



CHAPTER 69.

An Act to Incorporate the Coast-Kootenay Railway Company, Limited.

[May 11th, 1901.]

WHEREAS 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. Frank Stillman Barnard, Joseph Walter McFarland, and William Edgar Oliver, together with such persons as become shareholders in the Company hereby incorporated, are hereby constituted a body corporate under the name of “The Coast-Kootenay Railway Company, Limited,” or such other name as the Lieutenant-Governor in Council upon the request of the Company may approve of, hereinafter called “the Company.” Incorporation.

2. The head office of the Company shall be in the City of Vancouver, 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 and operate a railway of the gauge of four feet eight and one-half inches, from some convenient point on Burrard Inlet at or near the City of Vancouver, thence viâ the City of New Westminster in an easterly direction along the south side of the valley of the Fraser River to some point within one mile of the Court House in Chilliwack; thence to a point on the Fraser River between the junction of the Chilliwack River with the said Fraser Line of railway.

River and the town of Yale; thence by the most feasible route to a point between Penticton and the International Boundary on the water-course connecting Okanagan and Osoyoos Lakes; thence viâ the Kettle River and the Town of Midway to the City of Grand Forks.

Power to construct and operate branch lines.

4. The Company may lay out, construct, and operate branch lines from any point or points on the said line of railway not exceeding twenty miles in a direct line from the main line of railway.

Powers additional to those conferred by "B. C. Railway Act."

5. The Company shall have in addition to the powers conferred by the "British Columbia Railway Act" the following powers, viz.:—

- (a.) The Company may construct, maintain and work telegraph and telephone lines through and along the whole or any portion or portions of the line or lines of railway authorised by this Act to be built, or any of the branches thereof, and may also acquire by purchase, lease or otherwise, any line or lines of telegraph connecting with the lines so to be constructed along the line or part of the line of the said railway; and may undertake to transmit any messages for the public upon such terms and conditions as it may deem advisable by any of such line or lines of telegraph or telephone, or any portion thereof, and may make such charges for the transmission of such messages as shall be from time to time fixed by the Directors, and they may use any improvements that may hereafter be invented, subject to the rights of patentees, for telegraphing or telephoning, or any other means of communication that may be deemed expedient by the Company at any time hereafter: Provided that no Act of this Legislature requiring the Company, in case efficient means are devised for carrying telegraph, telephone or electric wires underground, to adopt such means, and abrogating the right given by this Act to continue carrying lines on poles, shall be deemed an infringement of the privileges granted by this Act:
- (b.) The Company may purchase, build, charter or otherwise acquire, equip, maintain, sell or dispose of, and navigate and work steamers and other vessels in and upon the waters of British Columbia:
- (c.) The Company may erect, maintain, or work docks, dock-yards, wharves, slips, piers, elevators, ferries, coal bunkers, hotels, dépôts and buildings necessary or convenient for the purposes of the Company, at any point on or in connection with the railway:
- (d.) The Company may construct, acquire, operate, and dispose of smelters, reduction, refining, concentrating, or other works for the handling and treatment of ores, and may acquire, operate and dispose of coal lands:

(e.) The Company may carry on a general express business either as a separate undertaking or in connection with its railway:

(f.) The Company shall be deemed to be a "Power Company" within Part IV. of the "Water Clauses Consolidation Act, 1897," incorporated for the purposes mentioned in sections 79, 80, 82 and 83 in said Act, and shall have all the rights, powers and privileges granted to such "Power Company" thereunder, and be subject to the restrictions placed on same, but only when and so long as the Company shall exercise such powers, rights and privileges thereunder.

6. The capital stock of the Company shall be ten million dollars, Capital stock. divided into one million shares of ten dollars each, and may be called up by the Directors from time to time as they deem necessary.

7. 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 possessing the qualifications hereinafter mentioned, elect five Directors, of whom three shall form a quorum for the transaction of business, who shall hold office until others are elected. First general meeting.

8. 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 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. Notice of first general meeting.

9. 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. Provisional Directors.

Powers and duties of Provisional Directors.

10. The Provisional Directors 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 conditions or disposition 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 any one 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 Board of Directors shall allocate and apportion it 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.

Executive Committee of Directors.

11. The Board of Directors may appoint from out of their number an Executive Committee, composed of at least three Directors, for the transaction of the ordinary business of the Company with such powers and duties as shall be fixed by the by-laws, and the President shall be ex-officio a member of such Committee.

Directors not disqualified by holding office.

12. No Director shall be disqualified from holding office by reason of or on account of his being concerned, directly or indirectly, as partner 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.

Annual general meetings.

13. 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 meeting a Board of five Directors, or such other number as the Provisional Directors shall fix under the provisions hereof, of whom three shall form a quorum for the transaction of business for the management of the Company's affairs, shall be elected.

Failure to elect Directors or hold any annual meeting not to dissolve Company.

14. 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.

15. 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-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. Bonding powers.
Proviso.

16. 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.

17. 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: 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. Company may enter
into agreements, etc.

(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.

Company empowered to receive bonuses of land or money.

18. The Company is hereby authorised and empowered to receive, take, hold, enjoy or lease from any government, person, corporation, municipal or otherwise, grants of land, bonuses, privileges, donations, loans, gifts of money, guarantees of bonds or interest, bonds or securities for money, exemptions from taxes or other imposts, subscriptions for shares in the Company, or for bonds or debentures of the Company, or for 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 Company may sell, lease or otherwise dispose of the same, either conditionally or absolutely, or for any limited estate or interest therein, and upon such terms and conditions as the Directors may deem proper.

May acquire franchises of other transportation companies.

19. The Company may enter into any agreement with any railway, navigation or canal company for purchasing or leasing or otherwise acquiring the whole or any part of the property, assets, rights, powers, privileges and franchises of any such company.

Pledges of stock, etc.

20. 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.

Stone, timber, etc., required for construction.

21. 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 to fill in upon any public lands.

Collection of charges on goods.

22. 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.

"B. C. Railway Act" to apply.

23. 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.

Deposit to secure expenditure of \$10,000 on construction before 1st October, 1902.

24. 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 first 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.

25. 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. Future legislation to apply.

26. All moneys expended by the Provisional Directors, or any of them, in furtherance of the undertaking authorised by this Act, either before or after the passing 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 the Act a resolution may be passed giving credit to each Provisional Director in the books of the Company for such amount as they or he may have expended. Disbursements by Provisional Directors.

27. No aliens 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. As to employment of aliens.

28. 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— When Act takes effect.

- (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.

29. This Act may be cited as the “Coast-Kootenay Railway Act, Short title. 1901.”