



CHAPTER 54.

An Act to incorporate the Nelson Electric Light
Company, Limited.

[23rd April, 1892.]

WHEREAS James Arthur Gilker, Charles H. Ink, John Houston, John McLeod, John Johnson, Thomas Madden, and Wilmott Albert Crane, all of the Town of Nelson, in the Province of British Columbia, and Frank Stillman Barnard, of the City of Victoria, in the said Province, have by their petition prayed to be incorporated as a joint stock company for the purpose of erecting and maintaining a system of electric lighting in and about the Town of Nelson, with the powers hereinafter set forth:

And whereas it is expedient to grant the prayer of the said petition:

Therefore, Her Majesty, by and with the advice and consent of the Legislative Assembly of the Province of British Columbia, enacts as follows:—

1. James Arthur Gilker, Charles H. Ink, John Houston, John McLeod, John Johnson, Thomas Madden, Wilmott Albert Crane, John Fred Hume, and Frank Stillman Barnard, and such other persons as may become shareholders in the corporation to be by this Act created, shall be and they are hereby constituted and declared to be a body corporate and politic, by the name of "The Nelson Electric Light Company, Limited," hereinafter called the "said Company."

2. The capital of the Company shall be fifty thousand dollars, with power to increase the same to one hundred thousand dollars, and shall be divided into shares of ten dollars each, which shares shall be held to be personal estate, and shall be assignable in the manner prescribed in the Table A hereinafter mentioned.

Provisional
Directors.

3. The persons named in the first section hereof are hereby appointed provisional directors of the said Company, and the said provisional directors (of whom three shall form a quorum) shall hold office as such until the first election of directors under this Act, and may forthwith open books, and allot shares, and receive payment on account of shares allotted, and deposit in any chartered or other bank in British Columbia moneys received by them on account of shares allotted, which moneys shall not be withdrawn for any cause whatever, except for the purpose of the Company, or upon the dissolution thereof.

Head office.

4 The head office of the said Company shall be in the Town of Nelson until the Company determines otherwise in general meeting, and thenceforth will be at such place as the Company from time to time determines.

First general
meeting.

5. The first general meeting of the Company will be held at such time, not being more than four months after the passing of this Act, and at such place as the provisional directors may determine, at which meeting the whole of the provisional directors shall retire from office; and a board of seven directors (of whom four shall form a quorum) shall be elected, and the directors so elected, and all the directors afterwards elected or appointed, shall hold office until the annual general meeting of the Company next after their respective election or appointment.

Annual general
meeting.

6. An annual general meeting of the Company for the election of directors and other general purposes shall be held at such time and place in the Town of Nelson as may be prescribed by the Company in general meeting; and if no other time or place is prescribed, the annual general meeting shall be held on the first Monday in the month of August in each year, at such time and place in the said Town of Nelson as may be determined by the directors.

Extraordinary
meeting.

7. The directors may whenever they think fit, and shall upon a requisition made in writing by the members of the Company not less in number than one-fifth of the whole and holding not less than one-fifth of all the share capital, such requisition expressing the object of the meeting proposed to be held, and being left at the head office of the Company, convene an extraordinary general meeting.

Notice of general
meeting to be given.

8. Notice of every general meeting of the Company, specifying the day, place, and hour of meeting (and in case of special business, the general nature of such business) shall be given to the members in such manner as may be prescribed by the Company in general meeting; and unless and until it is otherwise so prescribed, fourteen days' notice at least of every such general meeting shall be given to each member

by sending through the post office in a pre-paid registered letter addressed to each member at his registered place of abode or business; but non-receipt of such notice by any member shall not invalidate the proceedings at any general meeting.

9. The Company may, at an extraordinary general meeting called for that purpose, or for that purpose together with any other, remove from office all or any of the directors and appoint others in their places, respectively. Power to remove Directors.

10. At all general meetings of the Company every member shall have one vote for every share held by him. Votes.

11 The Company shall have power in general meeting to make— By-laws.

- (a.) By-laws for the regulation of its own proceedings and business; and
- (b.) By-laws, rules, and regulations to be observed by the officers and servants of the Company, and by all other persons using the wires, lights, and appliances of the Company :
- (c.) Rules and regulations for the maintenance and management of the Company's undertaking, and for the collection of the lighting rates or rents, and for fixing the time or times when and the places where the same shall be payable, and in case of default in payment to enforce payment by cutting off the light, or by suit at law, or both: Provided always, that such by-laws are not in conflict with any of the provisions of this Act.

12. The failure to elect directors, or to hold any general meeting, shall not operate as a dissolution of the Company; but anything omitted to be done may afterwards be done at any general meeting of the Company held in conformity with this Act and the regulations of this Company Failure to elect Directors.

13. No person shall be qualified to be a director of the Company who is not the holder in his own right of at least ten shares in the Company, and has paid all calls made thereon and then due. No person shall be disqualified to be a director by reason of his receiving any salary or remuneration for attending to the affairs of the Company as managing director, agent, or solicitor. Qualification of Director.

14. The directors may, when authorized by a by-law for that purpose passed and approved of by the Company in a general meeting, borrow money upon the credit of the Company, and issue bonds, debentures, promissory notes, bills of exchange, or other securities for any sum so borrowed, at such rate of interest and generally on such terms as are deemed necessary or expedient, and may mortgage, Power to borrow money.

hypothecate, or pledge the real or personal property of the Company to secure any sums so borrowed and the interest thereon; but the amount borrowed shall not at any time be greater than fifty per cent. of the actual paid up capital of the Company.

Application of
"Companies Act,
1862."

15. Part I. of the "Companies Act," the Imperial Act, intituled "The Companies Act, 1862," therein mentioned and as therein altered and modified in applying it to this Province, and the provisions contained in table marked "A" in the first schedule to the said Imperial Act (except such parts thereof respectively as refer to the incorporation and registration of companies, or are otherwise inconsistent with this Act), shall apply to the Company; but the Company in general meeting may reject any of the provisions in table "A" aforesaid, and may in lieu thereof adopt any others not inconsistent with this Act.

Liability of members
limited.

16. The liability of the members of the Company shall be limited to the amount, if any, remaining unpaid on the shares respectively held by them.

Power to construct
works in Town of
Nelson.

17. The Company shall have power to design, construct, build, purchase, improve, hold, and generally maintain, manage, and construct electric lighting works, and works for generating electricity, and all buildings, machinery, and appliances therewith connected or necessary thereto, in the Town of Nelson and parts adjacent thereto, as hereinafter provided.

Power to construct
works for supplying
Town of Nelson with
electric lights.

18. The said Company may construct, maintain, complete, and operate works for the production of electricity for the purpose of supplying the Town of Nelson and parts adjacent thereto with electric lights, and may conduct the electricity by means of wire, through, along, and under the streets, highways, and public places of the said town. And for the purpose of generating electricity for the supply of the said system the said Company shall have full power and authority to divert, take, and use so much of the waters of Cottonwood-Smith Creek as may be necessary, but not to exceed two hundred inches: Provided that such water shall be taken at any point within half a mile of the Falls of the said creek.

Waters Company
may use.

Protects rights of
Nelson Sawmill Co.,
Limited.

(a.) Provided, further, that nothing in this Act contained shall be deemed to in anywise restrict the Nelson Sawmill Company, Limited, from utilizing so much of the waters of Cottonwood-Smith Creek (not exceeding forty inches) and Give Out Creek (not exceeding sixty inches) as have heretofore been used by them in their milling operations, and their right of user thereof is hereby ratified and confirmed, so far as the rights of the Nelson Electric Light Company, Limited, are concerned.

19. The said Company may by its servants, agents, or workmen, enter upon any highway, street, public bridge, or any such place in the Town of Nelson, and parts adjacent thereto, or between the points at which the waters of Cottonwood-Smith Creek are diverted and the said Town of Nelson, for the purpose of erecting, operating, and maintaining its line of wire along the sides of or across or under the same, and may construct, lay down, erect, and maintain such pipes, poles, and other works and devices as the Company may deem necessary for making, completing, supporting, using, working, operating, and maintaining their system of electric lighting, and may stretch wires therein and thereon, and from time to time break up and open any part or parts of the said highways or streets, subject, however, to the following provisions, that is to say :—

Power to enter upon highways, etc., and erect wires, etc., subject to certain provisions.

- (a.) The said Company shall not interfere with the public right of travelling or using such highways or streets :
- (b.) The said Company shall not break up or open any part or parts of the highways in the said District, without first having obtained the consent of the Chief Commissioner of Lands and Works :
- (c.) If, and when the Town of Nelson shall become incorporated under the laws of the Province, the powers herein conferred upon the said Company to break up or open any part of the streets of said town, or erect any poles, or place any wires on such streets, shall be subject to the control of the Council of the said town :
- (d.) And provided that the said Company shall not erect any pole higher than one hundred and fifty feet above the surface of the street, nor erect more than one line of poles along any street, and that the poles shall be as nearly as possible straight and perpendicular : Provided, also, that in so doing the said Company shall not cut down or mutilate any ornamental trees ; and providing that the opening up of the street for the erection of poles, or for carrying the wires underground, the surface of the street shall in all cases be restored to its former condition by and at the expense of the said Company ; and, provided further, that whenever in case of fire it becomes necessary for its extinction or the preservation of property that the wires should be cut, the cutting under such circumstances of any of the wires of the Company under the direction of the chief engineer or other officer in charge of the fire brigade, shall not entitle the Company to demand or claim compensation for any damages that might be so incurred :
- (e.) The electric lighting system by this Act authorized shall be established and in operation before the 26th day of April, 1893.

May hold and sell
lands, etc.

20. The said Company may, for the purpose of this Act, purchase, acquire, or lease and hold, and may sell, dispose, or surrender lands, buildings or tenements within the limits aforesaid, and may purchase or lease for any term of years any electric lighting system established or to be established in the said town, or parts adjacent thereto, or may sell or lease for any term of years to any company empowered to carry on a system of electric lighting, the rights hereby granted, or may enter into any agreement with any company to be supplied by such last named company with motive power or electricity, and may amalgamate with or lease its line or lines, or any portions thereof, to any such company, upon such terms and in such manner as the Board of Directors from time to time may deem expedient or advisable, or may become a shareholder in such company; and the said Company may manufacture cables, wires, and electric lighting instruments, and electrical or magnetic apparatus or instruments connected with electric lighting and their appurtenances, and may acquire by purchase, lease, or otherwise, the same and all rights relating thereto.

Powers and privileges subject to rights of the Crown and future legislation.

21. The powers and privileges conferred by this Act, and the provisions hereof, are hereby declared to be granted subject to the rights of the Crown, and also subject to any future legislation regarding the subject matter of this Act, or of the powers and privileges hereby conferred, which the Legislature may see fit to adopt; and this Act is passed upon the express condition that the Lieutenant-Governor in Council may from time to time impose and reserve to the Crown, in right of the Province, such rents, royalties, tolls, and charges in respect of the waters, or of the lands of the Crown (if any) rights and privileges, which shall be set out, appropriated, or enjoyed by the Company, or are conferred by this Act, as by the Lieutenant-Governor in Council shall be deemed to be just and proper, and may likewise make and pass such regulations and rules as may be deemed necessary and advisable for the collection and enforcement of such rents, royalties, tolls, and charges, or any of them, but so that no increase in the amount of any such rents, royalties, &c., fixed by any such Order in Council, shall be made within the space of five years from the passage of the Order in Council fixing the same.

Short title.

22. This Act may be cited as the "Nelson Electric Light Company's Incorporation Act, 1892."

VICTORIA, B. C.:

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