persons and in such parts or proportions as the Directors of the said Company shall deem necessary and from time to time call for and require and notice of such call or calls shall be given in the New South Wales and Victoria *Government Gazette* and in one or more of the newspapers published in the Colonies of New South Wales and Victoria and likewise by letter under seal of the Company to every Shareholder fifteen days at least before the day appointed for the payment of the same.

Capital to be £8,000
Divided into shares
of £5 each.

Periods and amounts
of call.

3. The following clauses of the statute of the Imperial Parliament being "The Company's Clauses Consolidation Act 1845" shall be incorporated in this Act that is to say:—

Certain clauses in
"The Company's
Consolidation Act"
incorporated.

20 With respect to the distribution of the capital of the Company into shares Clauses numbered respectively from six to eleven both inclusive and Schedule A to the said Act and to this Act annexed referred to in clause eleven and clauses twelve and thirteen.

With respect to the transfer or transmission of shares Clauses numbered respectively from fifteen to twenty both inclusive.

25 With respect to the payment of subscriptions and the means of enforcing payment of calls Clauses numbered respectively twenty-one and twenty-two and from twenty-five to twenty-eight both inclusive.

30 With respect to the forfeiture of shares for non-payment of calls Clauses numbered respectively twenty-nine thirty-one thirty-four and thirty-five.

35 With respect to the general meetings of the Company and the exercise of the right of voting by the Shareholders Clauses numbered respectively from sixty-six to seventy-five both inclusive and from seventy-seven to eighty both inclusive.

With respect to the appointment of and rotation of Directors Clauses numbered respectively from eighty-two to eighty-nine both inclusive.

40 With respect to the proceedings and liabilities of the Directors Clauses numbered respectively from ninety-two to one hundred both inclusive.

With respect to the appointment and duties of Auditors Clauses numbered respectively from one hundred and one to one hundred and eight both inclusive.

45 With respect to the accountability of the Officers of the Company Clauses numbered respectively from one hundred and nine to one hundred and fourteen both inclusive.

50 With respect to the keeping of accounts and the right of inspection thereof by the Shareholders Clauses numbered respectively from one hundred and fifteen to one hundred and nineteen both inclusive.

With respect to the making of Dividends Clauses numbered respectively from one hundred and twenty to one hundred and twenty-three both inclusive.

55 With respect to the making of By-laws Clauses numbered respectively from one hundred and twenty-four to one hundred and twenty-seven both inclusive.

60 With respect to the giving of Notices Clauses numbered respectively from one hundred and thirty-five to one hundred and forty-one both inclusive.

With

Wahgunyah Murray Bridge Company's Act.—1861.

- With respect to the recovery of damages not specially provided for and Penalties Clauses numbered respectively from one hundred and forty-two to one hundred and fifty-one both inclusive and Schedule G to the said Act and to this Act annexed and from one hundred and fifty-three to one hundred and sixty both inclusive.
- 5 4. (3.) If before or on the day appointed for the payment of any call any Shareholder shall not pay the amount of such call he shall be liable to pay interest for the same at the rate of ten per centum per annum from 10 the day appointed for the payment of such call to the time of the actual payment thereof. Interest on overdue calls.
- 15 5. (4.) It shall be lawful for the said Company if they think fit to receive from any of the Shareholders who shall be willing to advance the same all or any part of the moneys due upon their respective shares 15 beyond the sums actually called for and to pay interest at a rate not exceeding eight pounds per centum per annum upon the principal moneys so paid in advance or so much thereof as shall from time to time exceed the amount of the calls then made upon the shares in respect of which such advances shall be made. Advances from shareholders on interest.
- 20 6. (5.) The money to be raised or received by the said Company by virtue of this Act shall be laid out and applied in the first place in paying and discharging all costs and expenses incurred in applying for obtaining and passing this Act and all other expenses preparatory or relating thereto and the remainder of such money shall be applied in and towards the 25 making and maintaining the said Bridge and other works and in otherwise carrying this Act into execution. Application of money to be raised on deposits and calls.
- 30 " (6.) All shares in the undertaking shall be personal estate and transmissible as such and shall not be of the nature of real estate. Shares to be Personal Estate.
- 35 " (7.) Every person who shall have subscribed the prescribed sum or upwards to the capital of the Company or shall otherwise have become entitled to a share in the Company and whose name shall have been entered on the Register of Shareholders hereinafter mentioned shall be deemed a shareholder of the Company. Shareholders.
- 40 " (8.) The Company shall keep a book to be called the Register of Shareholders and in such book shall be fairly and distinctly entered from time to time the names and addresses of the several shareholders of the Company together with the number of shares to which such shareholders shall be respectively entitled distinguishing each share by its number and the amount of the subscriptions paid on such shares and the surnames or (in the case of Corporations) the corporate names of the said shareholders shall be placed in alphabetical order and such book shall be authenticated by the common seal of the Company being affixed thereto and such authentication shall take place at the first ordinary meeting or at the next subsequent meeting of the Company and so from time to time at each ordinary meeting of the Company and such book may at all convenient times be perused by the shareholders respectively. Registry of Shareholders.
- 45 " (9.) On demand of the holder of any share the Company shall cause a certificate of the proprietorship of such share to be delivered to such shareholder and such certificate shall have the common seal of the Company affixed thereto and such certificate shall specify the share in the undertaking to which such shareholder is entitled and the same may be according to the form in the Schedule (A) to this Act annexed or to the like effect and for such certificate the Company may demand any sum not exceeding two shillings and sixpence. Certificates of Shares to be issued to the Shareholders.
- 50 " (10.) The said certificate shall be admitted in all Courts as *prima facie* evidence of the title of such shareholder and his executors administrators successors or assigns to 65 " the Certificates to be evidence.

Wahgunyah Murray Bridge Company's Act.—1861.

“ the share therein specified nevertheless the want of
 “ such certificate shall not prevent the holder of any
 “ share from disposing thereof.

5

“(11.) If any such certificate be worn out or damaged then
 “ upon the same being produced at some meeting of the
 “ Directors such Directors may order the same to be
 “ cancelled and thereupon another similar certificate shall
 “ be given to the party in whom the property of such
 “ certificate and of the share therein mentioned shall
 “ be at the time vested or if such certificate be lost or
 “ destroyed then upon proof thereof to the satisfaction of
 “ the Directors a similar certificate shall be given to the
 “ party entitled to the certificate so lost or destroyed and
 “ in either case a due entry of the substituted certificate
 “ shall be made by the Secretary in the Register of
 “ Shareholders and for every such certificate so given or
 “ exchanged the Company may demand a sum not
 “ exceeding two shillings and sixpence.”

Certificate to be renewed when destroyed.

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§. (12.) It shall be lawful for any Shareholder and his executors or
 20 administrators to sell and dispose of any share to which he shall be
 entitled subject to the provisions herein contained and the assignment of
 shares may be according to the form in the Schedule B to this Act
 annexed.

Shares may be sold.

25

“(13.) The said assignment or transfer (when duly executed)
 “ shall be delivered to the Secretary and be kept by him
 “ and the Secretary shall enter a memorial thereof in a
 “ book to be called the ‘Register of Transfers’ and shall
 “ endorse such entry on the Deed of Transfer and shall
 “ on demand deliver a new certificate to the purchaser
 “ and for every such entry together with such endorse-
 “ ment and certificate the Company may demand any
 “ sum not exceeding two shillings and sixpence and on
 “ the request of the purchaser of any share an endorse-
 “ ment of such Transfer shall be made on the certificate
 “ of such share instead of a new certificate being granted
 “ and such endorsement being signed by the Secretary
 “ shall be considered in every respect the same as a new
 “ certificate and until such transfer has been so delivered
 “ to the Secretary as aforesaid the vendor of the share
 “ shall continue liable to the Company for any calls that
 “ may be made upon such share and the purchaser of the
 “ share shall not be entitled to receive any share of the
 “ profits of the undertaking or to vote in respect of such
 “ share.

Transfer of shares to be registered &c.

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“(14.) No shareholder shall be entitled to transfer any
 “ share after any call shall have been made in respect
 “ thereof until he shall have paid all calls for the time
 “ being due on every share held by him.

Transfer not to be made until calls paid.

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“(15.) If the interest in any share have become transmitted
 “ in consequence of the death or bankruptcy or insol-
 “ vency of any shareholder or in consequence of the
 “ marriage of a female shareholder or by any other
 “ lawful means than by a transfer according to the
 “ provisions of this Act such transmission shall be
 “ authenticated by a declaration in writing as herein-
 “ after mentioned or in such other manner as the
 “ Directors shall require and every such declaration
 “ shall state the manner in which and the party to
 “ whom such share shall have been so transmitted and
 “ shall be made and signed by some credible person
 “ before a Justice or a Master or Master Extraordinary
 “ of the High Court of Chancery or a Notary Public or
 “ a Commissioner of the Supreme Court of any of the
 “ Australian Colonies for taking affidavits and such
 “ declaration shall be left with the Secretary and there-
 “ upon he shall enter the name of the person entitled
 “ under such transmission in the register of shareholders
 “ and for every such entry the Company may demand
 “ any sum not exceeding five shillings and until such
 “ transmission has been so authenticated no persons
 “ claiming by virtue of any such transmission shall be
 “ entitled

Transmission of shares by other means than transfer to be authenticated by a declaration.

Wahgunyah Murray Bridge Company's Act.—1861.

“ entitled to receive any share of the profits of the
 “ undertaking nor to vote in respect of any such share
 “ as the holder thereof.

5.

“ (16.) If such transmission be by virtue of the marriage Proof of trans-
mission by
marriage will &c.
 “ of a female shareholder the said declaration shall
 “ contain a copy of the register of such marriage or
 “ other particulars of the celebration thereof and shall
 “ declare the identity of the wife with the holder of
 “ such share and if such transmission have taken place
 “ by virtue of any testamentary instrument or by intes-
 “ tacy the probate of the will or the letters of adminis-
 “ tration or an official extract therefrom shall together
 “ with such declaration be produced to the Secretary
 “ and upon such production in either of the cases afore-
 “ said the Secretary shall make an entry of the declara-
 “ tion in the said register of transfers.

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“ (17.) The Company shall not be bound to see the execu- Company not
bound to regard
Trusts.
 “ tive to which any of the said shares may be subject
 “ and the receipt of the party in whose name any such
 “ share shall stand in the books of the Company or if it
 “ stands in the names of more parties than one the receipt
 “ of one of the parties named first in the Register of
 “ Shareholders shall from time to time be a sufficient
 “ discharge to the Company for any dividend or other
 “ sum of money payable in respect of such share not-
 “ withstanding any trusts to which such share may then
 “ be subject and whether or not the Company have had
 “ notice of such Trusts and the Company shall not be
 “ bound to see to the application of the money paid upon
 “ such receipt.

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“ (18.) If at the time appointed by the Directors for the Enforcement of
calls by action.
 “ payment of any call any Shareholder fail to pay the
 “ amount of such call it shall be lawful for the Company
 “ to sue such Shareholder for the amount thereof in any
 “ Court of Law or Equity having competent jurisdiction
 “ and to recover the same with interest at eight per cent.
 “ from the day on which such call was payable.

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“ (19.) In any action or suit to be brought by the Company Declaration in
action for calls.
 “ against any Shareholder to recover any money due for
 “ any call it shall not be necessary to set forth the
 “ special matter but it shall be sufficient for the Company
 “ to declare that the defendant is the holder of one share
 “ or more in the Company (stating the number of shares)
 “ and is indebted to the Company in the sum of money
 “ to which the calls in arrear shall amount in respect of
 “ one call or more upon one share or more (stating the
 “ number and amount of each of such calls) whereby an
 “ action hath accrued to the Company by virtue of this Act.

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“ (20.) On the trial or hearing of such action or suit it Matter to be
proved in action
for calls.
 “ shall be sufficient to prove that the defendant at the
 “ time of making such call was the holder of one share
 “ or more in the undertaking and that such call was in
 “ fact made and that such notice thereof given as is
 “ directed by this Act and it shall not be necessary to
 “ prove the appointment of the Directors who made such
 “ call nor any other matter whatsoever and thereupon
 “ the Company shall be entitled to recover what shall be
 “ due upon such call with interest thereon unless it shall
 “ appear that due notice of such call was not given or
 “ that the amount of such call was not in fact due by the
 “ defendant to the Company in respect of the shares held
 “ by him.

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“ (21.) The production of the register of shareholders shall Proof of pro-
prietorship.
 “ be *prima facie* evidence of such defendant being a
 “ shareholder and of the number and amount of his shares.

70

“ (22.) If any shareholder fail to pay any call payable by Forfeiture of
share.
 “ him together with the interest (if any) that shall have
 “ accrued thereon the Directors at any time after the
 “ expiration of two months from the day appointed for
 “ payment of such call may declare the share in respect
 “ of which such call was payable forfeited and that
 “ whether the Company have sued for the amount of
 “ such call or not.”

Wahgunyah Murray Bridge Company's Act.—1861.

7. (23.) Before declaring any share forfeited the Directors shall cause Notice of forfeiture.
 notice in writing of their intention to declare such share to be forfeited to
 be left at or transmitted by post to the usual or last known place of abode
 of the person appearing by the register of Shareholders to be the proprietor
 5 of such share and if the holder of any such share shall be beyond the
 limits of the Colonies of New South Wales and Victoria or if his or their
 last place of abode be not known to the said Directors or if the interest in
 any share shall be known by the said Directors to have become trans-
 mitted otherwise than by transfer and so the address of the party to whom
 10 the said share may for the time being belong shall not be known to the
 said Directors the said Directors shall give public notice of such intention
 in the *Government Gazettes* of New South Wales and Victoria and also in
 one or more of the newspapers published in the Colonies of New South
 Wales and Victoria and the several notices aforesaid shall be given twenty-
 15 eight days at least before the said Directors shall make such declaration
 of forfeiture.

20 “ (24.) The said declaration of forfeiture shall not take Forfeiture to be
 “ effect so as to authorize the sale or other disposition of confirmed by a
 “ any share until such declaration has been confirmed General Meetin
 “ at some general meeting of the Company to be held
 “ after the expiration of two months at the least from
 “ the day on which such notice of intention to make
 “ such declaration of forfeiture shall have been given
 25 “ And it shall be lawful for the Company to confirm
 “ such forfeiture at any such meeting and by an order
 “ at such meeting or at any subsequent general meeting
 “ to direct the share so forfeited to be sold or otherwise
 “ disposed of.

30 “ (25.) The Company shall not sell or transfer more of the No more shares
 “ shares of any such defaulter than will be sufficient as to be sold than
 “ nearly as can be ascertained at the time of such sale sufficient for
 “ to pay the arrears then due from such defaulter on payment of calls.
 “ account of any calls together with interest and the
 “ expenses attending such sale and the declaration of
 35 “ forfeiture and if the money produced by the sale of
 “ any such forfeited shares be more than sufficient to
 “ pay all arrears of calls and interest thereon due at the
 “ time of such sale and the expenses attending the
 “ declaration of forfeiture and the sale thereof the
 “ surplus shall on demand be paid to the defaulter.

40 “ (26.) If payment of such arrears of calls and interest Reversion of
 “ and expenses be made before any share so forfeited and shares to party
 “ vested by the Company shall have been sold such share on payment of
 “ shall revert to the party to whom the same belonged arrears.
 “ before such forfeiture in such manner as if such calls
 “ had been duly paid.

50 “ (27.) As soon as one thousand shares of the said Company First general
 “ shall have been subscribed for and the deposits paid as meeting.
 “ aforesaid the first General Meeting of the Shareholders
 “ for putting this Act into execution shall be held at
 “ some convenient place in the township of Wahgunyah
 “ between the hours of ten and four in the day time of
 55 “ which meeting not less than fourteen days notice shall
 “ be given by advertisement in the New South Wales
 “ and Victoria *Gazettes* and in two of the newspapers
 “ published in each of the said Colonies one of which
 “ said newspapers shall be that which is published nearest
 60 “ to the township of Wahgunyah and such meeting may
 “ be convened by any three Shareholders of the said
 “ Company and at such first General Meeting the Share-
 “ holders then present shall by themselves or their proxies
 “ proceed to elect by the majority of votes eight Share-
 “ holders qualified as hereinafter provided to be Directors
 65 “ of the Company And the future General Meetings
 “ of the said Company shall be held in the months of
 “ January and July in each year or at such other stated
 “ periods as shall be appointed for that purpose by an
 “ order of a General Meeting and the meetings so
 70 “ appointed

Wahgunyah Murray Bridge Company's Act.—1861.

- 5 “ appointed to be held as aforesaid shall be called
 “ ‘ Ordinary Meetings ’ and all meetings whether ordinary
 “ or extraordinary shall be held at the time and place
 “ prescribed at any previous ordinary meeting (if any)
 “ and if no time or place shall have been so prescribed
 “ then at some time and place to be appointed by the
 “ Directors.
- 10 “ (28.) No matters except such as are appointed by this Business at ordinary meetings.
 “ Act to be done at an ordinary meeting shall be
 “ transacted at any such meeting unless special notice of
 “ such matters have been given in the advertisement
 “ concerning such meeting.
- 15 “ (29.) Every general meeting of the shareholders other Extraordinary meetings.
 “ than an ordinary meeting shall be called an ‘ extra-
 “ ordinary meeting ’ and such meetings may be convened
 “ by the Directors at such times as they shall think fit.
- 20 “ (30.) It shall be lawful for five or more shareholders Extraordinary meetings may be required by shareholders.
 “ holding in the aggregate not less than one-eighth
 “ of the capital of the Company in writing under their
 “ hands at any time to require the Directors to call an
 “ extraordinary meeting of the Company and such
 “ requisition shall fully express the object of the meeting
 “ required to be called and shall be left at the office of
 “ the Company or given to at least three Directors or
 “ left at their last or usual places of abode and forthwith
 “ upon the receipt of such requisition the Directors shall
 “ convene a meeting of the shareholders and if for
 “ twenty-one days after such notice the Directors fail to
 “ call such meeting the shareholders signing such requi-
 “ sition and qualified as aforesaid may call such meeting
 “ by giving fourteen days public notice thereof.
- 25 “ (31.) No extraordinary meeting shall enter upon any Business at extraordinary meetings.
 “ business not set forth in the notice upon which it
 “ shall have been convened.
- 30 “ (32.) Fourteen days public notice at the least of all Notice of meetings.
 “ meetings whether ordinary or extraordinary shall be
 “ given by advertisement which shall specify the place
 “ the day and the hour of meeting and every notice of
 “ an extraordinary meeting or of an ordinary meeting
 “ if any other business than the business hereby
 “ appointed for ordinary meetings is to be done thereat
 “ shall specify the purpose for which the meeting is
 “ called.
- 35 “ (33.) In order to constitute a meeting whether ordinary Quorum for a general meeting.
 “ or extraordinary there shall be present either per-
 “ sonally or by proxy a quorum of eight shareholders
 “ representing one hundred shares and if within one
 “ hour from the time appointed for such meeting the
 “ said quorum be not present no business shall be
 “ transacted at the meeting other than the declaring
 “ of a dividend in case that shall be one of the objects
 “ of the meeting but such meeting shall except in the
 “ case of a meeting for the election of Directors herein-
 “ after mentioned be held to be adjourned *sine die*.
- 40 “ (34.) At every meeting of the Company one or other of Chairman at general meetings.
 “ the following persons shall preside as Chairman that
 “ is to say the Chairman of the Directors or in his
 “ absence the Deputy Chairman (if any) or in the
 “ absence of the Chairman and Deputy Chairman some
 “ one of the Directors of the Company to be chosen for
 “ that purpose by the meeting or in the absence of the
 “ Chairman and Deputy Chairman and of all the Directors
 “ any shareholder to be chosen for that purpose by a
 “ majority of the shareholders present at such meeting.
- 45 “ (35.) The shareholders present at any such meeting shall Business at meetings and adjournments.
 “ proceed in the execution of the powers of the Company
 “ with respect to the matters for which such meeting
 “ shall have been convened and those only and every
 “ such meeting may be adjourned from time to time
 “ and from place to place and no business shall be
 “ transacted at any adjourned meeting other than the
 “ business left unfinished at the meeting from which
 “ such adjournment took place.

“ (36.)

Wahgunyah Murray Bridge Company's Act.—1861.

- 5 “ (36.) If several persons be jointly entitled to a share the
 “ person whose name stands first in the register of share- Votes of joint
 “ holders as one of the holders of such share shall for the shareholders.
 “ purpose of voting at any meeting be deemed the sole
 “ proprietor thereof and on all occasions the vote of such
 “ first-named shareholder either in person or by proxy
 “ shall be allowed as the vote in respect of such share
 “ without proof of the concurrence of the other holders
 “ thereof.
- 10 “ (37.) If any shareholder be a lunatic or idiot such lunatic Vote of lunatics
 “ or idiot may vote by his committee and if any share- and minors &c.
 “ holder be a minor he may vote by his guardian or
 “ any one of his guardians and every such vote may be
 “ given either in person or by proxy.
- 15 “ (38.) Whenever in this Act the consent of any parti- Proof of a par-
 “ cular majority of votes at any meeting of the Com- ticular majority
 “ pany is required in order to authorize any proceed- of votes only
 “ ing of the Company such particular majority shall required in the
 “ only be required to be proved in the event of a poll event of a poll
 “ being demanded at such meeting and if such poll be being demanded.
 “ not demanded then a declaration by the Chairman
 “ that the resolution authorizing such proceeding has
 “ been carried and an entry to that effect in the Book of
 “ Proceedings of the Company shall be sufficient autho-
 “ rity for such proceeding without proof of the number
 “ or proportion of votes recorded in favour of or against
 “ the same.”

9. (39.) There shall be eight Directors of the said Company who shall Board of Directors.
 be proprietors of at least twenty shares each and who shall be elected by
 30 the Shareholders of the said Company by ballot and not less than three
 Directors shall constitute a Board for the transaction of business of which
 the Chairman of the Company Directors shall always be one except in case
 of sickness or necessary absence in which case the Directors present may
 choose one of their number as Chairman at that meeting in his stead and the
 35 Chairman at that meeting shall vote at the Board as a Director and in
 case of there being an equal number of votes for or against any question
 before them he shall have the casting vote.

10. (40.) The Directors shall have the management and superintendence Powers of Directors.
 of the affairs of the said Company and they may lawfully exercise all the
 40 powers of the Company except as to such matters as are directed by this
 Act to be transacted by a General Meeting of the Company but the
 exercise of all such powers shall be in accordance with and subject to the
 provisions of this Act and also to the control and regulation of any
 General Meeting of the said Company specially convened for the purpose
 45 but not so as to render invalid any act done by the Directors prior to any
 resolution passed by such General Meeting.

50 “ (41.) At each general meeting which shall be held in the Retirement of
 “ month of July in each year two Directors shall retire Directors.
 “ from office such retirement to be decided by lot until
 “ all the first set of Directors in office at the first general
 “ meeting shall have so retired and then in each succeeding
 “ year the Directors who shall have been longest in office
 “ shall retire and so on from time to time during the
 “ continuance of the said Company and at every such
 “ general meeting in the month of July in each and
 “ every year the shareholders then present by themselves
 “ or their proxies shall elect two new Directors in the
 “ place of the Directors who shall have so retired in
 “ the manner hereinbefore provided for the election of
 “ the first set of Directors Provido.
 “ Director who shall by rotation or otherwise go out of
 “ office on any general day of election shall be eligible
 “ to be immediately re-elected a Director of the said
 “ Company and any Director who shall at any time be
 “ re-elected shall be deemed to have been in office only
 “ from the time of such re-election and that all the first
 “ set of Directors shall have so retired before any new
 “ or re-elected Director shall retire.

“ (42.)

Wahgunyah Murray Bridge Company's Act.—1861.

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- “(42.) If at any meeting at which an election of Directors ought to take place the prescribed quorum shall not be present within one hour from the time appointed for the meeting no election of Directors shall be made but such meeting shall stand adjourned to the following day at the same time and place and if at the meeting so adjourned the prescribed quorum be not present within one hour from the time appointed for the meeting the existing Directors shall continue to act and retain their powers until new Directors be appointed at the general meeting of the following year.
- “(43.) No Director by being party to or executing in his capacity of Director any contract or other instrument on behalf of the Company or otherwise lawfully executing any of the powers given to the Directors shall be subject to be sued or prosecuted either individually or collectively by any person whomsoever and the bodies or goods or lands of the Directors shall not be liable to execution of any legal process by reason of any contract or other instrument so entered into signed or executed by them or by reason of any other lawful act done by them in the execution of any of their powers as Directors and the Directors their heirs executors and administrators shall be indemnified out of the capital of the Company for all payments made or liability incurred in respect of any acts done by them and for all losses costs and damages which they may incur in the execution of the powers granted to them and the Directors for the time being of the Company may apply the existing funds and capital of the Company for the purposes of such indemnity and may if necessary for that purpose make calls of the capital remaining unpaid if any.
- “(44.) The Directors shall hold meetings at such times as they shall appoint for the purpose and they may meet and adjourn as they think proper from time to time and from place to place and at any time any two of the Directors may require the Secretary to call a meeting of the Directors and in order to constitute a meeting of Directors there shall be present at the least the prescribed quorum and when no quorum shall be prescribed there shall be present at least one-third of the Directors and all questions at any such meeting shall be determined by the majority of votes of the Directors present and in case of an equal division of votes the Chairman shall have a casting vote in addition to his vote as one of the Directors.
- “(45.) It shall be lawful for the Directors to appoint one or more Committees consisting of such number of Directors as they think fit within the prescribed limits if any and they may grant to such Committees respectively power on behalf of the Company to do any acts relating to the affairs of the Company which the Directors could lawfully do and which they shall from time to time think proper to intrust to them.
- “(46.) The said Committees may meet from time to time and may adjourn from place to place as they think proper for carrying into effect the purposes of their appointment and no such Committee shall exercise the powers intrusted to them except at a meeting at which there shall be present the prescribed quorum or if no quorum be prescribed then a quorum to be fixed for that purpose by the general body of the Directors and at all meetings of the Committees one of the members present shall be appointed Chairman and all questions at any meetings of the Committee shall be determined by a majority of votes of the members present and in case of an equal division of votes the Chairman shall have a casting vote in addition to his vote as a member of the Committee.
- “(47.) The Directors shall cause notes minutes or copies as the case may require of all appointments made or contracts entered into by the Directors and of the orders
- Existing Directors continued on failure of meeting for election of Directors.
- Directors not to be personally liable and indemnified.
- Meetings of Directors.
- Committees of Directors powers of Committee.
- Meetings of Committees.
- Proceedings to be entered in a Book and to be evidence.

Wahgunyah Murray Bridge Company's Act.—1861.

- 5 “ orders and proceedings of all meetings of the Company
 “ and of the Directors and Committees of Directors to
 “ be duly entered in the books to be from time to time
 “ provided for the purpose which shall be kept under the
 “ superintendence of the Directors and every such entry
 “ shall be signed by the Chairman of such meeting and
 “ such entry so signed shall be received as evidence in
 “ all Courts and before all Judges Justices and others
 “ without proof of such respective meetings having been
 “ duly convened or held or of the persons making or
 “ entering such orders or proceedings being shareholders
 “ or Directors or members of Committee respectively
 “ or of the signature of the Chairman or of the fact of
 “ his having been Chairman all of which last-mentioned
 “ matters shall be presumed until the contrary be
 “ proved.
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 20 “ (48.) If any of the Directors at any time subsequently to
 “ his election accept or continue to hold any other office
 “ or place of trust or profit under the Company or be
 “ either directly or indirectly concerned in any contract
 “ with the Company or participate in any manner in the
 “ profits of any work to be done for the Company or if
 “ such Director at any time cease to be a holder of the
 “ prescribed number of shares in the Company then in
 “ any of the cases aforesaid the office of such Director
 “ shall become vacant and thenceforth he shall cease
 “ from voting or acting as a Director. Cases in which
 office of Director
 shall become
 vacant.
- 25
 30 “ (49.) If any Director die or resign or become disqualified
 “ or incompetent to act as a Director or cease to be
 “ a Director by any other cause than that of going out
 “ of office by rotation as aforesaid the remaining Direc-
 “ tors if they think proper so to do may elect in his
 “ place some other shareholder duly qualified to be a
 “ Director and the shareholder so elected to fill up any
 “ such vacancy shall continue in office as a Director so
 “ long only as the person in whose place he shall have
 “ been elected would have been entitled to continue if
 “ he had remained in office. Supply of occa-
 sional vacancies
 in office of
 Directors.
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 40 “ (50.) All acts done by any meeting of the Directors or
 “ of a Committee of Directors or by any person acting
 “ as a Director shall notwithstanding it may be after-
 “ wards discovered that there was some defect in the
 “ appointment of any such Director or persons acting as
 “ aforesaid or that they or any of them were or was dis-
 “ qualified be as valid as if every such person had been
 “ duly appointed and was qualified to be a Director.” Informalities in
 appointment of
 Directors not to
 invalidate pro-
 ceedings.
- 45

11. (51.) Except as otherwise provided for by this Act the following powers of the Company that is to say the choice and removal of the Directors the determination as to the amount of money to be borrowed as to the augmentation of capital and the declaration of dividends shall be exercised only at a General Meeting of the Company. Powers of general
 meeting.

12. (52.) Shareholders shall be entitled to vote either by themselves or by their agents holding their letter of authority under their signature to exercise their right to vote at General Meetings (the said letter of authority from Shareholder to his agent to be lodged prior to exercising the right to vote with the Secretary of the Company) according to the following scale for any number of shares up to and inclusive of five shares one vote for any number of shares up to and inclusive of ten shares two votes for any number above ten and not exceeding twenty three votes for any number above twenty and not exceeding fifty four votes and for any number above fifty and not exceeding one hundred five votes and for any number exceeding one hundred six votes Provided always that no Shareholder shall be entitled to vote at any meeting unless he shall have paid all the calls then due upon the shares held by him. Scale of voting.

65 “ (53.) It shall be lawful for the Company from time to
 “ time to make such by-laws as they think fit for the
 “ purpose of regulating the conduct of the Officers and
 “ servants BY-LAWS.
 Power to make
 by-laws for the
 Officers of the
 Company.

Wahgunyah Murray Bridge Company's Act.—1861.

- 5 “servants of the Company and for providing for the due
 “management of the affairs of the Company in all respects
 “whatsoever and from time to time to alter or repeal
 “any such by-laws and make others provided such
 “by-laws be not repugnant to the laws of the Realm
 “or to the provisions of this Act and such by-laws
 “shall be reduced into writing and shall have affixed
 “thereto the Common Seal of the Company and a copy
 “of such by-laws shall be given to every Officer and
 “servant of the Company affected thereby.
- 10 “(54.) It shall be lawful for the Company by such by- Fines for breach
of such by-laws.
 “laws to impose such reasonable penalties upon all
 “persons being Officers or servants of the Company
 “offending against such by-laws as the Company think
 “fit not exceeding five pounds for any one offence.
- 15 “(55.) All the by-laws to be made by the Company shall By-laws to be
so framed as that
penalties may be
mitigated.
 “be so framed as to allow the Justice before whom any
 “penalty imposed thereby may be sought to be recovered
 “to order a part only of such penalty to be paid if such
 “Justice shall think fit.
- 20 “(56.) The production of a written or printed copy of the Evidence of by-
la s.
 “by-laws of the Company having the Common Seal of
 “the Company affixed thereto shall be sufficient evidence
 “of such by-laws in all cases of prosecution under the
 “same.”
- 25 13. Eight Shareholders representing one hundred shares shall Quorum of general
meetings.
 constitute a quorum at any General Meeting of the said Company.
- 30 14. (57.) As soon as one thousand shares of the Capital Stock of the Commencement of
Works.
 said Company shall have been actually subscribed for and the sum of Five
 Hundred Pounds sterling paid up it shall be lawful for the said Company
 and they are hereby authorized and empowered to make and construct a
 Bridge over the River Murray at and from the northern end of Ford-street
 Wahgunyah aforesaid to and upon the land being Crown Land on the
 New South Wales side of the river at the spot named in the preamble to
 35 this Act being situate immediately above the present Punt Road and
 in the river frontage reserve in the parish of Corowa.
- 40 15. (58.) For the purposes and subject to the provisions of this Act it Power to enter upon
and take lands.
 shall be lawful for the said Company their successors agents and workmen
 and all other persons by them authorised and they are hereby empowered
 to make from and set out a proper commodious and convenient road and
 approach to the said Bridge the road to be three chains wide and the
 approach to be from the present terminus and meeting of the two lines of
 Government surveyed road each one and a half chains wide and also upon
 obtaining the necessary consent and authority in that behalf through and
 45 along the aforesaid line or direction to dig and make proper foundations
 in the said river or on the banks thereof and to cut remove and carry
 away and use any earth gravel stone timber or any other material or
 things which may be dug or obtained therein or otherwise in the execution
 of the powers of this Act and which may be proper and necessary for
 50 making maintaining altering repairing or using any such Bridge and the
 course or channel of the river and making such proper embankments ways
 and approaches thereto as may be required or which may obstruct the
 making maintaining altering repairing or using the same respectively
 according to the true intent and meaning of this Act Provided always
 55 that a due regard be paid by the Company to the interests of those engaged
 now or hereafter in the navigation of the River Murray that is to say that
 a specific height of not less than fifteen feet be preserved from the highest
 known flood water level to the crown of the centre of the Bridge and
 moreover that all impediments or obstructions to the navigation of the river
 60 at this spot be removed after completion of the Bridge.
- No obstruction to be
offered to the Navi-
gation of the River.

Wahgunyah Murray Bridge Company's Act.—1861.

16. (59.) In consideration of the great charges and expenses which the said Company must necessarily incur and sustain in making and maintaining the said Bridge and other the works hereby authorized to be made it shall be lawful for the said Company upon the completion thereof from time to time and all times hereinafter to ask demand take recover and receive at a Toll Bar or Gate to be erected on or at the said Bridge the tolls to be hereafter determined by the Directors of the said Company Provided such tolls shall in no case exceed the tolls specified in the Schedule C annexed to this Act and no higher tolls shall be charged demanded or received than such as are specified in the said Schedule for each and every person animal cart carriage dray waggon and other vehicle which shall pass over such Bridge. Tolls allowed.
17. (60.) It shall be lawful for the said Company to erect and make a Toll Bar or Gate at upon or near to such part of the said Bridge as to the Company shall seem expedient and to collect and receive the tolls thereat and to nominate and appoint some fit and proper person to attend to the said Toll Bar or Gate to collect and receive the tolls thereat Provided that at the expiration of this Act the said Bridge Toll House land premises and appurtenances shall be and from henceforth deemed to be public property and vested in the Crown accordingly. Toll Bar and House and Collectors.
18. (61.) Toll shall not be demandable or taken by virtue of this Act for any horses or carriages of or belonging to the Governor General of New South Wales for the time being or to any person in actual attendance upon him or for or in respect of any horse beast carriage or other vehicle carrying the Post Office mails nor for any officers and soldiers of Her Majesty's forces or of any corps of Volunteers being in proper staff regimental or military uniform dress or undress nor from any policeman or constable carrying his staff of office or in his proper dress in respect of themselves or their horses nor of any carriages or horses belonging to Her Majesty or employed in Her service when conveying persons baggage arms or ammunition or returning therefrom nor from any person or persons horse beast carriage or other vehicle employed in the repairs of the public roads or bridges whilst engaged in carrying on such repairs or drawing materials for the same. Exemption from Tolls.
19. (62.) It shall be lawful for the said Company to demise and to farm let the tolls demandable under and by virtue of this Act at or upon the said Bridge and the lessee or lessees shall have the same powers of demanding collecting and taking the said tolls as are hereby given to the said Company. Tolls may be let.
20. (63.) The said lessee or lessees during such time as the said tolls shall be so leased to them as aforesaid shall and may nominate and appoint such other person or persons as he she or they may think necessary to collect demand and take the tolls so demised leased and farmed and such person or persons so appointed as aforesaid shall and may use all means and methods for the recovery thereof in case of non-payment or evasion as the said Company and such lessee or lessees might or could do under and by virtue of this Act. Lessee may appoint Collector.
21. (64.) In case the toll demandable at or on the said Bridge shall be demised by the said Company to any person or persons and the lessee or lessees shall neglect or refuse to perform the conditions on which the same shall be so let or in case the rent or rents agreed to be paid by such lessee or lessees or any part thereof shall be in arrear for the space of ten days next after the day on which the same ought to be paid or the term for which such lessee or lessees held the same shall in any manner become void or have expired and the lessee or lessees neglect or refuse to deliver up possession to the said Company it shall and may be lawful for any Justice

Wahgunyah Murray Bridge Company's Act.—1861.

Justice of the Peace upon complaint made upon oath by or on behalf of the Directors of the said Company by warrant under his hand and seal to order a constable or other peace officer with such assistance as may be necessary to enter upon and take possession of the said Bridge and the
 5 toll house at or thereon and all appurtenances thereto belonging and to remove and put out such lessee or lessees and the collectors keepers servants or other person or persons who shall be found therein together with his or her or their goods from the possession thereof and from the collection of the tolls thereof and the lease contract or agreement for the
 10 same shall thenceforth cease and be utterly void to all intents and purposes except as to the conditions or agreements contained therein on the lessees part and behalf and which shall or may have been broken and the same tolls and toll house may be given let or demised to any other person or persons and may in the meantime be collected by the said Company their
 15 servants or agents in that behalf.

22. (65.) The said Company are hereby required and the lessee or lessees of the said tolls shall and are hereby required during the whole
 time that he or they shall take or continue to be the lessee or lessees of the said tolls to put up or cause to be put up and continued in some con-
 20 spicuous place at or near the toll gate or at or upon the toll house at or on the said Bridge a table in distinct legible black letters on a board with a white ground containing at the top thereof the name of the Bridge and also a list of the tolls payable at the said Bridge distinguishing severally the amount of tolls and the different sorts of cattle beasts
 25 carriages or other vehicles for which they are severally to be paid when there shall be any variation therein and the said Company and the said lessee or lessees during the whole time that he or they shall continue to take or to be the lessee or lessees of the said tolls shall place in some conspicuous place near to such board the christian and surname of the
 30 collector or keeper of the said tolls who shall be on duty for the time being and shall continue the same during the whole time such collector or keeper of the said tolls shall be on duty and shall change the same in every change that may take place in such collector or keeper on duty to the names of the collector or keeper that may succeed as often as any
 35 such change may take place and if the said Company while they shall take the said tolls or their lessee or lessees shall refuse or neglect to put up such table of tolls as aforesaid or to cause the name or names of the said collector or keeper of such tolls for the time being to be put up as aforesaid or if the collector or keeper of such tolls be not in attendance at all times
 40 by day and by night at the place at which he is stationed or ought to be or shall demand or take a greater toll from any person than he is hereby authorized to do or shall refuse to permit and suffer any person or persons to read or shall in any manner hinder or prevent any person or persons from reading the inscription on the said boards or the name or names so
 45 fixed up as aforesaid or shall refuse to tell his christian or surname to any person or persons who on paying the said tolls shall demand to know the same or any of them or upon the legal toll being tendered or paid shall unnecessarily detain or wilfully obstruct hinder or delay any passenger or passengers from going through the toll gate at or upon the said Bridge
 50 then and in each and every such case the said collector or collectors of the said tolls shall forfeit and pay for every such offence any sum not exceeding Forty Shillings to be recovered and applied as hereinafter mentioned.

23. (66.) If any person liable to the payment of any of the said tolls
 55 under this Act shall after demand neglect or refuse to pay the same or any part thereof it shall be lawful for the person having right or authority at the time to collect the same to prevent such person or persons from
 passing

Wahgunyah Murray Bridge Company's Act.—1861.

passing through the said toll gate and to shut close and fasten the same and to keep and continue the same closed and fastened until the said toll be paid.

24. (67.) All cattle horses sheep and other beasts for which toll is Cattle, &c., counted.
5 demandable and payable under this Act shall be counted by the lessee or collectors of tolls or keeper of the said gate under this Act before such cattle horses sheep or other beasts shall pass over the said Bridge.

25. (68.) If any person or persons shall resist or make forcible opposi- Penalty on passing without paying Toll.
10 tion against or shall assault any person or persons having right or authority to collect the said tolls in the execution of their duty or shall pass through the toll gate at or on the said Bridge or shall drive or cause to be driven any cattle horse sheep or other beast for which toll shall be payable through the said toll gate without paying on demand the legal toll to which he or they is or are liable every such person shall for every such
15 offence forfeit and pay a sum not exceeding Five pounds to be recovered and applied as hereinafter mentioned.

26. (69.) If any lessee or collector of tolls under this Act or any keeper Misconduct of Lessee or Collector.
of a gate on the said Bridge shall upon the legal toll being tendered or paid unnecessarily or for any unreasonable time detain or wilfully obstruct
20 hinder or delay any passenger or passengers or his or their horses beasts or carriages carts or other vehicles from passing over the said Bridge or if such lessee or collector of tolls or keeper of any gate on the said Bridge shall make use of any uncivil scurrilous threatening or abusive language or behaviour to any traveller or passenger travellers or passengers over the
25 said Bridge then and in each and every such case the said lessee or collector of tolls or keeper of a gate on the said Bridge shall forfeit and pay for every such offence any sum not exceeding Five pounds to be recovered and applied as hereinafter directed.

27. (70.) If any person or persons shall unlawfully and maliciously pull Destroying or injuring Bridge. Felony.
30 down or in any way destroy or do any injury to the said Bridge with intent and so as thereby to render such Bridge or any part thereof dangerous and impassable every such offender shall be deemed guilty of felony and being convicted thereof in any Court of competent jurisdiction shall be liable to be imprisoned or kept to hard labour on the roads or other
35 public works of the Colony for such term not exceeding three years as the said Court shall think fit.

28. (71.) If any person or persons whosoever shall wilfully or mali- Injuring Toll Gate or any part of Bridge.
ciously injure pull down or cut down pluck up throw down break level or otherwise damage demolish or destroy any toll gate chain post or rail bar
40 wall or other fence or fences lamp or lamps belonging to the toll gate at or upon the said Bridge or table of tolls put up thereat or any part of the said Bridge then and in each and every case the person so offending shall forfeit and pay for every such offence a sum not exceeding Ten pounds over and above the damage occasioned thereby to be recovered and applied
45 as hereinafter mentioned.

29. (72.) It shall be lawful for any one or more Justice or Justices of the Summary adjudication.
Peace to hear and determine in a summary way all offences committed against the true intent and meaning of this Act (except in cases of felony hereinbefore mentioned) and for that purpose to summon before him or them
50 any party or parties accused of being an offender or offenders against the same and in case the party accused shall not appear on such summons or offer reasonable excuse for his default then and in every such case any such Justice or Justices is or are hereby authorized and required to proceed to make inquiry touching the matters complained of and to examine
55 any witness or witnesses who shall be offered on either side on oath which oath every such Justice is hereby authorized to administer and after hearing the parties who shall appear and the witnesses offered on either side such Justice or Justices shall convict or acquit the party or parties accused and if the penalty or money forfeited or directed to be paid in any conviction
be

Wahgunyah Murray Bridge Company's Act.—1861.

- be not duly paid forthwith then every such Justice or Justices shall on the non-payment of the penalty or sum of money directed to be paid and the charges thereon by warrant under his or their hand and seal or hands and seals commit every such offender or offenders to some one of the common
 5 gaols of the said Colony for any period not exceeding three months
 Provided always that no person or persons shall be convicted of any offence or offences contrary to the provisions of this Act in a summary way as aforesaid after the expiration of three months from the time when any such offence or offences shall have been committed.
- 10 30. (73.) One moiety of all penalties or sums of money recovered under this Act shall be paid to the informer and the other moiety to Her Majesty Her Heirs and Successors for the public uses of the Colony and for the support of the Government thereof. Application of penalties.
- 15 31. (74.) No summary conviction under this Act shall be quashed for want of form or be removed or removable by writ of *certiorari* or otherwise into the Supreme Court and no warrant and commitment shall be held void by reason of any defect therein provided that it be therein alleged that the party has been convicted and that there be a good and valid conviction to sustain the same. Want of form cured.
- 20 “ (75.) The Directors of the said Company shall at each
 “ of the half-yearly general meetings make dividends of Half-yearly dividends of profits.
 “ the surplus tolls and profits arising to the said Company
 “ after deducting therefrom the costs charges and expenses
 “ of the said Company as well as of the repairs of the said
 25 “ bridge toll-gate or toll-house belonging to them as for the
 “ salaries and allowances of the several Officers and
 “ agents and for such other purposes connected with the
 “ said Company as may be deemed proper by the said
 “ Directors consistent with the by-laws rules and regu-
 30 “ lations of the said Company.
- “ (76.) If any money be payable from the said Company
 “ to any shareholder or other person being a minor idiot Receipts of guardians of minors &c.
 “ or lunatic the receipt of the guardian of such minor or
 “ the receipt of the Committee of such idiot or lunatic
 35 “ shall be a sufficient discharge to the said Company.
- “ (77.) Before apportioning the profits to be divided among Profits reserved.
 “ the shareholders the said Directors may if they think
 “ fit set aside therefrom such sum as they may think
 “ proper to meet contingencies or for improving or repair-
 40 “ ing the said bridge toll-gate or anything connected
 “ therewith and may divide the balance only among the
 “ shareholders.
- “ (78.) No dividend shall be paid in respect of any share Dividend on shares in arrear.
 “ until all calls then due in respect of such and every
 “ other share held by the person to whom such dividend
 45 “ may be payable shall have been paid.”
32. (79.) If any money be payable from the said Company to any Shareholder or other person being a minor idiot or lunatic the receipt of the guardian of such minor or the receipt of the Committee of such idiot
 50 or lunatic shall be a sufficient discharge to the said Company for the same. Receipt of minors or lunatics.
33. (80.) Before apportioning the profits to be divided among the Shareholders the said Directors may if they think fit set aside therefrom such sum as they may deem proper to meet contingencies or for enlarging repairing or improving the said Bridge Toll Gate or anything connected
 55 therewith and may divide the balance only among the Shareholders. Profits reserved.
34. (81.) No dividend shall be paid in respect of any share until all calls then due in respect of such and every other share held by the person to whom such dividend may be payable shall have been paid. Dividend on Shares in arrear.
35. (82.) If any execution either at law or in equity shall have been
 60 issued against the property or effects of the said Company and if there cannot be found sufficient whereon to levy such execution then such execution may be issued against any of the Shareholders to the extent of the amount of their subscribed shares in the capital of the Company only
 Provided Liability of Shareholders.

Wahgunyah Murray Bridge Company's Act.—1861.

Provided always that no such execution shall issue against any Shareholder except upon an order of the Court in which the action suit or other proceeding shall have been brought or instituted made upon motion in open Court after sufficient notice in writing to the persons sought to be charged
 5 and upon such motion such Court may order executions to issue accordingly and for the purpose of ascertaining the names of the Shareholders and the amount of their respective shares it shall be lawful for any person entitled to any such execution at all reasonable times to inspect without fee the register of Shareholders required to be kept by the Company in pursuance
 10 of one of the clauses of the Imperial Act herewith incorporated Provided further that nothing herein contained shall extend to charge or make liable any Shareholder of the said Company or his real or personal estate with or for any debt or demand whatever due or to become due from or by the said Company for any of the matters or things authorized
 15 by this Act to be made done or completed beyond the extent of double the amount of his shares in the capital of the said Company as aforesaid any law custom or usage to the contrary thereof in anywise notwithstanding.

~~36.~~ (83.) If by means of any such execution any Shareholder shall have paid any sum of money beyond the amount then due from him in respect
 20 of calls he shall forthwith be reimbursed such additional sum by the Directors out of the funds of the Company. Reimbursement of such Shareholders.

37. (84.) It shall be lawful for the said Company to raise any further
 sum or sums of money not exceeding altogether Four Thousand Pounds Increase of Capital.
 in addition to the said capital of Eight Thousand Pounds for executing
 25 completing and maintaining the Bridge and other works hereby authorized and the said Company are hereby authorized and empowered to raise any such further sum or sums by contributing among themselves or by the admission of other persons as subscribers to the said Company and issuing new shares of Five Pounds each to such contributors or subscribers but so that each such
 30 subscriber or contributor shall not pay a less price than Five Pounds for each new share and that all such new shares shall be and be deemed personal estate and be dealt with and be transmissible accordingly and every Corporation and person who shall contribute and pay upon and in respect of such new shares or who may become entitled thereto and their several and
 35 respective successors executors administrators and assigns shall be and are hereby declared to be owners or proprietors of shares in the said Company and shall become entitled to be incorporated with the said Company.

38. (85.) In case it shall at any time be thought expedient by the said
 Company to raise any sum or sums of money by way of loan it shall be
 40 lawful for the said Company by any order of any general meeting of the said Company to borrow and take up at interest in addition to the money which the said Company are authorized by the fifth clause of this Act to receive in advance from the Shareholders any such sum as to them shall seem meet and convenient not exceeding at any time one half of the
 45 amount of the capital of the said Company then actually paid up and the said Company after an order shall have been made for that purpose by any general meeting are hereby authorized and empowered to assign the property of the said Company and the rates arising and to arise by virtue of this Act or any part thereof (the costs and charges of assigning the
 50 same to be paid out of the same rates) as a security for any such sum of money to be borrowed as aforesaid with interest to such person or his trustee as shall advance the same all which said mortgages or assignments shall be made under the common seal of the said Company and in the words or to the effect set forth in the Schedule D to this Act annexed
 55 And all and every the person or persons to whom such mortgage or assignment shall be made shall be equally entitled one with the other to his or her or their proportion or proportions of the said rates and premises according to the respective sums in such mortgages or assignments mentioned

Wahgunyah Murray Bridge Company's Act.—1861.

mentioned to be advanced without any preference by reason of the priority of date of any such mortgage or assignment for any amount whatsoever and an entry or memorial of every such mortgage or assignment containing the number and date thereof and the name or names of the person
 5 or persons with the proper additions to whom the same shall have been made and of the sum borrowed together with the rate of interest to be paid thereon shall within seven days next after the date thereof be entered in a book or books to be kept by the Secretary or other proper Officer of the said Company which said book or books shall and may be
 10 perused at all reasonable times by any of the Proprietors Mortgagees or Creditors of the said Company or other person interested therein without fee or reward and every person to whom any such mortgage or assignment shall have been made as aforesaid or who shall be entitled to the money due thereon shall and may from time to time transfer his right and
 15 interest therein to any person whomsoever which transfer shall or may be endorsed in the words or to the effect set forth in the Schedule E to this Act annexed And every such transfer shall within fourteen days after the date thereof be produced to the Secretary of the said Company who shall cause an entry or memorial to be made thereof in the same manner
 20 as the original mortgages and assignments for which the said Secretary shall be paid such sum as the said Company shall appoint not exceeding five shillings and after such entry made every transfer shall entitle such Assignee his executors administrators and assignees to the full benefit thereof and payment thereon and it shall not be in the power of any
 25 person who shall have made such transfer to make void release or discharge the same or any sum of money therein due or thereby secured or any part thereof.

39. (86.) The interest of the money which shall be raised by mortgage as aforesaid shall be paid half-yearly to the several persons entitled thereto
 30 in preference to any interest or dividends due or payable by virtue of this Act to the said Shareholders or any of them. Interest on Mortgage.

40. (87.) No person to whom any such mortgage or assignment shall be made or transferred as aforesaid shall be deemed a proprietor of any share or shall be capable of acting or voting by virtue of such assignment either
 35 as principal or by letter of authority to an Agent at any meeting of the said Company for or on account of his having lent or advanced any sum of money on the credit of any mortgage or assignment. Mortgagee not to vote.

41. (88.) In case the said Company shall raise any sum or sums of money by mortgage and shall afterwards be required or be desirous to pay off and
 40 shall pay off all or any part of the principal sum secured by such mortgages or any of them then and in every such case it shall be lawful for the said Company and they are hereby authorized and empowered immediately or at any time or times thereafter again to raise in lieu of the principal money so paid off or to be paid off by them so much and such sums of money as
 45 they shall from time time have paid off or be required and be desirous to pay off to the holder of such mortgages or any of them or any part thereof and so from time to time as often as the same shall happen but so nevertheless that the mortgage debts of the said Company shall not in any event exceed one-half of the amount of the capital of the said Company actually
 50 paid up. New Mortgage.

42. (89.) It shall be lawful for the Governor of the said Colony for the time being with the advice of the Executive Council thereof at any time after the expiration of twenty-one years from the completion of the said Bridge to purchase the same with all its appurtenances in the name and on
 55 behalf of Her Majesty or Her Successors upon giving to the said Company six calendar months notice in writing of the intention so to do and upon payment to the said Company of a sum equal to the whole sum expended in erecting and completing the said Bridge and its appurtenances together with a premium thereon of ten per cent. Provided always that
 the

Wahgunyah Murray Bridge Company's Act.—1861.

the said Company shall within one calendar month after the completion of the said Bridge file in the office of the Chief Secretary of the said Colony a true and faithful account in detail of all costs and expenses occasioned by and incident to the erection of the said Bridge and verified by the
 5 declaration of the Chairman of the said Company and that the amount of such costs and expenses shall be the sum upon which the said premium shall be estimated. Provided also that at any time during the continuance of the said term of twenty-one years if it be considered expedient and a general meeting of the said Company shall have authorized the same it
 10 shall be lawful for the said Company to sell and dispose of the said Bridge and its appurtenances and to assign the interest of the said Company in the same to Her Majesty and Her Successors upon such other terms as may in such case be agreed upon between the said Company and the Governor of the said Colony for the time being and that upon completion
 15 of such sale the right of the said Company to demand and take tolls and their liability to keep and maintain the said Bridge in repair under this Act shall cease and determine.

43. (90.) If any person shall wilfully make any false statement as to
 any material particular in any declaration made and subscribed by him
 20 under the provisions of this Act he shall be deemed guilty of a misdemeanour and punished accordingly. False Declaration.

44. (91.) When in this Act any word is used importing the singular
 number or masculine gender only the same shall be understood also to
 include several matters several persons and females as well as males and
 25 when the word "lands" is used the same shall be understood to include tenements and hereditaments and when the word "corporation" is used the same shall be understood to mean any body politic corporate or collegiate civil or ecclesiastical aggregate or sole and when the word Bridge is used the same shall be understood to mean and comprehend every road constructed
 30 by the Company unless in any of the cases aforesaid it be otherwise specially provided or there be something in the subject or context repugnant to such construction and in the clauses and sections herewith incorporated the expression "United Kingdom" shall apply to and be read as the Colony of "New South Wales" the expression "Special Act" shall
 35 mean this Act and the word "prescribed" shall be construed to refer to any matter prescribed or provided for by this Act and the expression "the undertaking" shall mean the construction of a bridge over the River Murray from the end of Ford-street Wahgunyah Victoria to the Corowa Reserve aforesaid and any other works or undertakings by this Act
 40 authorized to be constructed or executed and the expression "Director" and the expression "Shareholder" shall mean Director and Shareholder respectively of the aforesaid Company and the expression "Company" shall mean the aforesaid "Wahgunyah Murray Bridge Company." Rules of Interpretation.

45 45. (92.) At any time of the expiration of ninety-nine years from the passing of this Act it shall be lawful for the Governor for the time being of the said Colony with the advice of the Executive Council thereof by advertisement in the *Gazette* of the said Colony to dissolve and determine the said corporation and thereupon the said corporation of the "Wahgunyah Murray Bridge Company" shall *ipso facto* be dissolved
 50 and cease. Dissolution of Corporation after ninety-nine years.

46. (93.) Unless the said Bridge shall be properly built and perfected
 within three years after the passing of this Act this Act shall thereupon
 cease to be in force and the said Company be *ipso facto* dissolved. Duration of Act.

47. (94.) Nothing in this Act contained shall be deemed to affect or
 55 apply to any right title or interest of Her Majesty Her Heirs and Successors or of any body or bodies politic or corporate or of any other person or persons excepting such as are mentioned herein or of those claiming by or under him or them. Rights of the Crown.

Wahgunyah Murray Bridge Company's Act.—1861.

SCHEDULES REFERRED TO.

SCHEDULE A.

The Wahgunyah Murray Bridge Company number
 that A B of is the proprietor of the Share number
 5 Wahgunyah Murray Bridge Company subject to the regulations of the said Company
 Given under the common seal of the said Company the day of in the year of
 our Lord.

This is to certify Form of Certificate
 of the of Shares.

SCHEDULE B.

I of in consideration of paid to me by Form of Assessment
 10 of do hereby assign and transfer to the said of Shares.
 Share (or Shares as the case may be) numbered of and in the Wahgunyah Murray
 Bridge Company To hold unto the said his Executors and Administrators and
 Assigns subject to the several conditions on which I held the same immediately before the
 execution hereof and I the said do hereby agree to purchase and hold the said
 15 Share (or Shares) subject to the same rules orders restrictions and conditions As witness
 our hands the day of A.D. 18

SCHEDULE C.

TABLE OF TOLLS.

		s.	d.
20	For every Foot Passenger.....	0	3
	For every Pig or Goat	0	2
	For every Sheep or Lamb.....	0	0½
	For every Horse Mare Ass or Mule.....	1	0
	For every Head of Neat Cattle	0	4
25	For every Cart Dray or other Vehicle drawn by one or more Beast	1	0 per wheel
	For every such Beast	0	6

N.B.—No second tolls payable upon returning the same day nor double tolls on Sunday.

SCHEDULE D.

No.
 30 The Wahgunyah Murray Bridge Company by virtue of an Act passed in the Form of Mortgage.
 year of Her present Majesty Queen Victoria intituled "An Act to incorporate a Company
 to be called the Wahgunyah Murray Bridge Company" in consideration of the sum of
 paid to the said Company by doth assign unto the said
 his (or her) executors administrators and assigns the Bridge and other
 35 works of the said Company and all and singular the rates arising by virtue of the said Act
 and all the estate right title and interest of in and to the same to hold unto the said
 his (or her) executors administrators and assigns until the said sum of
 together with interest for the same after the rate of
 for every one hundred pounds for a year shall be fully paid and satisfied Given under the
 40 common seal of the said Company this day of in the year of our
 Lord one thousand eight hundred and

SCHEDULE E.

I (or we) of in consideration of the sum of Form of Transfer of
 paid by of do hereby transfer the written mortgage Mortgage.
 45 and premises and all my right and property therein to the said
 his heirs executors administrators and assigns Dated this day of
 in the year of our Lord one thousand eight hundred and

SCHEDULE G.

50 To wit Form of Conviction.
 Be it remembered that on the day in the year of
 our Lord A B is convicted before us two of Her Majesty's Justices of the
 Peace for the Counties of (here describe the offence generally, and at
 the time and place where and when committed) contrary to the (here name the Special Act)
 55 Given under our hands and seals the day and year first above written.

CHAPTER I

THE HISTORY OF THE

REIGN OF

CHARLES I.

BY

JOHN BURNET

ESQ.

OF

THE

UNIVERSITY OF

OXFORD

PRINTED

BY

JOHN BURNET

ESQ.

OF

THE

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JOHN BURNET

ESQ.

Handwritten mark or signature on the right margin.