



CHAPTER 74.

An Act to Incorporate the Penticton Railway
Company.

[10th March, 1910.]

WHEREAS a petition has been presented praying for the incor- Preamble.
poration of a company to construct and operate railways as
hereinafter set forth, and it is expedient to grant the prayer of the
petition :

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

1. Albert Howard MacNeill, James Henry Kennedy, and Earle Incorporation.
Bradford Howes, together with such persons as become shareholders
in the company hereby incorporated, are hereby constituted a body
corporate under the name of the "Penticton Railway Company"
(hereinafter called "the Company").

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

3. The Company may lay out, construct, and operate a railway Line of railway.
of the gauge of four feet eight and one-half inches from a point at
or near Penticton, in the District of Yale, to a point within the
Province of British Columbia at or near the International Boundary
in the vicinity of Osoyoos Lake.

4. The capital stock of the Company shall be two million five Capital stock.
hundred thousand dollars (\$2,500,000), divided into twenty-five

thousand (25,000) shares of one hundred dollars (\$100) each, and may be called up by the directors from time to time as they deem necessary.

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 6 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 not less than five directors (of whom a majority shall form a quorum for the transaction of business), who shall hold office until others are elected.

Notice of first general meeting.

6. Public notice of the first meeting of the shareholders of the Company shall be given by advertisement published for at least thirty days in the British Columbia Gazette, and 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.

7. The persons named in the first section of this Act shall be and are hereby constituted provisional directors of the Company (a majority of whom shall form a quorum) with power to add to the number, but so that the directors shall not in all exceed fifteen in number. The Board of Directors, so constituted, shall have all the powers hereby conferred upon the directors of the Company, and they shall hold office until the first election of directors under this Act.

Annual general meeting.

8. 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 not less than five directors (of whom a majority shall form a quorum for the transaction of business) for the management of the Company's affairs shall be elected.

9. No director shall be disqualified from holding office by reason of or on account of his being concerned, directly or indirectly, in any other company or association, or in any contracts with the Company, or on account of his receiving any pay or remuneration from the Company as such director or otherwise.

Directors not
disqualified by
holding office.

10. 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 afterwards be performed at a meeting called in conformity to the by-laws specially for the purpose.

Failure to elect
directors not to
operate as
dissolution.

11. The Company may issue bonds, debentures, or other securities to the extent of thirty-five thousand dollars (\$35,000) 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:

Bonding powers.

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-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.

Proviso.

12. The Company shall have power to promote any other Company or incorporation 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.

13. 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,
etc.

14. The Company may enter into any agreement for conveying or leasing to any other railway, steamship, transportation, 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 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:

Traffic arrangements
with other
companies.

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 British Columbia 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 British Columbia Gazette, and the production of the British Columbia Gazette containing such notice shall be *prima facie* evidence of the requirements of this Act having been complied with.

Telegraph and
telephone business.

15. The Company may undertake to transmit messages for the public by its line of telegraph or telephone, and collect tolls for so doing.

Express business.

16. The Company may carry on a general express business, either as a separate undertaking or in connection with its railway.

Power to acquire
lands by bonus.

17. The Company may acquire and hold lands by way of bonus, privilege, concession, or grant from any Government, or from any municipal or other corporation, or from any person, and may alienate, sell, or dispose of the same.

Stone, timber, etc.,
required for con-
struction.

18. The Company may, with the consent of the Chief Commissioner of Lands, take from any public lands adjacent to or near the line of the said railway, or branches, all stone, timber, or gravel and other material which may be necessary or useful for the construction of the railway, and also to fill in upon any public lands.

Collecting charges
on goods.

19. The 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 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.

20. 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.

21. 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 thirty-first day of December, 1911, 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, or should such expenditure not be made within such time, all the rights and privileges conferred by this Act shall be null and void.

Deposit to secure expenditure of \$10,000 in construction before 31st December, 1911.

22. Any Act hereafter passed for the purpose of controlling, regulating, or affecting companies incorporated by the Legislature of British Columbia with regard to any matter or thing dealt with by this Act 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.

Future legislation to apply.

23. 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 waters of British Columbia in connection with the said undertaking.

Ships.

24. This Act may be cited as the "Penticton Railway Company Act, 1910."

Short title.

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