



CHAPTER 60.

An Act to Incorporate the Kootenay Power and Light Company, Limited.

[8th May, 1897.]

WHEREAS Herbert S. Holt, Frank Paul, William Doull, all of the Preamble.

City of Montreal, in the Province of Quebec, and Charles L. Ross, Baronet, of Rosshire, Scotland, have by their petition applied to be incorporated as a Company, with power to supply power, light and heat by compressed air and electricity to the inhabitants, cities, towns, mines, smelters, railways and tramways in the East and West Divisions of Kootenay District, Province of British Columbia, and to construct, maintain, and operate tramways and telephone systems in the said East and West Divisions, and for the purpose of generating power, light and heat, as aforesaid, to appropriate and use so much water from Kootenay River and its tributaries and the Columbia River and its tributaries as the Company may see fit, and to erect and maintain all necessary works, buildings, flumes, dams, raceways, poles, lay pipes and stretch wires for the conveyance and supply of compressed air and electricity as aforesaid, and to expropriate lands for the purposes of the Company :

And whereas it is expedient to grant in part the prayer of such petition, and also to confer upon the petitioners the powers and privileges hereinafter contained :

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

1. This Act may be cited as the “Kootenay Power and Light Short title Company, Limited, Act, 1897.”

2. The said Herbert S. Holt, Frank Paul, William Doull and Charles L. Ross, and such other person or persons, corporation or corporations as shall in pursuance of this Act become shareholders in

the Company, are hereby constituted a body corporate by the name of the "Kootenay Power and Light Company, Limited," and hereinafter called "the Company."

- Head office. **3.** The head office of the Company shall be at the City of Rossland, or at such other place in the Province of British Columbia as may be thereafter determined upon by the Directors of the Company.
- Capital stock. **4.** The capital stock of the Company shall be one million dollars, divided into ten thousand shares of one hundred dollars each.
- Calls. **5.** No calls shall be made at any one time for more than twenty per cent. of the amount subscribed, by any one shareholder, nor shall a greater amount than eighty per cent. of the amount subscribed be called up in any one year. Calls shall not be made at a less interval than one month from the previous call.
- Liability of shareholders. **6.** The shareholders of the Company shall not as such be held responsible for any act, default, or liability whatsoever, of the Company, or for any engagement, claim, payment, loss, injury, transaction, matter or thing whatsoever, relating to or connected with the Company, beyond the unpaid amount of their respective shares in the capital stock thereof.
- First Directors. **7.** The said Herbert S. Holt, Frank Paul, William Doull and Charles L. Ross shall be the first Directors of the Company.
- Number of Directors. **8.** Until otherwise determined by a general meeting, the number of Directors shall be four, but the Company may increase or reduce the number of Directors so that the number of Directors shall not be more than ten nor less than three.
- First general meeting. **9.** The first general meeting shall be held at such time (not being more than four months after the passing of this Act) and at such place as the Directors may determine. Subsequent ordinary general meetings shall be held at such period or periods in each year as may be determined upon by order of a general meeting.
- Business of ordinary meeting. **10.** The business of an ordinary meeting shall be to receive and consider the profit and loss account and balance sheet, the reports of the Directors and the Auditors, to elect Directors and other officers in place of those retiring, to declare dividends, and to transact any other business which, under the "Companies' Clauses Act, 1897," ought to be transacted at an ordinary meeting, and any business which is brought under consideration by the report of the Directors issued with the notice convening such meeting.
- Extraordinary meetings. **11.** The Directors shall, upon a requisition made in writing by two or more shareholders holding in the aggregate one-third of the issued capital, convene an extraordinary meeting of the Company.



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12. In order to constitute a meeting (whether ordinary or extraordinary) there shall be present, either personally or by proxy, three or more shareholders holding in the aggregate not less than one-fourth of the subscribed capital stock of the Company.

Numoer to be present to constitute a meeting.

13. At all general meetings of the Company, every shareholder shall be entitled to have one vote for every share held by him; provided always that no shareholder shall be entitled to vote at any meeting unless he shall have paid all the calls then due upon the shares held by him.

Shareholders' right to vote on share.

14. The Company, with the sanction of the vote of the majority in value of the issued shares obtained at any meeting specially called for that purpose, may exercise any of the following powers:—

Company's power to—

(a.) Raise any additional sum or sums by the issue of new ordinary shares or by the issue of new ordinary stock, or at the option of the Company by either of those modes, or by the issue of new preference shares, or by the issue of new preference stock, or at the option of the Company by both of those modes, and such preference shares or preference stock may bear interest not exceeding the rate of twelve per cent. per annum :

Issue new ordinary or preference shares or stock.

(b.) Borrow from time to time on mortgage or bond such sums of money as the Company shall think fit: Provided, however, the directors may from time to time, at their discretion, raise or borrow, without the sanction of a general meeting, any sum or sums of money for the purposes of the Company, but so that the amount at any one time owing in respect of the moneys raised or borrowed without the sanction of the general meeting, shall not exceed the sum of \$20,000. Nevertheless, no lender or other person dealing with the Company shall be concerned to see or inquire whether this limit is observed:

Borrow on mortgage or bond.

(c.) Create and issue debenture stock, and may attach to the stock so created a fixed or perpetual preferential interest not exceeding the rate of twelve per cent. per annum, payable half-yearly or otherwise, and commencing at once or in future time or times when and as the debenture is issued, or otherwise as the Company thinks fit.

Debenture stock.

15. The provisions of the "Companies' Clauses Act, 1897," shall apply to the Company and to the undertakings authorised hereby, save so far as they are expressly varied or excepted by this Act, or as any of the provisions hereof are repugnant to or inconsistent with the provisions of the said Act, in which case the provisions of this Act shall, to the extent of such repugnancy or inconsistency, govern.

Application "Companies' Clauses Act, 1897."

16. The Company shall have power to acquire water and water-power by records of unrecorded water, or by the purchase of water

Power to acquire water records.

records or water privileges for, and the application of such water and water-power to all or any of the purposes within the said East and West Divisions of Kootenay District, and in any of the manners and methods following:—

Dams, flumes, etc.

(a.) For rendering water and water-power available for use, application and distribution by erecting dams, increasing the head of water in any existing body of water, or extending the area thereof, diverting the waters of any stream, pond or lake into any other channel or channels, laying or erecting any line of flume, pipe or wire, constructing any raceway, reservoir, aqueduct, weir, wheel, building, or other erection or work which may be required in connection with the improvement and use of the said water and water-power, or by altering, renewing, extending, improving, repairing, or maintaining any such works or any part thereof:

Water for hydraulic mining, industrial and other purposes.

(b.) The use of water or water-power for hydraulic mining purposes, within the said East and West Divisions of Kootenay District, and for milling, manufacturing, industrial and mechanical purposes, other than the generation of electricity.

Use of water for generating electricity.

17. The Company shall have power to use water or water-power for producing and generating electricity and compressed air within the said East and West Divisions of Kootenay District for the purposes of light, heat and power, and for—

Constructing electrical works, motors, tramways, etc.

(a.) Constructing, operating and maintaining electric works, power houses, generating plant, and such other appliances and conveniences as are necessary and proper for the generating of electricity, or electric power, and for transmitting the same to be used by the Company, or by persons, companies or corporations, contracting with the Company therefor, as a motive power for the operation of motors, machinery or electric lighting or other works, or to be supplied by the Company to consumers for heating or as a motive power for propelling tramways, or for driving, hauling, lifting, pumping, lighting, crushing, smelting, drilling and milling, or for any other operations to which it may be adapted, or to be used or supplied for or in connection with any other purposes for which electricity or electric power may be applied or required:

Lines, batteries, machines, etc.

(b.) Placing, sinking, laying, fitting, maintaining and repairing electric lines, accumulators, storage batteries, cables, mains, wires, pipes, switches, connections, branches, electric motors, dynamos, engines, machines, or other apparatus or devices, cuts, drains, water-courses, pipes, poles, buildings, and other erections and works; and erecting and placing any electric line, cable, main, wire, or apparatus above or below ground:

(c.) Constructing, equipping, operating and maintaining electric, cable, or other tramways or street railways for the conveyance of passengers and freight : Tramways and street railways.

(d.) Constructing, equipping, operating and maintaining telegraph and telephone systems and lines. Telegraph and telephone.

18. The Company shall have the power of supplying compressed air, electricity and electric power to consumers for any purposes to or for which compressed air or electric power may be applied or required. Supplying consumers with electricity and compressed air.

19. For the purpose of carrying out such undertakings, the Company shall (except as in this Act provided) be in the position of a company duly incorporated in compliance with Part IV. of the "Water Clauses Consolidation Act, 1897," and with the like rights, powers, privileges and priorities, and subject, except as aforesaid, to the like conditions and restrictions, and all the provisions relating to a power company of Part IV. of the said Act (except such as relate to the incorporation of the Company, or as are herein excepted, altered, or varied), shall apply to the Company. Part IV. of the "Water Clauses Consolidation Act, 1897."

20. Upon the Company at any time within one month from the date of the "Water Clauses Consolidation Act, 1897," coming into force, giving notice of the intention to apply for a record in pursuance of Part IV. of the said Act, of the waters of the Kootenay River, at the rapids, about five miles from its confluence with the Columbia River, it shall as to such waters have priority over all notices of applications and applications made for records from any such sources, made since the 25th day of February, 1897, and not completed by record prior to the passage of this Act. Record of water of Kootenay River and priority.

21. If by any public Act hereafter passed any of the sections of the "Water Clauses Consolidation Act, 1897," be repealed, extended, varied, or otherwise amended, the provisions of such amending Act shall thereafter apply to such of the sections of this Act as correspond to the section of the "Water Clauses Consolidation Act, 1897," amended, but such amendment shall not deprive the Company of the right to exercise or use or complete any power or privilege exercised or in use or commenced by the Company prior to or at the time of the passage of such amending Act. Application of future amendments to "Water Clauses Consolidation Act, 1897."