



CHAPTER 55.

An Act to Incorporate the Okanagan Telephone Company.

[25th April, 1907.]

WHEREAS Edgar Bloomfield, Richard Coupland Spinks and George Cornelius Van Horne have by their petition prayed for an Act of Incorporation for the purpose of constructing, equipping, maintaining and operating a telephone system within and throughout the County of Yale in the Province of British Columbia, and for that purpose to construct, erect and maintain poles, wires, and other works and devices as may be necessary for making, completing, operating and maintaining communication by telephone within and throughout the said County; to enter upon, open and break up highways and streets within and throughout the said County; to acquire, hold, lease, and dispose of lands; to purchase or lease any other telephone system or part thereof; to connect with other telephone lines and systems; to sell or lease the Company's system or any part thereof, or to amalgamate with any other line or system operating within the Province of British Columbia: Preamble.

And whereas it is expedient to grant the prayer of the said 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. Edgar Bloomfield, Richard Coupland Spinks, and George Cornelius Van Horne, together with such other persons as shall hereafter become shareholders therein, are hereby constituted a body politic and corporate under the name of the Okanagan Telephone Company, hereinafter called the Company. Incorporation.

- Head office. **2.** The head office of the Company shall be at the City of Vernon :
Power to change. Provided, however, that the Lieutenant-Governor-in-Council may, on
the application of the Company, change the name of the Company and
the location of the head office.
- Capital. **3.** The capital of the Company shall be fifty thousand dollars,
Division into shares. divided into five hundred shares of one hundred dollars each, with
power to increase by the issuance of new shares or stock as the Com-
pany may determine, upon such terms and conditions and with such
rights and privileges annexed thereto as the general meeting resolving
upon the creation thereof may direct, and in particular such shares
Preference shares. may be issued with a preferential or qualified right to dividends and
in the distribution of assets of the Company, and with a special or
without any right of voting.
- Limitation of **4.** The liability of the shareholders shall be limited to the amount
liability. (if any) unpaid on the shares respectively held by them.
- Provisional **5.** The said Edgar Bloomfield, Richard Coupland Spinks and George
Directors. Cornelius Van Horne shall be the Provisional Directors of the Company
with power to obtain subscriptions for shares and to organise the
Company, and they shall hold office until the election of Directors as
hereinafter provided.
- Regulations govern- **6.** The Company shall, in addition to the regulations provided by
ing Company. the "Companies Clauses Act, 1897," be governed by the following
regulations :
- (a.) The Board of Directors shall consist of not less than three nor
more than seven persons :
 - (b.) Every Director shall be a shareholder in the Company holding
not less than two shares in his own name.
 - (c.) The Directors shall elect one of their number to be the Chairman
of the Board.
 - (d.) The remuneration of the Directors (if any) shall be determined
by the Company in general meeting.
 - (e.) The Directors shall continue in office for one year or until their
successors are properly elected.
 - (f.) Any casual vacancy in the Board of Directors may be filled up
by the Directors, but any person so chosen shall retain his office
so long only as the vacating Director would have retained the
same if no vacancy had occurred.
 - (g.) The annual general meeting of the Company for the election of
Directors shall be fixed by by-law.
 - (h.) A Director may hold any other office or place of profit under
the Company to which he may be elected or appointed either
by the Directors or by the Company in general meeting.

- (i.) The powers conferred by section 157 of the Companies Clauses Act may be delegated to the Directors.
- (j.) At any general meeting every shareholder shall, subject to any special or qualified right of voting, have one vote for each share held by him.
- (k.) In the event of an equality of votes at a Directors' meeting the Chairman shall have a second or casting vote.
- (l.) 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 or prevent the Company from carrying out any of the powers herein conferred, and if at any time more than the whole stock shall have been subscribed the said Board of Directors may 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 said subscribers.

7. The Company shall have and hold and may, among other things, Powers. exercise the following powers :

- (a.) To acquire by any lawful means hold, sell, mortgage, lease and generally deal in any articles or patents covering any electrical machine, device or apparatus, for the purposes of the Company's business.
- (b.) To construct, erect, maintain and operate a line or lines of telephone within and throughout the County of Yale and all the cities, towns and municipalities within said County ; to enter upon, erect, construct, maintain and operate its telephone line along the sides of, across or under any highway, street and bridge within and throughout the said County, and may erect so many poles and other works and devices as may be necessary, and may stretch wires thereon for the purposes of the Company and so often as the Company, its agents, officers or workmen think proper, break up and open any part or parts of the said highways or streets subject to the following :
 - (1.) The Company shall not interfere with the public right of travelling on or using such highways or streets.
 - (2.) In Municipalities the breaking up and opening of streets for the erection of poles or for carrying wires underground shall be subject to the approval of the Municipal Council of such Municipalities.
 - (3.) The Company shall not break up or open any part or parts of any highway not being a municipality without having

first obtained the consent of the Chief Commissioner of Lands and Works for the time being.

- (4.) Whenever in the case of fire it becomes necessary for its extinction or the preservation of property that the poles or wires should be cut, the cutting under such circumstances of the poles or 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 to claim compensation for any damage thereby incurred.
- (c.) To acquire by any lawful means and hold, sell, lease, mortgage and otherwise dispose of lands, tenements and hereditaments of any description, within the limits aforesaid.
- (d.) To acquire by any lawful means other line or lines or system of telephone.
- (e.) To connect with any other line or lines or any telephone system.
- (f.) To amalgamate or lease its line or lines or system or any part thereof.
- (g.) To hold shares or stock in any other company having objects similar to those of the Company.
- (h.) To cut down the trees or underwood for a space of one hundred feet on each side of the Company's line or lines, doing as little damage as possible and making compensation to owners and proprietors or persons interested in the lands so entered upon by the Company for all damage by them sustained from the exercise of their power in this sub-section granted: Provided, however, that in the event of any dispute arising between the Company and any owner or occupier of the lands or persons interested therein, upon which the Company may have cut down trees, the same shall be settled by arbitration pursuant to the Arbitration Act: Provided, further, that nothing herein contained shall authorise entry upon any orchard, garden or the curtilage of any dwelling house.
- (i.) To fix a tariff of rates and charges for the use of the Company's lines and system. Such tariff to be subject to the approval of the Lieutenant-Governor in Council.
- (j.) To do all other things which are conducive or necessary to the attainment of the above objects, or any of them.

Commencement of business.

Meeting to elect Directors.

8. When shares of the par value of five thousand dollars have been subscribed for the Company may begin business. So soon as conveniently may be thereafter the Provisional Directors, or a majority of them, shall convene a general meeting for the purpose of electing a Board of Directors and the transaction of such business as may be brought before the meeting.

9. Notice of such meeting shall be given by registered letter to each shareholder posted two weeks before the date of the meeting to the last known place of residence of such shareholder. Notice of meeting.

10. Where any of the Company's property has for the Company's purposes passed into the possession of another, such property shall not be subject to distress for rent, or be liable to be taken in execution under any process of any Court against the person in whose possession the said property may be. Exemption from distress and execution.

11. If any person neglects or refuses to pay any fee, money or charge due to the Company, the Company may cut or disconnect their line or works through which electricity may be supplied, and enter upon any premises where any of their property may be and remove all their instruments, wires and works. Power to enter and recover property.

12. It shall be lawful for the Lieutenant-Governor in Council to grant to the Company a right of way for such portions of the Company's lines as may pass on or under Crown lands, such right to be limited both as to quantity and terms as the Lieutenant-Governor in Council may deem expedient. Right of way.

13. Sections 179, 180, 181, 182 and 183 of the "Companies Clauses Act, 1897," shall not apply to this Act, or the Company or its undertakings. Sections not applicable.

14. This Act may be cited as the "Okanagan Telephone Company's Act." Short title.

VICTORIA, B. C.

Printed by RICHARD WOLFENDEN, L.S.O., V.D., Printer to the King's Most Excellent Majesty.
1907.