



CHAPTER 54.

An Act to Incorporate the Burrard Inlet and Fraser Valley
Railway Company.

[20th April, 1891]

WHEREAS the construction of a line of Railway from a point on Burrard thence running in a south-easterly direction to some point between the western extremity of the American boundary line at Semiahmoo Bay and the south-western corner of Township number 22, in the District of New Westminster, and also a branch line from such point at the boundary to a point in the municipality of Chilliwack :

Preamble.

And whereas a petition has been presented for that purpose, and 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. Richard H. Alexander, of the city of Vancouver; Alexander Ewen, of the city of New Westminster; John Hendry, of the city of Vancouver; Benjamin Douglas, of the city of New Westminster; and C. D. Rand, of the city of Vancouver, together with such persons and corporations as shall in pursuance of this Act become shareholders of the Company hereby incorporated, are hereby constituted and declared to be a body corporate and politic, by the name of "The Burrard Inlet and Fraser Valley Railway Company," hereinafter called "the Company."

Incorporation.

2. The Company, their agents and servants, shall have full power and authority to survey, lay out, construct, complete, equip, and operate a single or double line of railway from a point on Burrard Inlet, thence in a south-easterly direction to some point between the western extremity of the American boundary line at Semiahmoo Bay

Location of line.

and the south-western corner of Township 22, in the District of New Westminster, and also a branch line from such point at the boundary to a point in the municipality of Chilliwack.

Gauge. 3. The gauge of the said Railway shall be four feet eight and one-half inches.

Purchase of land near navigable waters and erection of warehouses. 4. The Company shall have full power to purchase, lease, or acquire, at any point where their railway, or any branch thereof, touches or approaches within two miles of any navigable waters, sufficient lands for the use of the Company, their railways or vessels run or navigated in connection with the said Railway; and the Company may erect warehouses, elevators, docks, wharves, stations, workshops and such other buildings as may be necessary for the purposes of the Company; and may sell and convey such lands as may be found superfluous for any such purposes; and shall also have full power to connect any of the works herein mentioned with any point on the railway or its branches, by means of any line or lines of railway for such purposes.

Power to build ferries. 5. It shall and may be lawful for the Company to purchase, build, complete, fit out, and charter, sell, and dispose of, work and control and keep in repair, steam or other ferries, from time to time, to ply on the waters of this Province in connection with the said Railway; and to make arrangements with steamboat and vessel proprietors, by chartering or otherwise, to ply in connection with the said Railway.

Power to amalgamate with other companies. 6. The Company is authorized and empowered to make necessary arrangements to contract and agree with any other railway company, if lawfully authorized to enter into such arrangements, for amalgamation, provided that the terms of such amalgamation are approved of by two-thirds of the shareholders voting either in person or represented by proxy, at a special meeting to be held for that purpose in accordance with this Act.

Agreements with other companies. 7. The Company shall have power to enter into and conclude any agreement with any other railway company, if lawfully authorized to enter into such agreement, for leasing to them the Railway herein authorized, or any part thereof, or for the working of the said Railway, or for running powers over the same, or for leasing and acquiring running powers over lines of other railway companies, or for leasing or for hiring any rolling stock or other property for any services to be rendered by one company to the other, provided that such agreement shall be approved of by two-thirds of the stock-holders at any special meeting called for that purpose.

Telegraph and telephone lines. 8. The Company shall have power to construct, work, and protect telegraph and telephone lines required by the Company.

9. The several clauses of the "British Columbia Railway Act" shall be incorporated with and be deemed to be part of this Act, and shall apply to the Company and to the Railway to be constructed by them, except only so far as they may be inconsistent with the express enactments hereof; and the expression "this Act" when used herein, shall be understood to include the clauses of the said Railway Act so incorporated with this Act. Railway Act incorporated.

10. The several persons named in the first section of this Act, with power to add to their number, shall be provisional directors, and shall hold office as such until other directors are elected under the provisions of this Act by the shareholders, and shall have power to fill the place or places of any of their number which may become vacant, and to open stock books and procure subscriptions for the undertaking, to make calls upon the subscribers, to cause surveys and plans to be executed, and with all such other powers as under this Act are vested in ordinary directors. Provisional Directors.

11. The capital stock of the Company hereby incorporated shall be one million dollars, with power to increase the same in the manner provided by the "British Columbia Railway Act," to be divided into ten thousand shares of one hundred dollars each, and shall be raised by the persons and corporations who may become shareholders in the Company, and the money so raised shall be applied in the first place to the payment of all fees, expenses, and disbursements of and incidental to the passing of this Act, and for making the surveys, plans, and estimates connected with the works hereby authorized; and the remainder of said money shall be applied to the making, equipping, completing, and maintaining of the said Railway and to the other purposes of this Act. Capital Stock.

12. When and as soon as shares to the amount of one hundred thousand dollars of the capital stock of the Company shall have been subscribed, and ten per cent. thereof shall have been paid, the provisional directors shall call a general meeting of the subscribers, for the purpose of electing directors, giving at least two weeks' notice in a newspaper published in the cities of New Westminster and Vancouver, and in the British Columbia Gazette, of the time, place, and object of such meeting. The shareholders present either in person or by proxy, and who shall at the opening of such meeting have paid ten per centum on the stock subscribed by them, shall elect not less than seven nor more than nine persons to be directors of the Company. First election of Directors.

13. The provisional or elected directors of the Company may, in their discretion, exclude any one from subscribing for stock in the Company, or rescind the subscription and return the deposit of any person, if they are of the opinion that such person would hinder, delay, Power of Directors to exclude persons from subscribing for stock.

or prevent the Company from proceeding with and completing their undertaking under the provisions of this Act; and if, at any time, more than the whole stock shall have been subscribed, the said board of directors shall allocate and apportion it amongst the subscribers as they shall deem most advantageous and conducive to the furtherance of the undertaking, and in such allocation the said directors may, in their discretion, exclude any one or more of the said subscribers, if, in their judgment, this will best secure the building of the said Railway.

Allotment of stock. 14. It shall be lawful for the directors, in procuring subscriptions for stock, to allot such stock in such amounts and subject to the payment of such calls, at such amount, and at such times, and at such discount, as they may think fit, or they may agree for the sale of such stock, or any part thereof, at such price as they may think fit, and may stipulate for the payment of the purchase money at the time of subscription, or by instalments, and the amount of every such instalment, as and when payable, shall be deemed to be money due in respect of a call duly made in accordance with the provisions contained in section 35 of the "British Columbia Railway Act," and non-payment of any such instalment shall carry with it all the rights, incidents, and consequences as mentioned in said Act, as in the case of a call due by a shareholder on a share.

Power to make certain payments in paid up stock. 15. The said provisional directors, or elected directors, may pay or agree to pay, in paid up stock or in the bonds of the said Company, such sums as they may deem expedient, to engineers or contractors, or for right of way or material, plant or rolling stock, and also, when sanctioned by a vote of the shareholders at any general meeting, for the services of the promoters or other persons who may be employed by the directors for the purpose of assisting the directors in the furtherance of the undertaking, or purchase of the right of way, material, plant, or rolling stock, whether such promoters or other persons be provisional or elected directors or not, and any agreement so made shall be binding on the Company.

Annual meetings. 16. The general annual meeting of the shareholders of the Company shall be held at such place, and on such days, and at such hours, as may be directed by the by-laws of the Company; and public notice thereof shall be given at least two weeks previous in the British Columbia Gazette, and once a week in one newspaper published in the cities of New Westminster and Vancouver, during the two weeks preceding the week in which such meeting is to be held.

Special meetings. 17. Special general meetings of the shareholders of the Company may be held at such place, and at such times, and in such manner, and for such purposes as may be provided by the by-laws of the Company, upon such notice as is provided by the last preceding section.

18. Every holder of one or more shares of the capital stock shall, Votes. at any general meeting of the shareholders, be entitled to one vote for every share held by him; and no shareholder shall be entitled to vote on any matter whatever unless all calls due on the stock upon which such shareholder seeks to vote shall have been paid up at least one week before the day appointed for such meeting,

19. In the election of directors under this Act, no person shall be Qualification of Directors. elected a director unless he shall be the holder and owner of at least ten shares of the stock of the Company, upon which all calls have been paid up.

20. Aliens and companies incorporated abroad, as well as British Rights of aliens. subjects and corporations, whether resident in this Province or elsewhere, may be shareholders in the Company, and all such shareholders shall be entitled to vote on their shares equally with British subjects, and shall also be eligible to office as directors in the Company.

21. At all meetings of the board of directors, whether of Quorum of Directors provisional directors or of those elected by the shareholders, a majority shall form a quorum for the transaction of business; and the said board of directors may employ and pay one of their number as managing director.

22. Any municipality, through which the said Railway may pass, Grants of land to company. is empowered to grant, by way of gift to the Company, any lands belonging to the said municipality, or over which it may have control, which may be required for right of way, station grounds, or other purposes connected with the running or traffic of the said Railway.

23. The Company shall have power to accept gifts of land from Company may accept gifts of land. any Government or any person, or any body politic or corporate, and shall have power to sell or otherwise dispose of the same for the benefit of the Company.

24. The Company shall have power to purchase and hold such Power to hold additional property. land as may be required at each extremity of the said Railway, for the purpose of building thereon store-houses, warehouses, engine-houses, and other erections for the uses of the Company, and the same or portions thereof, in their discretion, to sell or convey, and also to make use, for the purpose of said Railway, of any stream or water-course at or near which the said Railway passes, doing, however, no unnecessary damage thereto, and not impairing the usefulness of such stream or water-course.

25. The Company may receive from any Government, or from any Aid to company. persons or bodies corporate, municipal or politic, who may have power

to make or grant the same, aid towards the construction, equipment, or maintenance of the said Railway, by way of bonus, gift, or loan, in money or debentures, or other securities for money, or by way of guarantee, upon such terms or conditions as may be agreed upon.

Right to use high
ways.

26. It shall and may be lawful for any municipality, through which the said Railway passes, and having jurisdiction in the premises, to pass a by-law or by-laws empowering the Company to make their road and lay their rails along any of the highways within such municipality, and whether or not the same be in the possession or under the control of any joint stock company, and if such highway be either in the possession or under the control of any joint stock company then also with the assent of such company; and it shall and may be lawful for the Company to enter into and perform any such agreement, as they may from time to time deem expedient, with any municipality, corporation, or person, for the construction or for the maintenance and repair of gravel or other public roads leading to the said Railway.

Power to acquire
more land than is
required for use of
railway.

27. Whenever it shall be necessary, for the purpose of procuring sufficient land for stations or gravel pits, or for constructing, maintaining, and using the said Railway, and in case by purchasing the whole of any lot or parcel of land over which the Railway is to run, the Company can obtain the same at a more reasonable price or to greater advantage than by purchasing the railway line only, the Company may purchase, hold, use, and enjoy such lands and also the right of way thereto if the same be separated from their railway, and may sell and convey the same, or part thereof, from time to time, as they may deem expedient; but the compulsory clauses of the "British Columbia Railway Act" shall not apply to this section.

Acquiring gravel,
etc., for construc-
tion or maintenance
of railway.

28. When stone, gravel, earth, or sand is or are required for the construction or maintenance of said Railway, or any part thereof, the Company may, in case they cannot agree with the owner of the lands on which the same is situated for the purchase thereof, cause a Provincial Land Surveyor to make a map and description of the property so required, and they shall serve a copy thereof with their notice of arbitration, as in case of acquiring the roadway; and the notice of the arbitration, the award, and the tender of the compensation shall have the same effect as in the case of arbitration for the roadway, and all the provisions of the "British Columbia Railway Act" and of this Act, as to the service of the said notice, arbitration, compensation, deeds, payment of money into Court, the right to sell, the right to convey, and the parties from whom lands may be taken, or who may sell, shall apply to the subject-matter of this section, as to the obtaining materials as aforesaid, and such proceedings may be had



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by the Company, either for the right to the fee simple in the land from which such material may be taken, or for the right to take material for any time they shall think necessary; the notice of arbitration, in case arbitration is resorted to, to state the interest required.

29. When said gravel, stone, or other material shall be taken, under the preceding section of this Act, at a distance from the line of the Railway, the Company may lay down the necessary sidings and tracks over any lands which may intervene between the Railway and the lands on which the said material shall be found, whatever the distance may be, and all the provisions of the "British Columbia Railway Act" and of this Act, except such as relate to filing plans and publication of notice, shall apply and may be used and exercised to obtain the right of way from the Railway to the land on which such materials are situated, and such right may be so acquired for a term of years or permanently, as the Company may think proper; and the powers in this and the preceding section may at all times be exercised and used in all respects after a railway is constructed, for the purpose of repairing and maintaining the said Railway.

Sidings to gravel pits, etc.

53 Vic. c. 39.

30. The directors of the Company, after the sanction of the shareholders shall have been first obtained, at any annual general meeting, or any special meeting called for that purpose, shall have power to issue bonds made and signed by the President or Vice-president of the Company, and counter-signed by the Secretary, and under the seal of the Company, for the purpose of raising money for prosecuting the said undertaking, and such bonds shall, without registration or formal conveyance, be taken and be considered to be the first and preferential claim and charge upon the undertaking and real property of the Company, including its rolling stock and equipments then existing, and at any time thereafter acquired; and each holder of the said bonds shall be deemed a mortgagee and incumbrancer, pro rata, with all other holders thereof, upon the undertaking and property of the Company as aforesaid; and the Company may by by-law, before issue, fix and define the amount or denomination of such bonds, the time or times and the place or places for the payment of the principal moneys thereof and the interest thereon, and other particulars in reference thereto: Provided, however, that the whole amount of such issue of bonds shall not exceed twenty-five thousand dollars per mile for each and every mile of Railway by this Act authorized to be built; and provided that in the event, at any time, of the interest upon the said bonds remaining unpaid and owing, then at the next ensuing general meeting of the Company, and at all subsequent general meetings, so long as such interest, or any part thereof, shall remain unpaid and in arrears, all holders of bonds shall have and possess the same rights

Power to issue bonds.

Provisoes.

and privileges and qualifications for directors and for voting, and for all purposes, as are attached to the shareholders: Provided, further, that the holder of any bond or bonds shall, at least three days before any such meeting, produce the bonds held by him to the Secretary of the Company for registration in the holder's name, and it shall be the duty of the Secretary of the Company to register the same, on being so required by any holder thereof.

Negotiable instruments.

31. The Company shall have power and authority to become parties to promissory notes and bills of exchange, for sums not less than one hundred dollars; and any such promissory note or bill of exchange made, accepted, or endorsed by the President of the Company, and counter-signed by the Secretary of the Company, and under the authority of a quorum of the directors, shall be binding on the Company; and every such promissory note or bill of exchange so made shall be presumed to have been made with proper authority until the contrary be shown, and in no case shall it be necessary to have the seal of the Company affixed to such promissory note or bill of exchange, nor shall the persons signing the same be individually responsible for the same, unless the said promissory notes or bills of exchange have been issued without the sanction and authority of the directors, as herein provided and enacted: Provided, however, that nothing in this section shall be construed to authorize the Company to issue any promissory note or bill of exchange payable to bearer, or intended to be circulated as money or as the notes or bills of a bank.

Proviso.

Pledging stock.

32. The Company may, from time to time, for advances of money, pledge any stock, debentures, or bonds, which under the powers of this Act can be issued for the construction of the Railway or otherwise.

Power to collect back charges on goods.

33. The Company shall have the power to collect and receive all charges subject to which goods or commodities may come into their possession, and on payment of such back charges, and without any formal transfer, shall have the same lien for the amount thereof upon such goods and commodities as the persons to whom such charges were originally due had upon such goods or commodities while in their possession, and shall be subrogated by such payment in all the rights and remedies of such persons for such charges.

Power to build railway by sections.

34. The Company is hereby authorized and empowered to take and make the surveys and levels of the lands through which the Railway of the Company is to pass, together with the map or plan thereof, and of its course and direction, and of the lands intended to be passed over and taken therefor, as far as then ascertained, and also the book of reference for the Railway, and to deposit the same as required by the

clauses of the "British Columbia Railway Act" and amendments ⁵³ Vic. c. 9. thereto, with respect to "plans and surveys" by sections or portions less than the whole length of the said Railway authorized, of such length as the Company may from time to time see fit, so that no one of such sections or portions shall be less than five miles in length; and upon such deposit as aforesaid, of the map or plan and book of reference of any and each of such sections or portions of the said Railway, all and every one of the clauses of the said Railway Act and the amendments thereof, applied to, included in, or incorporated with this Act, shall apply and extend to any and each of such sections or portions of the said Railway, as fully and effectually as if the surveys and levels had been taken and made of the lands through which the whole of said Railway is to pass, together with the map or plan of the whole thereof, and of its whole course and direction, and of the lands intended to be passed over and taken and the book of reference for the whole of the said Railway had been taken made, examined, certified and deposited according to the said clauses of the said Railway Act and the amendments thereof, with respect to "plans and surveys."

35. The Railway shall be commenced within two years and completed within five years after the passing of this Act. Commencement and completion of railway.

36. This Act may be cited as the "Burrard Inlet and Fraser Valley Railway Company Act, 1891." Short title.

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