



## CHAPTER 83.

An Act to Incorporate the Queen Charlotte Islands  
Railway Company.

[May 11th, 1901.]

**W**HEREAS a petition has been presented praying for the incorporation of a Company to construct and operate railways as hereinafter set forth, and it is expedient to grant the prayer of their petition :

Preamble.

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

**1.** M. King and John Irving, of the City of Victoria, in the Province of British Columbia, together with such persons as shall hereafter become shareholders in the Company hereby incorporated, are hereby constituted a body corporate and politic under the name of "The Queen Charlotte Islands Railway Company," hereinafter called "the Company."

Incorporation.

**2.** The head office of the Company shall be in the City of Victoria, in the Province of British Columbia, but may be changed to such other place in Canada as is fixed by by-law passed at an annual general meeting or at any special meeting.

Head office.

**3.** The Company may lay out, construct, equip, maintain and operate a railway of the gauge of four feet eight and one-half inches, or of narrow gauge, from a point on Rennell Sound, Graham Island, thence by a practicable route to a point at or near Skidegate Harbour, on Graham Island, Queen Charlotte Islands group, and from any point on said line to any point on Massett Inlet.

Line of railway.

Capital stock.

4. The capital stock of the Company shall be one million dollars, divided into ten thousand shares of one hundred dollars each, and may be called up by the Directors from time to time as they deem necessary, but no call shall exceed ten per cent. of the shares subscribed.

Notice of first general meeting.

5. So soon as one hundred thousand dollars of the capital stock shall have been subscribed and allotted, and ten per cent. of the amount shall have been paid into some chartered bank in Canada, the Provisional Directors shall call a meeting of the shareholders of the Company at the place where the head office is situate, at such time as they shall think proper, giving the notice prescribed by section 7 of this Act, at which meeting the shareholders who have paid ten per cent. on the amount of stock subscribed by them shall, from the shareholders, elect five Directors, of whom three shall form a quorum for the transaction of business, who shall hold office until others are elected.

Failure to elect Directors.

6. No failure to elect Directors or to hold the first or any annual meeting shall operate as a dissolution of the Company, but anything omitted to be done may be afterwards performed at a meeting called in conformity with the by-laws or at a meeting called specially for the purpose.

First general meeting.

7. At least thirty days' public notice of the first meeting of the shareholders of the Company shall be given by advertisement published in the British Columbia Gazette, and at least for thirty days in one newspaper published in the place where the head office is situate, and by a twenty days' notice in writing to each shareholder, delivered to him personally or mailed, properly directed to him at his last known place of abode, in which notice shall be specified the place and the day and the hour of meeting. All such notices shall be published at least weekly, and a copy of such Gazette and newspaper containing such notice shall, on production thereof, be evidence of the sufficiency of such notice.

Provisional Directors.

8. The persons named in the first section of this Act shall be and are hereby constituted Provisional Directors of the Company, with power to add to their number, of whom two shall form a quorum for the transaction of business, and they shall hold office until the first election of Directors under this Act, and shall have power to open stock books and procure subscriptions of stock for the undertaking and to allot the stock and receive payments on account of stock subscribed, and to make calls upon subscribers in respect to their stock, and to sue for and recover the same, and to cause plans and surveys to be made, and to receive for the Company any grant, loan, bonus, or gift made to it, and to enter into any agreement respecting the con-

ditions or dispositions of any gift or bonus in aid of the railway, and, with all such powers as under the "British Columbia Railway Act" are vested in ordinary Directors to be elected as hereinafter mentioned may, in their discretion, exclude anyone from subscribing for stock, who, in their judgment, would hinder, delay or prevent the Company from proceeding with and completing their undertaking under the provisions of this Act; and if at any time a portion or more than the whole stock shall have been subscribed the said Provisional Directors, or the Board of Directors, shall allocate and apportion among 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.

**9.** No Director shall be disqualified from holding office by reason of or on account of his being concerned, directly or indirectly, as partner or shareholder in any other company or association having any contract with the Company, or on account of his receiving any pay or remuneration from the Company. Disqualification of Directors.

**10.** The first annual general meeting of the Company shall be held at such time as the Directors of the Company may determine, and all subsequent annual general meetings shall be held at such time as may be prescribed by the Company in general meeting; and if no other time is prescribed, the annual general meeting shall be held on the third Wednesday of October in each year, at which annual general meetings a Board of five Directors, of whom three shall form a quorum for the transaction of business for the management of the Company's affairs, shall be elected. First annual general meeting.

**11.** The Company shall have power to promote any other company or corporation, or association of persons for any purposes which may seem directly or indirectly calculated to benefit the Company, and for that purpose to obtain any Act of Parliament which may seem expedient, and to oppose any proceedings or applications which may seem calculated, directly or indirectly, to prejudice the Company's interests. Power to promote other companies.

**12.** 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 other purposes of the Company hereby authorised. Pledges of stock.

**13.** The Company shall have, in addition to the powers conferred by the "British Columbia Railway Act," the following powers:— Powers of Company.

- (a.) To construct and operate telegraph and telephone lines for purposes other than its undertaking, and the Company may

acquire by purchase, lease, or otherwise, any other line or lines of telegraph or telephone connecting with the lines so to be constructed along the line of the said railway; and may undertake to transmit any messages for the public by any such line or lines of telegraph or telephone, and collect tolls for so doing:

- (b.) To erect, construct, operate and maintain electric works, wires, cables, transformers, accumulators, power-houses, generating plant, and such other appliances and conveniences as are necessary and proper for generating of electricity and for transmitting the same, to be supplied by the Company as a motive power for hauling, propelling, pumping, lighting, heating, smelting, crushing, milling or drilling, or any other operations of any nature or kind whatever for which electricity may be used, supplied, applied or required, and the Company may contract with any person, body corporate or politic for supplying electricity to any such person, body corporate or politic, or to any streets, ways, lanes, passages, tramways, mines, smelters, mills, manufactories, shops, warehouses, public or private houses, buildings and places, and for such purposes the Company may, from time to time, lay down, carry, fit up, connect and furnish any accumulator, storage battery, cable, wire, pipe, switch, connection, branch, burner, lamp, meter, transformer, or other apparatus for or in connection with any electric main, pipe, lead or cable which for such purposes may be required, and to let any such apparatus for hire for such sum as may be agreed upon:
- (c.) The Company shall also be deemed to be a power company, incorporated for the purpose of acquiring water privileges, and maintaining and operating electrical and other works within the meaning of Part IV. of the "Water Clauses Consolidation Act, 1897," and shall be entitled to all the rights, and shall have all the powers and privileges appertaining to a company incorporated for the special purposes of availing itself of the provisions of Part IV. of the said "Water Clauses Consolidation Act, 1897," subject nevertheless to all the restrictions therein, but only when and so long as the Company shall be exercising such powers and privileges.

Bonding powers

**14.** The Company may issue bonds, debentures, or other securities to the extent of thirty-five thousand dollars per mile of the railway and branches, and such bonds, debentures or other securities may be issued only in proportion to the length of railway constructed or under contract to be constructed: Provided, however, that no such bonds, debentures or other securities shall be issued unless the Directors have been authorised so to do by a resolution passed by a two-

Proviso.

thirds majority at any general or special meeting for that purpose among others called, at which meeting shareholders representing at least two-thirds in value of the subscribed stock of the company are present or are represented by proxy.

**15.** The bonds authorised by this Act to be issued upon the railway and upon any land that may be granted to the Company, or both, may be so issued, in whole or in part, in the denominations of dollars, pounds sterling or francs, or in any or all of them, and the coupons may be for payment in denomination similar to those of the bonds to which they are attached, and the whole or any of such bonds may be pledged, negotiated or sold upon such conditions and at such price as the Board of Directors shall from time to time determine. And provisions may be made by the by-laws of the Company that after the issue of any bond the same may be surrendered to the Company by the holder thereof, and the Company may in exchange therefor, issue to such holder inscribed stock of the Company, which inscribed stock may be registered or inscribed at the chief place of business of the Company or elsewhere, in such manner and with such rights, lien privileges and preferences at such place and on such conditions as shall be provided for by the by-laws of the Company.

Manner of issue of bonds.

**16.** The Company may, from time to time, issue guaranteed or preferred stock at such price and to such amount, and upon such conditions as to the preferences and privileges thereof, or to different issues or classes thereof and otherwise, as shall be authorised by the majority in value of the shareholders present in person or by proxy at any annual meeting or at any special general meeting thereof, called for that purpose, of which notice shall have been given in accordance with the provisions of this Act, and at which meeting shareholders representing two-thirds in value of the subscribed capital stock of the Company are present in person or represented by proxy: Provided always, that the guarantee or preference to such stock accorded shall not interfere with the lien mortgage and privileges attaching to bonds issued under the authority of this Act, and the holders of such preferred stock shall have such power of voting at the meetings of the shareholders as shall be conferred upon them by the by-laws of the Company.

Guaranteed or preferred stock.

**17.** All bonds, preference stock, debentures and other securities hereby authorised, and the coupons or interest warrants thereon respectively, may be made payable to bearer, and shall in that case be transferable by delivery without regard to any equities between the holder or the holders thereof and the Company.

Bonds, etc., may be made payable to bearer.

**18.** The Company may enter into any agreement or agreements for conveying or leasing to any other railway, steamship, transporta-

Company may enter into agreements with other companies.

tion, telegraph or telephone company, in whole or in part, the lines of railway or branches, telegraph or telephone lines, which the Company by this Act is empowered to construct and operate, or for an amalgamation with any other such company if lawfully empowered to enter into any such agreement, or for forming any traffic or other arrangements with any railway or steamboat or transportation company, the whole upon such terms and conditions as may be agreed upon by the contracting parties; provided that each such agreement has been first sanctioned by two-thirds of the votes at a special general meeting of the shareholders duly called for the purpose of considering the same, at which meeting shareholders representing at least two-thirds in value of the stock are present in person or represented by proxy; and provided also, that each such agreement shall be assented to by the Lieutenant-Governor in Council.

- (1.) Such assent shall not be signified until after notice of the proposed application therefor has been published for thirty days in the Provincial Gazette, and also in one newspaper circulating in the district in which the railway of the Company runs:
- (2.) A duplicate of each agreement referred to in this section shall, within thirty days after its execution, be filed in the office of the Provincial Secretary, and notice thereof shall be given by the Company in the Provincial Gazette, and the production of the Provincial Gazette containing such notice shall be *prima facie* evidence of the requirements of this Act having been complied with.

Bonuses.

**19.** The Company may receive, take and hold, enjoy, sell, lease or otherwise dispose of, either conditionally or absolutely, or for any limited estate or interest therein, from any Government, person, corporation, municipal or otherwise, any land, bonus or interest guarantees, exemption from taxes or other impost, or any or all of the same, and generally any benefit or advantage to the Company, or in aid of the same, of any nature or kind whatsoever; and the generality of the latter part of this clause is not to be held to be restricted by the specific mention of the foregoing ways and means.

Stone, timber,  
gravel, etc.

**20.** It shall be lawful for the Company, with the consent of the Chief Commissioner of Lands and Works, to take from any public lands adjacent to or near the line of the said railway, its branches or extensions, all stone, timber or gravel and other material which may be necessary or useful for the construction of the railway, and also where necessary to fill in upon any public lands.

Steamboats.

**21.** The Company may purchase, build, charter or otherwise acquire, maintain, sell and dispose of, navigate and work steamers, ferries, and other vessels in and upon the inland and coast waters of British

Columbia in connection with said undertaking, and generally do all acts and things necessary, usual or incidental in and to the exercise of the powers, rights and privileges granted by this Act.

**22.** The signatures to the bonds of the Company or to the coupons thereto appended may be engraved, stamped or lithographed thereon, and such engraved, stamped or lithographed signature shall be valid and binding on the Company. Signature to bonds.

**23.** All moneys expended by the Provisional Directors, or any of them, in the carrying out and the construction of the undertaking authorised by this Act, either before or after the passage of this Act, shall be treated as cash advanced on account of the Company, and at the first meeting of Directors after the passing of this Act, such advances shall be provided for accordingly. Directors indemnified for expenses of incorporation.

**24.** No calls shall be made at any time for more than twenty per cent. of the whole amount of the subscribed stock, nor shall a greater amount than fifty per cent. of the amount subscribed be called up in any one year. Calls.

**25.** The Company may carry on a general express business for reward, and generally do all things necessary for, or incidental to the carrying on of such business. Express business.

**26.** The Company may make traffic or other arrangements, or enter into any other agreement or agreements whatsoever, with any steam-boat or navigation company. Traffic arrangements.

**27.** The said Company shall have 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 person to whom such charges were originally due, and shall be subrogated by such payment in all the rights and remedies of such persons for such charges. Collection of charges.

**28.** The clauses or sections of the "British Columbia Railway Act," and all future amendments thereto, shall apply to this Company, in the same manner and to the extent as if the same had been set forth clause by clause in this Act. "B. C. Railway Act" to apply.

**29.** The provisions of the "Companies Clauses Consolidation Act, 1897," shall apply to the Company and to the undertaking authorised hereby, save so far as they are expressly varied or excepted by this Act, or as any of such provisions are repugnant to or inconsistent with the provisions of this Act, or the said "British Columbia Railway Act," as incorporated into this Act, in which case the provisions of this Act or of the said Railway Act as so incorporated herein, as the case "Companies Clauses Consolidation Act, 1897," to apply.

may be, shall, to the extent of such repugnancy or inconsistency, govern.

Deposit.

**30.** The Company shall, within six months after the coming into force of this Act, deposit with the Minister of Finance and Agriculture the sum of five thousand dollars, either in cash or securities approved by said Minister, as security that the Company will expend not less than ten thousand dollars in surveys or construction of the railway hereby authorised to be built, before the 1st day of October, 1902, and in default of such expenditure the aforesaid deposit of money or securities shall be forfeited to and become the property of the Government; and should such security not be deposited as aforesaid, all the rights and privileges conferred by this Act shall be null and void.

Future legislation.

**31.** Any Act hereafter passed for the purpose of controlling, regulating or affecting railway companies incorporated by the Legislature of British Columbia with regard to any matter or thing, shall apply to the Company from the time such Act goes into effect, and this section shall not be construed to imply that such Act would not apply to the Company without the enactment of this section.

As to employment  
of aliens.

**32.** No alien shall be employed on the railway during construction, unless it is demonstrated to the satisfaction of the Lieutenant-Governor in Council that the work cannot be proceeded with without the employment of such aliens.

When Act takes  
effect.

**33.** This Act shall not come into force or effect until such time as the Company shall give security to the satisfaction of the Lieutenant-Governor in Council—

- (1.) That the Lieutenant-Governor in Council shall have the right from time to time to fix maximum rates for freight and passenger traffic, and the Company shall not charge rates higher than those so fixed :
- (2.) That in the event of Dominion legislation bringing this railway Company under the exclusive jurisdiction of the Parliament of Canada, the foregoing conditions shall be carried out by the Company so incorporated, as a contract and obligation of said Company prior to any other charge thereon.

Short title.

**34.** This Act may be cited as the “Queen Charlotte Islands Railway Company Act, 1901.”