



CHAPTER 65.

An Act to incorporate the Greenwood-Phoenix Tramway Company, Limited.

[1st March, 1911.]

WHEREAS a petition has been presented for an Act to Preamble.
incorporate a Company to run, construct, excavate, and maintain a tunnel through and under the mountain lying east of the City of Greenwood, in the County of Yale, from a point on the Nelson Mineral Claim, which claim adjoins the east boundary of the City of Greenwood, to a point at or near the Victoria Mineral Claim, under the City of Phoenix; and for the purposes of the undertaking to run exploring and branch-working tunnels from the main tunnel; to sink or raise mining, working, or ore shafts along the line or course of the said tunnel or its branches; to explore for minerals by the use of drills, shafts, or excavations; to construct, maintain, and operate by electricity or otherwise tramways and roadways for the purposes of carrying ores, or as may be otherwise required; to erect and maintain crushing, electrical, hydraulic, concentrating, or smelting works, or other plants, and deal in the products of the same; to supply, sell, and dispose of light or power, and to erect and place any electric line, cable, or other electrical apparatus, above or below ground, along, over, and across streets, bridges, and lands; to erect, construct, and maintain any dam, raceway, flume, or other contrivance or plan for diverting and utilising water or for drainage, and to construct all works necessary to obtain and make water-power available; to carry on the business of mining in all its branches; to purchase and deal in ores; to enter into any agreements and make contracts with persons or companies owning any interest in mining lands or otherwise contiguous to the said tunnel, and to receive compensation for the use of the tunnels or works of the

Company, and for drainage or other benefits derived from the tunnels or branches; to acquire and take over the business of the Greenwood-Phoenix Tramway Company, Limited, a company incorporated under the "Tramway Company Incorporation Act," and to acquire and obtain all concessions, bonuses, or other rights and privileges belonging to said company; to purchase, lease, or otherwise acquire and hold patents, machinery, lands, premises, buildings, and all real and personal property necessary to carry out the objects of the Company, with all necessary or incidental rights, powers, and privileges as may be necessary, incidental, or conducive to the attainment of the above objects or any of them:

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:—

Incorporation :

1. That Thomas A. Woodruff, of the City of Chicago, in the State of Illinois; Duncan McIntosh and Isaac H. Hallett, both of the City of Greenwood, in the Province of British Columbia, and such other persons and corporations as shall in pursuance of this Act become shareholders in the Company herein incorporated, are hereby constituted a body corporate under the name of the "Greenwood-Phoenix Tramway Company, Limited," and hereinafter called "the Company."

Head office

2. The head office of the Company shall be at the City of Greenwood or at such other place in British Columbia as the Company shall hereafter determine.

Capital stock

3. The capital stock of the Company shall be one hundred thousand dollars (\$100,000), divided into one hundred thousand (100,000) shares of one dollar each.

Calls

4. No calls shall be made at any one time for more than twenty per cent. of the amount subscribed, 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.

Capital stock

5. The capital stock of the Company may be increased from time to time to any amount if such increase be sanctioned by vote in person or by proxy of the shareholders holding at least two-thirds in amount of the subscribed 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 at his last known place of abode, and deposited in the post office at least thirty days previously to such meeting, stating

the time and 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 be increased to the amount sanctioned by such vote:

- (a.) The new shares being incorporated 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, 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:
- (b.) Provided that no increase of capital shall take effect until the Company shall have paid to the Minister of Finance a sum equal to the additional amount the Company would have had to pay on incorporation if it had increased its capitalisation then by the amount of said increase.

6. (1.) The liability of the shareholders shall be limited to the amount (if any) unpaid upon their shares: Liability of shareholders 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: Allotment Provided that whenever the Company makes any allotment of its shares as fully paid otherwise than in cash, the Company shall within one month thereafter file with the Registrar of Companies—

- (a.) A return of the allotments, stating the number and nominal amount of the shares comprised in the allotment, the names, addresses, and descriptions of the allottees, and a contract in writing constituting the title of the allottee to the allotment, together with any contract of sale, or for services or other consideration in respect of which that allotment was made, and a return stating the number and nominal amount of shares so allotted, and the consideration for which they have been allotted.

(2.) Where such a contract as above mentioned is not reduced to writing, the Company shall, within one month after the allotment, file with the Registrar of Companies the prescribed particulars of the contract

(3.) If default is made in complying with the requirements of this section, every director, manager, secretary, or other officer of the Company who is knowingly a party to the default shall be liable to a fine not exceeding two hundred and fifty dollars for every day during which the default continues:

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

12. 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 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 any ordinary meeting, and any business which is brought under consideration by the report of the directors issued with the notice convening such meeting. Business

13. At all general meetings of the Company 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. Voting

14. The directors of the Company from time to time may borrow for the purposes of the Company such sum or sums of money as they may consider expedient, and may issue bonds or debentures of the Company in sums not less than one hundred dollars each, and on such terms and credit as they may think proper, and may thereby pledge or mortgage all the machinery, implements, tools, franchises, income, easements, rights, privileges, and the property generally of the Company, together with its uncalled capital or any part thereof, for the payment of the money so raised or borrowed and the interest thereon. Provided, always, that before any such bonds or debentures are issued the consent of two thirds in value of the shareholders of the Company shall be first had and obtained at a special meeting to be called and held for that purpose. Borrowing powers

15. Sections 34, 70, 71, 83, 90, 91, 92, 101, 107, 108, 109, 110, 118, 119, and 120 of the "Companies Act," and the provisions of the "Companies Clauses Act, 1897," shall apply to the Company and to the undertaking authorised hereby, save in 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 "Companies Clauses Act" to the extent of such repugnancy or inconsistencies. Provisions of Companies Clauses Act to apply

16. The Company shall have power to run, drive, build, construct, and maintain a tunnel through and under the mountain lying east of the City of Greenwood, in the County of Yale, from a point on the Nelson Mineral Claim, adjoining said City of Greenwood, to a point at or near the Victoria Mineral Claim, under the City of Phoenix, and by means of the same to provide drainage, air, venti- Powers

lation, light, and power to the underground workings of such mining properties as may be traversed, intersected, or cut thereby, and to build a tramway in, through, along, and out of the same, and to carry and transport thereon ores and freight, and as to any mineral claim or mining properties so traversed by or in the vicinity of such tramway, the Company shall be deemed to be a common carrier.

Powers.

17. For the purposes aforesaid the Company shall have power—

- (a.) To run, build, drive, construct, and maintain from time to time branch tunnels from the main tunnel and sink or raise mining, working or air shafts from the main or branch tunnels, and to connect the same with the underground workings of mines:
- (b.) To construct, complete, maintain, and operate a line or lines of single- or double-track tramway, with all necessary switches, side-tracks, and turnouts, and all other requisite appliances in connection therewith for the passage of cars, carriages, and other vehicles adapted to the same, in, upon, along, through, and out of the said tunnel and its branches and throughout the same, and to transport and carry freight and ores upon the same, by electricity or such other motive power as the Company may deem expedient; and also to erect, maintain, and construct all necessary works, buildings, pipes, poles, wires, and appliances or conveniences necessary or proper for the use of the said tramway or in connection therewith. And the Company shall, subject to the provisions of the "British Columbia Railway Act," have power to extend the lines of the said tramway from either end of their said tunnel to such place or places in the neighbourhood thereof as may be convenient or found necessary for the purpose of making connection with steam or electric railways or tramways, or otherwise, as the Company's business may require. And all the powers herein contained shall apply to the construction, operation, and maintenance by the Company of such extensions:
- (c.) To erect, construct, operate, and maintain compressed-air and electric works, power-houses, generating plant, and such other appliances and conveniences as are necessary and proper for the generating of compressed air and electricity, and for transmitting the same to any part of the said tunnels and branches, and to any mines intersected by the same or connected therewith, to be used as a motive power for the tramways authorised by this Act or other works of the Company or to be supplied by the Company as a motive power for driving, hauling, lifting, propelling,

heating, ventilating, smelting, crushing, milling, drilling, or mining, or any other operation of any nature or kind whatsoever for which compressed air or electricity may be used, supplied, 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 compressed-air and electric works, and to sink, lay, place, fit, maintain, and repair such electric lines, wires, accumulators, storage-batteries, transformers, cables, mains, pipes, switches, connections, branches, motors, dynamos, engines, machines, cuts, drains, water-courses, buildings, and other devices, and to erect and place any electric line, cable, main, wire, pipe, or other compressed-air and electric apparatus, above or below ground, in, along, over, or across any tunnel, shaft, street, bridge, or highway, under or about said mountain east of Greenwood or its vicinity, and to erect poles or pipes for the purpose of placing the same and 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 working, generating, and supplying of compressed air and electricity, paying compensation for any or all damages occasioned by the exercise of any of the above powers:

- (d.) It shall be lawful for the Company to contract with any person, body corporate or politic, for supplying compressed air and electricity to any such person, body corporate or politic, or to any streets, ways, lanes, passages, tramways, mines, smelters, mills, buildings, and places, and for such purposes the Company may from time to time lay down, carry, fit up, connect, and furnish any accumulator, storage-battery, cable, wire, pipe, switch, connection, branch, burner, lamp, meter, transformer, or other apparatus for or in connection with any compressed-air or electric main, pipe, lead, or cable which for such purposes may be required, and to let any such apparatus for hire for such sums as may be agreed upon:
- (e.) Any person appointed by the Company may at all reasonable times enter any premises to which compressed air or electricity is or has been supplied by the Company, in order to inspect the lines, accumulators, fittings, works, and apparatus for the supply or application of compressed air and electricity belonging to the Company, and for the purposes of ascertaining the quantity of compressed air and electricity consumed or supplied, or where a supply of compressed air or electricity is no longer required, or where the Company is authorised to take away or cut off

the supply of compressed air or electricity from any premises for the purposes of removing any pipes, wires, accumulators, transformers, motors, distribution-boards, meters, fittings, lamps, works, or other apparatus belonging to the Company:

- (f.) Where any electric lines, accumulators, transformers, motors, meters, generators, distribution-boards, lamps, pipes, fittings, works, or apparatus belonging to the Company are placed in or upon any premises not being in possession of the Company, for the purpose of supplying compressed air or electricity, such electric lines, accumulators, transformers, motors, meters, generators, distribution-boards, lamps, pipes, fittings, works, or apparatus shall not be subject to distress for rent for the premises where the same may be, nor taken in execution, under any process of law or equity, against the person in whose possession the same may be:
- (g.) If any person neglect to pay any charge for compressed air or electricity, or any other sum due from him to the Company, either in respect of the supply of compressed air or electricity to such person, or in respect of the rent reserved by the Company for the use of electric lines, meters, accumulators, transformers, motors, distribution-boards, lamps, pipes, fittings, works, or apparatus lent or supplied for hire to such persons, the Company may cut or disconnect any pipe or electric line or other work through which compressed air or electricity may be supplied, and remove such articles and works above mentioned as were lent for hire to such person:
- (h.) The Company is hereby authorised and empowered to acquire by purchase or otherwise the right to use, and to use and employ, power already developed by others, at any point or points, and whether the same be in the form of electrical power, compressed air, or otherwise:
- (i.) The Company may also by its workmen, servants, or agents enter into and upon any mines or lands adjoining the works of the Company, or any line or lines of pipe, fluming, or wire laid or erected by the Company as a means of transmitting power for or in connection with any of the purposes referred to in this Act, and clear the said mines of ore, waste rock, or debris, and the said lands of timber and underwood to such width, not exceeding one hundred feet, on each side of said works, or such line or lines of pipe, fluming, or wire, as aforesaid, as may be deemed necessary for the proper protection of the same; subject, however, to making compensation for such clearing in manner hereinafter mentioned.

18. The Company shall, subject to the provisions of the "Mineral Act" and amending Acts, have power to engage in all kinds of mining operations; to crush, win, get, quarry, smelt, calcine, refine, dress, amalgamate, manipulate, and prepare for market gold, silver, and copper ores, 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:

Power to engage in
mining operations

- (a.) 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:
- (b.) 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:
- (c.) To construct, carry out, maintain, improve, manage, and work tunnels, shafts, winzes, upraises, drifts, roads, ways, bridges, reservoirs, aqueducts, flumes, raceways, drains, furnaces, mines, sawmills, smelting, concentrating, and crushing works, hydraulic works, electric works, factories, warehouses, and other works and conveniences which may seem, directly and indirectly, conducive to any of the objects of the Company, and to contribute, subsidise, and otherwise aid or take part in such operations:
- (d.) 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:
- (e.) Subject to the provisions of the "Water Act, 1909," and amending Acts, to erect, construct, build, and maintain all such dams, reservoirs, raceways, flumes, or other contrivances or plans for diverting, utilising, and storing water, and to construct all works necessary to obtain, store, and make water power available:

- (f.) To acquire and take over the business of the Greenwood-Phoenix Tramway Company, Limited, a company incorporated under the "Tramway Company Incorporation Act," and to acquire and obtain all concessions, bonuses, or other rights and privileges belonging to said Company; and upon such taking-over of such business shall be liable for all the contracts, obligations, and liabilities of said Greenwood-Phoenix Tramway Company.

Traffic arrange-
ments.

19. It shall and may be lawful for the Company to contract with any person, body corporate or politic, for taking, transferring, and carrying of ore, minerals, and other freight upon their tramway and to charge such rates and tolls for the same as may be agreed upon, and shall in connection therewith be deemed to be a common carrier and be subject to the provisions of the "British Columbia Railway Act."

Telephone business

20. The Company shall have the power to construct telephone lines in, through, and along the Company's tunnels and its branches, and over and along the route taken by the tramways and electric lines of the Company, and to do such other things as may be necessary to fully and completely carry on and operate the Company's undertakings.

Traffic arrange-
ments with other
companies

21. The Company may unite, amalgamate, and consolidate its stock, property, business, and franchises with any other company incorporated for all or any of the purposes which this Company is formed to carry on, and may sell, lease, or otherwise dispose of any or all of its franchises, powers, rights, privileges, and undertakings to any other company, person or persons, 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 work the line or lines of any other company which has been or may hereafter be empowered to carry on undertakings altogether or in part similar to those of this Company.

Power to open
streets etc. for
purposes of
Company

22. The Company may, subject to the consent and under the supervision of the Minister of Public Works, or of the proper authority having control of the streets, roads, highways, and bridges, open and break up the soil and pavement, and any sewers, drains, or tunnels within or under such streets, roads, highways, and bridges, and lay down and place within the said limits its tracks, pipes, wires, and poles, and from time to time with such consent and supervision repair, alter, and remove the same, and for the purposes aforesaid may remove and raise all earth and materials in and under such streets, highways, and bridges, and to do all other acts which the Company shall from time to time deem necessary for the purpose

of running its tramways, and supplying compressed air and electricity, and maintaining a telephone service as hereinbefore more fully specified, doing as little damage as may be in the execution of the powers hereby granted, and making compensation for any damage which may be done in the execution of such powers.

23. When the Company opens or breaks up the roadway or pavement of any highway, street, or bridge, or any sewer, drain, or tunnel, it shall, with all convenient speed, complete the work for which the same shall be broken up, and shall fill in the ground, reinstate and make good to the satisfaction of the Minister of Public Works, or the proper authority, the road or pavement, or the sewer, drain, or tunnel so opened or broken up, and carry away the rubbish occasioned thereby; and shall at all times, whilst any such road or pavement shall be open or broken up, cause the same to be fenced and guarded, and shall cause a light sufficient for the warning of passengers to be set up and maintained against or near such road or pavement where the same shall be continued open or broken up, and shall keep the road or pavement which has been so broken up in good repair for one month after replacing the same. Repair streets, etc.

24. The Company may purchase, acquire, or lease and hold, and may sell, dispose of, or surrender any lands, mines, mineral claims, buildings, or tenements for all or any of the purposes of the Company. Power to acquire lands, etc.

25. All rights, concessions, and bonuses heretofore granted by the Corporation of the City of Greenwood to the Greenwood-Phoenix Tramway Company, Limited, shall be deemed to have been lawfully granted. Power to Greenwood Phoenix Tramway Co., Ltd., to transfer rights.

26. For the purpose of carrying out the powers contained in this Act, and subject to the consent of the Lieutenant-Governor in Council, it shall be lawful for the Company, its servants, agents, or workmen, from time to time to enter, either underground or on the surface, into and upon any mines, mineral claims, or land of any person or persons, and to set out, survey, and ascertain, take, expropriate, hold, and enjoy such part or parts thereof or any right, easement, or privilege as it may require for the purpose of running, driving, laying, and constructing the said main tunnels, and any branch tunnels, shafts, winzes, upraises, pipes, drains, flumes, or other works, and to take timber, stone, gravel, sand, and other materials from the said mines, mineral claims, and lands, except as hereinafter provided, for the use and construction of the said works of the Company, paying compensation therefor: Power to expropriate lands, etc.

Provided, always, that before the Company enters into, upon, or under any mines or mineral claims for the purposes aforesaid, any person employed in that behalf by the Company shall appear before Stone, timber, etc., required for construction.

a Stipendiary Magistrate or Justice of the Peace and take a solemn declaration that he will not at any time thereafter disclose to any person or persons the value of such mines or mineral claims, or the amount of ore contained therein, or the manner in which the same is being worked by the owners or occupiers thereof:

- (a.) Nothing in this Act contained shall be taken to deprive the owners or occupiers of any mine or mineral claim, the part or parts thereof, or any right, privilege, or easement thereto belonging expropriated by the Company for the purposes aforesaid, of their right to such ore as may be excavated by the Company in the course of construction of its said works; and upon the owners or occupiers of such mine or mineral claim serving written notice upon the foreman of the Company's works that they may require delivery to be made to them of the ore so excavated, the Company shall deliver the same free of charge to such owners or occupiers at the mouth of its tunnel, or at such other place or places as the Company and such owner or occupiers may agree upon.

Arbitration.

27. In case of disagreement between the Company and the owner or owners of the said mines, mineral claims, timber, or lands, or of any such privileges, right or rights as aforesaid, respecting the amount of purchase money or value thereof, or as to the amount of damages arising through the disturbance of the underground workings of any mine, or of the surface of any of the said mines, mineral claims, or lands, in the course or by reason of the construction of the said main tunnel, or any tunnels, shafts, winzes, upraises, drifts, dams, reservoirs, raceways, or flumes, or the laying of any pipe, or by the exercise of any of the powers conferred by this Act, the same shall be decided by arbitration.

Vesting title

28. Upon payment or tender of the amount so awarded, the owners or occupiers of the mines, mineral claims, lands, rights, or privileges aforesaid shall, at the cost and expense of the Company, make, do, and execute all such acts, deeds, matters, and things necessary on the part of such owners or occupiers, or any of them, to vest a complete and perfect title to such part or parts of said mines, mineral claims, lands, or such rights, easements, or privileges in the Company or its successors.

Construction of
tunnel

29. The Company shall continue the construction of the tunnel heretofore commenced by the Greenwood-Phoenix Tramway Company, Limited, and shall construct one thousand feet each year thereafter until completion, but failure to continue construction shall not prejudice the rights and privileges of the Company in respect to so much of the said tunnel as shall have been constructed in accordance with this section.

30. Nothing in this Act shall be construed so as to give the Company power to override or interfere with any right, privilege, or franchise held by any municipality or to exercise any of its powers within the limits of any municipality in such a way as to interfere with or prejudice any right, privilege, or franchise of such municipality, without the consent of such municipality being first had and obtained.

Powers hereby
conferred not to
override municipal
rights

31. This Act may be cited as the "Greenwood-Phoenix Tramway Short title
Company, Limited, Act, 1911."

VICTORIA, B. C.

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