



CHAPTER 67.

An Act to Incorporate the "Okanagan Water-Power Company."

[8th May, 1897.]

WHEREAS John R. Mitchell, Mining Engineer, of 627, Richards Preamble.

Street, Vancouver, B.C., Lionel Hanbury Webber, Financial Agent, of Rossland, B.C., and Philip Carl Stoess, Mining Engineer, of 25, Review Building, in the City of Spokane, in the State of Washington, one of the United States of America, have by their petition prayed for authority to construct, operate and maintain electric power and light stations, at certain points on the Okanagan River, in Yale District, in the Province of British Columbia, more particularly set forth in their said petition; and to take, use and divert therefrom so much of the waters thereof as may be needful for the purposes of their undertaking; with power to use said water-power, or any part thereof, from any of the said points for the generating of electricity and the operation of tramways and the supplying of power for the operation of mines and stationary machinery, and electric lighting of cities, towns, municipalities and mines, and the supply of heat and for any other purposes for which it may be applied or required; with power to make rates and charges for the supply of said power, light and heat and receive remuneration at such rates; with power to construct and maintain buildings, erections, raceways, or other such works as shall be necessary; and also to enter upon and expropriate lands for sites for power houses, stations and necessary tramway lines and subways in connection with the said works and right of way; and to erect, lay, construct and maintain all necessary works, bridges, pipes, poles, cables, wires, structures and appliances necessary or proper for the generating and transmitting of electric power and light; with power to construct telegraph and telephone lines over and along the routes taken in transmitting the said power, light and heat; with power to make rates and collect same for the use thereof by the public; and also for authority to particularly transmit and distribute the electric power, light and heat

in the following localities and throughout the same, viz.:—Okanagan, Fairview, Keremeos, Kruger Mountain, Osoyoos, Penticton, and to the east of said point or points where the power station or stations may be situate, to and inclusive of that locality known as Camp McKinney, west as far as the mountain range which divides the Fraser River from the Similkameen, north as far as Penticton, and south to the International Boundary Line, and in Camp McKinney, and to such cities, towns, and municipalities as are now or may be established in the Yale District, all of which territory and area is hereinafter called “the said area;” with power to engage in mining operations and acquire mining properties and claims, and work the same and utilise the electric power generated as aforesaid in so doing; with power to purchase, acquire and take over by all requisite deeds and assignments, from any trustee, any property, rights, water privileges and easements, and mining claims or leases acquired by such trustee on their behalf, and that the water privileges so acquired by them for whatever purpose may be consolidated where possible, and may be held, utilised and employed in the exercise of all or any of the powers in their petition set forth; with power to take and use from the Okanagan River and tributaries thereof, at convenient points, such further water-power as may be necessary for their purposes; with power to construct, maintain and operate single or double track tramways with all necessary switches, side tracks and turn-outs, poles and wires and all other requisite appliances and powers in connection therewith upon and along the lands, roads, streets and bridges connecting the towns above set forth, and within a radius of ten miles of each of said towns, and within the corporate limits of any of said towns, over the streets and bridges thereof, with the privilege to build such lines of tramway in sections and from one town to another without being required to build the other lines, and within one or more of the said towns or municipalities without being required to build in all of the said towns; with power to take, transport and carry passengers and freight thereon, and to use in the running and operation thereof the electric power generated as aforesaid, or such other motive power as they may see fit; with power to construct telegraph and telephone lines along the routes taken by the tramway lines, with the right to make rates and collect same for the use thereof by the public; with power to enter upon and expropriate lands and to open and break up the soil and pavement of the roads, streets, highways and bridges for the purpose of laying pipes, rails or tracks, erecting poles or for any other purpose; with power to make running arrangements or amalgamate with any company having similar powers or with one or more of the powers in their petition specified; and with power to acquire, by purchase or otherwise, any privileges held by any person or persons, corporation or corporations, of benefit or advantage in the carrying on of the aforesaid works, and operate the business of any such person or

persons, corporation or corporations, or utilise the said privileges in the carrying on of the aforesaid works, and for all such powers as may be necessary to fully and completely carry on or operate all or any of the aforesaid works :

And whereas it is expedient to grant in part the prayer of the said petition, and also to give the Company the further power to treat ores :

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 “Okanagan Water-power Com- Short title.
pany Act, 1897.”

2. The said John R. Mitchell, Lionel Hanbury Webber, and Philip Incorporation.
Carl Stoess, together with such other persons and corporations as become shareholders in the Company hereby incorporated, are hereby constituted a body corporate under the name of the “Okanagan Water-power Company.”

3. Where the words following occur in this Act they shall be con- Interpretation.
strued in the manner hereinafter mentioned, unless the contrary intention appears :—

- (1.) “The Company” shall mean the “Okanagan Water-power Company:”
- (2.) “The undertaking” shall mean the lines of tramway and the works of whatever description authorised by this Act, to be executed or purchased, leased, taken over or otherwise acquired by the Company :
- (3.) “Lands” shall include all real estate, messuages, lands, tenements and hereditaments of any tenure:
- (4.) In this Act, unless the context otherwise requires, the expression “electric lines” shall mean and include, in addition to any of the electrical appliances specifically mentioned in this Act, wire or wires, cables, conductors, or other means which are now in use or hereafter may be used for the purpose of conveying, transmitting or distributing electricity, with any casing, coating, covering, post, tube, pipe or insulator enclosing, surrounding or supporting the same, or any part thereof, or any apparatus connected therewith, for the purpose of conveying, transmitting, or distributing electricity, electric power or electric current, or any apparatus for converting electrical into mechanical power, or for converting mechanical into electrical power :
- (5.) “Directors” shall mean the Directors assembled at a Board duly constituted and convened, or as the case may be, the Directors from time to time of the Company :

- (6.) "Board" shall mean a meeting of the Directors duly convened, at which a quorum at least is present.

Head office.

4. The head office of the Company shall be at the City of Victoria, in the Province of British Columbia, or at such other place in the Province of British Columbia, as the Company may from time to time determine.

Capital stock.

5. The capital stock of the Company shall be five hundred thousand dollars, divided into five hundred thousand shares of one dollar each, but the capital stock may be further increased by the Company as hereinafter provided :—

Who may be shareholders.

- (a.) All shareholders in the Company, whether British subjects or aliens, or residents of Canada or elsewhere, shall have equal right to hold stock in the Company, and shall be eligible to office in the Company, and foreign corporations may hold stock in the Company :

Increase of capital stock.

- (b.) The capital stock of the Company may be increased from time to time to any amount, if such increase is sanctioned by a vote in person, or by proxy, of the shareholders, who hold at least two-thirds in amount of the stock of the Company, at a meeting expressly called by the Directors for that purpose by a notice in writing to each shareholder, delivered to him personally or properly directed to him and deposited in the post office, postage prepaid, at least twenty days previously to such meeting, stating the time, place and object of such meeting, and the amount of the proposed increase; and the proceedings of such meeting shall be entered in the minutes of the proceedings of the Company, and thereupon the capital stock may, with such approval, be increased to the amount authorised by such vote. The new shares, being increase of capital stock of the Company, shall be issued upon such terms and conditions and with such rights and privileges as the shareholders at any such meeting shall determine; and in particular, such shares may be issued with a preferential or qualified right to dividends, or at a discount, and may be issued as paid-up or non-assessable shares when issued in consideration for the transfer of any property or for work and services rendered to the Company :

Sale of preference or ordinary shares at less than face value.

- (c.) The Directors may, from time to time, sell and dispose of fully paid-up and non-assessable preference or ordinary shares of the Company at such less sum than the face value thereof as may be authorised by a vote in person or by proxy of the shareholders, who hold, at least, a majority in amount of the issued stock of the Company, at any special meeting to be called and held for that purpose. And the purchaser or purchasers of such preference or ordinary shares shall not on that account be in

any manner liable or charged with the payment of any debt or demand due by the Company :

- (d.) The Company may issue out of the capital stock such shares, being preference shares or ordinary shares thereof, as the Directors may in their discretion see fit, or certificates of preference or ordinary shares, without subscription therefor by any person or persons, and without allotment to any person or persons, with power to the Directors to pledge the same for advances of money made to the Company in the carrying on of the undertaking, and such shares are to be fully paid up and non-assessable in the hands of the pledgees, and in the case of default of payment of the advances made thereon, the pledgees thereof, or any pledgee of any said shares, shall be entitled, upon request and production of the share or shares, or certificate of shares, to be registered as the owner or owners thereof, without subscription therefor ; and any such registered holder of any such shares, and his assignees, shall be deemed and considered to be the registered holder of any such shares as fully paid up, and the said shares shall be non-assessable for any cause : Issue of preference or ordinary shares for obtaining advances.
- (e.) The Board may issue, under the common seal of the Company, share warrants to bearer in respect of any fully paid up shares, and all shares while represented by warrants shall be transferable by delivery of the warrants relating thereto. Before the issue of a share warrant, the certificate (if any) then outstanding in respect of the shares intended to be included in it, shall be delivered up to the Board unless this condition is dispensed with. Each share warrant shall contain such number of shares and be in such language and form as the Board may think fit. The number originally attached to each shall be stated in the share warrant : Share warrants, issue of.
- (f.) Any person applying to have a share warrant issued to him shall, at the time of application, pay, if so required by the Board, such fee, not exceeding twenty-five cents, for each share warrant, as the Board shall from time to time fix : Fee.
- (g.) The bearer of a share warrant shall be deemed to be a member of the Company to the full extent, but he shall not be entitled to attend or vote at any general meeting, or to sign a requisition for a meeting, or join in convening a meeting, unless two clear days previously he shall have deposited the warrant relating to the shares in respect of which he proposes to act or vote at the registered office of the Company. No shares represented by warrants shall be reckoned in the qualification of a Director : Right of bearer to vote.
- (h.) The Company shall deliver to a member depositing a share warrant in the manner above mentioned a certificate stating his Certificate.

name and address and the number of shares represented by such share warrant, and the certificate shall entitle him to attend and vote at a general meeting in respect of the shares specified therein, in the same way in all respects as if he were a registered member. Upon delivery up of the certificate the Company shall return him the share warrant in respect of which such certificate shall have been given :

Bearer of share warrant to produce same.

(i.) No person as bearer of a share warrant shall be entitled to exercise any of the rights of a member (save as hereinbefore expressly provided in respect of general meetings) without producing such share warrant, and stating his name, address and occupation. The names of more than one as joint holders of a share warrant shall not be received :

What rights in Company bound to recognise.

(j.) The Company shall not be bound by, or be compelled in any way to recognise, even when having notice thereof, any other right in respect of the share represented by a share warrant than an absolute right thereto in the bearer thereof for the time being :

Coupons for dividends.

(k.) The Board may provide by coupons or otherwise for the payment of the future dividends on the share included in any share warrant, and the delivery up of a coupon shall be a good discharge to the Company of the dividend thereby represented :

Renewal of share warrant.

(l.) If any share warrant be worn out, destroyed or lost, it may be renewed on payment of twenty-five cents (or such less sum as the Company in general meeting may prescribe), upon the production of such evidence of its having been worn out, destroyed or lost, and of the title of the person claiming the share represented by it, as the Board may consider satisfactory, and upon such indemnity, with or without security, as the Board may require. All expenses incurred by the Company in procuring or investigating such evidence and obtaining such indemnity shall be paid by the person availing himself of the provisions of this section :

Registration as a member on surrender of share warrant.

(m.) If the bearer of a share warrant shall surrender it to be cancelled, together with all outstanding dividend coupons issued in respect thereof, and shall therewith deposit with the Company an application in writing, signed by him in such form and authenticated in such manner as the Board require, requesting to be registered as a member in respect of the share specified in the said share warrant, and stating in such application his name, address and occupation, he shall be entitled to have his name entered as a member in the register of members of the Company, in respect of the share specified in the share warrant so surrendered.

6. The persons named in the first section of this Act shall be the Provisional Directors of the Company, of whom two shall form a quorum, and shall hold office and have and exercise all the powers hereby conferred upon Directors of the Company until the election of the first Directors of the Company, and all acts of the Provisional Directors in accordance with this Act shall be valid and binding on the Company until their successors are elected.

Provisional
Directors.

7. The first annual general meeting of the shareholders of the Company shall be held on the second Monday of January, 1898, and thereafter the annual general meeting of the shareholders of the Company shall be held on the second Monday of January in each year, or on such other day as may be fixed by the by-laws or regulations of the Company, and at such annual general meeting of the Board Directors shall be chosen.

First and other gen-
eral annual meetings.

8. 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 of the Company.

Number necessary to
constitute a meeting.

9. The Board of Directors shall consist of not less than three persons, nor more than nine, of whom a majority shall form a quorum, and who shall be elected at the meetings to be called as provided for in section 7, each of whom shall be a shareholder of the Company of not less than one thousand shares. Such election, and every question to be decided at such election, shall be decided by a majority of the votes of the shareholders present in person at such meeting, or represented by written proxy. Each share to have one vote, and the persons receiving the greatest number of votes shall be the Directors. The Directors so chosen shall, immediately after the close of such meeting, elect one of their number to be chairman of the Directors and one of their number to be deputy chairman of the Directors, which chairman, deputy chairman and Directors shall continue in office for one year and until others shall be chosen in their places; and if any vacancy shall at any time happen by death, resignation or otherwise during the said year in the office of chairman, deputy chairman or Directors, the remaining Directors shall elect a qualified person to fill such vacancy for the remainder of the year.

Board of Directors,
Chairman, etc.

10. If the election of Directors be not held on the day appointed by this Act, the Company shall not for that reason be dissolved, but it shall be lawful to hold the election on any other day in the manner provided for by any by-law of the Company, and the Directors shall continue in office until new Directors are elected; and all acts of the Directors in accordance with this Act shall be valid and binding on the Company until their successors are elected.

Failure to hold
election, etc.

Application of
"Companies Clauses
Act, 1897."

11. The provisions of the "Companies Clauses 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 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.

12. The Company shall have power :—

- | | |
|----------------------------------|---|
| Mining operations. | (a.) To engage in all kinds of mining operations, to crush, win, get quarry, smelt, calcine, refine, dress, amalgamate, manipulate, and prepare for market gold and silver ore, metal and mineral substances of all kinds, and to carry on all and any metallurgical operations, and to acquire, by location or otherwise howsoever, mining properties and claims and work the same and utilise the electric power, generated as aforesaid, in so doing : |
| Metalliferous lands. | (b.) To purchase, take on lease, or otherwise acquire, and to sell, dispose of, and deal with gold and silver mining rights, and mines of all kinds, and undertakings connected therewith, and metalliferous lands in the Province of British Columbia, and any interest therein, and to explore, work, exercise, develop and turn to account the same, and to take over by all requisite deeds of assignment from any trustees for the Company, any property, rights, water privileges and easements and mining claims or leases, acquired by any trustee on behalf of the Company, and to use any of the said property, rights, water privileges and easements in the carrying on of the undertaking, or for any of the purposes of the Company : |
| Water rights. | (c.) To buy, sell, refine, manufacture and deal in minerals of all kinds, and in particular gold and silver, and buy and sell plant, machinery, implements, conveniences, provisions and things capable of being used in connection with metallurgical operations, or required by the workmen employed by the Company : |
| Dealing in minerals. | (d.) To construct, carry out, maintain, improve, manage and work roads, ways, bridges, reservoirs, aqueducts, wharves, furnaces, saw-mills, crushing works, hydraulic works, electric works, factories, warehouses, ships, and other works and conveniences which may seem directly or indirectly conducive to any of the objects of the Company, and to contribute, subsidise and otherwise aid or take part in any such operations : |
| Roads, wharves, warehouses, etc. | (e.) To search for, prospect, examine and explore mines and grounds supposed to contain minerals, and to search for and obtain information in regard to mines, mining districts and localities : |
| Prospecting. | (f.) To erect, construct, operate and maintain electric works, power houses, generating plant and such other appliances and conveniences as are necessary and proper for the generating of |
| Electric works. | |

electricity or electric power, and for transmitting the same to be used by the Company as a motive power for the operation of motors, machinery or electric lighting or other works of the Company, 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; and for any of the above purposes, the Company is hereby authorised and empowered by its servants, agents, contractors and workmen, from time to time, to make and erect such electric works and to sink, lay, place, fit, maintain and repair such electric lines, accumulators, storage batteries, electric cables, mains, wires, pipes, switches, connections, branches, electric motors, dynamos, engines, machines, cuts, drains, water-courses, pipes, buildings and other devices; and to erect and place any electric line, cable, main, wire or other electric apparatus above or below ground, along, or over or across any road, street or bridge, and to erect poles for the purpose of placing the same in such manner as the Company shall think fit, necessary or proper for the purpose of carrying out the operations of the Company in respect of and incidental to the making, generating or supplying of electricity; and also for all such purposes to open, break up the soil and pavement of the roads, streets or bridges, and to open and break up any sewers, drains or tunnels within or under such roads, streets and bridges, and to erect poles, posts, pillars, lamps, globes or other apparatus in or upon the said roads, streets or bridges, or against any wall or walls erected on the same or adjoining thereto, and to dig and sink trenches and drains and to lay electric lines, cables and mains, and to put electric lines, wires, switches and connection branches from such electric lines, cables and mains, in, under, across or along such roads, streets and bridges, and, from time to time, to cut, remove, alter, repair, replace and relay such electric lines, cables, mains, wires, switches and connection branches or other apparatus: Provided that all such powers shall, so far as regards any lands included within the area incorporated as a municipality, be subject to the assent of the Council of such municipality and to such conditions as it may impose; provided, however, that the Company shall have the right of appeal to a Judge of the Supreme Court of British Columbia from the conditions imposed by any Municipal Council, or from any regulation thereof under this section or under the regulations imposed by virtue of the "Water Clauses Consolidation Act, 1897," and he

and he shall thereupon prescribe under what regulations and conditions the Company shall be allowed to exercise the powers hereby conferred within the limits of such municipality. And provided also, that in places, other than municipalities, the powers shall be subject to the assent of Chief Commissioner of Lands and Works and to such regulations as he may impose :

Tramways, etc.

(g.) To construct, maintain, complete and operate a single or double track tramway, or any aerial or other tramway or tramways, in and throughout the said area, with the necessary side-tracks and turnouts for the passage of cars, teams, carriages and other vehicles adapted to the same, and to build bridges, and erect, acquire and maintain telegraph and telephone poles upon, and along, and above any lands or highways in the said Province which are in the line of the tramway intended to be built by such power company, subject, in so far as the same passes over or along any highways, to the permission and supervision of the Chief Commissioner, who, if he shall see fit to give permission to operate on any highway, shall fix the location of the tramways over the said highways between the said points, and may direct the paving, macadamising, repairing and grading of such highways, and the construction, opening up and repairing of ditches or drains along or across the said highways, and from time to time may give such directions as he may see fit and proper for the due protection and convenience of the public roads and highways, but in so far as the tramway, telegraph or telephone passes through or lies within the limits of any municipality, to the assent of the Council of such municipality, and to such regulations and conditions, modifications, changes, matters and things as such municipality may, from time to time, by by-law enact. The power company shall have power to take, transfer and carry passengers and ore, minerals and freight upon their tramway by the force or power of animals, or such steam, electric, water or other motive power as the Company may deem expedient :

Telegraph and telephone lines.

(h.) To construct telegraph and telephone lines over and along the routes taken by the tramways, and by the electric lines transmitting the said power, light and heat, and may establish offices for the transmission of messages for the public, and make rates and collect tolls for the use thereof by the public, and to do such other things as may be necessary to fully and completely carry on and operate such works, and for the purposes of erecting and working such telegraph and telephone lines the Company may enter into a contract with any other company, foreign or domestic, or may lease any of the Company's lines or any portion thereof :

- (i.) To transmit and distribute the electric power, light and heat in and throughout the said area. Transmission of electric light, heat, etc.

13. For the purpose of carrying out such undertaking the Company shall (except as is in this Act provided) be in the position of a company duly incorporated in compliance with the provisions of 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), and all the provisions of Part V. of the said Act shall apply to the Company. Part IV. of Water Clauses Act.

14. 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 its intention to apply for a record in pursuance of section 84 of the aforesaid Act for five thousand inches of water to be diverted from the Okanagan River at some convenient point or points at or near Dog Falls, within a distance of one thousand feet of said Dog Falls, or some point in the immediate neighbourhood thereof as may be necessary for the purposes of the Company, it shall have priority over all notices of and applications made for records of waters from any such sources made since the third day of December, 1896, and not completed by record prior to the passage of this Act. Diversion of water, priority, etc.

15. The liability of the shareholders shall be limited to the amount unpaid on their shares: Provided, that all shares issued as paid up shares, under the authority of this Act, are hereby declared to be fully paid up and non-assessable for any cause whatsoever, and shareholders holding the same shall be subject to no liability thereon. Liability of shareholder

16. Unless otherwise provided by the by-laws the person holding the proxy of a shareholder shall himself be a shareholder. Proxy.

17. All persons subscribing for shares or stock shall pay ten per cent. on allotment, or such sums as the Directors may determine; and the Directors may, from time to time, make calls on such shares payable at such times, in such amounts, at such places, and in such manner as they shall, from time to time, determine; but no call shall exceed ten per cent., and an interval of at least thirty days shall intervene between the time fixed for the payment of any one call and that fixed for the payment of the succeeding call. Calls, etc.

18. A call shall be deemed to have been made at the time when the resolution of the Directors authorising such call was passed, and if a shareholder fails to pay any call due from him before or on the day appointed for the payment thereof, he shall be liable to pay When made.

- Interest. interest for the same at a rate not exceeding six per cent. per annum, from the day appointed for payment to the time of actual payment thereof.
- Notices of calls. **19.** All notices of calls upon the shareholders shall be given by sending a notice of such call by registered letter, addressed to each shareholder liable to pay the same at his post-office address (as recorded in the books of the Company), at least three weeks before the time appointed for payment thereof.
- Forfeiture for non-payment of calls. **20.** If after such demand or notice as hereinbefore provided, any call made upon any share or shares be not paid within such time as may be limited in that behalf, the Directors in their discretion, by vote to that effect duly recorded in the minutes, may summarily declare forfeited any shares whereon such payment is not made, and the same shall thereupon become the property of the Company, and may be disposed of as the by-laws of the Company shall ordain; but notwithstanding such forfeiture the holders of such shares, at the time of such forfeiture, shall continue liable to the then creditors of the Company for the full amount unpaid on such shares at the time of forfeiture, less any sum which may have been subsequently realised by the Company in respect thereof.
- Enforcing calls by suit. **21.** The Company may, if it sees fit, instead of declaring forfeited any share or shares, enforce payment of all calls and interest thereon, by action in any Court of competent jurisdiction: and a certificate under its seal and purporting to be signed by any officer of the Company, to the effect that defendant is a shareholder, that such call or calls has or have been made, and that so much is due by him and unpaid thereon, shall be received against the defendant in all Courts as *prima facie* evidence to that effect.
- Deduct on calls from dividends. **22.** The Directors may deduct from the dividends payable to any shareholder all such sums of money as may be due from him to the Company on account of calls or otherwise.
- Assignment, transfer, etc., of shares. **23.** No assignment or transfer of any shares shall be valid or effectual until such transfer be entered and registered in a book to be kept for that purpose by such officer as the Directors may from time to time designate: Provided that whenever any shareholder shall transfer in manner aforesaid all his stock or shares in the Company, such shareholder shall cease to be a member of the Company. The Directors may decline to register any transfer of shares belonging to any shareholder who is indebted to the Company.
- Borrowing powers. **24.** The Directors of the Company under the authority of the shareholders to them given at any special general meeting called for that purpose, at which meeting shareholders representing at least two-

thirds in value of the subscribed stock of the Company are present or represented by proxy, may from time to time raise and borrow, for the purposes of the Company, such sum or sums of money, not exceeding the capital stock as defined by this Act or any sum to which it may be increased, upon such terms and in such manner as they may consider expedient, and may issue bonds or debentures of the Company in sums of not less than fifty dollars, or ten pounds sterling, each, and on such terms and credit and at such prices as they may think proper, and may pledge or mortgage all the tolls, incomes, franchises, uncalled capital, and property, both real and personal (whether then acquired or that may thereafter be acquired), of the Company, or any part thereof, for the repayment of the moneys so raised or borrowed, and the interest thereon; and any such mortgage deed may contain such description of the property, tolls, incomes, franchises, uncalled capital, and property, real and personal (acquired or to be acquired), mortgaged by such deed and upon such conditions respecting the payment of the bonds or debentures secured thereby, and of the interest thereon; and the remedies which shall be enjoyed by the holder of such bonds, or by any trustee or trustees for them, in default of such payment, and the enforcement of such remedies; and may provide for such forfeitures and penalties in default of such payment as may be approved by the Directors; and may also contain, with the approval aforesaid, authority to the trustee or trustees upon such default, as one of such remedies, to take possession of the said property so mortgaged, and to hold and operate the same for the benefit of the bondholders thereof; or to lease or sell the said property so mortgaged after such default, and upon such terms and conditions as may be stated in such deed; and in case of any such lease or sale, the lessee or purchaser shall have the right to exercise all the powers and franchises by this Act conferred upon the Company, and the said property may continue to be held and operated under the provisions of this Act, with the corporate name and powers of the Company, and such lessee or purchaser shall have the same rights, powers, privileges, and franchises, and shall stand in the same position, as regards the said tolls, incomes, franchises, powers, uncalled capital and property, real and personal, as the Company itself under this Act.

25. The bonds, debentures or other securities, hereby authorised to be issued, shall be taken and considered to be the first preferential claim and charge upon the Company, and the franchises, undertaking, tolls, incomes, rents and revenues and real and personal property thereof at any time acquired, save and except any charges existing thereon at the date of the passage of this Act, or such acquisition respectively; and each holder of the said bonds, debentures and other securities shall be deemed to be a mortgagee or incumbrancer upon the said securities pro rata with all the other holders, and no proceed-

Bonds, debentures, etc., to be a charge on the franchises and property of the Company.

ings authorised by law or by this Act shall be taken to enforce payment of the said bonds, debentures or other securities, or of the interest thereon, when any instrument securing the same is in the name of a trustee or trustees appointed by or under any mortgage or trust deed, save through the trustee or trustees so appointed, or for the time being acting in the trusts thereof.

Promissory notes,
etc., how made.

26. A promissory note or bill of exchange shall be deemed to have been made, accepted or indorsed on behalf of the Company, under this Act, if made, accepted or indorsed in the name of the Company by any person acting under the authority of the Company, or if made, accepted or indorsed by or on behalf or on account of the Company by any person acting under the authority of the Company.

Apparatus of Com-
pany in certain pre-
mises not liable for
distress or process of
law.

27. Where any electric lines, meters, accumulators, transformers, generators, distribution boards, lamps, fittings, works or apparatus belonging to the Company are placed in or upon any premises, not being in the possession of the Company, for the purpose of supplying electricity, such electric lines, meters, accumulators, transformers, motors, generators, distribution boards, lamps, fittings, works or apparatus shall not be subject to distress for rent for the premises where the same may be, nor be taken in execution under any process of a Court of Law or Equity against the person in whose possession the same may be.

Cutting off electric-
ity for non-payment
of dues.

28. If any corporation, company or person neglect to pay any charge for electricity, or any other sum due from them to the Company, either in respect of the supply of electricity to such company or person, or in respect of the rent reserved by the Company for the use of electric lines, meters, accumulators, transformers, motors, distribution boards, lamps, fittings, works or apparatus lent or supplied for hire to such corporation, company or person, the Company may cut or disconnect any such electric lines or other work through which electricity may be supplied, and remove such articles and works above mentioned as were lent for hire to such company or person.

Power to enter into
agreements guaran-
teeing interest, etc.

29. It shall be lawful for the Company to enter into and to carry out to completion any agreement in the nature of guaranteeing interest on bonds or debentures, or for such other consideration as may be agreed upon, with any person or persons or body corporate, now having or hereafter acquiring the power or right to construct or work tramways or street railways in any part of the Province of British Columbia, and for the leasing, hiring or purchasing the plant and rolling stock belonging to any such person or persons or body corporate, or for making running arrangements, such agreement to be approved by a plurality of the shareholders voting in person, or by written proxy, at a special meeting to be held for that purpose in accordance with the by-laws of the Company; and every such agreement when so

approved shall be valid and binding according to the terms and tenor thereof, and any company or individual accepting and executing any such lease or agreement is hereby empowered to exercise all the rights and privileges in respect of such agreement in this charter conferred.

30. The Company may purchase, acquire or lease and hold, and may sell, dispose of, or surrender any lands, buildings or tenements, and may purchase or lease, for any term of years, any electric light system or any tramway system established or to be established, and may enter into working arrangements with, or may enter into a lease of, or acquire the right to work, the line or lines of any such other tramway, or use the property and plant of such electric light system; and may sell or lease to any company authorised to operate tramways, either wholly or in part, the rights hereby granted, upon such terms and conditions as may be agreed upon by the Board of Directors of the respective companies: Provided, however, that every such transaction shall be subject to the approval of two-thirds of the votes of the shareholders of the Company present or represented by proxy at a special general meeting called for that purpose; and after any such agreement shall be made with any other company the Company may acquire and hold shares, bonds or securities of such other company.

Acquiring, etc.,
lands, etc., working
arrangements with
other companies, etc.

31. The Company may unite, amalgamate and consolidate its stock, property, business and franchises with those of any other lighting company or companies, or any other electric railway, tramway or power company, and may enter into working engagements with, or may enter into a lease of, or take and hold shares in, or acquire the right to operate the works of any other company which has been or may hereafter be empowered to generate or supply electricity or light in any form or for any purpose; or to construct and operate tramways within the said area, upon such terms and conditions as may be agreed upon by the Boards of Directors of the respective companies.

Amalgamation with
other companies.

32. The Company may receive, take, hold, enjoy or lease from any Government, person, corporation, municipal or otherwise, any lands, bonus, donations, loans, gifts of money, bonds, guarantee of bonds, 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 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, 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.

Receiving of bonus,
gifts, exemption, etc.

33. Any person who shall maliciously or wilfully injure, molest or destroy any of the lines, posts or other material or property of the

Wilful injury to
Company's property.

Company, or post up any advertisement, or print anything on any of the posts or other property of the Company, or in any way wilfully obstruct or interfere with the undertaking and working of the said electric plant or property shall, on conviction thereof before any two Justices of the Peace or functionary having the power of two Justices of the Peace, be by such Justices or functionary adjudged and condemned to pay a penalty for every such offence not exceeding one hundred dollars, together with costs; and such Justices or functionary may, on default of payment, condemn such person to be confined in any common gaol in the Province of British Columbia for a space not exceeding one calendar month, with or without hard labour.

Application of future amendments to "Water Clauses Consolidation Act, 1897."

34. If by any public Act hereafter passed any of the sections of the "Water Clauses Consolidation Act, 1897," corresponding to sections of this Act 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 corresponds 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.

VICTORIA, B. C:

Printed by RICHARD WOLFENDEN, Printer to the Queen's Most Excellent Majesty
1897.